

FCS/STX/107/2018

August 14, 2018

To,

The Dept. of Corporate Services
The Stock Exchange Mumbai
Dalal Street, Fort,
Mumbai: 400001

National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (E),
Mumbai: 400051

Subject: Outcome of the 181st Meeting of the Board of Directors of the Company held on Tuesday, 14th August, 2018.

Dear Sir,

In accordance with Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 this is to intimate that the Board of Directors in its 181st Meeting held today i.e. Tuesday, August 14, 2018, at Corporate Office at FCS House, Plot No. 83, NSEZ, Noida Dadri Road, Phase II, Gautam Buddha Nagar, Noida- 201305 (U.P.), considered and approved the following businesses:

1. Un-audited Financial Results along with Limited Review Report for the quarter ended 30th June, 2018 as per Ind-AS Rules of Company (Indian Accounting Standard) Rules, 2015;
2. Appointment of Mr. Mahendra Pratap Singh as an Additional Director; and
3. Satisfaction of Charge created with Canara bank amounting Rs. 11 Crore.

The meeting was concluded at 6:56 P.M.

This is for your information and records.

Thanking You,

Yours faithfully,

For **FCS Software Solutions Limited**
FCS Software Solutions Ltd.

Harsha Sharma
Company Secretary
(Company Secretary)

Membership No.: A33548





Aadit Sanyam & Associates

Chartered Accountants

Limited review Report on Quarterly Standalone Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors
FCS Software Solutions Limited

We have reviewed the accompanying statement of unaudited standalone financial results of M/s FCS Software Solutions Limited ("the Company") for the quarter ended June 30, 2018, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

These unaudited standalone financial results are the responsibility of the Company's Management and have been approved by the Board of Directors of the Company. Our responsibility is to issue a report on the statement based on our review.

We conducted our review in accordance with the standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by The Institute of Chartered Accountant of India. This standard requires that we plan and perform the review to obtain moderate assurance about whether the financial results are free of material misstatement(s). A review is limited primarily to inquiries of the company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express and audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that accompanying statement of unaudited standalone financial results prepared in all material respects in accordance with applicable accounting standards i.e Ind AS prescribed under section 133 of the companies act, 2013 read with the relevant rules issued there under and other recognized accounting practices and policies generally accepted in Indian, and has not disclosed the information required to be disclosed in term of Regulation 33 of the SEBI (Listing Obligation and disclosure requirement) regulation, 2015 including the manner in which it is to be disclosed, or it contains any material misstatement.

For Aadit Sanyam & Associates
Chartered Accountants

FRN: 023685N


(Sanyam Jain)
Partner

M. No. 531388

Place: - New Delhi
Dated: -14.08.2018

Head Office :Shop No. 220, Gold Plaza, Gurudwara Road, Karol Bagh, Delhi-110005

Branch Office :SU-190, Pitampura, Delhi-110034

Phone : 011-45700127, 09711110638, 9811311747 E-mail : sanyam_jain2005@yahoo.com



FCS SOFTWARE SOLUTIONS LIMITED

Reg. Office: 205, 2nd Floor, Agarwal Chamber IV, 27, Veer Sawarkar Block, Vikas Marg, Shakarpur, Delhi-92

Corporate Office: Plot No. 83, NSEZ, Noida Dadri Road, Phase-II, Gautam Budh Nagar, Noida- 201305

CIN No. L72100DL1993PLC179154

STANDALONE UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED

FOR THE QUARTER ENDED JUNE 30, 2018 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)

(Rs. in Lacs)

