

REF: SECT/02/2019/05

FEBRUARY 08, 2019

To, The Managing Director National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra – East, Mumbai – 400 051 NSE Symbol - RSYSTEMS	To, The General Manager BSE Limited Department of Corporate Services, Rotunda Building, 1st Floor, Mumbai Samachar Marg, Fort, Mumbai - 400 001 BSE Scrip Code – 532735
---	---

Dear Sir,

SUB: CORPORATE DISCLOSURE UNDER SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR BUSINESS APPROVED AT THE BOARD MEETING

This is with reference to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”) and Uniform Listing Agreement entered into by R Systems International Limited (the “Company”). We wish to inform you as required in terms of Regulation 30, 33 and other applicable provisions of the Listing Regulations that the Board of Directors of R Systems International Limited at its meeting held on February 08, 2019 commenced at 10:00 A.M. and concluded at 11:15 A.M. has inter alia transacted the following businesses:

1. Approved the audited standalone financial results of the Company for the quarter and financial year ended December 31, 2018 (refer Note 08 of the Standalone Financial Results).
2. Approved the audited consolidated financial results of the Company for the quarter and financial year ended December 31, 2018 (refer Note 09 of the Consolidated Financial Results).
3. Approved the appointment of M/s. Chandrasekaran Associates, Company Secretaries, as Secretarial Auditors pursuant to Section 204(1) of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013 for financial year ended December 31, 2018.
4. Approved the appointment of Mrs. Ruchica Gupta, Non-Executive Independent Director of R Systems International Limited as the Director of R Systems Inc. USA, wholly owned material subsidiary of the Company, w.e.f. April 01, 2019 pursuant to Regulation 24 (1) of the Listing Regulations, as amended.

Please find attached herewith the following:

1. Audited standalone financial results for the quarter and financial year ended December 31, 2018 in the format prescribed under Regulation 33 of the Listing Regulations along with the report of the auditors thereon (refer Note 08 of the Standalone Financial Results).



2. Audited consolidated financial results for the quarter and financial year ended December 31, 2018 in the format prescribed under Regulation 33 of the Listing Regulations along with the report of the auditors thereon (refer Note 09 of the Consolidated Financial Results).
3. Duly signed Declaration in respect of Audit Reports with unmodified opinion to Audited Financial Statements (Standalone and Consolidated) for the financial year ended on December 31, 2018 as required under Regulation 33 of the Listing Regulations.
4. Copy of the press release to be issued for the declaration of the financial results for the quarter and financial year ended December 31, 2018.
5. 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 : B - 104A, Greater Kailash - I, New Delhi - 110 048						
Tel : +91 120 4303500; Fax : +91 120 4082699						
Website : www.rsystems.com; Email : rsystems.india@rsystems.com						
Statement of Standalone Audited Financial Results for the quarter and year ended December 31, 2018						
(Rs. in million, except per share data)						
S.No.	Particulars (Refer notes)	Three months ended			Year ended	
		31.12.2018 (Audited) Refer Note 8	30.09.2018 (Audited)	31.12.2017* (Audited) Refer Note 8	31.12.2018 (Audited)	31.12.2017* (Audited)
1	Income					
(a)	Revenue from operations	879.29	852.46	676.26	3,172.13	2,637.53
(b)	Other income	81.41	(12.91)	44.48	87.28	136.76
	Total income	960.70	839.55	720.74	3,259.41	2,774.29
2	Expenses					
(a)	Employee benefits expense	579.00	558.26	467.38	2,169.18	1,868.36
(b)	Finance costs	0.52	0.50	(0.07)	2.32	3.65
(c)	Depreciation and amortisation expense	18.61	18.22	19.06	73.01	73.74
(d)	Other expenses	162.44	151.00	122.23	609.46	486.05
	Total expenses	760.57	727.98	608.60	2,853.97	2,431.80
3	Profit before tax	200.13	111.57	112.14	405.44	342.49
4	Tax expense					
(a)	Current tax	30.67	33.57	36.27	99.35	133.41
(b)	MAT credit entitlement	-	-	-	-	(5.84)
(c)	Deferred tax charge / (credit)	37.96	(17.82)	(5.24)	(4.05)	(13.16)
	Total tax expense	68.63	15.75	31.03	95.30	114.41
5	Net profit for the period / year	131.50	95.82	81.11	310.14	228.08
6	Other comprehensive income/(loss)					
	<i>Items that will not be reclassified to profit or loss</i>					
(a)	Remeasurements of the defined benefit plans	(8.13)	3.22	7.21	(0.77)	12.29
(b)	Deferred tax relating to remeasurements of the defined benefit plans	2.84	(1.12)	(2.49)	0.27	(4.25)
	Total Other comprehensive income/(loss)	(5.29)	2.10	4.72	(0.50)	8.04
7	Total comprehensive income for the period / year (5+6)	126.21	97.92	85.83	309.64	236.12
8	Earnings per share (Face value of Re. 1/- each) (not annualised)					
(a)	Basic	1.07	0.78	0.64	2.52	1.85
(b)	Diluted	1.07	0.78	0.64	2.52	1.85
* refer note 2						
See accompanying notes to the financial results						

For Identification Only

Deloitte Haskins & Sells LLP

For R Systems International Limited

Lt. Gen. Baldev Singh (Retd.)
President & Senior Executive Director
Director Identification No. 00006966

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary

Notes:

- 1 The financial results for the quarter and year ended December 31, 2018 were reviewed by the Audit Committee and have been approved by the Board of Directors at their meetings held on February 08, 2019.
- 2 An audit has been completed by the Statutory Auditors for the quarter and year ended December 31, 2018 and December 31, 2017 and quarter ended September 30, 2018. There is no qualification in the Auditors' Report on these financial results. Adjustments made to the previously issued comparative financial information to comply with Ind AS have been audited by the Statutory Auditors.
- 3 The scheme of amalgamation between R Systems International Limited (the Company) and GM Solution Private Limited (the "Transferor Company") (hereinafter called 'the Scheme'), was approved by the National Company Law Tribunal, New Delhi Bench vide order dated December 07, 2018. The Scheme envisages transfer of all rights and obligations, assets and liabilities, interests and claims of the Transferor Company to the Company with effect from the appointed date i.e. January 1, 2018.

The aforesaid Scheme has been accounted under 'common control' method in accordance Ind AS 103 "Business Combinations" and correspondingly all assets, liabilities and reserves of the Transferor Company have been accounted for at their respective book value in the books of the Company effective January 01, 2017. Accordingly, the results for the quarter ended September 30, 2018 and quarter and year ended December 31, 2017, have been restated to give effect the Scheme. Consequent to this restatement, the profit after tax for the quarter ended September 30, 2018 and quarter and year ended December 31, 2017 is lower by INR 0.32 million, INR 2.06 million, INR 3.88 million respectively.

- 4 The Company has received approval from Department of Commerce, Ministry of Commerce & Industry, Government of India on November 20, 2018 for expansion of existing 'Special Economic Zone' (SEZ) unit located at Greater Noida West (NCR) for an addition of approx. 28,000 sq. ft.
- 5 The Board of Directors of the Company at its meeting held on January 15, 2019 has approved the Buyback up to 3,690,000 fully paid up equity shares of the Company of face value of Re. 1/- each from its existing shareholders as on Record Date (i.e. February 01, 2019) on a proportionate basis through Tender Offer route in accordance with the provisions contained in the Securities and Exchange Board of India (Buy- Back of Securities) Regulations, 2018 at a price of Rs. 65/- per equity share, payable in cash for a total amount not exceeding Rs. 239.85 million.

6 Transition to Indian Accounting standards (Ind AS):

Beginning January 01, 2018, the Company has for the first time adopted Indian Accounting Standards ('Ind AS') with a transition date of January 01, 2017. These financial results have been prepared in accordance with Ind AS prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and in terms of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as modified by SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5 July 2016. The adoption of Ind AS was carried out in accordance with Ind AS 101 which requires that all applicable Ind AS be applied consistently and retrospectively. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India (IGAAP), which was the previous GAAP. The resulting difference between the carrying amount of the assets and liabilities in the financial statements under both Ind AS and IGAAP as at the transition date has been recognized directly in equity at the transition date.

