

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 - 201 307

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

KIND ATTN: MS. SMITA DAVE

REF: SECT/12/2016/06

DECEMBER 05, 2016

To,
The General Manager,
BSE Limited,
Department of Corporate Services,
Rotunda Building, 1st Floor,
Mumbai Samachar Marg, Mumbai - 400 001

Dear Sir/ Madam,

Dear Sir,

SUB: DISCLOSURE FOR INTIMATIONS RECEIVED FROM PROMOTER AND PROMOTER GROUP INCLUDING PERSONS ACTING IN CONCERT FOR SHARES SOLD IN BUY BACK OFFER BY R SYSTEMS INTERNATIONAL LIMITED (THE "COMPANY") AND SALE OF EQUITY SHARES OF R SYSTEMS INTERNATIONAL LIMITED IN OPEN MARKET THROUGH STOCK EXCHANGES

We have received intimations from the members of promoter and promoter group including person acting in concert pursuant to Regulation 7(2) read with Regulation 6(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended and Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, regarding Shares sold in buy back offer by the Company as per details provided herein below.

Name of the Promoter & Promoter Group entity and PAC's	Details of Equity Shares Sold	
	No. of Equity Shares	% to the Total Equity Share Capital of the Company*
Satinder & Harpreet Rekhi Family Trust	275,249	0.217
G M Solutions Pvt Ltd	216,274	0.170
U Infosoft Private Ltd	208,341	0.164
GMU Infosoft Private Limited	204,251	0.161
Rightmatch Holdings Ltd	195,782	0.154
Sartaj Singh Rekhi	126,684	0.100
Ramneet Singh Rekhi	107,147	0.084
Satinder Singh Rekhi	27,644	0.022
Mandeep Sodhi	14,806	0.012
Lt. Gen. Baldev Singh (Retd.)	2,917	0.002
Total	1,379,095	1.087

*Total share capital/ voting capital has been taken as per the latest filing done by the Company to the Stock Exchange under Regulation 31 of SEBI (LODR) Regulations, 2015 i.e. September 30, 2016.



Also, we have received intimations from the following PAC's for sale of shares of the Company as per trading plans submitted by them pursuant to Regulation 7(2) read with Regulation 6(2) of the SEBI (Prohibition of Insider Trading) Regulation, 2015 as amended and Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulation 2011:

Name of the Promoter & Promoter Group entity and PAC's	Details of Equity Shares Sold	
	No. of Equity Shares	% to the Total Equity Share Capital of the Company*
Lt. Gen. Baldev Singh (Retd.)	27,915	0.022
Mr. Mandeep Singh Sodhi	34,556	0.027
Total	62,471	0.049

**Total share capital/ voting capital has been taken as per the latest filing done by the Company to the Stock Exchange under Regulation 31 of SEBI (LODR) Regulations, 2015 i.e. September 30, 2016.*

After the said sale and acquisition of shares, total shareholding of the Promoters is 23,102,265 shares and Person Acting in Concert (including directors) is 40,739,530 shares aggregating to 63,841,795 shares comprising of 50.320% of the paid up share capital of the Company. However, after taking impact of buyback the percentage of shareholding of Promoter and Promoter Group including Person Acting in Concert is 51.539%.

In this regard we are submitting herewith the required information in **Form C** pursuant to Regulation 7(2) read with Regulation 6(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended along with disclosures received from promoter and promoter group including person acting in concert pursuant to Regulation 7(2) read with Regulation 6(2) of the SEBI (Prohibition of Insider Trading) Regulations 1992 and pursuant to Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulation, 2011.

This is for your information and records.

Thanking you.



For R Systems International Limited

Ashish Thakur

(Company Secretary and Compliance Officer)

Encl : a/a

DECEMBER 01, 2016

To,
The Company Secretary & Compliance Officer
R Systems International Limited,
B – 104A, Greater Kailash - I,
New Delhi - 110 048

Dear Sir,

SUB: DISCLOSURE UNDER REGULATION 7(2) READ WITH REGULATION 6(2) OF SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015 AS AMENDED AND REGULATION 29(2) OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

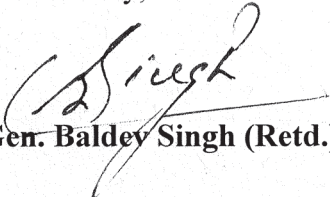
This is to inform you the sale of equity shares of R Systems International Limited by me between November 03, 2015 and December 01, 2016.

