

## Form No. MGT-7

### Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in \* are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi

#### I REGISTRATION AND OTHER DETAILS

i \*Corporate Identity Number (CIN)

L72900GJ2012PLC070106

ii (a) \*Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) \*Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) \*Type of Annual filing

☒ Original

☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	DRC SYSTEMS INDIA LIMITED	DRC SYSTEMS INDIA LIMITED
Registered office address	24th Floor, GIFT Two Building, Block No. 56, Road-5C, Zone-5, GIFT CITY,,NA,Gandhinagar,Gandhinagar,Gujarat,India,382355	24th Floor, GIFT Two Building, Block No. 56, Road-5C, Zone-5, GIFT CITY,,NA,Gandhinagar,Gandhinagar,Gujarat,India,382355
Latitude details	23.1645	23.1645
Longitude details	72.6816	72.6816

(a) \*Photograph of the registered office of the Company showing external building and name prominently visible

Photo.pdf

(b) \*Permanent Account Number (PAN) of the company

AA\*\*\*\*\*1D

(c) \*e-mail ID of the company

\*\*\*\*\*tarial@drcsystems.com

(d) \*Telephone number with STD code

07\*\*\*\*\*22

(e) Website	<div style="border: 1px solid black; padding: 2px;">www.drcsystems.com</div>											
iv *Date of Incorporation (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">27/04/2012</div>											
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	<div style="border: 1px solid black; padding: 2px;">Public company</div>											
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	<div style="border: 1px solid black; padding: 2px;">Company limited by shares</div>											
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	<div style="border: 1px solid black; padding: 2px;">Indian Non-Government company</div>											
vi *Whether company is having share capital (as on the financial year end date)	<input checked="" type="radio"/> Yes	<input type="radio"/> No										
vii (a) Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes	<input type="radio"/> No										
(b) Details of stock exchanges where shares are listed												
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> <tr> <td style="text-align: center;">2</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> </tbody> </table>				S. No.	Stock Exchange Name	Code	1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)	2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
S. No.	Stock Exchange Name	Code										
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)										
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)										
viii Number of Registrar and Transfer Agent	<div style="border: 1px solid black; padding: 2px; width: 100px;">1</div>											
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 25%;">Name of the Registrar and Transfer Agent</th> <th style="width: 25%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 25%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">U67190MH1999PTC118368</td> <td style="text-align: center;">MUFG INTIME INDIA PRIVATE LIMITED</td> <td>C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West, ),,Mumbai,Mumbai City,Maharashtra,India,400083</td> <td style="text-align: center;">INR000004058</td> </tr> </tbody> </table>				CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West, ),,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058	
CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent									
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West, ),,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058									
ix * (a) Whether Annual General Meeting (AGM) held	<input checked="" type="radio"/> Yes	<input type="radio"/> No										
(b) If yes, date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">25/09/2025</div>											
(c) Due date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">30/09/2025</div>											
(d) Whether any extension for AGM granted	<input type="radio"/> Yes	<input checked="" type="radio"/> No										

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

## II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i \*Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	62	Computer programming, consultancy and related activities	100

## III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i \*No. of Companies for which information is to be given

3

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		36-5062779	DRC Systems USA LLC	Subsidiary	100
2		2100011.01	DRC Systems EMEA LLC-FZ	Subsidiary	100
3	U72200KA2014PTC074021		NIGHTHACK TECHNOLOGY PRIVATE LIMITED	Associate	45.05

## IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	150000000.00	133694330.00	133694330.00	133694330.00
Total amount of equity shares (in rupees)	150000000.00	133694330.00	133694330.00	133694330.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	150000000	133694330	133694330	133694330
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees )	150000000	133694330	133694330	133694330

**(b) Preference share capital**

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in				

rupees )

