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 - 201 307

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

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

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

REF: SECT/08/2017/01

AUGUST 03, 2017

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

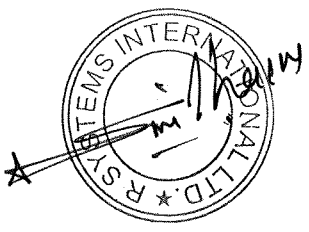
This is with reference to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") and Uniform Listing Agreement entered into by R Systems International Limited (the "Company"). We wish to inform you as required in terms of Regulation 30, 33 and other applicable provisions of the Listing Regulations that the Board of Directors of R Systems International Limited at its meeting held at C-40, Sector-59, Noida (U.P.) - 201307 on August 03, 2017 commenced at 08:35 P.M. and concluded at 10:20 P.M. has inter alia approved the following:

1. Audited standalone financial results of the Company for the quarter and half year ended June 30, 2017.

2. Unaudited consolidated financial results of the Company for the quarter and half year ended June 30, 2017.

3. Appointment of Mr. Avirag Jain, Chief Technology Officer & EVP, as an Additional Director of the Company w.e.f. August 03, 2017 who shall hold office upto the next Annual General Meeting.

4. Appointment of Mr. Avirag Jain, Chief Technology Officer & EVP, as Whole Time Director (Designated as Director & Chief Technology Officer) for a period of three years w.e.f. August 03, 2017, subject to approval of the Shareholders of the Company at the ensuing General Meeting.



Please find enclosed herewith the following:

1. Audited standalone financial results for the quarter and half year ended June 30, 2017 in the format prescribed under Regulations 33 of Listing Regulations along with the report of the auditors thereon.

2. Unaudited consolidated financial results for the quarter and half year ended June 30, 2017 in the format prescribed under Regulations 33 of Listing Regulations along with the Limited Review Report of the auditors thereon.

3. Copy of the press release to be issued for declaration of the financial results for the quarter and half year June 30, 2017.

4. Extract of the financial results which will be published in the newspapers as per the applicable provisions of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

5. Brief Profile of Mr. Avirag Jain.

This is for your information and record.

Thanking you.

Yours faithfully,

R SYSTEMS INTERNATIONAL LTD.

For R Systems International Limited

Ashish Thakur
(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 2587123

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

Statement of Standalone Audited Financial Results for the Quarter and Half Year Ended June 30, 2017

(Rs. in million , except per share data)

S.No.	Particulars	Three Months Ended			Half Year Ended		Year Ended
		30.06.2017	31.03.2017	30.06.2016	30.06.2017	30.06.2016	31.12.2016
	(Refer notes)	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)
1	**Revenue**						
(a)	Revenue from operations	657.00	649.94	650.05	1,306.94	1,288.77	2,631.77
(b)	Other income	29.46	44.69	22.89	74.15	50.83	123.67
	Total revenue	**686.46**	**694.63**	**672.94**	**1,381.09**	**1,339.60**	**2,755.44**
2	**Expenses**						
(a)	Employee benefits expense	471.09	460.96	400.25	932.05	786.56	1,663.18
(b)	Operational and other expenses	149.38	113.84	121.69	263.22	232.10	451.87
(c)	Depreciation and amortisation expense	18.44	17.47	16.47	35.91	33.90	69.30
(d)	Finance costs	1.16	3.00	0.68	4.16	1.37	3.68
	Total expenses	**640.07**	**595.27**	**539.09**	**1,235.34**	**1,053.93**	**2,188.03**
3	**Profit before tax and exceptional items**	**46.39**	**99.36**	**133.85**	**145.75**	**285.67**	**567.41**
4	Exceptional items (refer note 3)	-	-	-	-	-	46.35
5	**Profit before tax**	**46.39**	**99.36**	**133.85**	**145.75**	**285.67**	**613.76**
6	**Tax expense**						
(a)	Current tax [refer note 3(c) and 4]	32.60	37.79	53.50	70.39	109.23	224.95
(b)	MAT credit (related to earlier years)	-	-	-	-	-	(15.13)
(c)	Deferred tax charge / (credit)	(15.14)	1.74	(6.56)	(13.40)	(7.65)	(8.20)
	Total tax expense	**17.46**	**39.53**	**46.94**	**56.99**	**101.58**	**201.62**
7	**Net profit for the period / year**	**28.93**	**59.83**	**86.91**	**88.76**	**184.09**	**412.14**
8	**Earnings per share (Face value of Re. 1/- each) (not annualised)**						
(a)	Basic	0.23	0.48	0.69	0.72	1.45	3.26
(b)	Diluted	0.23	0.48	0.68	0.72	1.45	3.25

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

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For R Systems International Ltd.

Company Secretary

Notes:

1 The results for the quarter and half year ended June 30, 2017 were reviewed by the Audit Committee and have been approved by the Board of Directors at its meeting held on August 03, 2017.

2 An audit has been completed by the Statutory Auditors for the quarter and half year ended June 30, 2017. There is no modification in the Auditors' Report on these financial results.
The figures for the quarter and half year ended June 30, 2016 , quarter ended March 31, 2017 and year ended December 31, 2016 was audited by erstwhile statutory auditor, M/s S.R.Batliboi & Associates LLP, Chartered Accountants.

3 'Exceptional items':

(a) On July 11, 2014, the Company had incorporated a wholly owned subsidiary in India, namely, R Systems Products & Technologies Limited (which was later converted into R Systems Products & Technologies Private Limited ("RSPTPL") on May 28, 2015). The shareholders of the Company by passing special resolution through postal ballot on September 23, 2014 had accorded necessary approval for transfer of the Company's Indus Business Unit operated out of Pune and Chennai to RSPTPL.

The Company had entered into 'Business Transfer Agreement' (BTA) with RSPTPL on June 27, 2015 for the aforesaid transfer on a going concern basis by way of slump sale, for consideration of Rs. 783.90 million to be discharged by RSPTPL through issuance of 60,000,003 equity shares of Re. 1/- each at a premium of Rs. 6.227333 per share and 35,026 compulsorily redeemable debentures of Rs. 10,000 each to be redeemed over a period of 4 years, on the terms and conditions agreed in BTA and Debenture Subscription Agreement.

The Company had also entered into 'Share Purchase Agreement' (SPA) with BD Capital Partners Ltd. ("BDC"), a Mauritius based company on June 27, 2015 to sell 93% of its equity share in RSPTPL to BDC for a consideration of Rs. 443.17 million (USD 7 million). The closing (as defined in the agreements) under the BTA and SPA occurred on July 07, 2015. The name of RSPTPL was changed to Indus Software Technologies Private Limited (ISPTPL) w.e.f August 19, 2015.

