

Name of the Listed Entity :		<b>R SYSTEMS INTERNATIONAL LIMITED</b>	
Scrip Code/ Name of the Scrip :		NSE	RSYSTEMS
		BSE	532735
Class of Security :		Equity Shares of Re. 1 /- each	
Share Holding Pattern Filed under: Reg. 31(1)(a)/Reg. 31(1)(b)/Reg.31(1)(c)		Reg. 31(1)(b)	
a. If under 31(1)(b) then indicate the report for date		<b>December 31, 2025</b>	
b. If under 31(1)(c) then indicate date of allotment/extinguishment		N/A	
<b>DECLARATION</b>			
<b>Sr. No.</b>	<b>Particular</b>	<b>Yes</b>	<b>No</b>
1	Whether the Listed Entity has issued any partly paid up shares?	-	No
2	Whether the Listed Entity has issued any Convertible Securities or Warrants?	Yes <sup>Refer note1</sup>	-
3	Whether the Listed Entity has any shares against which depository receipts are issued?	-	No
4	Whether the Listed Entity has any shares in locked-in?	-	No
5	Whether any shares held by promoters are pledge or otherwise encumbered?	-	No <sup>Refer note 2</sup>
<p>Note-1: As per SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/35 dated March 20, 2025, ESOPs are required to be disclosed in Convertible Securities. Therefore, "Yes" is selected. The Company has not issued any convertible securities or warrants, except for Restricted Stock Units (RSUs) under the R Systems International Limited Management Incentive Plan 2023 ("Plan"), approved by Shareholders on November 15, 2023. As of December 31, 2025, there are 59,45,625 RSUs outstanding.</p>			
<p>Note-2: BCP Asia II Holdco II Pte. Ltd. (Parent) and BCP Asia II Topco II Pte. Ltd. (the Promoter) have agreed to certain covenants in the nature of encumbrance in the facility agreement dated February 15, 2023 (Facility Agreement), in relation to an offshore facility availed by Promoter for inter alia financing consideration payable for acquisition of shares of R Systems International Limited (Company) by Promoter. Further, pursuant to the Facility Agreement, the Parent has created a pledge in favour of DB International Trust (Singapore) Limited (being the Security Agent) on its entire shareholding in the Promoter. It is further clarified that the Promoter has not created any pledge on the equity shares of the Company. The disclosure in terms of Regulation 31 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 was made on May 19, 2023 and May 30, 2023.</p>			

Table 1 - Summary Statement holding of specified securities

Category	Category of shareholder	Number of shareholders	No. of fully paid up equity shares held	No. of Partly paid-up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants, ESOP etc)	Total No of shares on fully diluted basis (including warrants, ESOP, Convertible Securities etc.)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital)	Number of Locked in shares		Number of Shares pledged		Non Disposal Undertaking		Other encumbrances, if any (refer note 1)		Total Number of Shares encumbered (refer note 1)		Number of equity shares held in dematerialised form
								No of Voting Rights			Total as a % of (A+B+C)				No. (a)	As a % of total Shares held(b)	No. (a)	As a % of total Shares held(b)	No. (a)	As a % of total Shares held(b)	No. (a)	As a % of total Shares held(b)	No. (a)	As a % of total Shares held(b)	
								Class : Equity	Class : None	Total															
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+ (VI)	(VIII) As a % of (A+B+C2)	(IX)				(X)	(XI)=(VII+X)	(XII) = (VII)+(X) As a % of (A+B+C2)	(XIII)		(XIV)		(XV)		(XVI)		(XVII) = (XIV+XV+XVI)	(XVIII)	
(A)	Promoter & Promoter Group	1	6,14,33,005	-	-	6,14,33,005	51.88	6,14,33,005	-	6,14,33,005	51.88	-	6,14,33,005	49.40	-	-	-	-	-	-	-	-	-	6,14,33,005	
(B)	Public	38,667	5,69,70,577	-	-	5,69,70,577	48.12	5,69,70,577	-	5,69,70,577	48.12	59,45,625	6,29,16,202	50.60	-	-	-	-	-	-	-	-	-	5,67,59,514	
(C)	Non Promoter - Non Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
(C1)	Shares Underlying DRs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
(C2)	Shares Held By Employee Trust	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
	<b>Total</b>	<b>38,668</b>	<b>11,84,03,582</b>	<b>-</b>	<b>-</b>	<b>11,84,03,582</b>	<b>100.00</b>	<b>11,84,03,582</b>	<b>-</b>	<b>11,84,03,582</b>	<b>100.00</b>	<b>59,45,625</b>	<b>12,43,49,207</b>	<b>100.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>11,81,92,519</b>	

