

No.: CSL/BSE/NSE/CSE/19-20/

Date: 27.07.2019

1) **The Secretary**

BSE Limited

1st Floor, New Trading Ring,
Rotunda Building, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai-400001.
Stock Code: 532339

(BY BSE LISTING CENTRE)

2) **The Secretary**

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra (East), Mumbai-400051.
Stock Code: COMPUSOFT

(BY NSE NEAPS)

3) **THE MANAGER,**

The Calcutta Stock Exchange Limited
7, Lyons Range, Kolkata: 700001
Stoke Code: 13335

(BY MAIL)

Sub: - Outcome of 02/2018-19 Board Meeting held on Saturday 27.07.2019 pursuant to the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Dear Sir/Ma'am,

The Board of Directors in their 02/2019-20 meeting held on Saturday 27th July, 2019 at the registered office of the Company at IT-14-15, EPIP, Sitapura, Jaipur- 302022 (Rajasthan) which commenced at 3:00 P.M. and concluded at 05:10 P. M., inter alia transacted following businesses:

1. Approved the Un-Audited Standalone and Consolidated Financial Results of the Company for the quarter ended 30th June, 2019 pursuant to Regulation 33 of Listing Regulations (enclosed herewith)
Furthermore, the extract of the Un-Audited Financial results would also be published in the newspapers in compliance with Regulation 47 of Listing Regulations;
2. Took on record the Limited Review Report for the quarter ended 30th June, 2019 (enclosed herewith).
3. Recommended to Shareholders for Re-appointment of Mr. Ghisa Lal Chaudhary as an independent director, (DIN: 03602194), for a period of 2 years w.e.f. 11th February, 2019.
4. Recommended to Shareholders for appointment of Dr. Baldev Singh as an independent director, (DIN: 08333652), for a period of 3 years w.e.f. 8th February, 2019.
5. Recommended to Shareholders for appointment of Mr. Vaibhav Surana as a Non-Executive and Promoter Director, (DIN: 05244109), on the Board of the Company w.e.f. May 18, 2019 and liable to retire by rotation.

6. Recommended to Shareholders for appointment of Mr. Sanchit Jain as an independent director, (DIN: 08443516), for a term of 1 year w.e.f. May 18, 2019.
7. Fixed the date, time and place for the 25th Annual General Meeting of the Company, to be held on Thursday, the 5th day of September, 2019 at 11:30 AM at “Krishna Auditorium”, Compucom Institute of Technology Compound, SP-5, EPIP, RIICO Industrial area, Sitapura Jaipur-302022 (Rajasthan).
8. The Register of Members and Share Transfer Books of the Company will remain closed from **Friday, the 30th day of August, 2019** to **Thursday, the 5th day of September, 2019** (both days inclusive), for the purpose of Declaration of Dividend in Annual General Meeting.
9. Approved the Annual Report including Board’s Report, Notice and all other relevant annexure(s).
10. The e- voting period begins on **Sunday, September 1, 2019 (9:00 am)** and ends on **Wednesday, September 4, 2019 (5:00 pm)**, for the purpose of 25th Annual General Meeting.

Further, in accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and Company’s Code of conduct for Prohibition of Insider Trading, the “Trading Window” for trading in the shares of the Company will open from 30th July, 2019 for the Directors and Key Management Personnel / Designated Employees / Connected Persons of the Company.

You are requested to take note of above and inform all concerned accordingly.

Thanking You,

For Compucom Software Limited

(Swati Jain)

Company Secretary and Compliance Officer

FCS:8728

Annexure-I

Mr. Ghisa Lal Chaudhary:

S. No.	Particulars	Disclosures
1.	Reason for Change	Recommend to shareholders for re-appointment as an independent director
2.	Date of appointment and terms of appointment	For a term of 2 year with effect from 11 th February, 2019
3.	Brief Profile	Mr. Ghisa Lal Chaudhary has a Bachelor's Degree in Science with Masters in law. District and Sessions judge, worked with the Industrial Tribunal, Jaipur as Presiding Officer and was Joint Legal Remembrance & Secretary in Law Department, Govt. of Rajasthan. He has also been the Registrar (Vigilance) in the Raj. High Court and has worked as a Secretary of Rajasthan Legislative Assembly, Jaipur.
4.	Disclosure of relationship between directors of the Company	None

Dr. Baldev Singh:

