

Newgen Software Technologies Limited

CIN: L72200DL 1992PLC049074, Registered Office: E-44/13, Okhla Phase II, New Delhi 110020, India Tel: +91 11 46533200, 26384060, 26384146 Fax:+91 11 26383963

Date: 18th July 2024

BSE Limited	National Stock Exchange of India Limited
Phiroze Jeejeebhoy Towers,	Exchange Plaza, Plot No. C/1, G Block,
Dalal Street,	Bandra- Kurla Complex
Mumbai – 400001	Bandra (E), Mumbai – 400051
Ref.: Newgen Software Technologies Limited	Ref.: Newgen Software Technologies Limited
(NEWGEN/INE619B01017)	(NEWGEN/INE619B01017)
Scrip Code – 540900	

Sub.: Outcome of the Board Meeting held on 18th July 2024.

Ref.: (i) Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") Unaudited Standalone and Consolidated Financial Results for the quarter ended 30th June 2024.

(ii) Regulation 30 of the Listing Regulations:

- <u>Grant of options under Newgen Employees Stock Option Scheme -2014 to its identified</u> <u>employees</u>
- Grant of options under Newgen Employees Stock Option Scheme -2022 to its identified
 employees

Dear Sir/ Ma'am,

This is to inform you that the Board of Directors of the Company at its meeting held today i.e. Thursday, 18th July which commenced at 11:50 A.M. and concluded at 12:10 P.M. has inter-alia:

Financial Results

1. Approved the Unaudited Standalone and Consolidated Financial Results of the Company for the First Quarter ended 30th June 2024. Accordingly, pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the above-mentioned Financial Results along with Limited review reports as Annexure-I.

Grant of Options under Employee Stock Option Schemes

- 2. On the recommendation of Nomination & Remuneration Committee, the Board approved grant of 43,000 options under Newgen Employees Stock Option Scheme -2014 ("Newgen ESOP Scheme-2014") to its identified employees. The required details in this regard as per SEBI Listing Regulations are enclosed herewith as Annexure-II
- 3. On the recommendation of Nomination & Remuneration Committee, the Board approved grant of 41,300 options under Newgen Software Technologies Limited Employee Stock Option Scheme-2022 ("Newgen ESOP Scheme-2022") to its identified employees. The required details in this regard as per SEBI Listing Regulations are enclosed herewith as Annexure-II



Newgen Software Technologies Limited CIN: L72200DL 1992PLC049074, Registered Office: E-44/13, Okhla Phase II, New Delhi 110020, India Tel: +91 11 46533200, 26384060, 26384146 Fax:+91 11 26383963

The details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123, dated 13th July 2023 are enclosed as **Annexure-I and Annexure-II** respectively.

The above information will be made available on the Company's website at https://newgensoft.com.

This is for your kind information and record.

Thanking you.

For Newgen Software Technologies Limited

Aman Mourya Company Secretary

Encl.: a/a

Walker Chandiok & Co LLP 21st Floor, DLF Square Jacaranda Marg, DLF Phase II, Gurugram - 122 002 Haryana, India

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Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Newgen Software Technologies Limited

- We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of Newgen Software Technologies Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), (refer Annexure 1 for the list of subsidiaries, included in the Statement) for the quarter ended 30 June 2024, 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) ('Listing Regulations').
- 2. This Statement, which is the responsibility of the Holding Company's management and approved by the Holding Company'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 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of 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 the Standards on Auditing specified under section 143(10) of the Act, 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 SEBI Circular CIR/CFD/CMD1/44/2019 dated 29 March 2019 issued by the SEBI under Regulation 33 (8) of the Listing Regulation, to the extent applicable.



