



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

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

REF: SECT/05/2024/02

May 02, 2024

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra – East, Mumbai – 400 051
NSE Symbol – RSYSTEMS

BSE Limited
P. J. Towers,
Dalal Street,
Mumbai - 400001
BSE Scrip Code – 532735

Dear Sir,

SUB: DISCLOSURE UNDER REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015: OUTCOME OF THE BOARD MEETING HELD ON MAY 02, 2024

We wish to inform you as required in terms of Regulation 30, 33 and other applicable provisions of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), the Board of Directors of R Systems International Limited (“Company”) at its meeting held on May 02, 2024, commenced at 09:06 P.M. and concluded at 10:24 P.M. has inter-alia approved the following businesses:

1. Audited standalone financial results of the Company for the quarter ended March 31, 2024.
2. Unaudited consolidated financial results of the Company for the quarter ended March 31, 2024.
3. Convening of 30th Annual General Meeting of the Company on Thursday, June 13, 2024 through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”). Soft Copy of Annual Report and notice of 30th Annual General Meeting shall be sent in due course.

In this regards, please find attached herewith the following:

1. Unaudited consolidated financial results for the quarter ended March 31, 2024, in the format prescribed under Regulations 33 of Listing Regulations along with the Limited Review Report of the auditors thereon.
2. Audited standalone financial results for the quarter ended March 31, 2024, in the format prescribed under Regulations 33 of Listing Regulations along with the report of the auditors thereon.
3. Extract of the financial results which will be published in the newspapers as per the applicable provisions of the Listing Regulations.

This is for your information and record.

Thanking you.
Yours faithfully,

For R Systems International Limited

Bhasker Dubey
(Company Secretary & Compliance Officer)

R SYSTEMS INTERNATIONAL LIMITED

CIN : L74899DL1993PLC053579

Registered Office : GF-1-A, 6, Devika Tower, Nehru Place, New Delhi- 110019


Tel : +91 120 4303500; Website : www.rsystems.com; Email : rsll@rsystems.com


Statement of Consolidated Unaudited Financial Results for the quarter ended March 31, 2024

		(Rs. in million, except per share data)			
S.No.	Particulars	Three months ended			Year ended
		31.03.2024 (Unaudited)	31.12.2023 (Unaudited) refer to Note 6	31.03.2023 (Unaudited)	31.12.2023 (Audited)
1	Income				
(a)	Revenue from operations	4,166.41	4,163.20	4,040.71	16,845.18
(b)	Other income	24.69	17.73	52.13	115.33
	Total income	4,191.10	4,180.93	4,092.84	16,960.51
2	Expenses				
(a)	Employee benefits expense (refer to Note 4)	2,949.34	2,840.52	2,819.84	11,335.35
(b)	Finance costs	28.42	28.94	15.94	89.50
(c)	Depreciation and amortisation expense	165.61	169.20	101.24	544.04
(d)	Other expenses	683.88	694.32	677.82	2,986.36
	Total expenses	3,827.25	3,732.98	3,614.84	14,955.25
3	Profit before tax and Share in Profit / (Loss) of Associate (1-2)	363.85	447.95	478.00	2,005.26
4	Share of net profit / (loss) of associates accounted for using the equity method	-	(3.03)	-	(5.04)
5	Profit before tax (3+4)	363.85	444.92	478.00	2,000.22
6	Tax expense				
(a)	Current tax (refer to Note 3)	131.55	(1.80)	103.47	613.59
(b)	Deferred tax charge / (credit)	(42.57)	(11.99)	16.18	(14.43)
	Total tax expense / (credit)	88.98	(13.79)	119.65	599.16
7	Net profit for the period / year (5-6)	274.87	458.71	358.35	1,401.06
8	Other comprehensive income / (loss)				
	<i>Items that will not be reclassified to profit or loss</i>				
(a)	Re-measurements of the defined benefit plans	(6.51)	(7.81)	(8.00)	(8.96)
(b)	Deferred tax relating to re-measurements of the defined benefit plans	1.69	2.68	2.80	2.95
	<i>Items that will be reclassified to profit or loss</i>				
(a)	Foreign currency translation reserve	(32.04)	71.20	10.84	69.09
	Total other comprehensive income / (loss)	(36.86)	66.07	5.64	63.08
9	Total comprehensive income for the period / year (7+8)	238.01	524.78	363.99	1,464.14
10	Profit attributable to				
	Equity shareholders of the company	274.87	458.71	358.35	1,401.06
	Non controlling interest	-	-	-	-
		274.87	458.71	358.35	1,401.06
11	Total comprehensive income attributable to				
	Equity shareholders of the company	238.01	524.78	363.99	1,464.14
	Non controlling interest	-	-	-	-
		238.01	524.78	363.99	1,464.14
12	Earnings per share (refer to Note 4 and Note 7) (Equity share of par value of Re. 1/- each)				
(a)	Basic	2.32	3.88	3.03	11.84
(b)	Diluted	2.32	3.88	3.03	11.84

