



May 21, 2026

The Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla, Complex Bandra (E), Mumbai-400051 SYMBOL: NUCLEUS	The Listing Department BSE Limited Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street, Mumbai-400001 SCRIP CODE: 531209
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Dear Sirs,

SUB: OUTCOME OF THE BOARD MEETING AND FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2026**REF: REGULATION 33 AND 30(2) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 IN TERM OF THE REGULATION 33 AND 30(2) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

This has reference to our letter dated May 11, 2026, regarding the captioned subject. The Board, at their meeting held today on May 21, 2026 transacted the following items of business:

A. Annual Audited Financial Results:

- i. Approved the Audited Standalone Results and Unaudited Consolidated Results for the Quarter ended March 31, 2026;
- ii. Approved the Audited Standalone Results and Audited Consolidated Results for the Year ended March 31, 2026 along with Standalone Audit Report and Consolidated Audit Report;

The above Financials have been duly reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on May 21, 2026.

B. Final Dividend

Further the Board of Directors of the Company at its meeting held today has recommended of final dividend of Rs. 12.50 per equity share of face value of Rs. 10/- each (i.e. 125% of Face Value of Rs. 10/- each) for the financial year 2025-26, subject to the approval of the Shareholders at the ensuing Annual General Meeting of the Company.

C. Re-appointment of Mr. Vishnu R Dusad as the Managing Director of the Company

Based on the recommendation of the Nomination and Remuneration/Compensation Committee, the Board of Directors of the Company have approved the re-appointment of Mr. Vishnu R Dusad (**DIN: 00008412**) as Managing Director (Promoter and Executive) of the Company for a term of 5 (Five) consecutive years effective from January 01 2027 till December 31, 2031 (both days inclusive).

The said re-appointment is subject to the approval of the Shareholders of the Company. Mr. Vishnu R Dusad (DIN: 00008412) is not disqualified from being re-appointed as a Managing Director in terms of the Companies Act, 2013 and has given his consent to act as a Managing Director.

Registered Office

33-35 Thyagraj Nagar Mkt, New Delhi - 110003

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Further, as required by Circular no. NSE/CML/2018/02 dated June 20, 2018, issued by NSE, he is not debarred from holding the office of a director by virtue of any SEBI order or any other Authority.

The required details in relation to reappointment of Managing Director pursuant to the provision of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular no. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026 is annexed herewith as an **Annexure-A**.

D. Considered and approved amendments to the following policy

- Whistle blower policy

In compliance with the said regulations, Kindly find enclosed herewith the amended Code for your record, and the same is also available on the website of the Company: www.nucleussoftware.com

Timings of Meeting:

Commencement Time: 10:00 A.M.

Conclusion Time: 14:50 P.M.

This is for your information and records.

Thanking You

Yours Sincerely

For Nucleus Software Exports Limited

**Poonam
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**Poonam Bhasin
Company Secretary**

Encl: as above

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Dear Sirs,

SUB: DECLARATION PURSUANT TO REGULATION 33(3)(D) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AS AMENDED

DECLARATION

I, Ashok Kumar Bhura, Chief Financial Officer of Nucleus Software Exports Limited (CIN: **L74899DL1989PLC034594**) having its Corporate Office at A-39, Sector-62, Noida, Uttar Pradesh-201307, India, hereby declare that the Statutory Auditors of the Company M/s **ASA & Associates LLP (FRN: 009571N/N500006)** have issued an Audit Report with unmodified opinion on the Annual Audited Financial Results of the Company (Standalone & Consolidated) for the year ended March 31, 2026.

This Declaration is given in compliance to Regulation 33(3)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and Circular No. CIR/CFD/CMD/56/2016 dated May 27, 2016

This is for your information and records.

Thanking you

Yours Sincerely

For Nucleus Software Exports Limited

Ashok

Kumar Bhura

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Ashok Kumar Bhura
Chief Financial Officer

Registered Office

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(Annexure A)

Details in relation to reappointment of Managing Director pursuant to the provision of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular no. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026.

