



R SYSTEMS INTERNATIONAL LIMITED

Corporate Identification No. L74899DL1993PLC053579

Registered Office: GF-1-A, 6, Devika Tower, Nehru Place, New Delhi - 110 019

Corporate Office: C - 40, Sector - 59, Noida (U.P.) - 201 307

Telephone: 0120 - 430 3500 Fax: 0120 - 4082699

Website: www.rsystems.com; Email: rsil@rsystems.com

POSTAL BALLOT FORM

- (1) Postal Ballot Number :
- (2) Name(s) of Shareholder(s) :
including Joint-holders, if any
- (3) Registered Address of the Sole / First named Shareholder :
- (4) Registered Folio No./ :
DP ID No./Client ID No.*
(*Applicable to investors holding
shares in dematerialised form)
- (5) Number of Shares held :

I/We hereby exercise my/our vote in respect of the resolution to be passed through Postal Ballot for the business stated in the notice dated May 30, 2020 by sending my/our assent or dissent to the said resolution(s) by placing the tick (✓) mark at the appropriate place in the box below:

S. No.	Description	No. of Shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Approval of the Scheme of Amalgamation between RightMatch Holdings Limited and R Systems International Limited and their respective shareholders and creditors under Sections 230-232, 234 of the Companies Act, 2013 and the rules made thereunder.			

Place:

Date:

(Signature of the Shareholder)

Electronic voting particulars

Electronic Voting Sequence No. (EVSN)	User ID	Sequence Number

Note: Please read the instructions printed under the Note No. 13 to the Notice dated May 30, 2020. The e-voting period starts from 10:00 a.m. (IST) on Monday, June 8, 2020 and ends at 05:00 p.m. (IST) on Tuesday, July 7, 2020. The voting module shall be disabled by Link Intime India Private Limited for voting thereafter.

Note: Please read carefully the instructions printed overleaf before exercising the vote.

INSTRUCTIONS

1. Members have option to vote either through Postal Ballot Form or through e-voting. If a member has opted for Physical Postal Ballot, then he/she should not vote by e-voting and vice versa. However, in case Members cast their vote by Physical Ballot and e-voting, then voting done through e-voting shall prevail and voting done by Physical Ballot will be treated as invalid. The detailed procedure for e-voting is enumerated in the Notes to the Postal Ballot Notice.
2. A member desiring to exercise his/her vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the self-addressed postage pre-paid Business Reply Envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot(s), if deposited with the Company in person or if sent by courier or by Registered Post/ Speed Post at the expense of the shareholder will also be accepted.
3. The Postal Ballot Form should be completed and signed by the shareholder (as per specimen signature(s) registered with the Company / Depositories). In case of joint holding, this Form should be completed and signed by the first named shareholder and in his/her absence, by the next named shareholder.
4. Duly completed Postal Ballot Form should reach the Scrutinizer appointed by the NCLT at Corporate Office of the Company at C-40, Sector-59, Noida-201307 not later than working hours (i.e. 17:00 hours IST) on Tuesday, July 7, 2020. Postal Ballot Form received after this date will be strictly treated as if the reply from such shareholder(s) has not been received.
5. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the shareholders on Friday, May 22, 2020.
6. The right of voting by Postal Ballot shall not be exercised by proxy.
7. There will be only one Postal Ballot Form for every folio irrespective of the number of joint shareholder(s).
8. In the case of shares held by companies, trusts, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of the board resolution/ authorization.
9. A member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in and signed duplicate Postal Ballot Form should reach the Scrutinizer not later than the date specified at instruction number 4 above.
10. Members are requested to fill in the Postal Ballot Form in indelible ink and not in any erasable writing mode.
11. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected. The Scrutinizer's decision on the validity of the Postal Ballot Forms shall be final and binding.
12. The Scrutinizer appointed for Voting Process (i.e. Postal Ballot and e-voting), will submit his report to the Chairman upon completion of scrutiny, in a fair and transparent manner, of voting not later than forty eight hours from the conclusion of the voting. The Chairman shall announce the results of Voting and the results shall be placed at the Registered Office and Corporate Office of the Company. The Resolution, if approved by the requisite majority, shall be deemed to have been passed on Tuesday, July 07, 2020, being the last date specified for receipt of duly completed Postal Ballot Forms/e-voting. The result will thereafter be posted on the website of the Company i.e. www.rsystems.com and on the website of Link Intime India Private Limited i.e. <https://instavote.linkintime.co.in/> immediately after the declaration of result by the Chairman. The results shall also be immediately forwarded to the Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited.
13. The detailed procedure for e-voting is enumerated in the Notes to the Postal Ballot Notice.