Offices in Ahmedabad, Bengaluru, Chandigarh, Chennai, Dehradun, Goa, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker Chandiok & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India

Chartered Accountants

Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (Cont'd)

4. Based on our review conducted and procedures performed as stated in paragraph 3 above 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 Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Walker Chandiok & Co LLP Chartered Accountants Firm Registration No: 001076N/N500013

Ankit Mehra

Ankit Mehra Partner Membership No. 507429 UDIN: 24501 429 BKCKLI6009

Place Noida Date 18 July 2024



Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (Cont'd)

Annexure 1

List of entities included in the Statement

- 1. Newgen Software, Inc.
- 2. Newgen Computers Technologies Limited
- 3. Newgen Software Technologies PTE. Ltd.
- 4. Newgen Software Technologies (UK) Limited
- 5. Newgen Software Technologies Canada, Ltd.
- 6. Newgen Software Technologies Pty Ltd
- 7. Newgen Software Technologies L.L.C.
- 8. Newgen Software Technologies Company Limited



Walker Chandiok & Co LLP

21st Floor, DLF Square Jacaranda Marg, DLF Phase II, Gurugram - 122 002 Haryana, India

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Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Newgen Software Technologies Limited

- We have reviewed the accompanying statement of standalone unaudited financial results ('the Statement') of Newgen Software Technologies Limited ('the Company') for the quarter ended 30 June 2024, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
- 2. The Statement, which is the responsibility of the Company's management and approved by the Company'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 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of 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 the Standards on Auditing specified under section 143(10) of the Act, 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.



Chartered Accountants

Offices in Ahmedabad, Bengaluru, Chandigarh, Chennai, Dehradun, Goa, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker Chandiok & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (Cont'd)

4. Based on our review conducted as above 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 Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Walker Chandiok & Co LLP Chartered Accountants Firm Registration No: 001076N/N500013

Ankit Mehra Partner Membership No. 507429 UDIN: 24507 429BKCKLJ8524

Place: Noida Date: 18 July 2024





	Statement of Consolidated Financial Results for the quarter em		re Technologies L	imited	
	tor the quarter en	ueu 30 June 2024		(Amount	in Rupees lakhs)
	Particulars	30 June 2024 (Unaudited)	Quarter ended 31 March 2024 (Audited) (Refer note 2)	30 June 2023 (Unaudited) (Refer note 4)	Year ended 31 March 2024 (Audited)
1	Income	21 (21.02	15 55 500	221/200	1 0 1 2 0 2 0 4
	Revenue from operations Other income	31,471.93 2,256.08	37,526.80 1,506.85	25,167.09 1,250.63	1,24,382.86 4,806.43
	Total income	33,728,01	39,033.65	26,417.72	1,29,189.29
n	Expenses				
	Employee benefits expenses	17,403.06	16,886.22	14,434.92	62,831.43
	Finance costs Depreciation and amortisation expenses	100.26 773.99	119.98 738.91	120.16	418.18 2,796.77
	Other expenses	9,301.65	8,386.01	7,519.34	32,720.42
	Total expenses	27,578.96	26,131.12	22,756.76	98,766.80
ш	Profit before tax	6,149.05	12,902.53	3,660.96	30,422.49
IV	Tax expense				
	Current tax	1,364.05	2,161.43	936.53	5,953.49
	Deferred tax expense / (credit) Total tax expense	28.02	214.38 2,375.81	(295.80) 640.73	(691.50 5,261.99
	i dia (ax espense	1,392.07	2,075.01	040.75	5,201.75
V	Net profit for the period / year	4,756.98	10,526.72	3,020.23	25,160.50
VI	Other comprehensive (loss)/income for the period / year				
	Items that will not be reclassified subsequently to profit or loss				
	Re-measurement losses on defined benefit plans	(116.80)	(457.32)	(3.30)	(467.22
	Income tax relating to items that will not be reclassified to profit or loss	40.82	1.59.80	1.15	163.20
	Net other comprehensive loss not to be reclassified subsequently to profit or loss	(75.98)	(297.52)	(2.15)	(303.96
	Items that will be reclassified subsequently to profit or loss				
	Debt instruments through other comprehensive income - net change in fair value	(7.30)	6.49	(24.71)	(67.18
	Income tax relating to items that will be reclassified to profit or loss	1.70	(1.51)	5.76	15.65
	Exchange differences on translation of foreign operations	3,85	(21.30)	(20.53)	140.5
	Net other comprehensive (loss)/income to be reclassified subsequently to profit or loss	(1.75)	(16.32)	(39.48)	89.0
	Other comprehensive loss for the period / year, net of income tax	(77.73)	(313.84)	(41.63)	(214.9)
VII	Total comprehensive income for the period / year	4,679.25	10,212.88	2,978.60	24,945.5
VIII	Profit for the period / year attributable to				
	Shareholders of the Company	4,756.98	10,526.72	3,020.23	25,160.5
	Non-controlling interest	-		-	-
		4,756.98	10,526.72	3,020.23	25,160.5
IX	Other comprehensive loss for the period / year attributable to				
	Shareholders of the Company	(77.73)	(313.84)	(41.63)	(214.9
	Non-controlling interest	(77.73)	(313.84)	- (41.63)	(214.9
x	Total comprehensive income for the period / year attributable to				
x	Total comprehensive income for the period / year attributable to Shareholders of the Company Non-controlling interest	4,679.25	10,212.88	2,978.60	24,945.5
x	Shareholders of the Company	4,679.25 - 4,679.25	10,212.88 - 10,212.88	2,978.60 - 2,978.60	-
X XI	Shareholders of the Company	-	•		24,945.5
	Shareholders of the Company Non-controlling interest	4,679.25	10,212.88	2,978.60	24.945.5 13,977.9
XI	Shareholders of the Company Non-controlling interest Paid up equity share capital (face value Rs. 10 each)	4,679.25	10,212.88	2,978.60	24,945.5 24,945.5 13,977.9 1,08,373.5

