Name of	the Listed Entity:	R SY	STEMS INTERNAT	IONAL LIMITED
Scrip Co	ode/ Name of the Scrip :	NSE	R	SYSTEMS
		BSE		532735
Class of	Security:		Equity Sha	ares of Re. 1 /- each
	olding Pattern Filed under: Reg. 31(1)(a)/Reg. 31(1)(b)/Reg.31(1)(c)		Re	eg. 31(1)(b)
	er 31(1)(b) then indicate the report for date		Decei	mber 31, 2023
b. If und	er 31(1)(c) then indicate date of allotment/extinguishment			N/A
	DECLARATIO	DN .		
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>

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 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	No. of shares underlying Depository	Total nos. shares held	Shareholding as a % of total no. of shares (calculated as	Number of Votin	g Rights l	neld in each class o	f securities	Underlying Outstanding convertible	, as a % assuming full conversion of	in	shares	or otherwise encumb	dged Number of equity shares held in dematerialised form
				shares held	Receipts		per SCRR, 1957)	No of Class : Equity	Voting R Class: None	ights Total	Total as a % of (A+B+C)	securities (including Warrants)	convertible securities (as a percentage of diluted share capital)		As a % of total Shares held(b)	t SI	1 % of otal ares ld(b)
(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	6,14,33,005	-	-	6,14,33,005	51.93	6,14,33,005	-	6,14,33,005	51.93	-	51.93	-	-	-	- 6,14,33,005
(B)	Public	29,340	5,68,70,440	-	-	5,68,70,440	48.07	5,68,70,440	-	5,68,70,440	48.07	-	48.07	-	-	N.A.	5,66,54,915
(C)	Non Promoter - Non Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N.A.	-
(C1)	Shares Underlying DRs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N.A.	-
(C2)	Shares Held By Employee Trust	-	1	-	1	-	-	-	-	-	-	-	-	-	-	N.A.	-
	Total	29,341	11,83,03,445	-	-	11,83,03,445	100.00	11,83,03,445	•	11,83,03,445	100.00	-	100.00	-	-	-	- 11,80,87,920

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)	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,			ghts held in each urities	class of	No. of Shares Underlying Outstanding convertible securities (as a percentage	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of			Number of Shar otherwise encum		held in dematerialised form
						neu			1957)	Class : Equity	Class: None	Total	% of of Total voting rights	of diluted share capital)	diluted share		total Shares held		total Shares held	
	(1)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII) = (V)+(VI)+(VII)	(IX) As a %			(X)	T	(XI)	(XII)= (VIII)+(XI) As a	(2	XIII)	(XIV	)	(XV)
(a)	Indian 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	6,14,33,005	-	-	6,14,33,005	51.93	-	-	6,14,33,005	51.93	-	51.93	-	-	-	-	6,14,33,005
	LTD	Promoter	-	1	6,14,33,005	-	-	6,14,33,005	51.93	6,14,33,005	-	6,14,33,005	51.93	-	51.93	-	-	-	-	6,14,33,005
	Sub Total (A)(2)			1	6,14,33,005	-	-	6,14,33,005	51.93	-	-	6,14,33,005	51.93	-	51.93	-	-	-	-	6,14,33,005
	Total Shareholding Of Promoter And Promoter Group (A)= (A)(1)+(A)(2)			1	6,14,33,005	-	-	6,14,33,005	51.93	-	1	6,14,33,005	51.93	-	51.93	-	-	-	-	6,14,33,005

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, 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.

Note 2: Share Purchase Agreement dated November 16, 2022, as amended on March 21, 2023 (Share Purchase Agreement), BCP Asia II Topco II Pte. Ltd. (Acquirer) had acquired 51.67% of the paid up Share Capital of R Systems International Limited (the "Company") from (i) Dr. Satinder Singh Rekhi, (ii)Mrs. Harpreet Rekhi, (iii)Mrs. Harpreet Rekhi Family Trust, (iv)Mr. Sartaj Singh Rekhi, (v)Mr. Ramneet Singh Rekhi, (vi)Mr. Ramneet Singh Rekhi, (vi)Mr. Amrita Rekhi, (viii)Mrs. Amrita Rekhi, (viii)Mrs. Anita Behl (Outgoing Promoter & Promoter Group). In addition, the Acquirer had acquired 0.26% of the paid up share capital of the Company from public shareholders, under the Composite Offer made vide Letter of Offer dated April 10, 2023. Pursuant to said acquisition of shares, the Acquirer become the Promoter of the Company and the Outgoing Promoter and Promoter Group had ceased to be the Promoter of the Company.

