

August 13, 2014

To,

The Dept of Corporate Services
The Stock Exchange Mumbai
Dalal Street, Fort,
Mumbai: 400 001.

National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai: 400 051.

Sub.: Outcome of the Board Meeting held on 13th August, 2014

Dear Sir,

The Board of Directors of the Company in their meeting held today i.e. Wednesday, August 13, 2014, at FCS House, Plot No. 83, NSEZ, Noida Dadri Road, Phase II, Gautam Buddha Nagar, Noida- 201305 (U.P.), approved the following businesses:

- (1) Approval of unaudited financial results for the quarter ended on June 30, 2014 along with Limited Review Report on such results provided by Statutory Auditors of the Company.
- (2) Designated existing Chief Financial Officer of the Company, Mr. Anil Sharma as Key Managerial Personnel of the Company as required under Section 203 of the Companies Act, 2013.

The meeting was concluded at 7.10 P.M.

This is for your information and records.

Thanking You,

Yours faithfully,
For FCS Software Solutions Limited



Gagan Kaushik
(Company Secretary)

C.C.:

1. CDSL
2. NSDL

Encl.: Copy of unaudited financial results for the quarter ended 30th June, 2014 along with Limited Review Report.



FCS SOFTWARE SOLUTIONS LIMITED

(CIN No. L72100DL1993PLC179154)

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

CONSOLIDATED UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED FOR THE QUARTER ENDED JUNE 30, 2014

(Rs. in Lacs)

S.No.	PARTICULARS	QUARTER ENDED		YEAR ENDED	
		JUNE 30, 2014 UNAUDITED	MAR 31, 2014 AUDITED	JUNE 30, 2013 UNAUDITED	MARCH 31, 2014 AUDITED
1	(a) Net sales/Income from Operations	2,028.86	1,650.76	2,811.02	13,428.07
	(b) Other operating Income	-	-	-	-
	(c) Total Income (a+b)	2,028.86	1,650.76	2,811.02	13,428.07
2	Expenditure				
	a Decrease/(Increase) in stock in trade and work in progress	208.06	235.15	73.51	87.52
	b Employees Cost and Other Project related Expenses	1,293.81	1,701.88	2,573.86	12,496.46
	c Selling, Mktg. General and Administration Expenses	632.81	827.92	351.16	3,012.23
	d Depreciation	1,000.78	1,029.36	966.30	3,968.90
	Total Expenditure	3,135.46	3,794.32	3,964.83	19,565.12
	Profit from Operations before Other Income, Interest and				
3	Exceptional Items (1-2)	(1,106.60)	(2,143.56)	(1,153.81)	(6,137.05)
4	Other Income	88.14	81.33	198.16	479.83
5	Profit before Interest and Exceptional Items (3+4)	(1,018.46)	(2,062.24)	(955.64)	(5,657.22)
6	Interest	24.84	21.36	19.32	88.38
7	Profit after Interest but before Exceptional Items (5-6)	(1,043.29)	(2,083.60)	(974.96)	(5,745.60)
8	Exceptional Items- Prior period Exp	0.12	-	(1.38)	0.23
9	Profit (+)/ Loss (-) from Ordinary Activities before tax (7-8)	(1,043.41)	(2,083.60)	(973.58)	(5,745.83)
10	Tax Expenses				
	-Current	12.32	(21.89)	34.40	30.36
	-Deferred	-	(12.69)	-	(12.69)
11	Net Profit (+)/ Loss (-) from Ordinary Activities after tax (9-10)	(1,055.73)	(2,049.02)	(1,007.98)	(5,763.50)
12	Extraordinary Items (net of tax expenses)	-	-	-	-
13	Net Profit(+)/ Loss(-) for the period (11-12)	(1,055.73)	(2,049.02)	(1,007.98)	(5,763.50)
14	(a) Paid-up Equity Share Capital	16,595.53	16,595.53	12,595.53	16,595.53
	(b) Face Value (in Rs.)	1.00	1.00	1.00	1.00
	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	34,426.09	37,535.33	40,983.67	35,481.82
15	Earning Per Share (Rs)* (Not annualised)				
	Basic before Extraordinary items (in Rs.)	(0.06)	(0.12)	(0.08)	(0.35)
	Diluted before Extraordinary items (in Rs.)	(0.06)	(0.12)	(0.06)	(0.35)
	Basic after Extraordinary items (in Rs.)	(0.06)	(0.12)	(0.08)	(0.35)
	Diluted after Extraordinary items (in Rs.)	(0.06)	(0.12)	(0.06)	(0.35)
	Number of shares used in computing earnings per equity shares				
	Basic	1,659,553,400	1,659,553,400	1,259,553,400	1,659,553,400
	Diluted	1,659,553,400	1,659,553,400	1,659,553,400	1,659,553,400
17	Public Shareholding				
	Number of Shares	1,323,590,950	1,323,590,950	1,073,584,840	1,323,590,950
	Percentage of shareholding	79.76	79.76	85.24	79.76
18	Promoter and promoter group shareholding				
	(a) Pledged/Encumbered				
	Number of Shares	NIL	NIL	NIL	NIL
	Percentage of Shares (as a % of total shareholding of promoter and promoter group)	NIL	NIL	NIL	NIL
	Percentage of Shares (as a % of total share capital of the company)	NIL	NIL	NIL	NIL
	(b) Non-encumbered				
	Number of Shares	335,962,450	335,962,450	185,962,450	335,962,450
	Percentage of Shares (as a % of total shareholding of promoter and promoter group)	20.24	20.24	14.76	20.24
	Percentage of Shares (as a % of total share capital of the company)	100.00	100.00	100.00	100.00