Subject to the satisfaction of certain conditions, BDC had also agreed to purchase the balance 7% equity shares for a consideration up to USD 1 million. During the year ended December 31, 2016, the Company had received the consideration for the sale of balance 7% share in ISPTPL. The gain on sale of aforesaid equity share amounting to Rs. 37.18 million is disclosed as 'Exceptional items' in the financial results for the year ended December 31, 2016.

(b) The Company, during the year ended December 31, 2016, had realised additional amount of Rs. 9.17 million towards the sale of Indus Business unit and disclosed as 'Exceptional items' in the financial results for the year ended December 31, 2016.

(c) The consequent tax expense of above 'Exceptional items' amounting to Rs. 14.80 million for the year ended December 31, 2016, is included in the 'Current tax' in the financial results for the relevant period.

4 During the quarter ended March 31, 2017 and half year ended June 30, 2017, the current tax includes Rs. 3.69 million pertaining to earlier period.

5 The Company had issued Public Announcement dated September 15, 2016, for buy-back of equity shares of face value of Re. 1/- each from its existing shareholders as on the record date September 30, 2016 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, 1998 and the Companies Act, 2013 at a price of Rs. 65/- per equity share, payable in cash for a total consideration not exceeding Rs. 195 million. Under the Buy-back offer, the Company had bought back 3 million equity shares for an aggregate amount of Rs. 195 million by utilising the Securities Premium Account to the extent of Rs. 192 million and General Reserve to the extent of Rs. 3 million. The Capital Redemption Reserve was created out of General Reserve for Rs. 3 million being the nominal value of equity shares bought back in terms of Section 68 of the Companies Act, 2013. The aforesaid buy-back was completed on November 29, 2016.

6 During the current quarter, the Company has issued 82,500 equity shares of Re. 1/- each pursuant to exercise of employee stock options under the R Systems International Limited Employee Stock Option Scheme 2007.

7 Refer Annexure A for the standalone Balance Sheet.

8 Refer Annexure B for segment wise standalone revenue, results, assets and liabilities.

9 Previous period's / year's figures have been regrouped / reclassified wherever applicable, to the extent possible, to conform to the current period / year presentation.

For and on behalf of the Board

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

Place : NOIDA
Date : August 03, 2017

For IDENTIFICATION ONLY

DELOITTE HASKINS & SELLS LLP

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For R Systems International Ltd.

Company Secretary

Annexure A

R SYSTEMS INTERNATIONAL LIMITED

Standalone Balance Sheet as at 30th June 2017

(Rs. in million)

	Particulars	As at 30.06.2017 (Audited)	As at 31.12.2016 (Audited)
A	EQUITY AND LIABILITIES		
1	**Shareholders' funds**		
	(a) Share capital	123.21	123.13
	(b) Reserves and surplus	2,171.60	2,080.32
		2,294.81	**2,203.45**
2	**Non-current liabilities**		
	(a) Long-term borrowings	17.27	19.15
	(b) Other long-term liabilities	12.00	12.63
	(c) Long-term provisions	95.27	89.42
		124.54	**121.20**
3	**Current liabilities**		
	(a) Trade payables		
	- Total outstanding dues of micro enterprises and small enterprises	-	-
	- Total outstanding dues of creditors other than micro enterprises and small enterprises	121.75	157.73
	(b) Other current liabilities	187.60	117.67
	(c) Short-term provisions	129.70	120.48
		439.05	**395.88**
	TOTAL	**2,858.40**	**2,720.53**
B	ASSETS		
1	**Non-current assets**		
	(a) Fixed assets		
	Tangible assets	268.18	246.39
	Intangible assets	7.34	5.42
	Capital work in progress	-	26.29
	(b) Non-current investments	1,126.16	1,126.89
	(c) Deferred tax assets (net)	57.05	43.66
	(d) Long-term loans and advances	64.87	71.61
	(e) Other non-current assets	49.96	53.29
		1,573.56	**1,573.55**
2	**Current assets**		
	(a) Current investments	87.57	87.57
	(b) Trade receivables	497.92	500.84
	(c) Cash and cash equivalents	559.68	402.08
	(d) Short-term loans and advances	119.94	90.18
	(e) Other current assets	19.73	66.31
		1,284.84	**1,146.98**
	TOTAL	**2,858.40**	**2,720.53**

For IDENTIFICATION ONLY

DELOITTE HASKINS & SELLS LLP

For R Systems International Limited

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

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For R Systems International Ltd.

Company Secretary

Annexure B

R SYSTEMS INTERNATIONAL LIMITED

Segment Wise Standalone Revenue, Results , Assets and Liabilities

(Rs. in million)

S.No.	Particulars	Three Months Ended			Half Year Ended		Year Ended
		30.06.2017 (Audited)	31.03.2017 (Audited)	30.06.2016 (Audited)	30.06.2017 (Audited)	30.06.2016 (Audited)	31.12.2016 (Audited)
1	**Segment revenue**						
	- Information technology services	543.64	538.21	540.35	1,081.85	1,075.24	2,179.52
	- Business process outsourcing services	113.36	111.73	109.70	225.09	213.53	452.25
	Revenue from operations	**657.00**	**649.94**	**650.05**	**1,306.94**	**1,288.77**	**2,631.77**
2	**Segment results before tax, interest and exceptional items**						
	- Information technology services	34.93	103.04	117.22	137.97	259.43	516.36
	- Business process outsourcing services	12.38	(0.29)	17.59	12.09	29.08	48.84
	Total	47.31	102.75	134.81	150.06	288.51	565.20
	(i) Interest expense	(0.62)	(2.27)	(0.31)	(2.89)	(0.60)	(1.34)
	(ii) Interest income	12.77	12.45	12.61	25.22	24.57	56.57
	(iii) Other unallocable income	1.60	1.60	1.60	3.20	3.20	6.40
	(iv) Exceptional Items (refer note 3)	-	-	-	-	-	46.35
	(v) Other unallocable expenses	(14.67)	(15.17)	(14.86)	(29.84)	(30.01)	(59.42)
	Profit before tax	**46.39**	**99.36**	**133.85**	**145.75**	**285.67**	**613.76**
3	**Capital employed**						
a	**Segment assets**						
	- Information technology services	808.70	825.61	827.14	808.70	827.14	808.21
	- Business process outsourcing services	196.88	187.68	118.30	196.88	118.30	187.69
	- Inter segment assets elimination	(88.30)	(23.95)	(52.21)	(88.30)	(52.21)	(31.68)
	- Unallocated corporate assets	1,941.12	1,842.03	1,777.40	1,941.12	1,777.40	1,756.31
	Total segment assets (A)	**2,858.40**	**2,831.37**	**2,670.63**	**2,858.40**	**2,670.63**	**2,720.53**
b	**Segment liabilities**						
	- Information technology services	547.16	496.38	381.98	547.16	381.98	444.21
	- Business process outsourcing services	48.75	51.12	91.63	48.75	91.63	49.87
	- Inter segment liabilities elimination	(88.30)	(23.95)	(52.21)	(88.30)	(52.21)	(31.68)
	- Unallocated corporate liabilities	55.98	43.58	80.77	55.98	80.77	54.68
	Total segment liabilities (B)	**563.59**	**567.13**	**502.17**	**563.59**	**502.17**	**517.08**
	Capital employed (A- B)	**2,294.81**	**2,264.24**	**2,168.46**	**2,294.81**	**2,168.46**	**2,203.45**

For IDENTIFICATION ONLY

DELOITTE HASKINS & SELLS LLP

For R Systems International Limited

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

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For R Systems International Ltd.

