

August 26, 2025

<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>
--	--

Dear Sir/ Ma'am,

**Sub: Outcome of Board Meeting**

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we hereby inform you that the Board of Directors at its Meeting held today i.e. August 26, 2025 has inter-alia considered, approved and taken on record the following:

**1. Preferential Issue:**

Issuance of 1,00,00,000 Equity Shares at an issue price of Rs. 25/- (Rupees Twenty Five Only) per Equity Share of Face Value of Re. 1/- (Rupee One Only) each (including a premium of Rs. 24/- per Equity Share) for cash aggregating to an amount not exceeding INR 25,00,00,000/- (Rupees Twenty Five Crores Only), on a preferential basis, ("Preferential Issue"), to Shiv Minechem (other than the Promoters and Promoter Group), subject to approval of the shareholders, such other regulatory / statutory authorities as may be applicable and in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ('ICDR Regulations') and all other applicable provisions and regulations.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ("SEBI Master Circular") is enclosed herewith as **Annexure – A** to this letter.

**2. Reappointment of Directors:**

- Re-appointment of Mr. Keyur Jagdishchandra Shah (DIN: 03111182) as an Independent Director of the Company for a second term of five years with effect from December 05, 2025, subject to approval of the shareholders.
- Re-appointment of Mr. Jigar Pradipchandra Shah (DIN: 08174430) as an Independent Director of the Company for a second term of five years with effect from December 05, 2025, subject to approval of the shareholders.
- Re-appointment of Ms. Dipti Abhijeet Chitale (DIN: 08991506) as an Independent Director of the Company for a second term of five years with effect from December 10, 2025, subject to approval of the shareholders.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ("SEBI Master Circular") is enclosed herewith as **Annexure – B** to this letter.

In accordance with the circular dated June 20, 2018, issued by the Stock Exchanges, we hereby confirm that Mr. Keyur Jagdishchandra Shah, Mr. Jigar Pradipchandra Shah and Ms. Dipti Abhijeet Chitale are not debarred from holding the office of Director by virtue of any order of Securities and Exchange Board of India ("SEBI") or any other authority.

**DRC SYSTEMS INDIA LIMITED**

24<sup>th</sup> Floor, GIFT Two Building, Block no. 56, Road – 5C, Zone – 5, GIFT CITY, Gandhinagar – 382050, Gujarat, India

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

**CIN: L72900GJ2012PLC070106**

**3. Increase in Authorized Share Capital:**

Increase in Authorized Share Capital of the Company from Rs. 15,00,00,000/- (Rupees Fifteen Crores Only) to Rs. 17,50,00,000 (Rupees Seventeen Crores Fifty Lakhs Only) by creation of additional 2,50,00,000 (Two Crores Fifty Lakhs) Equity Shares of Re 1/- (Rupee One each) and consequent amendment to clause V of the Memorandum of Association of the Company, subject to approval of the shareholders and such other applicable statutory and regulatory approvals.

**4. Convening of 13<sup>th</sup> Annual General Meeting ("AGM"):**

Convene the 13<sup>th</sup> Annual General Meeting ("AGM") of the Members of the Company on Thursday, September 25, 2025 at 11.00 a.m. IST through Video Conferencing/Other Audio Visual Means (VC/OVAM).

The Board Meeting commenced at 11.00 a.m. and concluded at 12.15 p.m.

The above intimation is also available on the website of the Company at [www.drcsystems.com](http://www.drcsystems.com)

Kindly take the same on your records.

Thanking you,

Yours faithfully,

**For DRC Systems India Limited**

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

**Encl.:** As above

**As per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find below disclosure regarding Preferential Issue:**

Sr. No.	Particulars	Details					
1	Type of securities proposed to be issued	Equity Shares					
2	Type of issuance	Preferential Issue					
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Upto 1,00,00,000 Equity Shares, at an issue price of Rs. 25/- (including a premium of Rs. 24/-) per Equity Share for cash consideration aggregating to not exceeding Rs. 25 Crores.					
4	Name of the Investors	Shiv Minechem					
5	Post-Allotment of Securities: Outcome of Subscription	Sr. No.	Name of Proposed Allottees	Pre Issue Shareholding		Post Issue Shareholding*	
				No. of Shares	% of Share holding	No. of Shares	% of Shareholding
				1	Shiv Minechem	0	0.00
		In the event of any further issues / allotment of Equity Shares by the Company between the date of this notice and the date of allotment of Equity Shares, the shareholding pattern shall stand modified accordingly.					
6	Issue Price	Issue Price: Rs. 25/- (including a premium of Rs. 24/-) per Equity Share  The Issue price has been fixed in accordance with ICDR Regulations.					
7	Number of Investors	01 (One)					
8	In case of convertibles: intimation of conversion of securities or on lapse of the tenure of the instrument	Not Applicable					

