

REGISTER OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF DRC SYSTEMS INDIA LIMITED

[Pursuant to section 170 of the Companies Act, 2013 and rule 17 of the Companies (Appointment and Qualification of Directors) Rules, 2014]

Personal details

Name of the Director:	Dipti Chitale	Any former name or surname in full	
Residential Address:	E- 1002, Orchid Elegance, South Bopal, Ahmedabad-380058	DIN No.	08991506
Nationality:	Indian	Occupation:	Service
Father's name:	Anil Panditrac Kulkarni	Birth date	08-06-1936
Mother's Name	Madhuri Kulkarni	PAN No.	AJTPC1683M
Spouse's Name	Abhijeet Chitale	Date of the board resolution in which the appointment was	10-12-2020
Date of cessation of office and reasons therefor		Date of appointment and reappointment in the company	10-12-2020
		Membership number of the Institute of Company Secretaries	N.A.

Office of director or key managerial personnel held or relinquished in any other body corporate

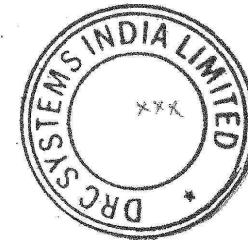
Appointment			Resignation		
Sr No.	Name of the Company	Date of Appointment	Sr No.	Name of the Company	Date of Resignation

NIL

Details of securities held by Director/ KMP in the Company, its holding company, subsidiaries, subsidiaries of the company's holding company and associate companies

Sr No	Name of the Company	No of Shares	Description	Nominal Value	Date of acquisition	Consideration paid	Date of disposal	No Of Shares	Consideration received	Cumulative Balance	Mode of acquisition	Acquisition in Physical/ Demat	Pledge/ encumbrance
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NIL



A. Chitale

REGISTER OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF DRC SYSTEMS INDIA LIMITED

[Pursuant to section 170 of the Companies Act, 2013 and rule 17 of the Companies (Appointment and Qualification of Directors) Rules, 2014]

Personal details

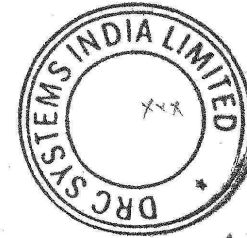
Name of the Director:	Jigar Shah	Any former name or surname in full	
Residential Address:	A-904 Safal Parivesh, 9th Floor, Near Indraprastha 5, Prahladnagar, HDFC Bank Lane, Ahmedabad-380015	DIN No.	08174430
		Occupation:	Business
Nationality:	Indian	Birth date	13-09-1973
Father's name:	Mr. Pradipchandra Jagabhai Shah	PAN No.	BAZPS6853D
Mother's Name	Mrs. Neelamben Shah	Date of the board resolution in which the appointment was made	05-12-2020
Spouse's Name	Mrs. Birva Shah	Date of appointment and reappointment in the company	05-12-2020
Date of cessation of office and reasons therefor		Membership number of the Institute of Company Secretaries of India in case of Company Secretary	N.A.

Office of director or key managerial personnel held or relinquished in any other body corporate

Appointment			Resignation		
Sr No.	Name of the Company	Date of Appointment	Sr No.	Name of the Company	Date of Resignation
1	AAA Inolvency Professionals LLP	26-09-2018		AAA Inolvency Professionals LLP	01-12-2020
2	Den Valuation (OPC) Private Limited	10-03-2021			

Details of securities held by Director/KMP in the Company, its holding company, subsidiaries, subsidiaries of the company's holding company and associate companies

Sr No	Name of the Company	No of Shares	Description	Nominal Value	Date of acquisition	Consideration paid	Date of disposal	Consideration received	No of Shares	Cumulative Balance	Mode of acquisition	Acquisition in Physical/ Demat	Pledge/ encumbrance
NIL													



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REGISTER OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF DRC SYSTEMS INDIA LIMITED

[Pursuant to section 170 of the Companies Act, 2013 and rule 17 of the Companies (Appointment and Qualification of Directors) Rules, 2014]

Personal details

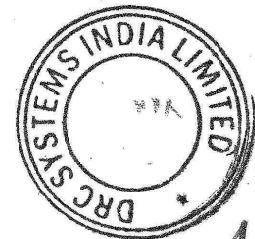
Name of the Director:	Roopkishan Sohanlal Dave	Any former name or surname in full	
Residential Address:	Plot No. 296/2, Sector - 7/A, Gandhinagar, Gujarat, India - 382007	DIN No.	02800417
Nationality:	Indian	Occupation:	Business
Father's name:	Mr. Sohanlal Madanlalji Dave	Birth date	23-08-1955
Mother's Name	Mrs. Sohan Kaur Dave	PAN No.	AEUPD9502Q
Spouse's Name	Mrs. Hasu R. Dave	Date of the board resolution in which the appointment was	05-12-2020
Date of cessation of office and reasons therefor		Date of appointment and reappointment in the company	05-12-2020
		Membership number of the Institute of Company Secretaries	N.A.