Sr. No.	Items for Disclosure	Description
1.	Name of the Director	Mr. Vishnu R Dusad (DIN: 00008412)
2.	Reason for change viz. appointment, reappointment, resignation, removal, death or otherwise	Re-appointment
3.	Date of appointment/re-appointment/cessation (as applicable) and term of appointment/re-appointment	Date of Re-appointment: January 01, 2027 Term- 5 Years Commencing from January 01, 2027 to December 31, 2031
4.	Brief Profile (in case of appointment/re-appointment)	Mr. Vishnu R. Dusad is one of the key founders of Nucleus Software Exports Ltd. and has served as a Director since the company's inception. He earned his Bachelor's degree in Technology from the Indian Institute of Technology (IIT), Delhi, and has been actively contributing to the growth of the Indian software industry as an entrepreneur since 1983. He was appointed Managing Director of the company in January 1997. With a strong technology background and over three decades of professional experience in Information Technology solutions for the BFSI sector, Mr. Dusad has played a pivotal role in shaping Nucleus Software. He is deeply committed to making a meaningful impact on the lives of fellow Nucleites and, through Nucleus, on the world at large. His success in securing global business deals for Nucleus Products is largely attributed to his keen understanding of cross-cultural dynamics. Mr. Dusad's expertise spans software development, strategic alliances, business development, and strategic planning. He attributes Nucleus's success to teamwork, entrepreneurial spirit, and the ability to seize opportunities in the marketplace.
5.	Disclosure of relationships between directors (in case of appointment of a director)	Dr. Ritika Dusad, Executive Director of the Company, is related to Mr. Vishnu R Dusad and is Daughter of Mr. Vishnu R Dusad

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INDEPENDENT AUDITOR'S REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL RESULTS

To The Board of Directors of Nucleus Software Exports Limited

Opinion

We have audited the accompanying Statement of Consolidated Financial Results of Nucleus Software Exports Limited ("the Holding") and its subsidiaries (the Holding and its subsidiaries together referred to as "the Group"), for the year ended March 31, 2026, (the "Statement"), being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate audited financial statements/financial information of the subsidiaries, the aforesaid consolidated financial results:

- a. Include the annual financial results of the following entities:
 1. Nucleus Software Exports Limited
 2. Nucleus Software Solutions Pte. Limited
 3. Nucleus Software Inc.
 4. Nucleus Software Japan Kabushiki Kaisha
 5. Nucleus Software Netherlands B.V.
 6. Nucleus Software Limited
 7. Nucleus Software Australia Pty. Ltd.
 8. Nucleus Software South Africa (Pty.) Limited
 9. Nucleus Software Vietnam Company Limited
- b. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations; and
- c. give a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act, 2013 (the "Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India of the consolidated net profit and total comprehensive income, and other financial information of the Group for the year ended March 31, 2026.

Basis for Opinion

We conducted our audit of the Statement in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in *Auditor's Responsibilities for the Audit of the Consolidated Financial Results* section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Results for the year ended March 31, 2026, 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 ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Results.

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

This Statement, which is the responsibility of the Holding Company's Management and approved by the Board of Directors, has been compiled from the related audited Consolidated financial statements for the year ended March 31, 2026. This responsibility includes the preparation and presentation of the Consolidated Financial Results for the year ended March 31, 2026 that give a true and fair view of the consolidated net profit and consolidated other comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in Ind AS, prescribed under Section 133 of the Act, read with relevant rules issued thereunder 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 the assets of the Group 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 the 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 Consolidated Financial Results that give a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Results, the respective Management and Board of Directors are responsible for assessing the Group'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 respective Board of Directors either intends to liquidate the Companies or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group is also responsible for overseeing the financial reporting process of each company.

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

Our objectives are to obtain reasonable assurance about whether the Consolidated 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 Consolidated financial results.

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

- Identify and assess the risks of material misstatement of the Consolidated 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. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the Group has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the consolidated financial results made by the management and Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- Conclude on the appropriateness of the management and 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 ability of the Group 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 Consolidated 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 Consolidated Financial Results, including the disclosures, and whether the Consolidated Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the Consolidated Financial Results of the entities within the Group to express an opinion on the Consolidated Financial Results. We are responsible for the direction, supervision, and performance of the audit of financial information of such entity included in the Consolidated Financial Results of which we are an independent auditor.

We communicate with those charged with governance of the Company and such other entity included in the Consolidated Financial Results of which we are an independent auditor 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.

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



Other Matters

- We did not audit the financial information of one subsidiary, whose financial information reflects total assets of Rs. 3,393 Lakhs as at March 31, 2026, total revenue of Rs. 10,612 Lakhs, net profit after tax of Rs. 554 Lakhs and net cash outflow of Rs. 76 Lakhs for the year ended on that date, as considered in the consolidated financial results. The subsidiary is located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective country and which have been audited by other auditor under generally accepted auditing standards applicable in their respective country. The Holding Company's management has converted the financial information of such subsidiary located outside India from accounting principles generally accepted in their respective country to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiary located outside India is based on the reports of other auditor and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion on the Statement is not modified in respect of this matter with respect to our reliance on the work done and report of the other auditors.

