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

Caring - Innovating - Transforming

KIND ATTN : MR. HARI K / MR. ANEESH KUMAR

REF: SECT/07/2016/23 July 29, 2016

To,
The Managing Director,
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex,
Bandra - (E),
Mumbai - 400 051

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 July 29, 2016 commenced at 10:30 A.M. and concluded at 12:25 P.M. has inter alia approved the following:

1. Audited standalone financial results for the quarter and half year ended June 30, 2016.

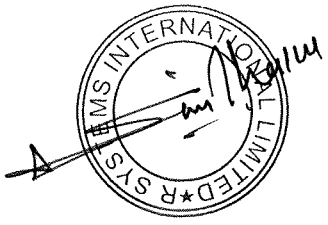
2. Unaudited consolidated financial results for the quarter and half year ended June 30, 2016.

3. Remuneration of Mr. Satinder Singh Rekhi, Managing Director of the Company pursuant to the provisions of the Companies Act, 2013 for the period from April 01, 2017 to December 31, 2018.

4. Notice for passing of resolutions through Postal Ballot seeking approval of the shareholders pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014 for the approval of remuneration of Mr. Satinder Singh Rekhi as Managing Director of the Company and appointment of Mrs. Ruchica Gupta as Independent Director of the Company.

5. Appointment of Mr. Sanjay Grover, Practicing Company Secretary as Scrutinizer for conducting the postal ballot process.

6. Appointment of Mr. Aditya Wadhwa as member of Audit Committee of the Board.



Please find attached herewith the following:

1. Audited standalone financial results for the quarter and half year ended June 30, 2016 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, 2016 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 ended June 30, 2016.

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.

This is for your information and record.

Thanking you.

Yours faithfully,

For R Systems International Limited

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 Results for the Quarter and Half Year Ended June 30, 2016

(Rs. in lakhs, except per share data)

S.No.	Particulars	Three Months Ended			Half Year Ended		Year Ended
		30.06.2016	31.03.2016	30.06.2015	30.06.2016	30.06.2015	31.12.2015
	(Refer notes)	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)
1	Income from operations						
(a)	Income from operations	6,500.48	6,387.25	8,629.67	12,887.73	16,510.86	28,925.98
(b)	Other operating income	86.82	143.78	141.57	230.60	312.67	453.04
	Total income from operations	6,587.30	6,531.03	8,771.24	13,118.33	16,823.53	29,379.02
2	Expenses						
(a)	Employee benefits expense	4,002.49	3,863.09	4,886.45	7,865.58	9,753.36	17,346.10
(b)	Depreciation and amortisation expense	164.66	174.34	234.31	339.00	590.07	958.12
(c)	Travelling and conveyance	354.49	446.20	814.90	800.69	1,442.73	2,386.40
(d)	Communication costs	146.01	110.66	156.26	256.67	294.80	554.88
(e)	Legal and professional expenses (including subcontract expenses)	145.52	93.32	264.54	238.84	490.50	860.53
(f)	Provision for doubtful debts and advances (net)	75.24	(2.82)	7.86	72.42	20.71	23.89
(g)	Other expenses	495.60	456.80	728.35	952.40	1,333.16	2,416.77
	Total expenses	5,384.01	5,141.59	7,092.67	10,525.60	13,925.33	24,546.69
3	Profit from operations before other income, finance costs and exceptional items (1-2)	1,203.29	1,389.44	1,678.57	2,592.73	2,898.20	4,832.33
4	Other income	142.12	135.60	112.03	277.72	219.47	509.31
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	1,345.41	1,525.04	1,790.60	2,870.45	3,117.67	5,341.64
6	Finance costs	6.85	6.85	9.86	13.70	17.49	42.76
7	Profit from ordinary activities after finance costs but before exceptional items (5-6)	1,338.56	1,518.19	1,780.74	2,856.75	3,100.18	5,298.88
8	Exceptional items (refer note 4)	-	-	-	-	-	6,480.74
9	Profit from ordinary activities before tax (7+8)	1,338.56	1,518.19	1,780.74	2,856.75	3,100.18	11,779.62
10	Tax expense						
	Current tax expense [refer note 4 (e)]	535.00	557.38	680.00	1,092.38	1,230.00	2,628.20
	Deferred tax charge / (credit)	(65.55)	(11.00)	(62.10)	(76.55)	(159.81)	87.02
	Total tax expense	469.45	546.38	617.90	1,015.83	1,070.19	2,715.22
11	Net profit from ordinary activities after tax (9-10)	869.11	971.81	1,162.84	1,840.92	2,029.99	9,064.40
12	Extraordinary items (net of tax expense)	-	-	-	-	-	-
13	Net profit for the period / year (11-12)	869.11	971.81	1,162.84	1,840.92	2,029.99	9,064.40
14	Paid - up equity share capital (Face value Re. 1/- each)	1,261.31	1,261.31	1,261.31	1,261.31	1,261.31	1,261.31
15	Reserves excluding Revaluation Reserves as at December 31, 2015						18,575.93
16.i	Earnings per share before extraordinary items (Face value of Re. 1/- each) (not annualised)						
	(a) Basic	0.69	0.77	0.92	1.45	1.60	7.14
	(b) Diluted	0.68	0.77	0.92	1.45	1.60	7.14
16.ii	Earnings per share after extraordinary items (Face value of Re. 1/- each) (not annualised)						
	(a) Basic	0.69	0.77	0.92	1.45	1.60	7.14
	(b) Diluted	0.68	0.77	0.92	1.45	1.60	7.14

See accompanying notes to the financial results.

S.R. Batliboi & Associates LLP, Gurgaon

for Identification

For R Systems International Limited

Lt. Gen. Baldev Singh (Retd.)
(President & Senior Executive Director)
Director Identification No. 00006966

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For R Systems International Ltd.

Company Secretary

Notes:

1 The results for the quarter and half year ended June 30, 2016 were reviewed by the Audit Committee and have been approved by the Board of Directors at its meeting held on July 29, 2016.

2 An audit has been completed by the Statutory Auditors for the quarter and half year ended June 30, 2016 and June 30, 2015, quarter ended March 31, 2016 and year ended December 31, 2015. There is no qualification in the Auditors' Report on these financial results.

3 During the year ended December 31, 2015, the Board of Directors had declared three interim dividends aggregating to Rs. 3.95 per equity share of face value of Re. 1/- each. These dividends were paid to the shareholders during the year ended December 31, 2015. These dividends have been approved by the shareholders at the Annual General Meeting held on June 13, 2016.

4 '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. 7,839.00 lakhs 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, on the terms and conditions agreed in BTA.

