PART I : STATEMENT OF CONSOLIDATED PROFIT AND LOSS OF NUCLEUS SOFTWARE EXPORTS LIMITED AND SUBSIDIARIES FOR THE QUARTER ENDED JUNE 30, 2012

(Amount in Rupees lakhs)

	Particulars	Quarter Ended			Year Ended
		June 30, 2012	March 31, 2012	June 30, 2011	March 31, 2012
		Unaudited	Unaudited	Unaudited	Audited
1.	**INCOME FROM OPERATIONS**				
	Income from Software Products and Services	7,394.56	7,006.74	6,427.45	28,225.48
	Total Income from operations (net)	**7,394.56**	**7,006.74**	**6,427.45**	**28,225.48**
2.	**EXPENSES**				
	a) Employee benefits expense	4,272.27	4,003.14	4,043.61	15,707.72
	b) Depreciation and amortisation expense	159.06	176.07	201.46	745.04
	c) Travel expenditure	519.07	480.83	407.69	1,954.55
	d) Other expenses	1,676.29	1,586.87	1,419.85	6,975.64
	Total Expenses	**6,626.69**	**6,246.91**	**6,072.61**	**25,382.95**
3.	**PROFIT FROM OPERATIONS BEFORE OTHER INCOME, FINANCE COSTS AND TAXES (1-2)**	**767.87**	**759.83**	**354.84**	**2,842.53**
4.	Other Income	850.37	242.59	331.65	2,020.64
5.	**PROFIT FROM OPERATIONS BEFORE FINANCE COSTS AND TAXES (3+4)**	**1,618.24**	**1,002.42**	**686.49**	**4,863.17**
6.	Finance costs	10.50	9.38	8.22	32.81
7.	**PROFIT BEFORE TAXES (5-6)**	**1,607.74**	**993.04**	**678.27**	**4,830.36**
8.	Tax expense	378.22	113.76	175.02	1,296.35
9.	**PROFIT AFTER TAXES (7-8)**	**1,229.52**	**879.28**	**503.25**	**3,534.01**
10.	Minority Interest	-	-	-	-
11.	**NET PROFIT FOR THE PERIOD (9-10)**	**1,229.52**	**879.28**	**503.25**	**3,534.01**
12.	Paid-up Equity Share Capital (Face Value Rs.10 each)	3,238.50	3,238.50	3,238.40	3,238.50
13.	Reserves excluding Revaluation Reserves	-	-	-	28,174.22
14.	**Earnings Per Share (Rs.) (Par value Rs.10 each) (not annualised)**				
	Basic	3.80	2.72	1.55	10.91
	Diluted	3.80	2.72	1.55	10.91

For Nucleus Software Exports Ltd.

Vishnu R Dusad

Authorised Signatory

PART I : STATEMENT OF PROFIT AND LOSS OF NUCLEUS SOFTWARE EXPORTS LIMITED FOR THE QUARTER ENDED JUNE 30,2012

(Amount in Rupees lakhs)

	Particulars	Quarter Ended			Year Ended
		June 30, 2012	March 31, 2012	June 30, 2011	March 31, 2012
		Audited	Audited	Audited	Audited
1.	**INCOME FROM OPERATIONS**				
	Income from Software Products and Services	5,189.29	4,991.66	4,826.17	20,485.46
	Total Income from operations (net)	**5,189.29**	**4,991.66**	**4,826.17**	**20,485.46**
2.	**EXPENSES**				
	a) Employee benefits expense	3,105.99	2,890.90	2,972.34	11,551.51
	b) Depreciation and amortisation expense	130.33	132.08	176.30	610.26
	c) Travel expenditure	423.34	399.64	363.66	1,673.86
	d) Other expenses	1,074.66	1,102.49	1,016.37	4,541.05
	Total Expenses	**4,734.32**	**4,525.11**	**4,528.67**	**18,376.68**
3.	**PROFIT FROM OPERATIONS BEFORE OTHER INCOME, FINANCE COSTS AND TAXES (1-2)**	**454.97**	**466.55**	**297.50**	**2,108.78**
4.	Other Income	813.44	249.64	343.34	2,299.76
5.	**PROFIT FROM OPERATIONS BEFORE FINANCE COSTS AND TAXES (3+4)**	**1,268.41**	**716.19**	**640.84**	**4,408.54**
6.	Finance costs	6.78	6.66	5.92	22.32
7.	**PROFIT BEFORE TAXES (5-6)**	**1,261.63**	**709.53**	**634.92**	**4,386.22**
8.	Tax expense	339.88	110.26	117.97	1,122.01
9.	**NET PROFIT FOR THE PERIOD (7-8)**	**921.75**	**599.27**	**516.95**	**3,264.21**
10.	Paid-up Equity Share Capital (Face Value Rs.10 each)	3,238.50	3,238.50	3,238.40	3,238.50
11.	Reserves excluding Revaluation Reserves	-	-	-	26,021.38
12.	**Earnings Per Share (Rs.) (Par value Rs.10 each) (not annualised)**				
	Basic	2.85	1.85	1.60	10.08
	Diluted	2.85	1.85	1.60	10.08