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(CIN No. L72100DL1993PLC179154)

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Corporate Office: Plot No. 83, NSEZ, Noida Dadri Road, Phase-II, Gautam Budh Nagar, Noida- 201305

**STAND ALONE UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
FOR THE QUARTER ENDED JUNE 30, 2014**

(Rs. in Lacs)					
S.No.	PARTICULARS	QUARTER ENDED			YEAR ENDED
		JUNE 30, 2014 UNAUDITED	MAR 31, 2014 AUDITED	JUNE 30, 2013 UNAUDITED	MARCH 31, 2014 AUDITED
1	(a) Net sales/Income from Operations	1,629.84	1,378.31	1,257.35	8,395.74
	(b) Other operating Income	-	-	-	-
	(c) Total Income (a+b)	1,629.84	1,378.31	1,257.35	8,395.74
2	Expenditure				
a	Decrease/(Increase) in stock in trade and work in progress	208.06	235.15	73.51	87.52
b	Employees Cost and Other Project related Expenses	983.46	664.41	886.52	5,982.26
c	Selling, Mktg. General and Administration Expenses	358.92	777.89	259.61	2,692.05
d	Depreciation	116.34	144.54	81.49	429.65
	Total Expenditure	1,666.78	1,821.98	1,301.14	9,191.49
	Profit from Operations before Other Income, Interest and Exceptional Items (1-2)	(36.94)	(443.67)	(43.78)	(795.75)
4	Other Income	91.98	84.97	202.06	495.16
5	Profit before Interest and Exceptional Items (3+4)	55.04	(358.70)	158.28	(300.58)
6	Interest	24.84	21.36	19.32	68.38
7	Profit after Interest but before Exceptional Items (5-6)	30.21	(380.06)	138.96	(388.96)
8	Exceptional Items - Prior period Exp.	0.12	-	(1.38)	0.23
9	Profit (+)/Loss (-) from Ordinary Activities before tax (7-8)	30.09	(380.06)	140.34	(389.19)
10	Tax Expenses				
	-Current	7.92	(26.31)	28.50	6.19
	-Deferred	-	(12.97)	-	(12.97)
11	Net Profit (+)/ Loss (-) from Ordinary Activities after tax (9-10)	22.17	(340.78)	111.84	(382.41)
12	Extraordinary Items (net of Tax expenses)	-	-	-	-
13	Net Profit(+)/ Loss(-) for the period (11-12)	22.17	(340.78)	111.84	(382.41)
14	(a) Paid-up Equity Share Capital	16,595.53	16,595.53	12,595.53	16,595.53
	(b) Face Value (in Rs.)	1.00	1.00	1.00	1.00
15	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	40,499.01	40,476.84	41,751.96	40,476.84
16	Earning Per Share (Rs)* (Not annualised)				
	Basic before Extraordinary items (in Rs.)	0.00	(0.02)	0.01	(0.02)
	Diluted before Extraordinary items (in Rs.)	0.00	(0.02)	0.01	(0.02)
	Basic after Extraordinary items (in Rs.)	0.00	(0.02)	0.01	(0.02)
	Diluted after Extraordinary items (in Rs.)	0.00	(0.02)	0.01	(0.02)
	Number of shares used in computing Earnings per Equity Shares (taken face value of Re. 1/-)				
	Basic	1,659,553,400	1,659,553,400	1,259,553,400	1,659,553,400
	Diluted	1,659,553,400	1,659,553,400	1,659,553,400	1,659,553,400
17	Public Shareholding				
	Number of Shares	1,323,590,950	1,323,590,950	1,073,590,950	1,323,590,950
	Percentage of shareholding	79.76	79.76	85.24	79.76
18	Promoter and promoter group shareholding				
	(a) Pledged/Encumbered				
	Number of Shares	NIL	NIL	NIL	NIL
	Percentage of Shares (as a % of total shareholding of promoter and promoter group)	NIL	NIL	NIL	NIL
	Percentage of Shares (as a % of total share capital of the Company)	NIL	NIL	NIL	NIL
	(b) Non-encumbered				
	Number of Shares	335,962,450	335,962,450	185,962,450	335,962,450
	Percentage of Shares (as a % of total shareholding of promoter and promoter group)	20.24	20.24	14.76	20.24
	Percentage of Shares (as a % of total share capital of the Company)	100.00	100.00	100.00	100.00