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>(i) Equity shares</b>						
<b>At the beginning of the year</b>	100	132465830	132465930.00	132465930	132465930	
<b>Increase during the year</b>	0.00	1228400.00	1228400.00	1228400.00	1228400.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	1228400	1228400.00	1228400	1228400	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify NA	0	0	0.00	0	0	
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NA	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the end of the year	100.00	133694230.00	133694330.00	133694330.00	133694330.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify NA	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NA	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE03RS01027

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☒ Nil

Number of transfers

**Attachments:**

1. Details of shares/Debentures Transfers

**iv Debentures (Outstanding as at the end of financial year)**

**(a) Non-convertible debentures**

\*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
<b>Total</b>				

**(b) Partly convertible debentures**

\*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
<b>Total</b>				

**(c) Fully convertible debentures**

\*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
<b>Total</b>				

**(d) Summary of Indebtedness**

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
<b>Total</b>	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0



Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>					

#### V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i \*Turnover

423898586

ii \* Net worth of the Company

329396038

#### VI SHARE HOLDING PATTERN

##### A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	29723280	22.23	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00
10	Others <div></div>	0	0.00	0	0.00
	<b>Total</b>	29723280.00	22.23	0.00	0

Total number of shareholders (promoters)

5

#### B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	53382254	39.93	0	0.00
	(ii) Non-resident Indian (NRI)	2171221	1.62	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	2806	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	45780470	34.24	0	0.00
10	Others	2634299	1.97	0	0.00
	As per Clarification				
	<b>Total</b>	103971050.00	77.76	0.00	0

Total number of shareholders (other than promoters)

29664

Total number of shareholders (Promoters + Public/Other than promoters)

29669.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	4591
2	Individual - Male	16867
3	Individual - Transgender	0
4	Other than individuals	8211
	<b>Total</b>	29669.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

2

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
BNP PARIBAS FINANCIAL MARKETS - ODI	BNP PARIBAS HOUSE 1 NORTH AVENUE, MAKER MAXITY BANDRA KURLA COMPLEX, BANDRA EAST MUMBAI	01/01/2025	India	210	0.0002

CITADEL SECURITIES SINGAPORE PTE. LIMITED	JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	01/01/2025	India	2596	0.0019
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## VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	5	5
Members (other than promoters)	17664	29664
Debenture holders	0	0

## VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A Promoter</b>	1	0	1	0	2.02	0
<b>B Non-Promoter</b>	1	5	1	4	0.09	0.00
i Non-Independent	1	1	1	1	0.09	0
ii Independent	0	4	0	3	0	0
<b>C Nominee Directors representing</b>	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0

<b>Total</b>	2	5	2	4	2.11	0.00
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\*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

8

**B (i) Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
KEYUR JAGDISHCHANDRA SHAH	03111182	Director	0	
HITEN ASHWIN BARCHHA	05251837	Managing Director	2696730	
JANMAYA PREYAS PANDYA	09019756	Director	114710	
SANKET KHEMUKA	06910440	Director	0	
JIGAR PRADIPCHANDRA SHAH	08174430	Director	0	
DIPTI ABHIJEET CHITALE	08991506	Director	0	
JANMAYA PREYAS PANDYA		CFO	114710	
JAINAM ASHVINKUMAR SHAH		Company Secretary	21770	

**B (ii) \*Particulars of change in director(s) and Key managerial personnel during the year**

1

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
ROOPKISHAN SOHANLAL DAVE	02800417	Director	29/11/2024	Cessation

**IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

\*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	17/09/2024	26566	50	58.08

## B BOARD MEETINGS

\*Number of meetings held

6

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	21/05/2024	7	5	71.43
2	11/07/2024	7	6	85.71
3	08/08/2024	7	6	85.71
4	14/11/2024	7	6	85.71
5	07/02/2025	6	6	100
6	28/03/2025	6	6	100

## C COMMITTEE MEETINGS

Number of meetings held

10

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee Meeting	21/05/2024	4	3	75
2	Audit Committee Meeting	11/07/2024	4	3	75
3	Audit Committee Meeting	08/08/2024	4	3	75