The Company 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. 4,431.70 lakhs (USD 7 million). Subject to the satisfaction of certain conditions, BDC has also agreed to purchase the balance 7% equity shares for a consideration up to Rs. 675.25 lakhs (USD 1 million). These conditions though have been completed during the quarter ended March 31, 2016, the Company is yet to receive the consideration pending certain modalities. Accordingly, it has not recorded the sale of balance 7% equity shares. The Company will continue to hold the compulsorily redeemable debentures having an aggregate face value of Rs. 3,502.60 lakhs in accordance with the terms of the BTA. The closing (as defined in the agreements) under the BTA and SPA occurred on July 07, 2015.

The gain on sale of Indus Business Unit amounting to Rs. 5,357.13 lakhs (net of related expenses) and gain on sale of aforesaid equity share in RSPTPL amounting to Rs. 287.22 lakhs (net of related expenses) is disclosed as 'Exceptional items' in the financial results for the year ended December 31, 2015. The name of RSPTPL was changed to Indus Software Technologies Private Limited w.e.f August 19, 2015.

Accordingly, the aforesaid Indus Business Unit, being part of Information technology services and products segment, is considered as "Discontinuing Operations" till July 07, 2015. The revenue and expenses attributable to the said operations included in the financial results are as follows:

(Rs. in lakhs)

Particulars	Three Months Ended 30.06.2015	Half Year Ended 30.06.2015	Year Ended 31.12.15 (01.01.15 to 07.07.15)
Total income	2,957.23	5,539.59	5,764.71
Total expenses	2,485.75	4,780.70	4,931.89
Profit before tax	**471.48**	**758.89**	**832.82**
Total tax expense	163.17	260.86	267.14
Profit after tax	**308.31**	**498.03**	**565.68**

(b) On December 10, 2015, R Systems Solution Inc. (RSSI), a wholly owned subsidiary of the Company was merged into R Systems Inc. (RSI), also a wholly owned subsidiary of the Company, as per the applicable laws of India and USA. Pursuant to aforesaid merger, the Company had received incremental 150 common stock of RSI against outstanding common and preferred (series A) stocks held in RSSI. Accordingly the Company had recorded receipt of incremental shares in RSI at Rs. 578.16 lakhs, being the fair value of investments given up. The Company in the earlier years had provided for permanent diminution in value of its investments in RSSI amounting to Rs. 1,726.76 lakhs and was carrying these investments at Rs. 134.14 lakhs. Consequent to the above merger, the Company had written back such permanent diminution to the extent of available net assets of Rs. 578.16 lakhs and accordingly recorded Rs. 444.02 lakhs as gain under 'Exceptional items' for the year ended December 31, 2015.

(c) Rs. 126.09 lakhs for the year ended December 31, 2015 being the reversal of deferred payment compensation to the erstwhile shareholders of ECnet limited, Singapore after the expiry of relevant limitation period under applicable laws, has been included under 'Exceptional items'.

(d) On November 27, 2014, the Company had completed the transfer of Europe BPO Business by way of sale of its 100% holding in R Systems Europe B.V., Netherlands and R Systems S.A.S., France, being wholly owned subsidiaries, by executing the Share Sale Agreement (the "SSA") along with other necessary documents for a sale consideration of Euro 4.70 million (Rs. 3,574.69 lakhs). Out of the sale consideration, Euro 0.35 million (Rs. 266.28 lakhs) was placed in an escrow account in the Netherlands, the realisation of which was subject to certain conditions pursuant to the provision of the SSA.

During the year ended December 31, 2015, on the stipulated conditions under the SSA being completed, the Company had received Euro 0.35 million (Rs. 266.28 lakhs) which was placed in an escrow account. The amount so received, has been included as profit on sale of aforesaid subsidiaries under the 'Exceptional items' in the financial results for the year ended December 31, 2015.

(e) The consequent tax expense of above 'Exceptional items' amounting to Rs. 630.18 lakhs for the year ended December 31, 2015, is included in the 'Current tax'.

5 On the recommendation of the Compensation Committee and Nomination and Remuneration Committee, the Board of Directors at its meeting held on April 30, 2016, has granted 150,000 options at an exercise price of Rs. 12.07 /- per option under R Systems International Limited Employee Stock Option Scheme 2007.

6 Refer Annexure A for the standalone statement of assets & liabilities.

7 Refer Annexure B for segment wise standalone revenue, results and capital employed.

8 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]

Place : NOIDA
Date : July 29, 2016

S.R. Batliboi & Associates LLP, Gurgaon

for Identification

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary

Annexure A

R SYSTEMS INTERNATIONAL LIMITED

Standalone Statement of Assets & Liabilities

(Rs. in lakhs)

	Particulars	As at Half Year Ended 30.06.2016	As at Year Ended 31.12.2015
A	**EQUITY AND LIABILITIES**		
1	**Shareholders' funds**		
	(a) Share capital	1,261.31	1,261.31
	(b) Reserves and surplus	20,423.29	18,575.93
	Sub total - Shareholders' fund	**21,684.60**	**19,837.24**
2	**Non-current liabilities**		
	(a) Long-term borrowings	87.92	77.71
	(b) Other long-term liabilities	126.10	123.61
	(c) Long-term provisions	756.52	634.63
	Sub total - Non-current liabilities	**970.54**	**835.95**
3	**Current liabilities**		
	(a) Trade payables	1,346.31	1,734.32
	(b) Other current liabilities	1,332.76	1,400.97
	(c) Short-term provisions	1,372.09	1,171.93
	Sub total - Current liabilities	**4,051.16**	**4,307.22**
	TOTAL - EQUITY AND LIABILITIES	**26,706.30**	**24,980.41**
B	**ASSETS**		
1	**Non-current assets**		
	(a) Fixed assets	2,387.37	2,371.30
	(b) Non-current investments	11,620.23	11,627.54
	(c) Deferred tax assets (net)	431.11	354.56
	(d) Long-term loans and advances	460.93	463.16
	(e) Other non-current assets	529.31	511.56
	Sub total - Non- current assets	**15,428.95**	**15,328.12**
2	**Current assets**		
	(a) Current investments	1,180.09	1,180.09
	(b) Trade receivables	4,773.23	5,046.15
	(c) Cash and cash equivalents	4,083.26	2,113.80
	(d) Short-term loans and advances	855.72	932.41
	(e) Other current assets	385.05	379.84
	Sub total - Current assets	**11,277.35**	**9,652.29**
	TOTAL - ASSETS	**26,706.30**	**24,980.41**

S.R. Batliboi & Associates LLP, Gurgaon

for Identification

For R Systems International Limited

Lt. Gen. Baldev Singh (Retd.)
(President & Senior Executive Director)
Director Identification No. 00006966

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary

Annexure B

R SYSTEMS INTERNATIONAL LIMITED

Segment Wise Standalone Revenue, Results and Capital Employed

(Rs. in lakhs)

