

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>June 30, 2024</b>
b. If under 31(1)(c) then indicate date of allotment/extinguishment			N/A
<b>DECLARATION</b>			
Sr. No.	Particular	Yes	No
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?	-	No
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 1</sup>
<p><i>Note-1:</i> 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 I - 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)	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 (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)	
								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) As a % of (A+B+C2)	(XII)		(XIII)		(XIV)
(A)	Promoter & Promoter Group	1	61,433,005	-	-	61,433,005	51.93	61,433,005	-	61,433,005	51.93	-	51.93	-	-	-	-	61,433,005
(B)	Public	31,209	56,870,440	-	-	56,870,440	48.07	56,870,440	-	56,870,440	48.07	-	48.07	-	-	N.A.	-	56,654,940
(C)	Non Promoter - Non Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N.A.	-	-
(C1)	Shares Underlying DRs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N.A.	-	-
(C2)	Shares Held By Employee Trust	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N.A.	-	-
	Total	31,210	118,303,445	-	-	118,303,445	100.00	118,303,445	-	118,303,445	100.00	-	100.00	-	-	-	-	118,087,945

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 i.e. promoter OR promoter group entity (except promoter)	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 (as a percentage of diluted share capital)	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 <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.	As a % of total Shares held	No.	As a % of total Shares held	
									Class : Equity	Class: None	Total								
	(I)	(II)	(IV)	(V)	(VI)	(VII)	(VIII) = (V)+(VI)+(VII)	(IX) As a %	(X)				(XI)	(XII)= (VIII)+(XI) As a %	(XIII)		(XIV)		(XV)
1	Indian																		
(a)	Individuals / Hindu Undivided Family		-	-	-	-	-	-			-	-	-	-	-	-	-	-	
(b)	Central Government / State Government(s)		-	-	-	-	-	-			-	-	-	-	-	-	-	-	
(c)	Financial Institutions / Banks		-	-	-	-	-	-			-	-	-	-	-	-	-	-	
(d)	Any Other (Specify)		-	-	-	-	-	-			-	-	-	-	-	-	-	-	
	Bodies Corporate		-	-	-	-	-	-			-	-	-	-	-	-	-	-	
	Sub Total (A)(1)		-	-	-	-	-	-			-	-	-	-	-	-	-	-	
2	Foreign																		
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)		-	-	-	-	-	-			-	-	-	-	-	-	-	-	
(b)	Government		-	-	-	-	-	-			-	-	-	-	-	-	-	-	
(c)	Institutions		-	-	-	-	-	-			-	-	-	-	-	-	-	-	
(d)	Foreign Portfolio Investor		-	-	-	-	-	-			-	-	-	-	-	-	-	-	
(e)	Any Other-Foreign Body Corporate		1	61,433,005	-	-	61,433,005	51.93		-	61,433,005	51.93	-	51.93	-	-	-	-	
	BCP ASIA II TOPCO II PTE LTD	Promoter	1	61,433,005	-	-	61,433,005	51.93	61,433,005	-	61,433,005	51.93	-	51.93	-	-	-	-	
	Sub Total (A)(2)		1	61,433,005	-	-	61,433,005	51.93	-	-	61,433,005	51.93	-	51.93	-	-	-	-	
	Total Shareholding Of Promoter And Promoter Group (A)= (A)(1)+(A)(2)		1	61,433,005	-	-	61,433,005	51.93	-	-	61,433,005	51.93	-	51.93	-	-	-	-	

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.

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 - Statement showing shareholding pattern of the Public shareholder