The following reconciliations provide a quantification of the effect of significant differences arising from the transition from IGAAP to Ind AS in accordance with Ind AS 101:

- equity as at January 01, 2017
- equity as at December 31, 2017
- total comprehensive income for the quarter ended December 31, 2017
- total comprehensive income for the year ended December 31, 2017

(A) Equity reconciliation

Particulars	Notes	(Rs. In million)	
		As at January 01, 2017	As at December 31, 2017
Equity under IGAAP		2,203.45	2,445.89
(a) Effect of inclusion of Employees Welfare Trust	(i)	12.55	13.03
(b) Expected Credit Loss provision for trade receivables and other financial assets	(iv)	(0.06)	(0.09)
(c) Impact of fair valuation of investments in mutual funds	(ii)	-	1.31
(d) Impact of security deposits measured at amortised cost	(iii)	0.01	(0.13)
(e) Impact of merger of GM Solutions Private Limited with the Company	(vi)	13.80	9.92
(e) Others (including deferred tax impact)	(vii)	0.02	(0.41)
Equity as per Ind AS		2,229.77	2,469.52

For Identification Only

Deloitte Haskins & Sells LLP

For R Systems International Limited

Lt. Gen. Baldev Singh (Retd.)
President & Senior Executive Director
Director Identification No. 00006966

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary

(B) Total comprehensive income reconciliation

Particulars	Notes	(Rs. In million)	
		Quarter ended December 31, 2017	Year ended December 31, 2017
Net profit for the period / year under IGAAP		87.31	238.83
(a) Effect of inclusion of Employees Welfare Trust	(i)	0.12	0.48
(b) Impact of fair valuation of investments in mutual funds	(ii)	0.77	1.31
(c) Impact of security deposits measured at amortised cost	(iii)	(0.04)	(0.14)
(d) Expected Credit Loss provision for trade receivables and other financial assets	(iv)	(0.03)	(0.03)
(e) Actuarial gain on employee defined benefit plan recognised in Other Comprehensive Income	(v)	(7.21)	(12.29)
(f) Impact of merger of GM Solutions Private Limited with the Company	(vi)	(2.06)	(3.88)
(g) Other adjustments		(0.01)	(0.03)
(h) Deferred tax impact on above adjustments	(vii)	2.26	3.83
Net Profit for the period / year under Ind AS		81.11	228.08
(h) Other comprehensive income (net of tax)	(v)	4.72	8.04
Total comprehensive income under Ind AS		85.83	236.12

(C) Explanation for reconciliation of total comprehensive income:

(i) Under Ind AS, the financial statement of R Systems Employee Welfare Trust (ESOP Trust) have been included in the standalone financial statements of the Company as the trust was created for the benefit of the employees and administered by the Company.

(ii) Under IGAAP, investments in mutual funds were classified as current investments and were carried at lower of cost and fair value. Under the Ind AS, these investments are classified as at fair value through profit or loss (FVTPL) and measured at fair value. The resulting fair value changes have been recognised in the statement of profit and loss.

(iii) Under IGAAP, security deposits (both assets and liabilities) were accounted for at their undiscounted nominal values. Under Ind AS, these have been accounted for at amortised cost method by discounting the cash flows using effective interest rates. Consequently, the impact of aforesaid amortisation has been accounted for in the statement of profit and loss.

(iv) Under IGAAP, the entity determined provisions for impairment of trade receivables (provision for bad and doubtful debts) using incurred loss model. i.e. if they remained outstanding over the prescribed period. Under Ind AS, impairment allowance has been determined based on expected credit loss model (ECL) for trade receivables and other financial assets, which has resulted in additional provisions being accounted for in statement of profit and loss.

(v) Under IGAAP, actuarial gains and losses on defined benefit obligations and plan assets were recognised as employee benefits expense in the statement of profit and loss. Under Ind AS, such actuarial gains and losses are recognised under other comprehensive income. The related tax expense/income is also reclassified to other comprehensive income.

(vi) Merger of GM Solutions Private Limited and the Company has been accounted for with effect from January 01, 2017. (Refer to Note 3 above)

(vii) The various transitional adjustments have led to temporary tax differences, which the Company has accounted for as deferred tax adjustments. Deferred tax adjustments are recognised in correlation to the underlying transaction as either in statement of profit and loss or other comprehensive income.

7 Pursuant to exercise of employee stock options under the R Systems International Limited Employee Stock Option Scheme 2007, the Company had issued 37,500 and 82,500 equity shares of Re. 1/- each for the year ended December 31, 2018 and December 31, 2017, respectively.

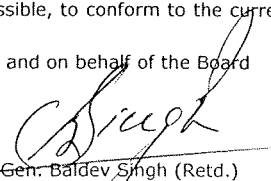
8 Figures for the quarter ended December 31, 2018 and December 31, 2017 are equivalent to the difference between the audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the relevant financial year.

9 Refer Annexure A for the standalone balance sheet.

10 Refer to Annexure B for segment information.

11 Previous period's figures have been regrouped wherever applicable, to the extent possible, to conform to the current period presentation.

For and on behalf of the Board


Lt. Gen. Baldev Singh (Retd.)
President & Senior Executive Director
DIN: 00006966

Place : NOIDA

Date : February 08, 2019

For Identification Only


Deloitte Haskins & Sells LLP

CERTIFIED TRUE COPY

For R Systems International Ltd.


Company Secretary

R SYSTEMS INTERNATIONAL LIMITED
Standalone Balance Sheet as at December 31, 2018

Annexure A

(Rs. in million)

	Particulars	As at December 31, 2018 (Audited)	As at December 31, 2017* (Audited)	As at January 01, 2017* (Audited)
	ASSETS			
A.	Non-current assets			
	(a) Property, plant and equipment	248.27	258.45	246.39
	(b) Capital work in progress	15.73	-	26.29
	(c) Investment property	23.31	24.78	26.25
	(d) Other Intangible assets	1.69	4.44	5.42
	(e) Financial assets			
	(i) Investment	995.39	1,029.80	1,100.64
	(ii) Other financial assets	65.59	58.06	64.39
	(f) Deferred tax assets (net)	56.90	58.42	43.67
	(g) Non-current tax assets	24.54	22.51	28.96
	(h) Other non-current assets	47.96	12.44	30.76
		1,479.38	1,468.90	1,572.77
B.	Current assets			
	(a) Financial assets			
	(i) Investments	199.50	136.88	87.57
	(ii) Trade receivables	621.13	569.19	500.77
	(iii) Cash and cash equivalents	300.19	348.68	406.60
	(iv) Other balances with banks	175.05	391.64	14.58
	(v) Other financial assets	494.85	96.33	106.39
	(b) Other current assets	99.72	75.51	58.43
		1,890.44	1,618.23	1,174.34
	Total assets (A+B)	3,369.82	3,087.13	2,747.11
	EQUITY AND LIABILITIES			
A.	Equity			
	(a) Equity share capital	123.25	123.21	123.13
	(b) Other equity	2,572.28	2,346.31	2,106.64
	Total equity (A)	2,695.53	2,469.52	2,229.77
	Liabilities			
B.	Non-current liabilities			
	(a) Financial liabilities			
	(i) Borrowings	15.91	15.85	19.15
	(ii) Other financial liabilities	2.96	2.23	9.59
	(b) Provisions	109.60	91.18	89.42
		128.47	109.26	118.16
C.	Current liabilities			
	(a) Financial liabilities			
	(i) Trade payables	46.73	43.32	47.77
	(ii) Other financial liabilities	150.49	136.89	145.92
	(b) Provisions	85.69	86.23	78.09
	(c) Current tax liability (Net)	18.35	36.19	42.56
	(d) Other current liabilities	244.56	205.72	84.84
		545.82	508.35	399.18
	Total liabilities (B+C)	674.29	617.61	517.34
	Total equity and liabilities (A+B+C)	3,369.82	3,087.13	2,747.11

* refer note 2

For Identification Only

Deloitte Haskins & Sells LLP

For R Systems International Limited

Lt. Gen. Baldev Singh (Retd.)
President & Senior Executive Director
Director Identification No. 00006966

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary

Page 06 of 33

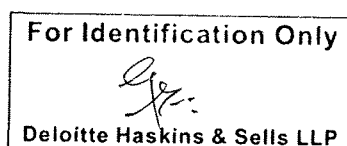
R SYSTEMS INTERNATIONAL LIMITED
Standalone Segment Information

(Rs. in million)

S.No.	Particulars	Three months ended			Year Ended	
		31.12.2018	30.09.2018	31.12.2017*	31.12.2018	31.12.2017*
		(Audited) Refer Note 8	(Audited)	(Audited) Refer Note 8	(Audited)	(Audited)
1	Segment revenue					
	- Information technology services	678.41	637.29	542.44	2,436.54	2,153.30
	- Business process outsourcing services	200.88	215.17	133.82	735.59	484.23
	Revenue from operations	879.29	852.46	676.26	3,172.13	2,637.53
2	Segment results before tax, interest and exceptional items					
	- Information technology services	163.86	61.36	92.71	299.28	297.79
	- Business process outsourcing services	37.28	51.50	8.55	108.83	38.26
	Total	201.14	112.86	101.26	408.11	336.05
	(i) Finance costs	(0.52)	(0.50)	0.07	(2.32)	(3.65)
	(ii) Interest income	13.92	12.53	20.81	57.81	60.52
	(iii) Other unallocable income	5.39	5.16	2.48	16.98	8.15
	(iv) Other unallocable expenses	(19.80)	(18.48)	(12.48)	(75.14)	(58.58)
	Profit before tax	200.13	111.57	112.14	405.44	342.49

* refer note 2

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 R Systems International Limited

Lt. Gen. Baldev Singh (Retd.)
 President & Senior Executive Director
 Director Identification No. 00006966

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF STANDALONE FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF R SYSTEMS INTERNATIONAL LIMITED

1. We have audited the accompanying Statement of Standalone Financial Results of **R SYSTEMS INTERNATIONAL LIMITED** ("the Company"), for the quarter and year ended December 31, 2018 ("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 modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been compiled from the related standalone Ind AS financial statements which has been prepared in accordance with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder ('Ind AS') and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such standalone financial statements.