The requisite disclosure in terms of Regulation 7(2) read with Regulation 6(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended and Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation 2011 are enclosed.

This is for your information & records.

Thanking you.

Yours faithfully,


Lt. Gen. Baldev Singh (Retd.)

Annexure-B

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	R SYSTEMS INTERNATIONAL LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Lt. Gen. Baldev Singh (Retd.)		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	(1) National Stock Exchange of India Limited (NSE) (2) BSE Limited (BSE)		
Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC	Number	% w.r.t total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition/disposal under consideration, holding of:			
a) Shares carrying voting rights	142,330	0.112	0.112
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	142,330	0.112	0.112
Details of acquisition/sale			
f) Shares carrying voting rights acquired/sold ^g	26,594	0.021	0.021
g) Voting rights (VR) acquired/sold otherwise than by shares	-	-	-
h) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) acquired/sold	-	-	-
i) Shares encumbered / invoked/ released by the acquirer	-	-	-
j) Total (f+g+h+i)	26,594	0.021	0.021
After the acquisition/sale, holding of:			
k) Shares carrying voting rights	115,736	0.091	0.091
l) Shares encumbered with the acquirer	-	-	-
m) VRs otherwise than by shares	-	-	-
n) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) after acquisition	-	-	-
o) Shares encumbered / invoked/ released by the acquirer	-	-	-
p) Total (k+l+m+n+o)	115,736	0.091	0.091
Mode of acquisition / sale (e.g. open market / off market/ public issue / rights issue / preferential allotment / inter-se transfer etc).	Sale in Open Market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Sale between November 03, 2015 and December 01, 2016		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 126,870,425/- (Divided into 126,870,425 paid-up Equity shares of Re. 1/- each)		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 126,870,425/- (Divided into 126,870,425 paid-up Equity shares of Re. 1/- each)		
Total diluted share/voting capital of the TC after the said acquisition/sale.	Rs. 127,065,705/- (Divided into 127,065,705 Equity shares of Re. 1/- each)		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Company to the Stock Exchange under Regulations 31 of the SEBI (LODR) Regulations, 2015 i.e. September 30, 2016.

(**) Diluted share/Voting Capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(#) Out of total 26,594 equity shares, 2,917 equity shares were sold in the Buyback offer of R Systems International Limited.


Lt. Gen. Baldev Singh (Retd.)

Signature of the acquirer / seller / Authorised Signatory

Place: Noida (U.P.)

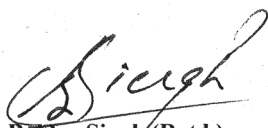
Date: December 01, 2016

ANNEXURE I

LIST OF PROMOTERS AND PERSONS ACTING IN CONCERT WITH THEM

S. No	Name of Shareholder	Category
1	Mr. Satinder Singh Rekhi	Foreign Promoter
2	Mrs. Harpreet Rekhi	Foreign Promoter
3	Satinder & Harpreet Rekhi Family Trust (Trustee: Satinder Singh Rekhi & Harpreet Rekhi)	Foreign Promoter
4	RightMatch Holdings Ltd	Foreign Promoter

S. No	Name of Shareholder	Category
1	GMU Infosoft Private Limited	Person Acting in Concert
2	GM Solutions Private Limited	Person Acting in Concert
3	U Infosoft Private Limited	Person Acting in Concert
4	Lt. Gen. Baldev Singh (Retd.)	Person Acting in Concert
5	Mr. Sartaj Singh Rekhi	Person Acting in Concert
6	Mr. Ramneet Singh Rekhi	Person Acting in Concert
7	Mrs Kuldeep Baldev Singh	Person Acting in Concert
8	Mrs Anita Behl	Person Acting in Concert
9	Mr. Mandeep Singh Sodhi	Person Acting in Concert



Lt. Gen. Baldev Singh (Retd.)

Place : Noida, U.P.

Date : December 01, 2016