See accompanying notes to the financial results.

For and on behalf of the Board of Directors of
R SYSTEMS INTERNATIONAL LIMITED


Nitesh Bansal
Managing Director & Chief Executive Officer
DIN: 10170738

For Identification Only

Deloitte Haskins & Sells LLP

Notes:

- 1 The financial results for the quarter ended March 31, 2024 have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 'Interim Financial Reporting' ('Ind AS 34'). The above results were reviewed by the Audit Committee and have been approved by the Board of Directors at their meetings held on May 02, 2024.
- 2 The Limited Review as required under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been completed by the Statutory Auditors for the quarter ended March 31, 2024, March 31, 2023 and December 31, 2023 and audit for the year ended December 31, 2023 (also refer to Note 6 below). The review / audit reports for the aforementioned results are not modified.
- 3 During the quarter ended June 30, 2023, the Company had made a provision for current tax amounting to Rs. 200.54 million on the dividend income received from its subsidiary company. Pursuant to the declaration of the interim dividend and as per the provision of the Income Tax Act, the Company, being eligible for tax deduction on aforesaid dividend income, had reversed the tax provision accounting to Rs. 114.46 million during quarter ended December 31, 2023.
- 4 Pursuant to the approval of the Shareholders dated November 15, 2023, the Nomination, Remuneration and Compensation Committee ("NRCC") has granted 5,349,768 (Fifty Three Lakhs Forty Nine Thousand Seven Hundred Sixty Eight only) Restricted Stock Units ("RSUs") during the quarter ended March 31, 2024 under R Systems International Limited Management Incentive Plan 2023 ("Plan"), exercisable into not more than 5,349,768 (Fifty Three Lakhs Forty Nine Thousand Seven Hundred Sixty Eight only) equity shares of the Company to the identified employees of the Company and its subsidiaries. The RSUs shall vest as per the terms and conditions mentioned in the Grant Letter and the Plan.

During the current quarter, the Company and its subsidiaries have recorded Rs. 64.65 million as share based payment expense relating to RSUs granted to the employees.
- 5 The Board of Directors at its meeting held on March 19, 2024 has declared an interim dividend 2024 of Rs. 6/- per equity share of face value of Re. 1/- each, aggregating to Rs. 709.82 million. As at March 31, 2024, the Company has transferred the interim dividend amount to a separate bank account. The aforesaid interim dividend has been paid on April 12, 2024.
- 6 Figures for the quarter ended December 31, 2023 are equivalent to the difference between the audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the relevant financial year which were subjected to quarterly limited review by the statutory auditors.
- 7 Earnings per share for the quarter ended March 31, 2024, December 31, 2023, and March 31, 2023, are not annualised.
- 8 The Consolidated Segment Information is set out in Annexure A.