- The Financial Statements includes the unaudited financial information of Six subsidiaries, whose financial information reflects total assets of Rs. 2,263 Lakhs as at March 31, 2026, and total revenue of Rs. 3,508 Lakh, total net profit after tax of Rs. 268 Lakhs and net cash outflows of Rs. 335 Lakh for the year ended on that date, as considered in the consolidated financial statements. This unaudited financial information have been furnished to us by the Board of Directors.

Our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on such financial information. In our opinion and according to the information and explanations given by the management, this financial information are not material to the Group.

Our opinion on the Consolidated Financial Results is not modified in respect of the above matter with respect to the financial information certified by the Board of Directors.

- The Consolidated Financial Results includes the results for the quarter ended March 31, 2026, being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

Our opinion is not modified in respect of these matters.

For ASA & Associates LLP

Chartered Accountants

Firm Registration No. 009571N/N500006

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Prateet Mittal

Partner

Membership No. 402631

UDIN: 26402631DJXVOR9215

Place: Gurugram

Date: May 21, 2026

INDEPENDENT AUDITOR'S REPORT ON THE AUDIT OF THE QUARTERLY AND ANNUAL STANDALONE FINANCIAL RESULTS

To The Board of Directors of Nucleus Software Exports Limited

Opinion

We have audited the accompanying Statement of Standalone Financial Results of **Nucleus Software Exports Limited** (the "Company"), for the quarter and year ended March 31, 2026, (the "Statement"), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

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

- a. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations; and
- b. gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act, 2013 (the "Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India of the net profit and total comprehensive income, and other financial information of the Company for the quarter and year ended March 31, 2026.

Basis for Opinion

We conducted our audit of the Statement in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Results for the quarter and year ended March 31, 2026, 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 ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

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

This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been compiled from the related audited standalone financial statements for the quarter and year ended March 31, 2026. This responsibility includes the preparation and presentation of the Standalone Financial Results for the quarter and year ended March 31, 2026 that give a true and fair view of the net profit and other comprehensive income and other financial information of the Company in accordance with the recognition and measurement principles laid down in Ind AS, prescribed under Section 133 of the Act, read with relevant rules issued thereunder 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 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 the 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 is free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Results, the management and 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 are also responsible for overseeing the financial reporting process of the Company.

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 scepticism 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. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone financial results made by the management and Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.

- Conclude on the appropriateness of the management and 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 ability of the Company 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.
- Obtain sufficient appropriate audit evidence regarding the Standalone Financial Results of the Company to express an opinion on the Standalone Financial Results.

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.

Other Matters

The Standalone Financial results includes the results for the quarter ended March 31, 2026, being the balancing figure between the audited figures in respect of the full financial year and the published audited year to date figures up to the third quarter of the current financial year.

Our opinion is not modified in respect of this matter.

For ASA & Associates LLP

Chartered Accountants

Firm Registration No. 009571N/N500006

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Prateet Mittal

Partner

Membership No. 402631

UDIN: 26402631GVEUZM2368

Place: Gurugram

Date: May 21, 2026

**PART I : STATEMENT OF CONSOLIDATED FINANCIAL RESULTS OF
NUCLEUS SOFTWARE EXPORTS LIMITED AND ITS SUBSIDIARIES
FOR THE QUARTER AND YEAR ENDED 31 MARCH 2026**

(Amount in Rupees Lakhs unless otherwise stated)

