



**R SYSTEMS INTERNATIONAL LIMITED**

**Corporate Identity Number:** L74899DL1993PLC053579

**Registered Office:** GF-1-A, 6, Devika Tower, Nehru Place, New Delhi – 110019, India

**Corporate Office:** 3<sup>rd</sup> Floor, Tower No. 1, IT/ITES SEZ of Artha Infratech Pvt. Ltd, Plot No. 21, Sector TechZone-IV, Greater Noida West, Gautam Buddha Nagar, Uttar Pradesh - 201306, India

[rsystems.com](http://rsystems.com)

**Phone:** +91-120-4303500 | **Email:** rsil@rsystems.com

REF: SECT/07/2025/25

DATE: JULY 31, 2025

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| To,<br>The Managing Director<br><b>National Stock Exchange of India Limited</b><br>Exchange Plaza,<br>Bandra Kurla Complex,<br>Bandra – East,<br>Mumbai – 400 051<br><br>NSE Symbol - RSYSTEMS | To,<br>The General Manager<br><b>BSE Limited</b><br>Department of Corporate Services,<br>PJ Tower<br>Dalal Street<br>Mumbai - 400 001<br><br>BSE Scrip Code - 532735 |
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**SUB: SUMMARY OF PROCEEDINGS OF NATIONAL COMPANY LAW TRIBUNAL CONVENED MEETING OF THE EQUITY SHAREHOLDERS OF R SYSTEMS INTERNATIONAL LIMITED HELD ON THURSDAY, JULY 31, 2025, AT 10:00 A.M.**

Dear Sir/Madam,

In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations and with reference to our intimation dated June 27, 2025, please find enclosed the summary of proceedings of the meeting of the Equity Shareholders of R Systems International Limited, held on Thursday, July 31, 2025 at 10:00 A.M. (IST), pursuant to the orders dated May 22, 2025 and June 10, 2025 issued by Hon'ble National Company Law Tribunal, New Delhi Bench, to consider and, if deemed fit, approve the composite Scheme of Amalgamation of Velotio Technologies Private Limited (“Amalgamating Company No. 1”) and Scaleworx Technologies Private Limited (“Amalgamating Company No. 2”) with R Systems International Limited (“Amalgamated Company”) under Sections 230-232, and other applicable provisions of the Companies Act, 2013.

This disclosure will also be hosted on the Company's website viz. <https://www.rsystems.com/>

You are requested to take the above information on record.

Yours faithfully,

**For R Systems International Limited**

Bhasker Dubey  
**(Company Secretary & Compliance Officer)**



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### **SUMMARY OF PROCEEDINGS OF THE MEETING OF THE EQUITY SHAREHOLDERS OF R SYSTEMS INTERNATIONAL LIMITED CONVENED PURSUANT TO THE ORDER OF HON'BLE NATIONAL COMPANY LAW TRIBUNAL, NEW DELHI BENCH AND HELD ON THURSDAY, JULY 31, 2025 AT 10:00 A.M.(IST)**

#### **1. DATE, TIME AND CHAIRPERSON OF THE MEETING**

The Meeting of the equity shareholders of the R Systems International Limited (“Company”) was held on Thursday, July 31, 2025, at 10:00 A.M. (IST) through video conferencing/ other audio-visual means (“VC/OAVM”) (“Meeting”) pursuant to the Hon’ble National Company Law Tribunal, New Delhi Bench (“Tribunal”/ “NCLT”) Order dated May 22, 2025 and June 10, 2025 (“Orders”).

As per the Orders of the Tribunal, Mr. Sumit Kumar Shukla was appointed as Chairperson and Mr. Sangeeth Mohan K as the Alternate Chairperson for the Meeting. Mr. Ankit Monga was appointed as Scrutinizer for the Meeting.

#### **2. PROCEEDINGS IN BRIEF**

Mr. Bhasker Dubey, Company Secretary and Compliance Officer of the Company, welcomed all participants and introduced Mr. Sumit Kumar Shukla as Chairperson, Mr. Sangeeth Mohan K as the Alternate Chairperson and Mr. Ankit Monga as a Scrutinizer of this meeting.

As per the Orders, the quorum required for the meeting was 75% in value of the equity shareholders. The meeting commenced at 10:00 A.M. (IST). However, as the requisite quorum was not present, the Chairperson adjourned the Meeting for thirty minutes in accordance with the Orders of the Tribunal. Thereafter, the Meeting resumed at 10:34 A.M. (IST), the equity shareholders present at that time were considered to constitute the quorum for the meeting, which was in compliance with the Orders as well as the Companies Act, 2013. Accordingly, the Chairperson called the meeting to order.

The Chairperson addressed the equity shareholders and informed them that the Meeting is convened in compliance with the Orders of the Tribunal for the purpose of considering and approving the Composite Scheme of Amalgamation of Velotio Technologies Private Limited (‘Amalgamating Company 1’) and Scaleworx Technologies Private Limited (‘Amalgamating Company 2’) with the Company under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 (“Scheme”).

The Scheme and Notice of Meeting of the Equity Shareholders dated June 18, 2025, convening the Meeting, as circulated to the Equity Shareholders, was taken as read.



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He further informed the equity shareholders that the Company had provided an option to cast their votes electronically on the resolution set forth in the Notice. Remote e-voting was made available from 9:00 A.M. (IST) on Tuesday, July 01, 2025, and concluded at 5:00 P.M. (IST) on Wednesday, July 30, 2025. Additionally, equity shareholders who had not exercised their voting rights through remote e-voting were given the opportunity to vote electronically during the course of the meeting.

At the directions of the Chairperson, queries raised by the equity shareholders were duly addressed by the Company officials.

The equity shareholders were informed that the results of the e-voting will be disseminated to the Stock Exchanges and will also be uploaded on the websites of the Company and MUFG Intime India Private Limited, the authorized agency facilitating the e-voting process.

The Company Secretary & Compliance Officer further informed the equity shareholders that the facility to vote on the resolution through the electronic voting system was made available during the meeting to those equity shareholders who were present and had not cast their votes through remote e-voting.

The equity shareholders attending the meeting were provided a window of fifteen minutes to cast their votes, following which the meeting was declared closed at 11:05 A.M.(IST).