

FCS/107/2013

February 13, 2012

To,
The Dept of Corporate Services
The Bombay Stock Exchange
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.

Dear Sir,

Sub.: Outcome of the Board Meeting

The Board of Directors of the Company in its meeting held today i.e. Wednesday, February 13, 2013, at FCS House, Plot No. 83, NSEZ, Noida Dadri Road, Phase II, Gautam Buddha Nagar, Noida- 201 305 (U.P.), approved the following transactions:

- i- Unaudited Quarterly Results for the quarter ended on December 31, 2012.
- ii- The allotment of 23,00,00,000 (Twenty Three Crores) Equity Shares of Re. 1/- each ranking pari-passu in lieu of 23,00,00,000 (Twenty Three Crores) Convertible Equity Warrants allotted on Preferential Basis to the Promoter and non-promoter group. The said allotment has been done in compliance with Chapter VII of SEBI (ICDR) Regulations, 2009.

The meeting was concluded at 7: 30 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

business processes ● collaborative platforms ● enterprise interfaces

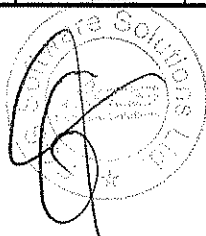
FCS SOFTWARE SOLUTIONS LIMITED

Registered 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 DECEMBER 31, 2012**

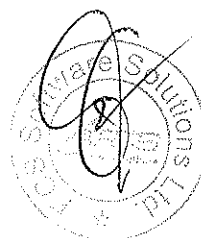
(Rs. in Lacs)

S.No.	PARTICULARS	QUARTER ENDED			FOR THE NINE MONTH ENDED		YEAR ENDED
		DEC 31, 2012 UNAUDITED	SEPT 30, 2012 UNAUDITED	DEC 31, 2011 UNAUDITED	DEC 31, 2012 UNAUDITED	DEC 31, 2011 UNAUDITED	MARCH 31, 2012 AUDITED
1	Income						
	(a) Net sales/Income from Operations	2,466.45	2,866.96	4,982.07	8,691.38	16,733.81	21,331.83
	(b) Other operating Income	-	-	-	-	-	-
	(c) Total Income (a+b)	2,466.45	2,866.96	4,982.07	8,691.38	16,733.81	21,331.83
2	Expenditure						
	Decrease/(Increase) in stock in trade and work in progress	228.40	(352.74)	(171.32)	(343.12)	(167.75)	(70.41)
	b Employees Cost and Other Project related Expenses	2,162.23	2,862.26	3,661.68	8,282.99	12,439.90	16,029.23
	c Selling, Mktg, General and Administration Expenses	316.07	381.63	676.51	995.54	1,500.86	1,935.05
	d Depreciation	929.79	927.29	950.33	2,771.08	2,654.67	3,620.81
	Total Expenditure	3,636.47	3,818.45	5,117.20	11,706.49	16,427.68	21,514.69
	Profit from Operations before Other Income, Interest and Exceptional Items (1-2)	(1,170.03)	(951.49)	(135.15)	(3,015.11)	306.14	(182.86)
4	Other Income	144.44	(46.58)	100.34	334.76	243.44	330.78
5	Profit before Interest and Exceptional Items (3+4)	(1,025.59)	(998.07)	(34.81)	(2,680.35)	549.58	147.92
6	Interest	30.95	33.45	2.50	72.20	31.99	46.66
7	Profit after Interest but before Exceptional Items (5-6)	(1,056.54)	(1,031.52)	(37.31)	(2,752.55)	517.59	101.26
8	Exceptional Items- Prior period Exp.	-	0.19	-	3.65	(0.56)	(0.56)
9	Profit (+)/ Loss (-) from Ordinary Activities before tax (7-8)	(1,056.54)	(1,031.71)	(37.31)	(2,756.20)	518.15	101.82
10	Tax Expenses						
	-Current	8.00	-	27.00	24.25	101.00	15.50
	-Deferred	-	-	-	-	-	(70.69)
11	Net Profit (+)/ Loss (-) from Ordinary Activities after tax (9-10)	(1,064.54)	(1,031.71)	(64.31)	(2,780.45)	417.15	157.02
12	Extraordinary Items (net of Tax expenses)	-	-	-	-	-	-
13	Net Profit(+)/ Loss(-) for the period (11-12)	(1,064.54)	(1,031.71)	(64.31)	(2,780.45)	417.15	157.02
14	(a) Paid-up Equity Share Capital	10,295.53	10,295.53	10,295.53	10,295.53	10,295.53	10,295.53
	(b) Face Value (in Rs.)	1.00	1.00	1.00	1.00	1.00	1.00
15	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	42,628.43	43,692.97	42,373.51	42,628.43	42,373.51	43,325.31
16	Earning Per Share (Rs)* (Not annualised)						
	Basic before Extraordinary items (in Rs.)	(0.10)	(0.10)	(0.01)	(0.27)	0.04	0.02
	Diluted before Extraordinary items (in Rs.)	(0.06)	(0.06)	(0.00)	(0.17)	0.03	0.01
	Basic after Extraordinary items (in Rs.)	(0.10)	(0.10)	(0.01)	(0.27)	0.04	0.02
	Diluted after Extraordinary items (in Rs.)	(0.06)	(0.06)	(0.00)	(0.17)	0.03	0.01
	Number of shares used in computing earnings per equity shares						
	Basic	1,029,553,400	1,029,553,400	1,029,553,100	1,029,553,400	1,029,553,100	1,029,553,400
	Diluted	1,659,553,400	1,659,553,400	1,439,553,400	1,659,553,400	1,439,553,400	1,439,553,400
17	Public Shareholding						
	Number of Shares	893,584,840	893,584,840	893,584,540	893,584,840	893,584,540	893,584,840
	Percentage of shareholding	86.79	86.79	86.79	86.79	86.79	86.79
18	Promoter and promoter group shareholding						
	(a)Pledged/Encumbered						
	Number of Shares	NIL	NIL	NIL	NIL	NIL	NIL
	Percentage of Shares(as a % of total shareholding of promoter and promoter group)	NIL	NIL	NIL	NIL	NIL	NIL
	Percentage of Shares(as a % of total share capital of the company)	NIL	NIL	NIL	NIL	NIL	NIL
	(b)Non-encumbered						
	Number of Shares	135968560	135968560	135,968,560	135968560	135,968,560	135,968,560
	Percentage of Shares(as a % of total shareholding of promoter and promoter group)	13.21	13.21	13.21	13.21	13.21	13.21
	Percentage of Shares(as a % of total share capital of the company)	100.00	100.00	100.00	100.00	100.00	100.00