Company Secretary

Deloitte
Haskins & Sells LLP

Chartered Accountants
7th Floor, Building 10, Tower B,
DLF Cyber City Complex,
DLF City Phase - II,
Gurugram - 122 002,
Haryana, India

Tel: +91 124 679 2000
Fax: +91 124 679 2012

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF INTERIM 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 half year ended June 30, 2017 ("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 interim condensed standalone financial statement which has been prepared in accordance with the recognition and measurement principles laid down in Accounting standard 25 for "Interim Financial Reporting" ("AS 25"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such interim condensed standalone financial statement.

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.

CERTIFIED TRUE COPY
For R Systems International Ltd.

Company Secretary

DELOITTE HASKINS & SELLS LLP CHARTERED ACCOUNTANTS

Deloitte
Haskins & Sells LLP

3. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
   a. 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

   b. gives a true and fair view in conformity with the accounting principles generally accepted in India of the net profit and other financial information of the Company for the quarter and half year ended June 30, 2017.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

DELOITTE HASKINS & SELLS LLP CHARTERED ACCOUNTANTS

RASHIM TANDON
Partner
(Membership No. 095540)

Place : NOIDA
Date : August 03, 2017

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 2587123

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

Statement of Consolidated Unaudited Financial Results for the Quarter and Half Year Ended June 30, 2017

(Rs. in million, except per share data)

S.No.	Particulars	Three Months Ended			Half Year Ended		Year Ended
		30.06.2017	31.03.2017	30.06.2016	30.06.2017	30.06.2016	31.12.2016
	(Refer notes)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	**Revenue**						
(a)	Revenue from operations	1,479.24	1,442.98	1,488.53	2,922.22	2,907.22	5,882.37
(b)	Other income	32.84	54.09	20.92	86.93	33.85	127.07
	Total revenue	**1,512.08**	**1,497.07**	**1,509.45**	**3,009.15**	**2,941.07**	**6,009.44**
2	**Expenses**						
(a)	Employee benefits expense	1,034.08	1,007.18	939.61	2,041.26	1,853.23	3,797.89
(b)	Operational and other expenses	387.72	358.57	318.97	746.29	680.71	1,377.99
(c)	Depreciation and amortisation expense	30.39	28.43	28.03	58.82	56.34	115.12
(d)	Finance costs	2.24	4.00	1.89	6.24	3.65	7.92
	Total expenses	**1,454.43**	**1,398.18**	**1,288.50**	**2,852.61**	**2,593.93**	**5,298.92**
3	**Profit before tax and exceptional items**	**57.65**	**98.89**	**220.95**	**156.54**	**347.14**	**710.52**
4	Exceptional items (refer note 3)	-	-	-	-	-	46.35
5	**Profit before tax**	**57.65**	**98.89**	**220.95**	**156.54**	**347.14**	**756.87**
6	**Tax expense**						
(a)	Current tax [refer note 3(c) and 4]	28.79	45.96	61.56	74.75	115.20	244.03
(b)	MAT credit (related to earlier years)	-	-	-	-	-	(15.13)
(c)	Deferred tax charge / (credit)	(17.77)	0.30	(7.47)	(17.47)	(11.29)	(8.91)
	Total tax expense	**11.02**	**46.26**	**54.09**	**57.28**	**103.91**	**219.99**
7	**Net profit for the period / year**	**46.63**	**52.63**	**166.86**	**99.26**	**243.23**	**536.88**
8	**Earnings per share (Face value of Re. 1/- each) (not annualised)**						
(a)	Basic	0.38	0.42	1.32	0.80	1.92	4.24
(b)	Diluted	0.38	0.42	1.31	0.80	1.92	4.24

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

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary

Notes:

1 The results for the quarter and half year ended June 30, 2017 were reviewed by the Audit Committee and have been approved by the Board of Directors at its meeting held on August 03, 2017.

2 The Limited Review as required under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been completed by the Statutory Auditor for the quarter and half year ended June 30, 2017. There is no modification in the Auditors' Report on these financial results.
The figures for the quarter and half year ended June 30, 2016, quarter ended March 31, 2017 was reviewed, and figures for the year ended December 31, 2016 was audited by erstwhile statutory auditor M/s S.R. Batliboi & Associates LLP, Chartered Accountants.

3 'Exceptional items':
(a) On July 11, 2014, the Company had incorporated a wholly owned subsidiary in India, namely, R Systems Products & Technologies Limited (which was later converted into R Systems Products & Technologies Private Limited ("RSPTPL") on May 28, 2015). The shareholders of the Company by passing special resolution through postal ballot on September 23, 2014 had accorded necessary approval for transfer of the Company's Indus Business Unit operated out of Pune and Chennai to RSPTPL.
The Company had entered into 'Business Transfer Agreement' (BTA) with RSPTPL on June 27, 2015 for the aforesaid transfer on a going concern basis by way of slump sale, for consideration of Rs. 783.90 million to be discharged by RSPTPL through issuance of 60,000,003 equity shares of Re. 1/- each at a premium of Rs. 6.227333 per share and 35,026 compulsorily redeemable debentures of Rs. 10,000 each to be redeemed over a period of 4 years, on the terms and conditions agreed in BTA and Debenture Subscription Agreement.
The Company had also entered into 'Share Purchase Agreement' (SPA) with BD Capital Partners Ltd. ("BDC"), a Mauritius based company on June 27, 2015 to sell 93% of its equity share in RSPTPL to BDC for a consideration of Rs. 443.17 million (USD 7 million). The closing (as defined in the agreements) under the BTA and SPA occurred on July 07, 2015. The name of RSPTPL was changed to Indus Software Technologies Private Limited (ISPTPL) w.e.f August 19, 2015.
Subject to the satisfaction of certain conditions, BDC had also agreed to purchase the balance 7% equity shares for a consideration up to USD 1 million. During the year ended December 31, 2016, the Company had received the consideration for the sale of balance 7% share in ISPTPL. The gain on sale of aforesaid equity share amounting to Rs. 37.18 million is disclosed as 'Exceptional items' in the financial results for the year ended December 31, 2016.

