R SYSTEMS INTERNATIONAL LIMITED

SEI CMMI Level 5, PCMM Level 5, ISO 9001:2008 & ISO 27001:2005 Company

C-40, SECTOR-59, NOIDA - 201 307, DISTT. GAUTAM BUDH NAGAR, U.P. (INDIA)
PHONES : 0120-4303500 FAX : 0120-2587123
EMAIL : rsystems.india@rsystems.com, URL : www.rsystems.com
REGD. OFF. : B-104 A, GREATER KAILASH-I, NEW DELHI - 110 048

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

REF: SECT/09/2011/01

SEPTEMBER 01, 2011

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

Dear Sir,

SUB: DISCLOSURE FOR INTIMATIONS RECEIVED FROM GM SOLUTIONS PRIVATE LIMITED (PERSON ACTING IN CONCERT) FOR ACQUISITION OF 13,207 EQUITY SHARES

We have received intimations from GM Solutions Private Limited pursuant to Regulation 13(4A) of the SEBI (Prohibition of Insider Trading) Regulation, 1992 as amended up to August 16, 2011 for acquisition of further shares of R Systems International Limited (the "Company") and pursuant to Regulation 7(1A) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulation 1997 for acquisition of further shares of the Company while acting in concert with other PACs regarding acquisition of 13,207 equity shares comprising of 0.11% of the paid up share capital of the Company from March 01, 2011 to August 29, 2011.

After the said acquisition the total shareholding of the Promoters is 2,939,594 shares and Person Acting in Concert (including directors) is 2,957,428 shares aggregating to 5,897,022 shares comprising of 47.88% of the paid up share capital of the Company.

In this regard we are submitting herewith the required information in **Form D** pursuant to Regulation 13(6) under SEBI (Prohibition of Insider Trading) Regulation, 1992 as amended up to August 16, 2011 **(Annexure I)** and Regulation 7(3) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulation 1997 **(Annexure II).**

The disclosures submitted by GM Solutions Private Limited pursuant to Regulation 13(4A) of the SEBI (Prohibition of Insider trading) Regulations 1992 as amended up to August 16, 2011 and Regulation 7(1A) of the SEBI (Substantial Acquisition of Shares & Takeover) Regulation 1997 are also enclosed for your reference and marked as **Annexure III** and **Annexure IV** respectively.

For R SYSTEMS INTERNATIONAL LTD.

Sheetal
Company Secretary

This is for your information and records.

Thanking you.

Yours faithfully,

For R Systems International Limited

Sheetal Kapoor
(Company Secretary and Compliance Officer)

Encl : a/a

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

[Regulation 13 (4), (4A) and (6)]

Regulation 13 (4A) - Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter Group of a listed company

Name, PAN No. & address of Promoter/ Person who is part of Promoter Group/ Director/ Officer	No. & % of shares / voting rights held by the Promoter/ Person who is part of Promoter Group/ Director/ Officer	Date of receipt of allotment advice / acquisition/ ~~sale~~ of shares / voting rights	Date of intimation to company	Mode of acquisition (market purchase / public / rights / preferential offer etc.)/ ~~sale~~	No. & % of shares / voting rights post acquisition /-~~sale~~	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy Value (Rs.)	Sell quantity	Sell Value
1	2	3	3	5	6	7	8	9	10	11	12
GM Solutions Private Limited PAN: AABCG8246Q **Address:** B - 104A, Greater Kailash - I, New Delhi - 110 048	Acquired 13,207 shares (0.11%)	Acquisition between March 01, 2011 and August 29, 2011	August 30, 2011	Market Purchase	6,96,828 Shares (5.66 %)	Best Bull Stock Trading INB 0230815721	NSE	13,207	1,462,008.61	Nil	Nil

For R Systems International Limited

Sheetal

Sheetal Kapoor
(Company Secretary & Compliance Officer)

Place: **Noida**
Date : **September 01, 2011**

Annexure I

Annexure II

Format for disclosure of details of acquisition to Stock Exchanges by target company, in terms of Regulation 7(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 {Regulations}

Name of the Target company	**R Systems International Limited**	
Date of reporting	**September 1, 2011**	
Names of the Stock Exchanges where the shares of the target company are listed	**National Stock Exchange of India Limited and Bombay Stock Exchange Limited**	
Details of acquisition / sale received in terms of Reg. 7 (1) and 7 (1A)		
Names of acquirers / sellers and PACs with them	**GM Solutions Private Limited (List of Promoters and PAC is enclosed in Annexure 1)**	
Date of acquisition / sale	**Acquisition between March 01, 2011 and August 29, 2011**	
Date of receipt of intimation of allotment by acquirer / seller	**August 30, 2011**	
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / interse transfer etc).	**Open Market**	
Mode of sale (e.g. open market / MOU / off market etc.)	**Not Applicable**	
Particulars of the acquisition/ sale	**Number**	**% w.r.t. total paid up capital of Target Company**
Shares / Voting rights (VR) of the acquirer/ seller before acquisition/ sale	**683,621**	**5.55**
Shares / voting rights acquired / sold	**13,207**	**0.11**
Shares / VR of the acquirer/ seller after acquisition / sale	**696,828**	**5.66**
Paid up capital/ total voting capital of the target company before the said acquisition	**Rs. 123,168,860/-**	
Paid up capital/ total voting capital of the target company after the said acquisition	**Rs. 123,168,860/-**	

Note:

1. The disclosure shall be made within 7 days of receipt of information u/r 7(1) & 7(1A).

For R Systems International Limited

Sheetal

Sheetal Kapoor
(Company Secretary & Compliance Officer)

