



R SYSTEMS INTERNATIONAL LIMITED

Corporate Identity Number : L74899DL1993PLC053579
[CMMI Level 5, PCMM Level 5, ISO 9001:2015 & ISO 27001:2013 Company]
C-40, Sector-59, NOIDA, Distt. Gautam Budh Nagar, U.P., India – 201 307

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Fax: +91-120-4082699

Email : rsil@rsystems.com
www.rsystems.com

Regd. Off.: GF-1-A, 6, Devika Tower,
Nehru Place, New Delhi- 110019

REF: SECT/06/2023/12

JUNE 27, 2023

To National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra – East, Mumbai – 400 051 NSE Symbol – RSYSTEMS	To BSE Limited Corporate Relationship Dept., Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. BSE Scrip Code – 532735
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Dear Sir,

SUB: SUBMISSION OF SCRUTINIZER’S REPORT WITH UNIQUE DOCUMENT IDENTIFICATION NUMBER (“UDIN”) FOR BUSINESSES APPROVED AT THE 29TH ANNUAL GENERAL MEETING

This is with reference to our letter reference No. SECT/06/2023/11 whereby we submitted the Scrutinizer’s Report on remote e-voting & e-voting during the 29th Annual General Meeting (“AGM”) of R Systems International Limited (the “Company”) and voting results as per the requirement of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the prescribed format.

In this regard, we wish to apprise you that due to technical difficulty on ICSI Portal, the UDIN could not be generated, therefore, the Scrutinizer Report was issued and uploaded without mentioning the UDIN.

Please find enclosed herewith the Scrutinizer’s Report with UDIN for your records and reference alongwith the voting results as per the requirement of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the prescribed format.

This is for your information and record.

Thanking you.

Yours faithfully,

For R Systems International Limited

Bhasker Dubey
(Company Secretary & Compliance Officer)



DPV & ASSOCIATES LLP

COMPANY SECRETARIES, LLPIN: AAV-8350

Reg. Off: 1A/1, Second Floor, Geeta Colony, Delhi-110031 /
Corporate Off.: B-285, First Floor, Green Fields, Sector-43, Faridabad-121010

E-mail: dpv@dpvassociates.com / devesh@dpvassociates.com

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 (the "Act") and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules") read with General Circulars issued by the Ministry of Corporate Affairs from time to time and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Chairman

29th Annual General Meeting

R SYSTEMS INTERNATIONAL LIMITED

(CIN: L74899DL1993PLC053579)

GF-1-A, 6, Devika Tower, Nehru Place,

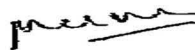
New Delhi- 110019

Dear Sir,

I, Devesh Kumar Vasisht, Managing Partner of M/s. DPV & Associates LLP, Company Secretaries, having office at 1A/1, Second Floor, Geeta Colony, New Delhi-110031, was appointed as Scrutinizer by the Board of Directors of **R SYSTEMS INTERNATIONAL LIMITED (the "Company")** on May 10, 2023, for the purpose of scrutinizing voting process i.e. remote e-voting and voting during the 29th Annual General Meeting (**'AGM'**), in a fair and transparent manner under the provisions of Sections 108 of the Act, read with the Rules and read with General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021 & 10/2022 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021 and December 14, 2021 and December 28, 2022, respectively (collectively referred as '**MCA Circulars'**'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'Listing Regulations'**), read with SEBI Circular No. SEBI/ HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 (**'SEBI Circulars'**'), Secretarial Standard-2 on General Meetings, issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the resolutions considered at the AGM of the Company held on Wednesday, June 21, 2023 at 9:30 a.m. through Video Conferencing (**'VC'**) or Other Audio Visual Means (**'OAVM'**).

I submit my report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder; and (ii) the MCA Circulars; (iii) SEBI Circulars; and (iv) the Listing Regulations related to e-voting in respect of the resolutions contained in the AGM Notice dated May 10, 2023 and Addendum dated June 1, 2023 to the AGM Notice including the dispatch of AGM notice and addendum thereto to the shareholders and also to ensure a secured framework for e-voting.
2. My responsibility as Scrutinizer is restricted to make a consolidated scrutinizer's report of the votes cast in 'Favour' or 'Against' the resolutions contained in the AGM Notice and addendum thereto, based on the report generated from the e-voting platform provided by Link Intime India Private Limited ('LI IPL').
3. The remote e-voting period was commenced on Saturday, June 17, 2023 (09:00 a.m. IST) and ended on Tuesday, June 20, 2023 (05:00 p.m. IST) via e-voting platform provided by LI IPL on its designated website i.e. <https://instavote.linkintime.co.in/>. The Company also provided e-voting facility during the AGM to the Members who participated/ attended through VC/ OAVM to enable such Members to cast their votes, if they had not casted their vote earlier through remote e-voting.
4. The Members of the Company as on the "Cut-off Date" i.e. Wednesday, June 14, 2023 were entitled to avail the facility of remote e-voting as well as e-voting at the AGM on the proposed resolutions as set out in AGM Notice.
5. After completion of e-voting at the AGM, the e-votes cast by the Shareholders were unblocked in the presence of two witnesses i.e. Mr. Mukesh Sharma and Mr. Parveen Kumar who are not in the employment of the Company and have signed below in confirmation of the same:



Mukesh Sharma



Parveen Kumar

6. Thereafter, the data of remote e-voting and e-voting at the AGM was diligently scrutinized and reconciled with the register of members of the Company as on cut-off date as maintained by LI IPL, RTA of the Company. Detailed registers are maintained containing the summary of results of remote e-voting and e-voting at AGM.
7. There was no shareholder who opted for both the facilities, i.e. remote e-voting and e-voting at AGM.
8. As on cut-off date, the fully paid-up share capital of the Company was Rs. 11,83,03,445/- (Rupees Eleven Crores Eighty Three Lakhs Three Thousand Four Hundred Forty Five Only) divided into 11,83,03,445 (Eleven Crores Eighty Three Lakhs Three Thousand Four Hundred Forty Five Only) equity shares of Re. 1 (Rupee One Only) each.

9. The consolidated summary of results of e-voting during AGM and remote e-voting are as under:

Resolution No. 1 **To receive, consider and adopt audited financial statements (including consolidated financial statements) of the Company for the financial year ended December 31, 2022 and the Reports of the Board of Directors and the Auditors thereon.**
Ordinary Resolution

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
Assent	3,756	6,18,05,720	6,18,09,476	99.99998
Dissent	-	15	15	0.00002
Total	3,756	6,18,05,735	6,18,09,491	100.00000

Therefore, the above-mentioned Resolution has been approved with requisite majority. The detailed break up of e-voting during AGM and remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure A'.

Resolution No. 2 **To confirm interim dividend of INR 6.50/- per equity share, declared and paid for the financial year ended December 31, 2022.**
Ordinary Resolution

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
Assent	3,756	6,18,05,720	6,18,09,476	99.99998
Dissent	-	15	15	0.00002
Total	3,756	61805735	61809491	100.00000

Therefore, the above-mentioned Resolution has been approved with requisite majority. The detailed break up of e-voting during AGM and remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure B'.

Resolution No. 3 **To consider and ratify the period of extension of the tenure of Lt. Gen. Baldev Singh (Retd.) (DIN: 00006966), President & Sr. Executive Director of the Company.**
Special Resolution

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
Assent	3,756	6,18,05,146	6,18,08,902	99.99905
Dissent	-	589	589	0.00095
Total	3,756	6,18,05,735	6,18,09,491	100

Therefore, the above-mentioned Resolution has been approved with requisite majority. The detailed break up of e-voting during AGM and remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure C'.

Resolution No. 4 **To consider and appoint Mr. Mukesh Mehta (DIN: 08319159), as a Non-Ordinary Resolution** **Executive Director of the Company.**

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
Assent	3,756	6,18,05,146	6,18,08,902	99.99905
Dissent	-	589	589	0.00095
Total	3,756	6,18,05,735	6,18,09,491	100

Therefore, the above-mentioned Resolution has been approved with requisite majority. The detailed break up of e-voting during AGM and remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure D'.

Resolution No. 5 **To consider and appoint Mr. Amit Dalmia (DIN: 05313886), as a Non-Ordinary Resolution** **Executive Director of the Company.**

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
Assent	3,756	6,17,73,208	6,17,76,964	99.94738
Dissent	-	32,527	32,527	0.05262
Total	3,756	6,18,05,735	6,18,09,491	100

Therefore, the above-mentioned Resolution has been approved with requisite majority. The detailed break up of e-voting during AGM and remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure E'.

Resolution No. 6 **To consider and appoint Mr. Animesh Agrawal (DIN: 08538625), as a Non-Ordinary Resolution** **Executive Director of the Company.**

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
Assent	3,756	6,18,05,146	6,18,08,902	99.99905
Dissent	-	589	589	0.00095
Total	3,756	6,18,05,735	6,18,09,491	100

Therefore, the above-mentioned Resolution has been approved with requisite majority. The detailed break up of e-voting during AGM and remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure F'.

