



# B S R & Associates LLP

Chartered Accountants

Building No.10, 8th Floor, Tower-B  
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Gurugram - 122 002, India

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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 June 2019 ("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. VirStra i-Technology Services Limited
  - f. Nucleus Software Netherlands B.V.
  - g. Nucleus Software Limited
  - h. Nucleus Software Australia Pty. Ltd.
  - i. Nucleus Software South Africa (Pty.) Limited
  - j. Avon Mobility Solutions Private Limited
5. Attention is drawn to the fact that the figures for the quarter ended 31 March 2019 as reported in these financial results are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of previous financial year had only been reviewed and not subjected to audit.

6. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review report of other auditor referred to in paragraph 7 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.
7. We did not review the financial information of one subsidiary included in the Statement, whose financial information reflects total revenues of Rs. 2,059 lakhs, total net profit after tax of Rs. 247 lakhs and total comprehensive income of Rs. Nil for the quarter ended 30 June 2019, as considered in the Statement. The financial information of this subsidiary has been reviewed by other auditor 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 matters.

8. The Statement includes the financial information of eight subsidiaries which has not been reviewed, whose financial information reflects total revenue of Rs. 1,108 lakhs, total net profit after tax of Rs. 132 lakhs and total comprehensive loss of Rs. 6 lakhs for the quarter ended 30 June 2019, as considered in the Statement. According to the information and explanations given to us by the management, this financial information is 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*

ICAI Firm Registration Number: 116231 W/W-100024

**Ashwin Bakshi**

*Partner*

Place: Gurugram  
Date: 23 July 2019

Membership number: 506777  
UDIN: 19506777AAAAAF2051

# B S R & Associates LLP

Chartered Accountants

Building No.10, 8th Floor, Tower-B  
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To

Board of Directors of **Nucleus Software Exports Limited**

1. We have audited the quarterly standalone financial results of **Nucleus Software Exports Limited** ("the Company") for the quarter ended 30 June 2019, ("the Statement"), 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').
2. This Statement has been prepared on the basis of the standalone interim Ind AS financial statements, which are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial results based on our audit of such standalone interim Ind AS financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 (Ind AS 34), *Interim Financial Reporting*, prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.
3. We conducted our audit in accordance with the standards on auditing 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 misstatement(s).

An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

4. Attention is drawn to the fact that the figures for the quarter ended 31 March 2019 as reported in these financial results are the balancing figures between published audited figures in respect of the full previous financial year and the published audited year to date figures up to the end of the third quarter of the previous financial year.
5. In our opinion and to the best of our information and according to the explanations given to us these quarterly standalone financial results:
  - (i) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations; and
  - (ii) give a true and fair view of the net profit and other financial information for the quarter ended 30 June 2019.

For **B S R & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: 116231W/W-100024

  
**Ashwin Bakshi**

Partner

Membership number: 506777

UDIN: 19506777AAAAAG8384

Place: Gurugram  
Date: 23 July 2019



**PART I : STATEMENT OF CONSOLIDATED FINANCIAL RESULTS OF NUCLEUS SOFTWARE EXPORTS LIMITED AND SUBSIDIARIES  
FOR THE QUARTER ENDED JUNE 30, 2019**