STAND ALONE UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
FOR THE QUARTER ENDED DEC 31, 2012

							(Rs. in Lacs)
S.No.	PARTICULARS	QUARTER ENDED			FOR THE NINE MONTH ENDED		YEAR ENDED
		DEC 31, 2012 UNAUDITED	SEPT 30, 2012 UNAUDITED	DEC 31, 2011 UNAUDITED	DEC 31, 2012 UNAUDITED	DEC 31, 2011 UNAUDITED	MARCH 31, 2012 AUDITED
1	Income						
	(a) Net sales/Income from Operations	1,184.01	1,351.32	2,180.95	4,179.40	7,754.33	9,802.57
	(b) Other operating Income	-	-	-	-	-	-
	(c) Total Income (a+b)	1,184.01	1,351.32	2,180.95	4,179.40	7,754.33	9,802.57
2	Expenditure						
a	Decrease/(Increase) in stock in trade and work in progress	228.40	(352.74)	(171.32)	(343.12)	(167.75)	(70.41)
b	Employees Cost and Other Project related Expenses	796.06	1,275.25	1,833.07	3,753.79	6,207.70	8,136.27
c	Selling, Mktg, General and Administration Expenses	210.23	326.85	581.12	770.62	1,220.09	1,581.37
d	Depreciation	119.51	117.63	159.52	341.49	460.82	624.23
	Total Expenditure	1,354.20	1,367.00	2,402.39	4,522.79	7,720.86	10,271.47
	Profit from Operations before Other Income, Interest and Exceptional Items (1-2)	(170.19)	(15.68)	(221.44)	(343.38)	33.47	(468.90)
4	Other Income	144.44	(46.58)	100.34	334.76	243.44	330.78
5	Profit before Interest and Exceptional Items (3+4)	(25.75)	(62.27)	(121.11)	(8.62)	276.91	(138.12)
6	Interest	30.95	33.45	2.50	72.20	31.99	46.66
7	Profit after Interest but before Exceptional Items (5-6)	(56.70)	(95.71)	(123.61)	(80.83)	244.92	(184.78)
8	Exceptional Items - Prior period Exp.	-	0.19	-	3.65	(0.56)	(0.56)
9	Profit (+)/Loss (-) from Ordinary Activities before tax (7-8)	(56.70)	(95.90)	(123.61)	(84.48)	245.48	(184.22)
10	Tax Expenses						
	-Current	-	-	27.00	16.25	101.00	15.50
	-Deferred			-	-	-	(70.69)
	Net Profit (+)/ Loss (-) from Ordinary Activities after tax (9-10)	(56.70)	(95.90)	(150.61)	(100.73)	144.48	(129.02)
12	Extraordinary Items (net of Tax expenses)	-	-	-	-	-	-
13	Net Profit(+)/ Loss(-) for the period (11-12)	(56.70)	(95.90)	(150.61)	(100.73)	144.48	(129.02)
14	(a) Paid-up Equity Share Capital	10,295.53	10,295.53	10,295.53	10,295.53	10,295.53	10,295.53
	(b) Face Value (in Rs.)	1.00	1.00	1.00	1.00	1.00	1.00
	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year						39,433.87
16	Earning Per Share (Rs)* (Not annualised)						
	Basic before Extraordinary items (in Rs.)	(0.01)	(0.01)	(0.01)	(0.01)	0.01	(0.01)
	Diluted before Extraordinary items (in Rs.)	(0.00)	(0.01)	(0.01)	(0.01)	0.01	(0.01)
	Basic after Extraordinary items (in Rs.)	(0.01)	(0.01)	(0.01)	(0.01)	0.01	(0.01)
	Diluted after Extraordinary items (in Rs.)	(0.00)	(0.01)	(0.01)	(0.01)	0.01	(0.01)
	Number of shares used in computing Earnings per Equity Shares (taken face value of Re.1/-)						
	Basic	1,029,553,400	1,029,553,400	1,029,553,100	1,029,553,400	1,029,553,100	1,029,553,400
	Diluted	1,659,553,400	1,659,553,400	1,439,553,400	1,659,553,400	1,439,553,400	1,439,553,400
17	Public Shareholding						
	Number of Shares	893,584,840	893,584,840	893,584,540	893,584,840	893,584,540	893,584,840
	Percentage of shareholding	86.79	86.79	86.79	86.79	86.79	86.79
18	Promoter and promoter group shareholding						
	(a) Pledged/Encumbered						
	Number of Shares	NIL	NIL	NIL	NIL	NIL	NIL
	Percentage of Shares (as a % of total shareholding of promoter and promoter group)	NIL	NIL	NIL	NIL	NIL	NIL
	Percentage of Shares (as a % of total share capital of the Company)	NIL	NIL	NIL	NIL	NIL	NIL
	(b) Non-encumbered						
	Number of Shares	135,968,560	135,968,560	135,968,560	135,968,560	135,968,560	135,968,560
	Percentage of Shares (as a % of total shareholding of promoter and promoter group)	13.21	13.21	13.21	13.21	13.21	13.21
	Percentage of Shares (as a % of total share capital of the Company)	100.00	100.00	100.00	100.00	100.00	100.00



