



**NUCLEUS SOFTWARE EXPORTS LTD.**

CIN : L74899DL1989PLC034594

**Corporate Office**

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

T: +91 : 120 : 4031 : 400

F: +91 : 120 : 4031 : 672

E: [nsl@nucleussoftware.com](mailto:nsl@nucleussoftware.com)

W: [www.nucleussoftware.com](http://www.nucleussoftware.com)

Date: 09<sup>th</sup> July 2019

To

<b>The Listing Department</b> <b>The National Stock Exchange of India Ltd.</b> Exchange Plaza, Bandra-Kurla Complex Bandra (E) Mumbai-400 051. Fax Nos. 022-26598236/237/238	<b>The Listing Department</b> <b>Bombay Stock Exchange Limited</b> Phiroze Jeejeebhoy Towers, 25 <sup>th</sup> Floor, Dalal Street Mumbai-400 001 Fax No. 022-22722061/41/39
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**Sub: Outcome of the Meeting of Equity Shareholders of the Company held on 08<sup>th</sup> July 2019 pursuant to the Order of National Company Law Tribunal, Principal Bench, at New Delhi dated 12.04.2019 (as amended by order dated 01.05.2019).**

Dear Sir,

Pursuant to the Order dated 12.04.2019 (as amended by order dated 01.05.2019) passed by National Company Law Tribunal, Principal Bench at New Delhi (“NCLT”), the NCLT convened Meeting of the Equity Shareholders of the Company was held on Monday, 08<sup>th</sup> July, 2019 at 02.00 PM at PHD Chambers of Commerce, PHD House, 4/2, August Kranti Marg, Siri Institutional Area, Block A, NIPCCD Campus, Hauz Khas, New Delhi – 110016 for approving, with or without modification(s), the Scheme of Amalgamation (“Scheme”) of wholly owned subsidiaries- Virstra I-Technology Services Limited (“Transferor Company-1”) and Avon Mobility Solutions Private Limited (“Transferor Company-2”) into and with the parent company- Nucleus Software Exports Limited (“Transferee Company”) and their respective Shareholders and Creditors under Sections 230 to 232 of the Companies Act, 2013.

Further, the Company provided voting facility through (i) remote e-voting, (ii) postal ballot, and (iii) Insta-Poll at the venue of the said Meeting, to the Equity Shareholders of the Company.

In regard to the above, and pursuant to the relevant Regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (“LODR Regulations”), the following is enclosed herewith for your information and records:

**Corporate Office**

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

**Registered Office**

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



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1. Summary of the Proceeding of Meeting of the Equity Shareholders pursuant to Regulation 30 of LODR Regulations;(Annexure 1)
2. Voting results of the Meeting of the Equity Shareholders of the Company pursuant to Regulation 44 of LODR Regulations (as Annexure 2); and
3. Scrutinizer's Report for the Meeting of the Equity Shareholders of the Company (as Annexure 3).

The proposed resolution approving the Scheme was passed with requisite majority by Equity Shareholders of the Company.

The same has also been made available on the Company's Website [www.nucleussoftware.com](http://www.nucleussoftware.com)

We request you to kindly take the same on record.

Thank You.

Yours Sincerely,

**For Nucleus Software Exports Limited**

**Poonam Bhasin**  
**Company Secretary**

*Encl:*

As above.

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**NUCLEUS SOFTWARE EXPORTS LIMITED**

**SUMMARY OF PROCEEDINGS AT THE MEETING OF THE EQUITY SHAREHOLDERS OF  
NUCLEUS SOFTWARE EXPORTS LIMITED HELD ON MONDAY, THE 08<sup>TH</sup> DAY OF JULY  
2019 AT PHD CHAMBERS OF COMMERCE, PHD HOUSE, 4/2, AUGUST KRANTI MARG, SIRI  
INSTITUTIONAL AREA, BLOCK A, NIPCCD CAMPUS, HAUZ KHAS, NEW DELHI- 110016  
FROM 14:30 HOURS TO 14:50 HOURS**

**PRESENT**

CA Rajesh Gupta	Chairperson appointed by National Company Law Tribunal, Principal Bench at New Delhi (“NCLT”)
CA Chaman Goyal	Alternate Chairperson appointed by NCLT
CS Prince Chadha	Scrutinizer for the meeting as appointed by NCLT

**Equity Shareholders**

Present in person and / or through authorized representatives:	16 (sixteen)
Present through proxy:	Nil

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CA Rajesh Gupta, Chairperson appointed by the NCLT took the Chair and called the meeting to order.