Particulars	Quarter ended			Year ended March 31, 2019
	June 30, 2019	March 31, 2019	June 30, 2018	
	Unaudited	Unaudited	Unaudited	Audited
1. <b>REVENUE FROM OPERATIONS</b> Income from software products and services	12,405	12,700	11,261	48,403
2. <b>OTHER INCOME</b>	651	631	693	2,746
3. <b>TOTAL INCOME (1+2)</b>	13,056	13,331	11,954	51,151
4. <b>EXPENSES</b>				
a) Employee benefits expense	8,222	8,332	7,534	31,353
b) Operating and other expenses	2,351	2,160	1,883	9,125
c) Finance cost	29	12	14	51
d) Depreciation, amortisation and impairment expense	302	185	174	993
<b>TOTAL EXPENSES</b>	10,914	10,669	9,605	41,522
5. <b>PROFIT BEFORE TAX (3-4)</b>	2,142	2,662	2,349	9,629
6. <b>TAX EXPENSE</b> Net current tax expense	590	662	775	2,326
Deferred tax (credit) / charge	(105)	72	(185)	(155)
<b>NET TAX EXPENSE</b>	485	734	590	2,178
7. <b>PROFIT FOR THE PERIOD / YEAR (5-6)</b>	1,657	1,928	1,759	7,451
8. <b>OTHER COMPREHENSIVE INCOME / (LOSS)</b>				
A) (i) Items that will not be reclassified to profit or loss Remeasurement of the net defined liability/asset	(36)	(89)	13	(127)
Equity instruments through other comprehensive income - net change in fair value	(128)	176	60	6
(ii) Tax relating to items that will not be reclassified to profit or loss	10	(22)	(3)	(5)
B) (i) Items that will be reclassified subsequently to profit or loss Exchange differences on translation of foreign operations	5	(26)	28	36
Effective portion of gains and loss on hedging instruments in a cash flow hedge	(82)	58	(123)	178
(ii) Tax relating to items that will be reclassified subsequently to profit or loss	32	(21)	37	(62)
<b>TOTAL OTHER COMPREHENSIVE INCOME / (LOSS), NET OF TAX</b>	(199)	76	32	26
9. <b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD / YEAR</b>	1,458	1,704	1,791	7,480
Profit for the period attributable to - Shareholders of the Company	1,557	1,708	1,759	7,454
- Non controlling interest	-	-	-	-
<b>Total comprehensive income attributable to Shareholders of the Company - Non controlling interest</b>	1,458	1,704	1,791	7,480
10. Paid up Equity Share Capital (Face Value Rupees 10 each)	2,904	2,904	2,904	2,904
11. Other Equity	-	-	-	47,951
12. <b>Earnings Per Share (Rupees) (Per value Rupees 10 each) (not annualised)</b>	5.71	5.88	6.06	25.67
<b>Diluted</b>	5.71	5.88	6.06	25.67



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**PART I : STATEMENT OF STANDALONE FINANCIAL RESULTS OF NUCLEUS SOFTWARE EXPORTS LIMITED**  
**FOR THE QUARTER ENDED JUNE 30, 2019**

Particulars	Quarter ended				Year ended	
	June 30, 2019	March 31, 2019	June 30, 2018	March 31, 2018	June 30, 2018	March 31, 2018
	Audited	Audited	Audited	Audited	Audited	Audited
1. REVENUE FROM OPERATIONS Income from software products and services	10,225	10,479	9,205	39,676		
2. OTHER INCOME	1,706	588	2,053	4,079		
3. TOTAL INCOME (3+2)	11,991	11,067	11,258	43,765		
4. EXPENSES						
a) Employee benefits expense	6,669	6,991	5,721	24,665		
b) Operating and other expenses	2,234	1,944	1,915	8,927		
c) Finance cost	17	7	6	10		
d) Depreciation and amortisation expense	227	176	163	701		
TOTAL EXPENSES	9,167	9,118	7,807	34,353		
5. PROFIT BEFORE TAX (3-4)	2,824	1,949	3,451	9,352		
6. TAX EXPENSE	516	637	641	1,969		
Net current tax expense	25	(110)	(10)	(100)		
Deferred tax (credit) / charge	541	477	671	1,769		
NET TAX EXPENSE						
7. PROFIT FOR THE PERIOD/YEAR (5-6)	2,282	1,472	2,780	7,583		
8. OTHER COMPREHENSIVE INCOME / (LOSSES)						
A)						
(1) Items that will not be reclassified to profit or loss	(35)	(62)	11	(125)		
Remeasurement of the net defined liability/asset	(128)	176	60	6		
Equity instruments through other comprehensive income - not changes in fair value						
(2) Tax (expense) / income relating to items that will not be reclassified to profit or loss	10	(21)	(4)	(6)		
(3) Items that will be reclassified subsequently to profit or loss	(77)	56	(118)	183		
Effective portion of gain (loss) on hedging instruments of effective cash flow hedges	32	(20)	41	(57)		
(4) Tax (expense) / income relating to items that will be reclassified subsequently to profit or loss						
TOTAL OTHER COMPREHENSIVE INCOME / (LOSSES)	(199)	109	10	(119)		
9. TOTAL COMPREHENSIVE INCOME FOR THE PERIOD/YEAR	2,085	1,581	2,790	7,544		
10. Paid up Equity Share Capital (Face Value Rupees 10 each)	2,904	2,904	2,904	2,904		
11. Other Equity				44,109		
12. Earnings Per Share (Rupees) (Per value Rupees 10 each) (not annualised)						
Basic	7.86	5.07	9.57	26.04		
Diluted	7.86	5.07	9.57	26.04		



