



October 19, 2022

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001 Company Code No.: 543268	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Company Symbol: DRCSYSTEMS
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Dear Sir / Madam,

Sub.: Declaration of Voting Results of Extraordinary General Meeting ("EGM") in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to Regulation 44 of the Listing Regulations, please find enclosed herewith details of voting results inclusive of remote e-voting and e-voting during EGM of the Company held on Wednesday, October 19, 2022 through Video Conferencing (VC) / Other Audio -Visual Means (OAVM).

We are also enclosing the report of the Scrutinizer on remote e-voting and e-voting during the EGM. The Report is also being uploaded on the Company's website www.drcsystems.com and on the website of Link Intime India Private Limited's (Link Intime) website at <https://instavote.linkintime.co.in>.

We request you to kindly take the same on your records.

Thanking you,

Yours faithfully,

For DRC Systems India Limited

Jainam Shah
Company Secretary & Compliance Officer

Encl.: As above

DRC SYSTEMS INDIA LIMITED

24th Floor, GIFT Two Building, Block no. 56, Road – 5C, Zone – 5, GIFT CITY, Gandhinagar – 382355, Gujarat, India

Contact: +91-79-67772222 | ir@drcsystems.com | www.drcsystems.com

CIN: L72900GJ2012PLC070106



Details of Voting Results – Extraordinary General Meeting

Sr. No.	Particulars	Details
1.	Date of EGM	October 19, 2022
2.	Total no. of Shareholders as on record (As on cut- off date i.e. October 12, 2022)	6,655
3.	No. of Shareholders present in the meeting person or through proxy: i. Promoters and Promoter Group ii. Public	N.A.
4.	No. of Shareholders attended the meeting through Video Conferencing: i. Promoters and Promoter Group ii. Public	4 40

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DRC Systems India Limited

Resolution Required : (Special)		1. To Offer and Issue Equity Shares on Preferential Basis.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	99,07,760	99,07,540	99.9978	99,07,540	0	100.0000	0.0000
	E-Voting at EGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		99,07,540	99.9978	99,07,540	0	100.0000	0.0000
Public Institutions	E-Voting	5,39,050	1,01,440	18.8183	1,01,440	0	100.0000	0.0000
	E-Voting at EGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1,01,440	18.8183	1,01,440	0	100.0000	0.0000
Public Non Institutions	E-Voting	2,82,06,750	1,70,38,927	60.4073	1,70,38,927	0	100.0000	0.0000
	E-Voting at EGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1,70,38,927	60.4073	1,70,38,927	0	100.0000	0.0000
Total		3,86,53,560	2,70,47,907	69.9752	2,70,47,907	0	100.0000	0.0000

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

DRC Systems India Limited

Resolution Required : (Special)			2. To consider and approve revision in remuneration of Mr. Hiten Barchha (DIN: 05251837), Managing Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	99,07,760	90,06,960	90.9081	90,06,960	0	100.0000	0.0000
	E-Voting at EGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		90,06,960	90.9081	90,06,960	0	100.0000	0.0000
Public Institutions	E-Voting	5,39,050	1,01,440	18.8183	1,01,320	120	99.8817	0.1183
	E-Voting at EGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1,01,440	18.8183	1,01,320	120	99.8817	0.1183
Public Non Institutions	E-Voting	2,82,06,750	1,70,38,927	60.4073	1,70,38,927	0	100.0000	0.0000
	E-Voting at EGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1,70,38,927	60.4073	1,70,38,927	0	100.0000	0.0000
Total		3,86,53,560	2,61,47,327	67.6453	2,61,47,207	120	99.9995	0.0005

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	9,00,580
Public Insitutions	0
Public - Non Insitutions	0