2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the Statement 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. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

3. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - (i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016; and
 - (ii) gives a true and fair view in conformity with the aforesaid Indian Accounting Standards 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 and year ended December 31, 2018.



CERTIFIED TRUE COPY

Ch

4. The Statement includes the results for the quarter ended December 31, 2018 being the balancing figure between audited figures in respect of the full financial year and the audited year to date figures up to the third quarter of the current financial year.
5. The previously issued comparative financial information of the Company for the transition date opening balance sheet as at January 01, 2017 included in this Statement has been prepared after adjusting the previously issued financial information prepared in accordance with the Companies (Accounting Standards) Rules, 2006 to comply with Ind AS. The previously issued comparative financial information were audited by the predecessor auditor whose report for the year ended December 31, 2016 dated February 10, 2017 expressed an unmodified opinion on those comparative financial information. Adjustments made to the previously issued said comparative financial information to comply with Ind AS have been audited by us. Our report is not modified in respect of this matter.
6. The previously issued comparative financial information of the Company for the quarter and for the year ended December 31, 2017 included in this Statement has been prepared after adjusting the previously issued financial information prepared in accordance with the Companies (Accounting Standards) Rules, 2006 to comply with Ind AS. Adjustments made to the previously issued said comparative financial information to comply with Ind AS have been audited by us. 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)

Place: NOIDA
Date: February 08, 2019

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary

R SYSTEMS INTERNATIONAL LIMITED

CIN : L74899DL1993PLC053579

Registered Office : B - 104A, Greater Kailash - I, New Delhi - 110 048

Tel : +91 120 4303500; Fax : +91 120 4082699

Website : www.rsystems.com; Email : rsystems.india@rsystems.com

Statement of Consolidated Audited Financial Results for the Year Ended December 31, 2018

(Rs. in million, except per share data)						
S.No.	Particulars (Refer notes)	Three months ended			Year ended	
		31.12.2018 (Audited) Refer note 9	30.09.2018 (Unaudited)	31.12.2017* (Audited) Refer note 9	31.12.2018 (Audited)	31.12.2017* (Audited)
1	Income					
(a)	Revenue from operations	1,924.53	1,863.95	1,555.23	6,998.89	5,926.38
(b)	Other income	178.78	(16.03)	51.12	192.49	161.87
	Total income	2,103.31	1,847.92	1,606.35	7,191.38	6,088.25
2	Expenses					
(a)	Employee benefits expense	1,278.96	1,225.28	1,084.03	4,743.85	4,173.15
(b)	Finance costs	0.58	0.71	0.13	2.65	3.98
(c)	Depreciation and amortisation expense	34.53	34.44	34.61	135.48	134.80
(d)	Other expenses	464.77	433.20	377.44	1,682.58	1,422.88
	Total expenses	1,778.84	1,693.63	1,496.21	6,564.56	5,734.81
3	Profit before tax	324.47	154.29	110.14	626.82	353.44
4	Tax expense					
(a)	Current tax	36.08	45.59	38.89	124.22	149.89
(b)	MAT credit entitlement	-	-	-	-	(5.84)
(c)	Deferred tax charge / (credit)	28.43	(16.67)	0.12	(7.85)	(15.95)
	Total tax expense	64.51	28.92	39.01	116.37	128.10
5	Net profit for the period / year	259.96	125.37	71.13	510.45	225.34
6	Other comprehensive income / (loss)					
	<i>Items that will not be reclassified to profit or loss</i>					
(a)	Remeasurements of the defined benefit plans	(8.13)	3.23	7.21	(0.77)	12.29
(b)	Deferred tax relating to remeasurements of the defined benefit plans	2.84	(1.13)	(2.49)	0.27	(4.25)
	<i>Items that will be reclassified to profit or loss</i>					
(a)	Foreign Currency Translation reserve	(54.44)	80.48	(19.04)	94.05	(14.44)
	Total Other comprehensive income / (loss)	(59.73)	82.58	(14.32)	93.55	(6.40)
7	Total comprehensive income for the period / year (5+6)	200.23	207.95	56.81	604.00	218.94
8	Profit attributable to					
	Equity shareholders to the company	259.96	125.37	71.13	510.45	225.34
	Non controlling interest	-	-	-	-	-
		259.96	125.37	71.13	510.45	225.34
9	Total comprehensive income attributable to					
	Equity shareholders to the company	200.23	207.95	56.81	604.00	218.94
	Non controlling interest	-	-	-	-	-
		200.23	207.95	56.81	604.00	218.94
10	Earnings per share					
	(Face value of Re. 1/- each) (not annualised)					
(a)	Basic	2.11	1.02	0.58	4.14	1.83
(b)	Diluted	2.11	1.02	0.58	4.14	1.83

* refer note 2

See accompanying notes to the financial results

For Identification Only

Deloitte Haskins & Sells LLP

For R Systems International Limited

Lt. Gen. Baldev Singh (Retd.)
President & Senior Executive Director
Director Identification No. 00006966

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary

Notes:

- 1 The financial results for the quarter and year ended December 31, 2018 were reviewed by the Audit Committee and have been approved by the Board of Directors at their meetings held on February 08, 2019.
- 2 An audit has been completed by the Statutory Auditors for the year ended December 31, 2018 and December 31, 2017. There is no qualification in the Auditors' Report on these financial results.

Adjustments made to the previously issued comparative financial information to comply with Ind AS have been audited by the Statutory Auditors.

- 3 The scheme of amalgamation between R Systems International Limited (the Company) and GM Solution Private Limited (the "Transferor Company") (hereinafter called 'the Scheme'), was approved by the National Company Law Tribunal, New Delhi Bench vide order dated December 07, 2018. The Scheme envisages transfer of all rights and obligations, assets and liabilities, interests and claims of the Transferor Company to the Company with effect from the appointed date i.e. January 1, 2018.

The aforesaid Scheme has been accounted under 'common control' method in accordance Ind AS 103 "Business Combinations" and correspondingly all assets, liabilities and reserves of the Transferor Company have been accounted for at their respective book value in the books of the Company effective January 01, 2017. Accordingly, the results for the quarter ended September 30, 2018 and quarter and year ended December 31, 2017, have been restated to give effect the Scheme. Consequent to this restatement, the profit after tax for the quarter ended September 30, 2018 and quarter and year ended December 31, 2017 is lower by INR 0.32 million, INR 2.06 million, INR 3.88 million respectively.

- 4 The Company has received approval from Department of Commerce, Ministry of Commerce & Industry, Government of India on November 20, 2018 for expansion of existing 'Special Economic Zone' (SEZ) unit located at Greater Noida West (NCR) for an addition of approx. 28,000 sq. ft.
- 5 The Board of Directors of the Company at its meeting held on January 15, 2019 has approved the Buyback up to 3,690,000 fully paid up equity shares of the Company of face value of Re. 1/- each from its existing shareholders as on Record Date (i.e. February 01, 2019) on a proportionate basis through Tender Offer route in accordance with the provisions contained in the Securities and Exchange Board of India (Buy- Back of Securities) Regulations, 2018 at a price of Rs. 65/- per equity share, payable in cash for a total amount not exceeding Rs. 239.85 million.

- 6 Subsequent to the year ended December 31, 2018, R Systems, Inc. (a wholly owned subsidiary of the Company) has completed the acquisition of 100% interest in Innovizant LLC, (Innovizant), a Chicago (USA) based company engaged in providing IT Services focused on advanced analytics, data engineering, and digital connected systems.

7 Transition to Indian Accounting standards (Ind AS):

Beginning January 01, 2018, the Company has for the first time adopted Indian Accounting Standards ('Ind AS') with a transition date of January 01, 2017. These financial results have been prepared in accordance with Ind AS prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and in terms of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as modified by SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5 July 2016. The adoption of Ind AS was carried out in accordance with Ind AS 101 which requires that all applicable Ind AS be applied consistently and retrospectively. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India (IGAAP), which was the previous GAAP. The resulting difference between the carrying amount of the assets and liabilities in the financial statements under both Ind AS and IGAAP as at the transition date has been recognized directly in equity at the transition date.

