

FCS/107/2016

September 14, 2016

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 166th Meeting of the Board of Directors of the Company held on 14th September, 2016.

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 166th Meeting held today i.e. Wednesday, September 14, 2016, at FCS House, Plot No. 83, NSEZ, Noida Dadri Road, Phase II, Gautam Buddha Nagar, Noida- 201305 (U.P.), considered and approved Un-audited Financial Results for the quarter ended 30th June, 2016, enclosed herewith.

The meeting was concluded at 07:05 PM

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)

enterprise interfaces

collaborative platforms

business processes

**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

**CONSOLIDATED UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
FOR THE QUARTER ENDED JUNE 30, 2016 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING
STANDARDS (Ind-AS)**

(Rs. in Lacs)

S.No.	PARTICULARS	QUARTER ENDED	
		JUNE 30, 2016 UNAUDITED	JUNE 30, 2015 UNAUDITED
1	Income from Operations		
	(a) Net sales/Income from Operations	913.46	1,211.53
	(b) Other operating Income	-	-
	(c) Total Income (a+b)	913.46	1,211.53
2	Expenses		
a	Changes in Inventories (Decrease/ (Increase)) in stock in trade and work in progress	-	-
b	Employee benefits expense	770.77	889.20
c	Other expenses	261.24	305.21
d	Depreciation and amortisation expense	1,150.23	1,145.75
	Total Expenses	2,182.24	2,340.16
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(1,268.78)	(1,128.63)
4	Other Income	238.61	237.99
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	(1,030.17)	(890.64)
6	Finance Costs	-	23.20
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6)	(1,030.17)	(913.84)
8	Exceptional Items	5.46	5,405.44
9	Profit / (Loss) from ordinary activities before tax (7 + 8)	(1,035.62)	(6,319.28)
10	Tax Expenses		
	-Current	50.72	41.19
	-Deferred		
11	Net Profit (+)/ Loss (-) from Ordinary Activities after tax (9-10)	(1,086.35)	(6,360.47)
12	Extraordinary Items (net of Tax expenses)		-
13	Other Comprehensive (Income)/Expense	6.18	0.55
14	Total Comprehensive Income \ (Loss)	(1,092.53)	(6,361.02)
15	(a) Paid-up Equity Share Capital	17,095.53	16,595.53
	(b) Face Value (in Rs.)	1.00	1.00
16	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	19,972.78	24,559.73
17	Earning Per Share (Rs)* (Not annualised)		
	Basic before Extraordinary items (in Rs.)	(0.06)	(0.38)
	Diluted before Extraordinary items (in Rs.)	(0.06)	(0.35)
	Basic after Extraordinary items (in Rs.)	(0.06)	(0.38)
	Diluted after Extraordinary items (in Rs.)	(0.06)	(0.35)
	Number of shares used in computing earnings per equity shares		
	Basic	1,709,553,100	1,659,553,400
	Diluted	1,709,553,100	1,799,553,400

FCS Software Solutions Ltd.**Company Secretary**

CONSOLIDATED UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
Reporting of Consolidated Segment wise Revenue, Results and Capital Employed

Particulars	Quarter ended 30-06-2016	Corresponding Quarter in the Previous Year 30-06-2015
Segment Revenue		
Revenue by Geographical Segment		
India	206.18	362.07
USA	707.28	799.05
CHINA	0.00	50.41
Total	913.46	1,211.53
Less: Inter Segment Revenue		-
Net sales/Income From Operations	913.46	1,211.53
Segment Results		
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)*		
India	59.23	138.06
USA	77.27	153.59
CHINA	-	30.14
Total	136.51	321.79
Add: Other Income	238.61	237.99
Less: Other Un-allocable Exp.	1,410.74	6,879.05
Total Profit Before Tax	(1,035.62)	(6,319.28)

Notes:

- The above results have been reviewed by the Audit Committee in the meeting held on September 14, 2016 and further approved by the Board of Directors at its meetings held on September 14, 2016 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, 2016, the Company has for the first time adopted Ind AS with a transition date of 1st April 2015.
 - The statement does not include results for the preceding quarter and the previous year ended 31st March 2016 as the same is not mandatory as per SEBI's circular dated 5th July 2016.
 - The format for unaudited 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 2016, Ind AS and Schedule III (Division II) of the Companies Act, 2013, applicable to companies that are required to comply with Ind AS.
 - The reconciliation of net profit reported in accordance with previous Indian GAAP for the quarter ended 30th June, 2015 to Total Comprehensive Income in accordance with Ind AS is given below:
- | | | |
|---|------------|-------------------|
| Net Income under previous GAAP | | (956.12) |
| Fair valuation of investments [refer note 5(a)] | (5,404.90) | |
| Employee benefits [refer note 5 (b)] | 0.55 | (5,404.35) |
| Net Profit under Ind AS | | (6,360.47) |
| other comprehensive income/Expense (net of taxes) | | (0.55) |
| other comprehensive income/(Loss) (net of taxes) | | (6,361.02) |
- Under previous GAAP, current investments were measured at cost or fair value and long term investments were measured at cost which is other than temporary, under Ind AS Financial assets other than amortized cost are subsequently measured at fair value.
 - Other Comprehensive income comprises of actuarial gain/loss due to change in assumptions on employee benefits (net of tax) which under the previous GAAP, were accounted in the statement of Profit & Loss, now as per IAS-19 taken to other comprehensive income.
 - Investor complaint pending at the beginning of the quarter was Nil. No new investor complaints were received and resolved during the current quarter and therefore no investor complaint pending at the end of the quarter.
 - 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.
 - The consolidated results for the quarter ended June 30, 2016 include results of subsidiary companies viz. FCS Software Solutions America Ltd., F.C.S Software Middle East FZE, FCS Software Solutions GmbH, FCS Software (Shanghai) Co. Ltd., Insync Business Solutions Ltd., Enstaserv Eservices Limited, Innova e Services Private Limited, Heimdahl Software Systems Private Limited, Stablesecure Infraseservices Private Limited, cGain Analytics Private Limited, and Zero Time
 - The results are also available on the website of the company at www.fcsitd.com
 - Previous period / year figures are regrouped/reclassified.