DRC Systems India Limited

Resolution Required : (Special)	3. To consider and approve revision in remuneration of Mr. Janmaya Pandya (DIN: 09019756), Executive Director and Chief Financial Officer of the Company.
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Whether promoter/ promoter group are interested in the agenda/resolution?	No
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Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	99,07,760	99,07,540	99.9978	99,07,540	0	100.0000	0.0000
	E-Voting at EGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		99,07,540	99.9978	99,07,540	0	100.0000	0.0000
Public Institutions	E-Voting	5,39,050	1,01,440	18.8183	1,01,320	120	99.8817	0.1183
	E-Voting at EGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1,01,440	18.8183	1,01,320	120	99.8817	0.1183
Public Non Institutions	E-Voting	2,82,06,750	1,70,38,857	60.4070	1,70,38,857	0	100.0000	0.0000
	E-Voting at EGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1,70,38,857	60.4070	1,70,38,857	0	100.0000	0.0000
Total		3,86,53,560	2,70,47,837	69.9750	2,70,47,717	120	99.9996	0.0004

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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CONSOLIDATED REPORT OF SCRUTINIZER

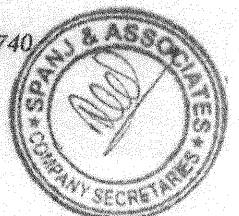
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman,
Extra Ordinary General Meeting of the
Equity Shareholders of DRC Systems India Limited,
Held on 19th October, 2022 at 11.00 a.m.
through Video Conferencing/Other Audio Visual Means

Dear Sir,

1. I, Ashish C. Doshi, Partner of SPANJ & ASSOCIATES, Company Secretaries in Practice having office at TF/1, Anison Bldg, 3rd Floor, State Bank of India Lane, Swastik Soc., Nr. Stadium Circle, C. G. Road, Navrangpura, Ahmedabad-380 009, have been appointed as Scrutinizer by the Board of Directors of DRC Systems India Limited ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 20th September, 2022 ("Notice") issued in accordance with General Circular No. 14/2020 dated April 8, 2020 read with other relevant circulars including General Circular No. 03/2022 dated May 5, 2022 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the Extra Ordinary General Meeting of its Equity Shareholders ("the Meeting" /"EGM") through VC / OAVM. The EGM was convened on Wednesday, 19th October, 2022 at 11:00 a.m. IST through VC / OAVM.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM ("remote e-voting"); and
 - (ii) process of e-voting at the EGM through electronic voting system ("e-voting").
3. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder, MCA Circulars and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("LODR") relating to voting through electronic means (by remote e-voting and e-voting at EGM) the resolutions proposed in the Notice of the Extra Ordinary General Meeting of the Company is the responsibility of the management. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems. Our responsibility as a Scrutinizer for e-voting process is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" if any, the resolutions contained in the Notice, based on the reports generated from the electronic

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voting system provided by Link Intime India Private Limited (Linkintime) and documents furnished to me electronically by the Company and/or Linkintime for my verification.

4. In accordance with the Notice of Extra Ordinary General Meeting sent to shareholders, the voting through electronic means/ remote e-voting started on Saturday, 15th October, 2022 (9:00 am) and ended on Tuesday, 18th October, 2022 (5:00 pm).
5. The Equity Shareholders holding shares as on the "cut off" date i.e. Wednesday, 12th October, 2022 were entitled to vote on the proposed resolutions (Item no. 01 to 03 as set out in the Notice of the Extra Ordinary General Meeting of the Equity Shareholders of DRC Systems India Limited) the Company.
6. The votes cast were unblocked on Wednesday, 19th October, 2022 after the conclusion of the EGM and was witnessed by two witnesses, Ms. Nirali Patel and Ms. Kinjal Raval who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Nirali Patel

Name: Nirali Patel

Kinjal Raval

Name: Kinjal Raval

7. Thereafter, the details containing *inter- alia*, list of equity Shareholders, who voted "For" and "Against", were downloaded from the remote e – Voting website of Link Intime India Private Limited (<https://instavote.linkintime.co.in>). Based on report generated by Linkintime and relied upon by us, data regarding the remote e-voting was scrutinized on test check basis.
8. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by Linkintime under my instructions. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / Linkintime and the authorizations lodged with the Company/ Linkintime on test check basis. The e-votes cast were unblocked on Wednesday, 19th October, 2022 after the conclusion of the EGM.
9. Based on reports generated from the e-voting website of Link Intime India Private Limited (<https://instavote.linkintime.co.in>), the Consolidated results of the remote e-voting and e-voting at EGM are as under :

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a) **Resolution No. 1 – To Offer and Issue Equity Shares on Preferential Basis:**