The Scrutinizer informed the Chairperson as under:

- (a) 16 (sixteen) Equity Shareholders of the Company, holding 66 (sixty six) equity shares as on the cut-off date i.e. 24<sup>th</sup> May 2019 were present in person /through their authorized representatives at the meeting;
- (b) No Proxies were submitted by the Equity Shareholders of the Company;
- (c) As at 24.05.2019, the Company had 16,987 (Sixteen Thousand Nine Hundred Eighty Seven) Equity Shareholders, holding 2,90,40,724 (Two Crore Ninety Lakh Forty Thousand Seven Hundred Twenty Four) equity shares of the Company ("**Equity Shareholders**");

As per NCLT Order dated 12<sup>th</sup> April 2019 (as amended by Order dated 01st May 2019) ("**Order**") the quorum fixed for the meeting was 2,500 (Two Thousand Five Hundred) Equity Shareholders personally present and / or through authorized representatives or through proxy.

At the time of the meeting, it was observed that the quorum for the meeting was not present and in terms of the Order of Hon'ble Tribunal, the meeting was adjourned for half an hour. In terms of the NLCT Order, after the adjourning the meeting for half an hour, the persons present were deemed to constitute the quorum.

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Since the meeting is properly constituted, the Chairperson commenced the proceedings of the meeting.

With the consent of the Equity Shareholders present, the Notice convening the meeting of the Equity Shareholders along with the Explanatory Statement annexed thereto was taken as read.

Thereafter, the business as per agenda was taken up.

The Chairperson invited attention of the attendees to the business in the Notice of the Meeting and the Explanatory Statement annexed to the Notice.

The Chairperson informed the attendees that pursuant to the provisions of Sections 108 and 110 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Equity Shareholders had been provided with the facility to vote by Remote E-Voting or Postal Ballot.

He further mentioned that those Equity Shareholders who could not vote by Remote E-Voting or Postal Ballot may cast their vote by the tab-based e-voting facility (Insta Poll) provided by Karvy Fintech Private Limited available at the venue of the Meeting pursuant to the provisions of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Chairperson authorized Karvy Fintech Private Limited to provide the tab-based e-voting facility (Insta Poll) to the Equity Shareholders present and entitled to vote and to advise them about the procedure to be followed; and to announce commencement and completion of voting after ensuring that all the attendees present and entitled have been provided the opportunity to exercise their votes.

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Subsequently, queries raised by the members were addressed.

The following item of business as per the notice of the meeting was transacted-

1. To approve the Scheme of Amalgamation amongst (i) Virstra I-Technology Services Limited; (ii) Avon Mobility Solutions Private Limited ("**Transferor Companies**") into and with the Company and their respective shareholders and creditors in accordance with the provisions of Section 230 to Section 232 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 (including any statutory modification(s) or re-enactment thereof for the time being in force), and other applicable provisions, if any, of the Companies Act, 2013 and the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of the National Company Law Tribunal, Principal Bench at New Delhi.

The Chairperson requested the Equity Shareholders to vote on the resolution through Insta Poll made available at the Meeting. Thereafter, the Chairperson thanked the Equity Shareholders for participating in the Meeting and informed that combined results of Remote E-Voting, Postal Ballot and voting at the meeting will be announced and displayed on the website of the Company and will also be submitted to the stock exchanges as per the requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Subsequently, the Scrutinizers' Report was received and accordingly the resolution as set out in the notice was declared as approved with requisite majority.

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**For Nucleus Software Exports Limited**

**Poonam Bhasin**  
**Company Secretary**

Signed on: 08.07.2019

Place: New Delhi

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				to consider and adopt: Scheme of Amalgamation ( Scheme ) of wholly owned subsidiaries- Virstra I-Technology Services Limited ("Transferor Company-1") and Avon Mobility Solutions Private Limited ("Transferor Company-2") into and with the parent company, Nucleus Software Exports				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	19627866	14669740	74.7394	14669740	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		19627866	14669740	74.7394	14669740	0	100.0000
Public- Institutions	E-Voting	2844420	2309985	81.2111	2309985	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2844420	2309985	81.2111	2309985	0	100.0000
Public- Non Institutions	E-Voting	6568438	156349	2.3803	156256	93	99.9405	0.0595
	Poll		51	0.0008	51	0	100.0000	0.0000
	Postal Ballot (if applicable)		4265	0.0649	4264	1	99.9766	0.0234
	<b>Total</b>		6568438	160665	2.4460	160571	94	99.9415
<b>Total</b>		29040724	17140390	59.0219	17140296	94	99.9995	0.0005
<b>Whether resolution is Pass or Not.</b>							Yes	