4	Audit Committee Meeting	14/11/2024	4	3	75
5	Audit Committee Meeting	07/02/2025	3	3	100
6	Audit Committee Meeting	28/03/2025	3	3	100
7	Nomination and Remuneration Committee	01/10/2024	4	3	75
8	Nomination and Remuneration Committee	20/03/2025	3	3	100
9	Stakeholders Relationship Committee	21/05/2024	3	2	66.67
10	Corporate Social Responsibility Committee	21/05/2024	3	3	100

#### D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								25/09/2025 (Y/N/NA)
1	KEYUR JAGDISHCHANDRA SHAH	6	6	100	9	9	100	Yes
2	HITEN ASHWIN BARCHHA	6	6	100	7	7	100	Yes
3	JANMAYA PREYAS PANDYA	6	6	100	1	1	100	Yes
4	DIPTI ABHIJEET CHITALE	6	6	100	0	0	0	No
5	JIGAR PRADIPCHANDRA SHAH	6	6	100	10	10	100	Yes
6	SANKET KHEMUKA	6	5	83	2	2	100	Yes

#### X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A \*Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	HITEN ASHWIN BARCHHA	Managing Director	8124000	0	0	0	8124000.00
	<b>Total</b>		8124000.00	0.00	0.00	0.00	8124000.00

B \*Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	JANMAYA PREYAS PANDYA	CFO	1940268	0	987000	0	2927268.00
2	JAINAM ASHVINKUMAR SHAH	Company Secretary	1000000	0	708060	0	1708060.00
	<b>Total</b>		2940268.00	0.00	1695060.00	0.00	4635328.00

C \*Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	JANMAYA PANDYA	Director	1940268	0	987000	0	2927268.00
2	KEYUR JAGDISHCHANDRA SHAH	Director	0	0	0	180000	180000.00
3	SANKET KHEMUKA	Director	0	0	0	95000	95000.00
4	JIGAR PRADIPCHANDRA SHAH	Director	0	0	0	180000	180000.00
5	DIPTI ABHIJEET CHITALE	Director	0	0	0	90000	90000.00
	<b>Total</b>		1940268.00	0.00	987000.00	545000.00	3472268.00

#### XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A \*Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No



B If No, give reasons/observations

## XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A \*DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/  
DIRECTORS/OFFICERS

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B \*DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

## XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

29669

## XIV Attachments

(a) List of share holders, debenture holders

List of Shareholders.xlsm

(b) Optional Attachment(s), if any

RTA Confirmation.pdf  
Clarification.pdf  
Form MGT - 8 \_09.12.2025.pdf

## XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

### I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of 

DRC SYSTEMS INDIA LIMITED
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 as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 

31/03/2025
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In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the

provisions of section 186 of the Act ;  
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

JITENDRA  
PRAVINBHAI LEEYA  
AI LEEYA  
Digitally signed by  
JITENDRA  
PRAVINBHAI LEEYA  
Date: 2025.12.28  
11:28:32 +05'30'

Name

Jitendra Leeya

Date (DD/MM/YYYY)

09/12/2025

Place

Ahmedabad

Whether associate or fellow:

☒ Associate ☐ Fellow

Certificate of practice number

1\*5\*3

**XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014**

\*(a) DIN/PAN/Membership number of Designated Person

██████████

\*(b) Name of the Designated Person

JAINAM ASHVINKUMAR SHAH

**Declaration**

I am authorised by the Board of Directors of the Company vide resolution number\* 19 dated\*  
(DD/MM/YYYY) 28/05/2025 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2 All the required attachments have been completely and legibly attached to this form.

