

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L74899DL1993PLC053579

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCR9541B

(ii) (a) Name of the company

R SYSTEMS INTERNATIONAL LI

(b) Registered office address

GF-1-A, 6, Devika Tower,
Nehru Place,
New Delhi
Delhi
110019

(c) *e-mail ID of the company

RSIL@rsystems.com

(d) *Telephone number with STD code

01204303500

(e) Website

www.rsystems.com

(iii) Date of Incorporation

14/05/1993

| (iv) | Type of the Company | Category of the Company | Sub-category of the Company |
|------|---------------------|---------------------------|-------------------------------|
| | Public Company | Company limited by shares | Indian Non-Government company |

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

| S. No. | Stock Exchange Name | Code |
|--------|---|-------|
| 1 | Bombay Stock Exchange and National Stock Exchange | 1,025 |
| | | |

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/01/2022 (DD/MM/YYYY) To date 31/12/2022 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM 21/06/2023

(b) Due date of AGM 30/06/2023

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 2

| S.No | Main Activity group code | Description of Main Activity group | Business Activity Code | Description of Business Activity | % of turnover of the company |
|------|--------------------------|------------------------------------|------------------------|--|------------------------------|
| 1 | J | Information and communication | J6 | Computer programming, consultancy and related activities | 85.15 |
| 2 | J | Information and communication | J8 | Other information & communication service activities | 14.85 |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 26

Pre-fill All

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|--------------------------------|------------|--|------------------|
| 1 | R Systems (Singapore) Pte. Ltd | | Subsidiary | 100 |

| | | | | |
|----|----------------------------------|-----------------------|------------|-------|
| 2 | R Systems, Inc., | | Subsidiary | 100 |
| 3 | R Systems Technologies Ltd. | | Subsidiary | 100 |
| 4 | RSYS Technologies Limited | | Subsidiary | 99.75 |
| 5 | R Systems Consulting Services | | Subsidiary | 100 |
| 6 | R Systems Consulting Services | | Subsidiary | 100 |
| 7 | R Systems Consulting Services | | Subsidiary | 99.75 |
| 8 | R Systems Consulting Services | | Subsidiary | 99.75 |
| 9 | R Systems Consulting Services | | Subsidiary | 99.75 |
| 10 | R Systems Consulting Services | | Subsidiary | 99.75 |
| 11 | R Systems Consulting Services | | Subsidiary | 99.75 |
| 12 | R Systems Computaris Internat | | Subsidiary | 99.75 |
| 13 | R Systems Computaris S.R.L. | | Subsidiary | 100 |
| 14 | R Systems Computaris Malaysi | | Subsidiary | 100 |
| 15 | R Systems Computaris Poland | | Subsidiary | 100 |
| 16 | R Systems Computaris Europe | | Subsidiary | 100 |
| 17 | R Systems Computaris Philippi | | Subsidiary | 100 |
| 18 | R Systems Computaris Suisse S | | Subsidiary | 100 |
| 19 | R Systems IBIZCS Pte. Ltd. | | Subsidiary | 100 |
| 20 | IBIZ Consulting Services Pte. Lt | | Subsidiary | 100 |
| 21 | R Systems IBIZCS Sdn. Bhd. | | Subsidiary | 100 |
| 22 | PT RSystems IBIZCS Internatio | | Subsidiary | 100 |
| 23 | IBIZ Consulting Services Limite | | Subsidiary | 100 |
| 24 | IBIZ Consulting Services (Shan | | Subsidiary | 100 |
| 25 | IBIZ Consulting (Thailand) Co. l | | Subsidiary | 100 |
| 26 | IBIZ Consultancy Services India | U72200DL2008PTC392971 | Subsidiary | 100 |

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of equity shares | 206,000,000 | 118,303,445 | 118,303,445 | 118,303,445 |
| Total amount of equity shares (in Rupees) | 206,000,000 | 118,303,445 | 118,303,445 | 118,303,445 |

Number of classes

1

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Equity Shares of Re. 1/- each | | | | |
| Number of equity shares | 206,000,000 | 118,303,445 | 118,303,445 | 118,303,445 |
| Nominal value per share (in rupees) | 1 | 1 | 1 | 1 |
| Total amount of equity shares (in rupees) | 206,000,000 | 118,303,445 | 118,303,445 | 118,303,445 |

(b) Preference share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares | 0 | 0 | 0 | 0 |
| Total amount of preference shares (in rupees) | 0 | 0 | 0 | 0 |

Number of classes

0

| Class of shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Number of preference shares | | | | |
| Nominal value per share (in rupees) | | | | |
| Total amount of preference shares (in rupees) | 0 | 0 | | |

(c) Unclassified share capital

| Particulars | Authorised Capital |
|-------------------------------------|--------------------|
| Total amount of unclassified shares | 0 |