(b) The Company, during the year ended December 31, 2016, had realised additional amount of Rs. 9.17 million towards the sale of Indus Business unit and disclosed as 'Exceptional items' in the financial results for the year ended December 31, 2016.

(c) The consequent tax expense of above 'Exceptional items' amounting to Rs. 14.80 million for the year ended December 31, 2016, is included in the 'Current tax' in the financial results for the relevant period.

4 During the quarter ended March 31, 2017 and half year ended June 30, 2017, the current tax includes Rs. 3.69 million pertaining to earlier period.

5 On April 30, 2015, R Systems (Singapore) Pte. Limited, a wholly owned subsidiary of the Company, has acquired 100% share of IBIZ Consulting Pte. Ltd (Formerly known as IBIZCS Group Pte. Ltd), Singapore (IBIZ) for maximum consideration of SGD 7.50 million including the earn-outs over the next three years on fulfilment of certain conditions by the erstwhile shareholder of IBIZ. As at December 31, 2016, the management estimated the investment value at SGD 3.01 million and the goodwill arising on acquisition was SGD 3.71 million.
As at June 30, 2017, the management, basis the conditions specified in the Share Purchase Agreement and subsequent amendment thereof has re-assessed the aforesaid investment value at SGD 2.87 million (Rs. 134.54 million) which represents the consideration assessed as probable to be paid over the period and the goodwill arising on acquisition is SGD 3.58 million (Rs 167.78 million).

6 The Company had issued Public Announcement dated September 15, 2016, for buy-back of equity shares of face value of Re. 1/- each from its existing shareholders as on the record date September 30, 2016 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, 1998 and the Companies Act, 2013 at a price of Rs. 65/- per equity share, payable in cash for a total consideration not exceeding Rs. 195 million. Under the Buy-back offer, the Company had bought back 3 million equity shares for an aggregate amount of Rs. 195 million by utilising the Securities Premium Account to the extent of Rs. 192 million and General Reserve to the extent of Rs. 3 million. The Capital Redemption Reserve was created out of General Reserve for Rs. 3 million being the nominal value of equity shares bought back in terms of Section 68 of the Companies Act, 2013. The aforesaid buy-back was completed on November 29, 2016.

7 During the current quarter, the Company has issued 82,500 equity shares of Re. 1/- each pursuant to exercise of employee stock options under the R Systems International Limited Employee Stock Option Scheme 2007.

8 Refer Annexure A for the consolidated balance sheet.

9 Refer Annexure B for segment wise consolidated revenue, results, assets and liabilities.

10 Previous period's / year's figures have been regrouped / reclassified wherever applicable, to the extent possible, to conform to the current period / year presentation.

For and on behalf of the Board

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

Place : NOIDA
Date : August 03, 2017

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For R Systems International Ltd.

Company Secretary

For IDENTIFICATION ONLY
DELOITTE HASKINS & SELLS LLP

Annexure A

R SYSTEMS INTERNATIONAL LIMITED

Consolidated Balance sheet as at June 30, 2017

(Rs. in million)

	Particulars	As at 30.06.2017 (Unaudited)	As at 31.12.2016 (Audited)
A	**EQUITY AND LIABILITIES**		
1	**Shareholders' funds**		
	(a) Share capital	123.21	123.13
	(b) Reserves and surplus	2,745.21	2,656.60
		2,868.42	**2,779.73**
2	**Minority interest**	-	-
3	**Non-current liabilities**		
	(a) Long-term borrowings	17.27	19.15
	(b) Deferred tax liabilities (net)	0.35	-
	(c) Other long-term liabilities	12.22	57.20
	(d) Long-term provisions	95.27	89.42
		125.11	**165.77**
4	**Current liabilities**		
	(a) Trade payables		
	- Total outstanding dues of micro enterprises and small enterprises		
	- Total outstanding dues of creditors other than micro enterprises and small enterprises	379.73	438.94
	(b) Other current liabilities	397.35	270.26
	(c) Short-term provisions	187.28	174.91
		964.36	**884.11**
	TOTAL	**3,957.89**	**3,829.61**
B	**ASSETS**		
1	**Non-current assets**		
	(a) Fixed assets		
	Tangible assets	309.38	289.52
	Intangible assets	28.12	32.13
	Capital work in progress	0.70	26.29
	(b) Goodwill on consolidation	453.37	452.21
	(c) Non-current investments	200.67	201.40
	(d) Deferred tax assets (net)	64.18	46.14
	(e) Long-term loans and advances	84.46	89.11
	(f) Other non-current assets	63.44	61.58
		1,204.32	**1,198.38**
2	**Current assets**		
	(a) Current investments	87.57	87.57
	(b) Trade receivables	1,036.27	1,082.22
	(c) Cash and cash equivalents	1,294.35	1,143.24
	(d) Short-term loans and advances	171.60	151.58
	(e) Other current assets	163.78	166.62
		2,753.57	**2,631.23**
	TOTAL	**3,957.89**	**3,829.61**

For IDENTIFICATION ONLY

DELOITTE HASKINS & SELLS LLP

For R Systems International Limited

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

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For R Systems International Ltd.

Company Secretary

Annexure B

R SYSTEMS INTERNATIONAL LIMITED

Segment Wise Consolidated Revenue, Results, Assets and Liabilities

(Rs. In million)

S.No.	Particulars	Three Months Ended			Half Year Ended		Year Ended
		30.06.2017	31.03.2017	30.06.2016	30.06.2017	30.06.2016	31.12.2016
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	**Segment revenue**						
	- Information technology services	1,370.43	1,335.94	1,383.56	2,706.37	2,703.19	5,449.12
	- Business process outsourcing services	113.36	111.73	109.70	225.09	213.53	452.25
	Total	1,483.79	1,447.67	1,493.26	2,931.46	2,916.72	5,901.37
	Less: Elimination of intersegment sales	4.55	4.69	4.73	9.24	9.50	19.00
	Revenue from operations	1,479.24	1,442.98	1,488.53	2,922.22	2,907.22	5,882.37
2	**Segment results before tax, Interest and exceptional items**						
	- Information technology services	48.51	104.94	206.79	153.45	326.20	677.48
	- Business process outsourcing services	12.38	(0.29)	17.60	12.09	29.08	48.84
	Total	60.89	104.65	224.39	165.54	355.28	726.32
	(i) Interest expense	(0.65)	(2.30)	(0.32)	(2.95)	(0.62)	(1.36)
	(ii) Interest income	12.84	12.50	12.67	25.34	24.68	56.81
	(iii) Other unallocable income	1.60	1.60	1.60	3.20	3.20	6.40
	(iv) Exceptional items (refer note 3)	-	-	-	-	-	46.35
	(v) Other unallocable expenses	(17.03)	(17.56)	(17.39)	(34.59)	(35.40)	(77.65)
	Profit before tax	57.65	98.89	220.95	156.54	347.14	756.87
3	**Capital employed**						
a	**Segment assets**						
	- Information technology services	2,185.68	2,174.48	2,122.39	2,185.68	2,122.39	2,202.72
	- Business process outsourcing services	343.67	334.47	265.09	343.67	265.09	334.48
	- Inter segment assets elimination	(91.34)	(27.00)	(55.39)	(91.34)	(55.39)	(34.87)
	- Unallocated corporate assets	1,519.88	1,400.42	1,465.59	1,519.88	1,465.59	1,327.28
	Total segment assets (A)	3,957.89	3,882.37	3,797.68	3,957.89	3,797.68	3,829.61
b	**Segment liabilities**						
	- Information technology services	1,004.37	940.74	805.13	1,004.37	805.13	900.84
	- Business process outsourcing services	48.75	51.12	91.62	48.75	91.62	49.87
	- Inter segment liabilities elimination	(91.34)	(27.00)	(55.39)	(91.34)	(55.39)	(34.87)
	- Unallocated corporate liabilities	127.69	134.68	229.78	127.69	229.78	134.04
	Total segment liabilities (B)	1,089.47	1,099.54	1,071.14	1,089.47	1,071.14	1,049.88
	Capital employed (A- B)	2,868.42	2,782.83	2,726.54	2,868.42	2,726.54	2,779.73