S.No.	PARTICULARS	QUARTER ENDED			YEAR ENDED
		JUNE 30, 2018 UNAUDITED	MARCH 31, 2018 AUDITED	JUNE 30, 2017 UNAUDITED	MARCH 31, 2018 AUDITED
I	Revenue from Operations	691.46	798.68	549.64	2,905.16
II	Other Income	121.28	(222.76)	301.77	849.57
III	Total Revenue (I+II)	812.74	575.92	851.41	3,754.73
IV	Expenses				
a	Cost to Material Consumed	-	-	-	-
b	Purchase of stock in trade	-	-	-	-
c	Employee benefits expense	445.85	429.58	568.47	1,901.79
d	Cost of Technical sub-contractors	-	392.76	-	669.32
e	Finance Costs	12.48	2.41	14.29	37.62
f	Depreciation and amortisation expense	30.94	25.92	25.38	104.23
g	Other expenses	294.64	136.06	180.37	634.53
	Total Expenses	783.91	986.73	788.51	3,347.49
V	Profit / (Loss) before exceptional items and tax (III-IV)	28.83	(410.81)	62.90	407.24
VI	Exceptional Items	-	-	-	-
VII	Profit / (Loss) before Tax (VII-VIII)	28.83	(410.81)	62.90	407.24
VIII	Tax Expenses				
	(1) Current	9.44	(167.14)	40.00	88.13
	(2) Deferred	7.66	39.04	-	16.96
IX	Profit (Loss) for the period from continuing operations (XI-X)	11.74	(282.71)	22.90	302.16
X	Profit/(loss) from discontinuing operations	-	-	-	-
XI	Tax expense of discontinuing operations	-	-	-	-
XII	Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)	-	-	-	-
XIII	Profit (Loss) for the period (XI + XIV)	11.74	(282.71)	22.90	302.16
XIV	Other Comprehensive (Income)/Expense	(3.16)	2,012.87	-	5,287.04
XV	Total Comprehensive Income \ (Loss)	14.90	(2,295.57)	22.90	(4,984.88)
	(a) Paid-up Equity Share Capital	17,095.53	17,095.53	17,095.53	17,095.53
	(b) Face Value (in Rs.)	1.00	1.00	1.00	1.00
XVI	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	37,177.50	35,554.16	32,667.58	35,554.16
XVII	Earning Per Share (Rs)* (Not annualised)				
	Basic EPS (in Rs.)	0.00	(0.02)	0.00	0.02
	Diluted EPS (in Rs.)	0.00	(0.02)	0.00	0.02
XVIII	Number of shares used in computing Earnings per Equity Shares (taken face value of Re.1/-)				
	Basic	1709553100	1709553100	1709553100	1709553100
	Diluted	1709553100	1709553100	1709553100	1709553100

For FCS Software Solutions Ltd.

Chairman & Managing Director

FCS SOFTWARE SOLUTIONS LIMITED

Reg. Office: 205, 2nd Floor, Agarwal Chamber IV, 27, Veer Sawarkar Block, Vikas Marg, Shakarpur, Delhi-92

Corporate Office: Plot No. 83, NSEZ, Noida Dadri Road, Phase-II, Gautam Budh Nagar, Noida- 201305

CIN No. L72100DL1993PLC179154

STANDALONE UNAUDITED FINANCIAL RESULTS FOR QUARTER ENDED JUNE 30, 2018 OF FCS SOFTWARE SOLUTIONS LIMITED PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)

Reporting of Stand Alone Segment wise Revenue, Results and Capital Employed

Particulars	QUARTER ENDED			YEAR ENDED
	JUNE 30, 2018 UNAUDITED	MARCH 31, 2018 AUDITED	JUNE 30, 2017 UNAUDITED	MARCH 31, 2018 AUDITED
Segment Revenue				
Revenue by Geographical Segment				
India	112.82	115.11	64.24	384.13
USA	578.64	683.56	485.40	2,521.03
Total	691.46	798.67	549.64	2,905.16
Less: Inter Segment Revenue		-		
Net sales/Income From Operations	691.46	798.67	549.64	2,905.16
Segment Results				-
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)				
India	16.53	15.93	11.76	50.78
USA	229.08	353.17	51.14	952.58
Total	245.61	369.10	62.90	1,003.37
Add: Other Income	121.28	(222.76)	301.77	849.57
Less: Other Un -allocable Exp.	338.06	557.15	301.77	1,445.70
Total Profit Before Tax	28.83	(410.81)	62.90	407.24

Notes:

- The above results have been reviewed by the Audit Committee in the meeting held on August 14, 2018 and further approved by the Board of Directors at its meetings held on August 14, 2018 and have been audited by the auditors of the Company.
- This statement has been prepared in accordance with the companies (Indian Accounting Standards) Rules, 2015 (Ins AS) prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable, beginning 1st April, 2017.
- The format for audited results as prescribed in SEBI's circular dated 30th November 2015 has been modified to comply with the requirement of SEBI's circular dated 5th July 2017, Ind AS and Schedule III (Division II) of the Companies Act, 2013, applicable to companies that are required to comply with Ind AS.
- No Investor complaint was received during the quarter.
- a) Fixed assets used in the Company's business cannot be specifically identified with any of the reportable segments, as these are used interchangeably between various segments. The Management believes that it has not provided segment-wise disclosures relating to total assets and liabilities since a meaningful segregation of the available data is not possible.
- For the valuation of investment made in all companies including subsidiaries, net asset value is considered as fair Market value.
- Revenue relating to Software Export includes unbilled revenue to the extent of Rs. 2.50 Crores for the quarter ended June 30, 2018 which is recognised on the basis of percentage completion method. Percentage completion method is calculated based on efforts or costs expended to date as a proportion to the total efforts or costs to be expended.
- Effective April 1, 2018, the Company adopted Ind AS 115 "Revenue from Contracts with Customers". Accordingly, the comparatives have not been retrospectively adjusted. The effect on adoption of Ind AS 115 was insignificant on the financial statements.
- The results are also available on the website of the company at www.fcsltd.com
- Previous period / year figures are regrouped/reclassified, wherever necessary.