	Category & Name of shareholders	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	Sub-categorization of shares		
								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)		Shareholding (No. of shares) under		
								Class : Equity	Class : None	Total									Sub-category (i)	Sub-category (ii)	Sub-category (iii)
	(I)	(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)	(XV)		
1	Institutions (Domestic)																				
(a)	Mutual Fund	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(b)	Venture Capital Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(c)	Alternate Investment Funds	3	1,296,372	-	-	1,296,372	1.10	1,296,372	-	1,296,372	1.10	-	1.10	-	-	NA	1,296,372	-	-	-	-
	CLARUS CAPITAL I	1	1,277,979	-	-	1,277,979	1.08	1,277,979	-	1,277,979	1.08	-	1.08	-	-	NA	1,277,979	-	-	-	-
(d)	Banks	1	400	-	-	400	0.00	400	-	400	0.00	-	0.00	-	-	NA	400	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(f)	Provident Funds/ Pension Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(g)	Asset Reconstruction Companies	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(h)	Sovereign Wealth Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(i)	NBFCs registered with RBI	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(j)	Other Financial Institutions	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(k)	Any Other (Specify)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
	Sub Total (B)(1)	4	1,296,772	-	-	1,296,772	2.18	1,296,772	-	1,296,772	2.18	-	2.18	-	-		1,296,772	-	-	-	-
2	Institutions (Foreign)																				
(a)	Foreign Direct Investment	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(b)	Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(c)	Sovereign Wealth Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(d)	Foreign Portfolio Investors Category I	24	612,806	-	-	612,806	0.52	612,806	-	612,806	0.52	-	0.52	-	-	NA	612,806	-	-	-	-
(e)	Foreign Portfolio Investors Category II	1	89,450	-	-	89,450	0.08	89,450	-	89,450	0.08	-	0.08	-	-	NA	89,450	-	-	-	-
(f)	Overseas Depositories (holding DRs) (balancing figure)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(g)	Any Other (Specify)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
	Sub Total (B)(2)	25	702,256	-	-	702,256	0.59	702,256	-	702,256	0.59	-	0.59	-	-		702,256	-	-	-	-
3	Central Government/ State Government(s)																				
(a)	Central Government / President of India	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(b)	State Government / Governor	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(c)	Shareholding by Companies or Bodies Corporate where Central / State Government is a promoter	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
	Sub Total (B)(3)	-	-	-	-	-	-	-	-	-	-	-	-	-	-		-	-	-	-	-
4	Non-Institutions																				
(a)	Associate companies / Subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(b)	Directors and their relatives (excluding independent directors and nominee directors)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(c)	Key Managerial Personnel	1	195,790	-	-	195,790	0.17	195,790	-	195,790	0.17	-	0.17	-	-	NA	195,790	-	-	-	-
(d)	Relatives of promoters (other than 'immediate relatives' of promoters disclosed under 'Promoter and Promoter Group' category)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(e)	Trusts where any person belonging to 'Promoter and Promoter Group' category is 'trustee', 'beneficiary', or 'author of the trust'	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(f)	Investor Education and Protection Fund (IEPF)	1	43,537	-	-	43,537	0.04	43,537	-	43,537	0.04	-	0.04	-	-	NA	43,537	-	-	-	-
(g)	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	29,847	9,978,460	-	-	9,978,460	8.43	9,978,460	-	9,978,460	8.43	-	8.43	-	-	NA	9,952,960	-	-	-	-
(h)	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	6	4,115,468	-	-	4,115,468	3.48	4,115,468	-	4,115,468	3.48	-	3.48	-	-	NA	4,115,468	-	-	-	-
(i)	Non Resident Indians (NRIs)	502	35,485,047	-	-	35,485,047	29.99	35,485,047	-	35,485,047	29.99	-	29.99	-	-	NA	35,449,047	-	-	-	-
	Bhavook Tripathi	1	34,339,722	-	-	34,339,722	29.03	34,339,722	-	34,339,722	29.03	-	29.03	-	-	NA	34,339,722	-	-	-	-
(j)	Foreign Nationals	3	162,000	-	-	162,000	0.14	162,000	-	162,000	0.14	-	0.14	-	-	NA	8,000	-	-	-	-
(k)	Foreign Companies	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	-	-	-	-
(l)	Bodies Corporate	183	2,855,380	-	-	2,855,380	2.41	2,855,380	-	2,855,380	2.41	-	2.41	-	-	NA	2,855,380	-	-	-	-
(m)	Any Other (specify)	637	2,035,730	-	-	2,035,730	1.72	2,035,730	-	2,035,730	1.72	-	1.72	-	-	NA	2,035,730	-	-	-	-
	Clearing Member	4	28,850	-	-	28,850	0.02	28,850	-	28,850	0.02	-	0.02	-	-	NA	28,850	-	-	-	-
	HUF	602	587,098	-	-	587,098	0.50	587,098	-	587,098	0.50	-	0.50	-	-	NA	587,098	-	-	-	-
	Trust	2	5,500	-	-	5,500	0.00	5,500	-	5,500	0.00	-	0.00	-	-	NA	5,500	-	-	-	-
	LLP- Bodies Corporate	29	1,414,282	-	-	1,414,282	1.20	1,414,282	-	1,414,282	1.20	-	1.20	-	-	NA	1,414,282	-	-	-	-
	Sub Total (B)(4)	31,180	54,871,412	-	-	54,871,412	46.38	54,871,412	-	54,871,412	46.38	-	46.38	-	-	NA	54,655,912	-	-	-	-
	Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)+(B)(4)	31,209	56,870,440	-	-	56,870,440	48.07	56,870,440	-	56,870,440	48.07	-	48.07	-	-	NA	56,654,940	-	-	-	-

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

2. 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.

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

Sr. No.	Name of Shareholder	Name of Shareholder acting as PAC	No. of Shares of PAC	Percentage
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	

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	PAN/ Passport No. in case of a foreign national	Nationality	Whether by virtue of:					
							Shares	Voting rights	Rights on distributable dividend or any other distribution	Exercise of control	Exercise of significant influence	
1	Chung Kwan Ting Geoffrey	-	United Kingdom	BCP Asia II Topco II Pte. Ltd	-	Singapore	51.93	-	-	-	-	10-May-23

\* 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%	53.41%
<b>As on the end of previous 1st quarter</b>	100%	53.54%
<b>As on the end of previous 2nd quarter</b>	100%	53.19%
<b>As on the end of previous 3rd quarter</b>	100%	53.18%
<b>As on the end of previous 4th quarter</b>	100%	53.19%

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.