

Annexure -2A

Information Regarding Restricted Stocks Units (RSU) Pursuant to Rule 12(9) of Companies (Share Capital and Debentures) Rules, 2014 and Regulation 14 of SEBI (Share Based Employee Benefits) Regulations, 2014.

1) Details related to the Scheme:

As on 31st March 2021, the Company has also in place the Newgen Software Technologies Restricted Stock Units Scheme – 2021 (“Newgen RSU - 2021”). All the relevant details as prescribed under above Rule and Regulation are provided below and the same is also available on the website of the Company at <https://newgensoft.com>.

A. Relevant disclosures in terms of the ‘Guidance note on accounting for employee share-based payments’ issued by ICAI or any other relevant accounting standards as prescribed from time to time.

Please refer Note number 35 - Share Based Payment, of Notes to the Standalone Financial Statements forming part of the Annual Report.

B. Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations in accordance with ‘Indian Accounting Standard (Ind AS) - 33 - Earnings Per Share’ or any other relevant accounting standards as prescribed from time to time:

Fully diluted EPS pursuant to issue of Equity Shares on RSUs calculated in accordance with Ind AS - 34 ‘Earning Per Share’ (Consolidated)	Not Applicable (no such RSUs are granted and exercised during the year)
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C. Other Details relating to Newgen RSU - 2021

Sl. No.	Particulars	Fiscal 2021
i.	a) Date of shareholders’ approval	26 th December 2020
	b) Total number of RSUs approved	The maximum number of 14,00,000 shares can be issued under this Scheme.
	c) Total number of RSUs granted	NIL
	d) Vesting requirements	Not Applicable.
	e) Exercise price or pricing formula	Not Applicable.
	f) Maximum term of RSUs granted	Not Applicable.
	g) Source of shares (primary, secondary or combination)	Company uses Trust Route for implementing this Scheme. No shares were allotted to the Trust as on 31 st March 2021.
	h) Variation in terms of RSUs	NIL
ii.	Method used to account for NEWGEN RSU 2021	Not Applicable
iii.	Difference between the employee compensation cost using the intrinsic value of RSUs and the employee compensation cost that shall have been recognized if it had used the fair value of the RSUs. The impact of this difference on profits and on EPS of the Company.	Not Applicable
iv.	RSUs movement	Not Applicable

Sl. No.	Particulars	Fiscal 2021
v.	Weighted-average exercise prices and weighted-average fair values of RSUs disclosed separately for RSUs whose exercise price either equals or exceeds or is less than the market price of the stock.	Not Applicable
vi.	Employee wise details of the RSUs granted	Not Applicable
vii.	A description of method and significant assumptions used during the year to estimate the fair value of RSUs including the following information	Not Applicable

2) Details Related to Trust:

Newgen RSU - 2021 will continue to be implemented through the Trust Route and accordingly Newgen RSU Trust was constituted to implement the Scheme. In Trust Route, the Trust will utilise the shares already held by it and will acquire the shares of the company either through fresh allotment from the company or by way of secondary acquisition, if any.

(i) Details:

1.	Name of the Trust	Newgen RSU Trust
2.	Details of the Trustee (s)	Mr. Amarendra Kishore Sharan and Mr. Rajesh Pathak
3.	Amount of loan disbursed by the company/ any company in the group during the year	NIL
4.	Amount of loan outstanding (repayable to company/ any company in the group) as at the end of the year	NIL
5.	Amount of loan, if any, taken from any other source for which the company or any company in the group has provided any security or guarantee	NIL
6.	Any other contribution made to the Trust during the year	NIL

(ii) Brief details of transactions in shares by the Newgen RSU Trust:

1.	Number of shares held at the beginning of the year	NIL
2.	Number of shares acquired during the year through (i) primary issuance (ii) secondary acquisition, also as a percentage of paid-up equity capital as at the end of the previous financial year, along with information on weighted average cost of acquisition per share	NIL
3.	Number of shares transferred to the employees / sold along with the purpose thereof	NIL
4.	Number of shares held at the end of the year.	NIL

(iii) In case of secondary acquisition of shares by the Trust:

Number of shares	As a percentage of paid-up equity capital as at the end of the year immediately preceding the year in which shareholders' approval was obtained
	Newgen RSU Trust
Held at the beginning of the year	NIL
Acquired during the year	NIL
Sold during the year	NIL
Transferred to the employees during the year	NIL
Held at the end of the year	NIL

For and on behalf of Board of Directors

Date: 25th May 2021
Place: New Delhi

Diwakar Nigam
Chairman & Managing Director
DIN: 00263222