

February 15, 2024

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001  <b>Company Code No.: 543268</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051  <b>Company Symbol: DRCSYSTEMS</b>
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Dear Sir/ Madam,

**Sub: Declaration of Voting Results of Extraordinary General Meeting ("EGM") in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Pursuant to Regulation 44 of the Listing Regulations, please find enclosed herewith details of voting results inclusive of remote e-voting and e-voting during EGM of the Company held on Thursday, February 15, 2024 through Video Conferencing (VC) / Other Audio- Video Means (OAVM).

We enclose herewith the report of the Scrutinizer on remote e-voting and e-voting during the EGM. The Report is also being uploaded on the Company's website [www.drcsystems.com](http://www.drcsystems.com) and on the website of Link Intime India Private Limited's (Link Intime) website at <https://instavote.linkintime.co.in>.

We request you to kindly take the same on your records.

Thanking you,

Yours faithfully,

**For, DRC Systems India Limited**

**Jainam Shah**  
**Company Secretary**

**Encl.:** As above

**Details of Voting Results – Extraordinary General Meeting**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
1.	Date of EGM	Thursday, February 15, 2024
2.	Total no. of Shareholders as on record (As on cut- off date i.e. February 08, 2024)	12,714
3.	No. of Shareholders present in the meeting person or through proxy:  i. Promoters and Promoter Group  ii. Public	N.A.
4.	No. of Shareholders attended the meeting through Video Conferencing:  i. Promoters and Promoter Group  ii. Public	4  46

**DRC SYSTEMS INDIA LIMITED**

24<sup>th</sup> Floor, GIFT Two Building, Block no. 56, Road – 5C, Zone – 5, GIFT CITY, Gandhinagar – 382355, Gujarat, India

**Contact:** +91-79-67772222 | ir@drcsystems.com | www.drcsystems.com

**CIN: L72900GJ2012PLC070106**

## DRC Systems India Limited

Resolution Required : (Ordinary)			1. Increase in the Authorized Share Capital and Consequent Alteration of Memorandum of Association.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
<b>Promoter and Promoter Group</b>	E-Voting	99,07,760	99,07,540	99.9978	99,07,540	0	100.0000	0.0000
	E-Voting at EGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>99,07,540</b>	<b>99.9978</b>	<b>99,07,540</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public Institutions</b>	E-Voting	2,99,467	49,870	16.6529	49,870	0	100.0000	0.0000
	E-Voting at EGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>49,870</b>	<b>16.6529</b>	<b>49,870</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public Non Institutions</b>	E-Voting	3,39,48,083	2,44,00,628	71.8763	2,44,00,628	0	100.0000	0.0000
	E-Voting at EGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,44,00,628</b>	<b>71.8763</b>	<b>2,44,00,628</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>4,41,55,310</b>	<b>3,43,58,038</b>	<b>77.8118</b>	<b>3,43,58,038</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

## DRC Systems India Limited

Resolution Required : (Ordinary)			2. Issue of Bonus Equity Shares.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	99,07,760	99,07,540	99.9978	99,07,540	0	100.0000	0.0000
	E-Voting at EGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>99,07,540</b>	<b>99.9978</b>	<b>99,07,540</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2,99,467	49,870	16.6529	49,870	0	100.0000	0.0000
	E-Voting at EGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>49,870</b>	<b>16.6529</b>	<b>49,870</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3,39,48,083	2,44,00,629	71.8763	2,44,00,629	0	100.0000	0.0000
	E-Voting at EGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,44,00,629</b>	<b>71.8763</b>	<b>2,44,00,629</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>4,41,55,310</b>	<b>3,43,58,039</b>	<b>77.8118</b>	<b>3,43,58,039</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

**SPANJ**  
**& ASSOCIATES**  
**Company Secretaries**  
**Peer reviewed firm**

**CONSOLIDATED REPORT OF SCRUTINIZER**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies  
(Management and Administration) Rules, 2014]

To,  
The Chairman,  
Extra Ordinary General Meeting of the  
Equity Shareholders of DRC Systems India Limited,  
Held on 15<sup>th</sup> February, 2024 at 11.30 a.m.  
through Video Conferencing/Other Audio Visual Means

Dear Sir,

1. I, Ashish C. Doshi, Partner of SPANJ & ASSOCIATES, Company Secretaries in Practice having office at TF/1, Anison Bldg, 3rd Floor, State Bank of India Lane, Swastik Soc., Nr. Stadium Circle, C. G. Road, Navrangpura, Ahmedabad-380 009, have been appointed as Scrutinizer by the Board of Directors of DRC Systems India Limited ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 18<sup>th</sup> January, 2024 ("Notice") issued in accordance with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 03/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022 and latest being General Circular No. 09/2023 dated September 25, 2023 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the Extra Ordinary General Meeting of its Equity Shareholders ("the Meeting" /"EGM") through VC / OAVM. The EGM was convened on Thursday, 15<sup>th</sup> February, 2024 at 11:30 a.m. IST through VC / OAVM.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:
  - (i) process of e-voting remotely, before the EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM ("remote e-voting"); and
  - (ii) process of e-voting at the EGM through electronic voting system ("e-voting").
3. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder, MCA Circulars and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("LODR") relating to voting through electronic means (by remote e-voting and e-voting at EGM) the resolutions proposed in the Notice of the Extra Ordinary General Meeting of the Company is the responsibility of the management. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems. Our responsibility as a Scrutinizer for e-voting process is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" if any, the resolutions contained in the Notice, based on the reports generated from the electronic voting system provided by Link Intime India Private Limited (Linkintime) and documents furnished to me electronically by the Company and/or Linkintime for my verification.

