

B S R & Associates LLP

Chartered Accountants

Building No.10,12th Floor, Tower-C,
DLF Cyber City, Phase-II,
Gurugram – 122 002, India

Telephone: +91 124 719 1000
Fax: +91 124 235 8613

To
Board of Directors of Nucleus Software Exports Limited

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of Nucleus Software Exports Limited (“the Parent”) and its subsidiaries (the Parent and its subsidiaries together referred to as “the Group”) for the quarter ended 30 September 2020 and year to date results for the period from 1 April 2020 to 30 September 2020 (“the Statement”), being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (‘Listing Regulations’).
2. This Statement, which is the responsibility of the Parent’s management and approved by the Parent’s Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 “Interim Financial Reporting” (“Ind AS 34”), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity”, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

4. The Statement includes the results of the following entities:
 - a. Nucleus Software Exports Limited
 - b. Nucleus Software Solutions Pte. Limited
 - c. Nucleus Software Inc.
 - d. Nucleus Software Japan Kabushiki Kaisha
 - e. Nucleus Software Netherlands B.V.
 - f. Nucleus Software Limited
 - g. Nucleus Software Australia Pty. Ltd.
 - h. Nucleus Software South Africa (Pty.) Limited

Registered Office:

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditor referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. We did not review the interim financial information of one subsidiary included in the Statement, whose interim financial information reflect total assets of Rs. 2,739 lakhs as at 30 September 2020 and total revenues of Rs. 1,788 lakhs and Rs. 3,255 lakhs, total net profit after tax of Rs. 167 lakhs and Rs. 181 lakhs and total comprehensive income of Rs. 167 lakhs and Rs. 181 lakhs, for the quarter ended 30 September 2020 and for the period from 1 April 2020 to 30 September 2020, respectively, and cash flows (net) of Rs 243 lakhs for the period from 1 April 2020 to 30 September 2020, as considered in the consolidated unaudited financial results. This interim financial information has been reviewed by other auditor whose report has been furnished to us by the management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, is based solely on the report of the other auditor and the procedures performed by us as stated in paragraph 3 above.

Our conclusion on the Statement is not modified in respect of the above matter.

7. The Statement includes the interim financial information of six subsidiaries which have not been reviewed/audited, whose interim financial information reflect total assets of Rs. 3,200 lakhs as at 30 September 2020 and total revenue of Rs. 778 lakhs and Rs. 1,513 lakhs, total net profit after tax of Rs. 62 lakhs and Rs. 124 lakhs and total comprehensive income of Rs. 62 lakhs and Rs. 124 lakhs for the quarter ended 30 September 2020 and for the period from 1 April 2020 to 30 September 2020, respectively, and cash flows (net) of Rs. 165 lakhs for the period from 1 April 2020 to 30 September 2020, as considered in the Statement. According to the information and explanations given to us by the management, these interim financial information are not material to the Group.

Our conclusion on the Statement is not modified in respect of the above matter.

For **B S R & Associates LLP**
Chartered Accountants
Firm's Registration No. 116231 W/W-100024

ASHWIN Digitally signed by
ASHWIN BAKSHI
BAKSHI Date: 2020.10.30
15:35:17 +05'30'

Ashwin Bakshi
Partner
Membership Number: 506777
UDIN: 20506777AAAACF3100

Place: New Delhi
Date : 30 October 2020

B S R & Associates LLP

Chartered Accountants

Building No.10,12th Floor, Tower-C,
DLF Cyber City, Phase-II,
Gurugram – 122 002, India

Telephone: +91 124 719 1000
Fax: +91 124 235 8613

INDEPENDENT AUDITORS' REPORT

TO THE BOARD OF DIRECTORS OF NUCLEUS SOFTWARE EXPORTS LIMITED

Report on the audit of the Standalone Financial Results

Opinion

We have audited the accompanying standalone quarterly financial results of Nucleus Software Exports Limited ("the company") for the quarter ended 30 September 2020 and the year to date results for the period from 1 April 2020 to 30 September 2020, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us these standalone financial results:

- i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of the net profit and other comprehensive income and other financial information for the quarter ended 30 September 2020 as well as the year to date results for the period from 1 April 2020 to 30 September 2020.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Results* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's and Board of Directors' Responsibilities for the Standalone Financial Results