S. No.	Particulars	Disclosures
1.	Reason for Change	Recommend to shareholders for appointment as an independent director
2.	Date of appointment and terms of appointment	For a term of 3 year with effect from 8 th February, 2019
3.	Brief Profile	Dr. Baldev Singh is a Ph.D Holder on "Statistical Applications of artificial Neural Networks", M.Tech in Computer Science and M.Sc in Statistics. He has a Professional Experience of 30 years. Currently working with VGU Jaipur as Dean, Faculty of Engineering, and Principal of Vivekananda Institute of Technology (East).
4.	Disclosure of relationship between directors of the Company	None

Mr. Vaibhav Suranaa

S. No.	Particulars	Disclosures
1.	Reason for Change	Recommend to shareholders for appointment as a non-executive promoter director
2.	Date of appointment and terms of appointment	With effect from 18 th May, 2019 and liable to retire by rotation
3.	Brief Profile	Mr. Vaibhav Suranaa is an MBA from IIM Ahmedabad and B. Tech in Civil Engineer from IIT Delhi. He has Professional Experience of web designing, infrastructure Development etc.
4.	Disclosure of relationship between directors of the Company	Relative of Mr. Surendra Kumar Surana, Managing Director (Father of Mr. Vaibhav Suranaa)

Mr. Sanchit Jain

S. No.	Particulars	Disclosures
1.	Reason for Change	Recommend to shareholders for appointment as an independent director
2.	Date of appointment and	For a term of 1 year with effect from 18 th May, 2019

COMPUCOM

Software Limited

IT: 14-15 EPIP, RIICO Industrial Area,
Sitapura, Jaipur -302022 (India)
Tel. 91-141-2770131, 5115901-02
Fax: 91-141-2770335, 5115905
E-mail: cs@compucom.com.in
CIN:-L72200RJ1995PLC009798

	terms of appointment	
3.	Brief Profile	Mr. Sanchit Jain is a Civil Engineer from IIT Delhi and perusing PGDM from IIM Lucknow. He has a Professional Experience of fund manager etc.
4.	Disclosure of relationship between directors of the Company	None.