For Identification Only

Deloitte Haskins & Sells LLP

Place : Frisco Tx, USA

Date : May 02, 2024

**For and on behalf of the Board of Directors of
R SYSTEMS INTERNATIONAL LIMITED**



Nitesh Bansal

Managing Director & Chief Executive Officer

DIN: 10170738

R SYSTEMS INTERNATIONAL LIMITED
Consolidated Segment Information

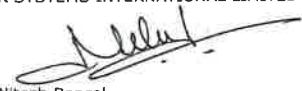
		(Rs. in million)			
S.No.	Particulars	Three months ended			Year ended
		31.03.2024	31.12.2023	31.03.2023	31.12.2023
		(Unaudited)	(Unaudited) refer to Note 6	(Unaudited)	(Audited)
1	Segment revenue				
	- Information technology services	3,807.32	3,836.63	3,650.21	15,123.17
	- Business process outsourcing services	376.14	344.00	404.18	1,783.56
	Total	4,183.46	4,180.63	4,054.39	16,906.73
	Less: Elimination of intersegment sales	17.05	17.43	13.68	61.55
	Revenue from operations	4,166.41	4,163.20	4,040.71	16,845.18
2	Segment results before tax, interest and exceptional items				
	- Information technology services	318.59	394.31	355.55	1,517.54
	- Business process outsourcing services	138.34	124.01	154.25	780.57
	Total	456.93	518.32	509.80	2,298.11
	(i) Finance costs	(28.42)	(28.94)	(15.94)	(89.50)
	(ii) Interest income	8.35	14.57	20.22	67.34
	(iii) Other unallocable income	1.83	3.73	4.01	13.39
	(iv) Other unallocable expenses	(74.85)	(59.73)	(40.09)	(284.08)
	(v) Share of net profit / (loss) of associates accounted for using the equity method	-	(3.03)	-	(5.04)
	Profit before tax	363.84	444.92	478.00	2,000.22

Note: Assets and liabilities of the Company are used interchangeably between segments and the Chief Operating Decision Maker (CODM) does not review assets and liabilities at reportable segment level. Accordingly, segment disclosure relating to assets and liabilities has not been provided as per Ind AS 108.

For Identification Only

Deloitte Haskins & Sells LLP

For and on behalf of the Board of Directors of
R SYSTEMS INTERNATIONAL LIMITED


Nitesh Bansal
Managing Director & Chief Executive Officer
DIN: 10170738

INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF CONSOLIDATED FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF R SYSTEMS INTERNATIONAL LIMITED

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **R SYSTEMS INTERNATIONAL LIMITED** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), for the quarter ended March 31, 2024 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").
2. This Statement which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 for "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of Parent's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the entities listed in Annexure A.
5. Based on our review conducted and procedures performed as stated paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.



6. We did not review the interim financial information of 23 subsidiaries included in the consolidated unaudited financial results, whose interim financial information reflect, total revenues of Rs. 1,157.66 million for the quarter ended March 31, 2024, total net profit after tax of Rs. 71.29 million for the quarter ended March 31, 2024 and total comprehensive income of Rs. 40.97 million for the quarter ended March 31, 2024 as considered in the Statement. These interim financial information have been reviewed by other auditors whose reports have been furnished to us by the Parent's Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors and procedures performed by us as stated in paragraph 3 above. Our conclusion on the Statement is not modified in respect of this matter.
7. The interim financial information of 25 subsidiaries have been prepared under accounting principles generally accepted in their respective countries. The Parent's Management has converted the financial information of these subsidiaries, from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We reviewed the adjustments that were applied to prepare the unaudited consolidated financial results for the quarter ended March 31, 2024 made by the Parent's Management to convert the financial information of these subsidiaries, from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. Our report is not modified in respect of this matter.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)