These quarterly financial results as well as the year to date standalone financial results have been prepared on the basis of the standalone interim financial statements. The Company's Management and Board of Directors are responsible for the preparation of these standalone financial results that give a true and fair view of the net profit/loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate

accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the standalone financial results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

For **B S R & Associates LLP**

Chartered Accountants

Firm's Registration No. 116231 W/W-100024

ASHWIN
BAKSHI

Digitally signed by
ASHWIN BAKSHI
Date: 2020.10.30
15:35:49 +05'30'

Ashwin Bakshi

Partner

Membership Number: 506777

UDIN: 20506777AAAACE9550

Place: New Delhi

Date : 30 October 2020

**PART I : STATEMENT OF CONSOLIDATED INTERIM FINANCIAL RESULTS OF NUCLEUS SOFTWARE EXPORTS LIMITED AND SUBSIDIARIES
FOR THE QUARTER AND SIX MONTHS ENDED 30 SEPTEMBER 2020**

(Amount in Rupees Lacs)						
Particulars	For the quarter ended			For the six months ended		Year ended
	30 September 2020	30 June 2020	30 September 2019	30 September 2020	30 September 2019	31 March 2020
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1. REVENUE FROM OPERATIONS						
Income from software products and services	13,699	12,835	12,822	26,534	25,227	52,083
2. OTHER INCOME	906	1,295	1,139	2,201	1,790	3,723
3. TOTAL INCOME (1+2)	14,605	14,130	13,961	28,735	27,017	55,806
4. EXPENSES						
a) Employee benefits expense	9,132	7,588	8,062	16,720	16,294	32,229
b) Operating and other expenses	1,197	1,513	2,675	2,710	5,026	10,432
c) Finance cost	27	26	29	53	58	112
d) Depreciation, amortisation and impairment expense	359	360	320	719	622	1,355
TOTAL EXPENSES	10,715	9,487	11,086	20,202	22,000	44,128
5. PROFIT BEFORE TAX (3-4)	3,890	4,643	2,875	8,533	5,017	11,678
6. TAX EXPENSE						
Net current tax expense	878	668	473	1,546	1,063	2,376
Deferred tax (credit) /charge	67	342	293	409	188	403
NET TAX EXPENSE	945	1,010	766	1,955	1,251	2,779
7. PROFIT FOR THE PERIOD/YEAR (5-6)	2,945	3,633	2,109	6,578	3,766	8,899
8. OTHER COMPREHENSIVE INCOME / (LOSS)						
A) (i) Items that will not be reclassified to profit or loss						
Remeasurement of the net defined liability/asset	(116)	(116)	(45)	(232)	(81)	(121)
Equity instruments through other comprehensive income - net change in fair value	(23)	180	45	157	(83)	(499)
(ii) Tax relating to Items that will not be reclassified to profit or loss	30	29	11	59	21	30
B) (i) Items that will be reclassified subsequently to profit or loss						
Exchange differences on translation of foreign operations	(16)	43	19	27	24	102
Effective portion of gains and loss on hedging instruments in a cash flow hedge	101	138	(110)	239	(192)	(369)
(ii) Tax relating to Items that will be reclassified subsequently to profit or loss	(25)	(35)	33	(60)	65	110
TOTAL OTHER COMPREHENSIVE INCOME / (LOSS) , NET OF TAX	(49)	239	(47)	190	(246)	(747)
9. TOTAL COMPREHENSIVE INCOME FOR THE PERIOD/YEAR	2,896	3,872	2,062	6,768	3,520	8,152
Profit for the period attributable to						
-Shareholders of the Company	2,945	3,633	2,109	6,578	3,766	8,899
-Non controlling interest	-	-	-	-	-	-
Total comprehensive income attributable to						
-Shareholders of the Company	2,896	3,872	2,062	6,768	3,520	8,152
-Non controlling interest	-	-	-	-	-	-
10. Paid up Equity Share Capital (Face Value Rupees 10 each)	2,904	2,904	2,904	2,904	2,904	2,904
11. Other Equity						53,184
12. Earnings Per Share (Rupees) (Par value Rupees 10 each) (not annualised)						
Basic	10.14	12.51	7.26	22.65	12.97	30.64
Diluted	10.14	12.51	7.26	22.65	12.97	30.64