Particulars	Standalone (India Operations)				Consolidated			
	Quarter Ended		Year ended		Quarter Ended		Year ended	
	30-Jun-19	31-Mar-19	30-Jun-18	31-Mar-19	30-Jun-19	31-Mar-19	30-Jun-18	31-Mar-19
	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited
I. Income From Operations	292.46	286.77	3,651.43	6,458.88	315.29	345.68	3,736.78	6,810.90
II Other income	78.94	388.51	57.00	547.93	93.89	232.64	80.22	434.70
III Total Revenue (I+II)	371.40	675.28	3,708.43	7,006.81	409.18	578.32	3,817.00	7,245.60
IV. Expenses								
a) Purchase of stock in trade	-	1.05	3,040.48	3,128.32	-	1.04	3,049.58	3,137.41
b) Changes in inventories of finished goods, work in progress and products for sale	-	-	(620.57)	189.96	-	-	(626.00)	184.54
c) Employee benefit expenses	91.38	100.11	118.12	453.96	125.69	138.51	173.71	730.77
d) Finance costs	29.33	40.37	34.89	199.08	29.94	40.39	34.98	200.06
e) Depreciation and amortization expense	34.41	161.19	252.63	905.38	37.60	164.40	255.84	929.99
f) Learning Solution Execution Expenses	111.91	223.79	287.23	1,155.88	80.41	192.29	178.54	842.46
g) Other Expenditure	45.20	136.80	76.81	340.83	100.64	186.36	174.86	702.27
Total Expenses	312.23	663.30	3,189.59	6,373.41	374.28	722.99	3,241.51	6,727.50
V Profit before exceptional items and tax (III-IV)	59.17	11.98	518.84	633.41	34.90	(144.67)	575.49	518.10
VI Exceptional items	-	-	-	-	-	-	-	-
VII Profit Before extraordinary items and tax (V-VI)	59.17	11.98	518.84	633.41	34.90	(144.67)	575.49	518.10
VIII Extraordinary items	-	-	-	-	-	-	-	-
IX Profit before tax (VII-VIII)	59.17	11.98	518.84	633.41	34.90	(144.67)	575.49	518.10
X Tax Expenses								
(a) Current Tax	12.19	(73.22)	243.04	227.77	12.19	(66.19)	251.67	256.24
(b) Deferred Tax	22.42	(19.89)	(80.81)	(137.43)	22.29	(19.23)	(80.15)	(135.70)
(b) Tax Expense relating to earlier years (Net)	-	0.27	-	0.27	-	0.27	-	0.27
XI Profit/(Loss) for the period from continuing operations (IX-X)	24.56	104.82	356.61	542.80	0.42	(59.52)	403.97	397.29
XII Profit/(Loss) from discontinuing operations	-	-	-	-	-	-	-	-
XIII Tax Expense of discontinuing operations	-	-	-	-	-	-	-	-
XIV Profit/(Loss) from discontinuing operations (after tax) (XII-XIII)	-	-	-	-	-	-	-	-
XV Profit/(Loss) for the period (XI+XIV)	24.56	104.82	356.61	542.80	0.42	(59.52)	403.97	397.29
Attributable to:								
(a) Shareholders of the company	-	-	-	-	8.86	(60.25)	391.41	359.97
(b) Non controlling interest	-	-	-	-	(8.45)	0.73	12.56	37.32
XVI Other Comprehensive Income								
A. (i) Items that will not be reclassified to profit or loss	4.51	4.37	4.56	18.06	5.06	4.92	5.11	20.27
(ii) Income tax relating to items that will not be reclassified to profit or loss	(1.26)	(1.03)	(1.33)	(5.02)	(1.26)	(1.18)	(1.48)	(5.63)
B. (i) Items that will be reclassified to profit or loss	-	-	-	-	-	-	-	-
(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-	-	-
Total Other Comprehensive Income	3.25	3.34	3.23	13.04	3.80	3.74	3.63	14.64
XVII Total Comprehensive Income (XV+XVI)	27.81	108.16	359.84	555.84	4.22	(55.78)	407.60	411.93
(a) Shareholders of the company	-	-	-	-	12.47	(56.65)	394.90	374.04
(b) Non controlling interest	-	-	-	-	(8.26)	0.87	12.70	37.88
XVIII Earning per equity share								
(1) Basic	0.04	0.14	0.45	0.70	0.02	(0.07)	0.50	0.47
(2) Diluted	0.04	0.14	0.45	0.70	0.02	(0.07)	0.50	0.47
Paid-up Equity Capital (F.V. Rs 2/- each)	1582.50	1582.50	1,582.50	1582.50	1,582.50	1,582.50	1,582.50	1582.50
Reserves excluding revaluation reserves as per balance sheet of previous accounting year	-	-	-	10986.11	-	-	-	11213.56
Public shareholding								
- Number of shares (in lacs)	213.35	219.91	240.06	219.91	213.35	219.91	240.06	219.91
- Percentage of Shareholding	26.96	27.79	30.34	27.79	26.96	27.79	30.34	27.79
1. Promoters and promoter group Shareholding **								
a) Pledged/Encumbered								
- Number of shares	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Percentage of shares (as a % of the total shareholding of promoter and promoter group)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Percentage of shares (as a % of the total share capital of the company)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
b) Non-encumbered								
Number of Shares (in Lacs)	577.90	571.34	551.19	571.34	577.90	571.34	551.19	571.34
Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100	100	100	100	100.00	100	100.00	100
Percentage of shares (as a % of the total share capital of the company)	73.04	72.21	69.66	72.21	73.04	72.21	69.66	72.21
2. Investor Complaints:								
Pending at the beginning of the quarter	-	-	-	-	-	-	-	-
Received during the quarter	-	-	-	-	-	-	-	-
Disposed off during the quarter	-	-	-	-	-	-	-	-
Remaining unresolved at the end of the quarter	-	-	-	-	-	-	-	-
Segmentwise revenue, results and capital employed								
Segment Revenue								
- Software & E-Governance Services	62.30	60.91	82.87	281.65	62.30	60.91	128.84	416.94
- Learning Solutions	178.11	195.93	3,523.57	5,997.26	178.11	177.93	3,523.57	5,979.26
- Wind Power Generation	52.05	29.93	44.99	179.97	52.05	29.93	44.99	179.97
Total Segment Revenue	292.46	286.77	3,651.43	6,458.88	292.46	268.77	3,697.40	6,576.17
Other income (net)	78.94	388.51	57.00	547.93	116.71	309.55	119.60	669.42
Total Revenue	371.40	675.28	3,708.43	7,006.81	409.17	578.32	3,817.00	7,245.59
Segment net profit								
- Software Services	12.03	5.10	21.85	47.74	12.03	5.10	23.89	(47.94)
- Learning Solutions	(34.02)	(367.56)	432.30	22.07	(34.02)	(367.56)	432.30	22.07
- Wind Power Generation	9.42	(6.68)	14.78	45.19	9.42	(6.68)	14.78	45.19
Total Segment profit	(12.57)	(369.14)	468.93	114.99	(12.57)	(369.14)	470.97	19.32
Other income	78.94	388.51	57.00	547.93	54.66	231.87	111.61	528.30
Total profit	66.37	19.37	525.93	662.93	42.09	(137.27)	582.58	547.62
Unallocable expenses	7.20	7.39	7.09	29.52	7.20	7.39	7.09	29.52
Profit before tax	59.17	11.98	518.84	633.41	34.89	(144.67)	575.49	518.10
Segment capital employed (See note 3)	NA	NA	NA	NA	NA	NA	NA	NA