S.No.	Particulars	Three Months Ended			Half Year Ended		Year Ended
		30.06.2016 (Audited)	31.03.2016 (Audited)	30.06.2015 (Audited)	30.06.2016 (Audited)	30.06.2015 (Audited)	31.12.2015 (Audited)
1	**Segment revenue**						
	- Information technology services and products	5,403.45	5,348.95	7,604.46	10,752.40	14,495.29	24,823.07
	- Business process outsourcing services	1,097.03	1,038.30	1,025.21	2,135.33	2,015.57	4,102.91
	Income from operations	**6,500.48**	**6,387.25**	**8,629.67**	**12,887.73**	**16,510.86**	**28,925.98**
2	**Segment results before tax, interest and exceptional items**						
	- Information technology services and products	1,172.23	1,422.05	1,698.03	2,594.28	2,958.77	4,882.88
	- Business process outsourcing services	175.94	114.87	128.06	290.81	244.05	487.33
	Total	**1,348.17**	**1,536.92**	**1,826.09**	**2,885.09**	**3,202.82**	**5,370.21**
	(i) Interest expense	(3.09)	(2.91)	(2.10)	(6.00)	(4.29)	(21.26)
	(ii) Interest income	126.12	119.60	94.28	245.72	201.72	460.77
	(iii) Other unallocable income	16.00	16.00	17.74	32.00	17.74	48.54
	(iv) Exceptional Items (refer note 4)	-	-	-	-	-	6,480.74
	(v) Other unallocable expenses	(148.64)	(151.42)	(155.27)	(300.06)	(317.81)	(559.38)
	Profit before tax	**1,338.56**	**1,518.19**	**1,780.74**	**2,856.75**	**3,100.18**	**11,779.62**
3	**Capital employed**						
	- Information technology services and products	4,451.59	3,466.41	6,519.44	4,451.59	6,519.44	3,424.72
	- Business process outsourcing services	266.72	996.44	(180.95)	266.72	(180.95)	890.14
	- Unallocated corporate	16,966.29	16,346.19	6,846.08	16,966.29	6,846.08	15,522.38
	Total capital employed	**21,684.60**	**20,809.04**	**13,184.57**	**21,684.60**	**13,184.57**	**19,837.24**

S.R. Batliboi & Associates LLP, Gurgaon

for Identification

For R Systems International Limited

Lt. Gen. Baldev Singh (Retd.)
(President & Senior Executive Director)
Director Identification No. 00006966

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary

S.R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants

Golf View Corporate Tower-B
Sector-42, Sector Road
Gurgaon-122 002, Haryana, India
Tel : +91 124 464 4000
Fax : +91 124 464 4050

Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
Board of Directors of
R Systems International Limited

1. We have audited the quarterly financial results of R Systems International Limited ("the Company") for the quarter ended June 30, 2016 and the year-to-date results for the period January 01, 2016 to June 30, 2016 , attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These quarterly financial results as well as the year-to-date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the Company's management and have been approved by the Board of Directors. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, prepared in accordance with recognition and measurement principles laid down in Accounting Standard 25 "Interim Financial Reporting", specified under section 133 of the Companies Act, 2013and other accounting principles generally accepted in India.

2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

3. In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:

   i. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in this regard; and
   ii. give a true and fair view of the net profit and other financial information for the quarter ended June 30, 2016 as well as the year to date results for the period from January 01, 2016 to June 30, 2016

For S.R. BATLIBOI & ASSOCIATES LLP
ICAI Firm Registration Number: 101049W/E300004
Chartered Accountants

per Yogender Seth
Partner
Membership No.: 94524
Place: Gurgaon
Date: July 29, 2016

S.R. Batliboi & Associates LLP ★ Gurgaon ★

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 Results for the Quarter and Half Year Ended June 30, 2016

(Rs. in lakhs, except per share data)

S.No.	Particulars	Three Months Ended			Half Year Ended		Year Ended
		30.06.2016	31.03.2016	30.06.2015	30.06.2016	30.06.2015	31.12.2015
	(Refer notes)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	**Income from operations**						
(a)	Income from operations	14,885.33	14,186.89	16,545.27	29,072.22	31,623.85	60,503.19
(b)	Other operating income	130.78	81.29	83.43	212.07	175.70	469.53
	Total income from operations	**15,016.11**	**14,268.18**	**16,628.70**	**29,284.29**	**31,799.55**	**60,972.72**
2	**Expenses**						
(a)	Employee benefits expense	9,396.06	9,136.19	9,547.80	18,532.25	19,159.06	36,488.03
(b)	Depreciation and amortisation expense	280.29	283.14	344.53	563.43	803.40	1,402.34
(c)	Travelling and conveyance	399.28	950.08	1,009.10	1,349.36	2,069.77	3,406.16
(d)	Communication costs	191.54	158.17	206.31	349.71	396.55	777.08
(e)	Legal and professional expenses (including subcontract expenses)	1,377.62	1,562.46	1,658.60	2,940.08	3,162.06	6,451.90
(f)	Provision for doubtful debts and advances (net)	64.27	88.11	45.47	152.38	74.72	82.15
(g)	Other expenses	1,221.35	946.61	1,677.30	2,167.96	2,776.16	6,062.67
	Total expenses	**12,930.41**	**13,124.76**	**14,489.11**	**26,055.17**	**28,441.72**	**54,670.33**
3	**Profit from operations before other income, finance costs and exceptional items (1-2)**	**2,085.70**	**1,143.42**	**2,139.59**	**3,229.12**	**3,357.83**	**6,302.39**
4	Other income	142.73	136.08	112.51	278.81	220.39	511.75
5	**Profit from ordinary activities before finance costs and exceptional items (3+4)**	**2,228.43**	**1,279.50**	**2,252.10**	**3,507.93**	**3,578.22**	**6,814.14**
6	Finance costs	18.93	17.60	22.03	36.53	44.36	95.88
7	**Profit from ordinary activities after finance costs but before exceptional items (5-6)**	**2,209.50**	**1,261.90**	**2,230.07**	**3,471.40**	**3,533.86**	**6,718.26**
8	Exceptional items (refer note 4)	-	-	-	-	-	6,031.01
9	**Profit from ordinary activities before tax (7+8)**	**2,209.50**	**1,261.90**	**2,230.07**	**3,471.40**	**3,533.86**	**12,749.27**
10	**Tax expense**						
	Current tax expense [refer note 4 (f)]	615.55	536.44	875.84	1,151.99	1,474.45	2,900.75
	Deferred tax charge / (credit)	(74.70)	(38.23)	(80.30)	(112.93)	(194.98)	65.54
	Total tax expense	**540.85**	**498.21**	**795.54**	**1,039.06**	**1,279.47**	**2,966.29**
11	**Net profit from ordinary activities after tax (9-10)**	**1,668.65**	**763.69**	**1,434.53**	**2,432.34**	**2,254.39**	**9,782.98**
12	Extraordinary items (net of tax expense)	-	-	-	-	-	-
13	**Net profit for the period / year (11-12)**	**1,668.65**	**763.69**	**1,434.53**	**2,432.34**	**2,254.39**	**9,782.98**
14	Share of profit / (loss) of associates	-	-	-	-	-	-
15	Minority Interest	-	-	-	-	-	-
16	**Net profit after taxes, minority interest and share of profit / (loss) of associates (13+14-15)**	**1,668.65**	**763.69**	**1,434.53**	**2,432.34**	**2,254.39**	**9,782.98**
17	Paid - up equity share capital (Face value Re. 1/- each)	1,261.31	1,261.31	1,261.31	1,261.31	1,261.31	1,261.31
18	Reserves excluding Revaluation Reserves as at December 31, 2015						23,024.34
19.i	**Earnings per share before extraordinary items (Face value of Re. 1/- each) (not annualised)**						
	(a) Basic	1.32	0.60	1.13	1.92	1.77	7.70
	(b) Diluted	1.31	0.60	1.13	1.92	1.77	7.70
19.ii	**Earnings per share after extraordinary items (Face value of Re. 1/- each) (not annualised)**						
	(a) Basic	1.32	0.60	1.13	1.92	1.77	7.70
	(b) Diluted	1.31	0.60	1.13	1.92	1.77	7.70

