

FCS/STX/175/ 2019

November 22, 2019

The Bombay Stock Exchange Ltd., Corporate Relationship Department, P J Tower, Dalal Street, Mumbai- 400001

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

Subject: Compliances under Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/ Madam,

Pursuant to Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the disclosure of Related Party Transactions on consolidated basis in the format specified in the relevant accounting standards for the half year ended September 30, 2019.

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



Related Party Transactions as per Accounting Standard (Ind AS) -24 for the Half Year ended 30.09.2019

Names of Related Parties

Subsidiaries Companies

| Name of Subsidiaries | Country | Holding as at | |
|--------------------------------------|---------|---------------|------------|
| | | 30.09.2019 | 31.03.2019 |
| FCS Software Middle East FZE | UAE | 100 | 100 |
| FCS Software Solutions GmbH | Germany | 100 | 100 |
| Insync Business Solutions Limited | India | 100 | 100 |
| Innova E services Pvt. Ltd. | India | 100 | 100 |
| Stablesecure Infraservices Pvt. Ltd. | India | 100 | 100 |
| Zero Time Constructions Pvt. Ltd. | India | 100 | 100 |
| cGain Analytics Pvt. Ltd. | India | 100 | 100 |

Associate Companies

| Name of Associate | Country | Holding as at | |
|-------------------------------|---------|---------------|------------|
| | | 30.09.2019 | 31.03.2019 |
| Enstaserv Eservices Pvt. Ltd. | India | 48.94 | 48.94 |

List of Key Managerial Personnel

- Dalip Kumar Chairman & Managing Director
- Mahendra Pratap Singh Non- executive Director
- Shayam Sunder Sharma Independent Director
- Shiv Nandan Sharma Independent Director
- Sunil Sharma Director
- Shweta Shatsri Independent Director
- Anil Kumar Sharma Chief Financial Officer
- Harsha Sharma Company Secretary

FCS Software Solutions Ltd.

Company Secretary

A. Transactions with the Related Parties:-

| Transactions | 30/09/2019 | 31/03/2019 |
|---|------------|------------|
| Insync Business Solutions Ltd. | | |
| Rental Income Received | 7,80,000 | 15,60,000 |
| Salary & Other Benefits to Key Management Personnel | | |
| 1. Sunil Sharma | 4,76,100 | 952,200 |
| 2. Harsha Sharma | 3,90,000 | 7,80,000 |
| 3. Anil Kumar Sharma | 9,93,600 | 19,87,200 |
| Directors Sitting Fee | | |
| Shiv Nandan Sharma | 20,000 | 3,20,000 |
| Shayam Sunder Sharma | 1,80,000 | 4,20,000 |
| Shweta Shatsri | 1,80,000 | 2,80,000 |
| Mahendra Pratap Singh | 1,00,000 | 60,000 |
| Legal & Professional Charges | * | |
| Mahendra Pratap Singh | Nil - | 1,06,500 |
| Salary to Sandhya Singh | 150,000 | 2,00,000 |

B. List of Related Parties - Where Control exists:

| Transaction between Holding and | | |
|---|------------|-------------|
| Subsidiaries: | 30.09.2019 | 31.03.2019 |
| M/s Cgain Analytics Pvt. Ltd.* | Nil | 3,80,000 |
| M/s Stablesecure Infraservices Pvt. Ltd.# | Nil | 1,82,00,000 |

^{*} It represent amount against Purchase of Zero Time Constructions (P) Ltd. Shares.

C. <u>List of Related Parties – where Control does not exists:</u>

| Inter-corporate Transaction | 30.09.2019 | 31.03.2019 |
|--|------------|-------------|
| M/s Bloom Healthcare & Hospitality Management Pvt. | | |
| Ltd. | Nil | 1,91,99,950 |
| M/s Heimdahl Software Systems Pvt. Ltd** | Nil | Nil |

^{**}Amount in bracket represents sale of investment

FCS Software Solutions

Company Secretary

[#] It represents sale of shares of M/s Readystate Infraservices Pvt. Ltd. to Stablesecure Infraservices Pvt. Ltd.