Note 1 BCP Asia II Holdco II Pte. Ltd. (Parent) and BCP Asia II Topco II Pte. Ltd. (the Promoter) have agreed to certain covenants in the nature of encumbrance in the facility agreement dated February 15, 2023 (Facility Agreement), in relation to an offshore facility availed by Promoter for inter alia financing consideration payable for acquisition of shares of R Systems International Limited (Company) by Promoter. Further, pursuant to the Facility Agreement, the Parent has created a pledge in favour of DB International Trust (Singapore) Limited (being the Security Agent) on its entire shareholding in the Promoter. It is further clarified that the Promoter has not created any pledge on the equity shares of the Company. The disclosure in terms of Regulation 31 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 was made on May 19, 2023 and May 30, 2023.

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

	Category & Name of shareholders	Entity type promoter or promoter group entity (Promoter group would exclude promoter s)	Nos. of shareholders	No. of fully paid up equity shares held	No. of Partly paid-up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957)	Number of Voting Rights held in each class of securities			No. of Shares Outstanding convertible securities (including Warrants, ESOP etc.)	Total No of shares on fully diluted basis (including warrants, ESOP, Convertible Securities etc.)	Total shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital)	Number of Locked in shares		Number of Shares pledged		Non Disposal Undertaking		Other encumbrances, if any <sup>refer note 1</sup>		Total Number of Shares encumbered <sup>refer note 1</sup>		Number of equity shares held in dematerialised form
									No of Voting Rights		Total as a % of Total voting rights				No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	
									Class : Equity	Class: None															
	(I)	(II)	(IV)	(V)	(VI)	(VII)	(VIII) = (V)+(VI)+(VII)	(IX) As a % of (A+B+C2)	(X)			(XI)	(XII) = (VIII)+(XI) As a %	(XIII) = (VIII)+(XI) as a % of A+B+C2	(XIV)		(XV)		(XVI)		(XVII)		(XVIII) = (XV+XVI+XVII)	(XIX)	
<b>1</b>	<b>Indian</b>																								
(a)	Individuals / Hindu Undivided Family		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(b)	Central Government / State Government(s)		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Financial Institutions / Banks		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Any Other (Specify)		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Bodies Corporate		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub Total (A1)		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>2</b>	<b>Foreign</b>																								
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(b)	Government		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Institutions		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Foreign Portfolio Investor		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(e)	Any Other-Foreign Body Corporate		1	6,14,33,005	-	-	6,14,33,005	51.88	6,14,33,005	-	6,14,33,005	51.88	-	6,14,33,005	49.40	-	-	-	-	-	-	-	-	-	6,14,33,005
	BCP ASIA II TOPCO II PTE LTD	Promoter	1	6,14,33,005	-	-	6,14,33,005	51.88	6,14,33,005	-	6,14,33,005	51.88	-	6,14,33,005	49.40	-	-	-	-	-	-	-	-	-	6,14,33,005
	BCP ASIA II HOLDCO II PTE LTD	Promoter Group	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub Total (A2)		1	6,14,33,005	-	-	6,14,33,005	51.88	6,14,33,005	-	6,14,33,005	51.88	-	6,14,33,005	49.40	-	-	-	-	-	-	-	-	-	6,14,33,005
	Total Shareholding Of Promoter And Promoter Group (A)=(A1)+(A2)		1	6,14,33,005	-	-	6,14,33,005	51.88	6,14,33,005	-	6,14,33,005	51.88	-	6,14,33,005	49.40	-	-	-	-	-	-	-	-	-	6,14,33,005

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc. N.A.