STAND ALONE UNAUDITED FINANCIAL RESULTS FOR QUARTER ENDED DECEMBER 31, 2012 OF FCS SOFTWARE SOLUTIONS LIMITED

Reporting of Stand Alone Segment wise Revenue, Results and Capital Employed						
Particulars	Quarter ended 31-12-2012	Quarter ended 30-09-2012	Corresponding Quarter in the Previous Year 31-12-2011	Year to date figures For Current Period 31-12-2012	Year to date figures For previous year 31-12-2011	Year to date figures For previous year 31-03-2012
Segment Revenue						
Revenue by Geographical Segment						
India	321.84	121.53	206.61	615.47	644.11	905.04
USA	862.17	1,229.79	1,974.34	3,563.93	7,110.22	8,897.53
Total	1,184.01	1,351.32	2,180.95	4,179.40	7,754.33	9,802.57
Less: Inter Segment Revenue	-	-	-	-	-	-
Net sales/Income From Operations	1,184.01	1,351.32	2,180.95	4,179.40	7,754.33	9,802.57
Segment Results						
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)*						
India	155.58	60.82	52.09	261.08	184.34	261.92
USA	3.97	367.98	467.11	507.64	1,530.04	1,474.79
Total	159.55	428.80	519.20	768.73	1,714.38	1,736.70
Add: Other Income	144.44	(46.58)	100.34	334.76	243.44	330.78
Less: Other Un -allocable Exp.	360.69	478.12	743.14	1,187.97	1,712.34	2,251.70
Total Profit Before Tax	(56.70)	(95.90)	(123.60)	(84.48)	245.48	(184.22)
Capital Employed	52,565.53	52,622.24	51,291.62	52,565.53	51,291.62	52,650.01
(Refer Note 4)						
Other Information (FCS Software Solutions Limited)						
PARTICULARS	QUARTER ENDED					
	DEC 31, 2012 UNAUDITED	SEPT 30, 2012 UNAUDITED	DEC 31, 2011 UNAUDITED	DEC 31, 2012 UNAUDITED	DEC 31, 2011 UNAUDITED	MARCH 31, 2012 AUDITED
Items exceeding 10% of aggregate expenditure						
Staff cost (including sub contracting exp.)	389.66	444.72	643.38	1,375.44	2,259.66	3,226.03

Notes:

1	The above results have been reviewed by the Audit Committee in the meeting held on February 13, 2013 and further approved by the Board of Directors at its meeting held on February 13, 2013 and was subject to limited review by the statutory 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 December 31, 2012 include results of subsidiary companies viz. FCS Software Solutions America Ltd., Insync Business Solutions Limited, and F.C.S Software Middle East FZE.
6	The results are also available on the website of the company at www.fcsltd.com
7	Previous period / year figures are regrouped/reclassified, wherever necessary.

Place: NOIDA
Date: 13-02-13

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

Sd/-
(Director)