See accompanying notes to the financial results.

S.R. Batliboi & Associates LLP, Gurgaon

for Identification

For R Systems International Limited

Lt. Gen. Baldev Singh (Retd.)
(President & Senior Executive Director)
Director Identification No. 00006966

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For R Systems International Ltd.

Company Secretary

Notes:

1 The results for the quarter and half year ended June 30, 2016 were reviewed by the Audit Committee and have been approved by the Board of Directors at its meeting held on July 29, 2016.

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, 2016 and June 30, 2015, quarter ended March 31, 2016 and audit for the year ended December 31, 2015. There is no qualification in the Auditors' Report on these financial results.

3 During the year ended December 31, 2015, the Board of Directors had declared three interim dividends aggregating to Rs. 3.95 per equity share of face value of Re. 1/- each. These dividends were paid to the shareholders during the year ended December 31, 2015. These dividends have been approved by the shareholders at the Annual General Meeting held on June 13, 2016.

4 '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. 7,839.00 lakhs 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, on the terms and conditions agreed in BTA.

The Company 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. 4,431.70 lakhs (USD 7 million). Subject to the satisfaction of certain conditions, BDC has also agreed to purchase the balance 7% equity shares for a consideration up to Rs. 675.25 lakhs (USD 1 million). These conditions though have been completed during the quarter ended March 31, 2016, the Company is yet to receive the consideration pending certain modalities. Accordingly, it has not recorded the sale of balance 7% equity shares. The Company will continue to hold the compulsorily redeemable debentures having an aggregate face value of Rs. 3,502.60 lakhs in accordance with the terms of the BTA. The closing (as defined in the agreements) under the BTA and SPA occurred on July 07, 2015.

The gain on sale of Indus Business Unit including the gain on sale of aforesaid equity share in RSPTPL, amounting to Rs. 5,661.42 lakhs (net of related expenses) is disclosed as 'Exceptional items' in the financial results for year ended December 31, 2015. The name of RSPTPL was changed to Indus Software Technologies Private Limited w.e.f August 19, 2015.

Accordingly, the aforesaid Indus Business Unit, being part of Information technology services and products segment, is considered as "Discontinuing Operations" till July 07, 2015. The revenue and expenses attributable to the said operations included in the financial results are as follows:

(Rs. in lakhs)

Particulars	Three Months Ended 30.06.2015	Half Year Ended 30.06.2015	Year Ended 31.12.15 (01.01.15 to 07.07.15)
Total income	2,957.23	5,539.59	5,764.71
Total expenses	2,485.75	4,780.70	4,931.89
Profit before tax	**471.48**	**758.89**	**832.82**
Total tax expense	163.17	260.86	267.14
Profit after tax	**308.31**	**498.03**	**565.68**

(b) On December 10, 2015, R Systems Solution Inc. (RSSI), a wholly owned subsidiary of the Company was merged into R Systems Inc. (RSI), also a wholly owned subsidiary of the Company, as per the applicable laws of India and USA. Pursuant to aforesaid merger, the Company had received incremental 150 common stock of RSI against outstanding common and preferred (series A) stocks held in RSSI.

Due to aforesaid merger, the Company had released currency translation reserve of RSSI amounting to Rs. 96.81 lakhs to the foreign exchange fluctuation which is disclosed as 'Exceptional items' in the financial results for the year ended December 31, 2015.

(c) Rs. 126.09 lakhs for the year ended December 31, 2015 being the reversal of deferred payment compensation to the erstwhile shareholders of ECnet limited, Singapore after the expiry of relevant limitation period under applicable laws, has been included under 'Exceptional items'.

(d) On November 27, 2014, the Company had completed the transfer of Europe BPO Business by way of sale of its 100% holding in R Systems Europe B.V., Netherlands and R Systems S.A.S., France, being wholly owned subsidiaries, by executing the Share Sale Agreement (the "SSA") along with other necessary documents for a sale consideration of Euro 4.70 million (Rs. 3,574.69 lakhs). Out of the sale consideration, Euro 0.35 million (Rs. 266.28 lakhs) was placed in an escrow account in the Netherlands, the realisation of which was subject to certain conditions pursuant to the provision of the SSA.

During the year ended December 31, 2015, on the stipulated conditions under the SSA being completed, the Company had received Euro 0.35 million (Rs. 266.28 lakhs) which was placed in an escrow account. The amount so received, has been included as profit on sale of aforesaid subsidiaries under the 'Exceptional items' in the financial results for the year ended December 31, 2015.

(e) ECnet Limited, a subsidiary of the Company had recorded an impairment loss amounting to Rs. 119.59 lakhs related to the certain intangible assets acquired in earlier years which is included under 'Exceptional items' for the year ended December 31, 2015.

(f) The consequent tax expense of above 'Exceptional items' amounting to Rs. 630.18 lakhs for the year ended December 31, 2015, is included in the 'Current tax'.

5 On April 30, 2015, R Systems (Singapore) Pte. Limited, a wholly owned subsidiary of the Company, has acquired 100% share of 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, 2015, basis the conditions specified in the Share Purchase Agreement and subsequent amendment thereof, the management assessed the investment value at SGD 3.37 million which represents the consideration assessed as probable to be paid over the period and consequently the goodwill arising on acquisition is SGD 4.24 million.

As at June 30, 2016, the management has re-assessed the investment value at SGD 3.46 million (Rs. 1,663.27 lakhs) which represents the consideration assessed as probable to be paid over the period and the goodwill arising on acquisition is SGD 4.17 million (Rs. 2,092.10 lakhs).