**PART I : STATEMENT OF STANDALONE INTERIM FINANCIAL RESULTS OF NUCLEUS SOFTWARE EXPORTS LIMITED
FOR THE QUARTER AND SIX MONTHS ENDED 30 SEPTEMBER 2020**

(Amount in Rupees Lacs)

	Particulars	For the quarter ended			For the six months ended		Year ended
		30 September 2020	30 June 2020	30 September 2019	30 September 2020	30 September 2019	31 March 2020
		Audited	Audited	Audited	Audited	Audited	Audited
1.	REVENUE FROM OPERATIONS						
	Income from software products and services	12,129	11,299	10,871	23,428	21,420	44,420
2.	OTHER INCOME	838	1,169	1,635	2,007	3,420	6,375
3.	TOTAL INCOME (1+2)	12,967	12,468	12,506	25,435	24,840	50,795
4.	EXPENSES						
	a) Employee benefits expense	7,779	6,310	6,663	14,089	13,587	26,674
	b) Operating and other expenses	1,274	1,323	2,609	2,597	4,842	10,018
	c) Finance cost	17	19	19	36	38	75
	d) Depreciation, amortisation and impairment expense	296	293	260	589	504	1,123
	TOTAL EXPENSES	9,366	7,945	9,551	17,311	18,971	37,890
5.	PROFIT BEFORE TAX (3-4)	3,601	4,523	2,955	8,124	5,869	12,905
6.	TAX EXPENSE						
	Net current tax expense	817	627	385	1,444	923	2,107
	Deferred tax (credit) /charge	68	341	249	409	275	576
	NET TAX EXPENSE	885	968	634	1,853	1,198	2,683
7.	PROFIT FOR THE PERIOD/YEAR (5-6)	2,716	3,555	2,321	6,271	4,671	10,222
8.	OTHER COMPREHENSIVE INCOME / (LOSS)						
A)	(i) Items that will not be reclassified to profit or loss						
	Remeasurement of the net defined liability/asset	(116)	(116)	(45)	(232)	(81)	(121)
	Equity instruments through other comprehensive income - net change in fair value	(23)	180	45	157	(83)	(499)
	(ii) Tax (expense) / income relating to Items that will not be reclassified to profit or loss	30	29	11	59	21	30
B)	(i) Items that will be reclassified subsequently to profit or loss						
	Effective portion of gain (loss) on hedging instruments of effective cash flow hedges	101	138	(110)	239	(194)	(368)
	(ii) Tax (expense) / income relating to Items that will be reclassified subsequently to profit or loss	(25)	(35)	33	(60)	67	110
	TOTAL OTHER COMPREHENSIVE INCOME / (LOSS) , NET OF TAX	(33)	196	(66)	163	(270)	(848)
9.	TOTAL COMPREHENSIVE INCOME FOR THE PERIOD/YEAR	2,683	3,751	2,255	6,434	4,401	9,374
10.	Paid up Equity Share Capital (Face Value Rupees 10 each)	2,904	2,904	2,904	2,904	2,904	2,904
11.	Other Equity						51,282
12.	Earnings Per Share (Rupees) (Par value Rupees 10 each) (not annualised)						
	Basic	9.35	12.24	7.99	21.59	16.09	35.20
	Diluted	9.35	12.24	7.99	21.59	16.09	35.20