Office of director or key managerial personnel held or relinquished in any other body corporate

Appointment			Resignation		
Sr No.	Name of the Company	Date of Appointment	Sr No.	Name of the Company	Date of Resignation
1	Allied Digital Services Limited	05-10-2009	1	Allied Digital Services Limited	14-11-2017
2	Infibeam Avenues Limited	25-08-2014	2	NSI Infinium Global Limited	31-01-2019
3	NSI Infinium Global Limited	23-05-2015			
4	Infibeam Digital Entertainment Private Limited	18-08-2017			
5	United Surya Energy Limited	09-08-2021			
6	Priyaraj Electronics Limited	12-10-2021			
7	Andhra Networks Limited	17-12-2021			

Details of securities held by Director /KMP in the Company, its holding company, subsidiaries, subsidiaries of the company's holding company and associate companies

Sr No	Name of the Company	No of Shares	Description	Nominal Value	Date of acquisition	Consideration paid	Date of disposal	Consideration received	No of Shares	Cumulative Balance	Mode of acquisition	Acquisition in Physical/ Demat	Pledge/ encumbrance
1	DRC Systems India Limited	1	Equity Shares	10	15-12-2020	-	-	-	-	1	Allotment under Composite Scheme of Arrangement	Demat	NA
		10	Equity Shares	1	18-03-2022	-	-	-	-	10	Split of Equity Shares from Rs. 10/- each to Re.1/- each	Demat	NA
		20	Equity Shares	1	29-02-2024	-	-	-	-	30	Bonus Issue (2:1)	Demat	NA



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REGISTER OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF DRC SYSTEMS INDIA LIMITED

[Pursuant to section 170 of the Companies Act, 2013 and rule 17 of the Companies (Appointment and Qualification of Directors) Rules, 2014]

Personal details

Name of the Director:	Sanket Khemuka	Any former name or surname in full	
Residential Address:	601 Bryony Gate 6 Nahar Amrit Shakti, Chandivali, Mumbai 400072 India	DIN No.	06910440
Nationality:	Indian	Occupation:	Business
Father's name:	Mr. P.D. Khemuka	Birth date	07-03-1974
Mother's Name	Mrs. Urmila Khemuka	PAN No.	ASSPK1117A
Spouse's Name	Mrs. Monica Khemuka	Date of the board resolution in which the appointment was made	05-12-2020
Date of cessation of office and reasons therefor	-	Date of appointment and reappointment in the company	05-12-2020
		Membership number of the Institute of Company Secretaries	N.A.

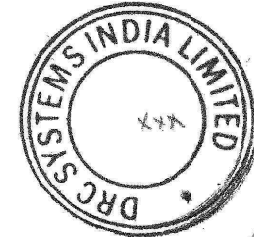
Office of director or key managerial personnel held or relinquished in any other body corporate

Appointment			Resignation		
Sr No.	Name of the Company	Date of Appointment	Sr No.	Name of the Company	Date of Resignation
1	Mugensys Software Private Limited	10-07-2014	1	Virtual Recruiters Private Limited	26-08-2016
2	Mugensys Infotech Private Limited	10-07-2014	2	Mugensys Infotech Private Limited	05-05-2020
3	Virtual Recruiters Private Limited	22-03-2016	3	Mugensys Software (India) Private Limited	Company Striked off
4	Mugensys Software (India) Private Limited	17-10-2017			
5	Playckc Interactive Private Limited	26-08-2020			
6	Mugensys Properties Private Limited	30-09-2023			

Details of securities held by Director/ KMP in the Company, its holding company, subsidiaries, subsidiaries of the company's holding company and associate companies