Place: Noida
Date: 14.09.2016

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

Sd/-
(Director)

FCS Software Solutions Ltd.

Company Secretary



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, 2016 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)**

(Rs. in Lacs)

S.No.	PARTICULARS	QUARTER ENDED	
		JUNE 30, 2016 UNAUDITED	JUNE 30, 2015 UNAUDITED
1	Income from Operations		
	(a) Net sales/Income from Operations	626.14	859.45
	(b) Other operating Income	-	-
	Total Income from Operations (net)	626.14	859.45
2	Expenses		
a	Changes in Inventories (Decrease/ (Increase)) in stock in trade and work in progress		-
b	Employee benefits expense	521.26	614.74
c	Other expenses	173.85	248.90
d	Depreciation and amortisation expense	75.01	71.16
	Total Expenses	770.12	934.80
	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(143.98)	(75.36)
4	Other Income	240.96	241.89
	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	96.98	166.53
6	Finance Costs	-	23.20
	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6)	96.98	143.33
8	Exceptional Items	5.46	15,246.97
9	Profit / (Loss) from ordinary activities before tax (7 + 8)	91.52	(15,103.64)
10	Tax Expenses		
	-Current	47.40	35.47
	-Deferred		-
11	Net Profit (+)/ Loss (-) from Ordinary Activities after tax (9-10)	44.12	(15,139.11)
12	Extraordinary Items (net of Tax expenses)		-
13	Other Comprehensive (Income)/Expense	6.18	-0.60
14	Total Comprehensive Income \ (Loss)	37.94	(15,139.71)
15	(a) Paid-up Equity Share Capital	17,095.53	16,595.53
	(b) Face Value (in Rs.)	1.00	1.00
16	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	35,318.81	25,362.48
17	Earning Per Share (Rs)* (Not annualised)		
	Basic before Extraordinary items (in Rs.)	0.00	(0.91)
	Diluted before Extraordinary items (in Rs.)	0.00	(0.84)
	Basic after Extraordinary items (in Rs.)	0.00	(0.91)
	Diluted after Extraordinary items (in Rs.)	0.00	(0.84)
	Number of shares used in computing Earnings per Equity Shares (taken face value of Re.1/-)		
	Basic	1,709,553,100	1,659,553,400
	Diluted	1,709,553,100	1,799,553,400

FCS Software Solutions Ltd.

[Signature]
Company Secretary

**FCS SOFTWARE SOLUTIONS LIMITED**

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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, 2016 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 30-06-2016	Corresponding Quarter in the Previous Year 30-06-2015
Segment Revenue		
Revenue by Geographical Segment		
India	114.62	271.89
USA	511.52	587.56
Total	626.14	859.45
Less: Inter Segment Revenue	-	-
Net sales/Income From Operations	626.14	859.45
Segment Results		
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)		
India	20.99	86.03
USA	83.89	158.68
Total	104.88	244.70
Add: Other Income	240.96	241.89
Less: Other Un -allocable Exp.	254.32	15,590.23
Total Profit Before Tax	91.52	(15,103.64)

Notes:

- The above results have been reviewed by the Audit Committee in the meeting held on September 14,, 2016 and further approved by the Board of Directors at its meetings held on September 14, 2016 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, 2016, the Company has for the first time adopted Ind AS with a transition date of 1st April 2015.
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- The reconciliation of net profit reported in accordance with previous Indian GAAP for the quarter ended 30th June, 2015 to Total Comprehensive Income in accordance with Ind AS is given below:

Net Income under previous GAAP		106.72
Fair valuation of investments [refer note 5(a)]	(15,246.43)	
Employee benefits [refer note 5 (b)]	0.60	(15,245.83)
Net Profit under Ind AS		(15,139.11)
other comprehensive income/Expense (nte of taxes)		(0.60)
other comprehensive income (nte of taxes)		(15,139.71)
- 5a Under previous GAAP, current investmetns were measured at cost or fair value and long term investments were measured at cost. which is other then temporary, under Ind AS Financial assets other than amortized cost are subsequently measured at fair value.
- 5b Other Comprehensive income comprises of acturial gain/loss due to change in assumptions on employee benefits (net of tax) which under the previous GAAP, were accounted in the statement of Profit & Loss, now as per IAS-19 taken to other comprehensive income.
- Investor complaint pending at the beginning of the quarter was Nil. No new investor complaints were received and resolved during the current quarter and therefore no investor complaint pending at the end of the quarter.
- 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.
- 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: 14.09.2016

By order of the Board of Directors

Sd/-
(Director)**FCS Software Solutions Ltd.****Company Secretary**