(d) Break-up of paid-up share capital

| Class of shares | Number of shares | | | Total nominal amount | Total Paid-up amount | Total premium |
|-----------------|------------------|-------|-------|----------------------|----------------------|---------------|
| | Physical | DEMAT | Total | | | |
| Equity shares | | | | | | |

| | | | | | | |
|---|---------|-------------|-----------|-------------|-------------|---|
| At the beginning of the year | 220,450 | 118,082,995 | 118303445 | 118,303,445 | 118,303,445 | |
| Increase during the year | 0 | 69 | 69 | 0 | 0 | 0 |
| i. Public Issues | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Rights issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Bonus issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Private Placement/ Preferential allotment | 0 | 0 | 0 | 0 | 0 | 0 |
| v. ESOPs | 0 | 0 | 0 | 0 | 0 | 0 |
| vi. Sweat equity shares allotted | 0 | 0 | 0 | 0 | 0 | 0 |
| vii. Conversion of Preference share | 0 | 0 | 0 | 0 | 0 | 0 |
| viii. Conversion of Debentures | 0 | 0 | 0 | 0 | 0 | 0 |
| ix. GDRs/ADRs | 0 | 0 | 0 | 0 | 0 | 0 |
| x. Others, specify | | 69 | 69 | | | |
| Dematerialisation of shares | | | | | | |
| Decrease during the year | 69 | 0 | 69 | 0 | 0 | 0 |
| i. Buy-back of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify | 69 | | 69 | | | |
| Dematerialisation of shares | | | | | | |
| At the end of the year | 220,381 | 118,083,064 | 118303445 | 118,303,445 | 118,303,445 | |
| Preference shares | | | | | | |
| At the beginning of the year | 0 | 0 | 0 | 0 | 0 | |
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Issues of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Re-issue of forfeited shares | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Others, specify | | | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 | 0 | 0 |

| | | | | | | |
|---------------------------------|---|---|---|---|---|---|
| i. Redemption of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify | | | | | | |
| At the end of the year | 0 | 0 | 0 | 0 | 0 | |

ISIN of the equity shares of the company

INE411H01032

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

| Class of shares | | (i) | (ii) | (iii) |
|------------------------------|----------------------|-----|------|-------|
| Before split / Consolidation | Number of shares | | | |
| | Face value per share | | | |
| After split / Consolidation | Number of shares | | | |
| | Face value per share | | | |

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil
 [Details being provided in a CD/Digital Media] Yes No Not Applicable

Separate sheet attached for details of transfers Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

Date of registration of transfer (Date Month Year)

| | | |
|------------------|----------------------|---|
| Type of transfer | <input type="text"/> | 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock |
|------------------|----------------------|---|

| | | | |
|--|----------------------|--|----------------------|
| Number of Shares/ Debentures/ Units Transferred | <input type="text"/> | Amount per Share/ Debenture/Unit (in Rs.) | <input type="text"/> |
| Ledger Folio of Transferor | | <input type="text"/> | |
| Transferor's Name | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| | Surname | middle name | first name |
| Ledger Folio of Transferee | | <input type="text"/> | |
| Transferee's Name | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| | Surname | middle name | first name |

| | | | |
|--|----------------------|--|----------------------|
| Date of registration of transfer (Date Month Year) | | <input type="text"/> | |
| Type of transfer | <input type="text"/> | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock | |
| Number of Shares/ Debentures/ Units Transferred | <input type="text"/> | Amount per Share/ Debenture/Unit (in Rs.) | <input type="text"/> |
| Ledger Folio of Transferor | | <input type="text"/> | |
| Transferor's Name | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| | Surname | middle name | first name |
| Ledger Folio of Transferee | | <input type="text"/> | |
| Transferee's Name | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| | Surname | middle name | first name |

(iv) *Debentures (Outstanding as at the end of financial year)

| Particulars | Number of units | Nominal value per unit | Total value |
|----------------------------|-----------------|------------------------|-------------|
| Non-convertible debentures | 0 | 0 | 0 |

| Particulars | Number of units | Nominal value per unit | Total value |
|-------------------------------|-----------------|------------------------|-------------|
| Partly convertible debentures | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 |
| Total | | | 0 |

Details of debentures

| Class of debentures | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|--------------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| Non-convertible debentures | 0 | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 | 0 |

(v) Securities (other than shares and debentures)

0

| Type of Securities | Number of Securities | Nominal Value of each Unit | Total Nominal Value | Paid up Value of each Unit | Total Paid up Value |
|--------------------|----------------------|----------------------------|---------------------|----------------------------|---------------------|
| | | | | | |
| | | | | | |
| Total | | | | | |

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

8,138,901,419

(ii) Net worth of the Company

3,902,143,632

VI. (a) *SHARE HOLDING PATTERN - Promoters

| S. No. | Category | Equity | | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 2,011,822 | 1.7 | 0 | |
| | (ii) Non-resident Indian (NRI) | 47,415,524 | 40.08 | 0 | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | |

| | | | | | |
|-----|---|------------|-------|---|---|
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 0 | 0 | 0 | |
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 0 | 0 | 0 | |
| 10. | Others Foreign Trust | 11,702,623 | 9.89 | 0 | |
| | Total | 61,129,969 | 51.67 | 0 | 0 |

Total number of shareholders (promoters)