6 On August 07, 2015, Computaris International Limited, a UK subsidiary of the Company entered into an Assets Purchase Agreement (APA) for acquisition of certain customer contracts and related intellectual property rights from the subsidiary of a leading European telecommunication company for a maximum consideration of Euro 0.70 million on fulfilment of certain conditions. The aforesaid Assets purchase was completed on October 1, 2015. The management assessed Euro 0.58 mn (Rs. 404.15 Lakhs) as the estimated purchase price for the aforesaid assets acquired basis the conditions specified in APA and accordingly recorded as intangible assets.

7 On the recommendation of the Compensation Committee and Nomination and Remuneration Committee, the Board of Directors at its meeting held on April 30, 2016, has granted 150,000 options at an exercise price of Rs. 12.07 /- per option under R Systems International Limited Employee Stock Option Scheme 2007.

8 Refer Annexure A for the consolidated statement of assets and liabilities.

9 Refer Annexure B for segment wise consolidated revenue, results and capital employed.

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]

Place : NOIDA
Date : July 29, 2016

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For R Systems International Ltd.

Company Secretary

S.R. Batliboi & Associates LLP, Gurgaon

for Identification

Annexure A

R SYSTEMS INTERNATIONAL LIMITED

Consolidated Statement of Assets and Liabilities

(Rs. in lakhs)

	Particulars	As at Half Year Ended 30.06.2016	As at Year Ended 31.12.2015
A	**EQUITY AND LIABILITIES**		
1	**Shareholders' funds**		
	(a) Share capital	1,261.31	1,261.31
	(b) Reserves and surplus	26,004.07	23,024.34
	Sub total - Shareholders' fund	**27,265.38**	**24,285.65**
2	**Minority interest**	-	-
3	**Non-current liabilities**		
	(a) Long-term borrowings	87.92	77.71
	(b) Other long-term liabilities	651.94	1,006.07
	(c) Long-term provisions	756.52	634.63
	Sub total - Non-current liabilities	**1,496.38**	**1,718.41**
4	**Current liabilities**		
	(a) Trade payables	3,907.67	4,853.85
	(b) Other current liabilities	3,356.93	3,034.26
	(c) Short-term provisions	1,950.45	1,660.29
	Sub total - Current liabilities	**9,215.05**	**9,548.40**
	TOTAL - EQUITY AND LIABILITIES	**37,976.81**	**35,552.46**
B	**ASSETS**		
1	**Non-current assets**		
	(a) Fixed assets	3,123.09	3,201.94
	(b) Goodwill on consolidation	5,008.00	4,779.72
	(c) Non-current investments	2,897.16	2,904.47
	(d) Deferred tax assets (net)	486.51	370.34
	(e) Long-term loans and advances	634.30	632.70
	(f) Other non-current assets	769.64	744.84
	Sub total - Non- current assets	**12,918.70**	**12,634.01**
2	**Current assets**		
	(a) Current investments	1,180.09	1,180.09
	(b) Trade receivables	10,256.71	10,463.12
	(c) Cash and cash equivalents	10,841.97	8,514.67
	(d) Short-term loans and advances	1,415.51	1,437.54
	(e) Other current assets	1,363.83	1,323.03
	Sub total - Current assets	**25,058.11**	**22,918.45**
	TOTAL - ASSETS	**37,976.81**	**35,552.46**

S.R. Batliboi & Associates LLP, Gurgaon

for Identification

For R Systems International Limited

Lt. Gen. Baldev Singh (Retd.)
(President & Senior Executive Director)
Director Identification No. 00006966

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For R Systems International Ltd.

Company Secretary

Annexure B

R SYSTEMS INTERNATIONAL LIMITED

Segment Wise Consolidated Revenue, Results and Capital Employed

(Rs. in lakhs)

S.No.	Particulars	Three Months Ended			Half Year Ended		Year Ended
		30.06.2016	31.03.2016	30.06.2015	30.06.2016	30.06.2015	31.12.2015
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	**Segment revenue**						
	- Information technology services and products	13,835.57	13,196.27	15,407.51	27,031.84	28,884.66	55,642.74
	- Business process outsourcing services	1,097.03	1,038.30	1,182.63	2,135.33	2,827.86	5,041.88
	Total	**14,932.60**	**14,234.57**	**16,590.14**	**29,167.17**	**31,712.52**	**60,684.62**
	Less: Elimination of intersegment sales	47.27	47.68	44.87	94.95	88.67	181.43
	Income from operations	**14,885.33**	**14,186.89**	**16,545.27**	**29,072.22**	**31,623.85**	**60,503.19**
2	**Segment results before tax, interest and exceptional items**						
	- Information technology services and products	2,067.94	1,194.07	2,207.86	3,262.01	3,662.67	6,768.49
	- Business process outsourcing services	175.94	114.87	93.69	290.81	19.01	188.89
	Total	**2,243.88**	**1,308.94**	**2,301.55**	**3,552.82**	**3,681.68**	**6,957.38**
	(i) Interest expense	(3.17)	(3.03)	(2.72)	(6.20)	(4.95)	(22.94)
	(ii) Interest income	126.73	120.08	94.77	246.81	202.65	463.21
	(iii) Other unallocable income	16.00	16.00	17.74	32.00	17.74	48.54
	(iv) Exceptional items (refer note 4)	-	-	-	-	-	6,031.01
	(v) Other unallocable expenses	(173.94)	(180.09)	(181.27)	(354.03)	(363.26)	(727.93)
	Profit before tax	**2,209.50**	**1,261.90**	**2,230.07**	**3,471.40**	**3,533.86**	**12,749.27**
3	**Capital employed**						
	- Information technology services and products	13,172.63	11,219.92	12,058.70	13,172.63	12,058.70	11,228.06
	- Business process outsourcing services	1,734.64	2,464.36	1,900.73	1,734.64	1,900.73	2,358.06
	- Unallocated corporate	12,358.11	11,783.46	3,173.39	12,358.11	3,173.39	10,699.53
	Total capital employed	**27,265.38**	**25,467.74**	**17,132.82**	**27,265.38**	**17,132.82**	**24,285.65**

S.R. Batliboi & Associates LLP, Gurgaon

for Identification

For R Systems International Limited

Lt. Gen. Baldev Singh (Retd.)
(President & Senior Executive Director)
Director Identification No. 00006966

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For R Systems International Ltd.

Company Secretary

S.R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants

Golf View Corporate Tower-B
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Tel : +91 124 464 4000
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Limited Review Report

Review Report to
The Board of Directors of R Systems International Limited

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of R Systems Group comprising R Systems International Limited ('the Company') and its subsidiaries (together, 'the Group'), for the quarter ended June 30, 2016 and for the period ended January 01, 2016 to June 30, 2016 (the "Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review of the unaudited consolidated financial results included in such Statement, which has been prepared by the management in accordance with the recognition and measurement principles laid down in Accounting Standard 25 "Interim Financial Reporting", prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.

