

## 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                                                                                                               | Vinay Narjit Singh Behl<br>(List of Promoters & PAC is enclosed as Annexure-I)     |                                                             |                                                            |
| 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)<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 (**) |
| <b>Before the acquisition/disposal under consideration, holding of:</b>                                                                                                                     |                                                                                    |                                                             |                                                            |
| a) Shares carrying voting rights                                                                                                                                                            | 21,250                                                                             | 0.017                                                       | 0.017                                                      |
| b) Shares in the nature of encumbrance (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)                                                                                                                                                                          | 21,250                                                                             | 0.017                                                       | 0.017                                                      |
| <b>Details of acquisition/sale</b>                                                                                                                                                          |                                                                                    |                                                             |                                                            |
| f) Shares carrying voting rights acquired/sold                                                                                                                                              | 21,250                                                                             | 0.017                                                       | 0.017                                                      |
| 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)                                                                                                                                                                          | 21,250                                                                             | 0.017                                                       | 0.017                                                      |
| <b>After the acquisition/sale, holding of:</b>                                                                                                                                              |                                                                                    |                                                             |                                                            |
| k) Shares carrying voting rights                                                                                                                                                            | 0.000                                                                              | 0.000                                                       | 0.000                                                      |
| 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)                                                                                                                                                                        | 0.000                                                                              | 0.000                                                       | 0.000                                                      |
| 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 on March 06, 2014                                                             |                                                             |                                                            |
| Equity share capital / total voting capital of the TC before the said acquisition / sale                                                                                                    | Rs. 126,654,580/- (Divided into 126,654,580 paid-up Equity shares of Re. 1/- each) |                                                             |                                                            |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale                                                                                                      | Rs. 126,654,580/- (Divided into 126,654,580 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/warrants into equity shares of the TC.

Signature of the acquirer / Authorised Signatory

Place: CA, U.S.A.

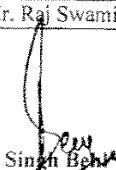
Date: March 07, 2014

## 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 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 |

  
Vinay Narjit Singh Behl  
Place : CA, U.S.A.  
Date : March 07, 2014