Further, National Stock Exchange of India Limited and BSE Limited have approved the Reclassification of Outgoing Promoter and Promoter Group Shareholders of R Systems International Limited under regulation 31A (10) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide w.e.f. November 01, 2023.

	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,	s Number of	Voting Righ securi	ts held in each ties	class of	No. of Shares Underlying Outstanding convertible securities	Shareholding, as a % assuming full conversion of convertible	Number of sha		or other	of Shares pledged wise encumbered	shares held in dematerialised form		-categorization of s	
								1957)	No Class : Equity	of Voting Rig	hts Total	Total as a % of	(including Warrants)	securities (as a percentage of diluted share	No. (a)	As a % of total	No. (a)	As a % of total Shares held(b)			olding (No. of share Sub-category (ii)	
									Class . Equity	None	Total	(A+B+C)		capital)		Shares held(b)				Sub-category (i)	Sub-category (ii)	Sub-category (ii
	(1)	(11)	(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)	(X	II)		(XIII)	(XIV)		(XV)	
1 (a)	Institutions (Domestic) Mutual Fund		_	_	_		_			-		-	_		_	-		NA				
(b)	Venture Capital Funds Alternate Investment Funds		- 2	9,18,562	-	-	9,18,562	0.78	9,18,562	-	9,18,562	0.78	-	0.78	-	-		NA NA	9,18,562	-	-	-
(d)	Banks		-	-	-		-	-	-	-	9,10,502	-	-	-	-			NA	-	-	-	-
(e) (f)	Insurance Companies Provident Funds/ Pension		-	-	-		-	-	-	-	-	-	-	-	-	-		NA NA	-	-	-	-
(g)	Funds Asset Reconstruction		-	-	-	-	-	-	-	-	-		-	-	-	-		NA	-	-	-	-
(h)	Companies Sovereign Wealth Funds		-	-	-	-	=	-	-	-	-	-	-	-	-	-		NA	-	-	-	-
(i)	NBFCs registered with RBI		1	96,561	-	=	96,561	0.08	96,561	-	96,561	0.08	-	0.08	-	-		NA	96,56	-	-	-
(j) (k)	Other Financial Institutions Any Other (Specify)			-	-		-	-		-		-	-	-	-	-		NA NA				-
2	Sub Total (B)(1) Institutions (Foreign)		3	10,15,123	-	-	10,15,123	0.86	10,15,123	-	10,15,123	0.86	-	0.86	-	-			10,15,12	-	-	-
(a)	Foreign Direct Investment		-	-	-	-	-	-	-	-	-	-	-	-	-	-		NA NA	-	-	-	-
(b)	Foreign Venture Capital Investors			-	_			1	1		-		-							1		
(c) (d)	Sovereign Wealth Funds Foreign Portfolio Investors		- 8	1,98,061	-	-	1,98,061	0.17	1,98,061	-	1,98,061	0.17	-	0.17	-	-		NA NA	1,98,06	-	-	-
(e)	Category I Foreign Portfolio Investors		2	92,899	-	-	92,899	0.08	92,899	-	92,899	0.08	-	0.08	-	-		NA	92,899	-	-	-
(f)	Category II Overseas Depositories (holding DRs) (balancing		-	-	-	-	-	-	-	-	-	-	-	-	-	-		NA	-	-	-	-
(g)	figure) Any Other (Specify)		-		-	-	-		-	-	-	-	-	-	-	-		NA		-	-	-
3	Sub Total (B)(2) Central Government/ State		10	2,90,960	-	-	2,90,960	0.25	2,90,960	-	2,90,960	0.25	-	0.25	-	-			2,90,96	-	-	-
(a)	Government(s) Central Government /		-	-	-	-	-	-	-	-	-	-	-	-	-	-		NA	-	-	-	-
(b)	President of India State Government /		-	-	-	-	-	-	-	-	-	-	-	-	-	-		NA	-	-	-	-
(c)	Governor Shareholding by Companies or Bodies Corporate where Central / State Government is a promoter		-	-	-	-	-	-	-	-	-	-	-	-	-	-		NA	-	-	-	-
4	Sub Total (B)(3) Non-Institutions		-	-	-	-	-	-	-	-	-	-	-	-	-	-			-	-	-	-
(a)	Associate companies / Subsidiaries		-	-	-	-	-	-	-	-	-	-	-	-	-	-		NA	-	-	-	-
(b)	Directors and their relatives (excluding independent directors and nominee directors)		-	-	÷	-	-	-	-	-	ē	=	-	-	-	-		NA	-	-	-	-
(c)	Key Managerial Personnel		1	1,95,790	-	-	1,95,790	0.17	1,95,790	-	1,95,790	0.17	-	0.17	-	-		NA	1,95,79	-	-	-
(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	45,537	- 1	-	45,537	0.04	45,537	-	45,537	0.04	-	0.04	-	-		NA	45,53	-	=	-
	Resident Individuals holding nominal share capital up to Rs. 2 lakhs		28,121	84,41,100	-	-	84,41,100				84,41,100	7.14	-	7.14	-	-		NA	84,15,57:		-	-
(h)	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs		6	42,84,148	-	-	42,84,148	3.62	42,84,148	1 - 1	42,84,148	3.62	-	3.62	-			NA	42,84,14	-	=	-
(i)	Non Resident Indians (NRIs)  Bhayook Tripathi	_	451	3,78,43,671 3,65,08,810	-	-	3,78,43,671 3,65,08,810				3,78,43,671 3,65,08,810	31.99 30.86	-	31.99 30.86	-	-		NA NA	3,78,07,67		-	-
(j)	Foreign Nationals Foreign Companies		3		-	-	1,62,000				1,62,000	0.14		0.14	-	-		NA	8,00		-	-
(k) (l)	Bodies Corporate		187		-		27,14,995				27,14,995	2.29	-	2.29	-	-		NA NA	27,14,99		-	-
	Ratnabali Investment Private Limited	-	1	14,30,425	-	-	14,30,425		14,30,425		14,30,425	1.21	-	1.21	-	-		NA	14,30,42		-	-
(m)	Any Other (specify) Clearing Member		557 4		-	-	18,77,116 7,501	0.01	7,501	-	18,77,116 7,501	1.59 0.01		1.59 0.01	-	-		NA NA	18,77,11e 7,50	-	-	-
-	HUF Trust		527	5,12,836 7,900	-	-	5,12,836 7,900				5,12,836 7,900	0.43	-	0.43	-	-		NA NA	5,12,830 7,900		-	-
	LLP- Bodies Corporate Sub Total (B)(4)		23 29,327	13,48,879	-	-	13,48,879 5,55,64,357	1.14	13,48,879	-	13,48,879 5,55,64,357	1.14 46.97		1.14 46.97	-	-		NA NA	13,48,879 5,53,48,833	-	-	-
	Total Public Shareholding		29,340	5,68,70,440	-	-	5,68,70,440	48.07	5,68,70,440		5,68,70,440	48.07	-	48.07	-	-		NA NA	5,66,54,91		-	-
	(B)=(B)(1)+(B)(2)+(B)(3)+ (B)(4)																					