9

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

| S. No. | Category | Equity | | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 10,552,828 | 8.92 | 0 | |
| | (ii) Non-resident Indian (NRI) | 43,516,871 | 36.78 | 0 | |
| | (iii) Foreign national (other than NRI) | 162,000 | 0.14 | 0 | |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 0 | 0 | 0 | |
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |

| | | | | | |
|-----|---|------------|-------|---|---|
| 6. | Foreign institutional investors | 478,314 | 0.4 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 2,417,426 | 2.04 | 0 | |
| 10. | Others IEPF and Trust | 46,037 | 0.04 | 0 | |
| | Total | 57,173,476 | 48.32 | 0 | 0 |

Total number of shareholders (other than promoters)

29,945

**Total number of shareholders (Promoters+Public/
Other than promoters)**

29,954

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

16

| Name of the FII | Address | Date of Incorporation | Country of Incorporation | Number of shares held | % of shares held |
|----------------------|---------------------------------|-----------------------|--------------------------|-----------------------|------------------|
| ACADIAN EMERGING | DEUTSCHE BANK AG DB HOUSE, H | | | 107,218 | 0.09 |
| CITY OF NEW YORK GF | HSBC SECURITIES SERVICES 11TH F | | | 77,194 | 0.07 |
| ACADIAN EMERGING | DEUTSCHE BANK AG DB HOUSE, H | | | 52,349 | 0.04 |
| ACADIAN EMERGING | DEUTSCHE BANK AG DB HOUSE, H | | | 38,561 | 0.03 |
| FLORIDA RETIREMENT | DEUTSCHE BANK AG DB HOUSE, H | | | 28,606 | 0.02 |
| ACADIAN EMERGING | DEUTSCHE BANK AG DB HOUSE, H | | | 26,315 | 0.02 |
| TEACHERS RETIREMEN | JPMORGAN CHASE BANK NA, INDI | | | 24,904 | 0.02 |
| THE NOMURA TRUST | CITIBANK NA CUSTODY SERVICES, | | | 24,687 | 0.02 |
| THE UNIVERSITY OF TE | DEUTSCHE BANK AG DB HOUSE, H | | | 18,640 | 0.02 |
| RUSSELL INVESTMENT | DEUTSCHE BANK AG DB HOUSE, H | | | 17,699 | 0.01 |
| TEXAS MUNICIPAL RE | DEUTSCHE BANK AG DB HOUSE, H | | | 16,683 | 0.01 |
| ACADIAN EMERGING | DEUTSCHE BANK AG, DB HOUSE H | | | 14,885 | 0.01 |
| RUSSELL INVESTMENT | DEUTSCHE BANK AG DB HOUSE,H. | | | 13,390 | 0.01 |
| RUSSELL INVESTMENT | DEUTSCHE BANK AG DB HOUSE,H. | | | 8,774 | 0.01 |
| ACADIAN EMERGING | DEUTSCHE BANK AG DB HOUSE,H. | | | 8,397 | 0.01 |

| Name of the FII | Address | Date of Incorporation | Country of Incorporation | Number of shares held | % of shares held |
|--------------------|------------------------------|-----------------------|--------------------------|-----------------------|------------------|
| COPTHALL MAURITIUS | JPMORGAN CHASE BANK NA,INDIA | | | 12 | |

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

| Details | At the beginning of the year | At the end of the year |
|--------------------------------|------------------------------|------------------------|
| Promoters | 9 | 9 |
| Members (other than promoters) | 28,682 | 29,945 |
| Debenture holders | 0 | 0 |

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

| Category | Number of directors at the beginning of the year | | Number of directors at the end of the year | | Percentage of shares held by directors as at the end of year | |
|--|--|---------------|--|---------------|--|---------------|
| | Executive | Non-executive | Executive | Non-executive | Executive | Non-executive |
| A. Promoter | 1 | 0 | 1 | 0 | 6.26 | 0 |
| B. Non-Promoter | 2 | 3 | 2 | 3 | 0.01 | 0 |
| (i) Non-Independent | 2 | 0 | 2 | 0 | 0.01 | 0 |
| (ii) Independent | 0 | 3 | 0 | 3 | 0 | 0 |
| C. Nominee Directors representing | 0 | 0 | 0 | 0 | 0 | 0 |
| (i) Banks & FIs | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Investing institutions | 0 | 0 | 0 | 0 | 0 | 0 |
| (iii) Government | 0 | 0 | 0 | 0 | 0 | 0 |
| (iv) Small share holders | 0 | 0 | 0 | 0 | 0 | 0 |
| (v) Others | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 3 | 3 | 3 | 3 | 6.27 | 0 |

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

8

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

| Name | DIN/PAN | Designation | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|-------------------------|------------|---------------------|--------------------------------|--|
| Dr. Satinder Singh Rekt | 00006955 | Managing Director | 7,403,456 | 10/05/2023 |
| Mr. Baldev Singh | 00006966 | Whole-time director | 8,242 | 10/05/2023 |
| Mr. Avirag Jain | 00004801 | Whole-time director | 100 | 10/05/2023 |
| Mrs. Ruchica Gupta | 06912329 | Director | 0 | |
| Mr. Kapil Dhameja | 02889310 | Director | 0 | |
| Mr. Aditya Wadhwa | 07556408 | Director | 0 | |
| Mr. Nand Sardana | ABLPS2088Q | CFO | 195,790 | |
| Mr. Bhasker Dubey | BKUPD2115A | Company Secretar | 0 | |

