Annexure-B

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

| | | | |
|---|---|---|---|
| Name of the Target Company (TC) | R SYSTEMS INTERNATIONAL LIMITED | | |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | U Infosoft Private Limited<br>(List of Promoters & PAC is enclosed as Annexure-1) | | |
| Whether the acquirer belongs to Promoter/Promoter group | Yes | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | (1) National Stock Exchange of India Limited (NSE)<br>(2) BSE Limited (BSE) | | |
| Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC | Number | % w.r.t.total share/voting capital wherever applicable (*) | % w.r.t. total diluted share/voting capital of the TC (**) |
| **Before the acquisition/disposal under consideration, holding of:** | | | |
| a) Shares carrying voting rights. | 9,247,760 | 7.270 | 7.253 |
| b) Shares in the nature of encumbarance (pledge/ lien/ non-disposal undertaking/ others) | - | - | |
| c) Voting rights (VR) otherwise than by shares | - | - | - |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) | - | - | - |
| e) Total (a+b+c+d) | 9,247,760 | 7.270 | 7.253 |
| **Details of acquisition/sale** | | | |
| f) Shares carrying voting rights acquired/sold | 134,000 | 0.105 | 0.105 |
| g) Voting rights (VR) acquired/sold otherwise than by shares | - | - | - |
| h) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) acquired/sold | - | - | - |
| i) Shares encumbered / invoked/ released by the acquirer | | | |
| j) Total (f+g+h+i) | 134,000 | 0.105 | 0.105 |
| **After the acquisition/sale, holding of:** | | | |
| k) Shares carrying voting rights | 9,381,760 | 7.375 | 7.358 |
| l) Shares encumbered with the acquirer | - | - | - |
| m) VRs otherwise than by shares | - | - | - |
| n) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) after acquisition | - | - | - |
| o) Shares encumbered / invoked/ released by the acquirer | - | - | - |
| p) Total (k+l+m+n+o) | 9,381,760 | 7.375 | 7.358 |
| Mode of acquisition / sale (e.g. open market / off market/ public issue / rights issue / preferential allotment / inter-se transfer etc). | Off Market Purchase | | |
| Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable | Acquisition on June 20, 2015 | | |
| Equity share capital / total voting capital of the TC before the said acquisition / sale | Rs. 127,209,245/- (Divided into 127,209,245 paid-up Equity shares of Re. 1/- each) | | |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale | Rs. 127,209,245/- (Divided into 127,209,245 paid-up Equity shares of Re. 1/- each) | | |
| Total diluted share/voting capital of the TC after the said acquisition/sale. | Rs. 127,501,675/- (Divided into 127,501,675 Equity Shares of Re. 1/- each) | | |

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Company to the Stock Exchange under Clause 35 of the Listing Agreement i.e. March 31, 2015.

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

**For U Infosoft Private Limited**

Kuldeep.

**Director**
**Signature of the acquirer / seller / Authorised Signatory**
**Place: NOIDA**
**Date: June 23, 2015**

## ANNEXURE I

### LIST OF PROMOTERS AND PERSONS ACTING IN CONCERT WITH THEM

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

| S. No | Name of Shareholder | Category |
|---|---|---|
| 1 | GMU Infosoft Private Limited | Person Acting in Concert |
| 2 | GM Solutions Private Limited | Person Acting in Concert |
| 3 | U Infosoft Private Limited | Person Acting in Concert |
| 4 | Lt. Gen. Baldev Singh (Retd.) | Person Acting in Concert |
| 5 | Mr. Sartaj Singh Rekhi | Person Acting in Concert |
| 6 | Mr. Ramneet Singh Rekhi | Person Acting in Concert |
| 7 | Mrs Kuldeep Baldev Singh | Person Acting in Concert |
| 8 | Mrs Anita Behl | Person Acting in Concert |
| 9 | Mr. Mandeep Singh Sodhi | Person Acting in Concert |
| 10 | Mr. Raj Swaminathan | Person Acting in Concert |

**For U Infosoft Private Limited**

Kuldeep.

**Director**
**Place : NOIDA**
**Date : June 23, 2015**