Place: Noida
Date: 14-Aug-18

By order of the Board of Directors
For FCS Software Solutions Ltd.

Daksh Jaiswal
Chairman & Managing Director (Director)
Chairman & Managing Director



Aadit Sanyam & Associates

Chartered Accountants

Limited review Report on Quarterly Consolidated Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors
FCS Software Solutions Limited

We have reviewed the accompanying statement of unaudited consolidated financial results of M/s FCS Software Solutions Limited and its subsidiaries (collectively referred to as "the Group") for the quarter ended June 30, 2018, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

These unaudited consolidated financial results are the responsibility of the Company's Management and have been approved by the Board of Directors of the Company. Reliance has been placed on the Management Certificate for the financials of Subsidiary Companies for the purpose of review. Our responsibility is to issue a report on the statement based on our review.

We conducted our review in accordance with the standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by The Institute of Chartered Accountant of India. This standard requires that we plan and perform the review to obtain moderate assurance about whether the financial results are free of material misstatement(s). A review is limited primarily to inquiries of the company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that accompanying statement of unaudited consolidated financial results prepared in all material respects in accordance with applicable accounting standards i.e Ind AS prescribed under section 133 of the companies act, 2013 read with the relevant rules issued there under and other recognized accounting practices and policies generally accepted in Indian, and has not disclosed the information required to be disclosed in term of Regulation 33 of the SEBI (Listing Obligation and disclosure requirement regulation), 2015 including the manner in which it is to be disclosed, or it contains any material misstatement.

For Aadit Sanyam & Associates
Chartered Accountants

FRN: 023685N

(Sanyam Jain)
Partner
M. No. 531388

Place: - New Delhi
Dated: -14.08.2018

Head Office :Shop No. 220, Gold Plaza, Gurudwara Road, Karol Bagh, Delhi-110005

Branch Office :SU-190, Pitampura, Delhi-110034

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Corporate Office: Plot No. 83, NSEZ, Noida Dadri Road, Phase-II, Gautam Budh Nagar, Noida- 201305

CIN No. L72100DL1993PLC179154

**CONSOLIDATED UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
FOR THE QUARTER ENDED JUNE 30, 2018 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)**

(Rs. in Lacs)

S.No.	PARTICULARS	QUARTER ENDED				YEAR ENDED	
		JUNE 30, 2018 UNAUDITED	MARCH 31, 2018 AUDITED	JUNE 30, 2017 UNAUDITED	MARCH 31, 2018 AUDITED	2018	2017
I	Revenue from Operations	698.20	840.33	685.13		3,250.39	
II	Other Income	123.34	(226.26)	302.59		835.56	
III	Total Revenue (I+II)	821.54	614.07	987.72		4,085.95	
IV	Expenses						
a	Cost to Material Consumed	-	-	-		-	
b	Purchase of stock in trade	-	-	-		-	
C	Employee benefits expense	461.22	272.77	644.32		2,009.52	
d	Cost of Technical Sub contractors	-	392.76	-		669.32	
e	Finance Costs	12.93	2.52	14.32		37.78	
f	Depreciation and amortisation expense	1,643.16	2,919.36	1,101.91		6,221.32	
c	Other expenses	296.91	338.54	278.60		878.99	
	Total Expenses	2,414.22	3,925.95	2,039.15		9,816.94	
V	Profit / (Loss) before exceptional items and tax (III-IV)	(1,592.68)	(3,311.88)	(1,051.43)		(5,730.99)	
VI	Exceptional Items						
VII	Profit / (Loss) before Tax (VII-VIII)	(1,592.68)	(3,311.88)	(1,051.43)		(5,730.99)	
VIII	Tax Expenses						
	(1) Current	9.44	(167.14)	42.81		88.13	
	(2) Deferred	7.68	39.19	-		17.11	
IX	Profit (Loss) for the period from continuing operations (XI-X)	(1,609.80)	(3,183.93)	(1,094.24)		(5,836.22)	
X	Profit/(loss) from discontinuing operations						
XI	Tax expense of discontinuing operations						
XII	Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)						
XIII	Profit (Loss) for the period (XI + XIV)	(1,609.80)	(3,183.93)	(1,094.24)		(5,836.22)	
XIV	Other Comprehensive (Income)/Expense	(3.20)	850.71	-		1,551.13	
XV	Total Comprehensive Income \ (Loss)	(1,606.60)	(4,034.64)	(1,094.24)		(7,387.35)	
	(a) Paid-up Equity Share Capital	17,095.53	17,095.53	17,095.53		17,095.53	
	(b) Face Value (in Rs.)	1.00	1.00	1.00		1.00	
XVI	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	18,223.97	18,790.85	14,984.65		18,790.85	
XVII	Earning Per Share (Rs)* (Not annualised)						
	Basic EPS (in Rs.)	(0.09)	(0.19)	(0.06)		(0.34)	
	Diluted EPS (in Rs.)	(0.09)	(0.19)	(0.06)		(0.34)	
XVIII	Number of shares used in computing earnings per equity shares						
	Basic	1,70,95,53,100	1,70,95,53,100	1,70,95,53,100		1,70,95,53,100	
	Diluted	1,70,95,53,100	1,70,95,53,100	1,70,95,53,100		1,70,95,53,100	