Jitendra Agarwal
Partner

(Membership No. 87104)
UDIN: 24007104BKUCV0049

Place : New Delhi
Date : May 02, 2024

Annexure A

List of Entities Consolidated

1. R Systems International Limited (the Parent)
2. R Systems, Inc. (wholly owned subsidiary of the Parent)
3. R Systems Technologies Limited (wholly owned subsidiary of the Parent)
4. RSYS Technologies Ltd. (wholly owned subsidiary of the Parent)
5. R Systems Computaris International Limited ("RCIL") (wholly owned subsidiary of the Parent) and results of its subsidiaries :
 - i. R Systems Computaris S.R.L. (wholly owned subsidiary of RCIL)
 - ii. R Systems Computaris Malaysia Sdn. Bhd. (wholly owned subsidiary of RCIL)
 - iii. R Systems Computaris Poland Sp. Z O.O. (wholly owned subsidiary of RCIL)
 - iv. R Systems Computaris Europe S.R.L. (wholly owned subsidiary of RCIL)
 - v. R Systems Computaris Philippines Pte. Ltd. Inc. (wholly owned subsidiary of RCIL)
 - vi. R Systems Computaris Suisse Sàrl (wholly owned subsidiary of RCIL)
6. R Systems (Singapore) Pte Limited ("RSS") (wholly-owned subsidiary of the Parent) and results of its subsidiaries :
 - i. R Systems IBIZCS Pte. Ltd. ("IBIZCS") (wholly owned subsidiary of RSS) and results of its subsidiaries :
 - a. IBIZ Consulting Services Pte Ltd (wholly owned subsidiary of IBIZCS) (liquidated on January 8, 2024)
 - b. R Systems IBIZCS Sdn. Bhd. (wholly owned subsidiary of IBIZCS)
 - c. PT. R Systems IBIZCS International (wholly owned subsidiary of IBIZCS)
 - d. IBIZ Consulting Services Limited ("IBIZ HK") (wholly owned subsidiary of IBIZCS) and results of its subsidiary :
 - o IBIZ Consulting Services Shanghai Co., Ltd (wholly owned subsidiary of IBIZ HK)
 - e. IBIZ Consulting (Thailand) Co. Ltd. (wholly owned subsidiary of IBIZCS)
7. R Systems Consulting Services Limited ("RSCSL") (subsidiary of the Parent) and results of its subsidiaries:
 - i. R Systems Consulting Services (M) Sdn. Bhd. (wholly owned subsidiary of RSCSL)
 - ii. R Systems Consulting Services (HongKong) Limited (wholly owned subsidiary of RSCSL)
 - iii. R Systems Consulting Services (Thailand) Co. Ltd. (wholly owned subsidiary of RSCSL)
 - iv. R Systems Consulting Services Kabushiki Kaisha (wholly owned subsidiary of RSCSL)
 - v. R Systems Consulting Services (Shanghai) Co., Ltd. (wholly owned subsidiary of RSCSL)
 - vi. R Systems Consulting Services Company Limited, Vietnam (wholly owned subsidiary of RSCSL)
8. Velotio Technologies Private Limited, India ("Velotio") (wholly owned subsidiary of the Parent) (acquired w.e.f. July 03, 2023) and results of its subsidiaries :
 - i. Scaleworx Technologies Private Limited, India (wholly owned subsidiary of Velotio) (w.e.f. December 01, 2023)
9. Scaleworx Technologies Private Limited, India (associate of Velotio) (during the period from July 03, 2023 to December 01, 2023)



R SYSTEMS INTERNATIONAL LIMITED

CIN : L74899DL1993PLC053579

Registered Office : GF-1-A, 6, Devika Tower, Nehru Place, New Delhi- 110019


Tel : +91 120 4303500; Website : www.rsystems.com; Email : rsil@rsystems.com

Statement of Standalone Audited Financial Results for the quarter ended March 31, 2024

(Rs. in million, except per share data)