	Particulars	For the quarter ended			For the year ended	
		31 March 2026	31 December 2025	31 March 2025	31 March 2026	31 March 2025
		Unaudited	Unaudited	Unaudited	Audited	Audited
1.	REVENUE FROM OPERATIONS					
	Income from software products and services	22,477	22,003	22,896	87,603	83,225
2.	OTHER INCOME	1,492	1,512	1,662	6,416	6,626
3.	TOTAL INCOME (1+2)	23.969	23.515	24.558	94.019	89.851
4.	EXPENSES					
	a) Employee benefits expense	15,147	14,486	12,258	58,941	53,464
	b) Operating and other expenses	3,834	4,195	3,188	16,105	12,926
	c) Finance cost	34	50	17	141	75
	d) Depreciation, amortisation and impairment expenses	493	433	341	1,649	1,481
	TOTAL EXPENSES	19.508	19.164	15.804	76.836	67.946
5.	PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX (3-4)	4,461	4,351	8,754	17,183	21,905
6.	EXCEPTIONAL ITEMS					
	Impact of New Labour Codes (refer note 3 below)	310	1,885	-	2,195	-
7.	PROFIT BEFORE TAX (5-6)	4,151	2,466	8,754	14,988	21,905
8.	TAX EXPENSE					
	Net current tax expense	1,166	585	2,061	3,655	4,763
	Deferred tax (credit) /charge	(470)	(189)	216	(341)	842
	NET TAX EXPENSE	696	396	2,277	3,314	5,605
9.	PROFIT FOR THE PERIOD/YEAR (7-8)	3,455	2,070	6,477	11,674	16,300
10.	OTHER COMPREHENSIVE INCOME / (LOSS)					
A)	(i) Items that will not be reclassified to profit or loss					
	Remeasurement of the net defined liability/asset	213	57	54	374	(438)
	Equity instruments through other comprehensive income - net change in fair value	(72)	193	18	467	(193)
	(ii) Tax (expense) / income relating to Items that will not be reclassified to profit or loss	(43)	(89)	(15)	(161)	148
B)	(i) Items that will be reclassified subsequently to profit or loss					
	Exchange differences on translation of foreign operations	(201)	195	(118)	347	127
	Effective portion of gains and loss on hedging instruments in a cash flow hedge	(69)	3	59	(114)	2
	(ii) Tax (expense) / income relating to items that will be reclassified subsequently to profit or loss	14	(1)	(18)	27	(2)
	TOTAL OTHER COMPREHENSIVE INCOME / (LOSS), NET OF TAX	(158)	358	(20)	940	(356)
11.	TOTAL COMPREHENSIVE INCOME FOR THE PERIOD/YEAR (9+10)	3,297	2,428	6,457	12,614	15,944
	Profit for the period/year attributable to					
	-Shareholders of the Company	3,455	2,070	6,477	11,674	16,300
	-Non controlling interest	-	-	-	-	-
	Total comprehensive income attributable to					
	-Shareholders of the Company	3,297	2,428	6,457	12,614	15,944
	-Non controlling interest	-	-	-	-	-
12.	Paid up Equity Share Capital (Face Value Rupees 10 each)	2,633	2,633	2,633	2,633	2,633
13.	Other Equity	-	-	-	88,112	78,789
14.	Earnings Per Share (Rupees) (Par value Rupees 10 each)					
	Basic	13.12 (Not annualised)	7.86 (Not annualised)	24.60 (Not annualised)	44.35	61.40
	Diluted	13.12 (Not annualised)	7.86 (Not annualised)	24.60 (Not annualised)	44.35	61.40

**PART I : STATEMENT OF STANDALONE FINANCIAL RESULTS OF
NUCLEUS SOFTWARE EXPORTS LIMITED
FOR THE QUARTER AND YEAR ENDED 31 MARCH 2026**

(Amount in Rupees Lakhs unless otherwise stated)

	Particulars	For the quarter ended			For the year ended	
		31 March 2026	31 December 2025	31 March 2025	31 March 2026	31 March 2025
		Audited	Audited	Audited	Audited	Audited
1.	REVENUE FROM OPERATIONS					
	Income from software products and services	20,680	20,200	21,291	80,597	76,866
2.	OTHER INCOME	1,480	1,497	1,661	7,301	7,004
3.	TOTAL INCOME (1+2)	22.160	21.697	22.952	87.898	83.870
4.	EXPENSES					
	a) Employee benefits expense	13,118	12,712	10,677	51,541	47,235
	b) Operating and other expenses	4,234	4,610	3,452	17,550	13,618
	c) Finance cost	28	42	12	112	55
	d) Depreciation, amortisation and impairment expenses	467	407	316	1,547	1,384
	TOTAL EXPENSES	17.847	17.771	14.457	70.750	62.292
5.	PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX (3-4)	4,313	3,926	8,495	17,148	21,578
6.	EXCEPTIONAL ITEMS					
	Impact of New Labour Codes (refer note 3 below)	310	1,885	-	2,195	-
7.	PROFIT BEFORE TAX (5-6)	4,003	2,041	8,495	14,953	21,578
8.	TAX EXPENSE					
	Net current tax expense	1,111	484	1,959	3,435	4,552
	Deferred tax (credit) /charge	(453)	(185)	216	(313)	850
	NET TAX EXPENSE	658	299	2.175	3.122	5.402
9.	PROFIT FOR THE PERIOD/YEAR (7-8)	3.345	1.742	6.320	11.831	16.176
10.	OTHER COMPREHENSIVE INCOME / (LOSS)					
A)	(i) Items that will not be reclassified to profit or loss					
	Remeasurement of the net defined liability/asset	213	57	54	374	(438)
	Equity instruments through other comprehensive income - net change in fair value	(72)	193	18	467	(193)
	(ii) Tax (expense) / income relating to Items that will not be reclassified to profit or loss	(43)	(89)	(15)	(161)	148
B)	(i) Items that will be reclassified subsequently to profit or loss					
	Effective portion of gains and loss on hedging instruments in a cash flow hedge	(69)	3	59	(114)	2
	(ii) Tax (expense) / income relating to items that will be reclassified subsequently to profit or loss	14	(1)	(18)	27	(2)
	TOTAL OTHER COMPREHENSIVE INCOME / (LOSS) , NET OF TAX	43	163	98	593	(483)
11.	TOTAL COMPREHENSIVE INCOME FOR THE PERIOD/YEAR (9+10)	3,388	1,905	6,418	12,424	15,693
12.	Paid up Equity Share Capital (Face Value Rupees 10 each)	2,633	2,633	2,633	2,633	2,633
13.	Other Equity	-	-	-	84,833	75,700
14.	Earnings Per Share (Rupees) (Par value Rupees 10 each)					
	Basic	12.71 (Not annualised)	6.62 (Not annualised)	24.01 (Not annualised)	44.94	60.93 -
	Diluted	12.71 (Not annualised)	6.62 (Not annualised)	24.01 (Not annualised)	44.94	60.93 -