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voted	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	88	27047907	100.0000
E-voting at EGM conducted through VC/OAVM	0	0	0.0000
Total	88	27047907	-

(ii) Voted against the resolution:

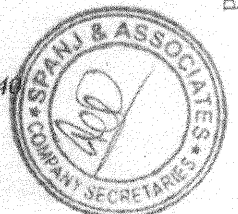
Type of Voting	Number of members present and voted	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	0	0	0.0000
E-voting at EGM conducted through VC/OAVM	0	0	0.0000
Total	0	0	-

(iii) Invalid Votes:

Type of Voting	Total Number of members whose votes were declared invalid	Total Number of Votes
Remote E-voting	0	0
E-voting at EGM conducted through VC/OAVM	0	0
Total	0	0

(iv) Abstained from Voting:

Type of Voting	Total Number of members who abstained from voting	Total Number of Votes
Remote E-voting	0	0
E-voting at EGM conducted through VC/OAVM	0	0
Total	0	0



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b) Resolution No. 2 – To consider and approve revision in remuneration of Mr. Hiten Barchha (DIN: 05251837), Managing Director of the Company:

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voted	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	85	26147207	99.9995
E-voting at EGM conducted through VC/OAVM	0	0	0.0000
Total	85	26147207	-

(ii) Voted against the resolution:

Type of Voting	Number of members present and voted	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	1	120	0.0005
E-voting at EGM conducted through VC/OAVM	0	0	0.0000
Total	1	120	-

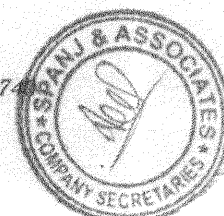
(iii) Invalid Votes:

Type of Voting	Total Number of members whose votes were declared invalid	Total Number of Votes
Remote E-voting	2	900580
E-voting at EGM conducted through VC/OAVM	0	0
Total	2	900580

(iv) Abstained from Voting:

Type of Voting	Total Number of members who abstained from voting	Total Number of Votes
Remote E-voting	0	0
E-voting at EGM conducted through VC/OAVM	0	0
Total	0	0

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c) Resolution No. 3 – To consider and approve revision in remuneration of Mr. Janmaya Pandya (DIN: 09019756), Executive Director and Chief Financial Officer of the Company:

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voted	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	86	27047717	99.9996
E-voting at EGM conducted through VC/OAVM	0	0	0.0000
Total	86	27047717	-

(ii) Voted against the resolution:

Type of Voting	Number of members present and voted	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	1	120	0.0004
E-voting at EGM conducted through VC/OAVM	0	0	0.0000
Total	1	120	-

(iii) Invalid Votes:

Type of Voting	Total Number of members whose votes were declared invalid	Total Number of Votes
Remote E-voting	0	0
E-voting at EGM conducted through VC/OAVM	0	0
Total	0	0

(iv) Abstained from Voting:

Type of Voting	Total Number of members who abstained from voting	Total Number of Votes
Remote E-voting	1	70
E-voting at EGM conducted through VC/OAVM	0	0
Total	1	70

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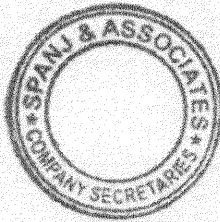
10. A Compilation of Data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution (Both through Remote e-voting and E-voting at EGM) has been handed over to Company Secretary.
11. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the EGM.
12. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of Linkintime. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, We do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing .


Thanking You,

Yours Faithfully,

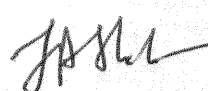
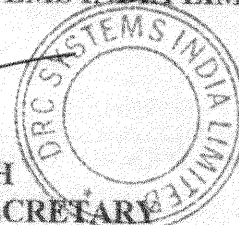
Date: 19th October, 2022

Place : Ahmedabad




ASHISH C DOSHI, PARTNER
SPANJ & ASSOCIATES
Company Secretaries
ACS/FCS No.: F3544
COP No.: 2356
P R No: 702/2020
UDIN: F003544D001290500

Countersigned:
For DRC SYSTEMS INDIA LIMITED



JAINAM SHAH
COMPANY SECRETARY