

No.: CSL/BSE/NSE/CSE/18-19/

Date: 08.02.2019

1) The Secretary

BSE Limited

1<sup>st</sup> 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, 5<sup>th</sup> 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  
Stock Code: 13335

(BY MAIL)

Sub: - Outcome of 05/2018-19 Board Meeting held on Friday 08.02.2019 pursuant to the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

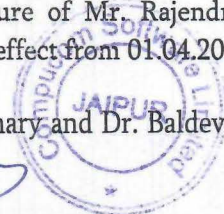
Dear Sir/Ma'am,

The Board of Directors in their 05/2018-19 meeting held on Friday 8<sup>th</sup> February, 2019 at the registered office of the Company at IT-14-15, EPIP, Sitapura, Jaipur- 302022 (Rajasthan) which commenced at 4:30 P.M. and concluded at 06.00 P.M., inter alia transacted following businesses:

1. Considered and approved the Un-Audited Standalone Financial Results of the Company for the quarter and nine months ended 31<sup>st</sup> December, 2018 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 on the Financial Results for the quarter and Nine months ended 31<sup>st</sup> December, 2018 (enclosed herewith).
3. Appointed Mr. Ghisa Lal Chaudhary as an additional director, in the category of Non-Executive Independent Director (DIN: 03602194), on the Board of the Company w.e.f. 11<sup>th</sup> February, 2019.  
Mr. Ghisa Lal Chaudhary, was earlier appointed as an Independent Director of the Company for a term of Three Years, effective from 11<sup>th</sup> February, 2016, with the approved of the shareholders at the Annual General Meeting held on 9<sup>th</sup> September, 2016. His tenure is to be completed on 10<sup>th</sup> February, 2019.
4. Appointed Dr. Baldev Singh as an additional director, in the category of Non-Executive Independent Director (DIN: 08333652), on the Board of the Company w.e.f. February 08, 2019.
5. Took on record the cessation on completion of tenure of Mr. Rajendra Prasad Udawat, non-executive independent Director (DIN: 00341110) with effect from 01.04.2019.

Brief profile and other details of Mr. Ghisa Lal Chaudhary and Dr. Baldev Singh and Mr. Rajendra

*Smritiya*



# 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

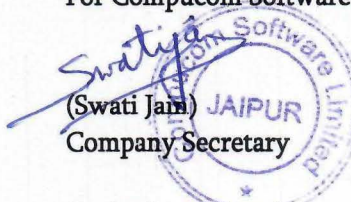
Prasad Udawat are given in the Annexure, as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI circular dated 9th September, 2015.

The appointed Directors are not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

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 11<sup>th</sup> February, 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 Jam)  
Company Secretary

Encl: a/a



Mr. Ghisa Lal Chaudhary:

| S. No. | Particulars   | Disclosures   |
|--------|---|---|
| 1.     | Reason for Change   | Re-Appointment as additional director in the category of Non-Executive Independent Director on Completion of previous tenure ending on 10th February, 2019.   |
| 2.     | Date of appointment and terms of appointment                | Appointment as additional director in the category of Non-Executive Independent Director on the Board of the Company to hold office upto the ensuing Annual General Meeting.  |
| 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   | Appointment as additional director in the category of Non-Executive Independent Director on the Board of the Company  |
| 2.     | Date of appointment and terms of appointment                | Appointment as additional director in the category of Non-Executive Independent Director on the Board of the Company to hold office upto the ensuing Annual General meeting.  |
| 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. Rajendra Prasad Udawat:

| S. No. | Particulars   | Disclosures   |
|--------|---|---|
| 1.     | Reason for Change   | Completion of Tenure ending on 1 <sup>st</sup> April, 2019. |
| 2.     | Date of Cessation   | 1 <sup>st</sup> April, 2019                                 |
| 3.     | Disclosure of relationship between directors of the Company | None  |
| 4.     | Brief Profile   | N.A.  |

Swatiya  
COMPUCOM Software Limited  
JAIPUR



**Compucom Software Limited**  
 Regd. Office: IT 14-15, EPIP, SITAPURA, JAIPUR-302022  
**UNAUDITED FINANCIAL RESULTS FOR THE QUARTER/ NINE MONTHS ENDED ON DECEMBER 31, 2018**  
 email:cs@compucom.co.in,website:www.compucom.co.in, CIN: L72200RJ1995PLC009798 (Rs. in lakhs)