For Nucleus Software Exports Limited  
For Nucleus Software Exports Limited

Authorised Signatory



BEFORE THE NATIONAL COMPANY LAW TRIBUNAL  
PRINCIPAL BENCH, NEW DELHI  
COMPANY APPLICATION NO. CA (CAA) 56/PB/2019

IN THE MATTER OF THE COMPANIES ACT, 2013

AND

IN THE MATTER OF SECTIONS 230 TO 232 OF  
THE COMPANIES ACT, 2013

AND

IN THE MATTER OF SCHEME OF AMALGAMATION

AMONGST

VIRSTRA I-TECHNOLOGY SERVICES LIMITED  
(Applicant Transferor Company-1)

AND

AVON MOBILITY SOLUTIONS PRIVATE LIMITED  
(Applicant Transferor Company-2)

AND

NUCLEUS SOFTWARE EXPORTS LIMITED  
(Applicant Transferee Company)

AND

THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS



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2.	<b>Annexure I:</b> Detailed report containing the votes cast in favour and against by the equity shareholders of Nucleus Software Exports Limited in relation to the proposed Resolution	9

**New Delhi**

**Date: 08.07.2019**



**Prince Chadha**

Scrutinizer Appointed by the Hon'ble NCLT, Principal Bench, New Delhi



Dated: 08.07.2019

FORM No. MGT-13

**REPORT OF SCRUTINIZER**

*[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]*

To,

CA Rajesh Gupta (Chairperson)  
Hon'ble NCLT Convened Meeting of the  
Equity Shareholders of  
**Nucleus Software Exports Limited,**  
33-35 Thyagraj Nagar Market, New Delhi – 110003

**SUB: Meeting of the Equity Shareholders of NUCLEUS SOFTWARE EXPORTS LIMITED held on Monday, 08<sup>th</sup> July, 2019 at 2.00 P.M. at PHD Chambers of Commerce, PHD House, 4/2, August Kranti Marg, Siri Institutional Area, Block A, NIPCCD Campus, Hauz Khas, New Delhi-110016 pursuant to the Order dated 12.04.2019 (as amended by Order dated 01.05.2019) of the National Company Law Tribunal, Principal Bench at New Delhi.**

Dear Sir,

This refers the Order passed by the Hon'ble National Company Law Tribunal, Principal Bench at New Delhi ("NCLT") on 12.04.2019 (as amended by Order dated 01.05.2019) ("Order") whereby the Hon'ble NCLT appointed me, Prince Chadha, as the Scrutinizer to scrutinize the voting process (through Remote E-Voting, Postal Ballot, and voting through Poll process at the meeting) at the Hon'ble NCLT convened meeting of Equity Shareholders of Nucleus Software Exports Limited on Monday, 08<sup>th</sup> July, 2019 at 2.00 P.M. in line with the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation





44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 230 to Section 232 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 (including any statutory modification(s) or re-enactment thereof for the time being in force), and other applicable provisions, if any, of the Companies Act, 2013 and the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of the National Company Law Tribunal, Principal Bench at New Delhi (“NCLT”) and subject to such other approvals, permissions and sanctions of regulatory and other authorities as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the **“Board”**), which term shall be deemed to mean and include one or more Committee(s) constituted/ to be constituted by the Board or any other person authorized by it to exercise its powers including the powers conferred by this Resolution), approval of equity shareholders of Nucleus Software Exports Limited (**“Transferee Company”**) be and is hereby accorded to the Scheme of Amalgamation (**“Scheme”**) amongst (i) Virstra I-Technology Services Limited; (ii) Avon Mobility Solutions Private Limited (**“Transferor Companies”**) into and with the Transferee Company and their respective shareholders and creditors.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the

*Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the Scheme or by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper.”*

The Equity Shareholders of the Company had an option to vote either through (i) Postal Ballot; or (ii) Remote E-Voting, to cast their votes on the designated website of <http://evoting.karvy.com> via Karvy Fintech Private India Limited (hereinafter referred to as “Karvy”); or (iii) “Insta-Poll” at the venue of the Meeting.