Resolution No. 7 was proposed through Addendum dated June 1, 2023 to the AGM Notice

Resolution No. 7 **To consider and appoint Mr. Nitesh Bansal (DIN: 10170738), as Managing Ordinary Resolution** **Director and Chief Executive Officer of the Company.**

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
Assent	3,756	6,16,95,481	6,16,99,237	99.82162
Dissent	-	1,10,254	1,10,254	0.17838
Total	3,756	6,18,05,735	6,18,09,491	100

Therefore, the above-mentioned Resolution has been approved with requisite majority. The detailed break up of e-voting during AGM and remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure G'.

10. The register containing the details of e-voting will be handed over to the Chairperson of the Company, for preserving safely after the Chairperson considers, approves and signs the minutes of the AGM.

Thanking You,

For DPV & Associates LLP
Company Secretaries

Firm Reg. No.: L2021DE009500
Peer Review Certificate No. 2792/2022

DEVESH Digitally signed by DEVESH
KUMAR KUMAR VASISHT
Date: 2023.06.22

VASISHT 15:44:30 +05'30'

Devesh Kumar Vasisht

Managing Partner

CP No.:13700 / Mem. No. F8488

Date: June 22, 2023

Place: New Delhi

UDIN: F008488E000508823

Countersigned by

On behalf of the Chairperson
29th AGM of R Systems International Limited

Nand Lal Digitally signed by Nand Lal Sardana
Sardana Date: 2023.06.22
15:51:44 +05'30'

Nand Sardana

Chief Financial Officer

Date: June 22, 2023

Place: New Delhi

Details of E-voting during the AGM & remote e-voting for Resolution No.-1 are as under:

A1. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares in ₹
a) Total votes received	157	6,18,05,735	6,18,05,735
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	157	6,18,05,735	6,18,05,735
d) Votes with assent for the resolution	142	6,18,05,720	6,18,05,720
e) Votes with dissent for the resolution	15	15	15

A2. VOTING THROUGH E-VOTING DURING AGM:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares in ₹
a) Total votes received	23	3,756	3,756
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	23	3,756	3,756
d) Votes with assent for the resolution	23	3,756	3,756
e) Votes with dissent for the resolution	-	-	-

Details of E-voting during the AGM & remote e-voting for Resolution No.-2 are as under:

B1. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares in ₹
a) Total votes received	157	6,18,05,735	6,18,05,735
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	157	6,18,05,735	6,18,05,735
d) Votes with assent for the resolution	142	6,18,05,720	6,18,05,720
e) Votes with dissent for the resolution	15	15	15

B2. VOTING THROUGH E-VOTING DURING AGM:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares in ₹
a) Total votes received	23	3,756	3,756
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	23	3,756	3,756
d) Votes with assent for the resolution	23	3,756	3,756
e) Votes with dissent for the resolution	-	-	-

Details of E-voting during the AGM & remote e-voting for Resolution No.-3 are as under:

C1. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares in ₹
a) Total votes received	157	6,18,05,735	6,18,05,735
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	157	6,18,05,735	6,18,05,735
d) Votes with assent for the resolution	139	6,18,05,146	6,18,05,146
e) Votes with dissent for the resolution	18	589	589

C2. VOTING THROUGH E-VOTING DURING AGM:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares in ₹
a) Total votes received	23	3,756	3,756
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	23	3,756	3,756
d) Votes with assent for the resolution	23	3,756	3,756
e) Votes with dissent for the resolution	-	-	-

Details of E-voting during the AGM & remote e-voting for Resolution No.- 4 are as under:

D1. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares in ₹
a) Total votes received	157	6,18,05,735	6,18,05,735
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	157	6,18,05,735	6,18,05,735
d) Votes with assent for the resolution	139	6,18,05,146	6,18,05,146
e) Votes with dissent for the resolution	18	589	589

D2. VOTING THROUGH E-VOTING DURING AGM:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares in ₹
a) Total votes received	23	3,756	3,756
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	23	3,756	3,756
d) Votes with assent for the resolution	23	3,756	3,756
e) Votes with dissent for the resolution	-	-	-

Details of E-voting during the AGM & remote e-voting for Resolution No.- 5 are as under:

E1. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares in ₹
a) Total votes received	157	6,18,05,735	6,18,05,735
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	157	6,18,05,735	6,18,05,735
d) Votes with assent for the resolution	138	6,17,73,208	6,17,73,208
e) Votes with dissent for the resolution	19	32,527	32,527