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	Statement of Standalone Financial Resu for the quarter	lts of Newgen Softw ended 30 June 2024		mited	
		chiefe 50 office 2024		(Amour	nt in Rupees lakhs)
	-	30 June	Quarter ended 31 March	30 June	Year ended 31 March
	Particulars	2024 (Unaudited)	2024 (Audited) (Refer note 2)	2023 (Unaudited) (Refer note 4)	2024 (Audited)
I	Income Revenue from operations	28,276.86	34,968.08	22,360.25	1,13,611.93
	Other income	2,164.79	1,372.41	1,189.38	4,550.01
	Total income	30,441.65	36,340.49	23,549.63	1,18,161.94
11	Expenses	50,111.05	501510115		1110,10101
	Employee benefits expenses	14,738,13	14,615.15	12,237,93	53,931,47
	Finance costs	93.63	118.43	111.30	410.65
	Depreciation and amortisation expenses	715.44	685.80	630.11	2,585.09
	Other expenses	9,419.34	8,566.31	7,359.84	32,799.68
	Total expenses	24,966.54	23,985.69	20,339.18	89,726.89
Ш	Profit before tax	5,475.11	12,354.80	3,210.45	28,435.05
IV	Tax expense	and the second	teranore and an and a state and an area		
.,	Current tax	1,179,94	1,993.23	709.89	5,270,70
	Deferred tax charge / (credit)	56.43	238.69	(217.56)	(569.20)
	Total tax expense	1,236.37	2,231.92	492.33	4,701.50
v	Net profit for the period / year	4,238.74	10,122.88	2,718.12	23,733.55
VI	Other comprehensive (loss)/income for the period/year				ระกษณฑ _า ยา สารสารการเกิดสารสารการสารการสาร
	Items that will not be reclassified subsequently to profit or loss				
	Re-measurement losses on defined benefit plans	(116.80)	(457.32)	(3.30)	(467.22)
	Income tax relating to items that will not be reclassified to profit or loss	40.82	159.80	1.15	163.26
	Net other comprehensive loss not to be reclassified subsequently to profit or loss	(75.98)	(297.52)	(2.15)	(303.96)
	Items that will be reclassified subsequently to profit or loss				
	Debt instruments through other comprehensive income - net change				
	in fair value	(7.30)	6.49	(24.71)	(67.18
	Income tax relating to items that will be reclassified to profit or loss	1.70	(1.51)	5.76	15.65
	Net other comprehensive (loss)/income to be reclassified subsequently to profit or loss	(5.60)	4.98	(18.95)	(51.53)
	Other comprehensive loss for the period / year, net of income tax	(81.58)	(292.54)	(21.10)	(355.49
VII	Total comprehensive income for the period / year	4,157.16	9,830.34	2,697.02	23,378.06
VIII	Paid up equity share capital (face value Rs. 10 each)	13,988.24	13,977.93	6,969.30	13,977.93
IX	Other equity				1,00,779.78
X	Earnings per equity share of Rs. 10 each				
	Basic (in Rs.)	3.03	7,24	1.95	17.00
	Diluted (in Rs.)	2.94	7.01	1.91	16.51