Sr No	Name of the Company	No of Shares	Description	Nominal Value	Date of acquisition	Consideration paid	Date of disposal	No Of Shares	Consideration received	Cumulative Balance	Mode of acquisition	Acquisition in Physical/ Demat	Pledge/ encumberance
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NIL



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REGISTER OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF DRC SYSTEMS INDIA LIMITED

[Pursuant to section 170 of the Companies Act, 2013 and rule 17 of the Companies (Appointment and Qualification of Directors) Rules, 2014]

Personal details

Name of the Director:	Hiten Barchha	Any former name or surname in full	
Residential Address:	10 Westridge, Shiv Ashish School Road, Opp. Shiv Ashish School, Sterling city, Bopal, Ahmedabad - 380058.	DIN No.	05251837
		Occupation:	Business
Nationality:	Indian	Birth date	03-12-1985
Father's name:	Ashwin Barchha	PAN No.	AMTPB7533Q
Mother's Name	Meena Barchha	Date of the board resolution in which the appointment was	08-06-2020
Spouse's Name	Avni Barchha	Date of appointment and reappointment in the company	08-06-2020 & 09-11-2023
Date of cessation of office and reasons therefor		Membership number of the Institute of Company	N.A.

Office of director or key managerial personnel held or relinquished in any other body corporate

Appointment

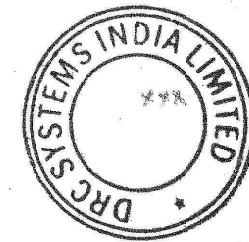
Resignation

Sr No.	Name of the Company	Date of Appointment	Sr No.	Name of the Company	Date of Resignation
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NIL

Details of securities held by Director/ RMP in the Company, its holding company, subsidiaries, subsidiaries of the company's holding company and associate companies

Sr No	Name of the Company	No of Shares	Description	Nominal Value	Date of acquisition	Consideration paid	Date of disposal	No Of Shares	Consideration received	Cumulative Balance	Mode of acquisition	Acquisition in Physical/ Demat	Pledge/ encumbrance
1	DRC Systems India Limited	90,000	Equity Shares	10	27-04-2012	9,00,000	01-07-2012	36,000	3,60,000	54,000	Purchase	Physical	Yes
		100	Equity Shares	10		-	05-08-2019	100	1,000	53,900		Demat	Yes
		35,933	Equity Shares	10	10-09-2019	-	-	-	-	89,833	Bonus Issue	Demat	Yes
		58	Equity Shares	10	15-12-2020	-	-	-	-	89,891	Allotment under Composite Scheme of Arrangement	Demat	No
		8,98,910	Equity Shares	1	18-03-2022	-	-	-	-	8,98,910	Split of Equity Shares from Rs. 10/- each to Re.1/- each	Demat	No
		17,97,820	Equity Shares	1	29-02-2024	-	-	-	-	26,96,730	Bonus Issue (2:1)	Demat	No



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REGISTER OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF DRC SYSTEMS INDIA LIMITED

[Pursuant to section 170 of the Companies Act, 2013 and rule 17 of the Companies (Appointment and Qualification of Directors) Rules, 2014]

Personal details

Name of the Director:	Keyur Shah	Any former name or surname in full	NA
Residential Address:	204, Shakuntal Apartment, Opp. C. N. Viyanataya, Ahmedabad, Gujarat -	DIN No.	03111182
Nationality:	Indian	Occupation:	Professional
Father's name:	Jagdishchandra Shah	Birth date	07-03-1979
Mother's Name	Renukaben Shah	PAN No.	AWRPS8342Q
Spouse's Name	Kinjal Shah	Date of the board resolution in which the appointment was made	05-12-2020
Date of cessation of office and reasons therefor	-	Date of appointment and reappointment in the company	05-12-2020
		Membership number of the Institute of Company Secretaries	F9559

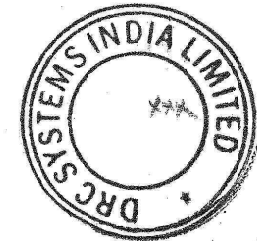
Office of director or key managerial personnel held or relinquished in any other body corporate

Appointment			Resignation		
Sr No.	Name of the Company	Date of Appointment	Sr No.	Name of the Company	Date of Resignation
1	Hrishee Strategic Advisors Private Limited	19-07-2010	1	Hrishee Strategic Advisors Private Limited	24-01-2017
2	Keyur J Shah Advisors Private Limited	09-09-2021			
3	Atharva Valuation (OPC) Private Limited	05-07-2022			
4	Infinium Pharmachem Limited	14-10-2022			

