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/08/2014/42 AUGUST 22, 2014

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 LT. GEN. BALDEV SINGH (RETD.) (PERSONS ACTING IN CONCERT) FOR SALE OF 72,418 EQUITY SHARES AND FROM MANDEEP SINGH SODHI (PERSONS ACTING IN CONCERT) FOR SALE OF 41,804 EQUITY SHARES OF THE COMPANY

We have received intimations from Lt. Gen. Baldev Singh (Retd.), President & Sr. Executive Director of the Company and his son, Mr. Mandeep Singh Sodhi, pursuant to Regulation 13(4) of the SEBI (Prohibition of Insider Trading) Regulation, 1992 as amended and Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulation 2011 while acting in concert with other PACs, regarding sale of equity shares of Re. 1/- each of the Company as detailed below:

Name of the PACs (acquirers)	Details of Equity Shares Sold	
	No. of Equity Shares	% to the Total Equity Share Capital of the Company
Lt. Gen. Baldev Singh (Retd.)	72,418	0.057%
Mr. Mandeep Singh Sodhi	41,804	0.033%
Total	**114,222**	**0.090%**

After the said sale the total shareholding of the Promoters is 27,208,140 shares and Person Acting in Concert (including directors) is 38,379,133 shares aggregating to 65,587,273 shares of Re. 1/- each comprising of 51.495% 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 along with disclosures received from Lt. Gen. Baldev Singh (Retd.) and Mr. Mandeep Singh Sodhi pursuant to Regulation 13(4) of the SEBI (Prohibition of Insider trading) Regulations 1992 and pursuant to Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.

This is for your information and records.

Yours faithfully,
For R Systems International Limited

R SYSTEMS INTERNATIONAL LTD.

Vikash Kumar Tiwari
(Company Secretary and Compliance Officer)

Encl : a/a

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 (Rs.)
1	2	3	3	5	6	7	8	9	10	11	12
Lt. Gen. Baldev Singh (Retd.) PAN: ASCPS4431P Contact Address: A-8 Sector-23, Noida 201 301 Ph: +91 9811158083	Pre-acquisition holding: 259,216 Shares (0.204%) Sold 72,418 shares (0.057%)	Sale from August 19, 2014 to August 22, 2014	August 22, 2014	Sale in Open Market	After sale, the total holding is 186,798 shares (0.147%)	ICICI Securities Limited SEBI Registration Number: NSE : INB 230773037 BSE : INB 011286854	NSE & BSE	Nil	Nil	72,418	3,932,519

For R Systems International Limited

Vikash Kumar Tiwari
(Company Secretary & Compliance Officer)

Place: **Noida**
Date : **August 22, 2014**

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
Mr. Mandeep Singh Sodhi S/o Lt. Gen. Baldev SIngh (Retd.) PAN : BEYPS5844H Contact Address: 4226 Greenview Dr, El Dorado Hills, CA 95762, U.S.A. Tele: 001 916 704 7077	Pre-acquisition holding: 804,588 Shares (0.632%) Sold 41,804 shares (0.033%)	Sale between August 13, 2014 to August 21, 2014	August 22, 2014	Sale in Open Market	762,784 Shares (0.599%)	Best Bull Stock Trading SEBI Regn. No - INB 230815721 (NSE) & INB 011265734 (BSE)	BSE	Nil	Nil	41,804	2,172,523

For R Systems International Limited

Vikash Kumar Tiwari
(Company Secretary & Compliance Officer)

Place: **Noida**
Date : **August 22, 2014**

August 22, 2014

To,
The Company Secretary & Compliance Officer,
R Systems International Limited,
B – 104A, Greater Kailash - I,
New Delhi - 110 048

Dear Sir,

SUB: DISCLOSURE UNDER REGULATION 13 (4) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (PROHIBITION OF INSIDER TRADING) REGULATIONS, 1992 & REGULATION 29(2) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVER) REGULATIONS, 2011

This is to inform you the sale of equity shares of R Systems International Limited by me from August 19, 2014 to August 22, 2014.

The requisite disclosure pursuant to Regulation 13(4) of SEBI (Prohibition of Insider Trading) Regulation, 1992 as amended and Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulation 2011 are enclosed.

This is for your information & records.

Thanking you.

Yours faithfully,

Lt. Gen. Baldev Singh (Retd.)

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 (Rs.)
1	2	3	3	5	6	7	8	9	10	11	12
Lt. Gen. Baldev Singh (Retd.) PAN: ASCPS4431P **Contact Address:** A-8 Sector-23, Noida 201 301 Ph: +91 9811158083	Pre-acquisition holding: 259,216 Shares (0.204%) Sold 72,418 shares (0.057%)	Sale from August 19, 2014 to August 22, 2014	August 22, 2014	Sale in Open Market	After sale, the total holding is 186,798 shares (0.147%)	ICICI Securities Limited SEBI Registration Number: NSE : INB 230773037 BSE : INB 011286854	NSE & BSE	Nil	Nil	72,418	3,932,519

Lt. Gen. Baldev Singh (Retd.)

