**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

October 4, 2017

The Listing Department The National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex Bandra (E) Mumbai-400 051. Fax Nos. 022-26598236/237/238	The Listing Department Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street Mumbai-400 001 Fax No. 022-22722061/41/39
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Sub: Intimation of Completion of Extinguishment of 33,43,000 Equity Shares of Nucleus Software Exports Ltd.

Dear Sir,

This is in regard to Buyback offer of 33,43,000 Equity Shares of the Company. In terms of the Letter of Offer (LOF) dated 4th August 2017, the tendering period for buyback opened on 16th August 2017 and closed on 31st August 2017.

In compliance with the provisions of Regulation 12(4) of the SEBI (Buy Back of Securities) regulation 1998, as amended from time to time (the Buyback Regulations) 33,43,000 Equity shares of the Company that were bought back by the Company have been extinguished on 14th September 2017.

The Equity Share Capital of the Company before and after the said extinguishment is as follows:

Equity Share Capital before the said extinguishment (Number of Equity Shares)	Number of Equity Shares extinguished/ destroyed	Equity Share Capital after the said extinguishment (the Number of Equity Shares)
3,23,83,724	33,43,000	2,90,40,724

Further, we attach herewith certified copy of the certificate dated 14th September 2017, pertaining to the aforesaid extinguishment of 33,43,000 Equity Shares, in accordance with the provisions of Regulation 12(4) of Buyback Regulations as *Annexure A*.

Further Post Buyback Shareholding pattern has already been submitted to your electronic platform on 21st September 2017

**Regd. Office**

33-35 Thyagraj Market, New Delhi, 110003. India.

T: + 91 . 11 . 2462 . 7552 F: +91 . 11 . 2462 . 0872

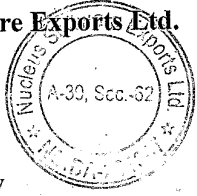
www.nucleussoftware.com

You are requested to take the above information on your records.

**Yours Sincerely
For Nucleus Software Exports Ltd.**

Poonam Bhasin

**Poonam Bhasin
Company Secretary**



Annexure - A

To WHOMSOEVER IT MAY CONCERN



Sub: Buyback offer by Nucleus Software Exports Limited ---- Extinguishment of Certificates of shares bought back in the offer

It is certified that following share certificates in respect of physical shares bought back by the Company in terms of Letter of Offer dated August 04, 2017 have been destroyed in our presence.


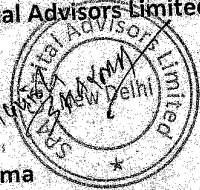
S No.	Folio Number	Name of Holder	Certificate Number	Distinctive Number	No. of Shares
1	NSL0007756	Basant Kumar Ghelani	72676	8175644-8175924	281
2	NSL0007756	Basant Kumar Ghelani	72678	8175628-8175643	16

Total number of certificates 2 for 297 shares



For Nucleus Software Exports Limited



Poonam Bhasin
Company Secretary



For SPA Capital Advisors Limited



Manish Sharma
Executive - Merchant Banking

For B S R & Associates LLP
Chartered Accountants
Firm Regn. No. 116231W/W-100024



Partner

Place: Gurgaon
Date: September 14, 2017

Certificate of Extinguishment of Equity shares bought Back by Nucleus Software Exports Limited (the "Company")

Pursuant to Regulation 12 (1) of SEBI (Buyback of Securities) Regulations 1998

With reference to the Public announcement dated 17th June 2017 which was published on June 19, 2017 ('the Public announcement') and the Letter of Offer dated 4th August, 2017 (the 'Letter of Offer') the tendering period for the Buyback Offer opened on 16th August 2017 and closed on 31st August 2017 (the Tendering Period). The following are the details of the Equity Shares bought back by the Company during the Tendering Period and destroyed/extinguished.

(A) Equity Shares in Dematerialised Form

Name of Depository Participant	DP Name and DP ID	Date of Extinguishment	Number of Equity Shares extinguished
Central Depository Securities (India) Ltd.	SPA Securities Limited DP ID-12058600	14.09.2017	33,42,703

(B) Equity Shares in Physical Form

S No.	Folio Number	Name of Holder	Certificate Number	Distinctive Number	No. of Shares	Date of Extinguishment
1	NSL0007756	Basant Kumar Ghelani	72676	8175644-8175924	281	14.09.2017
2	NSL0007756	Basant Kumar Ghelani	72678	8175628-8175643	16	14.09.2017

Total Number of Equity Shares Extinguished/ Destroyed:

Total Number of Equity Shares Extinguished/ Destroyed (A+B)	33,43,000
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It is certified that above Equity Shares of the Company were extinguished in compliance with the applicable provisions of Regulation 12 of the SEBI (Buyback of Securities) Regulation 1998, as amended from time to time.

For Karvy Computershare Pvt. Ltd.
Registrar and Transfer Agent

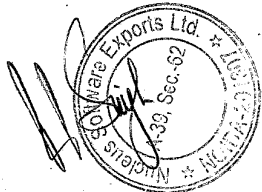

Mr. M. Murali Krishna
General Manager

For B S R & Associates LLP
Chartered Accountants
Firm Regn. No. 116231W/W-100024

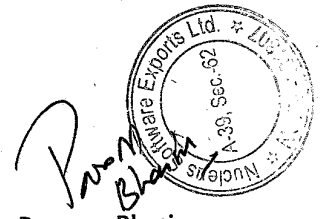

Partner

For Nucleus Software Exports Limited


Mr. Vishnu R Duse
Managing Director & CEO



Mr. R.P. Singh
Whole Time Director

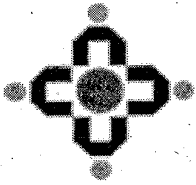


Poonam Bhasin
Company Secretary

Place:

Date:





Central Depository Services (India) Limited



CDSL/OPS/IPO-CA/2017-18/CA-293112.001

September 15, 2017

The Company Secretary,
Nucleus Software Exports Limited
33-35, Thyagraj Nagar Market
New Delhi, New Delhi,
India - 110 093

Dear Sir,

Sub:- Buyback

This is to inform you that the file uploaded by you / your RTA for the above-mentioned purpose, has been successfully processed at **Central Depository Services (India) Limited**. The details of the same are as follows:

CA Seq. No.	ISIN	Type Of Security	Date Effectuated	No. of Records	No. of Securities
293112.001	Debit ISIN INE096B01018	Nucleus Software Exports Limited - Equity Shares	14-Sep-2017	1	3342703

Thanking you,

Yours faithfully,
For **Central Depository Services (India) Limited**

Vinifer

Tehmton Kodia

Digitally signed by Vinifer Tehmton Kodia
DN: cn=Vinifer Tehmton Kodia, c=IN,
sn=Maharashtra, cn=Central Depository
Services (India) Limited,
serialNumber=7eea1a35d02a5d9d8c058894728
55af5402a3d30fcd0ef2b20c525410d9096ab
Date: 2017.09.15 11:16:55 +05'30'

Vinifer T Kodia
Sr. Manager – Operations

c.c Karvy Computershare Private Limited