NUCLEUS SOFTWARE EXPORTS LIMITED
PART II : SEGMENT REPORTING (CONSOLIDATED)

(Amount in Rupees Lakhs unless otherwise stated)

		For the quarter ended			For the year ended	
	Particulars	31 March 2026	31 December 2025	31 March 2025	31 March 2026	31 March 2025
		Unaudited	Unaudited	Unaudited	Audited	Audited
a)	Revenue by geographical segment					
	India	13,046	13,109	13,596	51,081	48,000
	Far East	840	815	812	3,131	2,907
	South East Asia	2,403	2,574	2,572	10,095	9,904
	Europe	1,000	928	1,071	3,985	4,941
	Middle East	2,828	2,224	2,500	10,023	9,147
	Africa	233	251	281	943	823
	Australia	419	573	743	1,949	2,441
	Others	1,708	1,529	1,321	6,396	5,062
	Total	22,477	22,003	22,896	87,603	83,225
	Less :- Inter segment revenue	-	-	-	-	-
	Net revenue from operations	22,477	22,003	22,896	87,603	83,225
b)	Segment profit / (loss) before tax					
	India	6,676	6,733	9,264	27,650	29,234
	Far East	122	156	250	538	465
	South East Asia	(729)	(641)	37	(2,626)	(1,440)
	Europe	386	339	418	1,571	1,751
	Middle East	769	349	575	1,360	767
	Africa	112	56	189	277	611
	Australia	106	201	424	534	903
	Others	724	759	542	2,670	1,980
	Total	8,166	7,952	11,699	31,974	34,271
	Add:- Other income	1,492	1,512	1,662	6,416	6,626
	Less:- Unallocable corporate expenditure*	5,507	6,998	4,607	23,402	18,992
	Profit before tax	4,151	2,466	8,754	14,988	21,905
c)	Segment assets					
	India	8,759	10,754	7,789	8,759	7,789
	Far East	498	436	542	498	542
	South East Asia	2,752	2,536	3,515	2,752	3,515
	Europe	647	588	355	647	355
	Middle East	2,862	1,470	2,183	2,862	2,183
	Africa	175	288	378	175	378
	Australia	50	178	980	50	980
	Others	1,171	293	2,209	1,171	2,209
	Total	16,914	16,543	17,951	16,914	17,951
	Add:- Unallocated corporate assets	109,699	109,074	97,344	109,699	97,344
	Total assets	126,613	125,617	115,295	126,613	115,295
d)	Segment liabilities					
	India	13,320	17,737	14,193	13,320	14,193
	Far East	382	315	350	382	350
	South East Asia	5,759	5,097	4,305	5,759	4,305
	Europe	170	319	373	170	373
	Middle East	4,419	3,314	4,796	4,419	4,796
	Africa	321	414	295	321	295
	Australia	507	847	1,418	507	1,418
	Others	2,233	1,099	1,770	2,233	1,770
	Total	27,111	29,142	27,500	27,111	27,500
	Add :- Unallocated corporate liabilities	8,757	9,379	6,373	8,757	6,373
	Total liabilities	35,868	38,521	33,873	35,868	33,873

* Unallocable corporate expenses and unallocable corporate liabilities includes Rs.2,195 Lakhs towards impact of New Labour Codes for the year ended 31 March 2026.
(refer note 3 below)

NUCLEUS SOFTWARE EXPORTS LIMITED
PART II : SEGMENT REPORTING (STANDALONE)

(Amount in Rupees Lakhs unless otherwise stated)