PART II : SEGMENT REPORTING (CONSOLIDATED)							
		For the quarter ended			For the six months ended		Year ended
	Particulars	30 September 2020	30 June 2020	30 September 2019	30 September 2020	30 September 2019	31 March 2020
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
a)	Revenue by geographical segment						
	India	5,277	4,620	4,293	9,897	7,767	18,057
	Far East	1,046	885	1,217	1,931	2,646	5,361
	South East Asia	2,635	2,698	2,645	5,333	5,598	10,417
	Europe	723	685	1,009	1,408	2,390	3,788
	Middle East	1,801	1,933	1,858	3,734	3,958	7,763
	Africa	583	301	408	884	951	1,719
	Australia	1,017	1,061	673	2,078	1,046	2,738
	Others	617	652	719	1,269	871	2,240
	Total	13,699	12,835	12,822	26,534	25,227	52,083
	Less :- Inter segment revenue	-	-	-	-	-	-
	Net revenue from operations	13,699	12,835	12,822	26,534	25,227	52,083
b)	Segment profit / (loss) before tax						
	India	2,880	2,765	1,962	5,645	3,461	9,462
	Far East	321	228	393	549	845	1,865
	South East Asia	434	617	548	1,051	1,030	1,538
	Europe	131	192	232	323	735	951
	Middle East	805	888	762	1,693	1,825	3,053
	Africa	377	229	189	606	411	593
	Australia	621	631	256	1,252	401	1,271
	Others	267	315	466	582	460	1,101
	Total	5,836	5,865	4,808	11,701	9,168	19,834
	Add:- Other income	906	1,295	1,139	2,201	1,790	3,723
	Less:- Unallocable corporate expenditure	2,852	2,517	3,072	5,369	5,941	11,879
	Profit before tax	3,890	4,643	2,875	8,533	5,017	11,678
c)	Segment assets						
	India	4,652	5,214	4,599	4,652	4,599	5,973
	Far East	697	532	983	697	983	1,102
	South East Asia	2,342	2,012	3,720	2,342	3,720	3,476
	Europe	392	369	676	392	676	339
	Middle East	978	996	1,482	978	1,482	975
	Africa	711	187	708	711	708	189
	Australia	481	1,000	480	481	480	223
	Others	487	62	648	487	648	481
	Total	10,740	10,372	13,296	10,740	13,296	12,758
	Add:- Unallocated corporate assets	73,401	70,087	57,567	73,401	57,567	63,554
	Total assets	84,141	80,459	70,863	84,141	70,863	76,312
d)	Segment liabilities						
	India	7,120	6,330	6,696	7,120	6,696	6,100
	Far East	382	376	503	382	503	533
	South East Asia	4,208	3,600	3,470	4,208	3,470	3,091
	Europe	647	345	810	647	810	889
	Middle East	2,438	2,550	2,428	2,438	2,428	3,304
	Africa	995	791	913	995	913	876
	Australia	1,517	2,028	1,523	1,517	1,523	1,631
	Others	808	335	265	808	265	387
	Total	18,115	16,355	16,608	18,115	16,608	16,811
	Add :- Unallocated corporate liabilities	4,041	4,144	2,800	4,041	2,800	3,413
	Total liabilities	22,156	20,499	19,408	22,156	19,408	20,224

PART II : SEGMENT REPORTING (STANDALONE)							(Amount in Rupees Lacs)
		For the quarter ended			For the six months ended		Year ended
	Particulars	30 September 2020	30 June 2020	30 September 2019	30 September 2020	30 September 2019	31 March 2020
		Audited	Audited	Audited	Audited	Audited	Audited
a)	Revenue by geographical segment						
	India	5,264	4,607	4,271	9,871	7,724	17,988
	Far East	512	354	449	866	1,134	2,386
	South East Asia	1,639	1,741	1,506	3,380	3,389	5,883
	Europe	723	685	1,009	1,408	2,390	3,788
	Middle East	1,801	1,933	1,858	3,734	3,959	7,763
	Africa	583	301	408	884	952	1,719
	Australia	1,017	1,061	673	2,078	1,045	2,738
	Others	590	617	697	1,207	827	2,155
	Total	12,129	11,299	10,871	23,428	21,420	44,420
	Less :- Inter segment revenue	-	-	-	-	-	-
	Net revenue from operations	12,129	11,299	10,871	23,428	21,420	44,420
b)	Segment profit / (loss) before tax						
	India	2,868	2,754	1,942	5,622	3,474	9,456
	Far East	260	202	191	462	519	1,187
	South East Asia	(41)	279	(78)	238	(155)	(884)
	Europe	131	192	233	323	736	954
	Middle East	805	888	762	1,693	1,825	3,053
	Africa	377	230	190	607	413	594
	Australia	575	601	231	1,176	356	1,184
	Others	236	275	459	511	438	1,062
	Total	5,211	5,421	3,930	10,632	7,606	16,606
	Add:- Other income	838	1,169	1,635	2,007	3,420	6,375
	Less:- Unallocable corporate expenditure	2,448	2,067	2,610	4,515	5,157	10,076
	Profit before tax	3,601	4,523	2,955	8,124	5,869	12,905
c)	Segment assets						
	India	4,804	5,366	5,034	4,804	5,034	6,106
	Far East	487	286	324	487	324	439
	South East Asia	1,190	1,055	1,428	1,190	1,428	1,811
	Europe	392	370	659	392	659	322
	Middle East	978	996	1,470	978	1,470	975
	Africa	711	187	667	711	667	153
	Australia	476	996	414	476	414	190
	Others	469	45	329	469	329	121
	Total	9,507	9,301	10,325	9,507	10,325	10,117
	Add:- Unallocated corporate assets	71,122	68,031	57,105	71,122	57,105	63,439
	Total assets	80,629	77,332	67,430	80,629	67,430	73,556
d)	Segment liabilities						
	India	7,084	6,296	6,353	7,084	6,353	6,041
	Far East	445	373	304	445	304	559
	South East Asia	3,536	2,996	2,935	3,536	2,935	2,535
	Europe	645	344	810	645	810	887
	Middle East	2,438	2,550	2,428	2,438	2,428	3,304
	Africa	994	790	912	994	912	875
	Australia	1,759	2,249	1,679	1,759	1,679	1,854
	Others	743	256	230	743	230	381
	Total	17,644	15,854	15,651	17,644	15,651	16,436
	Add:- Unallocated corporate liabilities	3,236	3,541	2,566	3,236	2,566	2,934
	Total liabilities	20,880	19,395	18,217	20,880	18,217	19,370