For IDENTIFICATION ONLY

DELOITTE HASKINS & SELLS LLP

For R Systems International Limited

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

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For R Systems International Ltd.

Company Secretary

Deloitte Haskins & Sells LLP

Chartered Accountants
7th Floor, Building 10, Tower B,
DLF Cyber City Complex,
DLF City Phase - II,
Gurugram - 122 002,
Haryana, India

Tel: +91 124 679 2000
Fax: +91 124 679 2012

INDEPENDENT AUDITOR'S REVIEW REPORT TO THE BOARD OF DIRECTORS OF R SYSTEMS INTERNATIONAL LIMITED

1. We have reviewed the accompanying Statement of Consolidated Unaudited 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 Quarter and Half year ended June 30, 2017 ("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.

   This Statement which is the responsibility of the Holding Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard 25 for "Interim Financial Reporting" ("AS 25"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Holding Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.

3. The Statement includes the results of the following entities:

   a. R Systems International Limited (the Holding Company)

   b. R Systems, Inc. (wholly owned subsidiary of the Holding Company)

   c. R Systems Technologies Limited (wholly owned subsidiary of the Holding Company)

   d. RSYS Technologies Ltd. (wholly owned subsidiary of the Holding Company)

   e. 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. Computatis Romania SRL (wholly owned subsidiary of CIL)
      v. Computaris USA, Inc. (wholly owned subsidiary of CIL)
      vi. Computaris Philippines Pte. Ltd. Inc. (wholly owned subsidiary of CIL)

DELOITTE HASKINS & SELLS LLP CHARTERED ACCOUNTANTS

For R Systems International Ltd.

CERTIFIED TRUE COPY

Company Secretary

f. 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 :
      - IBIZ Consulting Services Pte Ltd (wholly owned subsidiary of IBIZCS)
      - IBIZ Consulting Services Sdn. Bhd. (wholly owned subsidiary of IBIZCS)
      - PT. IBIZCS Indonesia (wholly owned subsidiary of IBIZCS)
      - IBIZ Consulting Services India Private Limited (wholly owned subsidiary of IBIZCS)
      - IBIZ Consulting Services Limited ("IBIZ HK") (wholly owned subsidiary of IBIZCS) and results of its subsidiary :
        - IBIZ Consulting Services Shanghai Co., Ltd (wholly owned subsidiary of IBIZ HK)

g. 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)

4. Based on our review conducted as stated above and based on the consideration of the review reports of the other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

5. We did not review the interim financial information of 18 out of 25 subsidiaries included in the consolidated unaudited financial results, whose interim financial information reflect total revenues of Rs. 532.11 Million and Rs. 989.39 Million for the Quarter and Half year ended June 30, 2017, respectively and total profit after tax of Rs. 41.13 Million and Rs. 32.11 Million for the Quarter and Half year ended June 30, 2017, respectively as considered in the consolidated unaudited financial results. These interim financial information have been reviewed by other auditors whose reports have been furnished to us by the Holding Company's Management and our report on the Statement, 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 report 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.

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For R Systems International Ltd.

Company Secretary

DELOITTE HASKINS & SELLS LLP CHARTERED ACCOUNTANTS

Deloitte
Haskins & Sells LLP

6. The interim financial results of 24 subsidiaries have been prepared under generally accepted auditing standards applicable in their respective countries. The Holding Company's Management has converted the financials information of these subsidiaries, from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We reviewed the adjustments that were applied to prepare the unaudited consolidated financial results for the quarter and half year ended June 30, 2017 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 matters.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)



RASHIM TANDON
Partner
(Membership No. 095540)