	Particulars	For the quarter ended			For the year ended	
		31 March 2026	31 December 2025	31 March 2025	31 March 2026	31 March 2025
		Audited	Audited	Audited	Audited	Audited
a)	Revenue by geographical segment					
	India	13,029	13,092	13,595	51,011	47,999
	Far East	268	276	327	983	1,063
	South East Asia	2,078	2,174	2,285	8,808	8,858
	Europe	143	110	267	594	1,582
	Middle East	2,828	2,224	2,500	10,023	9,146
	Africa	233	251	281	943	823
	Australia	419	573	743	1,949	2,441
	Others	1,682	1,500	1,293	6,286	4,954
	Total	20,680	20,200	21,291	80,597	76,866
	Less :- Inter segment revenue	-	-	-	-	-
	Net revenue from operations	20,680	20,200	21,291	80,597	76,866
b)	Segment profit / (loss) before tax					
	India	6,749	6,738	9,304	27,698	29,280
	Far East	33	(27)	24	(44)	(416)
	South East Asia	(936)	(921)	93	(2,946)	(737)
	Europe	122	67	78	362	474
	Middle East	768	349	575	1,359	767
	Africa	113	56	189	278	611
	Australia	92	180	409	462	832
	Others	660	699	559	2,477	1,919
	Total	7,601	7,141	11,231	29,646	32,730
	Add:- Other income	1,480	1,497	1,661	7,301	7,004
	Less:- Unallocable corporate expenditure*	5,078	6,597	4,397	21,994	18,156
	Profit before tax	4,003	2,041	8,495	14,953	21,578
c)	Segment assets					
	India	8,830	10,767	7,821	8,830	7,821
	Far East	211	178	256	211	256
	South East Asia	1,972	1,224	2,861	1,972	2,861
	Europe	2	288	8	2	8
	Middle East	2,862	1,471	2,183	2,862	2,183
	Africa	175	288	378	175	378
	Australia	44	171	974	44	974
	Others	1,202	226	2,209	1,202	2,209
	Total	15,298	14,613	16,690	15,298	16,690
	Add:- Unallocated corporate assets	106,972	106,973	94,355	106,972	94,355
	Total assets	122,270	121,586	111,045	122,270	111,045
d)	Segment liabilities					
	India	13,277	17,696	14,179	13,277	14,179
	Far East	371	350	451	371	451
	South East Asia	5,054	4,394	3,563	5,054	3,563
	Europe	169	319	322	169	322
	Middle East	4,419	3,314	4,796	4,419	4,796
	Africa	321	414	295	321	295
	Australia	481	811	1,419	481	1,419
	Others	2,294	1,125	1,759	2,294	1,759
	Total	26,386	28,423	26,784	26,386	26,784
	Add:- Unallocated corporate liabilities	8,418	9,085	5,928	8,418	5,928
	Total liabilities	34,804	37,508	32,712	34,804	32,712

* Unallocable corporate expenses and unallocable corporate liabilities includes Rs.2,195 Lakhs towards impact of New Labour Codes for the year ended 31 March 2026.
(refer note 3 below)

NUCLEUS SOFTWARE EXPORTS LIMITED
PART III : STATEMENT OF BALANCE SHEET

(Amount in Rupees Lakhs unless otherwise stated)

Particulars	CONSOLIDATED		STANDALONE	
	As at	As at	As at	As at
	31 March 2026	31 March 2025	31 March 2026	31 March 2025
ASSETS	Audited	Audited	Audited	Audited
Non-current assets				
Property, plant and equipment	6,058	4,033	6,032	4,009
Capital work in progress	6	22	6	22
Other intangible assets	293	130	286	122
Intangible assets under development	2	3	2	3
Right of use assets	1,315	670	1,249	661
Investment Property	1,241	1,271	-	-
Financial assets				
Investments	35,275	40,362	37,260	42,347
Loans	1	8	1	8
Other financial assets	22,284	12,555	22,231	12,503
Income tax asset (net)	1,158	875	1,155	875
Other non-current assets	57	930	58	930
Total non-current assets	67,690	60,859	68,280	61,480
Current Assets				
Financial assets				
Investments	29,103	23,706	28,604	23,217
Trade receivables	12,112	13,741	11,322	12,899
Cash and cash equivalents	8,001	5,046	5,174	1,885
Other bank balances	4,310	7,221	4,310	7,221
Loans	8	34	88	74
Other financial assets	246	196	100	149
Other current assets	5,143	4,492	4,392	4,120
Total current Assets	58,923	54,436	53,990	49,565
TOTAL ASSETS	126,613	115,295	122,270	111,045
EQUITY & LIABILITIES				
EQUITY				
Equity share capital	2,633	2,633	2,633	2,633
Other equity	88,112	78,789	84,833	75,700
Total equity attributable to equity holders of the company	90,745	81,422	87,466	78,333
Non- controlling interest	-	-	-	-
Total Equity	90,745	81,422	87,466	78,333
LIABILITIES				
Non-current liabilities				
Financial liabilities				
Lease liabilities	491	88	478	88
Other financial liabilities	30	-	-	-
Other non-current liabilities	12	-	-	-
Provisions	5,836	4,031	5,574	3,881
Deferred tax liabilities (net)	1,275	1,499	1,368	1,551
Total non-current liabilities	7,644	5,618	7,420	5,520
Current liabilities				
Financial liabilities				
Lease liabilities	364	112	312	103
Trade payables	1,821	1,290	2,299	1,490
Other financial liabilities	7,466	5,212	6,735	4,670
Provisions	718	556	554	423
Current tax liabilities (net)	113	925	-	680
Other current liabilities	17,742	20,160	17,484	19,826
Total current liabilities	28,224	28,255	27,384	27,192
TOTAL EQUITY AND LIABILITIES	126,613	115,295	122,270	111,045