2. We conducted our review 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 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. We did not review total revenues of Rs. 8,642.50 lakhs for the quarter ended June 30, 2016 and total revenues of Rs. 16,697.42 lakhs for the period January 01, 2016 to June 30, 2016 and assets of Rs. 20,274.42 lakhs as at June 30, 2016, included in the accompanying unaudited consolidated financial results relating to 25 subsidiaries, out of which 24 are located outside India, and derived from the interim financial information of these subsidiaries which have been reviewed by other auditors. Such interim financial information and the review reports thereon have been furnished to us by the Company's management. The interim financial information of these subsidiaries has been prepared in accordance with accounting principles generally accepted in their respective countries and which have been reviewed by other auditors who have submitted their review reports, prepared under generally accepted auditing standards applicable in their respective countries, to the Board of Directors of the respective subsidiaries. The Company's management has converted the financial 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 as of and for the quarter ended June 30, 2016 and for the period ended January 01, 2016 to June 30, 2016, made by the Company's management to convert the financial information of these subsidiaries from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. Our conclusion on the unaudited consolidated financial results, in so far as it relates to such subsidiaries, is based solely on the reports of the other auditors and our review of the conversion adjustments prepared by the management of the Company.

4. Based on our review conducted as above and on consideration of reports of other auditors, referred to in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited consolidated financial results prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required

S.R. Batliboi & Associates LLP Gurgaon

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For R Systems International Ltd.
Company Secretary

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.

For S.R. BATLIBOI & ASSOCIATES LLP
ICAI Firm registration number: 101049W/E300004
Chartered Accountants



per Yogender Seth
Partner
Membership No.: 94524
Place: Gurgaon
Date: July 29, 2016

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For R Systems International Ltd.

Company Secretary

R Systems Announces Results for Q2 2016

Q2 2016: Revenue: Rs. 148.85 Crores, EBITDA: Rs. 22.19 Crores and Net Profits: Rs. 16.69 Crores
QoQ - Revenue increased: 4.9%, EBIDTA increased: 66.8%, PAT increased: 118.5%

Noida, India – July 29, 2016

Highlights

Consolidated results for the quarter ended June 30, 2016

- Consolidated revenue from operations for Q2-16 was Rs. 148.85 crores (US$ 22.25 mn) compared to Rs. 165.45 crores (US$ 26.10 mn) in Q2, 2015 and Rs. 141.87 crores (US$ 21.02 mn) in Q1, 2016. QoQ increase was 4.92%.

- EBITDA was Rs. 22.19 crores (US$ 3.31 mn) compared to Rs. 23.81 crores (US$ 3.77 mn) in Q2, 2015 and Rs. 13.31 crores (US$ 1.97 mn) in Q1, 2016. QoQ increase was 66.79%.

- Net profit after taxes was Rs. 16.69 crores (US$ 2.49 mn) compared to Rs. 14.35 crores (US$ 2.27 mn) in Q2, 2015 and Rs. 7.64 crores (US$ 1.13 mn) in Q1, 2016. QoQ increase was 118.47%.

Rekhi Singh, Managing Director stated "We concluded the quarter with revenues of Rs. 149 crores and net profit of Rs. 16.7 crores. Revenue grew about 5% quarter on quarter primarily due to growth from new and existing customers. We have started several promising accounts during first half of 2016 mainly in telecom, digital media and health care verticals. The volume growth helped in reporting improved margins despite offsetting the ramp up costs."

He added, "Our Balance sheet continues to be very strong with cash and bank balance of Rs. 116 crores and net worth of Rs. 273 crores." He further added, "Our continuing investment in building capabilities in digital technologies around the chosen industry verticals has started yielding results in terms of adding marquee customers."

Avirag Jain, CTO said "We are continuing to help our customers to build software products using digital technologies like analytics, mobility etc. to simplify their processes and offer enhanced value propositions." He added, "We have strengthened our technical team with the addition of 80 net associates over the quarter on the back of new orders and strong sales pipe line across all key verticals."

Key Operational Highlights for the Quarter

R Systems' core service offerings include Outsourced Product Engineering that are sold under our brand of iPLM (Integrated Product Life Cycle Management) IT and ITES services. Our iPLM IT Services are designed to help software product development companies accelerate their time-to-market, make customers more competitive, and increase product life spans. Our key ITES services include customer care and technical support, analytics services, and revenue and claims management. These are delivered in multiple languages through our global delivery model.

For R Systems International Ltd.

Company Secretary

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. 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 five major verticals including Telecom & Digital Media, Banking & Finance, Healthcare, Manufacturing & Logistics, and Government Services. We have also expanded our capabilities horizontally with Analytics, Mobility and Cloud across the key verticals.

The quarter concluded with 8 key wins. The brief of some significant wins is listed below:

A leading French company providing software solutions for IPTV, cable, satellite & TV operators and broadcasters, has engaged R Systems for its product enhancement and feature development.

A USA-based company providing online video delivery and video streaming services, has engaged R Systems for development and testing of cloud-based product for live audio/video streaming.

A multinational information technology company, that provides a wide variety of hardware and software solutions for consumer market, small and medium businesses, as well as large enterprises, has selected our subsidiary Computaris as a strategic supplier to develop a new messaging platform for a leading European telecommunication company.

A USA-based provider of wireless and networking solutions has engaged our subsidiary Computaris to enhance and expand their product development teams for two of their solutions, a web based tool for planning wireless access points deployment and an application for cloud managed network services.

A Singapore-based leading provider of specialized communication solutions has engaged our Singapore subsidiary IBIZ to implement cloud based Microsoft Dynamics ERP along with a CRM solution to automate their field and back end operations.

Liquidity and Shareholder Funds

Total Consolidated Cash and bank balance, including bank deposits as at June 30, 2016, was Rs. 115.68 crores compared to Rs. 116.77 crores as at June 30, 2015 and Rs. 98.96 crores as at March 31, 2016. Total shareholder funds as at June 30, 2016 were Rs. 272.65 crores compared to Rs. 171.33 crores as at June 30, 2015 and Rs. 254.68 crores as at March 31, 2016.

For R Systems International Ltd.