## **1. CONFIRMATION REGARDING DISPATCH OF NOTICES**

The undersigned confirmed from the records of the Company and the Affidavit of Service as filed by the Chairperson on June 25<sup>th</sup>, 2019 that:

- a. The Applicant Company had sent the notices along with explanatory statement, scheme of arrangement and other relevant annexures by:
  - i. Courier service (DTDC Express Limited) on June 06<sup>th</sup> 2019 and
  - ii. E-mail (through Karvy i.e. Company’s Registrar and Transfer Agent) on June 07<sup>th</sup> 2019.
- b. The Joint Advertisement with respect to Notice of the said Meeting was published in “Business Standard” in the English language; and (ii) translation thereof in “Jansatta” (Delhi Edition) in Hindi language on June 08<sup>th</sup>, 2019 in compliance of the directions of this Hon’ble Tribunal.

## **2. CUT-OFF DATE**

Voting rights were reckoned as on May 24<sup>th</sup>, 2019 being the cut-off date for the purpose of deciding the entitlements of the Equity



Shareholders of the Company for voting through Remote E-Voting or Postal Ballot or voting at the meeting.

3. **REMOTE E-VOTING AND POSTAL BALLOT**

- a. In terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and as per directions issued by Hon'ble NCLT, the Company had provided Remote E-Voting facility through Karvy Fintech Private Limited and also the facility to vote by way of Postal Ballot, before the NCLT Convened Meeting.
- b. The voting through Remote E-Voting and Postal Ballot was held between June 8, 2019, at 9:00 a.m. till July 7, 2019.
- c. I had monitored the process of remote e-voting through Scrutinizer's secured link provided by Karvy on the designated website.
- d. 35 Postal Ballot Forms were received from the shareholders which have been duly recorded in the Register of Postal Ballot, as was being maintained by the undersigned.

4. **REPORT IN RESPECT OF THE MATTERS BEFORE THE COMMENCEMENT OF THE MEETING ON JULY 08<sup>TH</sup> 2019 AT 2:00 PM**

The undersigned Scrutinizer checked and verified the following documents:

- i. The Proxy Register and its closure 48 hrs before the meeting. No proxies have been received by the Company.
- ii. Forms of Authorizations such as Board Resolution/ Letters of Authority.



- iii. The Attendance Register.
- iv. Proof of identity of the Equity Shareholders such as PAN card, Passport, Aadhaar Cards and Driving licence etc. which were verified by the undersigned for the purpose of identification.
- v. Register of the Postal Ballot forms received from the Equity Shareholders.

To ensure that the Equity Shareholders who have cast their votes through Remote E-Voting do not vote again at the Meeting, Karvy provided the undersigned with the names, DP ID/ Client ID, folios and shareholding of the Equity Shareholders who had cast their vote through Remote E-Voting.

After completion of the above process, Karvy provided the tab-based e-voting device ("Insta Poll") to the Equity Shareholders present and entitled to vote and advised them about the procedure to be followed.

5. REPORT IN RESPECT OF THE MATTERS AFTER COMMENCEMENT OF THE MEETING AND VOTING THROUGH "INSTA POLL"

- i. The NCLT convened meeting of Equity Shareholders of Nucleus Software Exports Limited was scheduled on Monday, July 08<sup>th</sup>, 2019 at 2.00 P.M at PHD Chambers of Commerce, PHD House, 4/2, August Kranti Marg, Siri Institutional Area, Block A, NIPCCD Campus, Hauz Khas, New Delhi- 110016.
- ii. In terms of the directions contained in the Order, the quorum for the Meeting was fixed as 2,500 Equity Shareholders.
- iii. On Monday, July 08<sup>th</sup> 2019, at the venue of the meeting, it was observed that the quorum for the meeting was not

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present and in terms of the order of Hon'ble Tribunal, the meeting was adjourned for half an hour.

iv. In terms of the Order, after the adjourning the meeting for half an hour, the meeting was reconvened at 2:30 P.M. The persons present were deemed to constitute the quorum. The meeting was called to order and accordingly, votes were cast by the tab-based e-voting device ("Insta Poll").

v. I monitored the process of voting at the venue of the meeting.

vi. After ensuring that all the attendees present and entitled cast their vote, I unblocked the votes cast through remote e-voting on July 08<sup>th</sup>, 2019 at 2:55 P.M. in the presence of two witnesses, namely, Mr. John Mathew (F 1544, GC 5, Fifth Avenue, Gaur City 1, Greater NOIDA West, GB Nagar, U.P.) and Mr. Vinod Singh Negi (RZH 113, Rajnagar Extn Part 2, Palam Colony, New Delhi) who are not in the employment of the Company.

