



## Newgen Software Technologies Limited

CIN: L72200DL1992PLC049074, Registered Office: E-44/13, Okhla Phase II, New Delhi 110020, India  
Tel: +91 11 46533200, 26384060, 26384146 Fax: +91 11 26383963

**Date:** 26<sup>th</sup> July 2024

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

**Sub.: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015.**

**Ref: Outcome of the 32<sup>nd</sup> Annual General Meeting**

Dear Sir/ Ma'am,

We wish to inform you that the Members of the Company at its Annual General Meeting held on Thursday, 25<sup>th</sup> July 2024 have approved the:

1. Re-appointment of Mr. Diwakar Nigam (DIN: 00263222) as the Chairman & Managing Director of the Company for a period of five (5) years
2. Re-appointment of Mr. T. S. Varadarajan (DIN: 00263115) as Whole-time Director of the Company for a period of five (5) years
3. Re-appointment of Mrs. Priyadarshini Nigam (DIN: 00267100) as Whole-time Director of the Company for a period of five (5) years
4. Increase in the pool of the Stock Options and other amendments in Newgen Software Technologies Limited Employees Stock Option Scheme – 2022
5. Grant of stock options to the employees of group company including subsidiary companies or its associate company, in India or outside India, of the company under Newgen Software Technologies Limited Employees Stock Option Scheme –2022

Mr. Diwakar Nigam and Mrs. Priyadarshini Nigam are related to each other. Mrs. Priyadarshini Nigam, Whole-time Director of the Company, is the spouse of Mr. Diwakar Nigam, Chairman & Managing Director of the Company. Save and except the above, none of the other Directors are related to any Director of the Company.

Aforesaid Directors are not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.



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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 13<sup>th</sup> July 2023 are enclosed as **Annexure-I**.

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*

**Annexure-I**

The details are mentioned in Point Number. 1:-

S.No.	Particulars	Details
1.	Reasons for Change viz. appointment, <del>resignation, removal,</del> otherwise;	Re-appointment of Mr. Diwakar Nigam (DIN: 00263222) as Chairman & Managing Director of the Company for a further period of 5 (Five) years.
2.	Date of appointment/ <del>cessation</del> (as applicable) & term of appointment;	Date of re-appointment will be effective from 1 <sup>st</sup> June 2024 to 31 <sup>st</sup> May 2029
3.	Brief profile	Mr. Diwakar Nigam co-founded Newgen in 1992. He has 48 years of experience in the field of Information Technology industry. Prior to joining the Company, he promoted Softek Private Limited and was associated with it for about 14 years. Mr. Nigam holds bachelor's degree in science from the University of Allahabad, Master's degree in science (Mathematics) from IIT-Delhi and master's degree in technology (Computer Science) from IIT-Madras.

The details are mentioned in Point Number 2:-

S.No.	Particulars	Details
1.	Reasons for Change viz. appointment, <del>resignation,</del> removal, otherwise;	Re-appointment of Mr. T.S. Varadarajan (DIN: 00263115) as Whole-time Director of the Company for a further period of 5 (Five) years.
2.	Date of appointment/ <del>cessation</del> (as applicable) & term of appointment;	Date of re-appointment will be effective from 1 <sup>st</sup> June 2024 to 31 <sup>st</sup> May 2029
3.	Brief profile	Mr. T.S. Varadarajan co-founded Newgen in 1992. He has 49 years of experience in the field of Software design and Development. Prior to promoting the Company, he promoted Softek Private Limited and was associated with it for about 13 years. Varadarajan holds a bachelor's degree in science from the Bangalore University and Bachelor of Engineering (Electrical Technology) from the Indian Institute of Science, Bangalore and earned a master's degree in technology (Computer Science) from IIT-Madras.

The details are mentioned in Point Number. 3:-

S.No.	Particulars	Details
1.	Reasons for Change viz. appointment, <del>resignation,</del> removal, otherwise;	Re-appointment of Mrs. Priyadarshini Nigam (DIN :00267100) as Whole-time Director of the Company for a further period of 5 (Five) years.
2.	Date of appointment/ <del>cessation</del> (as applicable) & term of	Date of re-appointment will be effective from 1 <sup>st</sup> June



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	appointment;	2024 to 31 <sup>st</sup> May 2029
3.	Brief profile	Mrs. Priyadarshini Nigam has served on Newgen's Board of Directors since 1997. Previously, she was a journalist with 10 years of experience. She has freelanced and published with the South - North News Service and Depth news Press Foundation Asia. She holds master's degree in economics.

The details are mentioned in Point Number 4:-

S. No.	Particulars	Remarks										
1	Name of the Scheme	Newgen Software Technologies Limited Employees Stock Option Scheme – 2022										
2	Brief details of options granted	The maximum number of Options that may be granted pursuant to this Scheme shall not exceed Forty Two Lakh (42,00,000) Options which shall be convertible into equal number of Shares										
3	Whether the scheme is in terms of SEBI (SBEB & SE) Regulations 2021	Yes										
4	Total number of shares covered by these options	Forty Two Lakh (42,00,000) Equity Shares										
5	Pricing Formula	Under this Scheme, the Exercise Price of the Shares will be based upon the Market Price, along with a maximum discount of 10%.										
6	Options vested;	<table border="1"><thead><tr><th>Time Period</th><th>% of Options to be vested</th></tr></thead><tbody><tr><td>At the end of 1<sup>st</sup> year from the grant date</td><td>10% of the Options Granted</td></tr><tr><td>At the end of 2<sup>nd</sup> year from the grant date</td><td>20% of the Options Granted</td></tr><tr><td>At the end of 3<sup>rd</sup> year from the grant date</td><td>30% of the Options Granted</td></tr><tr><td>At the end of 4<sup>th</sup> year from the grant date</td><td>40% of the Options Granted</td></tr></tbody></table>	Time Period	% of Options to be vested	At the end of 1 <sup>st</sup> year from the grant date	10% of the Options Granted	At the end of 2 <sup>nd</sup> year from the grant date	20% of the Options Granted	At the end of 3 <sup>rd</sup> year from the grant date	30% of the Options Granted	At the end of 4 <sup>th</sup> year from the grant date	40% of the Options Granted
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At the end of 4 <sup>th</sup> year from the grant date	40% of the Options Granted											
7	Time within which option may be exercised	Options can be exercised within a maximum period of five (5) years from the date of respective vesting, either wholly or in part, through Cash Mechanism after submitting the Exercise application along with payment of the Exercise Price, applicable taxes and other charges, if any.										

**For Newgen Software Technologies Limited**

**Aman Mourya**  
Company Secretary