



NUCLEUS SOFTWARE EXPORTS LTD.

17.12.2013

The Listing Department,
The National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex,
Mumbai-400051
Fax Nos. 022-26598237/238

Dear Sir/Madam,

Sub.: Disclosure under regulation 10(6) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Please find enclosed herewith disclosure under regulation 10(6) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011.

This is for your information and records.

Thanking You

Yours Sincerely
For Nucleus Software Exports Limited

(POONAM BHASIN)
COMPANY SECRETARY

Regd. Office :

33 - 35, Thyagraj Nagar Market,
New Delhi - 110 003 India
Tel. : +91 - 11 - 24627552
Fax : +91 - 11 - 24620872
Email : nsel@nucleussoftware.com
Web : www.nucleussoftware.com

Corporate Office :

A - 39, Sector - 62, Noida
U.P. - 201 307 , INDIA
Tel. : +91 - 120 - 4031400
Fax : +91 - 120 - 4031672
Email : nsel@nucleussoftware.com
Web : www.nucleussoftware.com

Ritika Dusad

D-123, Sector 40

Noida, Uttar Pradesh-201301

Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 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)	Ms. Ritika Dusad	
3.	Name of the stock exchange where shares of the TC are listed	NSE, BSE	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Transfer between Immediate Relative	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(a)(i)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	Yes 10/12/2013	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller	Mr. Vishnu R Dusad	Yes
	b. Date of acquisition	14/12/2013	Yes
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	10,00,000	Yes
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	3.09%	Yes
	e. Price at which shares are proposed to be acquired / actually acquired	Off Market (gift)	Yes

Ritika Dusad

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

8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	– Acquirer(s) and PACs (other than sellers)(*)				
	Madhu Dusad	20,45,048	6.32	20,45,048	6.32
	Ritika Dusad	0	0.0	10,00,000	3.09
	Karmayogi Holdings Private Limited	90,00,000	27.79	90,00,000	27.79
	– Each Seller / Transferor Vishnu R Dusad	36,03,492	11.13	26,03,492	8.04



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Kritika Dusad
D-123, Sector 40
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1.	Name of the Target Company (TC)	Nucleus Software Exports Limited	
2.	Name of the acquirer(s)	Ms. Kritika Dusad	
3.	Name of the stock exchange where shares of the TC are listed	NSE, BSE	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Transfer between Immediate Relative	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(a)(i)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	Yes 10/12/2013	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller	Mr. Vishnu R Dusad	Yes
	b. Date of acquisition	14/12/2013	Yes
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	10,00,000	Yes
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	3.09%	Yes
	e. Price at which shares are proposed to be acquired / actually acquired	Off Market (Gift)	Yes

Kritika Dusad

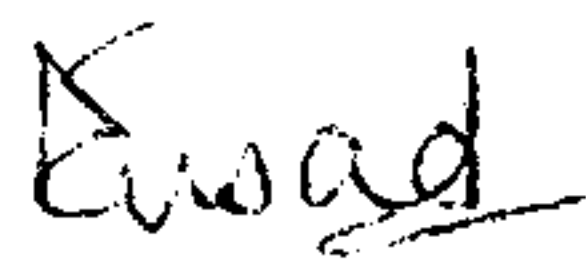
Dusad

Kritika Dusad
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Noida, Uttar Pradesh-201301

8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	- Acquirer(s) and PACs (other than sellers)(*)				
	Madhu Dusad	20,45,048	6.32	20,45,048	6.32
	Ritika Dusad	10,00,000	3.09	10,00,000	3.09
	Kritika Dusad	0	0.0	10,00,000	3.09
	Karmayogi Holdings Private Limited	90,00,000	27.79	90,00,000	27.79
	- Each Seller / Transferor Vishnu R Dusad	26,03,492	8.04	16,03,492	4.95



Kritika Dusad



Kritika Dusad



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Dear Sir/Madam,

Sub.: Disclosure under regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Please find enclosed herewith disclosure under regulation 29(2)) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 received from Kritika Dusad.