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Segment Reporting (consolidated) : (Amount in Rupees lakhs) Quarter ended Year ended 30 June 31 March 30 June 31 March 2024 2024 2023 2024 Particulars (Unaudited) (Audited) (Unaudited) (Audited) (Refer note 2) (Refer note 4) Revenue by geographical segment 1 9.258.27 12,037.08 7.734.74 40,188.55 India EMEA 10,311.13 15,180.95 8.248.00 43,370.36 2,943.32 14,508.58 APAC 4,853.85 3,930.94 26,315.37 6.377.83 6.241.03 USA 7 048 68 37,526.80 25.167.09 1.24.382.86 Total 31.471.93 Less: Inter-segment revenue Net revenue from operations from external customers 37,526.80 25,167.09 1,24,382.86 31.471.93 Segment profit/(loss) before tax 11 India 1,105.26 2,630.25 1,113.06 8,141.15 14,006.61 EMEA 1,828.01 7,435.89 1,440.08 APAC 839.37 1,241.90 159.72 3,178.01 USA 936 03 482 43 3,705,00 1 041 58 3,195.29 29.030.77 Total 4.814.22 12,244 07 Add: Other income 2,256.08 1,506.85 1,250.63 4,806.43 Less: Unallocated expenditure 921.25 848.39 784.96 3,414.71 Profit before tax 6,149.05 12.902.53 3,660.96 30,422.49 1,392.07 640.73 5,261.99 2.375.81 Less: Tax expense 4,756.98 10,526.72 3,020.23 25,160.50 Net profit after taxes III Segment assets 19,838.57 20,043.06 16,517.31 20,043.06 India EMEA 20,122.35 22.231.08 19,587.10 22,231.08 10,725.03 7,259.57 8.972.70 APAC 8,972.70 USA 17,651.50 17,896.59 16,057.68 17,896.59 fotal 68,337.45 69,143.43 59,421.66 69,143.43 Add Unallocated assets 1.02.748.72 99,504,33 74 894 14 99 504 33 Total assets 1,71,086.17 1,68,647.76 1,34,315.80 1,68,647.76 IV Segment liabilities India 10,289.52 10,433.01 7,503.02 10,433.01 EMEA 12,178.76 9,010.64 12,178.76 10.483.10 APAC 5,708.66 5,172.62 3,763.54 5,172.62 USA 8,939.97 10,010.32 8.535.76 10,010.32 Total 37.794.71 35.421.25 37,794.71 28,812.96 Add: Unallocated liabilities 8,148.00 7,249.75 8,501.54 8,501.54 43,569.25 46,296.25 36,062.71 46,296.25 Total liabilities

Note :-

a) Unallocated assets, liabilities, revenue and expenses :

Certain assets, liabilities, revenue and expenses are not specifically allocable to individual segments as the underlying services are used interchangeably. The Company believes that it is not practicable to provide segment disclosures relating to such assets, liabilities, revenue and expenses and accordingly such assets, liabilities, revenue and expenses are separately disclosed as 'unallocated'.