Details of securities held by Director/ KMP in the Company, its holding company, subsidiaries, subsidiaries of the company's holding company and associate companies

Sr No	Name of the Company	No of Shares	Description	Nominal Value	Date of acquisition	Consideration paid	Date of disposal	No Of Shares	Consideration received	Cumulative Balance	Mode of acquisition	Acquisition in Physical/ Demat	Pledge/ encumberance
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NIL



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REGISTER OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF DRC SYSTEMS INDIA LIMITED

[Pursuant to section 170 of the Companies Act, 2013 and rule 17 of the Companies (Appointment and Qualification of Directors) Rules, 2014]

Personal details

Name of the Director:	Janmaya Pandya	Any former name or surname in full	
Residential Address:	C-17, Ved Appts Near Akar Soc., Behind Star Bazaar, Satellite, Ahmedabad- 380015	DIN No.	09019756
		Occupation:	Service
Nationality:	Indian	Birth date	22-02-1990
Father's name:	Preyas Pandya	PAN No.	BYBPP9366E
Mother's Name	Bhargavi Pandya	Date of the board resolution in which the appointment was	06-01-2021
Spouse's Name	Kalgi Pandya	Date of appointment and reappointment in the company	06-01-2021 & 06-01-2024
Date of cessation of office and reasons therefor		Membership number of the Institute of Company Secretaries	N.A.

Office of director or key managerial personnel held or relinquished in any other body corporate

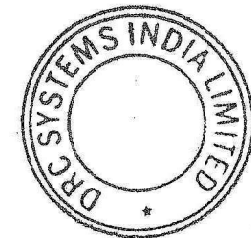
Appointment			Resignation		
Sr No.	Name of the Company	Date of Appointment	Sr No.	Name of the Company	Date of Resignation

NIL

Details of securities held by Director/ KMP in the Company, its holding company, subsidiaries, subsidiaries of the company's holding company and associate companies

Sr No	Name of the Company	No of Shares	Description	Nominal Value	Date of acquisition	Consideration paid	Date of disposal	No Of Shares	Consideration received	Cumulative Balance	Mode of acquisition	Acquisition in Physical/ Demat	Pledge/ encumbrance
1	DRC Systems India Limited	7	Equity Shares	10	15-12-2020	-	-	-	-	7	Allotment under Composite Scheme of Arrangement	Demat	No
		70	Equity Shares	1	18-03-2022	-	-	-	-	70	Split of Equity Shares from Rs. 10/- each to Re.1/- each	Demat	No
		12,500	Equity Shares	1	23-12-2022	-	-	-	-	12,570	ESOPs	Demat	No
			Equity Shares	1	-	-	16-11-2023	3500	1,63,358	9,070		Demat	No
		12,500	Equity Shares	1	01-12-2023	-	-	-	-	21,570	ESOPs	Demat	No
		43,140	Equity Shares	1	29-02-2024	-	-	-	-	64,170	Bonus Issue (2:1)	Demat	No

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REGISTER OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF DRC SYSTEMS INDIA LIMITED

[Pursuant to section 170 of the Companies Act, 2013 and rule 17 of the Companies (Appointment and Qualification of Directors) Rules, 2014]

Personal details

Name of the Director:	Janmaya Pandya	Any former name or surname in full	
Residential Address:	C-17, Ved Appts Near Akar Soc., Behind Star Bazaar, Satellite, Ahmedabad- 380015	DIN No.	09019756
		Occupation:	Service
Nationality:	Indian	Birth date	22-02-1990
Father's name:	Preyas Pandya	PAN No.	BYBPP9366E
Mother's Name	Bhargavi Pandya	Date of the board resolution in which the appointment was	06-01-2021
Spouse's Name	Kalgi Pandya	Date of appointment and reappointment in the company	06-01-2021 & 06-01-2024
Date of cessation of office and reasons therefor		Membership number of the Institute of Company Secretaries	N.A.

