Caring - Innovating - Transforming

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 | Email : rsystems.india@rsystems.com | Regd. Off.: B-104A, Greater Kailash-1,
Fax : +91-120-2587123 | www.rsystems.com | New Delhi - 110 048

REF: SECT/04/2018/35 APRIL 28, 2018

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: SUBMISSION OF CORPORATE GOVERNANCE CERTIFICATE FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2017

This is with reference to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Uniform Listing Agreement entered into by R Systems International Limited. Please find attached herewith the Corporate Governance Certificate issued by a practicing Company Secretary as stipulated under Regulation 34 read with Schedule V of the Listing Regulations, for the financial year ended December 31, 2017.

This is for your information and record.

Thanking you.

Yours faithfully,
For R Systems International Limited

Bhasker Dubey
(Company Secretary & Compliance Officer)

CORPORATE GOVERNANCE CERTIFICATE

To,

The Members
R System International Limited
B-104A, Greater Kailash-I
New Delhi-110048
India

We have examined all relevant records of R System International Limited (the Company) for the purpose of certifying all the conditions of the Corporate Governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended 31st December 2017. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of certification.

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof. This certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

On the basis of our examination of the records produced explanations and information furnished, we certify that the Company has complied with the conditions of the Corporate Governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For Chandrasekaran Associates
Company Secretaries

CHANDRASEKARAN ASSOCIATES ★ NEW DELHI ★ COMPANY SECRETARIES

Lakhan Gupta
Partner
Membership No. ACS 36583
Certificate of Practice No. 13725

Date: April 04, 2018
Place: New Delhi

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary