



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

REF: SECT/01/2024/10

Date: January 17, 2024

The National Stock Exchange of India Limited, BSE Limited
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051
Symbol: RSYSTEMS

Listing department,
First floor, PJ Towers,
Dalal Street, Fort Mumbai 400 001
Scrip code: 532735

Sub: Intimation of Grant of Restricted Stock Units under R Systems International Limited Management Incentive Plan 2023 (“MIP”)

Dear Sir/ Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“**SEBI Listing Regulations**”), we wish to inform you that the Nomination, Remuneration and Compensation Committee of the Board of Directors (“**NRCC**”) at its meeting held on January 17, 2024, commenced at 06:31 P.M. (IST) and ended at 07:04 P.M. (IST) has approved the grant of 5,336,705 (Five Million Three Hundred Thirty Six Thousand Seven Hundred Five) Restricted Stock Units (“**RSUs**”) to the identified employees of the Company/ subsidiaries under MIP.

Disclosures pursuant to SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, on disclosure of events/ information by listed entities under Regulations 30 and 30A of SEBI Listing Regulations is enclosed herewith as Annexure A.

Requesting you to take the above on record.

For R Systems International Limited

Bhasker Dubey
Company Secretary & Compliance Officer



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Annexure-A

Disclosures pursuant to SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Brief details of options granted	Grant of 5,336,705 (Five Million Three Hundred Thirty Six Thousand Seven Hundred Five) Restricted Stock Units (“RSUs”) by the NRCC to the identified employees of the Company/ subsidiaries under R Systems International Limited Management Incentive Plan 2023 (“MIP”) (Hereinafter known as “Grant”)
Whether the scheme is in terms of SEBI (SBE) Regulations, 2021 (if applicable);	Yes, the Plan is in compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
Total number of shares covered by these options	Up to 5,336,705 (Five Million Three Hundred Thirty Six Thousand Seven Hundred Five) equity shares of face value of INR 1/-, subject to any adjustment as may be required due to any corporate action or change in control of the Company.
Pricing formula	The exercise price of the RSUs shall be the face value of the shares as on the date of grant of RSUs i.e. INR 1/- each.
Options/ RSUs vested	The RSUs will vest subject to performance-based conditions or time-based conditions, as per the provisions of the MIP and the grant letter.
Time within which option may be exercised	RSUs once become vested shall be automatically exercised, except in the event of death or permanent disability.
Options exercised	Not Applicable at this stage.
Money realized by exercise of options	Not Applicable at this stage.
Total number of shares arising as a result of exercise of option	Not Applicable at this stage.
Options lapsed	Not Applicable at this stage.
Variation of terms of options	Not Applicable at this stage.
Brief details of significant terms	As provided in the notice dated October 16, 2023 sent to shareholders of the Company.
Subsequent changes or cancellation or exercise of such options	Not Applicable.
Diluted earnings per share pursuant to issue of equity shares on exercise of options	Not Applicable at this stage.