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CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR QUARTER ENDED ON JUNE 30, 2014 OF FCS SOFTWARE SOLUTIONS LIMITED

Reporting of Consolidated Segment wise Revenue, Results and Capital Employed				
Particulars	Quarter ended 30-06-2014	Quarter ended 31-03-2014	Quarter ended 30-06-2013	Year to date figures For previous year 31-03-2014
Segment Revenue				
Revenue by Geographical Segment				
India	501.60	590.21	437.63	1,906.13
USA	1,527.26	986.11	1,523.01	8,854.21
UAE	-	74.43	850.38	2,667.73
Total	2,028.86	1,650.76	2,811.02	13,428.07
Less: Inter Segment Revenue				
Net sales/Income From Operations	2,028.86	1,650.76	2,811.02	13,428.07
Segment Results				
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)*				
India	170.24	222.63	224.68	926.38
USA	356.74	(323.43)	160.05	1,085.90
UAE	-	-	(221.09)	(982.72)
Total	526.98	(100.80)	163.65	1,029.56
Add: Other Income	88.14	21.54	198.16	420.04
Less: Other Un-allocable Exp.	1,658.54	1,955.81	1,335.39	7,146.90
Total Profit Before Tax	(1,043.41)	(2,035.07)	(973.58)	(5,697.30)
Capital Employed	44,786.27	45,829.69	50,553.41	45,829.69
Other Information (FCS Software Solutions Limited)				
Items exceeding 10% of aggregate expenditure				
Staff cost (including sub contracting exp.)	667.70	543.27	925.11	4,419.18



STAND ALONE UNAUDITED FINANCIAL RESULTS FOR QUARTER ENDED JUNE 30, 2014 OF FCS SOFTWARE SOLUTIONS LIMITED

Reporting of Stand Alone Segment wise Revenue, Results and Capital Employed				
Particulars	Quarter ended 30-06-2014	Quarter ended 31-03-2014	Corresponding Quarter in the Previous Year 30-06-2013	Year to date figures For previous year 31-03-2014
Segment Revenue				
Revenue by Geographical Segment				
India	383.27	274.12	270.63	1,340.21
USA	1,246.57	1,104.19	986.72	7,055.53
Total	1,629.84	1,378.31	1,257.35	8,395.74
Less: Inter Segment Revenue				
Net sales/Income From Operations	1,629.84	1,378.31	1,257.35	8,395.74
Segment Results				
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)				
India	108.04	158.53	106.87	535.15
USA	330.28	320.22	190.45	1,790.81
Total	438.32	478.75	297.32	2,325.96
Add: Other Income	91.98	84.97	202.06	495.16
Less: Other Un-allocable Exp.	500.22	943.79	359.04	3,210.32
Total Profit Before Tax	30.09	(380.06)	140.34	(389.19)
Capital Employed	50,621.19	50,591.10	52,807.93	50,591.10
(Refer Note 4)				
Other Information (FCS Software Solutions Limited)				
Items exceeding 10% of aggregate expenditure				
Staff cost (including sub contracting exp.)	536.38	453.60	413.79	2,763.04

