

**NUCLEUS SOFTWARE EXPORTS LTD.**

CIN : L74899DL1989PLC034594

Corporate OfficeA-39, Sector-62, Noida,
Uttar Pradesh, 201307. India.

T: + 91 . 120 . 4031 . 400

F: +91 . 120 . 4031 . 672

E.: nsl@nucleussoftware.com

W: www.nucleussoftware.com

Oct 17, 2019

The Listing Department The National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex Bandra (E) Mumbai-400051. Fax Nos. 022-26598236/237/238	The Listing Department Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street Mumbai-400001 Fax No. 022-22722061/41/39
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Dear Sirs,

Sub: Compliance Certificate– Q2 FY 2019-20.**Ref: Regulation 7(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

With reference to the above mentioned subject, Please find the enclosed herewith the Compliance Certificate for the quarter and Half Year ended on 30th September 2019.

This is for your information and records.

Thanking You.

Yours Sincerely

FOR NUCLEUS SOFTWARE EXPORTS LIMITED**(POONAM BHASIN)
COMPANY SECRETARY****Encl : As above**



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COMPLIANCE CERTIFICATE

THIS IS TO CERTIFY that, KARVY FINTECH PRIVATE LIMITED (KFPL) is providing Registry and Share Transfer services to NUCLEUS SOFTWARE EXPORTS LTD and having the valid agreement in the form of Memorandum of Understanding (MOU).

FURTHER CERTIFIED that KFPL:

- a. Holds and continues to hold requisite certificate as Category I Registrar & Share Transfer Agent vide SEBI Registration No. INR000000221 issued by Securities Exchange Board of India (SEBI).
- b. Handling all activities in relation to physical share transfer facility and maintaining related documents/correspondence for all the transactions in physical in respect of the Company as per the regulations.
- c. Maintaining the data in respect of investors holding shares in electronic form (Demat) as received from the depositories for a minimum period of one year.

THIS CERTIFICATE is issued in compliance of Regulation 7(3) of the provisions of SEBI (Listing Obligations and disclosure requirements) Regulations, 2015.

For KARVY FINTECH PRIVATE LIMITED

SD/-

Authorised Signatory

Place : Hyderabad

Date : 05/10/2019