



R SYSTEMS INTERNATIONAL LIMITED

Corporate Identity Number : L74899DL1993PLC053579

[CMMI Level 5, PCMM Level 5, ISO 9001:2015 & ISO 27001:2013 Company]

C-40, Sector-59, NOIDA, Distt. Gautam Budh Nagar, U.P., India – 201 307

Phones: +91-120-4303500

Fax: +91-120-4082699

Email : rsil@rsystems.com

www.rsystems.com

Regd. Off.: GF-1-A, 6, Devika Tower,

Nehru Place, New Delhi- 110019

PRE AND POST AMALGAMATION SHAREHOLDING PATTERN

Sr.	Description	Name of Shareholder	Amalgamating Company -1				Name of Shareholder	Amalgamating Company -2				Name of Shareholder	Amalgamated Company				
			Pre-arrangement		Post-arrangement			Pre-arrangement		Post-arrangement			Pre-arrangement		Post-arrangement		
			No. of shares	%	No. of shares	%		No. of shares	%	No. of shares	%		No. of shares	%	No. of shares	%	% ^{Note 4}
(A)	Shareholding of Promoter and Promoter Group																
1	Indian																
	Individuals/ Hindu Undivided Family	Nand Lal Sardana (Nominee of R Systems International Limited)	1	Negligible	-	-	Chirag Hemant Jog (Nominee of Velotio Technologies Private Limited)	1	0.01	-	-	-	-	-	-	-	-
(b)	Central Government/ State Government(s)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
c)	Bodies Corporate	R Systems International Limited	110,812	100	-	-	Velotio Technologies Private Limited	14,665	99.99	-	-	-	-	-	-	-	-
(d)	Financial Institutions/ Banks		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(e)	Any Others		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub Total(A)(1)		110,813	100	-	-		14,666	100	-	-	-	-	-	-	-	-

[Signature]





R SYSTEMS INTERNATIONAL LIMITED

Corporate Identity Number : L74899DL1993PLC053579

[CMMI Level 5, PCMM Level 5, ISO 9001:2015 & ISO 27001:2013 Company]

C-40, Sector-59, NOIDA, Distt. Gautam Budh Nagar, U.P., India – 201 307

Phones: +91-120-4303500

Fax: +91-120-4082699

Email : rsil@rsystems.com

www.rsystems.com

Regd. Off.: GF-1-A, 5, Devika Tower,
Nehru Place, New Delhi- 110019

Sr.	Description	Name of Shareholder	Amalgamating Company -1				Name of Shareholder	Amalgamating Company -2				Name of Shareholder	Amalgamated Company				
			Pre-arrangement		Post-arrangement			Pre-arrangement		Post-arrangement			Pre-arrangement		Post-arrangement		
			No. of shares	%	No. of shares	%		No. of shares	%	No. of shares	%		No. of shares	%	No. of shares	%	% ^{Note 4}
2	Foreign																
(a)	Individuals (Non-Residents Individuals/ Foreign Individuals)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-	-	-	-	BCP Asia II Topco II PTE Ltd	61,433,005	51.93	61,433,005	51.93	49.76
(c)	Institutions	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Any Others	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub Total(A)(2)	-	-	-	-	-	-	-	-	-	-		61,433,005	51.93	61,433,005	51.93	49.76
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	-	110,813	100	-	-	-	14,666	100	-	-	-	61,433,005	51.93	61,433,005	51.93	49.76
(B)	Public shareholding																
1	Institutions						-										
(a)	Mutual Funds/ UTI	-	-	-	-	-	-	-	-	-	-	-	490,000	0.41	490,000	0.41	0.40
(b)	Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-



R SYSTEMS INTERNATIONAL LIMITED

Corporate Identity Number : L74899DL1993PLC053579

[CMMI Level 5, PCMM Level 5, ISO 9001:2015 & ISO 27001:2013 Company]

C-40, Sector-59, NOIDA, Distt. Gautam Budh Nagar, U.P., India – 201 307

Phones: +91-120-4303500

Fax: +91-120-4082699

Email : rsil@rsystems.com

www.rsystems.com

Regd. Off.: GF-1-A, 6, Devika Tower,
Nehru Place, New Delhi- 110019

Sr.	Description	Name of Shareholder	Amalgamating Company -1				Name of Shareholder	Amalgamating Company -2				Name of Shareholder	Amalgamated Company				
			Pre-arrangement		Post-arrangement			Pre-arrangement		Post-arrangement			Pre-arrangement		Post-arrangement		
			No. of shares	%	No. of shares	%		No. of shares	%	No. of shares	%		No. of shares	%	No. of shares	%	% ^{Note 4}
(c)	Central Government/ State Government(s)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	-	-	-	-	-	-	-	-	-	-	-	558,704	0.47	558,704	0.47	0.45
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(h)	Any Other (Alternate Investment Funds)	-	-	-	-	-	-	-	-	-	-	-	1,550,170	1.31	1,550,170	1.31	1.26
	Sub-Total (B)(1)		-	-	-	-	-	-	-	-	-	-	2,598,874	2.20	2,598,874	2.20	2.10
2	Non-institutions																
(a)	Bodies Corporate		-	-	-	-	-	-	-	-	-	-	2,427,215	2.05	2,427,215	2.05	1.97
(b)	Individuals		-	-	-	-	-	-	-	-	-	-					
I	Individuals -i Individual		-	-	-	-	-	-	-	-	-	-	8,843,173	7.47	8,843,173	7.47	7.22



Handwritten signature



R SYSTEMS INTERNATIONAL LIMITED

Corporate Identity Number : L74889DL1993PLC053579

[CMMI Level 5, PCMM Level 5, ISO 9001:2015 & ISO 27001:2013 Company]

C-49, Sector-58, NOIDA, Distt. Gautam Budh Nagar, U.P., India - 201 307

Phones: +91-120-4303500

Fax: +91-120-4082699

Email : rsi@rsystems.com

www.rsystems.com

Regd. Off.: Gf-1-A, 6, Devika Tower,

Nehru Place, New Delhi- 110019

Sr.	Description	Name of Shareholder	Amalgamating Company -1				Name of Shareholder	Amalgamating Company -2				Name of Shareholder	Amalgamated Company				
			Pre-arrangement		Post-arrangement			Pre-arrangement		Post-arrangement			Pre-arrangement		Post-arrangement		
			No. of shares	%	No. of shares	%		No. of shares	%	No. of shares	%		No. of shares	%	No. of shares	%	% ^{Note 4}
	shareholders holding nominal share capital up to Rs. 1 lakh																
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.		-	-	-	-	-	-	-	-	-	-	4,953,266	4.19	4,953,266	4.19	8.14
(c)	Any Other		-	-	-	-	-	-	-	-	-	-	38,047,912	32.16	38,047,912	32.16	30.82
	Key Managerial Personnel		-	-	-	-	-	-	-	-	-	-	1,95,790	0.17	1,95,790	0.17	0.16
	Investor Education and Protection Fund (IEPF)		-	-	-	-	-	-	-	-	-	-	43,537	0.04	43,537	0.04	0.04
	Non Resident Indians (NRIs)		-	-	-	-	-	-	-	-	-	-	3,55,39,984	30.04	3,55,39,984	30.04	28.79
	Foreign Nationals		-	-	-	-	-	-	-	-	-	-	1,62,000	0.14	1,62,000	0.14	0.13
	Clearing Member		-	-	-	-	-	-	-	-	-	-	845	0.00	845	0.00	0.00
	HUF		-	-	-	-	-	-	-	-	-	-	6,19,681	0.52	6,19,681	0.52	0.50
	LLP- Bodies Corporate		-	-	-	-	-	-	-	-	-	-	14,86,075	1.26	14,86,075	1.26	1.20

Debey





R SYSTEMS INTERNATIONAL LIMITED

Corporate Identity Number : L74899DL1993PLC053579

[CMMI Level 5, PCMM Level 5, ISO 9001:2015 & ISO 27001:2013 Company]

C-40, Sector-59, NOIDA, Distt. Gautam Budh Nagar, U.P., India – 201 307

Phones: +91-120-4303500

Fax: +91-120-4082699

Email : rsil@rsystems.com

www.rsystems.com

Regd. Off.: GF-1-A, 6, Devika Tower,

Nehru Place, New Delhi- 110019

Sr.	Description	Name of Shareholder	Amalgamating Company -1				Name of Shareholder	Amalgamating Company -2				Name of Shareholder	Amalgamated Company				
			Pre-arrangement		Post-arrangement			Pre-arrangement		Post-arrangement			Pre-arrangement		Post-arrangement		
			No. of shares	%	No. of shares	%		No. of shares	%	No. of shares	%		No. of shares	%	No. of shares	%	% ^{Note 4}
	Sub-Total (B)(2)		-	-	-	-		-					54,271,566	45.87	54,271,566	45.87	48.14
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)		-	-	-	-		-					56,870,440	48.07	56,870,440	48.07	50.24
	TOTAL (A)+(B)		110,813	100	-	-		14,666	100				118,303,445	100	118,303,445	100	100
(C)	Shares held by Custodians and against which DRs have been issued		-	-	-	-		-					-	-	-	-	
	GRAND TOTAL (A)+(B)+(C)		110,813	100	-	-		14,666	100				118,303,445	100	118,303,445	100	100

Notes:

- Amalgamating Company 1 means Velotio Technologies Private Limited
Amalgamating Company 2 means Scaleworx Technologies Private Limited
Amalgamated Company means R Systems International Limited
- Pre-arrangement Shareholding Pattern is as per benpos dated September 10, 2024.
- We have considered only equity shares while preparing the above shareholding pattern. Pursuant to the Scheme, the 123,850 Optionally convertible

Prubey





R SYSTEMS INTERNATIONAL LIMITED

Corporate Identity Number : L74899DL1993PLC053579

[CMMI Level 5, PCMM Level 5, ISO 9001:2015 & ISO 27001:2013 Company]

C-40, Sector-59, NOIDA, Distt. Gautam Budh Nagar, U.P., India – 201 307

Phones: +91-120-4303500

Fax: +91-120-4082699

Email : rsil@rsystems.com

www.rsystems.com

Regd. Off.: GF-1-A, 6, Devika Tower,
Nehru Place, New Delhi- 110019

redeemable preference shares (“OCRPS”) held by the OCRPS holders in the Amalgamating Company 1 will get cancelled and in lieu of the Consideration, Amalgamated Company will issue 5,160,833 OCRPS to them. OCRPS of Amalgamated Company shall vest and convert into equity shares of Face Value of Re 1/- each as per the Scheme on the completion of their Term and subject to Vesting Factor as per terms of R Systems OCRPS (as defined in the Annexure I & II of the Scheme).

4. Percentage is computed assuming full conversion of OCRPS (as a percentage of diluted share capital).

For R Systems International Limited

Bhasker Dubey

(Company Secretary & Compliance Officer)

Date: September 24, 2024