Company Secretary

Financial Performance

Consolidated Profit & Loss Statement (Un-audited) for the Quarter Ended June 30, 2016

(As per Indian GAAP)

(Figures in mn, except per share data)

Sr. No.	Particulars	Quarter Ended June 30,		Quarter Ended March 31, 2016
		2016	2015	
1	**Income**			
1.1	Income from operations	1,488.53	1,654.53	1,418.69
1.2	Other operating income	13.08	8.34	8.13
	Total	**1,501.61**	**1,662.87**	**1,426.82**
2	**Expenditure**			
2.1	Employee benefits expense	939.61	954.78	913.62
2.2	Depreciation and amortisation expense	28.03	34.45	28.31
2.3	Travelling and conveyance	39.93	100.91	95.01
2.4	Communication costs	19.15	20.63	15.82
2.5	Legal and professional expenses (including subcontracting expenses)	137.76	165.87	156.25
2.6	Provision for doubtful debts and advances (net)	6.43	4.54	8.81
2.7	Other expenditure	122.13	167.73	94.66
	Total expenditure	**1,293.04**	**1,448.91**	**1,312.48**
3	**Profit from operations before other income and finance cost**	**208.57**	**213.96**	**114.34**
4	Other income	14.27	11.25	13.61
5	**Profit from operations before finance cost**	**222.84**	**225.21**	**127.95**
6	Finance cost	1.89	2.20	1.76
7	**Profit before tax**	**220.95**	**223.01**	**126.19**
8	**Provision for tax**			
8.1	Current tax expenses	61.56	87.59	53.64
8.2	Deferred tax credit	(7.47)	(8.03)	(3.82)
	Total tax expense	**54.09**	**79.56**	**49.82**
9	**Net profit after tax**	**166.86**	**143.45**	**76.37**
10	**Earnings per share (Face value of Re. 1/- each)**			
10.1	Basic	**1.32**	**1.13**	**0.60**
10.2	Diluted	**1.31**	**1.13**	**0.60**

For R Systems International Ltd.

Company Secretary

Financial Performance

Consolidated Profit & Loss Statement (Un-audited) for the Six Months Ended June 30, 2016

(As per Indian GAAP)

(Figures in mn, except per share data)

Sr. No.	Particulars	Six Month Ended June 30	
		2016	2015
1	**Income**		
1.1	Income from operations	2,907.22	3,162.39
1.2	Other operating income	21.21	17.57
	Total	**2,928.43**	**3,179.96**
2	**Expenditure**		
2.1	Employee benefits expense	1,853.23	1,915.91
2.2	Depreciation and amortisation expense	56.34	80.34
2.3	Travelling and conveyance	134.94	206.98
2.4	Communication costs	34.97	39.66
2.5	Legal and professional expenses (including subcontracting expenses)	294.01	316.21
2.6	Provision for doubtful debts and advances (net)	15.24	7.47
2.7	Other expenditure	216.79	277.61
	Total expenditure	**2,605.52**	**2,844.18**
3	**Profit from operations before other income and finance cost**	**322.91**	**335.78**
4	Other income	27.88	22.04
5	**Profit from operations before finance cost**	**350.79**	**357.82**
6	Finance cost	3.65	4.43
7	**Profit before tax**	**347.14**	**353.39**
8	**Provision for tax**		
8.1	Current tax	115.20	147.45
8.2	Deferred tax credit	(11.29)	(19.50)
	Total tax expense	**103.91**	**127.95**
9	**Net profit after tax**	**243.23**	**225.44**
10	**Earnings per share (Face value of Re. 1/- each)**		
10.1	Basic	**1.92**	**1.77**
10.2	Diluted	**1.92**	**1.77**

For R Systems International Ltd.

Company Secretary

Financial Performance

Consolidated Profit & Loss Statement (Un-audited) for the Quarter Ended June 30, 2016

(Contribution Analysis Format; Basis Indian GAAP)

(Figures in mn, except per share data)

Particulars	Q2 2016		Q2 2015		Q1 2016	
	INR	US$	INR	US$	INR	US$
Revenues	**1,488.53**	**22.25**	**1,654.53**	**26.10**	**1,418.69**	**21.02**
Cost of revenues	948.43	14.18	1,058.84	16.70	935.88	13.87
Gross margin	**540.10**	**8.07**	**595.69**	**9.40**	**482.81**	**7.15**
	36.28%		*36.00%*		*34.03%*	
SG & A						
Expenses	318.16	4.76	357.55	5.63	349.74	5.18
	21.37%		*21.61%*		*24.65%*	
EBITDA	**221.94**	**3.31**	**238.14**	**3.77**	**133.07**	**1.97**
	14.91%		*14.39%*		*9.38%*	
Depreciation and amortization	28.03	0.42	34.45	0.54	28.31	0.42
Income from operations	**193.91**	**2.89**	**203.69**	**3.23**	**104.76**	**1.55**
Interest expense	(0.32)	(0.01)	(0.27)	(0.01)	(0.31)	(0.00)
Other income (net)	27.36	0.42	19.59	0.31	21.74	0.32
Income before income tax	**220.95**	**3.30**	**223.01**	**3.53**	**126.19**	**1.87**
Income tax provision	54.09	0.81	79.56	1.26	49.82	0.74
Net earnings	**166.86**	**2.49**	**143.45**	**2.27**	**76.37**	**1.13**

For R Systems International Ltd.

Company Secretary

Financial Performance

Consolidated Profit & Loss Statement (Un- audited) for the Six Months Ended June 30, 2016

(Contribution Analysis Format; Basis Indian GAAP)

(Figures in mn, except per share data)

Particulars	Jan to Jun 16		Jan to Jun 15	
	INR	US$	INR	US$
Revenue	**2,907.22**	**43.27**	**3,162.39**	**50.33**
Cost of revenue	1,884.31	28.05	2,053.19	32.68
Gross margin	**1,022.91**	**15.22**	**1,109.20**	**17.65**
	35.19%		*35.07%*	
SG & A				
Expenses	667.90	9.94	714.59	11.37
	22.97%		*22.60%*	
EBITDA	**355.01**	**5.28**	**394.61**	**6.28**
	12.21%		*12.48%*	
Depreciation and amortization	56.34	0.84	80.34	1.27
Income from operations	**298.67**	**4.44**	**314.27**	**5.01**
Interest expense	(0.63)	(0.01)	(0.49)	(0.01)
Other income (net)	49.10	0.74	39.61	0.63
Income before income tax	**347.14**	**5.17**	**353.39**	**5.63**
Income tax provision	103.91	1.55	127.95	2.04
Net earnings	**243.23**	**3.62**	**225.44**	**3.59**

For R Systems International Ltd.

Company Secretary

Consolidated Balance Sheet as at June 30, 2016 (As per Indian GAAP)

(Rs. in mn)

