



NUCLEUS SOFTWARE EXPORTS LTD.

CIN : L74899DL1989PLC034594

Corporate Office

A-39, Sector-62, Noida,
Uttar Pradesh, 201307, India.

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July 03, 2018

The Listing Department The National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex Bandra (E) Mumbai-400051. Fax Nos. 022-26598236/237/238	The Listing Department Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street Mumbai-400001 Fax No. 022-22722061/41/39
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Dear Sir/Madam,

Sub: Voting Results under Regulation 44(3) and Scrutinizer Report

With reference to the above mentioned subject, Please find enclosed herewith copy of Voting results of the Remote-E Voting and Voting at Annual General Meeting through Voting System(Insta-Poll) in respect of the business transacted vide AGM Notice dated May 03, 2018. The Report of the Scrutinizer dated July 03, 2018, in Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 is enclosed herewith for reference. The same shall also be available on the website of the company i.e. www.nucleussoftware.com

Kindly take note of the same and oblige us.

Thanking You

Yours Faithfully

Nucleus Software Exports Limited

Poonam Bhasin

Company Secretary

Corporate Office

Nucleus Software Exports Ltd.
A-39, Sector 62, Noida - 201307

Registered Office

33-35 Thyagraj Nagar Mkt, New Delhi - 110003
CIN : L74899DL1989PLC034594

Voting Results of AGM	
Details of poll at AGM and e-voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:	
Date of the AGM	02.07.2018
Total number of shareholders on record date i.e 25 June, 2018	16,256
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	04 78
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	N.A.

1. Ordinary Resolution: To receive, consider and adopt the audited financial statements of the Company for the year ended March 31, 2018 including Audited Balance Sheet and Profit and Loss account as on March 31, 2018 along with Cash Flow Statement on that date together with the reports of the Board of Directors and Auditors thereon and the audited consolidated financial statements of the Company for the financial year ended March 31, 2018

Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	Remote E-voting	19,627,866	0	69.6446	0	0	0.0000	0.0000
	E-voting at AGM		13,669,740	69.6446	13,669,740	0	100.0000	0.0000
	Total		13,669,740	69.6446	13,669,740	0	100.0000	0.0000
Public-Institutions	Remote E-voting	2,782,978	2,431,130	87.3571	2,431,130	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2,431,130	87.3571	2,431,130	0	100.0000	0.0000
Public-Non Institutions	Remote E-voting	6,629,880	4,559	0.0688	4,559	0	100.0000	0.0000
	E-voting at AGM		153,792	2.3197	153,778	14	99.9909	0.0091
	Total		158,351	2.3884	158,337	14	99.9912	0.0088
Total		29,040,724	16,259,221	55.9877	16,259,207	14	99.9999	0.0001

2. Ordinary Resolution: To declare a final dividend of Rs. 8/- per Equity Share for the financial year ended March 31, 2018

Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	Remote E-voting	19,627,866	0	0.0000	0	0	0.0000	0.0000
	E-voting at AGM		13,669,740	69.6446	13,669,740	0	100.0000	0.0000
	Total		13,669,740	69.6446	13,669,740	0	100.0000	0.0000
Public-Institutions	Remote E-voting	2,782,978	2,480,025	89.1141	2,480,025	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2,480,025	89.1141	2,480,025	0	100.0000	0.0000
Public-Non Institutions	Remote E-voting	6,629,880	4,559	0.0688	4,559	0	100.0000	0.0000
	E-voting at AGM		153,792	2.3197	153,778	14	99.9909	0.0091
	Total		158,351	2.3884	158,337	14	99.9912	0.0088
Total		29,040,724	16,308,116	56.1560	16,308,102	14	99.9999	0.0001

3. Ordinary Resolution: Re-appointment of Mr. R P Singh (DIN 00008350), as Director of the Company

Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	Remote E-voting	19,627,866	0	0.0000	0	0	0.0000	0.0000
	E-voting at AGM		13,669,740	69.6446	13,669,740	0	100.0000	0.0000
	Total		13,669,740	69.6446	13,669,740	0	100.0000	0.0000
Public-Institutions	Remote E-voting	2,782,978	2,480,025	89.1141	2,480,025	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2,480,025	89.1141	2,480,025	0	100.0000	0.0000
Public-Non Institutions	Remote E-voting	6,629,880	4,559	0.0688	4,559	0	100.0000	0.0000
	E-voting at AGM		153,792	2.3197	153,778	14	99.9909	0.0091
	Total		158,351	2.3884	158,337	14	99.9912	0.0088
Total		29,040,724	16,308,116	56.1560	16,308,102	14	99.9999	0.0001

4. Ordinary Resolution: Ratification of Appointment of Statutory Auditors of the Company

Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	Remote E-voting	19,627,866	0	0.0000	0	0	0.0000	0.0000
	E-voting at AGM		13,669,740	69.6446	13,669,740	0	100.0000	0.0000
	Total		13,669,740	69.6446	13,669,740	0	100.0000	0.0000
Public-Institutions	Remote E-voting	2,782,978	2,480,025	89.1141	2,480,025	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2,480,025	89.1141	2,480,025	0	100.0000	0.0000
Public-Non Institutions	Remote E-voting	6,629,880	4,559	0.0688	4,559	0	100.0000	0.0000
	E-voting at AGM		153,792	2.3197	153,778	14	99.9909	0.0091
	Total		158,351	2.3884	158,337	14	99.9912	0.0088
Total		29,040,724	16,308,116	56.1560	16,308,102	14	99.9999	0.0001