Place : NOIDA
Date : August 03, 2017

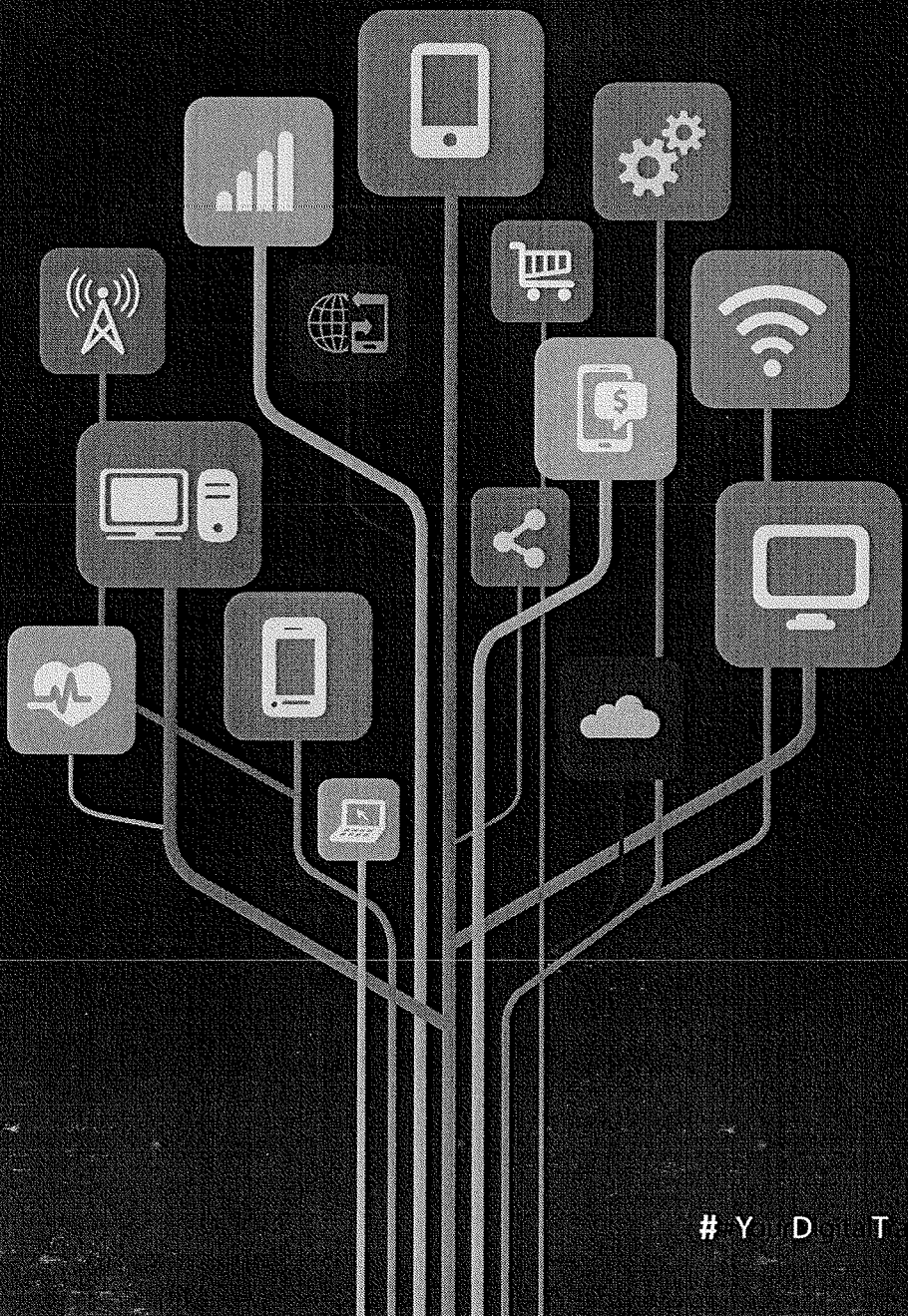
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For R Systems International Ltd.

Company Secretary

R SYSTEMS
Caring - Innovating - Transforming

Press Release Q2-2017

YOUR **DIGITAL TRANSFORMATION** PARTNER



#YourDigitalTransformationPartner

For R Systems International Ltd.

Company Secretary

R Systems Announces Results for Q2 2017

Q2 2017: Revenue: Rs. 147.9 Crores, EBITDA: Rs. 5.7 Crores and Net Profit Rs. 4.7 Crores
Margins Impacted by Conservative AR Provisions

Noida, India – August 03, 2017

Highlights

Consolidated results for the quarter ended June 30, 2017

- Consolidated revenue from operations for Q2 2017 was Rs. 147.92 crores (US$ 22.91 mn) compared to Rs. 148.85 crores (US$ 22.25 mn) in Q2 2016 and Rs. 144.30 crores (US$ 21.56 mn) in Q1 2017. QoQ increase 2.51% (6.28 % in US$).

- EBITDA for Q2 2017 was Rs. 5.74 crores (US$ 0.89 mn) compared to Rs. 22.19 crores (US$ 3.31 mn) in Q2 2016 and Rs. 7.57 crores (US$ 1.13 mn) in Q1 2017.

- Net profit after taxes for Q2 2017 was Rs. 4.66 crores (US$ 0.72 mn) compared to Rs. 16.69 crores (US$ 2.49 mn) in Q2 2016 and Rs. 5.26 crores (US$ 0.79 mn) in Q1, 2017.

Others

- 5 key wins during the quarter.

- Total associates as on June 30, 2017 were 2,372 compared to 2,356 at the end of March 31, 2017.

Rekhi Singh, Managing Director stated "We concluded the quarter with revenue of Rs. 148 crores and net profit of Rs. 4.7 crores. Quarterly revenue grew by 6% in USD terms primarily due to growth from new and existing customers. However, the margins were impacted by the strengthening of the INR, conservative AR provisions and investment in sales and marketing."

He added, "Our continuing investment in building capabilities in digital businesses around the chosen industry verticals has started yielding results in terms of adding marquee customers but it will take one or two more quarters to realize its full potential." He further added, "Our balance sheet continues to be very strong with cash and bank balance of Rs. 135 crores and net worth of Rs. 287 crores."

Avirag Jain, CTO said "We are continuing to help our customers to build software products using digital technologies like cloud, analytics, mobility, IoT etc. to simplify their processes and offer enhanced value propositions." He added, "The current quarter margins were impacted by AR provisioning primarily related to two of our customers which should get stabilized in a quarter or so."

For R Systems International Ltd.

Company Secretary

Key Operational Highlights

Established in 1993, R Systems is a leading global provider of IT and ITeS services and solutions.

Product engineering continues to be an integral part of R Systems DNA. R Systems continuously endeavours 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 to a wide spectrum of clients for improving their organizational efficiencies. The key ITeS services include customer care, technical support, analytics services, and revenue and claims management. These 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 global 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 five major verticals including Telecom & Digital Media, Banking & Finance, Healthcare, Manufacturing & Logistics, and Retail & E-commerce.

As a trusted digital transformation partner, we help organizations to embrace digitalization towards greater efficiency and streamlined operations. We have also expanded our capabilities horizontally with Analytics, Mobility, IoT and Cloud across the key verticals.

The quarter concluded with 5 key wins. The brief of these wins is listed below:

A leading European e-commerce solution provider has collaborated with R Systems for development of its commerce management suite as part of their strategic initiative.

A USA based company offering cloud based solution to its consumers to interact with the right healthcare service provider has mandated R Systems to build the online appointment scheduling and referral management system.

One of the leaders in providing health engagement solutions for state and federal agencies and commercial healthcare entities in USA has engaged R Systems for providing process documentation, process automation and management reporting services.

For R Systems International Ltd.

Company Secretary

A Singapore based comprehensive supply chain service provider with operations sites across North America, Europe, and the Asia Pacific region has engaged ECnet to implement Infor CloudSuite Industrial ERP and Factory Track system to streamline and automate its regional business operations.

A Switzerland-based company having global presence in construction, manufacturing and chemical industry has mandated our subsidiary IBIZ to implement Microsoft Dynamics ERP to automate their back end operation in Singapore, Malaysia and Cambodia.

Liquidity and Shareholder Funds

Total Consolidated Cash and bank balance, including bank deposits as at June 30, 2017, was Rs. 135.09 crores compared to Rs. 115.68 crores as at June 30, 2016 and Rs. 126.35 crores as at March 31, 2017. Total shareholder funds as at June 30, 2017 were Rs. 286.84 crores compared to Rs. 272.65 crores as at June 30, 2016 and Rs. 278.28 crores as at March 31, 2017.

For R Systems International Ltd.