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Ahmedabad-380 009 Ph : 079-26421414, 26421555, e-mail : csdoshiac@gmail.com M : 098250 64740*



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**DRC SYSTEMS INDIA LIMITED**

4. In accordance with the Notice of Extra Ordinary General Meeting sent to shareholders, the voting through electronic means/ remote e-voting started on Monday, 12<sup>th</sup> February, 2024 (9:00 am) and ended on Wednesday, 14<sup>th</sup> February, 2024 (5:00 pm).
5. The Equity Shareholders holding shares as on the "cut off" date i.e. Thursday, 08<sup>th</sup> February, 2024 were entitled to vote on the proposed resolutions (Item no. 01 and 02 as set out in the Notice of the Extra Ordinary General Meeting of the Equity Shareholders of DRC Systems India Limited) the Company.
6. The votes cast were unblocked on Thursday, 15<sup>th</sup> February, 2024 after the conclusion of the EGM and was witnessed by two witnesses, Ms. Nirali Patel and Ms. Kinjal Raval who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

*Nirali Patel*

Name: Nirali Patel

*Kinjal Raval*

Name: Kinjal Raval

7. Thereafter, the details containing *inter-alia*, list of equity Shareholders, who voted "For" and "Against", were downloaded from the remote e - Voting website of Link Intime India Private Limited (<https://instavote.linkintime.co.in>). Based on report generated by Linkintime and relied upon by us, data regarding the remote e-voting was scrutinized on test check basis.
8. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by Linkintime under my instructions. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / Linkintime and the authorizations lodged with the Company/ Linkintime on test check basis. The e-votes cast were unblocked on Thursday, 15<sup>th</sup> February, 2024 after the conclusion of the EGM.
9. Based on reports generated from the e-voting website of Link Intime India Private Limited (<https://instavote.linkintime.co.in>), the Consolidated results of the remote e-voting and e-voting at EGM are as under :

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a) **Resolution No. 1 – Increase in the Authorized Share Capital & Consequent Alteration of Memorandum of Association:**

(i) **Voted in favour of the resolution:**

Type of Voting	Number of members present and voted	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	94	34358038	100.00
E-voting at EGM conducted through VC/OAVM	0	0	0.00
<b>Total</b>	<b>94</b>	<b>34358038</b>	<b>-</b>

(ii) **Voted against the resolution:**

Type of Voting	Number of members present and voted	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	0	0	0.00
E-voting at EGM conducted through VC/OAVM	0	0	0.00
<b>Total</b>	<b>0</b>	<b>0</b>	<b>-</b>

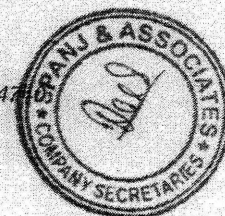
(iii) **Invalid Votes:**

Type of Voting	Total Number of members whose votes were declared invalid	Total Number of Votes
Remote E-voting	0	0
E-voting at EGM conducted through VC/OAVM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

(iv) **Abstained from Voting:**

Type of Voting	Total Number of members who abstained from voting	Total Number of Votes
Remote E-voting	1	1
E-voting at EGM conducted through VC/OAVM	0	0
<b>Total</b>	<b>1</b>	<b>1</b>

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b) Resolution No. 2 – Issue of Bonus Equity Shares:

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voted	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	94	34358039	100.00
E-voting at EGM conducted through VC/OAVM	0	0	0.00
<b>Total</b>	<b>94</b>	<b>34358039</b>	<b>-</b>

(ii) Voted against the resolution:

Type of Voting	Number of members present and voted	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	0	0	0.00
E-voting at EGM conducted through VC/OAVM	0	0	0.00
<b>Total</b>	<b>0</b>	<b>0</b>	<b>-</b>

(iii) Invalid Votes:

Type of Voting	Total Number of members whose votes were declared invalid	Total Number of Votes
Remote E-voting	0	0
E-voting at EGM conducted through VC/OAVM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

(iv) Abstained from Voting:

Type of Voting	Total Number of members who abstained from voting	Total Number of Votes
Remote E-voting	0	0
E-voting at EGM conducted through VC/OAVM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

*If/1, Anison Complex, 3<sup>rd</sup> Floor, SBI Lane, Nr. Stadium Circle, C. G. Road, Navrangpura,  
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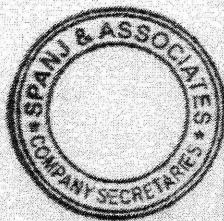
10. A Compilation of Data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution (Both through Remote e-voting and E-voting at EGM) has been handed over to Company Secretary.
11. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the EGM.
12. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of Linkintime. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, We do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing.

Thanking You,

Yours Faithfully,

Date: 15<sup>th</sup> February, 2024

Place : Ahmedabad



*Ashish C Doshi*  
ASHISH C DOSHI, PARTNER  
SPANJ & ASSOCIATES  
Company Secretaries  
ACS/FCS No.: F3544  
COP No.: 2356  
P R No: 702/2020  
UDIN: F003544E003437205

Countersigned:  
For DRC SYSTEMS INDIA LIMITED

*Jainam Shah*  
JAINAM SHAH  
COMPANY SECRETARY