NOTES:

1. The above unaudited results have been reviewed by the Audit Committee and taken on record by the Board of Directors of the Company at its meeting held on July 27, 2019. A limited review of the same has also been carried out by the Statutory Auditors of the Company.

2. Figures of the previous period have been regrouped and rearranged wherever necessary.

3. Segregation of capital employed between segments (except wind power generation segment, wherein the capital employed is Rs. 1,608 lacs) is not practicable as most of the fixed assets and liabilities are not identifiable with particular segments and are used interchangeably.

4. The company is engaged in various E-governance projects and is always on the lock out for such projects. The successful bidding and execution of such projects may not spread in all quarters equally. The annual performance of the company should be considered in the light of this fact.

SAPRA
 0032
 JAIPUR
 Chartered Accountant

COMPUCOM SOFTWARE LIMITED
 JAIPUR
 For Compucom Software Limited
 Surendra Kumar Surana
 Managing Director
 DIN: 00340956



SAPRA & CO.
CHARTERED ACCOUNTANTS

6/389, SFS, MANSAROVAR, JAIPUR (RAJ.)-302020
CONTACT NO. : +919929032250, E-MAIL: sapraop@rediffmail.com

Independent Auditors' Review Report on Consolidated unaudited quarterly Financial Results of Compucom Software Limited pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors,
Compucom Software Limited
Jaipur

1. We have reviewed the accompanying Statement of Consolidated Financial Results of Compucom Software Limited ("the Parent") and its subsidiary (the Parent and its subsidiaries together referred to as "the Group") for the Quarter ended 30 June 2019 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been compiled from the related consolidated financial statements which has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards 34 "Interim Financial Reporting" ("Ind As 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to express an opinion on the Statement based on our review of consolidated interim financial statements.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in



scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:
 - a. CSL Infomedia Private Limited.
 - b. Itneer Inc (upto December 31, 2018)

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. We did not review the interim financial results of subsidiary included in the consolidated unaudited financial results, whose interim financial results reflect total revenues of Rs. 69.87 lacs and total net profit/(loss) after tax of Rs. (24.15) lacs and total comprehensive income/(loss) of Rs. (23.60) lacs for the quarter ended 30 june 2019. These interim financial results have been reviewed by other auditors whose reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

Our opinion on the consolidated financial results is not modified in respect of this matter with respect to our reliance on the work done by and the reports of the other auditor.



FOR SAPRA & COMPANY
Chartered Accountants
FRN- 003208C



CA. OM PRAKASH SAPRA

Proprietor

M. No. - 072372

UDIN: 19072372AAAAAK5474

Place: Jaipur

Date: July 27, 2019



SAPRA & CO.
CHARTERED ACCOUNTANTS

6/389, SFS, MANSAROVAR, JAIPUR (RAJ.)-302020
CONTACT NO. : +919929032250, E-MAIL: sapraop@rediffmail.com

LIMITED REVIEW REPORT

To
The Board of Directors
Compucom Software Limited
Jaipur

Sub: Unaudited Financial Results for the quarter ended on June 30, 2019.
Ref: Limited Review of Financial Results

We have reviewed the accompanying statement of Unaudited Financial Results of **Compucom Software Limited** ("the Company") for the quarter ended on **June 30, 2019** ("the Statement") together with notes there on ("the Statement"). The statement has been prepared by the company pursuant to regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 which has been initiated by us for identification purposes. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard for Interim Financial Reporting (Ind AS-34), prescribed under Companies Rules, 2015 read with relevant provisions thereunder and accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements 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 Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Financial Statements are free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides 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 stated above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with applicable Accounting Standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

 **For Sapra and Company**
Chartered Accountants
FRN 003208C

CA. OM PRAKASH SAPRA

Place: Jaipur
Date: July 27, 2019

Proprietor
Membership No. 072372
UDIN: 19072372AAAAAJ9747