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

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KIND ATTN: MR. KAMLESH PATEL

REF: SECT/04/2015/56 APRIL 23, 2015

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051.

Dear Sir,

SUB: INTIMATION FOR CLOSURE OF BUY-BACK OFFER OF EQUITY SHARES BY R SYSTEMS INTERNATIONAL LIMITED (THE "COMPANY") IN TERMS OF SEBI (BUY-BACK OF SECURITIES) REGULATION, 1998.

With regard to the captioned Buy-back offer, we had appointed Motilal Oswal Investment Advisors Private Limited as the Manager to the Buy-Back Offer in terms of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 and subsequent amendments thereto ("**Buy-back Regulations**").

The Public Announcement dated December 29, 2014 for the above Buy-back offer was published on December 30, 2014 in the Business Standard (English & Hindi daily – All editions).

In this regard, we wish to inform you that during the period from January 06, 2015 to April 23, 2015, the Company has bought back 678,155 equity shares of Re. 1/- each and utilized Rs. 595.74 lacs excluding Transaction Costs as against the Maximum Buy-Back Size of Rs. 600.00 lacs.

Consequent to the aforesaid Buy-back of 678,155 Equity shares, which is more than minimum buyback size and as per the terms of the Public Announcement dated December 29, 2014, the Board of Directors of the Company at its meeting held on April 23, 2015 has decided to close the Buy-back offer with effect from the closing of the trading hours today i.e. April 23, 2015, the date earlier than the last date for the completion of Buy-back i.e. July 05, 2015.

Please find enclosed herewith a certified copy of Board Resolution dated April 23, 2015.

Capitalized terms used herein and not otherwise defined shall have the same meanings assigned to such terms in the Public Announcement dated December 29, 2014.

Request you to take the above on record and oblige.

Yours sincerely,
For **R Systems International Limited**

Authorised Signatory
Name: Ashish Thakur
Designation: Company Secretary & Compliance Officer
Encl: As above

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EXTRACT OF THE MINUTES OF THE MEETING OF BOARD OF DIRECTORS (THE "BOARD") OF R SYSTEMS INTERNATIONAL LIMITED (THE "COMPANY") HELD AT HOTEL RADISSON BLU PLAZA DELHI, NATIONAL HIGHWAY-8, NEW DELHI-110 037 ON THURSDAY, APRIL 23, 2015 AT 07:45A.M.

CLOSURE OF THE BUY BACK OFFER OF EQUITY SHARES

"**RESOLVED THAT** the consent of the Board of Directors of the Company be and is hereby accorded to the closure of the Buy-Back from the closing of the trading hours on April 23, 2015, the date earlier than the last date for completion of the Buy-back i.e. July 05, 2015, in terms of SEBI (Buy-back of Securities) Regulations, 1998, as amended from time to time.

RESOLVED FURTHER THAT Mr. Satinder Singh Rekhi, Managing Director, Lt. Gen. Baldev Singh (Retd.), President & Sr. Executive Director, Mr. Nand Sardana, Chief Financial Officer, Mr. Kumar Gaurav, General Manager Finance and Accounts and Mr. Ashish Thakur, Company Secretary & Compliance Officer be and are hereby authorized, jointly and severally, to file / submit the requisite documents with the appropriate authorities and to do all such acts, deeds, matters and things, as may be necessary and incidental thereto to give effect to the aforesaid resolution."

CERTIFIED TRUE COPY

For R SYSTEMS INTERNATIONAL LTD.

Company Secretary
ASHISH THAKUR
MEM. NO. A 33607