(ii) Particulars of change in director(s) and Key managerial personnel during the year

0

| Name | DIN/PAN | Designation at the beginning / during the financial year | Date of appointment/ change in designation/ cessation | Nature of change (Appointment/ Change in designation/ Cessation) |
|------|---------|--|---|--|
| | | | | |

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

| Type of meeting | Date of meeting | Total Number of Members entitled to attend meeting | Attendance | |
|------------------------|-----------------|--|----------------------------|-------------------------|
| | | | Number of members attended | % of total shareholding |
| Annual General Meeting | 20/06/2022 | 38,913 | 155 | 51.93 |

B. BOARD MEETINGS

*Number of meetings held

8

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1 | 18/02/2022 | 6 | 4 | 66.67 |
| 2 | 26/03/2022 | 6 | 6 | 100 |

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 3 | 10/05/2022 | 6 | 5 | 83.33 |
| 4 | 01/06/2022 | 6 | 6 | 100 |
| 5 | 05/08/2022 | 6 | 5 | 83.33 |
| 6 | 12/11/2022 | 6 | 5 | 83.33 |
| 7 | 25/11/2022 | 6 | 6 | 100 |
| 8 | 15/12/2022 | 6 | 6 | 100 |

C. COMMITTEE MEETINGS

Number of meetings held

19

| S. No. | Type of meeting | Date of meeting | Total Number of Members as on the date of the meeting | Attendance | |
|--------|-----------------|-----------------|---|----------------------------|-----------------|
| | | | | Number of members attended | % of attendance |
| 1 | AUDIT COMM | 18/02/2022 | 4 | 3 | 75 |
| 2 | AUDIT COMM | 26/03/2022 | 4 | 4 | 100 |
| 3 | AUDIT COMM | 10/05/2022 | 4 | 4 | 100 |
| 4 | AUDIT COMM | 01/06/2022 | 4 | 4 | 100 |
| 5 | AUDIT COMM | 05/08/2022 | 4 | 4 | 100 |
| 6 | AUDIT COMM | 12/11/2012 | 4 | 4 | 100 |
| 7 | AUDIT COMM | 15/12/2022 | 4 | 4 | 100 |
| 8 | NOMINATION | 18/02/2022 | 3 | 2 | 66.67 |
| 9 | NOMINATION | 26/03/2022 | 3 | 3 | 100 |
| 10 | RISK MANAGI | 18/02/2022 | 3 | 2 | 66.67 |

D. *ATTENDANCE OF DIRECTORS

| S. No. | Name of the director | Board Meetings | | | Committee Meetings | | | Whether attended AGM held on 21/06/2023 (Y/N/NA) |
|--------|----------------------|--|-----------------------------|-----------------|--|-----------------------------|-----------------|--|
| | | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | |

| | | | | | | | | |
|---|-----------------|---|---|------|----|----|-------|----------------|
| 1 | Dr. Satinder S | 8 | 4 | 50 | 0 | 0 | 0 | Not Applicable |
| 2 | Mr. Baldev Sir | 8 | 8 | 100 | 17 | 17 | 100 | Not Applicable |
| 3 | Mr. Avirag Jain | 8 | 8 | 100 | 0 | 0 | 0 | Not Applicable |
| 4 | Mrs. Ruchica | 8 | 8 | 100 | 19 | 19 | 100 | Yes |
| 5 | Mr. Kapil Dhar | 8 | 7 | 87.5 | 19 | 14 | 73.68 | Yes |
| 6 | Mr. Aditya Wa | 8 | 8 | 100 | 9 | 9 | 100 | Yes |

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|--------------------|-----------------|--------------|------------|-------------------------------|---------|-----------------|
| 1 | Dr. Satinder Singh | Managing Direct | 33,241,967 | 24,820,000 | 0 | 0 | 58,061,967 |
| 2 | Mr. Baldev Singh | Whole-time Dire | 8,721,511 | 4,682,135 | 0 | 479,520 | 13,883,166 |
| 3 | Mr. Avirag Jain | Whole-time Dire | 5,884,105 | 8,253,775 | 0 | 272,048 | 14,409,928 |
| | Total | | 47,847,583 | 37,755,910 | 0 | 751,568 | 86,355,061 |

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-------------------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 1 | Mr. Nand Sardana | CFO | 6,486,885 | 5,702,694 | 0 | 32,400 | 12,221,979 |
| 2 | Mr. Bhasker Dubey | COMPANY SEC | 2,245,952 | 0 | 0 | 0 | 2,245,952 |
| | Total | | 8,732,837 | 5,702,694 | 0 | 32,400 | 14,467,931 |

Number of other directors whose remuneration details to be entered

3

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|--------------------|-----------------|--------------|------------|-------------------------------|-----------|-----------------|
| 1 | Mrs. Ruchica Gupta | Non Executive & | 0 | 0 | 0 | 420,000 | 420,000 |
| 2 | Mr. Aditya Wadhwa | Non Executive & | 0 | 0 | 0 | 420,000 | 420,000 |
| 3 | Mr. Kapil Dhameja | Non Executive & | 0 | 0 | 0 | 350,000 | 350,000 |
| | Total | | 0 | 0 | 0 | 1,190,000 | 1,190,000 |

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which penalised / punished | Details of penalty/ punishment | Details of appeal (if any) including present status |
|--|--|---------------|--|--------------------------------|---|
| | | | | | |

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which offence committed | Particulars of offence | Amount of compounding (in Rupees) |
|--|--|---------------|---|------------------------|-----------------------------------|
| | | | | | |

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Kapil Dev Taneja

Whether associate or fellow

Associate Fellow

Certificate of practice number

22944

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. .. dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director Digitally signed by NITESH BANSAL Date: 2023.07.27 11:10:21 +05'30'

DIN of the director

To be digitally signed by Digitally signed by BHASKE R DUBEY Date: 2023.07.27 11:10:59 +05'30'

- Company Secretary
- Company secretary in practice

Membership number Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

List of attachments

MGT-8.pdf
Clarification.pdf

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1st Floor, Defence Colony, New Delhi - 110 024

Tel. : (011) 4679 0000, Fax : (011) 4679 0012

e-mail : contact@cssanjaygrover.in

website : www.cssanjaygrover.in

FORM NO. MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of the Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **R Systems International Limited** (the 'Company') as required to be maintained under the Companies Act, 2013 (the 'Act') and the rules made thereunder for the financial year ended on December 31, 2022 (the 'financial year'). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year, the Company has complied with provisions of the Act & Rules made thereunder in respect of:
 1. its status under the Act;
 2. maintenance of registers/ records & making entries therein within the time prescribed therefor;
 3. filing of forms and returns with the Registrar of Companies, Regional Director, Central Government, Court or other authorities under the provisions of the Act and Rules made thereunder within or beyond the prescribed time, wherever applicable;
 4. calling/ convening/ holding meetings of the Board of Directors or its Committees and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices/ shorter notices were given and the proceedings including the circular resolutions and resolutions passed through Postal Ballot have been properly recorded in the minute book/registers maintained for the purpose and the same have been signed.

Further, during the aforesaid financial year, the Company has passed following resolution through Postal Ballot:

Voluntary Delisting of Equity Shares of R Systems International Limited from National Stock Exchange of India Limited and BSE Limited.

5. closure of Register of Members/ Security holders, as the case may be;



SANJAY GROVER & ASSOCIATES

6. advances/ loans to its directors and/ or persons or firms or companies referred in Section 185 of the Act, [There was no such event took place during the financial year];
7. #contracts/ arrangements with related parties as specified in Section 188 of the Act;
8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares securities and issue of security certificates in all instances, wherever applicable.
9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares, wherever applicable, in compliance with the provisions of the Act;
10. declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;

During the year under review, the Board of Directors declared an interim dividend namely, Interim Dividend 2022 of Rs. 6.50 per equity share i.e. 650% of face value of Re. 1/- each at its meeting held on June 01, 2022. The said interim dividend was paid to shareholders on June 30, 2022.

Further, during the period under review, the Company has transferred unclaimed dividend and equity shares to the designated Bank and Demat account of the Investor Education and Protection Fund Authority, for which the dividend is not claimed for seven consecutive years, as required under Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

11. signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel, wherever applicable and the remuneration paid to them;
13. appointment/ re-appointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act;
14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act, wherever applicable;
15. acceptance/ renewal/ repayment of deposits, [There was no such event took place during the financial year];
16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;



SANJAY GROVER & ASSOCIATES

17. loans and investments or guarantees given or providing of securities to other bodies corporate(s) or person(s) falling under the provisions of Section 186 of the Act, wherever applicable; and
18. alteration of the provisions of the Memorandum and/or Articles of Association of the Company, [There was no such event took place during the financial year].

#On the basis of documents produced before us, all contracts/arrangements with the related parties were in the ordinary course of business and on the arm's length basis.



Place: New Delhi
Date: June 27, 2023

For Sanjay Grover & Associates
Company Secretaries
Firm Registration No.: P2001DE052900
Peer Review Certificate No.: 1352/2021

A handwritten signature in black ink, appearing to read "Kapil Dev Taneja".

Kapil Dev Taneja
Partner
CP No.: 22944 / Mem. No. F4019
UDIN.: F004019E000511669



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. GautamBudhNagar, U.P., India - 201307

Phones: +91-120-4303500
Fax: +91-120-4082699

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

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

REF: SECT/07/16/2023

DATE: JULY 26, 2023

To

Registrar of Companies
NCT of Delhi & Haryana
4th Floor, IFCI Tower,
61, Nehru Place,
New Delhi – 110 019

Dear Sir,

SUB: CLARIFICATIONS IN FILING FORM MGT-7

Pursuant to Section 92 of the Companies Act, 2013, every company is required to file annual return in form MGT-7 within 60 days from the date of the Annual General Meeting. The 29th Annual General Meeting of R Systems International Limited (“RSIL”/ “Company”) was held on June 21, 2023.