The following reconciliations provide a quantification of the effect of significant differences arising from the transition from IGAAP to Ind AS in accordance with Ind AS 101:

- equity as at January 01, 2017
- equity as at December 31, 2017
- total comprehensive income for the quarter ended December 31, 2017
- total comprehensive income for the year ended December 31, 2017

(A) Equity reconciliation

Particulars	Notes	(Rs. in million)	
		As at January 01, 2017	As at December 31, 2017
Equity under IGAAP		2,779.73	3,033.13
(a) Effect of inclusion of Employees Welfare Trust	(i)	12.55	13.03
(b) Expected Credit Loss provision for trade receivables and other financial assets	(iv)	(0.44)	(0.43)
(c) Impact of fair valuation of investments in mutual funds	(ii)	-	1.31
(d) Impact of security deposits measured at amortised cost	(iii)	0.01	(0.13)
(e) Impact of reinstatement of Business combination as per Ind AS 103	(vi) & (vii)	(319.58)	(347.77)
(f) Impact of merger of GM Solutions Private Limited with the Company	(viii)	13.80	9.92
(g) Others (including deferred tax impact)	(ix)	0.02	(0.41)
Equity as per Ind AS		2,486.09	2,708.66

For Identification Only

Deloitte Haskins & Sells LLP

For R Systems International Limited

Lt. Gen. Baldev Singh (Retd.)
President & Senior Executive Director
Director Identification No. 00006966

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary

(B) Total comprehensive income reconciliation

Particulars	Notes	(Rs. in million)	
		Quarter ended December 31, 2017	Year ended December 31, 2017
Net Profit for the period / year under IGAAP		81.24	244.81
(a) Effect of inclusion of Employees Welfare Trust	(i)	0.12	0.48
(b) Impact of fair valuation of investments in mutual funds	(ii)	0.77	1.31
(c) Impact of security deposits measured at amortised cost	(iii)	(0.04)	(0.14)
(d) Expected Credit Loss provision for trade receivables and other financial assets	(iv)	(0.13)	0.02
(e) Actuarial gain on employee defined benefit plan recognised in Other	(v)	(7.21)	(12.29)
(f) Impact of amortization of intangible recognised on business combination	(vi)	(3.83)	(15.13)
(g) Impact of merger of GM Solutions Private Limited with the Company	(viii)	(2.06)	(3.88)
(h) Impact of change in liability towards contingent consideration	(vii)	0.02	6.36
(i) Other adjustments		(0.01)	(0.03)
(j) Deferred tax impact on above adjustments	(ix)	2.26	3.83
Net Profit for the period / year under Ind AS		71.13	225.34
(k) Other comprehensive income (net of tax)		(14.32)	(6.40)
Total comprehensive income under Ind AS		56.81	218.94

(C) Explanation for reconciliation of total comprehensive income:

- (i) Under Ind AS, the financial statement of R Systems Employee Welfare Trust (ESOP Trust) have been included in the standalone financial statements of the Company as the trust was created for the benefit of the employees and administered by the Company.
- (ii) Under IGAAP, investments in mutual funds were classified as current investments and were carried at lower of cost and fair value. Under the Ind AS, these investments are classified as at fair value through profit or loss (FVTPL) and measured at fair value. The resulting fair value changes have been recognised in the statement of profit and loss.
- (iii) Under IGAAP, security deposits (both assets and liabilities) were accounted for at their undiscounted nominal values. Under Ind AS, these have been accounted for at amortised cost method by discounting the cash flows using effective interest rates. Consequently, the impact of aforesaid amortisation has been accounted for in the statement of profit and loss.
- (iv) Under IGAAP, the entity determined provisions for impairment of trade receivables (provision for bad and doubtful debts) using incurred loss model, i.e. if they remained outstanding over the prescribed period. Under Ind AS, impairment allowance has been determined based on expected credit loss model (ECL) for trade receivables and other financial assets, which has resulted in additional provisions being accounted for in statement of profit and loss.
- (v) Under IGAAP, actuarial gains and losses on defined benefit obligations and plan assets were recognised as employee benefits expense in the statement of profit and loss. Under Ind AS, such actuarial gains and losses are recognised under other comprehensive income. The related tax expense/income is also reclassified to other comprehensive income.
- (vi) Under IGAAP, in case of business combinations, the difference between the net consideration and the value of net assets acquired was recognised as goodwill/capital reserve on consolidation. Under Ind AS, any intangible assets identified in a business combination is also required to be recognised at their respective fair values separately from goodwill arising out of business combination. Such separately identified intangible assets having finite life are amortised over their useful life. The impact of such amortization has been accounted for in statement of profit and loss.
- (vii) Under IGAAP, in case of business combinations, a liability towards contingent consideration was recognised in the financial statements at undiscounted nominal value. Any subsequent change in such liability was adjusted in goodwill / capital reserve on consolidation. Under Ind AS, the liability towards contingent consideration are recorded at discounted values of expected cash outflows. Any changes in the fair value of such liability is accounted for in the statement of profit and loss.
- (viii) Merger of GM Solutions Private Limited and the Company has been accounted for with effect from January 01, 2017. (Refer to Note 3 above)
- (ix) The various transitional adjustments have led to temporary tax differences, which the Company has accounted for as deferred tax adjustments. Deferred tax adjustments are recognised in correlation to the underlying transaction as either in statement of profit and loss or other comprehensive income.
- 8 Pursuant to exercise of employee stock options under the R Systems International Limited Employee Stock Option Scheme 2007, the Company had issued 37,500 and 82,500 equity shares of Re. 1/- each for the year ended December 31, 2018 and December 31, 2017, respectively.
- 9 Figures for the quarter ended December 31, 2018 and December 31, 2017 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.
- 10 Refer Annexure A for the consolidated balance sheet.
- 11 Refer to Annexure B for consolidated segment information.
- 12 Previous period's figures have been regrouped wherever applicable, to the extent possible, to conform to the current period presentation.

For and on behalf of the Board

(Signature)
 Lt. Gen. Baldev Singh (Retd.)
 President & Senior Executive Director
 DIN: 00006966

Place : NOIDA
 Date : February 08, 2019

For Identification Only

(Signature)
 Deloitte Haskins & Sells LLP

CERTIFIED TRUE COPY

For R Systems International Ltd.

(Signature)
 Company Secretary

R SYSTEMS INTERNATIONAL LIMITED
Consolidated Balance Sheet as at December 31, 2018

Annexure A

(Rs. in million)

	Particulars	As at December 31, 2018 (Audited)	As at December 31, 2017 * (Audited)	As at January 01, 2017 * (Audited)
	ASSETS			
A.	Non-current assets			
	(a) Property, plant and equipment	306.91	300.38	289.52
	(b) Capital work in progress	16.18	0.58	26.29
	(c) Investment property	23.31	24.78	26.25
	(d) Goodwill	89.93	84.05	82.35
	(e) Other Intangible assets	27.64	52.82	82.40
	(f) Financial assets			
	(i) Investment	0.03	87.58	175.15
	(ii) Other financial assets	102.92	84.79	83.96
	(g) Deferred tax assets (net)	67.46	58.51	46.16
	(h) Non-current tax assets	56.95	39.99	34.83
	(i) Other non-current assets	50.10	12.55	31.11
		741.43	746.03	878.02
B.	Current assets			
	(a) Financial assets			
	(i) Investments	199.50	136.88	87.57
	(ii) Trade receivables	1,365.45	1,207.64	1,081.78
	(iii) Cash and cash equivalents	841.17	929.02	1,147.76
	(iv) Other balances with banks	518.70	581.61	14.58
	(v) Other financial assets	618.32	194.61	212.36
	(b) Other current assets	150.10	119.82	114.17
		3,693.24	3,169.58	2,658.22
	Total assets (A+B)	4,434.67	3,915.61	3,536.24
	EQUITY AND LIABILITIES			
A.	Equity			
	(a) Equity share capital	123.25	123.21	123.13
	(b) Other equity	3,105.78	2,585.45	2,362.96
	(C) Non controlling interest	-	-	-
	Total equity (A)	3,229.03	2,708.66	2,486.09
	Liabilities			
B.	Non-current liabilities			
	(a) Financial liabilities			
	(i) Borrowings	15.91	15.85	19.15
	(ii) Other financial liabilities	2.96	2.23	53.59
	(b) Provisions	109.60	91.18	89.42
	(c) Deferred tax liabilities (net)	0.25	0.26	-
	(d) Other non-current liabilities	0.04	0.29	0.58
		128.76	109.81	162.74
C.	Current liabilities			
	(a) Financial liabilities			
	(i) Trade payables	270.02	340.05	296.89
	(ii) Other financial liabilities	212.81	185.26	183.97
	(b) Provisions	142.63	139.57	116.13
	(c) Current tax liability (Net)	52.01	47.40	58.94
	(d) Other current liabilities	399.41	384.86	231.48
		1,076.88	1,097.14	887.41
	Total liabilities (B+C)	1,205.64	1,206.95	1,050.15
	Total equity and liabilities (A+B+C)	4,434.67	3,915.61	3,536.24

* refer note 2

For Identification Only

Deloitte Haskins & Sells LLP

For R Systems International Limited

Lt. Gen. Baldev Singh (Retd.)
President & Senior Executive Director
Director Identification No. 00006966

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary

R SYSTEMS INTERNATIONAL LIMITED
Consolidated Segment Information

Annexure B

(Rs. in million)						
S.No.	Particulars	Three months ended			Year ended	
		31.12.2018	30.09.2018	31.12.2017*	31.12.2018	31.12.2017*
		(Audited) Refer note 9	(Unaudited)	(Audited) Refer note 9	(Audited)	(Audited)
1	Segment revenue					
	- Information technology services	1,729.68	1,654.75	1,426.86	6,286.48	5,461.70
	- Business process outsourcing services	200.88	215.17	133.82	735.59	484.23
	Total	1,930.56	1,869.92	1,560.68	7,022.07	5,945.93
	Less: Elimination of intersegment sales	6.03	5.97	5.45	23.18	19.55
	Revenue from operations	1,924.53	1,863.95	1,555.23	6,998.89	5,926.38
2	Segment results before tax, interest and exceptional items					
	- Information technology services	291.95	105.42	96.16	528.52	321.10
	- Business process outsourcing services	37.28	51.50	8.55	108.83	38.26
	Total	329.23	156.92	104.71	637.35	359.36
	(i) Finance costs	(0.58)	(0.71)	(0.13)	(2.65)	(3.98)
	(ii) Interest income	16.00	14.17	21.20	64.06	61.10
	(iii) Other unallocable income	5.40	5.14	2.48	16.98	8.16
	(iv) Other unallocable expenses	(25.58)	(21.23)	(18.12)	(88.92)	(71.20)
	Profit before tax	324.47	154.29	110.14	626.82	353.44