Company Secretary

Financial Performance

Consolidated Profit & Loss Statement (Un-audited) for the Quarter Ended June 30, 2017

(As per Indian GAAP)

(Figures in mn, except per share data)

Sr. No.	Particulars	Quarter Ended June 30,		Quarter Ended March 31, 2017
		2017	2016	
1	**Revenue**			
1.1	Revenue from operations	1,479.24	1,488.53	1,442.98
1.2	Other income	32.84	20.92	54.09
	Total revenue	**1,512.08**	**1,509.45**	**1,497.07**
2	**Expenditure**			
2.1	Employee benefits expense	1,034.08	939.61	1,007.18
2.2	Operational and other expenses	387.72	318.97	358.57
2.3	Depreciation and amortisation expense	30.39	28.03	28.43
2.4	Finance costs	2.24	1.89	4.00
	Total expenditure	**1,454.43**	**1,288.50**	**1,398.18**
3	**Profit before tax**	**57.65**	**220.95**	**98.89**
4	**Provision for tax**			
4.1	Current tax	28.79	61.56	45.96
4.2	Deferred tax charge / (credit)	(17.77)	(7.47)	0.30
	Total tax expense	**11.02**	**54.09**	**46.26**
5	**Net profit after tax**	**46.63**	**166.86**	**52.63**
6	**Earnings per share (Face value of Re. 1/- each)**			
6.1	Basic	0.38	1.32	0.42
6.2	Diluted	0.38	1.31	0.42

For R Systems International Ltd.

Company Secretary

Financial Performance

Consolidated Profit & Loss Statement (Un-audited) for the Six Months Ended June 30, 2017

(As per Indian GAAP)

(Figures in mn, except per share data)

Sr. No.	Particulars	Six Month Ended June 30	
		2017	2016
1	**Revenue**		
1.1	Revenue from operations	2,922.22	2,907.22
1.2	Other income	86.93	33.85
	Total revenue	**3,009.15**	**2,941.07**
2	**Expenditure**		
2.1	Employee benefits expense	2,041.26	1,853.23
2.2	Operational and other expenses	746.29	680.71
2.3	Depreciation and amortisation expense	58.82	56.34
2.4	Finance costs	6.24	3.65
	Total expenditure	**2,852.61**	**2,593.93**
3	**Profit before tax**	**156.54**	**347.14**
4	**Provision for tax**		
4.1	Current tax	74.75	115.20
4.2	Deferred tax charge / (credit)	(17.47)	(11.29)
	Total tax expense	**57.28**	**103.91**
5	**Net profit after tax**	**99.26**	**243.23**
6	**Earnings per share (Face value of Re. 1/- each)**		
6.1	Basic	0.80	1.92
6.2	Diluted	0.80	1.92

For R Systems International Ltd.

Company Secretary

Financial Performance

Consolidated Profit & Loss Statement (Un-audited) for the Quarter Ended June 30, 2017
(Contribution Analysis Format; Basis Indian GAAP)

(Figures in mn)

Particulars	Q2 2017		Q2 2016		Q1 2017	
	INR	US$	INR	US$	INR	US$
Revenues	**1,479.24**	**22.91**	**1,488.53**	**22.25**	**1,442.98**	**21.56**
Cost of revenues	1,026.48	15.90	948.43	14.18	1,008.17	15.06
Gross margin	**452.76**	**7.01**	**540.10**	**8.07**	**434.81**	**6.50**
	30.61%		*36.28%*		*30.13%*	
SG & A						
Expenses	395.38	6.12	318.16	4.76	359.16	5.37
	26.73%		*21.37%*		*24.89%*	
EBITDA	**57.38**	**0.89**	**221.94**	**3.31**	**75.65**	**1.13**
	3.88%		*14.91%*		*5.24%*	
Depreciation and amortization	30.39	0.47	28.03	0.42	28.43	0.42
Income from operations	**26.99**	**0.42**	**193.91**	**2.89**	**47.22**	**0.71**
Interest expense	(0.65)	(0.01)	(0.32)	(0.01)	(2.31)	(0.03)
Other income (net)	31.31	0.49	27.36	0.42	53.98	0.80
Income before income tax	**57.65**	**0.90**	**220.95**	**3.30**	**98.89**	**1.48**
Income tax provision	11.02	0.18	54.09	0.81	46.26	0.69
Net earnings	**46.63**	**0.72**	**166.86**	**2.49**	**52.63**	**0.79**

For R Systems International Ltd.

Company Secretary

Financial Performance

Consolidated Profit & Loss Statement (Un-audited) for the Six Months Ended June 30, 2017

(Contribution Analysis Format; Basis Indian GAAP)

(Figures in mn)

Particulars	Jan to Jun 17		Jan to Jun 16	
	INR	US$	INR	US$
Revenue	**2,922.22**	**44.46**	**2,907.22**	**43.27**
Cost of revenue	2,034.66	30.96	1,884.31	28.05
Gross margin	**887.56**	**13.50**	**1,022.91**	**15.22**
	30.37%		*35.19%*	
SG & A				
Expenses	754.53	11.48	667.90	9.94
	25.82%		*22.97%*	
EBITDA	**133.03**	**2.02**	**355.01**	**5.28**
	4.55%		*12.21%*	
Depreciation and amortization	58.82	0.90	56.34	0.84
Income from operations	**74.21**	**1.12**	**298.67**	**4.44**
Interest expense	(2.95)	(0.04)	(0.63)	(0.01)
Other income (net)	85.28	1.30	49.10	0.74
Income before income tax	**156.54**	**2.38**	**347.14**	**5.17**
Income tax provision	57.28	0.87	103.91	1.55
Net earnings	**99.26**	**1.51**	**243.23**	**3.62**

For R Systems International Ltd.

Company Secretary

Financial Performance

Consolidated Balance Sheet as at June 30, 2017 (As per Indian GAAP)

(Figures in mn)

Particulars	As at		
	Jun 30, 2017 (Unaudited)	Jun 30, 2016 (Unaudited)	Mar 31, 2017 (Unaudited)
EQUITY & LIABILITIES			
Shareholders' Funds			
Share capital	123.21	126.13	123.13
Reserves and Surplus	2,745.21	2,600.41	2,659.70
	2,868.42	**2,726.54**	**2,782.83**
Minority interest	-	-	-
Non-current liabilities			
Long-term borrowings	17.27	8.79	18.00
Deferred tax liabilities	0.35	-	-
Other long term liabilities	12.22	65.19	13.01
Long-term provisions	95.27	75.65	89.16
	125.11	**149.63**	**120.17**
Current liabilities			
Trade payables	379.73	390.77	385.87
Other current liabilities	397.35	335.69	415.27
Short-term provisions	187.28	195.05	178.23
	964.36	**921.51**	**979.37**
TOTAL	**3,957.89**	**3,797.68**	**3,882.37**
ASSETS			
Non-current assets			
Fixed assets	338.20	312.31	354.68
Goodwill on consolidation	453.37	500.80	440.83
Non-current investments	200.67	289.72	201.04
Deferred tax assets (net)	64.18	48.65	45.81
Long-term loans and advances	84.46	63.43	84.68
Other non-current assets	63.44	76.96	54.45
	1,204.32	**1,291.87**	**1,181.49**
Current assets			
Current Investment	87.57	118.01	87.57
Trade receivables	1,036.27	1,025.67	1,052.97
Cash and bank balance	1,294.35	1,084.20	1,209.59
Short-term loans and advances	171.60	141.55	208.55
Other current assets	163.78	136.38	142.20
	2,753.57	**2,505.81**	**2,700.88**
TOTAL	**3,957.89**	**3,797.68**	**3,882.37**

For R Systems International Ltd.