Deloitte Haskins & Sells Chartered Accountants

For Nucleus Software Exports Ltd.

Authorised Signatory

PART II : SELECTED INFORMATION FOR THE QUARTER ENDED JUNE 30, 2012

	Particulars	Quarter Ended			Year Ended
		June 30, 2012	March 31, 2012	June 30, 2011	March 31, 2012
A	**PARTICULARS OF SHAREHOLDING**				
1.	**Public shareholding**				
	- Number of Shares	13,781,588	13,781,588	13,780,658	13,781,588
	- Percentage of Shareholding	42.56%	42.56%	42.56%	42.56%
2.	**Promoters and Promoter Group Shareholding**				
	a) Pledged / Encumbered				
	- Number of shares	-	-	-	-
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-
	- Percentage of shares (as a % of the total share capital of the company)	-	-	-	-
	b) Non - encumbered				
	- Number of shares	18,601,866	18,601,866	18,601,866	18,601,866
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100%	100%	100%	100%
	- Percentage of shares (as a % of the total share capital of the company)	57.44%	57.44%	57.44%	57.44%

	Particulars	3 months ended June 30, 2012
B	**INVESTOR COMPLAINTS / REQUEST**	
	Pending at the beginning of the quarter	-
	Received during the quarter	9
	Disposed of during the quarter	9
	Remaining unsolved at the end of the quarter	-

Deloitte Haskins & Sells Chartered Accountants

For Nucleus Software Exports Ltd.

Authorised Signatory

SEGMENT REPORTING (STANDALONE)

(Amount in Rupees lakhs)

	Particulars	Quarter Ended			Year Ended
		June 30, 2012	March 31, 2012	June 30, 2011	March 31, 2012
a)	**Revenue by Geographical Segment**				
	India	1,504.39	1,310.29	1,127.53	5,113.51
	Far East	951.61	530.98	969.72	3,546.15
	South East Asia	816.47	850.73	809.54	3,737.74
	Europe	501.11	789.50	767.76	2,845.80
	Middle East	972.61	947.36	854.80	3,802.85
	Others	443.10	562.80	296.82	1,439.41
	Total	**5,189.29**	**4,991.66**	**4,826.17**	**20,485.46**
	Less:- Inter Segment Revenue	-	-	-	-
	Net Revenue From Operations	**5,189.29**	**4,991.66**	**4,826.17**	**20,485.46**
b)	**Segment Profit / (Loss) before Tax**				
	India	577.27	395.08	103.96	894.85
	Far East	434.20	28.16	403.52	1,317.34
	South East Asia	194.41	243.90	356.08	1,489.87
	Europe	101.04	336.37	357.11	1,222.70
	Middle East	502.20	531.03	343.31	1,910.78
	Others	232.49	322.78	82.59	707.87
	Total	**2,041.61**	**1,857.32**	**1,646.57**	**7,543.41**
	Add:- Other Income	813.44	249.64	343.34	2,299.76
	Less:- Other Unallocable Expenditure	1,593.42	1,397.43	1,354.99	5,456.95
	Operating Profit before Tax	**1,261.63**	**709.53**	**634.92**	**4,386.22**
c)	Capital Employed (Refer Note 6 below)	29,902.77	29,261.56	27,586.81	29,261.56