* refer note 2

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 R Systems International Limited

Lt. Gen. Baldev Singh (Retd.)
President & Senior Executive Director
Director Identification No. 00006966

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF CONSOLIDATED FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF R SYSTEMS INTERNATIONAL LIMITED

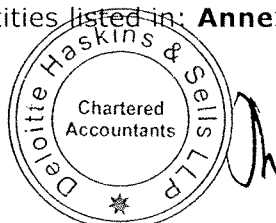
1. We have audited the accompanying Statement of Consolidated Financial Results of **R SYSTEMS INTERNATIONAL LIMITED** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), for the year ended December 31, 2018 ("the Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.
2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Board of Directors, has been compiled from the related consolidated financial statements which has been prepared in accordance with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder ("Ind AS") and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such consolidated financial statements.
3. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Holding Company's preparation and fair presentation of the Statement 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 Holding Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 5 below, is sufficient and appropriate to provide a basis for our audit opinion.

4. In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors on separate financial statements referred to in paragraph 6 below, the Statement:

a. includes the results of the entities listed in: **Annexure A**; **CERTIFIED TRUE COPY**



For R Systems International Ltd.


Company Secretary

- b. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016; and
 - c. gives a true and fair view in conformity with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India of the net profit, total comprehensive income and other financial information of the Group for the year ended December 31, 2018.
5. We did not audit the financial information of 24 out of 26 subsidiaries included in the consolidated financial results, whose financial information reflect total assets of Rs. 1,209.56 Million as at December, 2018, total revenues of Rs. 2,577.43 Million, total net profit after tax of Rs. 153.04 Million and total comprehensive income of Rs. 213.43 Million for the year ended on that date, as considered in the consolidated financial results. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial results, 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.
- Our opinion on the Statement is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.
6. The financial results of 25 subsidiaries have been prepared under accounting principles generally accepted in their respective countries. The Holding Company'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 have audited the adjustments that were applied to prepare the consolidated financial results for the year ended December 31, 2018 made by the Holding Company's Management to convert the financials 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.
7. The Statement includes the results for the Quarter ended December 31, 2018 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us.
8. The comparative financial information of the Group for the transition date opening balance sheet as at January 01, 2017 included in this Statement, have been prepared after adjusting the previously issued consolidated financial information prepared in accordance with the Companies (Accounting Standards) Rules, 2006 to comply with Ind AS. The previously issued consolidated financial information were audited by the predecessor auditor whose report for the year ended December 31, 2016 dated February 10, 2017 expressed an unmodified opinion on those consolidated financial information. Adjustments made to the previously issued consolidated financial information to comply with Ind AS have been audited by us. Our report is not modified in respect of this matter.

CERTIFIED TRUE COPY



For R Systems International Ltd.


Company Secretary

**Deloitte
Haskins & Sells LLP**

9. The comparative financial information of the Group for the quarter and year ended December 31, 2017 included in this Statement, have been prepared after adjusting the previously issued consolidated financial information prepared in accordance with the Companies (Accounting Standards) Rules, 2006 to comply with Ind AS. Adjustments made to the previously issued consolidated financial information to comply with Ind AS have been audited by us.

For **DELOITTE HASKINS & SELLS LLP**

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)



A handwritten signature in black ink, appearing to read "Jitendra Agarwal".

JITENDRA AGARWAL

Partner

(Membership No. 87104)

Place: NOIDA

Date: February 08, 2019

CERTIFIED TRUE COPY

For R Systems International Ltd.

A handwritten signature in black ink, appearing to read "B. Singh".

Company Secretary

Annexure A

List of Entities Consolidated

1. R Systems International Limited (the Holding Company)
2. R Systems, Inc. (wholly owned subsidiary of the Holding Company)
3. R Systems Technologies Limited (wholly owned subsidiary of the Holding Company)
4. RSYS Technologies Ltd. (wholly owned subsidiary of the Holding Company)
5. Computaris International Limited ("CIL") (wholly owned subsidiary of the Holding Company) and results of its subsidiaries :
 - i. ICS Computaris International Srl (wholly owned subsidiary of CIL)
 - ii. Computaris Malaysia Sdn. Bhd. (wholly owned subsidiary of CIL)
 - iii. Computaris Polska sp z o.o. (wholly owned subsidiary of CIL)
 - iv. Computaris Romania SRL (wholly owned subsidiary of CIL)
 - v. Computaris USA, Inc. (wholly owned subsidiary of CIL / liquidated on October 22, 2018)
 - vi. Computaris Philippines Pte. Ltd. Inc. (wholly owned subsidiary of CIL)
 - vii. Computaris Suisse Sarl (wholly owned subsidiary of CIL / incorporated on April 27, 2018)
6. R Systems (Singapore) Pte Limited ("RSS") (wholly owned subsidiary of the Holding Company) and results of its subsidiaries :
 - i. IBIZ Consulting Pte. Ltd. ("IBIZCS") (formerly known as IBIZCS Group Pte Limited) (wholly owned subsidiary of RSS) and results of its subsidiaries :
 - a. IBIZ Consulting Services Pte Ltd (wholly owned subsidiary of IBIZCS)
 - b. IBIZ Consulting Services Sdn. Bhd. (wholly owned subsidiary of IBIZCS)
 - c. PT. IBIZCS Indonesia (wholly owned subsidiary of IBIZCS)
 - d. IBIZ Consulting Services India Private Limited (wholly owned subsidiary of IBIZCS)
 - e. 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)
7. ECnet Limited ("ECNET") (subsidiary of the Holding Company) and results of its subsidiaries:
 - i. ECnet (M) Sdn. Bhd. (wholly owned subsidiary of ECNET)
 - ii. ECnet, Inc. (wholly owned subsidiary of ECNET)
 - iii. ECnet (Hong Kong) Ltd. (wholly owned subsidiary of ECNET)
 - iv. ECnet Systems (Thailand) Co. Ltd. (wholly owned subsidiary of ECNET)
 - v. ECnet Kabushiki Kaisha (wholly owned subsidiary of ECNET)
 - vi. ECnet (Shanghai) Co. Ltd. (wholly owned subsidiary of ECNET)



CERTIFIED TRUE COPY
For R Systems International Ltd.


Company Secretary

R SYSTEMS INTERNATIONAL LIMITED

Corporate Identity Number : L74899DL1993PLC053579
[CMMI Level 5, PCMM Level 5, ISO 9001:2008 & ISO 27001:2005 Company]
C-40, Sector-59, NOIDA, Distt. Gautam Budh Nagar, U.P. India-201307

Phones : +91-120-4303500
Fax : +91-120-2587123

Email : rsystems.india@rsystems.com
www.rsystems.com

Regd. Off.: B-104A, Greater Kailash-1,
New Delhi - 110 048

REF: SECT/02/2019/04

FEBRUARY 08, 2019

To, The Managing Director National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra – East, Mumbai – 400 051 NSE Symbol - RSYSTEMS	To, The General Manager BSE Limited Department of Corporate Services, Rotunda Building, 1 st Floor, Mumbai Samachar Marg, Fort, Mumbai - 400 001 BSE Scrip Code - 532735
---	---

Dear Sir,

SUB: DECLARATION IN RESPECT OF UNMODIFIED OPINION ON AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2018 UNDER SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

This is with reference to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”) and Uniform Listing Agreement entered into by R Systems International Limited (the “Company”). We hereby declare that the Statutory Auditors of the Company i.e. M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, (FRN - 117366W/W-100018), have issued an unmodified Audit Report on Standalone and Consolidated Financial Statements of the Company for the financial year ended on December 31, 2018.

This is for your information and record.

Thanking you.