Company Secretary

Consolidated Operational Data (Un-audited)

Profitability in Percentage	Quarter ended		
	Jun 30, 17	Jun 30, 16	Mar 31, 17
Revenues	100.00	100.00	100.00
Gross margin	30.61	36.28	30.13
SG & A	26.73	21.37	24.89
EBITDA	3.88	14.91	5.24
EBT	3.90	14.84	6.85
PAT	3.15	11.21	3.65

Revenue from Top 10 Clients	Quarter ended		
	Jun 30, 17	Jun 30, 16	Mar 31, 17
Top 10 Clients	33.60%	31.74%	34.77%
Top 5 Clients	21.95%	19.89%	22.78%
Top 3 Clients	15.45%	13.87%	15.43%
Largest Client	6.22%	6.37%	5.79%

Revenues by Geographies	Quarter ended		
	Jun 30, 17	Jun 30, 16	Mar 31, 17
USA	55.64%	58.12%	58.35%
Europe	19.12%	18.03%	19.78%
SEAC (South East Asia)	19.78%	18.26%	18.28%
India	1.84%	1.69%	1.15%
Others	3.62%	3.90%	2.44%
Total	100.00%	100.00%	100.00%

Utilization (excluding trainees)	Quarter ended		
	Jun 30, 17	Jun 30, 16	Mar 31, 17
Onsite	96.79%	98.76%	97.84%
Offshore	72.40%	75.17%	70.90%
Blended	75.63%	78.82%	74.57%

Utilization (including trainees)	Quarter ended		
	Jun 30, 17	Jun 30, 16	Mar 31, 17
Onsite	96.79%	98.76%	97.84%
Offshore	69.63%	69.61%	66.56%
Blended	73.11%	73.83%	70.59%

For R Systems International Ltd.

Company Secretary

Consolidated Operational Data (Un-audited)

Human resources	As at		
	Jun 30, 17	Jun 30, 16	Mar 31, 17
Technical	**2,018**	**1,853**	**1,997**
Software services			
Onsite	285	265	288
Offshore	1,268	1,143	1,246
BPO			
Offshore	406	336	352
Trainees	59	109	111
Support	**354**	**315**	**359**
Total count	**2,372**	**2,168**	**2,356**

(Rs. in mn, except DSO)

Key Balance Sheet Data	As At		
	Jun 30, 17	Jun 30, 16	Mar 31, 17
Receivable	1,036.27	1,025.67	1,052.97
Receivable in days ("DSO")	48	53	52
Total cash and bank balance	1,350.94	1,156.81	1,263.52
Fixed assets	338.20	312.31	354.68
Shareholders' funds	2,868.42	2,726.54	2,782.83

Development/Service Centres Location	As on Jun 30, 2017	
	Covered areas in sq ft.	No. of seats
India		
Noida	93,679	1,792
Chennai	5,905	65
	99,584	1,857
USA		
Sacramento, CA	9,500	60
South East Asia		
Singapore	8,054	91
Malaysia	6,162	52
Thailand	592	6
Indonesia	1,109	12
	15,917	161
Europe		
Romania	15,489	153
Poland	9,239	81
Moldova	3,398	49
	28,126	283
Total	**153,127**	**2,361**

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 / year's figures have been regrouped / reclassified 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 fifteen 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.

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For R Systems International Ltd.

Company Secretary

R SYSTEMS INTERNATIONAL LIMITED

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

Extract of Standalone and Consolidated Financial Results for the Quarter and Half Year Ended June 30, 2017

(Rs. in million , except per share data)

Particulars	Standalone Financial Results						Consolidated Financial Results					
	Three Months Ended			Half Year Ended		Year Ended	Three Months Ended			Half Year Ended		Year Ended
	30.06.2017	31.03.2017	30.06.2016	30.06.2017	30.06.2016	31.12.2016	30.06.2017	31.03.2017	30.06.2016	30.06.2017	30.06.2016	31.12.2016
(Refer Notes)	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Revenue from operations	657.00	649.94	650.05	1,306.94	1,288.77	2,631.77	1,479.24	1,442.98	1,488.53	2,922.22	2,907.22	5,882.37
Net profit after tax for the period/year*	28.93	59.83	86.91	88.76	184.09	412.14	46.63	52.63	166.86	99.26	243.23	536.88
Paid - up equity share capital (Face value Re. 1/- each)	123.21	123.13	126.13	123.21	126.13	123.13	123.21	123.13	126.13	123.21	126.13	123.13
Reserves excluding Revaluation Reserves as at December 31, 2016						2,080.32						2,656.60
Earnings per share (Face value of Re. 1/- each) (not annualised)*												
Basic	0.23	0.48	0.69	0.72	1.45	3.26	0.38	0.42	1.32	0.80	1.92	4.24
Diluted	0.23	0.48	0.68	0.72	1.45	3.25	0.38	0.42	1.31	0.80	1.92	4.24

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

Notes:

1. The above financial results for the quarter and half year ended June 30, 2017 were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on August 03, 2017.

2. 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.

For and on behalf of the Board

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

Place : NOIDA
Date : August 03, 2017

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary

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BRIEF PROFILE OF MR. AVIRAG JAIN

Mr. Avirag Jain is a Science Graduate and an MBA in Finance and International Business from IMT, Ghaziabad. He also has a post-graduate diploma in Cyber Laws from the Asian School of Cyber Laws, Pune, apart from several certifications on diverse technology and management subjects.

Mr. Avirag Jain has more than 25 years of rich experience in managing large on-site, off-site and offshore projects in Banking, Telecom and Healthcare domains. He joined R Systems in 1997 and is presently working as the Chief Technology Officer & EVP of the Company.

Mr. Avirag Jain is a strong technocrat with blend of managerial, people and customer skills. Prior to R Systems, he worked with Modi Olivetti and Usha India. He is a regular speaker at diverse national and international forums and is also the author of select white papers on the outsourcing industry.

He is not related to any of the Directors of the Company.

For R Systems International Ltd.

Company Secretary