

Ritika Dusad  
D-123, Sector 40  
Noida, Uttar Pradesh-201301

Date:

To  
BSE LTD.  
P.J.TOWERS,  
DALAL STREET,  
MUMBAI - 400 001

Sir,

Sub: Declaration by an Acquirer under (SAST) Regulations,

I, Ritika Dusad, hereby declare that:

1. I am going to acquire 10,00,000/- Equity Shares in Nucleus Software Exports Limited from my Father (Vishnu R Dusad), as gift and such transfer of shares will be inter se transfer amongst the person being immediate relatives in terms of Regulation 10 (1) (a) (i) of the SEBI (SAST) Regulations, 2011.
2. the said inter se transfer of shares will be at a price not exceeding 25% of the price as determined in terms of Regulation of the SEBI (SAST) Regulations 10(1)(a) of the SEBI (SAST) Regulations, 2011 and
3. we, both transferor and transferee, have complied, and will comply with all applicable disclosure requirements in chapter-V of the Takeover Regulations.
4. all the conditions specified under Regulation 10(1) (a) of the SEBI (SAST) Regulations, 2011, with respect to exemptions has been complied with.

Place: Noida  
Date: 10/12/2013

  
Ritika Dusad  
Acquirer

Ritika Dusad  
D-123, Sector 40  
Noida, Uttar Pradesh-201301

**Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	Nucleus Software Exports Limited
2.	Name of the acquirer(s)	Ritika Dusad
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Acquirer is a PAC( Daughter of Promoter Mr. Vishnu R Dusad)
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Vishnu R Dusad
	b. Proposed date of acquisition	14 <sup>th</sup> December 2013
	c. Number of shares to be acquired from each person mentioned in 4(a) above	10,00,000 shares @ 10 each
	d. Total shares to be acquired as % of share capital of TC	3.09
	e. Price at which shares are proposed to be acquired	Off Market ( gift)
	f. Rationale, if any, for the proposed transfer	Inter se transfer among immediate relative
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10 (1) (a) (i)
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Rs.98.07- NSE Rs.98.47- BSE
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	NA
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	As attached
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	Yes we have complied/will comply with all applicable requirements in chapter V of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Yes we declare that all the condition specified under regulation 10 (1) (a) with respect to exemptions has been duly complied with.

Ritika Dusad

Date 10/12/2013

Place- Noida

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11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	- Acquirer(s) and PACs (other than sellers)(*)				
	Madhu Dusad	20,45,048	6.32	20,45,048	6.32
	Karmayogi Holdings Private Limited	90,00,000	27.79	90,00,000	27.79
	Ritika Dusad	Nil	0.0	10,00,000	3.09
	- Seller (s) Vishnu R Dusad	36,03,492	11.13	26,03,492	8.04

Date - 10/12/2013  
Place - Noida

  
Ritika Dusad

**Note:**

- (\*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.