I have relied on the information provided by Karvy with regard to details regarding number of shares held and verification of specimen signatures of Shareholders.

I submit the result as under:

**A. Voted in favour of the resolution**

<b>Mode of Voting</b>	<b>No. of Equity Shareholders</b>	<b>No. of votes cast by them</b>
Remote E-Voting	76	17135981
Postal Ballot	31	4264
Insta-Poll (in person or by proxy)	10	51

**B. Voted against the resolution**





Mode of Voting	No. of Equity Shareholders	No. of votes cast by them
Remote E-Voting	3	93
Postal Ballot	1	1
Insta-Poll (in person or by proxy)	Nil	Nil

C. Invalid votes

Mode of Voting	No. of Equity Shareholders	No. of votes cast by them
Remote E-Voting	Nil	Nil
Postal Ballot	3	144
Insta-Poll (in person or by proxy)	3	15
<b>TOTAL</b>	<b>6</b>	<b>159</b>

D. A + B + C

Mode of Voting	No. of Equity Shareholders	No. of votes in favour	No. of Votes against	No. of Votes Invalid
Remote E-Voting	79	17135981	93	Nil
Postal Ballot	35	4264	1	144
Insta-Poll (in person or by proxy)	13	51	Nil	15
<b>TOTAL</b>	<b>127</b>	<b>17140296</b>	<b>94</b>	<b>159</b>
<b>Percentage (%) of Total Votes Cast i.e. 17140549</b>	-	99.99	0.0001	0.0009

Based on the aforesaid, the Resolution of the shareholders approving the scheme of amalgamation was passed with the requisite majority.

9

RB

A detailed report containing the votes cast in favour and against the proposed Resolution is enclosed (**Annexure-I**).

Thanking you,

Yours Truly,



**Prince Chadha**

Scrutinizer Appointed by the Hon'ble NCLT



ANNEXURE - I

2

NUCLEUS SOFTWARE EXPORTS LTD NCLT-08/07/2019 Total Voting - Postal Ballot + E-Voting + Insta Poll

Srl	Resolution	Ballots	Favour	Against	Invalid	Abstain	Less Voted									
		Votes	%	Votes	%	Votes										
1	Scheme of amalgamation Scheme of Wholly Owned Subsidiaries- Virstra I Technology Services Limited "Transferor Company-1 and Avon Mobility Solutions Private Limited "Transferor Company-2 into and with the parent Company - Nucleus Software Exports Limited "Transferee Company and their respective Shareholders and Creditors	127	17140549	117	17140296	99.999	4	94	0.0001	6	159	0.0009	0	0	0	0

NUCLEUS SOFTWARE EXPORTS LTD NCLT-08/07/2019 Insta Poll

Srl	Resolution	Ballots	Favour	Against	Invalid	Abstain	Less Voted									
		Votes	%	Votes	%	Votes										
1	Scheme of amalgamation Scheme of Wholly Owned Subsidiaries- Virstra I Technology Services Limited "Transferor Company-1 and Avon Mobility Solutions Private Limited "Transferor Company-2 into and with the parent Company - Nucleus Software Exports Limited "Transferee Company and their respective Shareholders and Creditors	13	66	10	51	0	0	0	0	3	15	0	0	0	0	0

NUCLEUS SOFTWARE EXPORTS LTD NCLT-08/07/2019 Evoting

Srl	Resolution	Ballots	Favour	Against	Invalid	Abstain	Less Voted									
		Votes	%	Votes	%	Votes										
1	Scheme of amalgamation Scheme of Wholly Owned Subsidiaries- Virstra I Technology Services Limited "Transferor Company-1 and Avon Mobility Solutions Private Limited "Transferor Company-2 into and with the parent Company - Nucleus Software Exports Limited "Transferee Company and their respective Shareholders and Creditors	79	17136074	76	17135981	93	3	0	0	0	144	0	0	0	0	0

NUCLEUS SOFTWARE EXPORTS LTD NCLT-08/07/2019 Postal Ballot

Srl	Resolution	Ballots	Favour	Against	Invalid	Abstain	Less Voted									
		Votes	%	Votes	%	Votes										
1	Scheme of amalgamation Scheme of Wholly Owned Subsidiaries- Virstra I Technology Services Limited "Transferor Company-1 and Avon Mobility Solutions Private Limited "Transferor Company-2 into and with the parent Company - Nucleus Software Exports Limited "Transferee Company and their respective Shareholders and Creditors	35	4264	31	4264	1	1	0	0	3	144	0	0	0	0	0