NUCLEUS SOFTWARE EXPORTS LIMITED
PART III : STATEMENT OF INTERIM BALANCE SHEET

(Amount in Rupees Lacs)

Particulars	CONSOLIDATED		STANDALONE	
	As at		As at	
	30 September 2020	31 March 2020	30 September 2020	31 March 2020
	Unaudited	Audited	Audited	Audited
ASSETS				
Non-current assets				
Property, plant and equipment	2,559	2,846	2,534	2,816
Capital work in progress	46	21	46	21
Intangible assets under development	6	5	6	5
Other Intangible assets	183	229	182	228
Right of use assets	1,376	1,181	956	1,086
Investment Property	1,404	1,418	-	-
Financial assets				
Investments	21,986	23,091	23,472	24,577
Loans	2	6	177	181
Other financial assets	346	363	260	270
Deferred tax assets (net)	114	523	112	522
Income tax asset (net)	1,939	1,545	1,933	1,537
Other non-current assets	384	532	378	521
	30,345	31,760	30,056	31,764
Financial assets				
Investments	36,258	24,384	36,195	24,322
Trade receivables	7,882	9,024	6,858	7,996
Cash and cash equivalents	3,643	5,677	1,797	4,239
Other bank balances	3,211	3,157	3,207	3,154
Loans	12	21	12	35
Other financial assets	349	193	391	224
Other current assets	2,441	2,096	2,113	1,822
	53,796	44,552	50,573	41,792
TOTAL ASSETS	84,141	76,312	80,629	73,556
EQUITY & LIABILITIES				
EQUITY				
Equity Share capital	2,904	2,904	2,904	2,904
Other equity	59,081	53,184	56,845	51,282
Total equity attributable to equity holders of the company	61,985	56,088	59,749	54,186
Non- controlling interest	-	-	-	-
Total Equity	61,985	56,088	59,749	54,186
LIABILITIES				
Non-current liabilities				
Financial liabilities				
Lease liabilities	458	334	206	326
Other financial liabilities	133	141	108	117
Other non-current liabilities	7	8	-	-
Deferred tax liabilities (net)	10	9	-	-
Provisions	1,174	837	1,140	811
	1,782	1,329	1,454	1,254
Financial liabilities				
Lease liabilities	367	298	232	223
Trade payables	1,473	1,503	1,552	1,819
Other financial liabilities	4,072	3,556	3,888	3,111
Provisions	344	314	235	235
Current tax liabilities (net)	858	313	649	63
Other current liabilities	13,260	12,911	12,870	12,665
	20,374	18,895	19,426	18,116
TOTAL EQUITY AND LIABILITIES	84,141	76,312	80,629	73,556

NUCLEUS SOFTWARE EXPORTS LIMITED
PART IV : STATEMENT OF INTERIM CASH FLOWS (CONSOLIDATED)