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**NUCLEUS SOFTWARE EXPORTS LIMITED**

(Amount in Rupees Lakhs)

<b>PART II : SEGMENT REPORTING (CONSOLIDATED)</b>				
<b>Particulars</b>	<b>Quarter ended</b>			<b>Year ended</b>
	<b>June 30, 2019</b>	<b>March 31, 2019</b>	<b>June 30, 2018</b>	<b>March 31, 2019</b>
	<b>Unaudited</b>	<b>Unaudited</b>	<b>Unaudited</b>	<b>Audited</b>
<b>a) Revenue by geographical segment</b>				
India	1,474	4,018	1,681	14,898
Far East	1,429	1,645	1,480	6,315
South East Asia	2,420	2,454	2,480	6,315
Europe	1,453	1,347	1,381	5,007
Middle East	1,381	1,137	1,144	5,007
Africa	2,100	1,916	1,646	7,627
Australia	543	607	266	2,154
Others	373	187	259	941
Total	12,405	12,700	11,281	48,403
Less : Inter segment revenue				
Net revenue from operations	12,405	12,700	11,281	48,403
<b>b) Segment profit / (loss) before tax</b>				
India	1,499	2,113	1,960	7,752
Far East	452	625	479	2,351
South East Asia	482	298	364	1,623
Europe	503	493	352	1,828
Middle East	1,063	741	570	2,594
Africa	232	355	154	1,331
Australia	145	147	114	1,323
Others	161	(38)	(92)	(222)
Total	4,360	4,806	3,904	17,924
Add : Other income	631	631	693	2,748
Less : Other unallocable expenditures	2,869	2,995	2,749	11,043
Profit before tax	2,142	2,442	2,349	9,629
<b>c) Segment assets</b>				
India	4,299	1,800	5,984	1,800
Far East	1,429	1,378	1,347	1,376
South East Asia	1,510	4,519	3,476	4,519
Europe	723	724	480	724
Middle East	1,674	1,508	1,241	1,508
Africa	412	415	758	415
Australia	386	116	238	116
Others	311	12	378	12
Total	11,467	12,806	13,578	12,806
Add : Unallocated corporate assets	61,695	55,735	54,517	55,735
Total assets	73,162	68,541	68,095	68,541
<b>d) Segment liabilities</b>				
India	7,076	5,602	8,715	5,603
Far East	580	673	787	673
South East Asia	3,187	4,433	3,361	4,433
Europe	765	1,072	1,302	1,072
Middle East	2,873	3,389	3,644	3,389
Africa	996	1,395	984	1,395
Australia	1,515	343	584	343
Others	125	49	121	49
Total	17,115	16,918	19,242	16,918
Add : Unallocated corporate liabilities	3,694	764	1,414	764
Total liabilities	20,809	17,682	20,656	17,682

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**NUCLEUS SOFTWARE EXPORTS LIMITED**

**PART II : SEGMENT REPORTING (STANDARD)**

(Amount in Rupees Lakhs)