Yours faithfully,

For R Systems International Limited



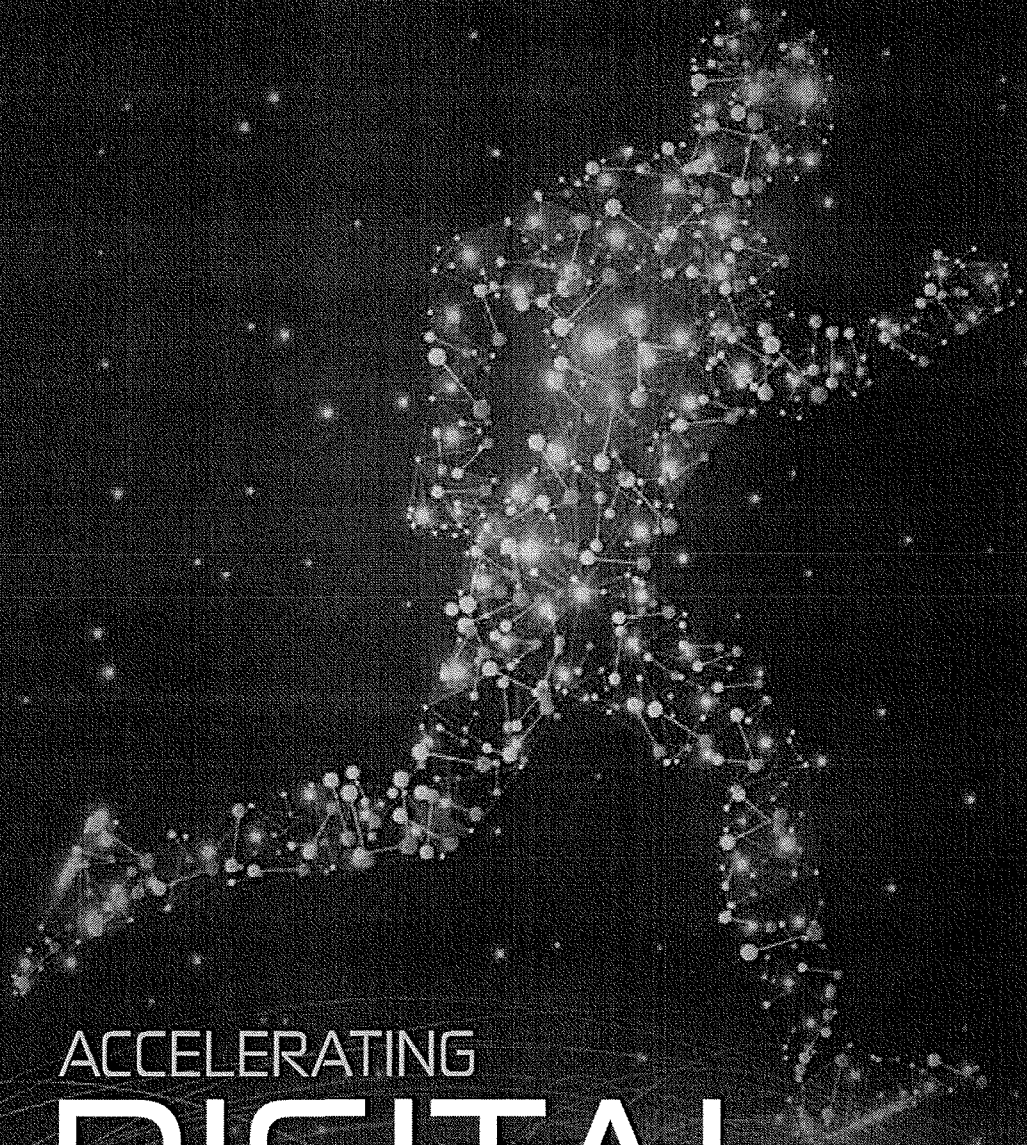
Bhasker Dubey
(Company Secretary & Compliance Officer)



Press Release Year 2018



Caring - Innovating - Transforming



ACCELERATING
DIGITAL
TRANSFORMATION

B. Dubey

Company Secretary

Page 20 of 33



R Systems Reports Record INR Revenue in Financial Year 2018

FY 2018	Revenue Rs. 699.9 Crores with 8.3% EBITDA
	18.1% YoY Revenue Growth in Revenue and 126.5% YoY Net Profit Growth
	Added 400 Associates during the year

Noida, India – February 8, 2019

Highlights

Consolidated results for the FY ended December 31, 2018

- Consolidated revenue for FY 2018 was Rs. 699.89 crores (US\$ 102.47 mn.) as against Rs. 592.64 crores (US\$ 91.01 mn.) in FY 2017; YoY increase 18.10% (12.59 % in US\$).
- Earnings before interest, depreciation, taxes and allowances (“EBITDA”) for FY 2018 was Rs. 57.73 crores (US\$ 8.46 mn.) i.e. 8.25% of revenue, as against Rs. 33.68 crores (US\$ 5.17 mn.) in FY 2017 i.e. 5.68% of revenue.
- Net profit after taxes for FY 2018 was Rs. 51.04 crores (US\$ 7.48 mn) as against Rs. 22.53 crores (US\$ 3.46 mn) in FY 2017. YOY increase 126.53% (116.26% in US\$).

Consolidated results for the quarter ended December 31, 2018

- Consolidated revenue from operations for Q4 2018 was Rs. 192.45 crores (US\$ 26.84 mn) compared to Rs. 155.52 crores (US\$ 24.01 mn) in Q4 2017 and Rs. 186.39 crores (US\$ 26.71 mn) in Q3 2018. QoQ increase 3.25% (0.48% in US\$). YoY increase 23.75% (11.77% in US\$).
- EBITDA for Q4 2018 was Rs. 18.24 crores (US\$ 2.57 mn) compared to Rs. 9.60 crores (US\$ 1.48 mn) in Q4 2017 and Rs. 20.57 crores (US\$ 3.00 mn) in Q3 2018. Q4 2018 EBITDA as % of revenue was 9.48% as against 6.17% of Q4 2017 and 11.03% for Q3 2018.
- Net profit after taxes for Q4 2018 was Rs. 26.00 crores (US\$ 3.74 mn) compared to Rs. 7.11 crores (US\$ 1.09 mn) in Q4 2017 and Rs. 12.54 crores (US\$ 1.83 mn) in Q3 2018.

Others

- 18 key wins during the year ended December 31, 2018.
- Total associates as on December 31, 2018 were 2,753 compared to 2,353 at the end of December 31, 2017. Net Addition of 400 associates over the year 2018.



Mr. Rekhi Singh, Managing Director said, "R Systems reported revenue of about Rs. 700 crores with EBITDA of 8.3% for the year 2018. I am pleased with healthy revenue growth and margin improvement. This robust performance is on the back of good traction towards our product engineering and digital practices and rupee depreciation. We have a strong balance sheet with constant cash generation to scale investment for future growth as well as reward the shareholders"

He emphasized, "We have a promising start for Year 2019 with encouraging sales pipeline. Further, Innovizant acquisition has strengthened our digital practice with its niche advance data analytics competencies. We are now well positioned to capitalize our investment in digital, sales, and marketing activities"

Mr. Avirag Jain CTO, said, "R Systems concluded 2018 with strong revenue growth backed by addition of large enterprises and niche technology start-ups customers. Our associates have worked diligently using cutting-edge technologies to deliver robust products and solutions across key industry verticals."

He further said, "We added 400 net associates over the year 2018 to cater to new customer additions and encouraging sales pipeline. The employee utilization remained healthy and helped us to improve margins"

Key Operational Highlights

Established in 1993, R Systems is a leading global provider of IT and ITeS solutions and services. As a trusted digital transformation partner, we help organizations to embrace digitalization towards greater efficiency and streamlined operations through our diversified offerings.

Product engineering continues to be an integral part of R Systems DNA. R Systems continuously endeavors to enhance customer experience right from the idea creation, product development, and product maintenance & support through integrated product lifecycle management (iPLM) services. The iPLM engagements are backed with strong engineering capabilities, facilitating the shift from a mere functional perspective to a holistic business process perspective of entire product life cycle. We partner with ISVs and businesses to create futuristic products using next-gen technologies.

R Systems leverage comprehensive range of ITeS services under the umbrella of Knowledge Services to a wide spectrum of clients for improving their organizational efficiencies. These services include speech analytics, revenue and claims management, customer care, and technical support. These services are delivered in multiple languages through our global delivery model.

ECnet® addresses supply chain, warehousing and inventory management. ECnet also operates as Infor Gold-certified channel partner for reselling and implementing several enterprise solutions, including enterprise resource planning, warehouse management, corporate performance management, business intelligence etc. ECnet has also partnered with JDA to offer category management solution suite to retail customers. Headquartered in Singapore, ECnet's footprint spread across Malaysia, Thailand, China and Japan.

IBIZ is Microsoft Gold-certified partner and is specialized in deploying Microsoft business management solution suites, including enterprise resource planning, customer relationship management, point of sales, mobility, business intelligence and portals. IBIZ operates across Singapore, Malaysia, China, Indonesia, Hong Kong and India.



Our services and solutions span over seven major business verticals i.e. Telecom, Media & Entertainment, Retail & E-commerce, Banking & Finance, Manufacturing & Logistics, Technology, and Healthcare & Life Sciences. Further, R Systems have also expanded its capabilities horizontally with Analytics, Mobility, IoT, Artificial Intelligence, Robotic Process Automation and Cloud across business verticals.

The quarter concluded with 6 key wins. The brief of few wins is listed below:

A USA based healthcare technology startup developing a health care behaviour change solution has engaged R Systems to deliver a Mobile App to enable the healthcare providers to manage the wellbeing of their patients.

A leading provider of IT services and solutions for government as well as other industries has mandated R Systems to develop an identity management platform for their Single Sign-On applications.

A USA based non-profit organization, enabling people with philanthropic interests to donate for a cause, has engaged R Systems to enhance their existing Salesforce platform by creating community web platform for donors.

A Canada based customs brokerage and Compliance Company has mandated R Systems for development of analytics solution including management BI dashboards to enhance data visualization with greater speed, efficiency, and understanding.