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	T	Quarter ended		Year ended
Particulars	30 June 2024	31 March 2024	30 June 2023	31 March 2024
	(Unaudited)	(Audited) (Refer note 2)	(Unaudited) (Refer note 4)	(Audited)
I Revenue by geographical segment				
India	9,258.27	12,037.08	7,734.74	40,188.
EMEA	9,736.33	14,705.52	7,815.00	41,414.
APAC	4,211.35	3,602.74	2,450.92	12,658.
USA	5,070.91	4,622.74	4,359.59	19,350.
Total	28,276.86	34,968.08	22,360.25	1,13,611.
Less: Inter-segment revenue	-	-	-	
Net revenue from operations from external customers	28,276.86	34,968.08	22,360.25	1,13,611.
I Segment profit/(loss) before tax				
India	1,103.62	2,629.44	1,111.35	8,135
EMEA	1,719.72	7,306.07	1,432.59	13,850
APAC	725.89	1,251.76	104.19	2,861
USA	682.35	643.52	157.89	2,452
Total	4,231.58	11,830.79	2,806.02	27,299
Add: Other income	2,164.79	1,372.41	1,189.38	4,550
Less: Unallocated expenditure	921.26	848,40	784.95	3,414
Profit before tax	5,475.11	12,354.80	3,210.45	28,435
Less: Tax expense	1,236.37	2,231.92	492.33	4,701
Net profit after taxes	4,238.74	10,122.88	2,718.12	23,733
II Segment assets				
India	19,961.40	20,009.26	16,485.05	20,009
EMEA	18,666.57	20,706.38	18,655.72	20,706
APAC	6,410.99	5,355.25	4,188.51	5,355
USA	5,845.35	5,737.22	6,005.45	5,737
Total	50,884.31	51,808.11	45,334.73	51,808
Add: Unallocated assets	1,02,748.72	99,504.35	74,894.14	99,504
Total assets	1,53,633.03	1,51,312.46	1,20,228.87	1,51,312
V Segment liabilities	Anna an Carp A Commence a production			
India	10,445,97	10,432,45	7,501.93	10,432
EMEA	9,407.00	10,952,56	8,231.50	
APAC	3,352.86	3,395.87	2,289,45	3,395
USA	2,877.89	3,272.31	3,010.91	3,272
Total	26,083.72	28,053.19	21,033.79	
Add: Unallocated liabilities	8,148.00	8,501.56	7.249.75	
	34.231.72	36,554.75	28.283.54	
Total liabilities	34,231.72	30,554.75	40,403.34	20,35-

Note :-

a) Unallocated assets, liabilities, revenue and expenses:

Certain assets, liabilities, revenue and expenses are not specifically allocable to individual segments as the underlying services are used interchangeably. The Company believes that it is not practicable to provide segment disclosures relating to such assets, liabilities, revenue and expenses and accordingly such assets, liabilities, revenue and expenses are separately disclosed as 'unallocated'.



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Statement of Standalone and Consolidated Financial Results of Newgen Software Technologies Limited for the quarter ended 30 June 2024

Notes:

- 1 The above financial results for the quarter ended 30 June 2024 were reviewed by the Audit Committee in the meeting held on 18 July 2024 and approved by the Board of Directors in their meeting held on 18 July 2024. Standalone and Consolidated financial results of the Company for the quarter ended 30 June 2024 are prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and relevant rules thereunder. The company has complied with the guidelines issued by Securities & Exchange Board of India (SEBI) to the extent applicable.
- 2 The auditors have carried out limited review of Standalone and Consolidated results of the Company for the quarter ended 30 June 2024. There are no qualifications in the Auditor's review report on these financial results. The figures for the quarter ended 31 March 2024 are the balancing figures between the audited figures for full financial year up to 31 March 2024 and the unaudited year-to-date figures up to the nine months ended 31 December 2023 which were subjected to limited review.
- 3 The Board of Directors in their meeting held on 30 April 2024 recommended a dividend of INR 4.00 per equity share (on face value of INR 10/- each on the expanded capital base post bonus issue of 1:1) for the financial year ended 31 March 2024. The payment is subject to approval of shareholders at the ensuing Annual General Meeting.
- 4 A Scheme of Amalgamation u/s 230-232 of the Companies Act, 2013 which provides for the merger of Number Theory Software Private Limited (NTSPL), a wholly-owned subsidiary of the Company, was filed with the Delhi Bench of National Company Law Tribunal (NCLT). NCLT through its Order dated 27th September 2023 approved the aforesaid Scheme. Upon the sanction becoming effective from the appointed date i.e. 01.04.2022 as provided under the Scheme, NTSPL stands dissolved without undergoing the process of winding up. The Company has accounted for the merger under the Pooling of Interest method retrospectively for period presented in the above results as prescribed in the IND AS 103- Business Combination of entities under company for the company for the comparative period.
- 5 Pursuant to the Board approval on 27 November 2023 and shareholder's approval on 2 January 2024, through Postal Ballot, the Company has allotted 7,00,69,401 bonus shares of INR 10/- each (fully paid up) on 13 January 2024 to the eligible members of the Company whose names appear in the Register of Members of the Company /List of Beneficial Owners as on the Record Date i.e., 12 January 2024 in the ratio of 1:1. The said bonus shares shall rank pari passu in all respects with the existing equity shares of the Company, including dividend. As a result of the bonus issue, the paid-up capital of the Company has increased to INR 14,013.88 lakhs from INR 7,006.94 lakhs. Consequent to the above increase in paid-up capital, the earnings per share (Basic and Diluted) have been adjusted for the quarter ended 30 June 2023.
- 6 During the quarter ended 30 June 2024, the Nomination & Remuneration Committee has granted 1,91,400 options to its employees under Newgen ESOP Scheme 2022 on 30 April 2024.
- 7 Previous periods/years figures have been regrouped/reclassified wherever necessary to correspond with the current period/year classification/disclosure, which are not considered material to these financial results.

For and on behalf of the Board of Directors of Newgen Software Technologies Limited

Itware S Varadarajan Whole Time Director DIN: 00263115

Da

Place: Noida Date: 18 July 2024





Newgen Software Technologies Limited CIN: L72200DL 1992PLC049074, Registered Office: E-44/13, Okhla Phase II, New Delhi 110020, India Tel: +91 11 46533200, 26384060, 26384146 Fax:+91 11 26383963

Annexure-II

The details are mentioned in Point Number 2:-

S.	Particulars	Details		
No.				
1.	Total Number of ESOP's granted	43,000		
2.	Whether the scheme is in terms of SEBI	Yes		
	(Share Based Employee Benefits and			
	Sweat Equity) Regulations, 2021			
3.	Total number of shares covered by these	43,000		
	ESOP's			
4.	Exercise Price	Rs. 63/-		
5.	Vesting period		· · · · · · · · · · · · · · · · · · ·	
		Time Period	% of Options to	
			be vested	
		At the end of 1 st	10% of the Options	
		year from the grant	Granted	
		date		
		At the end of 2^{nd} 20% of the Op		
		year from the grant Granted		
		date		
		At the end of 3 rd	30% of the Options	
		year from the grant	Granted	
		date		
		At the end of 4 th	40% of the Options	
		year from the grant	Granted	
		date		
6.	Time within which ESOP's may be	Within five years fr	rom the date of last	
	exercised	vesting of options.		

The details are mentioned in Point Number. 3:-

S.	Particulars	Details
No.		
1.	Total Number of ESOP's granted	41,300
2.	Whether the scheme is in terms of SEBI	Yes
	(Share Based Employee Benefits and	
	Sweat Equity) Regulations, 2021	
3.	Total number of shares covered by these	41,300
	ESOP's	
4.	Exercise Price	Rs. 944.15



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5.	Vesting period			
		Time Period	% of Options to	
			be vested	
		At the end of 1 st	10% of the Options	
		year from the grant	Granted	
		date		
		At the end of 2 nd	20% of the Options	
		year from the grant Granted		
		date		
		At the end of 3^{rd} 30% of the Options		
		year from the grant Granted		
		date		
		At the end of 4 th	40% of the Options	
		year from the grant	Granted	
		date		
6.	Time within which ESOP's may be	Within five years from the date of respective		
	exercised	vesting.		

For Newgen Software Technologies Limited

Aman Mourya **Company Secretary**