**DRC SYSTEMS INDIA LIMITED**

24<sup>th</sup> Floor, GIFT Two Building, Block no. 56, Road – 5C, Zone – 5, GIFT CITY, Gandhinagar – 382050, Gujarat, India

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

**CIN:** L72900GJ2012PLC070106

**Annexure - B**

**Details as required under Regulation 30 - Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Sr. No.	Particulars	Disclosure		
		Mr. Keyur Jagdishchandra Shah	Mr. Jigar Pradipchandra Shah	Ms. Dipti Abhijeet Chitale
1	Reason for change	Re-appointment as the Independent Director of the Company for a second term of five years with effect from December 05, 2025.	Re-appointment as the Independent Director of the Company for a second term of five years with effect from December 05, 2025.	Re-appointment as the Independent Director of the Company for a second term of five years with effect from December 10, 2025.
2	Date of appointment/cessation (as applicable) & term of appointment;	With effect from December 05, 2025 subject to the approval of Shareholders	With effect from December 05, 2025 subject to the approval of Shareholders	With effect from December 10, 2025 subject to the approval of Shareholders
3	Disclosure of relationships between Directors (in case of appointment of a Director).	Mr. Keyur Shah is not related to any Director of the Company	Mr. Jigar Shah is not related to any Director of the Company	Ms. Dipti Chitale is not related to any Director of the Company
4	Brief profile (in case of appointment)	<p><b>Qualification:</b> Bachelor of Law (LLB), Master of Business Administration in Finance (MBA), Insolvency Professional, Registered Valuer under the Insolvency and Bankruptcy Board of India and Fellow member of the Institute of Company Secretaries of India.</p> <p>Mr. Keyur Shah has more than 22 years of experience in corporate finance, merchant banking, and corporate laws. He is an Insolvency Professional and a Registered Valuer with a specialization in Business Valuation.</p> <p>Mr. Shah has acquired vast experience in the corporate world during his employment with merchant banking entity, Religare Capital</p>	<p><b>Qualification:</b> Bachelor's Degree in Commerce, Insolvency Professional, Registered Valuer under the Insolvency and Bankruptcy Board of India and Fellow member of the Institute of Chartered Accountants of India.</p> <p>Mr. Jigar Shah is a Fellow member of the ICAI, SEBI Registered Investment Advisor, Insolvency Professional and Registered Valuer under the IBBI in the asset class of securities and financial assets. Mr. Jigar Shah carries a vast experience of more than 22 years and has been in independent practice since 2012 in the areas of debt syndication, private equity, Insolvency Professional,</p>	<p><b>Qualification:</b> Bachelor's Degree in Commerce, Certified Japanese language proficiency test LEVEL – 2.</p> <p>Ms. Dipti Chitale is Japanese Language Professional with over a decade of experience in the localization industry, currently working as a Localization Project Manager with Italian Company. Proven expertise in managing multilingual localization projects, cross-cultural communication, and delivering high-quality language solutions in fast-paced, global environments.</p>

**DRC SYSTEMS INDIA LIMITED**

24<sup>th</sup> Floor, GIFT Two Building, Block no. 56, Road – 5C, Zone – 5, GIFT CITY, Gandhinagar – 382050, Gujarat, India

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

**CIN:** L72900GJ2012PLC070106

		<p>Markets Ltd and some textile houses in Ahmedabad. He has also been instrumental in debt syndication for entities across financial hubs like Dubai, Hong Kong, Singapore, South Africa, and London. He frequently appears before regulators like the NCLT, ROC, RD offices, and Trademark Authorities.</p> <p>In 2009, Keyur Shah Chaired the Ahmedabad Chapter of the Institute of Company Secretaries. He also addresses the students and members of the ICSI in various seminars and training programs on the topics of Corporate Laws, Valuation and IPOs.</p>	<p>Registered Valuer, Investment Advisors.</p>	
--	--	--	--	--

**DRC SYSTEMS INDIA LIMITED**

 24<sup>th</sup> Floor, GIFT Two Building, Block no. 56, Road – 5C, Zone – 5, GIFT CITY, Gandhinagar – 382050, Gujarat, India

**Contact:** +91-79-67772222 | [ir@drcsystems.com](mailto:ir@drcsystems.com) | [www.drcsystems.com](http://www.drcsystems.com)
**CIN: L72900GJ2012PLC070106**