

May 21, 2026

<b>The Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla, Complex Bandra (E), Mumbai-400051 SYMBOL: NUCLEUS</b>	<b>The Listing Department BSE Limited Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street, Mumbai-400001 SCRIP CODE: 531209</b>
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Dear Sirs,

**SUB: OUTCOME OF THE BOARD MEETING AND FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2026**

**REF: REGULATION 33 AND 30(2) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 IN TERM OF THE REGULATION 33 AND 30(2) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

This has reference to our letter dated May 11, 2026, regarding the captioned subject. The Board, at their meeting held today on May 21, 2026 transacted the following items of business:

**A. Annual Audited Financial Results:**

- i. Approved the Audited Standalone Results and Unaudited Consolidated Results for the Quarter ended March 31, 2026;
- ii. Approved the Audited Standalone Results and Audited Consolidated Results for the Year ended March 31, 2026 along with Standalone Audit Report and Consolidated Audit Report;

The above Financials have been duly reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on May 21, 2026.

**B. Final Dividend**

Further the Board of Directors of the Company at its meeting held today has recommended of final dividend of Rs. 12.50 per equity share of face value of Rs. 10/- each (i.e. 125% of Face Value of Rs. 10/- each) for the financial year 2025-26, subject to the approval of the Shareholders at the ensuing Annual General Meeting of the Company.

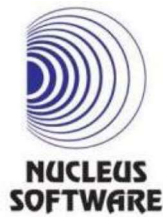
**C. Re-appointment of Mr. Vishnu R Dusad as the Managing Director of the Company**

Based on the recommendation of the Nomination and Remuneration/Compensation Committee, the Board of Directors of the Company have approved the re-appointment of Mr. Vishnu R Dusad (**DIN: 00008412**) as Managing Director (Promoter and Executive) of the Company for a term of 5 (Five) consecutive years effective from January 01 2027 till December 31, 2031 (both days inclusive).

The said re-appointment is subject to the approval of the Shareholders of the Company. Mr. Vishnu R Dusad (DIN: 00008412) is not disqualified from being re-appointed as a Managing Director in terms of the Companies Act, 2013 and has given his consent to act as a Managing Director.

**Registered Office**

33-35 Thyagraj Nagar Mkt, New Delhi - 110003  
Tel.: +91.11.2462.7552 F.: +91.11.2462.0872



Further, as required by Circular no. NSE/CML/2018/02 dated June 20, 2018, issued by NSE, he is not debarred from holding the office of a director by virtue of any SEBI order or any other Authority.

The required details in relation to reappointment of Managing Director pursuant to the provision of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular no. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026 is annexed herewith as an **Annexure-A**.

**D. Considered and approved amendments to the following policy**

- Whistle blower policy

In compliance with the said regulations, Kindly find enclosed herewith the amended Code for your record, and the same is also available on the website of the Company: [www.nucleussoftware.com](http://www.nucleussoftware.com)

**Timings of Meeting:**

Commencement Time: 10:00 A.M.

Conclusion Time: 14:50 P.M.

This is for your information and records.

Thanking You

Yours Sincerely

**For Nucleus Software Exports Limited**

**Poonam  
Bhasin**

Digitally signed by Poonam  
Bhasin  
Date: 2026.05.21 14:50:18  
+05'30'

**Poonam Bhasin  
Company Secretary**

**Encl: as above**

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