

**FCS/23/2020**

**May 18, 2020**

To,  
The Dept of Corporate Services  
The Bombay Stock Exchange Limited  
27th Floor, P.J. Towers, Dalal Street,  
Mumbai - 400 001

National Stock Exchange of India Ltd.  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra Kurla Complex, Bandra (E),  
Mumbai - 400 001

Dear Sir/Madam,

**Sub: Compliance Certificate in terms of Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter and financial year ended on 31<sup>st</sup> March, 2020.**

Pursuant to Regulation 40(9) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (Listing Regulations), please find enclosed herewith the Compliance Certificate for the quarter and financial year ended on March 31, 2020 duly signed by Mr. Vikas Gandhi, Whole Time Practicing Company Secretary.

We request you to take the document on record.

Thanking you,

Yours faithfully,

For **FCS Software Solutions Limited**

**FCS Software Solutions Ltd.**



**Company Secretary**

Harsha Sharma  
(Company Secretary)  
Membership No. – A33548

enterprise interfaces

collaborative platforms

business processes



**CERTIFICATE UNDER REGULATION 40(9) OF SECURITIES AND  
EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND  
DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

**FOR THE HALF YEAR ENDED 31<sup>st</sup> MARCH, 2020**

We have examined Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to FCS SOFTWARE SOLUTIONS LIMITED maintained by Link Intime India Private Limited, Registrar and Share Transfer Agents pertaining to transfer of equity shares of the company for the period from 01-10-2019 to 31-03-2020 for the purpose of issuing a Certificate as per Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the information provided by the Company, We hereby certify that :

A) 1.a. the Company has delivered during half year ended on 31<sup>st</sup> March, 2020 share certificates relating to the transfer of shares received during the period from 01-10-2019 to 31-03-2020, within thirty days, as entered in the Memorandum of Transfers from the respective date of lodgment of each deed excepting those rejected on technical grounds. As per the records made available to us there were no requests relating to transfer of shares in physical form during the said period;

1.b. the Company has delivered during half year ended on 31<sup>st</sup> March, 2020 share certificates in respect of requests relating to sub-division (split), renewal and consolidation received during the period from 01-10-2019 to 31-03-2020, within thirty days from the respective date of lodgment excepting those rejected on technical grounds. As per the records made available to us there were no requests relating to exchange or endorsement of calls/ allotment monies received during the said period.

B) Any other information, if applicable: ---

1. Due to COVID 19 and the proactive steps taken by Govt of India in declaring a 21 days lockdown effective from March 24, 2020 and prior to this date the advisory/prohibitory orders issued by the Government of India and various State Governments effective from mid of March 2020, certain Demat / remat transactions inwarded by the RTA from the period first week of March, 2020 which was to be processed and released within 15 days / 30 days as the case may be, has not been processed/released since the office of RTA was functional with bare minimum staff reporting to office from mid-March 2020 onwards. Further, as per Circular No. SEBI/HO/MIRSD/DOP/CIR/P/2020/62 dated April 16, 2020 issued by SEBI for processing of demat requests by the Issuer/RTA the existing timelines of 15 days will be excluded for the period from March 23, 2020 to May 17, 2020 and a further 15 days time period after May 17, 2020 is allowed to clear backlog. Also, please note during this challenging times certain transaction processed might be pending for release; certain DRN generated by DPs electronically but physical documents might not have been dispatched by the DP; or might have been dispatched by the DP but not received by us/not inwarded which has arisen due to the extraordinary circumstances as explained in detail.

**For Vikas Gandhi & Associates**

Company Secretaries in whole time practice

VIKAS  
GANDHI

(Vikas Gandhi)

Proprietor

M. No. 10339

CP No. 13266

UDIN: F010339B000231111

Date: 12<sup>th</sup> May, 2020

Place: Sonapat