Office of director or key managerial personnel held or relinquished in any other body corporate

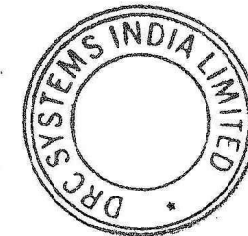
Appointment			Resignation		
Sr No.	Name of the Company	Date of Appointment	Sr No.	Name of the Company	Date of Resignation

NIL

Details of securities held by Director/ KMP in the Company, its holding company, subsidiaries, subsidiaries of the company's holding company and associate companies

Sr No	Name of the Company	No of Shares	Description	Nominal Value	Date of acquisition	Consideration paid	Date of disposal	No Of Shares	Consideration received	Cumulative Balance	Mode of acquisition	Acquisition in Physical/ Demat	Pledge/ encumbrance	
1	DRC Systems India Limited	7	Equity Shares	10	15-12-2020	-	-	-	-	7	Allotment under Composite Scheme of Arrangement	Demat	No	
		70	Equity Shares	1	18-03-2022	-	-	-	-	70	Split of Equity Shares from Rs. 10/ each to Re.1/- each	Demat	No	
		12,500	Equity Shares	1	23-12-2022	-	-	-	-	12,570	ESOPs	Demat	No	
			Equity Shares	1	-	-	16-11-2023	-	3500	1,63,358	9,070		Demat	No
		12,500	Equity Shares	1	01-12-2023	-	-	-	-	-	21,570	ESOPs	Demat	No
		43,140	Equity Shares	1	29-02-2024	-	-	-	-	-	64,170	Bonus Issue (2:1)	Demat	No

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REGISTER OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF DRC SYSTEMS INDIA LIMITED

[Pursuant to section 170 of the Companies Act, 2013 and rule 17 of the Companies (Appointment and Qualification of Directors) Rules, 2014]

Personal details

Name of the Director:	Jainam Shah	Any former name or surname in full	
Residential Address:	A/24, Satguru Appt., N.R. Patel Road, Navawadaj, Ahmedabad-380013	DIN No.	
Nationality:	Indian	Occupation:	Service
Father's name:	Ashvinbhai Shah	Birth date	29-05-1994
Mother's Name	Monaben Shah	PAN No.	EJOPS5195F
Spouse's Name	Foram Shah	Date of the board resolution in which the appointment was made	05-12-2020
Date of cessation of office and reasons therefor		Date of appointment and reappointment in the company	05-12-2020
		Membership number of the Institute of Company Secretaries of India in case of Company Secretary	A41631

Office of director or key managerial personnel held or relinquished in any other body corporate

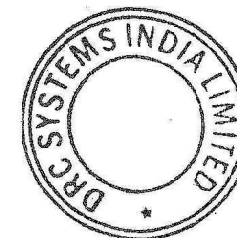
Appointment			Resignation		
Sr No.	Name of the Company	Date of Appointment	Sr No.	Name of the Company	Date of Resignation

NIL

Details of securities held by Director/ KMP in the Company, its holding company, subsidiaries, subsidiaries of the company's holding company and associate companies

Sr No	Name of the Company	No of Shares	Description	Nominal Value	Date of acquisition	Consideration paid	Date of disposal	No Of Shares	Consideration received	Cumulative Balance	Mode of acquisition	Acquisition in Physical/ Demat	Pledge/ encumbrance	
1	DRC Systems India Limited	9	Equity Shares	10	15-12-2020	-	-	-	-	9	Allotment under Composite Scheme of Arrangement	Demat	No	
		90	Equity Shares	1	18-03-2022	-	-	-	-	90	Split of Equity Shares from Rs. 10/- each to Re.1/- each	Demat	No	
		12,000	Equity Shares	1	23-12-2022	-	-	-	-	12,090	ESOPs	Demat	No	
			Equity Shares	1				16-11-2023	12,000	5,69,061.05	90		Demat	No
		12,000	Equity Shares	1		01-12-2023	-	-	-	-	12,090	ESOPs	Demat	No
		24,180	Equity Shares	1		29-02-2024	-	-	-	-	36,270	Bonus Issue (2:1)	Demat	No
			Equity Shares	1				27-03-2024	36,000	6,98,760	270		Demat	No

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Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2024

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of

The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members

DRC SYSTEMS INDIA LIMITED

CIN: L72900GJ2012PLC070106

Regd. Off: 24thFloor, GIFT Two Building,

Block No. 56, Road-5C, Zone-5, GIFT CITY,

Gandhinagar- 382355 (Gujarat)

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **DRC SYSTEMS INDIA LIMITED** (hereinafter called "the Company"). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives, during the conduct of secretarial audit, I hereby report that in my opinion, the Company has during the audit period covering the Financial Year ended on 31st March, 2024 has complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended on 31st March, 2024 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;



DRC SYSTEMS INDIA LIMITED

- (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- (h) The Securities and Exchange Board of India (Buyback of Securities Regulations, 2018);and
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

However, it has been found that there were no instances requiring compliance with the provisions of the laws indicated at point (e), (g) and (h) of para (v) mentioned hereinabove during the period under review.