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

(Amount in Rupees Lakhs unless otherwise stated)

Particulars	For the year ended	For the year ended
	31 March 2026	31 March 2025
	Audited	Audited
A. Cash flow from operating activities		
Net profit before tax	14,988	21,905
Adjustment for:		
Depreciation, amortisation and impairment expenses	1,649	1,481
Exchange (gain) / loss on translation of foreign currency accounts (net)	(410)	30
Dividend received from non-current investment	-	(44)
Interest income on financial assets- carried at amortised cost	(2,936)	(2,514)
MTM (gain) on investments	(2,713)	(3,800)
Net (gain) / loss on sale of investments	-	(122)
(Profit) / Loss on sale of property, plant and equipment (net)	(31)	-
Unwinding of interest on security deposit	2	-
Interest expense on lease liability	64	32
Interest others	13	-
Bad debts and allowance / provision for doubtful trade receivables / advances / other current assets	5	(160)
Withholding tax charged off	497	467
Discounting of staff loan and security deposit	(16)	(25)
Operating profit before working capital changes	11,112	17,250
Adjustment for (increase) / decrease in operating assets		
Trade receivables	1,818	3,331
Loans	33	42
Other assets	(1,007)	(12)
Adjustment for increase / (decrease) in operating liabilities		
Trade payables	550	(356)
Provisions and other liabilities	2,633	(1,222)
	15,139	19,033
Income taxes paid (net)	(3,393)	(3,939)
Net cash from operating activities (A)	11,746	15,094
B. Cash flow from investing activities		
Acquisition of property, plant and equipment and intangible assets under development	(2,837)	(1,522)
Proceeds from sale of property, plant and equipment	17	-
Cash outflow on acquisition of subsidiary		
Net (purchase)/sale of mutual funds, tax free bonds and preference shares	3,564	5,675
Bank deposits, FDR's (net) and other bank balances not considered as cash and cash equivalents	(6,255)	(6,523)
Interest received on fixed deposits, tax free bonds	248	248
Dividend received from investments	-	44
Net cash (used in) investing activities (B)	(5,263)	(2,078)
C. Cash flow from financing activities		
Principal repayment of lease liabilities	(295)	(280)
Interest paid on lease liabilities	(64)	(32)
Buyback of equity shares including tax thereon	-	(8,921)
Interim dividend / Final dividend paid	(3,291)	(3,347)
Net cash (used in) financing activities (C)	(3,650)	(12,580)
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	2,833	436
Opening cash and cash equivalents	5,046	4,580
Exchange difference on translation of foreign currency bank accounts	122	30
Closing cash and cash equivalents	8,001	5,046

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

(Amount in Rupees Lakhs unless otherwise stated)