		(Amount in Rupees Lacs)	
		For the six months ended	
		30 September 2020	30 September 2019
		Unaudited	Unaudited
Net profit before tax		8,533	5,017
Adjustment for:			
Depreciation and amortisation expense		719	622
Exchange gain / loss on translation of foreign currency accounts (net)		79	(156)
Dividend received from current investments		(24)	(484)
Dividend received from non-current investment		(2)	(129)
Interest on fixed deposits and others		(719)	(814)
MTM (gain) / loss on investments		(1,013)	(151)
Net gain on sale of investments		(80)	1
(Profit) / Loss on sale of fixed assets (net)		4	(4)
Unwinding of interest on security deposit		1	-
Interest expense on lease liability		31	36
Bad debts and allowance / provision for doubtful trade receivables / advances / other current assets		(161)	135
Discounting of staff loan and security deposit		(12)	(10)
Deferred lease income on Security deposit received		(1)	-
Rent concession on lease liability		(6)	-
Reversal of assets retirement obligation		(19)	-
Operating profit before working capital changes		7,330	4,063
Adjustment for (increase) / decrease in operating assets			
Trade receivables		1,145	(900)
Loans		12	18
Other assets		(180)	(122)
Adjustment for increase / (decrease) in operating liabilities			
Trade payables		(22)	261
Provisions and other liabilities		1,179	634
		9,464	3,954
Net Income taxes paid		(1,393)	(994)
Net cash from operating activities (A)		8,071	2,960
B. Cash flow from investing activities			
Acquisition of property, plant and equipment and intangible assets under development		(147)	(627)
Proceeds from sale of property, plant and equipment		2	4
Net (purchase)/sale of mutual funds, tax free bonds and preference shares		(9,073)	(1,041)
Bank deposits (net) and other bank balances not considered as cash and cash equivalents		(31)	581
Interest received on fixed deposits, mutual funds, tax free bonds and preference shares		274	209
Dividend received from non current investments		2	122
Net cash (used in) / from investing activities (B)		(8,973)	(752)
C. Cash flow from financing activities			
Principal repayment of lease liabilities		(205)	(246)
Interest paid on lease liabilities		(31)	-
Interim dividend / Final dividend paid		(871)	(2,919)
Net cash (used in) in financing activities (C)		(1,107)	(3,165)
Net increase in cash and cash equivalents (A+B+C)		(2,009)	(957)
Opening cash and cash equivalents		5,677	4,452
Exchange difference on translation of foreign currency bank accounts		(25)	12
Closing cash and cash equivalents		3,643	3,507

NUCLEUS SOFTWARE EXPORTS LIMITED
PART IV : STATEMENT OF INTERIM CASH FLOWS (STANDALONE)

(Amount in Rupees Lacs)

	For the six months ended	
	30 September 2020	30 September 2019
	Audited	Audited
A. Cash flow from operating activities		
Net profit before tax	8,124	5,869
Adjustment for:		
Depreciation and amortisation expense	589	504
Unrealised exchange gain / loss on translation of foreign currency accounts (net)	99	(174)
Dividend received from current investments	(24)	(479)
Dividend received from non-current investment	(2)	(126)
Dividend received from subsidiary companies	-	(1,139)
Discounting of staff loan and security deposit	(8)	(7)
Interest income on financial assets- carried at amortised cost	(718)	(803)
MTM (gain) / loss on investments	(1,011)	(151)
Net gain / (loss) on sale of investments	(79)	1
Rent concession on lease liability	(6)	-
Profit on sale of fixed assets (net)	4	(4)
Interest expense on lease liability	23	25
Bad debts and allowance / provision for doubtful trade receivables / advances / other current assets	(161)	135
Reversal of loss allowance on loan to subsidiary	-	(500)
Operating profit before working capital changes	6,830	3,151
Adjustment for (increase) / decrease in operating assets		
Trade receivables	1,255	(669)
Loans	27	42
Other assets	(151)	(319)
Adjustment for increase / (decrease) in operating liabilities		
Trade payables	(415)	477
Provisions and other liabilities	1,258	749
Income taxes paid (net)	8,804	3,431
Net cash from operating activities (A)	7,551	2,534
B. Cash flow from investing activities		
Acquisition of property, plant and equipment and intangible assets under development	(144)	(608)
Proceeds from sale of property, plant and equipment	2	4
Net (purchase)/sale of mutual funds, tax free bonds and preference shares	(9,075)	(906)
Bank deposits (net) and other bank balances not considered as cash and cash equivalents	(30)	560
Interest received on fixed deposits, mutual funds, tax free bonds and preference shares	273	209
Dividend received from non current investments	2	-
Dividend from subsidiary company	-	1,139
Net cash (used in)/ from investing activities (B)	(8,972)	398
C. Cash flow from financing activities		
Principal repayment of lease liabilities	(105)	(108)
Interest paid on lease liabilities	(23)	(25)
Interim dividend / Final dividend paid	(871)	(2,919)
Net cash used in financing activities (C)	(999)	(3,052)
Net (decrease) / increase in cash and cash equivalents (A+B+C)	(2,420)	(120)
Opening cash and cash equivalents	4,239	1,460
Exchange difference on translation of foreign currency bank accounts	(22)	16
Closing cash and cash equivalents	1,797	1,356