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
 - (ii) The Listing Agreements entered into by the Company with the Stock Exchange(s) and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.
- (vi) I further report that having regard to the compliance management system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof made available to me, on test-check basis, the Company has compliance management system for the sector specific laws applicable specifically to the Company.

During the period under review, the Company has complied with the provisions of the Act, rules, regulations, guidelines, standards, mentioned hereinabove and there is adequate compliance management system for the purpose of other sector specific laws.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. During the year under review, Special Resolution was passed in Annual General Meeting of the Company held on 14th September, 2023 for Re-Appointment of Mr. Hiten Barchha (DIN: 05251837) as Managing Director of the Company for a further period of 3 (three) years with effect from 9th November, 2023 and Re-Appointment of Mr. Janmaya Pandya (DIN:09019756) as Executive Director of the Company for a period of three years with effect from 6th January, 2024.

Adequate notices were given to all the directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.



DRC SYSTEMS INDIA LIMITED

Majority decisions were carried through while the dissenting members' views were captured and recorded as part of the minutes, wherever required.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable sector specific laws, rules, regulations and guidelines.

I further report that during the audit period of the Company, there were following events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

- During the year under review, Company acquired 100% stake in DRC Systems USA LLC. Post-acquisition, DRC Systems USA LLC became a Wholly Owned Subsidiary of the Company;
- During the year under review, Company made Investment in Nighthack Technology Private Limited (45%);
- During the year under review, Nomination and Remuneration Committee of the Company in its meeting held on 01st December, 2023, had allotted 2,53,250 Equity Shares to the Employees under ESOP Scheme.
- During the year under review, Ordinary Resolution was passed in Extra Ordinary General Meeting of the Company held on 15th February, 2024 for Increase in the Authorized Share Capital of the Company from Rs. 6,00,00,000/- divided into 6,00,00,000 Equity Shares of Face Value of Re. 1/- each to Rs. 15,00,00,000/- divided into 15,00,00,000 Equity shares of Face Value of Re. 1/- each by addition of 9,00,00,000 Equity Shares of Face Value of Re. 1/- each;
- During the year under review, Ordinary Resolution was passed in Extra Ordinary General Meeting of the Company held on 15th February, 2024 for issue of Bonus Equity Shares of Face Value of Re. 1/- each, credited as fully paid up Equity Shares to eligible Members of the Company in the proportion of 2 (Two) new fully paid up Equity Shares of Face Value of Re. 1/- each for every 1 (One) existing fully paid-up Equity Share of Face Value of Re. 1/- each held by the Members of the Company;
- During the year under review, Securities Allotment Committee of the Company in its meeting held on 29th February, 2024, had allotted 8,83,10,620 Equity Shares by way of Bonus shares to the members whose name appear in the Register of Member as on 27th February, 2024 being record date.

Place: Ahmedabad
Date: 08th August, 2024



J. Leeya
Jitendra Pravinbhai Leeya
Practicing Company Secretary
ACS/FCS No.: A31232
C P No.: 14503
P R No.: 2089/2022
UDIN: A031232F000926148

Note: This report is to be read with my letter of even date which is annexed as Annexure A and forms an integral part of this report.

Annexure - A

To,
The Members
DRC SYSTEMS INDIA LIMITED
CIN: L72900GJ2012PLC070106
Regd. Off: 24th Floor, GIFT Two Building,
Block No. 56, Road-5C, Zone-5, GIFT CITY,
Gandhinagar – 382355 (Gujarat)

Sir/Ma'am,

Sub: Secretarial Audit Report for the Financial Year ended on 31st March, 2024

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report 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.

Place: Ahmedabad
Date: 08th August, 2024



JL
Jitendra Pravinbhai Leeya
Practicing Company Secretary
ACS/FCS No.: A31232
C P No.: 14503
P R No.: 2089/2022
UDIN: A031232F000926148