While filing form latest version of e-form MGT- 7 available on MCA website, we wish to apprise you that:

1. POINT I (VI)(A) DETAILS OF STOCK EXCHANGES WHERE SHARES ARE LISTED

The Company is listed on the recognized stock exchanges i.e. BSE Limited (MCA code A1) and National Stock Exchange of India (A1024). We have mentioned the Code of Stock Exchanges 1025 (A1+A1024) to both of them in single column as instructed in help kit of the Form MGT-7. However, please note that in the said column of “CODE” of stock exchanges, category A or B cannot be filled therefore we have to mention 1025 instead of A1025. The kit also provides “If the shares are listed on recognized stock exchange, it is mandatory to fill details of the stock exchange subject to maximum two.” We have written the name of both the Stock exchanges where the Company has been listed in single column to avoid any ambiguity.

2. POINT III PARTICULARS OF HOLDING, SUBSIDIARY, JOINT VENTURES AND ASSOCIATE COMPANIES (% OF SHARES HELD)

This being mandatory field wherein the percentage of shares held by RSIL in each of its subsidiary is required to be entered. In this field we have provided the details of subsidiaries of RSIL and also the details of step down subsidiaries of RSIL. As on December 31, 2022, RSIL has following subsidiaries and step-down subsidiaries:

(A) Details of Subsidiaries of RSIL



R SYSTEMS INTERNATIONAL LIMITED

Corporate Identity Number : L74899DL1093PL0053579
 [CMMI Level 5, PCMM Level 5, ISO 9001:2015, ISO 27001:2013 Company]
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Phones: +91-120-4303500
 Fax: +91-120-4032699

Email: rsi@systems.com
www.rsystems.com

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

| Sl. No. | Name of subsidiary | Holding | Country of Incorporation |
|---------|--|---------|--------------------------|
| 1. | R Systems (Singapore) Pte Limited | 100% | Singapore |
| 2. | R Systems, Inc. | 100% | USA |
| 3. | R Systems Technologies Limited (Formerly known as Indus Software, Inc.). | 100% | USA |
| 4. | R Systems Consulting Services Limited (Formerly known as ECnet Limited)* | 99.75% | Singapore |
| 5. | R Systems Computaris International Limited (Formerly known as Computaris International Limited) | 100% | UK |
| 6. | RSYS Technologies Ltd (Formerly known as Systèmes R. International Ltée) | 100% | Canada |
| 7. | IBIZ Consultancy Services India Private Limited ⁵ | 100% | India |

* The shareholding by the Company and R Systems (Singapore) Pte Limited is 69.37% and 30.38%, respectively.

⁵ During the year under ended December 31, 2022, IBIZ Consultancy Services India Private Limited (IBIZ), wholly owned subsidiary of the Company, has gone into Voluntary Liquidation under Section 59 of Insolvency and Bankruptcy Code, 2016 read with Insolvency and Bankruptcy Board of India (Voluntary Liquidation) Regulations, 2017. Ms. Gunjan Mittal was appointed as a liquidator of IBIZ to implement the said liquidation. Subsequent to the year ended December 31, 2022, the Hon'ble National Company Law Tribunal, New Delhi ('NCLT'), vide its order dated April 24, 2023, has allowed the application for dissolution of IBIZ, filed by the Liquidator of IBIZ on completion of its Voluntary Liquidation. As per aforesaid NCLT order, IBIZ has been dissolved w.e.f. April 24, 2023.

(B) Details of Step-down subsidiaries of RSIL

1. R Systems Consulting Services Limited (Formerly known as ECnet Limited), Singapore, has the following wholly-owned subsidiaries:

| Sl. No. | Name of subsidiary | Holding | Country of Incorporation |
|---------|--|---------|----------------------------|
| 1. | R Systems Consulting Services (M) Sdn. Bhd. | 100% | Malaysia |
| 2. | R Systems Consulting Services (Thailand) Co., Ltd. | 100% | Thailand |
| 3. | R Systems Consulting Services (Shanghai) Co., Ltd. | 100% | People's Republic of China |
| 4. | R Systems Consulting Services (Hong Kong) Limited | 100% | Hong Kong |
| 5. | R Systems Consulting Services Kabushiki Kaisha | 100% | Japan |
| 6. | R Systems Consulting Services Company Limited | 100% | Vietnam |

2. R Systems Computaris International Limited (Formerly known as Computaris International Limited), UK, has the following wholly-owned subsidiaries:

| Sl. No. | Name of subsidiary | Holding | Country of Incorporation |
|---------|------------------------------------|---------|--------------------------|
| 1. | R Systems Computaris Europe S.R.L. | 100% | Romania |



R SYSTEMS INTERNATIONAL LIMITED

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Phones: +91-120-4053500
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Email: rsil@rsystems.com
www.rsystems.com

