

R SYSTEMS INTERNATIONAL LIMITED

CIN - L74899DL1993PLC053579

Voting Results of Annual General Meeting

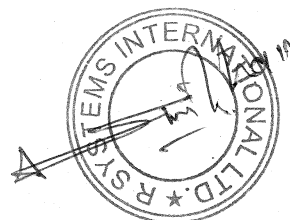
Details of poll at AGM and e-voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:

Date of the AGM	15-May-17
Total number of shareholders on record date	15,594
No. of shareholders present in the meeting either in person or through Proxy:	2,230
Promoters and Promoters Group:	10
Public:	2,220
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group:	
Public:	N.A.

1. Ordinary Resolution: To receive, consider, approve and adopt audited financial statements of the Company for the financial year ended December 31, 2016 and the Reports of the Board of Directors and the Auditors thereon and the consolidated financial statements for the year ended on that date together with the reports of auditors.

Whether promoter/ promoter group are interested in the Agenda/resolution

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	No	
							% 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	63,087,034	63,087,034	100.0000	63,087,034	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		63,087,034	100	63,087,034	0	100	0
Public-Institutions	E-voting	19,648	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-voting	60,846,243	1,545,195	2.5395	1,545,195	0	100.0000	0.0000
	Poll		11,227	0.0185	10,925	302	97.3101	2.6899
	Total		1,556,422	2.5580	1,556,120	302	99.9806	0.0194
Total		123,952,925	64,643,456	52.1516	64,643,154	302	99.9995	0.0005



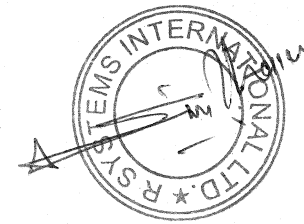
ANNEXURE-2

2. Ordinary Resolution: To appoint a director in place of Lt. Gen. Baldev Singh (Retd.) (DIN: 00006966), who retires by rotation and being eligible, offers himself for re-appointment.

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	63,087,034	63,087,034	100.0000	63,087,034	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		63,087,034	100.0000	63,087,034	0	100.0000	0.0000
Public-Institutions	E-voting	19,648	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-voting	60,846,243	1,545,195	2.5395	1,545,195	0	100.0000	0.0000
	Poll		11,227	0.0185	10,925	302	97.3101	2.6899
	Total		1,556,422	2.5580	1,556,120	302	99.9806	0.0194
Total		123,952,925	64,643,456	52.1516	64,643,154	302	99.9995	0.0005

3. Ordinary Resolution: To Consider the Appointment of M/s Deloitte Haskins & Sells LLP, Chartered Accountants, (Firm Registration No. 117366W/ W-100018) in place of retiring Auditors, M/s S. R. Batliboi & Associates LLP, Chartered Accountants as Statutory Auditors to hold Office from the conclusion of this AGM until the conclusion of the 28th AGM and fixing their remuneration.

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	63,087,034	63,087,034	100.0000	63,087,034	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		63,087,034	100.0000	63,087,034	0	100.0000	0.0000
Public-Institutions	E-voting	19,648	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-voting	60,846,243	1,545,195	2.5395	1,545,195	0	100.0000	0.0000
	Poll		11,227	0.0185	10,925	302	97.3101	2.6899
	Total		1,556,422	2.5580	1,556,120	302	99.9806	0.0194
Total		123,952,925	64,643,456	52.1516	64,643,154	302	99.9995	0.0005

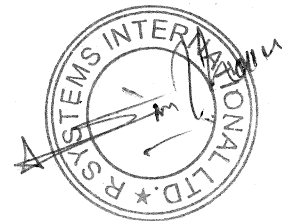


4. Ordinary Resolution: To consider the appointment of Mr. Kapil Dhameja (DIN: 02889310), as an Independent Director of the Company.

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	63,087,034	63,087,034	100.0000	63,087,034	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		63,087,034	100.0000	63,087,034	0	100.0000	0.0000
Public-Institutions	E-voting	19,648	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-voting	60,846,243	1,545,195	2.5395	1,545,195	0	100.0000	0.0000
	Poll		11,227	0.0185	10,925	302	97.3101	2.6899
	Total		1,556,422	2.5580	1,556,120	302	99.9806	0.0194
Total		123,952,925	64,643,456	52.1516	64,643,154	302	99.9995	0.0005

5. Ordinary Resolution: To consider the appointment of Mr. Aditya Wadhwa (DIN: 07556408) as an Independent 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	63,087,034	63,087,034	100.0000	63,087,034	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		63,087,034	100.0000	63,087,034	0	100.0000	0.0000
Public-Institutions	E-voting	19,648	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-voting	60,846,243	1,545,195	2.5395	1,545,195	0	100.0000	0.0000
	Poll		11,227	0.0185	10,925	302	97.3101	2.6899
	Total		1,556,422	2.5580	1,556,120	302	99.9806	0.0194
Total		123,952,925	64,643,456	52.1516	64,643,154	302	99.9995	0.0005



6. Ordinary Resolution: To consider and determine the fees for delivery of any document through a particular mode of delivery to a member.

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	63,087,034	63,087,034	100.0000	63,087,034	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		63,087,034	100.0000	63,087,034	0	100.0000	0.0000
Public-Institutions	E-voting	19,648	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-voting	60,846,243	1,545,195	2.5395	1,543,781	1414	99.9085	0.0915
	Poll		11,227	0.0185	10,925	302	97.3101	2.6899
	Total		1,556,422	2.5580	1,554,706	1716	99.8897	0.1103
Total		123,952,925	64,643,456	52.1516	64,641,740	1716	99.9973	0.0027