NOTES:

1. The above interim financial results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 30 October 2020. The financial results are prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder.
2. The Auditors have carried out an audit of the standalone interim financial results of Nucleus Software Exports Limited ('the Company' or 'the Holding Company') and a limited review of the consolidated interim financial results of the Company and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Nucleus Software Group' or 'the Group') for the quarter and six months ended 30 September 2020. The Auditors have expressed an unmodified opinion on these financial results.
3. The Honourable National Company Law Tribunal (NCLT) of New Delhi vide its Order dated 18 March 2020 approved the Scheme of Amalgamation (referred to as "the Scheme") of Virstra –I Technology Services Limited (referred to as "Virstra") and Avon Mobility Solutions Private Limited (referred to as "Avon") with the Company, the certified copy of which was received by the Company in the six months ended 30 September 2020. Consequent to the above Order and subsequent filing of the said certified copy with the Registrar of Companies, NCT of Delhi, the Scheme has become effective.

As per directions of the Honourable NCLT and applicable provisions of the Companies Act, 2013, the Company, Avon and Virstra have filed the requisite E-forms along with certified copy of the above NCLT Order and the Scheme with the Registrar of Companies, NCT of Delhi/ Ministry of Corporate Affairs (MCA) on 30 June 2020. As on date, the requisite E-forms are currently pending for approval with MCA.

Upon coming into effect of the Scheme, the business undertakings of Virstra and Avon have been transferred to and vested in the Company w.e.f 1 April 2019 which is the appointed date and these interim financial results have been prepared accordingly giving effect to the Scheme. Accordingly, the comparative results have been restated for all period presented as per guidance under Appendix C of Ind AS 103 "Business Combinations".

4. On 30 July 2020 the Board of Directors declared an interim dividend of Rs. 3 per share (on equity share of par value of Rs.10 each) for FY 2020-21. This interim dividend has been paid to the equity shareholders of the Company, whose names were appearing in the Register of Members of the Company or in the records of the Depositories as beneficial owners of the shares, on 12 August 2020, which is the Record Date that was fixed for this purpose.
5. In view of the pandemic relating to COVID-19, the Group has considered internal and external information and has performed an analysis based on current estimates while assessing the provision towards employee benefits and recoverability of right-of-use assets, trade receivables, investments and other current and financial assets, for any possible impact on the Standalone and Consolidated Financial Results. The Group has also assessed the impact of this whole situation on its capital and financial resources, profitability, liquidity position, internal financial reporting controls etc. and is of the view that based on its present assessment this situation does not materially impact these Standalone and Consolidated financial results.

However, the actual impact of COVID-19 on these financial results may differ from that estimated due to unforeseen circumstances and the Group will continue to closely monitor any material changes to future economic conditions. The Group had held back annual increments, variable pay at senior levels, confirmations of employees and new recruitments and cut down travelling expenses, marketing events and advertisement costs for the year 2020-21, because of uncertainty unfolding due to COVID 19. The Group is keeping a close eye on the situation and is reviewing its decisions every quarter as per emerging situation. The Management has taken measures to compensate its employees through a special bonus to be disbursed in coming quarters.

6. The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the Company towards Provident Fund and Gratuity. The effective date from which the changes are applicable is yet to be notified and the rules are yet to be framed. The Company will carry out an evaluation of the impact and record the same in the financial results in the period in which the Code becomes effective and the related rules are published.
7. Property, plant and equipment and intangible assets used in the Group's business cannot be specifically identified with any of the reportable segments, as these are used interchangeably between various segments.

By the order of the Board
For Nucleus Software Exports Limited

Dusad Vishnu
Rampratap
VISHNU R DUSAD
Managing Director

Place : Noida
Date : 30 October 2020