

General information about company		
Scrip code	532735	
NSE Symbol	RSYSTEMS	
MSEI Symbol	NOTLISTED	
ISIN	INE411H01032	
Name of the entity	R Systems International Limited	
Date of start of financial year	01-01-2026	
Date of end of financial year	31-12-2026	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	31-03-2026	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	The Company has not acquired any shares or voting rights in Unlisted Companies during the quarter ended March 31, 2026.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No	During the quarter ended March 31, 2026, there have been no material tax litigations or disputes required to be disclosed in terms of sub-para 8 of para B of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Master Circular dated January 30, 2026.
Risk management committee	Applicable	

Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	r00002
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	
Remarks for Exchange (not for Website Dissemination)	

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mrs	Ruchica Gupta		06912329	Non-Executive - Independent Director	Chairperson		21-04-1970
2	Mr	Nitesh Bansal		10170738	Executive Director	Not Applicable	CEO-MD	08-03-1976
3	Mr	Mukesh Mehta		08319159	Non-Executive - Non Independent Director	Not Applicable		30-11-1980
4	Mr	Amit Dalmia		05313886	Non-Executive - Non Independent Director	Not Applicable		30-10-1975
5	Mr	Animesh Agrawal		08538625	Non-Executive - Non Independent Director	Not Applicable		19-07-1990
6	Mr	Kapil Dhameja		02889310	Non-Executive - Independent Director	Not Applicable		08-11-1976
7	Mr	Aditya Wadhwa		07556408	Non-Executive - Independent Director	Not Applicable		21-02-1987

I. Composition of Board of Directors**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		07-07-2014	29-06-2021		117	1	1	3	3			
2	NA		30-05-2023				1	0	0	0			
3	NA		10-05-2023				3	0	0	0			
4	NA		10-05-2023				2	0	5	1			
5	NA		10-05-2023				2	0	3	1			
6	NA		29-06-2016	29-06-2021		117	1	1	4	0			
7	NA		29-06-2016	29-06-2021		117	1	1	1	0			

Text Block	
Textual Information(1)	Mrs. Ruchica Gupta was appointed as Non-Executive Independent Director w.e.f. June 29, 2016. Prior to June 29, 2016, she was holding position as Non-Executive Director of the Company. The Tenure as mentioned above is taken from the date of appointment as Non-Executive Independent Director Only.

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block

Textual Information(1)

Mr. Nand Sardana, Chief Financial Officer of R Systems International Limited, is also a member of Management Committee. In order to validate the excel utility, this information could be shown in notes only.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06912329	Ruchica Gupta	Non-Executive - Independent Director	Chairperson	30-06-2016		Textual Information(1)
2	05313886	Amit Dalmia	Non-Executive - Non Independent Director	Member	10-05-2023		
3	02889310	Kapil Dhameja	Non-Executive - Independent Director	Member	30-06-2016		
4	07556408	Aditya Wadhwa	Non-Executive - Independent Director	Member	06-06-2024		

Sr Text Block	
Textual Information(1)	Initial date of appointment was July 26, 2014

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02889310	Kapil Dhameja	Non-Executive - Independent Director	Chairperson	30-06-2016		Textual Information(1)
2	06912329	Ruchica Gupta	Non-Executive - Independent Director	Member	30-06-2016		
3	08319159	Mukesh Mehta	Non-Executive - Non Independent Director	Member	10-05-2023		

Sr Text Block	
Textual Information(1)	Appointed as Chairman w.e.f. August 08, 2023

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05313886	Amit Dalmia	Non-Executive - Non Independent Director	Chairperson	10-05-2023		
2	08538625	Animesh Agrawal	Non-Executive - Non Independent Director	Member	10-05-2023		
3	02889310	Kapil Dhameja	Non-Executive - Independent Director	Member	30-06-2016		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05313886	Amit Dalmia	Non-Executive - Non Independent Director	Chairperson	10-05-2023		
2	08538625	Animesh Agrawal	Non-Executive - Non Independent Director	Member	10-05-2023		
3	02889310	Kapil Dhameja	Non-Executive - Independent Director	Member	07-05-2021		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05313886	Amit Dalmia	Non-Executive - Non Independent Director	Chairperson	10-05-2023		
2	08538625	Animesh Agrawal	Non-Executive - Non Independent Director	Member	10-05-2023		
3	02889310	Kapil Dhameja	Non-Executive - Independent Director	Member	30-06-2016		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	06912329	Ruchica Gupta	Management Committee	Non-Executive - Independent Director	Chairperson	
2	10170738	Nitesh Bansal	Management Committee	Executive Director	Member	
3	08538625	Animesh Agrawal	Management Committee	Non-Executive - Non Independent Director	Member	

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	06-11-2025				Yes	7	7	3
2		10-02-2026	95		Yes	7	7	3
3		06-03-2026	23		Yes	7	4	2

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Textual Information(1)			
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/ No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	06-11-2025				Yes	4	4	3	0
2	Audit Committee	10-02-2026	95			Yes	4	4	3	0
3	Stakeholders Relationship Committee	10-02-2026				Yes	3	3	1	0
4	Corporate Social Responsibility Committee	10-02-2026				Yes	3	3	1	0
5	Other Committee	11-11-2025		Management Committee		Yes	3	2	1	1
6	Other Committee	10-02-2026	90	Management Committee		Yes	3	3	1	1

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/ No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Risk Management Committee	04-03-2026	21			Yes	3	2	0	0

Text Block	
Textual Information(1)	In response to questions "Total Number of Director in the Committee as on the date of the meeting" and "Number of Directors present (all Directors including Independent Director)", we have mentioned only the number of those members of Management Committee who are also director of R Systems International Limited. Mr. Nand Sardana, Chief Financial Officer of R Systems International Limited, is also a member of Management Committee. Therefore, there are 4 members in Management Committee. His attendance is mentioned in the question "No of members attending the Meeting (other than Board of Directors).

Annexure 1

V. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Bhasker Dubey
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Bhasker Dubey
Designation of person	Company Secretary and Compliance Officer
Place	Greater NOIDA
Date	27-04-2026

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	1
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	National Stock Exchange of India Limited has imposed a fine of Rs. 5,000/- plus GST for one day of non-compliance on account of the delayed submission of the statement of related party transactions, as required under Regulation 23(9) of the Listing Regulations.	17-03-2026	There was a 17 minutes delay in submitting the statement of related party transactions as per Regulation 23(9) of Listing Regulation for the half year ended December 31, 2025	The financial impact is to the extent of the fine amount levied. Beside this, there is no impact on operations or other activities of the Company due to the Order.
2	BSE LIMITED	BSE Limited has imposed a fine of Rs. 5,000/- plus GST for one day of non-compliance on account of the delayed submission of the statement of related party transactions, as required under Regulation 23(9) of the Listing Regulations.”	17-03-2026	There was a 17 minutes delay in submitting the statement of related party transactions as per Regulation 23(9) of Listing Regulation for the half year ended December 31, 2025	The financial impact is to the extent of the fine amount levied. Beside this, there is no impact on operations or other activities of the Company due to the Order.