An Indonesian supermarket chain of building materials and home improvement products has engaged IBIZ to upgrade Microsoft Dynamics ERP along with LS retail solutions to streamline and automate their retail and supply chain operations.

Liquidity and Shareholder Funds

Cash and bank balances, including bank deposits and liquid funds as at December 31, 2018, were Rs. 199.84 crores compared to Rs. 162.68 crores as at December 31, 2017. Total shareholder funds as at December 31, 2018 were Rs. 322.90 crores compared to Rs. 270.87 crores as at December 31, 2017.

For R Systems International Ltd.

Company Secretary



Corporate and Other Matters

Expansion of SEZ Facility

The Company has received approval from Department of Commerce, Ministry of Commerce & Industry, Government of India on November 20, 2018 for expansion of existing 'Special Economic Zone' (SEZ) unit by addition of approx. 28,000 sq. ft. located at Greater Noida West (NCR). The aforesaid expansion will be operational during Q1 2019.

Innovizant Acquisition

Subsequent to the year ended December 31, 2018, R Systems, Inc. (a wholly owned subsidiary of the Company) has completed the acquisition of 100% interest in Innovizant LLC, a Chicago (USA) based company engaged in providing IT Services focused on advanced analytics, data engineering, and digital connected systems.

Share Buy-back

The Board of Directors of the Company at its meeting held on January 15, 2019 has approved the Buyback up to 3,690,000 fully paid up equity shares of the Company of face value of Re. 1/- each from its existing shareholders as on Record Date (i.e. February 01, 2019) on a proportionate basis through a tender offer route in accordance with the provisions contained in the Securities and Exchange Board of India (Buy- Back of Securities) Regulations, 2018 at a price of Rs. 65/- per equity share, payable in cash for a total amount not exceeding Rs. 239.85 mn.

For R Systems International Ltd.

Company Secretary



Financial Performance

Consolidated Profit & Loss Statement for the Quarter Ended December 31, 2018

(As per Ind AS)

(Figures in mn, except per share data)

Sr. No.	Particulars	Quarter Ended December 31,		Quarter Ended September 30, 2018
		2018	2017	
1	Income			
(a)	Revenue from operations	1,924.53	1,555.23	1,863.95
(b)	Other income	178.78	51.12	(16.03)
	Total income	2,103.31	1,606.35	1,847.92
2	Expenses			
(a)	Employee benefits expense	1,278.96	1,084.03	1,225.28
(b)	Finance costs	0.58	0.13	0.71
(c)	Depreciation and amortisation expense	34.53	34.61	34.44
(d)	Other expenses	464.77	377.44	433.20
	Total expenses	1,778.84	1,496.21	1,693.63
3	Profit before tax	324.47	110.14	154.29
4	Tax expense			
(a)	Current tax	36.08	38.89	45.59
(b)	Deferred tax charge / (credit)	28.43	0.12	(16.67)
	Total tax expense	64.51	39.01	28.92
5	Net profit for the period	259.96	71.13	125.37
6	Earnings per share (Face value of Re. 1/- each) (not annualized)			
(a)	Basic	2.11	0.58	1.02
(b)	Diluted	2.11	0.58	1.02

For R Systems International Ltd.

Company Secretary



Financial Performance

Consolidated Profit & Loss Statement for Year Ended December 31, 2018 (As per Ind AS)

(Figures in mn, except per share data)

Sr. No.	Particulars	Year Ended December 31,	
		2018	2017
1	Income		
(a)	Revenue from operations	6,998.89	5,926.38
(b)	Other income	192.49	161.87
	Total income	7,191.38	6,088.25
2	Expenses		
(a)	Employee benefits expense	4,743.85	4,173.15
(b)	Finance costs	2.65	3.98
(c)	Depreciation and amortisation expense	135.48	134.80
(d)	Other expenses	1,682.58	1,422.88
	Total expenses	6,564.56	5,734.81
3	Profit before tax	626.82	353.44
4	Tax expense		
(a)	Current tax	124.22	149.89
(b)	MAT credit entitlement	-	(5.84)
(c)	Deferred tax charge / (credit)	(7.85)	(15.95)
	Total tax expense	116.37	128.10
5	Net profit for the period	510.45	225.34
6	Earnings per share (Face value of Re. 1/- each)		
(a)	Basic	4.14	1.83
(b)	Diluted	4.14	1.83

For R Systems International Ltd.

Company Secretary



Financial Performance

Consolidated Profit & Loss Statement for the Quarter Ended December 31, 2018 (Contribution Analysis Format)

(Figures in mn)

Particulars	Q4 2018		Q4 2017		Q3 2018	
	INR	US\$	INR	US\$	INR	US\$
Revenues	1,924.53	26.84	1,555.23	24.01	1,863.95	26.71
Cost of revenues	1,269.06	17.68	1,082.37	16.71	1,225.97	17.54
Gross margin	655.47	9.16	472.86	7.30	637.98	9.17
	34.06%		30.40%		34.23%	
SG & A Expenses	473.06	6.59	376.91	5.82	432.30	6.17
	24.58%		24.23%		23.19%	
EBITDA	182.41	2.57	95.95	1.48	205.68	3.00
	9.48%		6.17%		11.03%	
Depreciation and amortization	34.53	0.48	34.61	0.53	34.44	0.49
Income from operations	147.88	2.09	61.34	0.95	171.24	2.51
Interest expense	(0.58)	(0.01)	(0.13)	(0.01)	(0.71)	(0.01)
Other income (net)	177.17	2.59	48.93	0.75	(16.24)	(0.25)
Income before income tax	324.47	4.67	110.14	1.69	154.29	2.25
Income tax provision	64.51	0.93	39.01	0.60	28.92	0.42
Net earnings	259.96	3.74	71.13	1.09	125.37	1.83

For R Systems International Ltd.

Company Secretary



Financial Performance

Consolidated Profit & Loss Statement for the Year Ended December 31, 2018 (Contribution Analysis Format)

(Figures in mn)

Particulars	Year 2018		Year 2017	
	INR	US\$	INR	US\$
Revenue	6,998.89	102.47	5,926.38	91.01
Cost of revenue	4,702.17	68.84	4,137.23	63.53
Gross margin	2,296.72	33.63	1,789.15	27.48
	32.82%		30.19%	
SG & A Expenses	1,719.46	25.17	1,452.35	22.31
	24.57%		24.51%	
EBITDA	577.26	8.46	336.80	5.17
	8.25%		5.68%	
Depreciation and amortization	135.48	1.98	134.80	2.07
Income from operations	441.78	6.48	202.00	3.10
Interest expense	(2.65)	(0.04)	(3.98)	(0.05)
Other income (net)	187.69	2.74	155.42	2.38
Income before income tax	626.82	9.19	353.44	5.43
Income tax provision	116.37	1.70	128.10	1.97
Net earnings	510.45	7.48	225.34	3.46

For R Systems International Ltd.

Company Secretary



Financial Performance

Consolidated Balance Sheet as at December 31, 2018 (As per Ind AS)

(Rs. in million)

Particulars	As at		
	December 31, 2018	December 31, 2017	January 31, 2017
ASSETS			
Non-current assets			
(a) Property, plant and equipment	306.91	300.38	289.52
(b) Capital work in progress	16.18	0.58	26.29
(c) Investment property	23.31	24.78	26.25
(d) Goodwill	89.93	84.05	82.35
(e) Other Intangible assets	27.64	52.82	82.40
(f) Financial assets			
(i) Investment	0.03	87.58	175.15
(ii) Other financial assets	102.92	84.79	83.96
(g) Deferred tax assets (net)	67.46	58.51	46.16
(h) Non-current tax assets	56.95	39.99	34.83
(i) Other non-current assets	50.10	12.55	31.11
	741.43	746.03	878.02
Current assets			
(a) Financial assets			
(i) Investments	199.50	136.88	87.57
(ii) Trade receivables	1,365.45	1,207.64	1,081.78
(iii) Cash and cash equivalents	841.17	929.02	1,147.76
(iv) Other balances with banks	518.70	581.61	14.58
(v) Other financial assets	618.32	194.61	212.36
(b) Other current assets	150.10	119.82	114.17
	3,693.24	3,169.58	2,658.22
Total assets	4,434.67	3,915.61	3,536.24
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	123.25	123.21	123.13
(b) Other equity	3,105.78	2,585.45	2,362.96
(c) Non Controlling Interest	-	-	-
Total equity	3,229.03	2,708.66	2,486.09
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	15.91	15.85	19.15
(ii) Other financial liabilities	2.96	2.23	53.59
(b) Deferred tax liabilities (net)	109.60	91.18	89.42
(c) Provisions	0.25	0.26	-
(d) Other non-current liabilities	0.04	0.29	0.58
	128.76	109.81	162.74
Current liabilities			
(a) Financial liabilities			
(i) Trade payables	270.02	340.05	296.89
(ii) Other financial liabilities	212.81	185.26	183.97
(b) Provisions	142.63	139.57	116.13
(c) Current tax liability (Net)	52.01	47.40	58.94
(d) Other current liabilities	399.41	384.86	231.48
	1,076.88	1,097.14	887.41
Total liabilities	1,205.64	1,206.95	1,050.15
Total equity and liabilities	4,434.67	3,915.61	3,536.24