Particulars	For the year ended	
	31 March 2026	31 March 2025
	Audited	Audited
A. Cash flow from operating activities		
Net profit before tax	14,953	21,578
Adjustment for:		
Depreciation, amortisation and impairment expenses	1,547	1,384
Unrealised exchange (gain) / loss on translation of foreign currency accounts (net)	(442)	36
Dividend received from non-current investment	-	(44)
Dividend received from subsidiary companies	(903)	(396)
Interest income on financial assets- carried at amortised cost	(2,934)	(2,516)
Discounting of staff loan and security deposit	(12)	(21)
MTM (gain) on investments	(2,684)	(3,765)
Net (gain) / loss on sale of investments	-	(122)
(Profit) / Loss on sale of property, plant and equipment (net)	(31)	-
Interest expense on lease liability	58	28
Bad debts and allowance / provision for doubtful trade receivables / advances / other current assets	(105)	(200)
Provision for diminishing in value of investment	30	-
Withholding tax charged off	376	329
Operating profit before working capital changes	9,853	16,291
Adjustment for (increase) / decrease in operating assets		
Trade receivables	1,414	3,179
Loans	103	43
Other assets	(158)	(532)
Adjustment for increase / (decrease) in operating liabilities		
Trade payables	816	(342)
Provisions and other liabilities	2,097	(963)
	14,125	17,676
Income taxes paid (net)	(3,965)	(3,808)
Net cash from operating activities (A)	10,160	13,868
B. Cash flow from investing activities		
Acquisition of property, plant and equipment and intangible assets under development	(2,819)	(1,506)
Proceeds from sale of property, plant and equipment	39	-
Net (purchase)/sale of mutual funds, tax free bonds and preference shares	4,447	6,020
Bank deposits, FDR's (net) and other bank balances not considered as cash and cash equivalents	(6,258)	(6,523)
Interest received on fixed deposits, tax free bonds	248	248
Dividend received from investments	-	44
Dividend from subsidiary company	903	396
Net cash (used in) investing activities (B)	(3,440)	(1,321)
C. Cash flow from financing activities		
Principal repayment of lease liabilities	(244)	(228)
Interest paid on lease liabilities	(58)	(28)
Buyback of equity shares including tax thereon	-	(8,921)
Interim dividend / Final dividend paid	(3,291)	(3,347)
Net cash used in financing activities (C)	(3,593)	(12,524)
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	3,127	23
Opening cash and cash equivalents	1,885	1,829
Exchange difference on translation of foreign currency bank accounts	162	33
Closing cash and cash equivalents	5,174	1,885

NOTES:

1. The consolidated and the standalone financial results for the quarter and year ended 31 March 2026 were reviewed by the Audit Committee and have been approved and taken on record by the Board of Directors at its meeting held on 21 May 2026. The statutory auditors have issued unmodified audit report on these results.
2. Financial results for the all the periods presented have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.

The figures of last quarter ending 31 March 2026 are the balancing figures between audited figures in respect of the full financial year and the published year-to-date figures upto the third quarter ending 31 December 2025.

3. On November 21, 2025, the Government of India notified provisions of the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020, ('Labour Codes') which consolidate twenty-nine existing labour laws into a unified framework governing employee benefits during employment and post-employment. The Labour Codes, amongst other things introduces changes, including a uniform definition of wages and enhanced benefits relating to leave.

The Company has assessed the financial implications of these changes which has resulted in increase in gratuity liability arising out of past service cost by Rs. 1,590 Lakhs and increase in compensated absences liability by Rs. 605 Lakhs. Considering the impact arising out of an enactment of the new legislation is an event of non-recurring nature, the Company has presented this incremental amount as "Impact of New Labour Codes" under "Exceptional Item" in the Consolidated and Standalone Statement of Profit and Loss for the year ended March 31, 2026.

The Company continues to monitor the developments pertaining to Labour Codes and will evaluate impact if any on the measurement of liability pertaining to employee benefits.

4. The Board of Directors on 21 May 2026 have recommended a payment of Final Dividend of Rs.12.50 per share (on equity share of par value of Rs.10 each) for the year ended 31 March 2026. The payment is subject to approval of shareholders at the ensuing AGM.

The Board of Directors on 16 May 2025 had recommended a payment of Final Dividend of Rs.12.50 per share (on equity share of par value of Rs.10 each) for the year ended 31 March 2025. The payment was approved by shareholders at the annual general meeting held on 28 July 2025. This dividend was paid on 31 July 2025.

5. The Company in its Board meeting on 22 August 2024 has approved the buyback of 4,48,018 Equity Shares (maximum buy back shares) comprising of 1.67% of the total paid up equity capital of the Company at a price of Rs. 1,615/- per Equity Share ("Maximum Buyback Price") payable in cash for an aggregate amount not exceeding Rs. 72.35 Crore ("Maximum Buyback Offer Size"), excluding transaction costs and taxes. The Settlement of Buyback was done on 23 September 2024 and 4,48,018 Equity Shares bought back were extinguished on 30 September 2024.
6. Nucleus Software Exports Limited has incorporated a wholly-owned subsidiary, Nucleus Software Vietnam Company Limited, in the Socialist Republic of Vietnam. As at 31 March 2026, the Company has not yet infused the committed share capital of USD 1,00,000 in Nucleus Software Vietnam Company Limited. This share capital was infused on 6th May 2026 within the stipulated regulatory timeline.
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

Vishnu Rampratap
Dusad

Digitally signed by Vishnu
Rampratap Dusad
Date: 2026.05.21 14:43:21 +05'30'

VISHNU R DUSAD
Managing Director

Place : Noida
Date: 21 May 2026