OTHER INFORMATION (STANDALONE)

(Amount in Rupees lakhs)

Particulars	Quarter Ended			Year Ended
	June 30, 2012	March 31, 2012	June 30, 2011	March 31, 2012
Details of other income:				
Interest Received	135.82	117.63	116.24	401.52
Dividend received from non-trade investments	221.65	294.29	206.78	874.50
Dividend received from Subsidiary Company	-	-	-	360.00
Profit on sale of investments	-	102.45	-	102.23
Provisions written back	2.69	-	-	83.56
Foreign Exchange Gain/(Loss)	443.67	(314.77)	12.15	352.29
Miscellaneous Income	9.61	50.04	8.17	125.66
Total	**813.44**	**249.64**	**343.34**	**2,299.76**

Deloitte Haskins & Sells Chartered Accountants

For Nucleus Software Exports Ltd.

Vishnu R Dusad

Authorised Signatory

NOTES:

1. The above financial results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on July 21, 2012.
2. The Auditors have carried out an audit of standalone results of the Company for quarter ended June 30, 2012. There are no qualifications in the Auditors' report on these financial statements.
3. Final dividend of Rs. 2.50 per share (25% on equity share of par value of Rs. 10/-) for the financial year ended March 31, 2012 and was approved by the share holders through poll in adjourned Annual General Meeting held on July 11, 2012.
4. Tax expenses include current tax, deferred tax, taxes pertaining to earlier years and withholding taxes charged off.
5. During the previous year, the company alloted 930 shares under Employee Stock Option Scheme 2005.
6. 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 is not practicable to provide segment-wise disclosures relating to total assets and liabilities since a meaningful segregation of the available data is not possible.
7. Previous period/year figures have been regrouped /reclassified, wherever necessary.

By Order of the Board
For Nucleus Software Exports Limited

CEO & Managing Director

Place: Noida
Date : July 21, 2012

Deloitte Haskins & Sells
Chartered Accountants

For Nucleus Software Exports Ltd

Authorised Signatory

Deloitte
Haskins & Sells

Chartered Accountants
7th Floor, Building 10, Tower B
DLF Cyber City Complex
DLF City Phase-II
Gurgaon - 122 002, Haryana
India

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AUDITORS' REPORT
TO THE BOARD OF DIRECTORS OF
NUCLEUS SOFTWARE EXPORTS LIMITED

1. We have audited the accompanying Statement of Financial Results ("the Statement") of **NUCLEUS SOFTWARE EXPORTS LIMITED** ("the Company") for the quarter ended 30 June 2012, being submitted by the Company pursuant to Clause 41 of the Listing Agreements with the Stock Exchanges. This Statement has been prepared on the basis of the related interim financial statement, which is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to express an opinion on the Statement, based on our audit of the related interim financial statement, which has been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS-25) on Interim Financial Reporting notified under the Companies (Accounting Standards) Rules, 2006 and other accounting principles generally accepted in India.

2. We conducted our audit of the Statement in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the Statement is free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and the disclosures in the Statement. An audit also includes assessing the accounting principles used and the significant estimates made by the Management, as well as evaluating the overall Statement presentation. We believe that our audit provides a reasonable basis for our opinion.

3. In our opinion and to the best of our information and according to the explanations given to us, the Statement:

   (i) is presented in accordance with the requirements of Clause 41 of the Listing Agreements with the Stock Exchanges and

   (ii) gives a true and fair view of the net profit and other financial information of the Company for the quarter ended 30 June 2012.

4. Further, we also report that we have traced from the details furnished by the Management/Registrars, the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding, pledged / encumbered shares and non-encumbered shares of promoter and promoter group shareholders, in terms of Clause 35 of the Listing Agreements and the particulars relating to the undisputed investor complaints from the details furnished by the Company's Secretary.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Registration No. 015125N)

Deloitte Haskins & Sells Chartered Accountants

RASHIM TANDON
Partner
(Membership No. 95540)

Gurgaon
21 July, 2012
RT/SK/2012

For NUCLEUS SOFTWARE EXPORTS LIMITED

Company Secretary