S.No.	Particulars	Three months ended			Year ended
		31.03.2024	31.12.2023	31.03.2023	31.12.2023
		(Audited)	(Audited)	(Audited)	(Audited)
1	Income				
(a)	Revenue from operations	2,088.60	2,072.95	2,247.07	9,038.87
(b)	Other income (refer to Note 3)	111.46	27.01	52.67	706.42
	Total income	2,200.06	2,099.96	2,299.74	9,745.29
2	Expenses				
(a)	Employee benefits expense (refer to Note 5)	1,512.83	1,447.57	1,534.40	6,014.41
(b)	Finance costs	26.54	25.85	14.73	81.18
(c)	Depreciation and amortisation expense	58.36	59.80	59.22	239.95
(d)	Other expenses	247.65	261.34	267.53	1,227.87
	Total expenses	1,845.38	1,794.56	1,875.88	7,563.41
3	Profit before tax (1-2)	354.68	305.40	423.86	2,181.88
4	Tax expense				
(a)	Current tax (refer to Note 4)	72.00	(38.09)	83.20	485.60
(b)	Deferred tax charge / (credit)	(33.11)	(26.48)	13.52	(38.29)
	Total tax expense / (credit)	38.89	(64.57)	96.72	447.31
5	Net profit for the period / year (3-4)	315.79	369.97	327.14	1,734.57
6	Other comprehensive income / (loss)				
	<i>Items that will not be reclassified to profit or loss</i>				
(a)	Re-measurements of the defined benefit plans	(0.93)	(7.27)	(8.00)	(7.09)
(b)	Deferred tax relating to re-measurements of the defined benefit plans	0.28	2.54	2.80	2.48
	Total other comprehensive income / (loss)	(0.65)	(4.73)	(5.20)	(4.61)
7	Total comprehensive income for the period / year (5+6)	315.14	365.24	321.94	1,729.96
8	Earnings per share (refer to Note 5 and Note 7) (Equity share of par value of Re. 1/- each)				
(a)	Basic	2.67	3.13	2.77	14.66
(b)	Diluted	2.67	3.13	2.77	14.66

See accompanying notes to the financial results.

For and on behalf of the Board of Directors of
R SYSTEMS INTERNATIONAL LIMITED


Nitesh Bansal
Managing Director & Chief Executive Officer
DIN: 10170738

Notes:

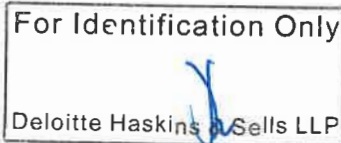
- 1 The financial results for the quarter ended March 31, 2024 have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 'Interim Financial Reporting' ('Ind AS 34'). The above results were reviewed by the Audit Committee and have been approved by the Board of Directors at their meetings held on May 02, 2024.
- 2 The Statutory Auditors have carried out an audit for the quarter ended March 31, 2024 and March 31, 2023 and for the quarter and year ended December 31, 2023. The audit report for the aforementioned results is not modified.
- 3 During the quarter ended March 31, 2024, the Company has recognised dividend income from its wholly-owned subsidiary amounting to Rs. 73.99 million. The Company had also received dividend from its wholly-owned subsidiary amounting to Rs. 573.90 million during the year ended December 31, 2023.

The aforesaid dividend is recorded under "Other Income".

- 4 During the quarter ended June 30, 2023, the Company had made a provision for current tax amounting to Rs. 200.54 million on the dividend income received from its subsidiary company (refer note 3 above). Pursuant to the declaration of the interim dividend and as per the provision of the Income Tax Act, the Company, being eligible for tax deduction on aforesaid dividend income, had reversed the tax provision accounting to Rs. 114.46 million during quarter ended December 31, 2023.
- 5 Pursuant to the approval of the Shareholders dated November 15, 2023, the Nomination, Remuneration and Compensation Committee ("NRCC") has granted 5,349,768 (Fifty Three Lakhs Forty Nine Thousand Seven Hundred Sixty Eight only) Restricted Stock Units ("RSUs") during the quarter ended March 31, 2024 under R Systems International Limited Management Incentive Plan 2023 ("Plan"), exercisable into not more than 5,349,768 (Fifty Three Lakhs Forty Nine Thousand Seven Hundred Sixty Eight only) equity shares of the Company to the identified employees of the Company and its subsidiaries. The RSUs shall vest as per the terms and conditions mentioned in the Grant Letter and the Plan.