| Particulars  | Standalone (India Operations) |                        |                        |                        |                        |                      |
|--|-------------------------------|------------------------|------------------------|------------------------|------------------------|----------------------|
|  | Quarter Ended                 |                        |                        | Nine Months ended      |                        | Year Ended           |
|  | 31-Dec-18<br>Unaudited        | 30-Sep-18<br>Unaudited | 31-Dec-17<br>Unaudited | 31-Dec-18<br>Unaudited | 31-Dec-17<br>Unaudited | 31-Mar-18<br>Audited |
| I. Income From Operations  | 423.59                        | 2,097.09               | 1,010.19               | 6,172.11               | 3,595.77               | 4,570.04             |
| II Other income  | 58.45                         | 43.97                  | 49.75                  | 159.42                 | 148.83                 | 377.83               |
| III Total income (I+II)  | 482.04                        | 2,141.06               | 1,059.94               | 6,331.53               | 3,744.60               | 4,947.87             |
| IV. Expenses   |                               |                        |                        |                        |                        |                      |
| a) Purchase of stock in trade  | 30.17                         | 56.62                  | -                      | 3,127.27               | -                      | 189.96               |
| b) Change in inventories of finished goods, work in progress and products for sale       | -                             | 810.53                 | -                      | 189.96                 | -                      | (189.96)             |
| c) Employee benefit expenses   | 107.57                        | 128.16                 | 118.39                 | 353.85                 | 371.40                 | 506.53               |
| d) Finance costs   | 61.51                         | 62.31                  | 21.05                  | 158.71                 | 63.18                  | 100.2                |
| e) Depreciation  | 242.37                        | 249.19                 | 253.86                 | 744.19                 | 954.46                 | 1202.28              |
| f) Learning Solution Execution Charges   | 292.57                        | 352.29                 | 281.32                 | 932.09                 | 872.57                 | 1097.68              |
| g) Provision for bad debts and SLA deductions  | -                             | -                      | -                      | -                      | -                      | 1346.42              |
| h) Other Expenditure   | 57.88                         | 69.35                  | 62.84                  | 204.03                 | 195.81                 | 267.95               |
| Total Expenses   | 792.07                        | 1,728.45               | 737.46                 | 5,710.10               | 2,457.42               | 4,521.06             |
| V Profit before exceptional items and tax (III-IV)                                       | (310.03)                      | 412.61                 | 322.48                 | 621.43                 | 1,287.18               | 426.81               |
| VI) Exceptional Items  | -                             | -                      | -                      | -                      | -                      | -                    |
| VII Profit before extraordinary items and tax (V-VI)                                     | (310.03)                      | 412.61                 | 322.48                 | 621.43                 | 1,287.18               | 426.81               |
| VIII Extraordinary Items   | -                             | -                      | -                      | -                      | -                      | -                    |
| IX Profit before tax (VII-VIII)  | (310.03)                      | 412.61                 | 322.48                 | 621.43                 | 1,287.18               | 426.81               |
| X Tax Expenses   |                               |                        |                        |                        |                        |                      |
| a) Current Tax   | (187.14)                      | 245.09                 | 169.35                 | 300.99                 | 658.56                 | 420.40               |
| a) Deferred Tax  | 107.60                        | (144.33)               | (61.25)                | (117.54)               | (225.66)               | (289.55)             |
| c) Tax Expense relating to earlier years (Net)   | -                             | -                      | -                      | -                      | -                      | 0.03                 |
| XI Profit/(Loss) for the period from continuing operations (IX-X)                        | (230.49)                      | 311.85                 | 214.38                 | 437.98                 | 854.28                 | 295.93               |
| XII Profit/(Loss) from discontinued operations   | -                             | -                      | -                      | -                      | -                      | -                    |
| XIII Tax Expense of discontinued operations  | -                             | -                      | -                      | -                      | -                      | -                    |
| XIV Profit /Loss from discontinued operations (after tax ) (XII-XIII)                    | -                             | -                      | -                      | -                      | -                      | -                    |
| XV) Profit/(Loss) for the period (XI+XIV)  | (230.49)                      | 311.85                 | 214.38                 | 437.98                 | 854.28                 | 295.93               |
| XVI Other Comprehensive Income   |                               |                        |                        |                        |                        |                      |
| (i) Items that will not be reclassified to profit or loss                                | 4.56                          | 4.57                   | -                      | 13.69                  | -                      | 18.25                |
| (ii) Income tax relating to items that will not be reclassified to profit or loss        | (1.33)                        | (1.33)                 | -                      | (3.99)                 | -                      | (6.32)               |
| Total other comprehensive income   | 3.23                          | 3.24                   | -                      | 9.70                   | -                      | 11.93                |
| XVII) Total Comprehensive Income (XV+XVI)  | (227.26)                      | 315.09                 | 214.38                 | 447.68                 | 854.28                 | 307.86               |
| Paid-up Equity Capital (F.V. Rs 2/- each)  | 1,582.50                      | 1,582.50               | 1,582.50               | 1,582.50               | 1,582.50               | 1,582.50             |
| Reserve excluding revaluation reserve as per balance sheet of previous accounting year   |                               |                        |                        |                        |                        | 10525.51             |
| Earning per share  |                               |                        |                        |                        |                        |                      |
| (1) Basic  | (0.29)                        | 0.40                   | 0.27                   | 0.57                   | 1.08                   | 0.39                 |
| (1) Diluted  | (0.29)                        | 0.40                   | 0.27                   | 0.57                   | 1.08                   | 0.39                 |
| Public shareholding  |                               |                        |                        |                        |                        |                      |
| - Number of shares (in lakhs)  | 226.02                        | 231.53                 | 246.58                 | 226.02                 | 246.58                 | 245.33               |
| - Percentage of Shareholding   | 28.56                         | 29.26                  | 31.16                  | 28.56                  | 31.16                  | 31.00                |
| 1. Promoters and promoter group  |                               |                        |                        |                        |                        |                      |
| Shareholding **  |                               |                        |                        |                        |                        |                      |
| a) Pledged/Encumbered  |                               |                        |                        |                        |                        |                      |
| - Number of shares   | 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                 |
| - 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                 |
| b) Non-encumbered  |                               |                        |                        |                        |                        |                      |
| Number of Shares (In Lacs)   | 565.24                        | 559.72                 | 544.67                 | 565.24                 | 544.67                 | 545.92               |
| - Percentage of shares (as a % of the total shareholding of promoter and promoter group) | 100.00                        | 100.00                 | 100                    | 100.00                 | 100                    | 100.00               |
| - Percentage of shares (as a % of the total share capital of the company)                | 71.44                         | 70.74                  | 68.84                  | 71.44                  | 68.84                  | 69.00                |
| 2. Investor Complaints:  |                               |                        |                        |                        |                        |                      |
| Pending at the beginning of the quarter  | NIL                           |                        |                        |                        |                        |                      |
| Received during the quarter  | NIL                           |                        |                        |                        |                        |                      |
| Disposed off during the quarter  | NIL                           |                        |                        |                        |                        |                      |
| Remaining unresolved at the end of the quarter   | NIL                           |                        |                        |                        |                        |                      |
| Segmentwise revenue, results and capital employed  |                               |                        |                        |                        |                        |                      |
| Segment Revenue  |                               |                        |                        |                        |                        |                      |
| - Software & E-Governance Services   | 64.43                         | 73.44                  | 89.84                  | 220.74                 | 309.81                 | 401.01               |
| - Learning Solutions   | 337.50                        | 1,940.26               | 903.51                 | 5,801.33               | 3,170.16               | 4028.33              |
| - Wind Power Generation  | 21.66                         | 83.39                  | 16.84                  | 150.04                 | 115.80                 | 140.70               |
| Total Segment Revenue  | 423.59                        | 2,097.09               | 1,010.19               | 6,172.11               | 3,595.77               | 4,570.04             |
| Other income (net)   | 58.45                         | 43.97                  | 49.75                  | 159.42                 | 148.83                 | 377.83               |
| Total Revenue  | 482.04                        | 2,141.06               | 1,059.94               | 6,331.53               | 3,744.60               | 4,947.87             |
| Segment net profit   |                               |                        |                        |                        |                        |                      |
| - Software Services  | 8.22                          | 12.57                  | 21.02                  | 42.64                  | 94.22                  | 98.77                |
| - Learning Solutions   | (355.11)                      | 312.43                 | 270.97                 | 389.63                 | 1,035.15               | (45.56)              |
| - Wind Power Generation  | (14.00)                       | 51.09                  | (11.73)                | 51.87                  | 31.56                  | 25.84                |
| Total Segment profit   | (360.89)                      | 376.09                 | 280.26                 | 484.14                 | 1,160.93               | 79.05                |
| Other income   | 58.45                         | 43.97                  | 49.75                  | 159.42                 | 148.83                 | 377.83               |
| Total profit   | (302.44)                      | 420.06                 | 330.01                 | 643.56                 | 1,309.76               | 456.88               |
| Unallocable expenses   | 7.59                          | 7.45                   | 7.53                   | 22.13                  | 22.58                  | 30.07                |
| Profit before tax  | (310.03)                      | 412.61                 | 322.48                 | 621.43                 | 1,287.18               | 426.81               |
| Segment capital employed ( See note 3)   | NA                            | NA                     | NA                     | NA                     | NA                     | NA                   |