Place : **Noida**
Date : **September 01, 2011**

Annexure II

ANNEXURE I

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

S. No	Name of Shareholder	Category
1	Maninder Singh Uberoi	Person Acting in Concert
2	Gurjot Singh Uberoi	Person Acting in Concert
3	GMU Infosoft Private Limited	Person Acting in Concert
4	GM Solutions Private Limited	Person Acting in Concert
5	U Infosoft Private Limited	Person Acting in Concert
6	Lt. Gen. Baldev Singh (Retd.)	Person Acting in Concert
7	Sartaj Singh Rekhi	Person Acting in Concert
8	Ramneet Singh Rekhi	Person Acting in Concert
9	Mrs Kuldeep Baldev Singh	Person Acting in Concert
10	Mrs Anita Behl	Person Acting in Concert
11	Mrs. Sangeeta Uberoi	Person Acting in Concert
12	Mrs Darshan Uberoi	Person Acting in Concert
13	Mandeep Singh Sodhi	Person Acting in Concert
14	Guru Tegh Bahadur Irrevocable Trust (Trustee: Mandeep S. Sodhi)	Person Acting in Concert
15	Guru Harkrishan Irrevocable Trust (Trustee: Mandeep S. Sodhi)	Person Acting in Concert

For R Systems International Limited

Sheetal Kapoor
(Company Secretary & Compliance Officer)

Place: **Noida**
Date : **September 01, 2011**

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

[Regulation 13 (4), (4A) and (6)]

Regulation 13 (4A) - Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter Group of a listed company

Name, PAN No. & address of Promoter/ Person who is part of Promoter Group/ Director/ Officer	No. & % of shares / voting rights held by the Promoter/ Person who is part of Promoter Group/ Director/ Officer	Date of receipt of allotment advice / acquisition/ sale of shares / voting rights	Date of intimation to company	Mode of acquisition (market purchase / public / rights / preferential offer etc.)/ sale	No. & % of shares / voting rights post acquisition /-sale	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy Value (Rs.)	Sell quantity	Sell Value
1	2	3	3	5	6	7	8	9	10	11	12
GM Solutions Private Limited PAN AABCG8246Q Address: B - 104A, Greater Kailash - I, New Delhi - 110 048	Acquired 13,207 shares (0.11%)	Acquisition between March 01, 2011 and August 29, 2011	August 30, 2011	Market Purchase	6,96,828 Shares (5.66 %)	Best Bull Stock Trading INB 023015721	NSE	13,207	1,462,008 61	Nil	Nil

For G M Solutions Private Limited

Director

Place Californin
Date August 30, 2011

RS SYSTEMS INTERNATIONAL LTD.

Annexure III

Annexure IV

Format for disclosure of details of acquisition to target company and stock exchanges where the shares of the target company are listed, in terms of Regulation 7 (1A) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997

1	Name of the Target company	R Systems International Limited	
2	Name of the acquirer and PACs with the acquirer	GM Solutions Private Limited (List of Promoters and PAC is enclosed in Annexure I)	
3	Details of the acquisition as follows	No of shares	% w r t total paid up capital of Target Company
a)	Shares / Voting rights (VR) before acquisition/ sale under consideration	683,621	5.55
b)	Shares / voting rights acquired / sold	13,207	0.11
c)	Shares / VR after acquisition / sale	696,828	5.66
4	Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment/ interse transfer etc).	Market Purchase	
5	Mode of sale (e.g. open market / MOU / off market etc.)	Not Applicable	
6	Date of acquisition/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Acquisition between March 01, 2011 and August 29, 2011	
7	Paid up capital/ total voting capital of the target company before the said acquisition / sale	Rs. 123,168,860/-	
8	Paid up capital/ total voting capital of the target company after the said acquisition / sale	Rs. 123,168,860/-	

Note

1 The disclosure shall be made within 2 days of acquisition/sale.

2 The term 'acquirer' shall also include a pledgee, other than a bank or a financial institution and such pledgee shall make disclosure to the target company and the stock exchange within two days of creation of pledge

3 The stock exchange shall immediately display the above information on the trading screen, the notice board and also on its website

For GM Solutions Private Limited

(Director)
Signature of the acquirer/ Authorised Signatory

Place : **California, U.S.A.**
Date : **August 30, 2011**

R SYSTEMS INTERNATIONAL LTD.

ANNEXURE I

S. No	Name of Shareholder	Category
1	Satinder Singh Rekhi	Foreign Promoter
2	Mrs. Harpreet Rekhi	Foreign Promoter
3	Satinder & Harpreet Rekhi Family Trust (Trustee: Satinder Singh Rekhi & Harpreet Rekhi)	Foreign Promoter
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7	Sartaj Singh Rekhi	Person Acting in Concert
8	Ramneet Singh Rekhi	Person Acting in Concert
9	Mrs Kuldeep Baldev Singh	Person Acting in Concert
10	Mrs Anita Behl	Person Acting in Concert
11	Mrs. Sangeeta Uberoi	Person Acting in Concert
12	Mrs Darshan Uberoi	Person Acting in Concert
13	Mandeep Singh Sodhi	Person Acting in Concert
14	Guru Tegh Bahadur Irrevocable Trust (Trustee: Mandeep S. Sodhi)	Person Acting in Concert
15	Guru Harkrishan Irrevocable Trust (Trustee: Mandeep S. Sodhi)	Person Acting in Concert

For GM Solutions Private Limited

Director

Place : **California, U.S.A.**
Date : **August 30, 2011**

RS SYSTEMS INTERNATIONAL LTD.

Annexure IV