During the current quarter, the Company has recorded Rs. 53.95 million as share based payment expense relating to RSUs granted to its employees and Rs. 10.70 million as recoverable from subsidiary companies for RSUs granted to their employees.

- 6 The Board of Directors at its meeting held on March 19, 2024 has declared an interim dividend 2024 of Rs. 6/- per equity share of face value of Re. 1/- each, aggregating to Rs. 709.82 million. As at March 31, 2024, the Company has transferred the interim dividend amount to a separate bank account. The aforesaid interim dividend has been paid on April 12, 2024.
- 7 Earnings per share for the quarter ended March 31, 2024, December 31, 2023, and March 31, 2023, are not annualised.
- 8 The Standalone Segment Information is set out in Annexure A.



Place : Frisco Tx, USA
Date : May 02, 2024

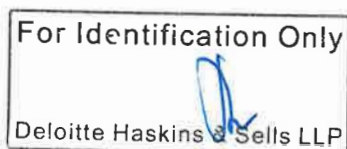
**For and on behalf of the Board of Directors of
R SYSTEMS INTERNATIONAL LIMITED**



Nitesh Bansal
Managing Director & Chief Executive Officer
DIN: 10170738

Annexure A					
R SYSTEMS INTERNATIONAL LIMITED					
Standalone Segment Information					
(Rs. in million)					
S.No.	Particulars	Three months ended			Year ended
		31.03.2024	31.12.2023	31.03.2023	31.12.2023
		(Audited)	(Audited)	(Audited)	(Audited)
1	Segment revenue				
	- Information technology services	1,712.46	1,728.95	1,842.89	7,255.31
	- Business process outsourcing services	376.14	344.00	404.18	1,783.56
	Revenue from operations	2,088.60	2,072.95	2,247.07	9,038.87
2	Segment results before tax, interest and exceptional items				
	- Information technology services	228.61	240.49	297.81	1,098.85
	- Business process outsourcing services	138.34	124.01	154.25	780.57
	Total	366.95	364.50	452.06	1,879.42
	(i) Finance costs	(26.54)	(25.85)	(14.73)	(81.18)
	(ii) Interest income	6.03	11.18	16.99	54.02
	(iii) Other unallocable income (refer to Note 3)	75.67	1.68	4.01	585.24
	(iv) Other unallocable expenses	(67.43)	(46.11)	(34.47)	(255.61)
	Profit before tax	354.68	305.40	423.86	2,181.88

Note: Assets and liabilities of the Company are used interchangeably between segments and the Chief Operating Decision Maker (CODM) does not review assets and liabilities at reportable segment level. Accordingly, segment disclosure relating to assets and liabilities has not been provided as per Ind AS 108.



For and on behalf of the Board of Directors of
R SYSTEMS INTERNATIONAL LIMITED


Nitesh Bansal
Managing Director & Chief Executive Officer
DIN: 10170738

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF STANDALONE FINANCIAL RESULTS

**TO THE BOARD OF DIRECTORS OF
R SYSTEMS INTERNATIONAL LIMITED**

Opinion

We have audited the accompanying Standalone Financial Results of **R SYSTEMS INTERNATIONAL LIMITED** ("the Company"), for the quarter ended March 31, 2024 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- a. is presented in accordance with the requirements of the Listing Regulations; and
- b. gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34") prescribed under section 133 of the Companies Act, 2013 (the "Act") read with rules issued thereunder and other accounting principles generally accepted in India of the net profit and total comprehensive income and other financial information of the Company for the quarter ended March 31, 2024.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Results for the quarter ended March 31, 2024 section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Standalone Financial Results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

Management's Responsibilities for the Statement

This Statement is the responsibility of the Company's Board of Directors and has been approved by them for the issuance. The Statement has been compiled from the related audited interim condensed standalone financial statements for the quarter ended March 31, 2024. The Company's Board of Directors are responsible for the preparation and presentation of the Standalone Financial Results for the quarter ended March 31, 2024 that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in the Ind AS 34, prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.