\*To be digitally signed by

Hiten  
Ashwinbhai Barchha  
Digitally signed by  
Hiten Ashwinbhai  
Barchha  
Date: 2025.12.29  
11:33:01 +05'30'

\*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

\*DIN of the Director; or PAN of the Interim Resolution  
Professional (IRP) or Resolution Professional (RP) or Liquidator

0\*2\*1\*3\*

**\*To be digitally signed by**

Jainam  
Ashvinkumar  
ar Shah

Digitally signed by  
Jainam  
Ashvinkumar Shah  
Date: 2025.12.09  
11:33:40 +05'30'

☒ Company Secretary ☐ Company secretary in practice

**\*Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

4\*6\*1

Certificate of practice number

**Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.**

***For office use only:***

eForm Service request number (SRN)

AB9350501


eForm filing date (DD/MM/YYYY)

09/12/2025

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**





 GPS Map Camera

Gandhinagar, Gujarat, India 

5m7j+xq7, Gujarat International Finance Tec-city, Gujarat 382050,  
India, Gandhinagar, Gujarat 382050, India

Lat 23.164561° Long 72.681654°

Friday, 31/10/2025 02:12 PM GMT +05:30

Google



**DRC**  
SYSTEMS

**DRC SYSTEMS INDIA LIMITED**

CIN: L72900GJ2012PLC070106  
Registered Office: 24th Floor, GIFT Two Building,  
Block no. 56, Road - 5C, Zone - 5, GIFT CITY,  
Gandhinagar - 382355, Gujarat, India  
Website: [www.drcsystems.com](http://www.drcsystems.com)  
Website: [www.drcsystems.com](http://www.drcsystems.com)



**DRC**  
SYSTEMS

**ડીઆરસી સિસ્ટમ્સ ઇન્ડિયા લિમિટેડ**

સીઆઈએન: L72900GJ2012PLC070106  
રજિસ્ટર્ડ ઓફિસ: ૨૪મો માળ, ગિફ્ટ ટુ બિલ્ડિંગ,  
બ્લોક નંબર ૫૬, રોડ - ૫સી, ઝોન - ૫, ગિફ્ટ સિટી,  
ગાંધીનગર - ૩૮૨૩૫૫, ગુજરાત, ઇન્ડિયા  
વેબસાઈટ: [www.drcsystems.com](http://www.drcsystems.com)  
વેબસાઈટ: [www.drcsystems.com](http://www.drcsystems.com)



**FORM MGT-7**

**CLARIFICATION**

**POINT NO.VI (A) TOTAL NO. OF SHAREHOLDERS (PROMOTERS)** - Promoters include Promoter Group.

**POINT NO. VI (B) (6) - SHARE HOLDING PATTERN – Public / Other than promoters – Foreign Institutional Investors** – Category “Foreign Institutional Investors” includes shares held by institutions under the category “Foreign Portfolio Investors”.

**POINT NO. VI (B) (10) - SHARE HOLDING PATTERN – Public / Other than promoters – Other** - Category “Other” includes shares held by Clearing Members, Trusts, LLP, Alternative Investment Funds and Unclaimed or Suspense or Escrow Account.

**POINT NO. VI (B) - Total number of shareholders (Promoters + Public/Other than promoters)** - The total number of shareholders mentioned in e-Form MGT-7 is 29,669, whereas the total number of shareholders disclosed in the Shareholding Pattern as on March 31, 2025, in accordance with Regulation 31(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is 29,223.

The difference of 466 shareholders arises due to the consolidation of folios based on PAN, pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2017/128 dated December 19, 2017, which mandates consolidation of shareholding on the basis of PAN to avoid multiple disclosures of shareholding for the same individual.

**POINT NO. VI (C) - Details of Foreign institutional investors’ (FIIs) holding shares of the company** - Due to non-availability of information regarding the date of incorporation and country of incorporation of Foreign Institutional Investor (FIIs), we are unable to fill requisite data related therewith. To proceed with filing of Form MGT-7, dummy date of incorporation mentioned as '01/01/2025' in respective fields. The said information is given due to technical necessity of the form and to facilitate the form submission process and same is not carried out with the intention of misrepresentation of facts.

