

R SYSTEMS INTERNATIONAL LIMITED

Corporate Identity Number : L74899DL1993PLC053579
 [CMMI Level 5, PCMM Level 5, ISO 9001:2008 & ISO 27001:2005 Company]
 C-40, Sector-59, NOIDA, Distt. Gautam Budh Nagar, U.P. India-201307

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REF: SECT/04/2018/40

MAY 05, 2018

To, The Managing Director National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra – East, Mumbai – 400 051 NSE Symbol – RSYSTEMS	To, The General Manager BSE Limited Department of Corporate Services, Rotunda Building, 1 st Floor, Mumbai Samachar Marg, Fort, Mumbai - 400 001 BSE Scrip Code - 532735
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Dear Sir,

SUB: SUMMARY OF PROCEEDINGS OF THE MEETING OF EQUITY SHAREHOLDERS OF R SYSTEMS INTERNATIONAL LIMITED CONVENED AND HELD ON SATURDAY, MAY 05, 2018 AS PER THE DIRECTIONS OF THE NATIONAL COMPANY LAW TRIBUNAL, NEW DELHI ('TRIBUNAL')

This is with reference to the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Uniform Listing Agreement entered into by R Systems International Limited. We are enclosing the Fair Summary of the proceedings of the National Company Law Tribunal convened meeting of Equity Shareholders of R Systems International Limited held on May 05, 2018 at 10:00 A.M. (IST) at the Air Force Auditorium, Subroto Park, New Delhi - 110 010.

This is for your information and record.

Thanking you.

Yours faithfully,

For R Systems International Limited



Bhasker Dubey
Bhasker Dubey
 (Company Secretary & Compliance Officer)

SUMMARY OF PROCEEDINGS OF THE MEETING OF EQUITY SHAREHOLDERS OF R SYSTEMS INTERNATIONAL LIMITED ("COMPANY") CONVENED AND HELD ON SATURDAY, MAY 05, 2018 AS PER THE ORDER DATED MARCH 08, 2018 OF THE NATIONAL COMPANY LAW TRIBUNAL, NEW DELHI (TRIBUNAL")

The Tribunal convened meeting of Equity Shareholders of the Company was held on Saturday, May 05, 2018 at 10:00 A.M. at Air Force Auditorium, Near Army Hospital Research and Referral, Subroto Park, New Delhi 110010.

Ms. Ranjana Roy Gawai, who was appointed as the Chairperson for the aforementioned meeting by the Tribunal vide its Order dated March 08, 2018, presided over the meeting. Ms. Misha who was appointed as Alternate Chairperson by the Tribunal vide said order, also attended the meeting. The requisite quorum being present, the Chairperson called the meeting in order.

The Chairperson welcomed the Equity Shareholders and informed them that the meeting has been convened pursuant to the Order dated March 08, 2018 passed by the Hon'ble bench of the National Company Law Tribunal, New Delhi to approve the scheme of amalgamation between GM Solutions Private Limited ("Transferor Company") and R Systems International Limited ("Transferee Company") and their respective shareholders and creditors ('Scheme').

The notice of the meeting, explanatory statement under Section 230(3) of the Companies Act, 2013 and the Scheme along with other accompanying documents were dispatched to all the Equity Shareholders as per the directions contained in the said Order. With the permission of the Equity Shareholders, the notice convening the meeting including the proposed resolution was taken as read.

The Chairperson further informed the Equity Shareholders that in terms of the applicable provisions of the Companies Act, 2013 read with the relevant rules thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided them, the facility to cast their vote through remote e-voting system, for which necessary arrangements have been made with Central Depository Services (India) Limited ("CDSL").

The Chairperson further mentioned that the Company has provided the facility of voting at the Meeting through ballot paper for those shareholders who did not exercise their vote through remote e-voting system.

The Chairperson also informed that Mr. Vivek Goyal, Practicing Chartered Accountant, was appointed as the Scrutinizer by the Tribunal to conduct the remote e-voting and voting at the Meeting in an independent and fair manner.

The Chairperson then invited queries / clarifications from Equity Shareholders on the proposed resolutions. There were no queries or clarifications that were sought by any of the Equity Shareholders in attendance.

The Chairperson requested the Equity Shareholders to cast their vote on the proposed resolution. After the completion of voting at the meeting, the Chairperson informed the Equity Shareholders that the results of the voting will be subsequently disseminated within the stipulated time.

The Chairperson then concluded the meeting(s) with vote of thanks to all the Equity Shareholders for attending and participating in the meeting(s).