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

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

Table IV - Statement showing shareholding pattern of the Non Promoter- Non Public shareholder

Category	Category & Name of shareholders	PAN	Nos. of sharehold ers	No. of fully paid up equity shares held	No. of Partly paid- up equity shares held	No. of shares underlying Depository Receipts	shares held	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957)	Number		g Rights I	neld in each s	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)		of Locked in ares	pledged	r of Shares or otherwise umbered	Number of equity shares held in dematerialised form
										Voting Ri Class eg:	Total	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)	
	(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)	C	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
	Employee Benefit Trust (under SEBI (Share based																		
	Employee Benefit)																		
2	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	O	0.0000	NA	NA	0

Table V - Statement showing details of significant benificial owners (SBOs)

Sr. No.	o. Details of the SBO (I)			Details of the registe (II)		Date of Creation/						
	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:			acquisition of significant beneficial interest (IV)		
					national		Shares	Voting rights	Rights on distributable dividend or any other distribution	Exercise of control	Exercise of significant influence	- (11)
1	Chung Kwan Ting Geoffrey	-	United Kingdom	BCP Asia II Topco II Pte. Ltd	AAKCB5176H	Singapore	51.93	-	-	-	-	10-May-23

<sup>\*</sup> 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.

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.

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:

Table VI - Statement showing foreign ownership limits

	<b>Board approved limits</b>	Limits utilized
As on shareholding date	100%	53.19%
As on the end of previous 1st quarter	100%	53.18%
As on the end of previous 2nd quarter	100%	53.19%
As on the end of previous 3rd quarter	100%	28.76%
As on the end of previous 4th quarter	100%	29.30%

Notes :-

<sup>1) &</sup>quot;Approved Limits (%)" means sectoral / statutory cap prescribed by Government / Regulatory Authorities.

<sup>2)</sup> 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.