Consolidated Operational Data (Un-audited)

Profitability in Percentage	Quarter ended			Year ended	
	Dec 31, 18	Dec 31, 17	Sep 30, 18	Dec 31, 18	Dec 31, 17
Revenues	100.00	100.00	100.00	100.00	100.00
Gross margin	34.06	30.40	34.23	32.82	30.19
SG & A	24.58	24.23	23.19	24.57	24.51
EBITDA	9.48	6.17	11.03	8.25	5.68
EBT	16.86	7.1	8.28	8.96	5.96
EAT	13.51	4.57	6.73	7.29	3.80

Revenue from Top 10 Clients	Quarter ended			Year ended	
	Dec 31, 18	Dec 31, 17	Sep 30, 18	Dec 31, 18	Dec 31, 17
Top 10 Clients	35.18%	33.41%	36.39%	35.30%	34.04%
Top 5 Clients	23.15%	21.84%	23.98%	23.48%	22.15%
Top 3 Clients	15.52%	15.57%	16.53%	16.06%	15.51%
Largest Client	5.86%	5.96%	6.44%	6.20%	5.99%

Revenues by Geographies	Quarter ended			Year ended	
	Dec 31, 18	Dec 31, 17	Sep 30, 18	Dec 31, 18	Dec 31, 17
USA	58.97%	54.88%	60.16%	58.44%	56.12%
Europe	17.08%	18.74%	16.93%	17.94%	19.42%
SEAC (South East Asia)	19.64%	23.30%	18.38%	18.87%	20.21%
India	1.59%	2.02%	1.52%	1.64%	1.74%
Others	2.72%	1.06%	3.01%	3.11%	2.51%
Total	100.00%	100.00%	100.00%	100.00%	100.00%

Utilization (excluding trainees)	Quarter ended		
	Dec 31, 18	Dec 31, 17	Sep 30, 18
Onsite	95.27%	98.00%	97.16%
Offshore	76.59%	76.45%	76.38%
Blended	78.81%	79.26%	78.85%

Utilization (including trainees)	Quarter ended		
	Dec 31, 18	Dec 31, 17	Sep 30, 18
Onsite	95.27%	98.00%	97.16%
Offshore	75.20%	73.93%	74.79%
Blended	77.56%	76.98%	77.39%

For R Systems International Ltd.



Consolidated Operational Data (Un-audited)

Human resources	As at		
	Dec 31, 18	Dec 31, 17	Sep 30, 18
Technical	2,379	1,994	2,352
Software services			
Onsite	370	291	359
Offshore	1,337	1,203	1,308
BPO			
Offshore	635	438	643
Trainees	37	62	42
Support	374	359	359
Total count	2,753	2,353	2,711

(Rs. in mn, except DSO)

Key Balance Sheet Data	As At	
	Dec 31, 18	Dec 31, 17
Receivable	1,365.45	1,207.64
Receivable in days ("DSO")	67	68
Total cash and bank balance	1,998.41	1,626.75
Fixed assets	350.73	353.78
Shareholders' funds	3,229.03	2,708.66

Development/Service Centres Location	As on Dec 31, 2018	
	Covered areas in sq ft.	No. of seats
India		
Noida	93,679	1,836
Chennai	5,905	65
	99,584	1,901
USA		
Sacramento, CA	9,500	60
Milpitas, CA	1,787	12
	11,287	72
South East Asia		
Singapore	8,054	91
Malaysia	6,434	81
Thailand	592	6
Indonesia	2,151	53
	17,231	231
Europe		
Romania	19,795	184
Poland	8,141	65
Moldova	3,398	55
	31,334	304
Total	159,436	2,508

For R Systems International Ltd.

Company Secretary



Notes:

1. US\$ equivalent figures are derived by converting the Rupee figures using average rates for profit & loss items and closing rate for balance sheet items.
2. Previous period's figures have been regrouped wherever applicable, to the extent possible, to conform to the current period presentation.

About R Systems International Limited

R Systems International Limited founded in 1993, is one of the leading providers of software product engineering and ITeS services and solutions. We partner with software product companies and businesses for their digital transformation by building scalable, configurable and secure products and applications using next-gen technologies and help our clients to support their customers worldwide for products and services using our global delivery model. R Systems rapidly growing customer list includes a variety of Fortune 1000, government and mid-sized organizations across a wide range of industry verticals including Banking and Finance, Independent Software Vendors, Telecom and Digital Media, Retail & E-commerce, Healthcare, and Manufacturing and Logistic Industries. R Systems maintains sixteen development and service centres to serve customers in USA, Europe and the Far East.

Safe Harbor:

Investors are cautioned that this presentation contains forward looking statements that involve risks and uncertainties. The Company undertakes no obligation publicly to update or revise any forward-looking statements, whether because of new information, future events, or otherwise. Actual results, performance, or achievements could differ from those expressed or implied in such forward-looking statements.

For further information please contact:

Nand Sardana
Chief Financial Officer
Tel # 0120 – 4303506
Email: nand.sardana@rsystems.com

Kumar Gaurav
AVP Finance & Accounts
Tel # 0120 – 4082650
Email: kumar.gaurav@rsystems.com

Bhasker Dubey
Company Secretary & Compliance Officer
Tel # 0120 – 4082633
Email: bhasker.dubey@rsystems.com

For R Systems International Ltd.


Company Secretary

R SYSTEMS INTERNATIONAL LIMITED

CIN : L74899DL1993PLC053579

Registered Office : B - 104A, Greater Kailash - I, New Delhi - 110 048

Tel : +91 120 4303500; Fax : +91 120 4082699

Website : www.rsystems.com; Email : rsystems.india@rsystems.com

Extract of Standalone and Consolidated Financial Results for the Quarter and Year Ended December 31, 2018

(Rs. in million, except per share data)

Particulars	Standalone Financial Results (Refer note 4)					Consolidated Financial Results (Refer note 5)				
	Three months ended			Year ended		Three months ended			Year ended	
	31.12.2018	30.09.2018	31.12.2017	31.12.2018	31.12.2017	31.12.2018	30.09.2018	31.12.2017	31.12.2018	31.12.2017
(Refer Notes)	(Audited) Refer note 6	(Audited)	(Audited) Refer note 6	(Audited)	(Audited)	(Audited) Refer note 7	(Unaudited)	(Audited) Refer note 7	(Audited)	(Audited)
Revenue from operations	879.29	852.46	676.26	3,172.13	2,637.53	1,924.53	1,863.95	1,555.23	6,998.89	5,926.38
Net profit before tax for the period/year*	200.13	111.57	112.14	405.44	342.49	324.47	154.29	110.14	626.82	353.44
Net profit after tax for the period/year*	131.50	95.82	81.11	310.14	228.08	259.96	125.37	71.13	510.45	225.34
Total comprehensive income for the period [comprising profit for the period (after tax) and other comprehensive income (after tax)]	126.21	97.92	85.83	309.64	236.12	200.23	207.95	56.81	604.00	218.94
Paid - up equity share capital (Face value Re. 1/- each)	123.25	123.25	123.21	123.25	123.21	123.25	123.25	123.21	123.25	123.21
Reserves excluding Revaluation Reserves as at December 31, 2018 and December 31, 2017				2,572.28	2,346.31				3,105.78	2,585.45
Earnings per share (Face value of Re. 1/- each) (not annualised)*										
Basic	1.07	0.78	0.64	2.52	1.85	2.11	1.02	0.58	4.14	1.83
Diluted	1.07	0.78	0.64	2.52	1.85	2.11	1.02	0.58	4.14	1.83

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

Notes:

- The financial results for the quarter and year ended December 31, 2018 were reviewed by the Audit Committee and have been approved by the Board of Directors at their meetings held on February 08, 2019.
- The above is an extract of the detailed format of Quarterly and Year to date Financial Results filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 05, 2016. The full format of the Quarterly and Year to date 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.
- Beginning January 01, 2018, the Company has for the first time adopted Indian Accounting Standards ('Ind AS') with a transition date of January 01, 2017. Refer the full format of the Quarterly and Year to date Financial Results for impact on net profit and total comprehensive income.
- An audit has been completed by the Statutory Auditors for the quarter and year ended December 31, 2018 and December 31, 2017 and quarter ended September 30, 2018. There is no qualification in the Auditors' Report on these financial results. Adjustments made to the previously issued comparative financial information to comply with Ind AS have been audited by the Statutory Auditors.
- An audit has been completed by the Statutory Auditors for the year ended December 31, 2018 and December 31, 2017. There is no qualification in the Auditors' Report on these financial results. Adjustments made to the previously issued comparative financial information to comply with Ind AS have been audited by the Statutory Auditors.
- Figures for the quarter ended December 31, 2018 and December 31, 2017 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.
- Figures for the quarter ended December 31, 2018 and December 31, 2017 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.

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary

For and on behalf of the Board

Lt. Gen. Baldev Singh (Retd.)
 President & Senior Executive Director
 DIN: 00006966

Place : NOIDA
 Date : February 08, 2019

Page 33 of 33