E2. VOTING THROUGH E-VOTING DURING AGM:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares in ₹
a) Total votes received	23	3,756	3,756
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	23	3,756	3,756
d) Votes with assent for the resolution	23	3,756	3,756
e) Votes with dissent for the resolution	-	-	-

Details of E-voting during the AGM & remote e-voting for Resolution No.- 6 are as under:

F1. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares in ₹
a) Total votes received	157	6,18,05,735	6,18,05,735
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	157	6,18,05,735	6,18,05,735
d) Votes with assent for the resolution	139	6,18,05,146	6,18,05,146
e) Votes with dissent for the resolution	18	589	589

F2. VOTING THROUGH E-VOTING DURING AGM:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares in ₹
a) Total votes received	23	3,756	3,756
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	23	3,756	3,756
d) Votes with assent for the resolution	23	3,756	3,756
e) Votes with dissent for the resolution	-	-	-

Details of E-voting during the AGM & remote e-voting for Resolution No.- 7 are as under:

G1. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares in ₹
a) Total votes received	157	6,18,05,735	6,18,05,735
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	157	6,18,05,735	6,18,05,735
d) Votes with assent for the resolution	136	6,16,95,481	6,16,95,481
e) Votes with dissent for the resolution	21	1,10,254	1,10,254

G2. VOTING THROUGH E-VOTING DURING AGM:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares in ₹
a) Total votes received	23	3,756	3,756
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	23	3,756	3,756
d) Votes with assent for the resolution	23	3,756	3,756
e) Votes with dissent for the resolution	-	-	-

R Systems International Limited

Voting Results of Annual General Meeting

Details of venue voting and remote e-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:

Date of the AGM	June 21, 2023
Total number of shareholders on record date i.e. June 14, 2023	31,277
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	1 164

1. Ordinary Resolution: To receive, consider and adopt audited financial statements (including consolidated financial statements) of the Company for the financial year ended December 31, 2022 and the Reports of the Board of Directors and the Auditors thereon.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	6,14,33,005	6,14,32,935	99.9999	6,14,32,935	-	100.0000	0.0000
	Poll		-	-	-	-	0.0000	0.0000
	Total		6,14,32,935	99.9999	6,14,32,935	-	100.0000	0.0000
Public-Institutions	E-voting	9,65,800	1,72,567	17.8678	1,72,567	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		1,72,567	17.8678	1,72,567	-	100.0000	0.0000
Public-Non Institutions	E-voting	5,59,04,640	2,03,989	0.3649	2,03,974	15	99.9926	0.0074
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		2,03,989	0.3649	2,03,974	15	99.9926	0.0074
Total		11,83,03,445	6,18,09,491	52.2466	6,18,09,476	15	100.0000	0.0000

For R Systems International Limited

Bhasker Dubey
 (Company Secretary & Compliance Officer)

2. Ordinary Resolution: To confirm interim dividend of INR 6.50/- per equity share, declared and paid for the financial year ended December 31, 2022.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	6,14,33,005	6,14,32,935	99.9999	6,14,32,935	-	100.0000	0.0000
	Poll		-	-	-	-	0.0000	0.0000
	Total		6,14,32,935	99.9999	6,14,32,935	-	100.0000	0.0000
Public-Institutions	E-voting	9,65,800	1,72,567	17.8678	1,72,567	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		1,72,567	17.8678	1,72,567	-	100.0000	0.0000
Public-Non Institutions	E-voting	5,59,04,640	2,03,989	0.3649	2,03,974	15	99.9926	0.0074
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		2,03,989	0.3649	2,03,974	15	99.9926	0.0074
Total		11,83,03,445	6,18,09,491	52.2466	6,18,09,476	15	100.0000	0.0000

3. Special Resolution: To consider and ratify the period of extension of the tenure of Lt. Gen. Baldev Singh (Retd.) (DIN: 00006966), President & Sr. Executive Director of the Company.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	6,14,33,005	6,14,32,935	99.9999	6,14,32,935	-	100.0000	0.0000
	Poll		-	-	-	-	0.0000	0.0000
	Total		6,14,32,935	99.9999	6,14,32,935	-	100.0000	0.0000
Public-Institutions	E-voting	9,65,800	1,72,567	17.8678	1,72,567	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		1,72,567	17.868	1,72,567	-	100.0000	0.0000
Public-Non Institutions	E-voting	5,59,04,640	2,03,989	0.3649	2,03,400	589	99.7113	0.2887
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		2,03,989	0.3649	2,03,400	589	99.7113	0.2887
Total		11,83,03,445	6,18,09,491	52.2466	6,18,08,902	589	99.9990	0.0010