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Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Nucleus Software Exports Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer- Kritika Dusad PAC- Vishnu R Dusad Madhu Dusad Karmayogi Holdings Pvt Ltd Ritika Dusad		
Whether the acquirer belongs to Promoter/Promoter group	YES		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	NSE, BSE		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition/disposal under consideration, holding of :			
a) Shares carrying voting rights	Nil	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	NA	NA	NA
c) Voting rights (VR) otherwise than by equity shares	NA	NA	NA
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NA	NA	NA
e) Total (a+b+c+d)	NIL	NIL	NIL
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	10,00,000	3.09%	3.09%
b) VRs acquired /sold otherwise than by	NA	NA	NA

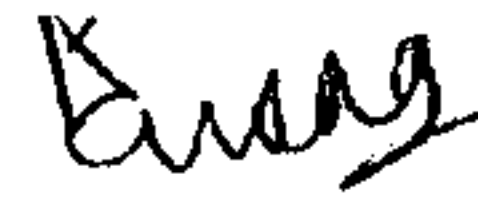
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Dusad

Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Signature of the acquirer / seller / Authorised Signatory



Place: Noida

Date: 16/12/2013



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Name of the Target Company (TC)	Nucleus Software Exports Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer- Ritika Dusad PAC- Vishnu R Dusad Madhu Dusad Karmayogi Holdings Pvt Ltd Kritika Dusad		
Whether the acquirer belongs to Promoter/Promoter group	YES		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	NSE, BSE		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition/disposal under consideration, holding of :			
a) Shares carrying voting rights	Nil	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	NA	NA	NA
c) Voting rights (VR) otherwise than by equity shares	NA	NA	NA
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NA	NA	NA
e) Total (a+b+c+d)	NIL	NIL	NIL
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	10,00,000	3.09%	3.09%
b) VRs acquired /sold otherwise than by	NA	NA	NA

Ritika Dusad

shares			
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	NA	NA	NA
d) Shares encumbered / invoked/released by the acquirer.	NA	NA	NA
e) Total (a+b+c+/-d)	10,00,000	3.09%	3.09%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	10,00,000	3.09%	3.09%
b) Shares encumbered with the acquirer	NIL	NIL	NIL
c) VRs otherwise than by equity shares	NIL	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NA	NA	NA
e) Total (a+b+c+d)	10,00,000	3.09%	3.09%
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.)	Off Market(Gift)		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	14.12.2013		
Equity share capital / total voting capital of the TC before the said acquisition/sale	32383724		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	32383724		
Total diluted share/voting capital of the TC after the said acquisition/sale	32383724		

Note:

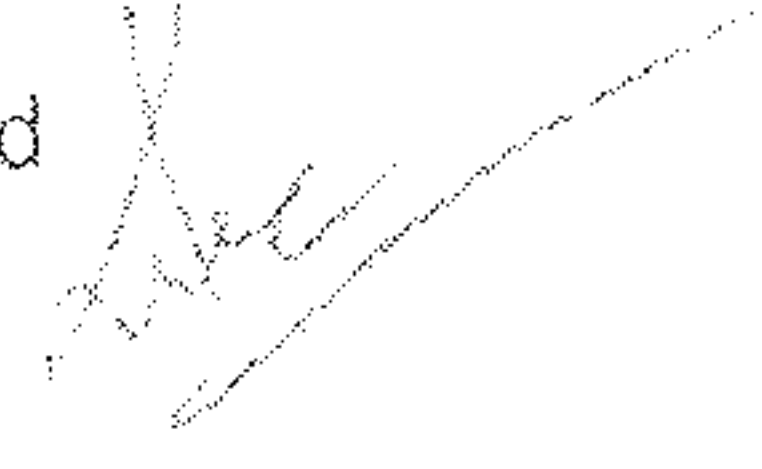
(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock

Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Signature of the acquirer / seller / Authorised Signatory

Ritika Dusad



Place: Noida

Date: 16/12/2013