This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Results that give a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Results, the Board of Directors are responsible for assessing the Company's ability, to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the financial reporting process of the Company.

Auditor's Responsibilities for the Audit of the Standalone Financial Results for the quarter ended March 31, 2024

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Results for the quarter ended March 31, 2024 as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Standalone Financial Results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- Conclude on the appropriateness of the Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.



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- Evaluate the overall presentation, structure and content of the Standalone Financial Results, including the disclosures, and whether the Standalone Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the Standalone Financial Results of the Company to express an opinion on the Standalone Financial Results.

Materiality is the magnitude of misstatements in the Standalone Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Results.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)



Jitendra Agarwal
Partner
(Membership No. 87104)
UDIN: 24007104BKCUCX4230

Place: New Delhi
Date: May 02, 2024

R SYSTEMS INTERNATIONAL LIMITED

CIN : L74899DL1993PLC053579

Registered Office : GF-1-A, 6, Devika Tower, Nehru Place, New Delhi- 110019

Tel : +91 120 4303500; Website : www.rsystems.com; Email : rsil@rsystems.com

Extract of Consolidated Financial Results for the quarter ended March 31, 2024

(Rs. in million, except per share data)

Particulars	Three months ended		Year ended
	31.03.2024	31.03.2023	31.12.2023
	(Unaudited)	(Unaudited)	(Audited)
Revenue from operations	4,166.41	4,040.71	16,845.18
Profit before tax*	363.85	478.00	2,000.22
Net profit after tax for the period*	274.87	358.35	1,401.06
Total comprehensive income for the period [comprising profit for the period (after tax) and other comprehensive income / (loss) (after tax)]	238.01	363.99	1,464.14
Paid - up equity share capital (Face value of Re. 1/- each)	118.31	118.31	118.31
Reserves excluding Revaluation Reserve as at December 31, 2023			5,996.06
Earnings per share (Equity share of par value of Re. 1/- each)			
Basic	2.32	3.03	11.84
Diluted	2.32	3.03	11.84

* The Company does not have any exceptional and extraordinary item to report for the above periods.

Notes:

1. The consolidated financial results for the quarter ended March 31, 2024 were reviewed by the Audit Committee and have been approved by the Board of Directors at their meeting held on May 02, 2024.

2. Extract of standalone financial results for the quarter ended March 31, 2024:

(Rs. in million)

Particulars	Three months ended		Year ended
	31.03.2024	31.03.2023	31.12.2023
	(Audited)	(Audited)	(Audited)
Revenue from operations	2,088.60	2,247.07	9,038.87
Profit before tax*	354.68	423.86	2,181.88
Net profit after tax for the period*	315.79	327.14	1,734.57
Total comprehensive income for the period [comprising profit for the period (after tax) and other comprehensive income / (loss) (after tax)]	315.14	321.94	1,729.96

* The Company does not have any exceptional and extraordinary item to report for the above periods.

3. The above is an extract of the detailed format of Quarterly Financial Results filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended. The full format of the Quarterly Financial Results are available on the Stock Exchange websites i.e. www.bseindia.com, www.nseindia.com and Company's website at www.rsystems.com.

For and on behalf of the Board of Directors of
R SYSTEMS INTERNATIONAL LIMITED



Nitesh Bansal

Managing Director & Chief Executive Officer

DIN: 10170738

Place : Frisco Tx, USA

Date : May 02, 2024