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 Nehru Place, New Delhi-110019

| | | | |
|----|---|------|-------------|
| 2. | R Systems Computaris Poland Sp. Z o.o. | 100% | Poland |
| 3. | R Systems Computaris S.R.L | 100% | Moldova |
| 4. | R Systems Computaris Malaysia Sdn. Bhd. | 100% | Malaysia |
| 5. | R Systems Computaris Philippines Pte. Ltd. Inc. | 100% | Philippines |
| 6. | R Systems Computaris Suisse Sàrl | 100% | Switzerland |

3. R Systems IBIZCS Pte. Ltd. (Formerly known as IBIZ Consulting Pte Ltd), Singapore, is a wholly owned subsidiary of R Systems (Singapore) Pte Limited, Singapore and has following wholly owned subsidiaries:

| Sl. No. | Name of subsidiary | Holding | Country of Incorporation |
|---------|--|-----------------|----------------------------|
| 1. | IBIZ Consulting Services Pte Ltd. | 100% | Singapore |
| 2. | R Systems IBIZCS Sdn. Bhd. | 100% | Malaysia |
| 3. | PT. R Systems IBIZCS International | 100% | Indonesia |
| 4. | IBIZ Consulting (Thailand) Co. Ltd. | 100% | Thailand |
| 5. | IBIZ Consulting Service Limited (IBIZ HK) | 100% | Hong Kong |
| 6. | IBIZ Consulting Service Shanghai Co., Ltd. | 100% by IBIZ HK | People's Republic of China |

In aforesaid step-down subsidiaries, RSIL doesn't hold shares directly but shares are held by its immediate subsidiaries/ step-down subsidiaries. To avoid any ambiguity, in form MGT-7, we have given the details of the shareholding held by RSIL in its immediate subsidiaries/ step-down subsidiaries as shareholding of RSIL.

3. POINT IV (III) DETAILS OF SHARES/ DEBENTURES TRANSFERS SINCE CLOSURE DATE OF LAST FINANCIAL YEAR (OR IN THE CASE OF THE FIRST RETURN AT ANY TIME SINCE THE INCORPORATION OF THE COMPANY)

During the financial year ended December 31, 2022, there was no request for transfer of physical share. Though being a listed entity, the shares of the Company are regularly traded on stock exchanges i.e. BSE Limited and National Stock Exchange of India.

4. POINT VI(B) TOTAL NUMBER OF SHARES HOLDERS OF THE COMPANY

As per SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2017/128 dated December 19, 2017 and in consistency with the shareholding pattern filed by the Company on quarterly basis with the stock exchanges, the shareholding of all the shareholders as on December 31, 2022 has been consolidated on the basis of PAN and accordingly shown as 29,954 under the Head "Total number of Shareholders ((Promoters+ Public/Other than promoters)" in Form MGT-7.

Further, following is the number of shareholders without consolidating the shareholding on the basis of PAN as on December 31, 2022:

| Sl. No. | Category | No of shareholders | Shares |
|--------------|----------|--------------------|--------------------|
| 1. | Promoter | 14 | 61,129,969 |
| 2. | Public | 32,856 | 57,173,476 |
| Total | | 32,870 | 118,303,445 |



R SYSTEMS INTERNATIONAL LIMITED

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Phones: +91-120-4303500
Fax: +91-120-4092699

Email: rsi@rsystems.com
www.rsystems.com

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

5. POINT IX (C) RELATED TO COMMITTEE MEETING

The total number of the committee meetings held during the year ended December 31, 2022 is as follows:

| Sl. No. | Name of the Committee | No. of Meetings |
|--------------|---|-----------------|
| 1. | Audit Committee | 07 |
| 2. | Nomination and Remuneration Committee | 02 |
| 3. | Risk Management Committee | 02 |
| 4. | Stakeholders Relationship Committee | 04 |
| 5. | Corporate Social Responsibility Committee | 04 |
| Total | | 19 |

Due to lack of space available in form MGT-7, details of 10 committee meetings have been given in point no. IX (C). The details of the balance 9 meetings are provided in **Annexure-1**.

6. POINT VI (C) RELATED TO DETAILS OF FOREIGN INSTITUTIONAL INVESTORS' (FIIs) HOLDING SHARES OF THE COMPANY

Due to lack of space in the Form, the complete name and address of Shareholders under FII Category cannot be mentioned, therefore, the same are reiterated again for the sake of clarity:

| Sr. No. | Name of Shareholder | Address | Shares Held |
|---------|--|---|-------------|
| 1. | Acadian Emerging Markets Micro-Cap Equity Master Fund | Deutsche Bank AG DB House, Hazarimal Somani Marg, POBOX NO 1142 Fort Mumbai-400001 | 1,07,218 |
| 2. | City Of New York Group Trust | HSBC Securities Services 11 TH Floor, BLDG 3 Nesco IT Park NESCO Complex, W E Highway Goregaon East, Mumbai-400063 | 77,194 |
| 3. | Acadian Emerging Markets Small Cap Equity Fund Llc | Deutsche Bank AG DB House, Hazarimal Somani Marg, POBOX NO 1142 Fort Mumbai-400001 | 52,349 |
| 4. | Acadian Emerging Markets Portfolio | Deutsche Bank AG DB House, Hazarimal Somani Marg, POBOX NO 1142 Fort Mumbai-400001 | 38,561 |
| 5. | Florida Retirement System - Acadian Asset Management, Inc. | Deutsche Bank AG DB House, Hazarimal Somani Marg, POBOX NO 1142 Fort Mumbai-400001 | 28,606 |
| 6. | Acadian Emerging Markets Equity Fund | Deutsche Bank AG DB House, Hazarimal Somani Marg, POBOX NO 1142 Fort | 26,315 |