For FCS Software Solutions Ltd.

D. K. Kumar
Chairman & Managing Director

**CONSOLIDATED UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
FOR QUARTER YEAR ENDED ON JUNE 30, 2018**

Reporting of Consolidated Segment wise Revenue, Results and Capital Employed

Particulars	QUARTER ENDED			YEAR ENDED	
	JUNE 30, 2018 UNAUDITED	MARCH 31, 2018 AUDITED	JUNE 30, 2017 UNAUDITED	MARCH 31, 2018 AUDITED	
Segment Revenue					
Revenue by Geographical Segment					
India	119.55	134.50	127.12		509.53
USA	578.64	708.98	558.01		2,744.01
Total	698.20	741.04	685.13		3,253.54
Less: Inter Segment Revenue	-	-	-		
Net sales/Income From Operations	698.20	741.04	685.13		3,253.54
Segment Results					
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)*					
India	19.51	21.22	36.52		85.65
USA	217.47	546.34	45.00		1,155.22
Total	236.98	567.56	81.52		1,240.87
Add: Other Income	123.34	(226.26)	302.59		835.56
Less: Other Un -allocable Exp.	1,953.00	3,653.18	1,435.55		7,807.42
Total Profit Before Tax	(1,592.68)	(3,311.88)	(1,051.43)		(5,730.99)

Notes:

- 1 The above results have been reviewed by the Audit Committee in the meeting held on August 14, 2018 and further approved by the Board of Directors at its meetings held on August 14, 2018 and have been audited by the auditors of the Company.
- 2 This statement has been prepared in accordance with the companies (Indian Accounting Standards) Rules, 2015 (Ins AS) prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable, beginning 1st April, 2017.
- 3 The format for audited results as prescribed in SEBI's circular dated 30th November 2015 has been modified to comply with the requirement of SEBI's circular dated 5th July 2017, Ind AS and Schedule III (Division II) of the Companies Act, 2013, applicable to companies that are required to comply with Ind AS.
- 4 No Investor complaint was received during the quarter
- 5 a) Fixed assets used in the Company's business cannot be specifically identified with any of the reportable segments, as these are used interchangeably between various segments. The Management believes that it has not provided segment-wise disclosures relating to total assets and liabilities since a meaningful segregation of the available data is not possible.
- 6 The consolidated results for the quarter ended June 30, 2018 include results of subsidiary companies viz. F.C.S Software Middle East FZE (Management A/c's), FCS Software Solutions GmbH (Management A/c's), Insync Business Solutions Ltd., Innova e Services Private Limited, Stablesecure Infrservices Private Limited, cGain Analytics Private Limited, and Zero Time Constructions Private Limited.
- 7 In absence of fair valuation certificates of all subsidiaries, management has relied on net asset value to be fair value.
- 8 Revenue relating to Software Export includes unbilled revenue to the extent of Rs. 2.50 Crores for the quarter ended June 30, 2018 which is recognised on the basis of percentage completion method. Percentage completion method is calculated based on efforts or costs expended to date as a proportion to the total efforts or costs to be expended.
- 9 Effective April 1, 2018, the Company adopted Ind AS 115 "Revenue from Contracts with Customers". Accordingly, the comparatives have not been retrospectively adjusted. The effect on adoption of Ind AS 115 was insignificant on the financial statements.
- 10 The results are also available on the website of the company at www.fcsltd.com
- 11 Previous period / year figures are regrouped/reclassified,

Place: Noida
Date: 14-Aug-18

By order of the Board of Directors
For FCS Software Solutions Ltd
For FCS Software Solutions Ltd.

Deshraj Jaiswal
(Chairman & Managing Director)