Particulars	As at		
	June 30, 2016 (Unaudited)	June 30, 2015 (Unaudited)	Mar 31, 2016 (Unaudited)
EQUITY & LIABILITIES			
Shareholders' Funds			
Share capital	126.13	126.13	126.13
Reserves and Surplus	2,600.41	1,587.15	2,420.64
Sub-Total Shareholder's Funds	**2,726.54**	**1,713.28**	**2,546.77**
Minority interest	-	-	-
Non-current liabilities			
Long-term borrowings	8.79	5.08	8.37
Deferred tax liabilities	-	-	0.25
Other long term liabilities	65.19	158.42	105.47
Long-term provisions	75.65	64.74	68.91
Subtotal - Non-current liabilities	**149.63**	**228.24**	**183.00**
Current liabilities			
Trade payables	390.77	499.83	448.59
Other current liabilities	335.69	523.36	276.89
Short-term provisions	195.05	748.76	161.29
Subtotal- Current Liabilities	**921.51**	**1,771.95**	**886.77**
TOTAL - EQUITY AND LIABILITIES	**3,797.68**	**3,713.47**	**3,616.54**
ASSETS			
Non-current assets			
Fixed assets	312.31	370.51	318.06
Goodwill on consolidation	500.80	530.31	501.03
Non-current investments	289.72	0.03	290.08
Deferred tax assets (net)	48.65	63.62	41.59
Long-term loans and advances	63.43	63.73	60.97
Other non-current assets	76.96	77.63	75.50
Subtotal - Non- current assets	**1,291.87**	**1,105.83**	**1,287.23**
Current assets			
Current Investment	118.01	-	118.01
Trade receivables	1,025.67	1,081.28	1,032.53
Cash and bank balance	1,084.20	1,097.94	918.42
Short-term loans and advances	141.55	242.24	140.87
Other current assets	136.38	186.18	119.48
Subtotal - Current Assets	**2,505.81**	**2,607.64**	**2,329.31**
TOTAL - ASSETS	**3,797.68**	**3,713.47**	**3,616.54**

For R Systems International Ltd.

Company Secretary

Consolidated Operational Data (Un-audited)

Profitability in Percentage	Quarter ended		
	June 30, 16	June 30, 15	Mar 31, 16
Revenues	100.00	100.00	100.00
Gross margin	36.28	36.00	34.03
SG & A	21.37	21.61	24.65
EBITDA	14.91	14.39	9.38
EBT	14.84	13.48	8.89
PAT	11.21	8.67	5.38

Revenue from Top 10 Clients	Quarter ended		
	June 30, 16	June 30, 15	Mar 31, 16
Top 10 Clients	31.74%	29.52%	34.14%
Top 5 Clients	19.89%	18.67%	21.57%
Top 3 Clients	13.87%	13.09%	15.27%
Largest Client	6.37%	5.72%	6.76%

Revenues by Geographies	Quarter ended		
	June 30, 16	June 30, 15	Mar 31, 16
USA	58.12%	51.49%	61.13%
Europe	18.03%	16.19%	17.06%
SEAC (South East Asia)	18.26%	17.18%	15.43%
India	1.69%	8.00%	1.76%
Others	3.90%	7.14%	4.62%
Total	100.00%	100.00%	100.00%

Utilization (excluding trainees)	Quarter ended		
	June 30, 16	June 30, 15	Mar 31, 16
Onsite	84.85%	79.24%	79.52%
Offshore	77.50%	72.52%	78.26%
Blended	78.82%	73.57%	78.51%

Utilization (including trainees)	Quarter ended		
	June 30, 16	June 30, 15	Mar 31, 16
Onsite	84.85%	79.24%	79.52%
Offshore	71.60%	67.63%	72.81%
Blended	73.83%	69.33%	74.05%

For R Systems International Ltd.

Company Secretary

Consolidated Operational Data (Un-audited)

Human resources	As at		
	June 30, 16	June 30, 15 ^	Mar 31, 16
Technical	**1,853**	**2,428**	**1,773**
Software services			
Onsite	297	318	313
Offshore	1,111	1,657	1038
BPO			
Offshore	336	304	318
Onsite	-	10	-
Trainees	**109**	**139**	**104**
Support	**315**	**369**	**299**
Total count	**2,168**	**2,797**	**2,072**

^ June 30, 2015 head count includes 838 (683 technical, 72 trainees and 83 support) associates pertaining to Indus Business Unit.

(Rs. in mn, except DSO)

Key Balance Sheet Data	As At		
	June 30, 16	June 30, 15	Mar 31, 16
Receivable	1,025.67	1,081.28	1,032.53
Receivable in days ("DSO")	53	43	55
Total cash and bank balance	1,156.81	1,167.71	989.58
Fixed assets	312.31	370.51	318.06
Shareholders' funds	2,726.54	1,713.28	2,546.77

Development/Service Centres Location	As on June 30, 2016	
	Covered areas in sq ft.	No. of seats
India		
Noida	76,980	1,460
Chennai	5,905	65
	82,885	1,525
USA		
Sacramento, CA	9,500	60
South East Asia		
Singapore	8,054	91
Malaysia	6,048	52
Thailand	592	6
Indonesia	1,109	12
	15,803	161
Europe		
Romania	14,090	126
Poland	7,908	65
Moldova	3,398	48
	25,396	239
Total	**133,584**	**1,985**

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 outsourced product development and business process outsourcing services. We help companies accelerate speed to market their products and services with a high degree of time and cost predictability by using our proprietary pSuite framework. Clients can choose services specific to their needs from R Systems iPLM suite of services. We help companies build scalable, configurable and secure products and applications; 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, Government, Healthcare, and Manufacturing and Logistic Industries. R Systems maintains fourteen 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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Extract of Standalone and Consolidated Results for the Quarter and Half Year Ended June 30, 2016

(Rs. in lakhs, 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
	30.06.2016	31.03.2016	30.06.2015	30.06.2016	30.06.2015	31.12.2015	30.06.2016	31.03.2016	30.06.2015	30.06.2016	30.06.2015	31.12.2015
(Refer Note)	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Total income from operations	6,587.30	6,531.03	8,771.24	13,118.33	16,823.53	29,379.02	15,016.11	14,268.18	16,628.70	29,284.29	31,799.55	60,972.72
Net profit from ordinary activities after tax	869.11	971.81	1,162.84	1,840.92	2,029.99	9,064.40	1,668.65	763.69	1,434.53	2,432.34	2,254.39	9,782.98
Net profit for the period / year after tax (after Extraordinary Items)	869.11	971.81	1,162.84	1,840.92	2,029.99	9,064.40	1,668.65	763.69	1,434.53	2,432.34	2,254.39	9,782.98
Paid - up equity share capital (Face value Re. 1/- each)	1,261.31	1,261.31	1,261.31	1,261.31	1,261.31	1,261.31	1,261.31	1,261.31	1,261.31	1,261.31	1,261.31	1,261.31
Reserves excluding Revaluation Reserves as at December 31, 2015						18,575.93						23,024.34
Earnings per share before extraordinary items (Face value of Re. 1/- each) (not annualised)												
Basic	0.69	0.77	0.92	1.45	1.60	7.14	1.32	0.60	1.13	1.92	1.77	7.70
Diluted	0.68	0.77	0.92	1.45	1.60	7.14	1.31	0.60	1.13	1.92	1.77	7.70
Earnings per share after extraordinary items (Face value of Re. 1/- each) (not annualised)												
Basic	0.69	0.77	0.92	1.45	1.60	7.14	1.32	0.60	1.13	1.92	1.77	7.70
Diluted	0.68	0.77	0.92	1.45	1.60	7.14	1.31	0.60	1.13	1.92	1.77	7.70

Note:

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. 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]

Place : NOIDA
Date : July 29, 2016

CERTIFIED TRUE COPY

For R Systems International Ltd.

Company Secretary

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