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| Sr. No. | Name of Shareholder | Address | Shares Held |
|---------|--|--|-------------|
| | | Mumbai-400001 | |
| 7. | Teachers Retirement System Of The City Of New York | JPMORGAN Chase Bank NA, India SUB Custody, 6th Floor Paradigm B, Mindspace Malad W Mumbai-400064 | 24,904 |
| 8. | The Nomura Trust And Banking Co., Ltd. Re Nomura - Acadian Global Emerging Markets Equity Fund Mother Fund | CITIBANK NA Custody Services, FIFC-9TH Floor G Block, PLOT C-54 and C-55 BKC, Bandra - East Mumbai-400098 | 24,687 |
| 9. | The University Of Texas System-Acadian Asset Management | Deutsche Bank AG DB House, Hazarimal Somani Marg, POBOX NO 1142 Fort Mumbai-400001 | 18,640 |
| 10. | Russell Investment Company Plc-Acadian Sustainable Emerging Markets Equity Ex-Fossil Fuel Ucits | Deutsche Bank AG DB House, Hazarimal Somani Marg, POBOX NO 1142 Fort Mumbai-400001 | 17,699 |
| 11. | Texas Municipal Retirement System | Deutsche Bank AG DB House, Hazarimal Somani Marg, POBOX NO 1142 Fort Mumbai-400001 | 16,683 |
| 12. | Acadian Emerging Markets Equity Ucits | Deutsche Bank AG DB House, Hazarimal Somani Marg, POBOX NO 1142 Fort Mumbai-400001 | 14,885 |
| 13. | Russell Investment Company Plc - Acadian Emerging Markets Equity UCITS II | Deutsche Bank AG DB House, Hazarimal Somani Marg, POBOX NO 1142 Fort Mumbai-400001 | 13,390 |
| 14. | Russell Investment Company Plc - Acadian Emerging Markets Managed Volatility Equity Ucits - Acadian Asset Management | Deutsche Bank AG DB House, Hazarimal Somani Marg, POBOX NO 1142 Fort Mumbai-400001 | 8,774 |
| 15. | Acadian Emerging Markets Equity II Fund LLC | Deutsche Bank AG DB House, Hazarimal Somani Marg, POBOX NO 1142 Fort Mumbai-400001 | 8,397 |
| 16. | Copthall Mauritius Investment Limited - ODI Account | Jpmorgan Chase Bank NA, India Sub Custody, 6 TH Floor Paradigm B, Mindspace Malad W Mumbai-400064 | 12 |



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Nehru Place, New Delhi- 110019

Kindly take form MGT-7 with the said explanation in your record.

Thanking You,

Yours faithfully,

For R Systems International Limited

Bhasker Dubey
(Company Secretary & Compliance Officer)

Membership No. A33287

Address: 402, Suryakaniska Tower, Plot No.
26, Sector 4, Vaishali Ghaziabad 201010 U.P.





R SYSTEMS INTERNATIONAL LIMITED

Corporate Identity Number : L74899DL1993PLC059579
[CMMI Level 5, PCMM Level 5, ISO 9001:2015 & ISO 27001:2013 Company]
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annexure-1

| Sl. No. | Type of Meeting | Date of Meeting | Total Number of Members as on the date of the meeting | Attendance | |
|---------|--|-------------------|---|----------------------------|-----------------|
| | | | | Number of Members attended | % of attendance |
| 11. | Risk Management Committee | August 05, 2022 | 3 | 3 | 100% |
| 12. | Stakeholders Relationship Committee Meetings | February 18, 2022 | 3 | 2 | 66.67% |
| 13. | Stakeholders Relationship Committee Meetings | May 10, 2022 | 3 | 3 | 100% |
| 14. | Stakeholders Relationship Committee Meetings | August 05, 2022 | 3 | 3 | 100% |
| 15. | Stakeholders Relationship Committee Meetings | November 12, 2022 | 3 | 3 | 100% |
| 16. | Corporate Social Responsibility Committee | February 18, 2022 | 3 | 2 | 66.67% |
| 17. | Corporate Social Responsibility Committee | June 01, 2022 | 3 | 3 | 100% |
| 18. | Corporate Social Responsibility Committee | November 12, 2022 | 3 | 3 | 100% |
| 19. | Corporate Social Responsibility Committee | December 15, 2022 | 3 | 3 | 100% |