**POINT NO. IX C - COMMITTEE MEETINGS HELD DURING THE YEAR**

MEETINGS OTHER THAN COMMITTEE MEETINGS					
Sr. No	Type of Meeting	Date of Meeting	Total Number of Members as on date of the meeting	Attendance	
				Number of Members attended	% of Attendance
1.	Independent Director Meeting	07/02/2025	3	3	100
2.	Complaints Committee Meeting	07/02/2025	4	4	100

**Form No. MGT 8**

**[Pursuant to section 92 (2) of the companies Act, 2013 and rule 11 (2) of Companies (Management and Administration) Rules, 2014]**

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

I have examined the registers, records and books and papers of **DRC SYSTEMS INDIA LIMITED [CIN: L72900GJ2012PLC070106]** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder on test check basis for the financial year ended on **31<sup>st</sup> March, 2025**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officer's and agents, I certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
  1. its status under the Act;
  2. maintenance of registers/records & making entries therein within the time prescribed thereof;
  3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within limit except some forms which were filed beyond the prescribed time with additional fees;
  4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
  5. in the matter of closure of Register of Members / Security holders, during the financial year under review the register of members and Share transfer Books were closed from 10<sup>th</sup> September, 2024 to 17<sup>th</sup> September, 2024 (both days inclusive) for the purpose of Annual General Meeting (AGM);
  6. advances/loans given to companies referred in section 185 of the Act, the company has not advanced any loans to its directors and/or persons or firms referred in section 185 of the Act; however loans granted to companies referred in section 185 of the Act more specifically mentioned in Related party transactions mentioned in audited balance sheet of the company were with the compliance of law;





**DRC SYSTEMS INDIA LIMITED**

7. contracts/arrangements with related parties as specified in section 188 of the Act more specifically mentioned in Related party transactions mentioned in audited balance sheet of the company were entered in the register maintained for the purpose;
8. there were no instance of buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances however transfer or transmission of shares are generally being processed by the board and submitted to RTA as and when required under the law. However, During the year under review, Nomination and Remuneration Committee of the Company in its meeting held on 01<sup>st</sup> October, 2024 had allotted 2,27,900 Equity Shares and on 20<sup>th</sup> March, 2025 had allotted 10,00,500 Equity Shares to the Employees under ESOP Scheme;
9. there was no instance of keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares during the financial year under review;
10. During the year under review Company has not declared any dividend. The company was not required to transfer any unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund during the year under review;
11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof as applicable;
12. in the matter of constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies, disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them, During the year under review, Mr. Roopkishan Sohanlal Dave (DIN: 02800417) had resigned from the post of Independent Director of the Company, with effect from the close of business hours on November 29, 2024, due to his personal reasons;
13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14. there were no instance of obtaining approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Companies Act, 2013;
15. there were no instances of acceptance/ renewal/ repayment of deposits from public falling within the purview of public deposits as per the Act during the financial year under review;
16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable and the company had passed necessary shareholders resolution giving authority for borrowings in excess of the limits;

**DRC SYSTEMS INDIA LIMITED**

17. In relation to loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act, the company had passed necessary shareholders resolution under section 186 of the Act;
18. Company hadnot altered its Memorandum of Association and Articles of Association during the year under review;

I further state that during the process of verification, which was done on test check basis, I have adopted practices and processes as were appropriate to obtain reasonable assurance about the compliance with the applicable provisions of the Companies Act, 2013 and my opinion is based on the method adopted for verification. However, maintenance of secretarial records and compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder is the responsibility of the management of the company as per The Companies Act, 2013.

**Place: Ahmedabad**

**Date: 09/12/2025**

**Signature:**



**JITENDRA PRAVINBHAI LEEYA**  
Practicing Company Secretary  
ACS/FCS No.: A31232  
C P No.: 14503  
P R No.: 2089/2022  
UDIN: A031232G002285924