Details of promoter and promoter group with shareholding "NIL" can be accessed from here. **BCP ASIA II HOLDCO II PTE LTD.**

Note:1 BCP Asia II Holdco II Pte. Ltd. (Parent) and BCP Asia II Topco II Pte. Ltd. (the Promoter) have agreed to certain covenants in the nature of encumbrance in the facility agreement dated February 15, 2023 (Facility Agreement), in relation to an offshore facility availed by Promoter for inter alia financing consideration payable for acquisition of shares of R Systems International Limited (Company) by Promoter. Further, pursuant to the Facility Agreement, the Parent has created a pledge in favour of DB International Trust (Singapore) Limited (being the Security Agent) on its entire shareholding in the Promoter. It is further clarified that the Promoter has not created any pledge on the equity shares of the Company. The disclosure in terms of Regulation 31 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 was made on May 19, 2023 and May 30, 2023.



**Table-III A - Details of the shareholders acting as persons in Concert (PAC) including their Shareholding (No. and %):**

<b>Sr. No.</b>	<b>Name of Shareholder</b>	<b>Name of Shareholder acting as PAC</b>	<b>No. of Shares of PAC</b>	<b>Percentage</b>
Nil				

Table IV - Statement showing shareholding pattern of the Non Promoter- Non Public shareholder

Category	Category & Name of shareholders	PAN	Nos. of shareholders	No. of fully paid up equity shares held	No. of Partly paid-up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital)	Number of Locked in shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialised form
									No of Voting Rights			Total as a % of (A+B+C)			No. (a)	As a % of total Shares held (b)	No. (a)	As a % of total Shares held(b)	
									Class eg: X	Class eg: y	Total								
	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+(VI)	(VIII) As a % of (A+B+C2)	(IX)				(X)	(XI)= (VII)+(X) As a % of (A+B+C2)	(XII)		(XIII)		(XIV)
1	Custodian/DR Holder		0	0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	NA	NA	0
2	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)		0	0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	NA	NA	0
	Total Non-Promoter- Non Public Shareholding (C)= (C)(1)+(C)(2)		0	0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	NA	NA	0

**Table V - Statement showing details of significant beneficial owners (SBOs)**

Sr. No.	Details of the SBO (I)			Details of the registered owner (II)		Details of holding/ exercise of right of the SBO in the reporting company, whether direct or indirect*: (III)					Date of Creation/ acquisition of significant beneficial interest (IV)
	Name	PAN/ Passport No. in case of a foreign national	Nationality	Name	Nationality	Whether by virtue of:					
						Shares	Voting rights	Rights on distributable dividend or any other distribution	Exercise of control	Exercise of significant influence	
1	Sun Yiming	-	Singapore	BCP Asia II Topco II Pte. Ltd	Singapore	51.88	-	-	-	-	June 13, 2025

**\* In case the nature of the holding/ exercise of the right of a SBO falls under multiple categories specified under (a) to (e) under Column III, multiple rows for the same SBO shall be inserted accordingly for each of the categories.**

Note 01 The Significant Beneficial Owner (SBO) identified has redacted the passport details and has provided the following in the SBO declaration furnished to the Company pursuant to the Companies Act, 2013:

Please note that the passport number of the SBO has been redacted from the form as it is sensitive personal information. In case the statutory authorities requires the passport number of the SBO in future, the passport number will be provided by SBO.

**Table VI - Statement showing foreign ownership limits**

	<b>Board approved limits</b>	<b>Limits utilized</b>
<b>As on shareholding date</b>	100%	56.42%
<b>As on the end of previous 1st quarter</b>	100%	56.45%
<b>As on the end of previous 2nd quarter</b>	100%	56.39%
<b>As on the end of previous 3rd quarter</b>	100%	56.79%
<b>As on the end of previous 4th quarter</b>	100%	56.95%

Notes :-

1) "Approved Limits (%)" means sectoral / statutory cap prescribed by Government / Regulatory Authorities.

2) Details of Foreign ownership means foreign ownership / investments as specified in Rule 2(s) of the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, made under the Foreign Exchange Management Act, 1999.