Place: **Noida**
Date : **August 22, 2014**

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	**Lt. Gen. Baldev Singh (Retd.)** **(List of Promoters & PAC is enclosed as Annexure-1)**		
Whether the acquirer belongs to Promoter/Promoter group	**No**		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	**(1) National Stock Exchange of India Limited (NSE)** **(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	**259,216**	**0.204**	**0.202**
b) Shares in the nature of encumberance (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)	**27,700**	**0.022**	**0.022**
e) Total (a+b+c+d)	**286,916**	**0.225**	**0.224**
Details of acquisition/sale			
f) Shares carrying voting rights ~~acquired~~/sold	**72,418**	**0.057**	**0.056**
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)	**72,418**	**0.057**	**0.056**
After the acquisition/sale, holding of:			
k) Shares carrying voting rights	**186,798**	**0.147**	**0.146**
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	**27,700**	**0.022**	**0.022**
p) Total (k+l+m+n+o)	**214,498**	**0.168**	**0.167**
Mode of acquisition / sale (e.g. open market / off market/ public issue / rights issue / preferential allotment / inter-se transfer etc).	**Sale in Open Market**		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	**Sale from August 19, 2014 to August 22, 2014**		
Equity share capital / total voting capital of the TC before the said acquisition / sale	**Rs. 127,367,180/- (Divided into 127,367,180 paid-up Equity shares of Re. 1/- each)**		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	**Rs. 127,367,180/- (Divided into 127,367,180 paid-up Equity shares of Re. 1/- each)**		
Total diluted share/voting capital of the TC after the said acquisition/sale.	**Rs. 128,281,260/- (Divided into 128,281,260 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.

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

Signature of the ~~acquirer~~ / seller / ~~Authorised Signatory~~
Place: NOIDA
Date:August 22, 2014

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

Lt. Gen. Baldev Singh (Retd.)
Place : NOIDA
Date : August 22, 2014

August 22, 2014

To,
The Company Secretary & Compliance Officer,
R Systems International Limited,
B – 104A, Greater Kailash - I,
New Delhi - 110 048

Dear Sir,

SUB: DISCLOSURE UNDER REGULATION 13 (4) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (PROHIBITION OF INSIDER TRADING) REGULATIONS, 1992 & REGULATION 29(2) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVER) REGULATIONS, 2011

This is to inform you the sale of equity shares of R Systems International Limited by me between August 13, 2014 to August 21, 2014.

The requisite disclosure pursuant to Regulation 13(4) of SEBI (Prohibition of Insider Trading) Regulation, 1992 as amended and Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulation 2011 are enclosed.

This is for your information & records.

Thanking you.

Yours faithfully,

Mandeep Singh Sodhi

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
Mr. Mandeep Singh Sodhi S/o Lt. Gen. Baldev Singh (Retd.) PAN: BEYPS5844H **Contact Address:** 4226 Greenview Dr, El Dorado Hills, CA 95762, U.S.A **Tele:** 001 916 704 7077	Pre-acquisition holding 804,588 Shares (0.632%) Sold 41,804 shares (0.033%)	Sale between August 13, 2014 to August 21, 2014	August 22, 2014	Sale in Open Market	762,784 Shares (0.599%)	Best Bull Stock Trading SEBI Regn No - INB 230815721 (NSE) & INB 011265734 (BSE)	BSE	Nil	Nil	41,804	2,172,523

Mandeep Singh Sodhi

Place: CA, U.S.A.
Date: **August 22, 2014**

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	**Mandeep Singh Sodhi (List of Promoters & PAC is enclosed as Annexure-1)**		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	**(1) National Stock Exchange of India Limited (NSE) (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	**804,588**	**0.632**	**0.627**
b) Shares in the nature of encumberance (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 TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	**804,588**	**0.632**	**0.627**
Details of acquisition/sale			
f) Shares carrying voting rights ~~acquired~~/sold	**41,804**	**0.033**	**0.033**
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 TC (specify holding in each category) acquired/ sold	-	-	-
i) Shares encumbered / invoked/ released by the acquirer	-	-	-
j) Total (f+g+h+i)	**41,804**	**0.033**	**0.033**
After the acquisition/sale, holding of:			
k) Shares carrying voting rights	**762,784**	**0.599**	**0.595**
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 TC (specify holding in each category) after acquisition	-	-	-
o) Shares encumbered / invoked/ released by the acquirer	-	-	-
p) Total (k+l+m+n+o)	**762,784**	**0.599**	**0.595**
Mode of acquisition / sale (e.g. open market / off market/ public issue / rights issue / preferential allotment / inter-se transfer etc)	**Sale in Open Market**		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	**Sale between August 13, 2014 to August 21, 2014**		
Equity share capital / total voting capital of the TC before the said acquisition / sale	**Rs. 127,367,180/- (Divided into 127,367,180 paid-up Equity shares of Re. 1/- each)**		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	**Rs. 127,367,180/- (Divided into 127,367,180 paid-up Equity shares of Re. 1/- each)**		
Total diluted share/voting capital of the TC after the said acquisition/sale	**Rs. 128,281,260/- (Divided into 128,281,260 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.

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

Mandeep Singh Sodhi
Signature of the ~~acquirer~~ / seller / ~~Authorised Signatory~~
Place: CA, U.S.A.
Date: August 22, 2014

ANNEXURE 1

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 Rekhi)	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

Mandeep Singh Sodhi
Place : CA, U.S.A.
Date :August 22, 2014