Notes:

1	The above results have been reviewed by the Audit Committee in the meeting held on August 13, 2014 and further approved by the Board of Directors at its meetings held on August 13, 2014 and have been audited by the auditors of the Company.
2	Investor complaint pending at the beginning of the quarter was Nil. No new investor complaints were received during the current quarter and therefore no investor complaint pending at the end of the quarter.
3	These accounts have been prepared in accordance with applicable Accounting Standards issued by the Institute of Chartered Accountants of India (ICAI).
4	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.
5	The consolidated results for the quarter ended June 30, 2014 include results of subsidiary companies viz. FCS Software Solutions America Ltd., F.C.S Software Middle East FZE, FCS Software Solutions GmbH and Insync Business Solutions Ltd.
6	The results are also available on the website of the company at www.fcsitd.com
7	The Company has incorporated a wholly owned subsidiary in the name of FCS Software (Shanghai) Co., Ltd. in China.
8	Previous period / year figures are regrouped/reclassified, wherever necessary.

Place: NOIDA

Date: 13-08-2014

 By order of the Board of Directors
FCS SOFTWARE SOLUTIONS LIMITED

 Sd/-
 (Chairman & Managing Director)




SPMG & Co

Chartered Accountants

3322A, 2nd Floor, Bank Street,
Karol Bagh, New Delhi-110005, (India)
Tel : (+) 91 11 28728769, 28727385
Website : www.spmgindia.com

Limited Review Report

We have reviewed the accompanying statement of unaudited financial standalone results of **FCS Software Solutions Limited** for the quarter ended 30/06/2014 this statement is the responsibility of the Company's Management and has been approved by the Board of Directors/ Committee of Board of Directors. 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) 2400, engagements to Review Financial Statements 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 above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For SPMG & Company.
Chartered Accountants

(Vinod Gupta)

FCA/Partner. Membership No. 90687

Place: - New Delhi

Dated: -13.08.2014

FCS Software Solutions Limited

Forming part of limited review report for the Quarter ended 30.06.2014

1. Work in process

The value of work in process as on date of Balance Sheet has been considered as Value and certified by the Management.

2. Foreign Currency Transactions.

In case of revenue made to clients outside India income is accounted on the basis of the exchange rate as on the date of transaction. Adjustments are made for any variations in the revenue proceeds on conversion into Indian currency upon actual receipt. Expenditure in foreign currency is accounted at the conversion rate prevalent when such expenditure is incurred. Where realizations are deposited into, and disbursements made out of, a foreign currency bank account, all transactions during the month are reported at a rate which approximates the actual monthly rate.

In the case of current assets and current liabilities expressed in foreign currency, the exchange rate prevalent at the end of the year is taken for the purpose of transaction. Fixed assets purchased at overseas offices are accounted on the basis of actual cost incurred at the exchange rate prevalent at the time of purchase. Depreciation is charged as per Company's Act 2013. Exchange differences arising on foreign currency transactions are recognized as income or expenses in the year in which they arise. In the case of forward contracts, the differences between the forward rate and the exchange rate on the date of the transaction is recognized as income or expenses over the life of the contracts.

3. Income Tax.

Provision is made for income tax on a quarterly basis under the tax-payable method, based on the tax liability as computed after taking credit for allowances and exemptions as the case may be.

4. Foreign Branch.

The company has its Branch at the USA. All revenue and expenses transactions are during the period reported at an average rate. The assets and liabilities both monetary and non-monetary are translated at the rate prevailing on the balance sheet date. All resulting exchange differences are accumulated in a foreign currency translation reserve. However the Balance sheet of the USA branch as on June 30, 2014 has been certified by 'Certified Public Accountant' and further certified by the management. Which has been considered and accounted for the purpose of limited review report herein.

For SPMG & Company
Chartered Accountants

(Vinod Gupta)

Partner

Membership No: - 090687

Place: - Delhi

Dated: - 13.08.2014