For R Systems International Limited


Bhaſker Dubey

(Company Secretary & Compliance Officer)

4. Ordinary Resolution: To consider and appoint Mr. Mukesh Mehta (DIN: 08319159), as a Non-Executive Director of the Company.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	6,14,33,005	6,14,32,935	99.9999	6,14,32,935	-	100.0000	0.0000
	Poll		-	-	-	-	0.0000	0.0000
	Total		6,14,32,935	99.9999	6,14,32,935	-	100.0000	0.0000
Public-Institutions	E-voting	9,65,800	1,72,567	17.8678	1,72,567	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		1,72,567	17.8678	1,72,567	-	100.0000	0.0000
Public-Non Institutions	E-voting	5,59,04,640	2,03,989	0.3649	2,03,400	589	99.7113	0.2887
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		2,03,989	0.3649	2,03,400	589	99.7113	0.2887
Total		11,83,03,445	6,18,09,491	52.2466	6,18,08,902	589	99.9990	0.0010

5. Ordinary Resolution: To consider and appoint Mr. Amit Dalmia (DIN: 05313886), as a Non-Executive Director of the Company.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	6,14,33,005	6,14,32,935	99.9999	6,14,32,935	-	100.0000	0.0000
	Poll		-	-	-	-	0.0000	0.0000
	Total		6,14,32,935	99.9999	6,14,32,935	-	100.0000	0.0000
Public-Institutions	E-voting	9,65,800	1,72,567	17.8678	1,40,629	31,938	81.4924	18.5076
	Poll		-	-	-	-	0.0000	0.0000
	Total		1,72,567	17.8678	1,40,629	31,938	81.4924	18.5076
Public-Non Institutions	E-voting	5,59,04,640	2,03,989	0.3649	2,03,400	589	99.7113	0.2887
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		2,03,989	0.3649	2,03,400	589	99.7113	0.2887
Total		11,83,03,445	6,18,09,491	52.2466	6,17,76,964	32,527	99.9474	0.0526

For R Systems International Limited



Bhasker Dubey

(Company Secretary & Compliance Officer)

6. Ordinary Resolution: To consider and appoint Mr. Animesh Agrawal (DIN: 08538625), as a Non-Executive Director of the Company.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	6,14,33,005	6,14,32,935	99.9999	6,14,32,935	-	100.0000	0.0000
	Poll		-	-	-	-	0.0000	0.0000
	Total		6,14,32,935	99.9999	6,14,32,935	-	100.0000	0.0000
Public-Institutions	E-voting	9,65,800	1,72,567	17.8678	1,72,567	-	100.0000	0.0000
	Poll		-	-	-	-	0.0000	0.0000
	Total		1,72,567	17.8678	1,72,567	-	100.0000	0.0000
Public-Non Institutions	E-voting	5,59,04,640	2,03,989	0.3649	2,03,400	589	99.7113	0.2887
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		2,03,989	0.3649	2,03,400	589	99.7113	0.2887
Total		11,83,03,445	6,18,09,491	52.2466	6,18,08,902	589	99.9990	0.0010

7. Ordinary Resolution: To consider and appoint Mr. Nitesh Bansal (DIN: 10170738), as Managing Director and Chief Executive Officer of the Company.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	6,14,33,005	6,14,32,935	99.9999	6,14,32,935	-	100.0000	0.0000
	Poll		-	-	-	-	0.0000	0.0000
	Total		6,14,32,935	99.9999	6,14,32,935	-	100.0000	0.0000
Public-Institutions	E-voting	9,65,800	1,72,567	17.8678	62,902	1,09,665	36.4508	63.5492
	Poll		0	0	-	-	0.0000	0.0000
	Total		1,72,567	17.86777801	62,902	1,09,665	36.4508	63.5492
Public-Non Institutions	E-voting	5,59,04,640	2,03,989	0.3649	2,03,400	589	99.7113	0.2887
	Poll		-	0.0000	-	-	0.0000	0.0000
	Total		2,03,989	0.3649	2,03,400	589	99.7113	0.2887
Total		11,83,03,445	6,18,09,491	52.2466	6,16,99,237	1,10,254	99.8216	0.1784

For R Systems International Limited


Bhasker Dubey

(Company Secretary & Compliance Officer)