Particulars	Quarter ended			Year ended
	June 30, 2019	March 31, 2019	June 30, 2018	March 31, 2018
	Audited	Audited	Audited	Audited
<b>a) Revenue by geographical segment</b>				
India	3,445	3,994	3,667	14,830
Far East	652	836	552	2,860
South East Asia	1,601	1,399	1,651	6,184
Europe	1,381	1,317	1,144	5,047
Middle East	2,100	1,916	1,646	7,627
Africa	1,543	1,070	1,454	2,124
Australia	373	187	258	751
Others	130	3	21	31
Total	10,226	10,479	9,205	38,676
Less :- Inter segment revenue	-	-	-	-
Net revenue from operations	10,226	10,479	9,205	38,676
<b>b) Segment profit / (loss) before tax</b>				
India	1,507	2,139	1,961	7,878
Far East	295	454	319	1,616
South East Asia	(127)	(257)	144	(131)
Europe	504	493	353	1,831
Middle East	1,064	741	570	2,934
Africa	122	556	154	1,332
Australia	13	11	56	253
Others	(121)	(44)	(79)	(270)
Total	3,269	4,081	3,487	15,453
Add :- Other income	1,766	588	2,053	4,020
Less :- Other unallowable expenditure	2,511	2,720	2,099	10,130
Profit before tax	2,524	1,948	3,453	9,352
<b>c) Segment assets</b>				
India	4,827	3,737	5,811	3,737
Far East	372	541	329	541
South East Asia	1,545	1,280	1,189	1,280
Europe	1,714	1,714	1,714	1,714
Middle East	1,674	1,506	1,241	1,506
Africa	370	373	713	373
Australia	306	19	97	19
Others	177	19	26	19
Total	9,987	8,174	9,822	8,172
Add :- Unallocated corporate assets	58,120	55,044	56,122	55,044
Total assets	68,107	63,218	65,944	63,216
<b>d) Segment liabilities</b>				
India	6,729	5,270	8,469	5,270
Far East	395	503	467	503
South East Asia	3,101	3,406	2,528	3,406
Europe	764	1,071	1,300	1,071
Middle East	2,874	1,480	3,644	1,480
Africa	453	1,385	1,252	1,385
Australia	1,628	373	353	373
Others	125	38	90	38
Total	16,609	15,488	17,854	15,488
Add :- Unallocated corporate liabilities	2,401	747	1,316	747
Total liabilities	19,010	16,235	19,170	16,235

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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, 2019. 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 financial results of Nucleus Software Exports Limited (the Company or the Parent) and a limited review of the consolidated financial results of Nucleus Software Exports Limited (the Parent and its subsidiaries together referred to as the Group) for the quarter ended June 30, 2019. The Auditors have expressed an unmodified opinion on these financial results.
3. The Board of Directors on April 23, 2019 have recommended a payment of Final Dividend of Rs. 9 per share (on equity share of par value of Rs. 10 each) for the year ended March 31, 2019. The payment was approved by the share holders in the Annual General Meeting held on July 8, 2019.
4. Property, plant and equipment and intangible 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.
5. The Group has adopted Ind AS 116, effective period beginning April 1, 2019 and applied the standard to its leases, retrospectively, using the modified retrospective approach. Accordingly, the Group has not restated comparative information. This has resulted in recognizing a right to use asset and corresponding lease liability of Rs. 722 lakhs and Rs. 458 lakhs as at April 1, 2019 in the consolidated and standalone financial results. The nature of expenses in respect of operating lease has changed from lease rent in the previous periods to depreciation cost for the right to use asset and finance cost for the interest accrued on lease liability.
6. Net current tax expenses include current tax, adjustments pertaining to earlier years and withholding taxes credit changed off.

By the order of the Board  
For Nucleus Software Exports Limited  
*Vishnu R. Dixit*  
Vishnu R. Dixit  
Managing Director

Place: India  
Date: July 23, 2019

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