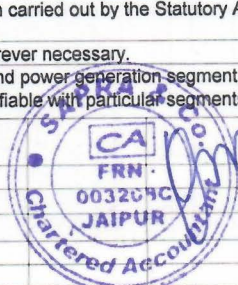
**NOTES:**

1. The above results have been reviewed by the Audit Committee, approved and taken on record by the Board of Directors of the Company at its meeting held on Feb.,08, 2019. A limited review of the same has also been carried out by the Statutory Auditors of the Company.

2. Previous periods figures have been regrouped/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.

Place: Jaipur  
Date : February 08, 2019



For Compucom Software Limited  
 Surendra Kumar Surana  
 Managing Director  
 DIN : 00340866





**SAPRA & CO.**  
**CHARTERED ACCOUNTANTS**

6/389, SFS, MANSAROVAR, JAIPUR (RAJ.)-302020

CONTACT NO. : +919929032250, E-MAIL: [sapraop@rediffmail.com](mailto:sapraop@rediffmail.com)

**LIMITED REVIEW REPORT**

To  
The Board of Directors  
Compucom Software Limited  
IT 14-15, EPIP Sitapura,  
Jaipur

**Sub: Unaudited Financial Results for the quarter ended on December 31 , 2018**

**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 **December 31, 2018** ("the Statement") together with notes there on. 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 initialed 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 & COMPANY**

Chartered Accountants

FRN- 003208C



**CA. OM PRAKASH SAPRA**

Proprietor

M. No. 072372

Place: Jaipur

Date: February 08, 2019