

## Statement Showing Shareholding Pattern

Name of the Company : **R SYSTEMS INTERNATIONAL LIMITED**

Script Code : **RSYSTEMS**

Quarter Ended : **31-Dec-08**

Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares	
					As a percentage of(A+B) <sup>1</sup>	As a percentage of (A+B+C)
<b>(A)</b>	<b>Shareholding of Promoter and Promoter Group<sup>2</sup></b>					
<b>1</b>	<b>Indian</b>					
(a)	Individuals/ Hindu Undivided Family	5	8,246	0	0.06	0.06
(b)	Central Government/ State Government(s)	0	0	0	0.00	0.00
(c)	Bodies Corporate	3	1,990,099	278,539	14.80	14.80
(d)	Financial Institutions/ Banks	0	0	0	0.00	0.00
(e)	Any Others(Specify)	0	0	0	0.00	0.00
(e-i)					0.00	0.00
(e-ii)					0.00	0.00
	<b>Sub Total(A)(1)</b>	<b>8</b>	<b>1,998,345</b>	<b>278,539</b>	<b>14.86</b>	<b>14.86</b>
<b>2</b>	<b>Foreign</b>					
a	Individuals (Non-Residents Individuals/ Foreign Individuals)	4	385,830	241,232	2.87	2.87
b	Bodies Corporate (OCB)	1	927,200	0	6.89	6.89
c	Institutions	0	0	0	0.00	0.00
d	Any Others(Specify) (Foreign Trust)	3	2,430,918	0	18.07	18.07
d-i		0	0	0	0.00	0.00
d-ii					0.00	0.00
	<b>Sub Total(A)(2)</b>	<b>8</b>	<b>3,743,948</b>	<b>241,232</b>	<b>27.84</b>	<b>27.84</b>
	<b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b>	<b>16</b>	<b>5,742,293</b>	<b>519,771</b>	<b>42.69</b>	<b>42.69</b>
<b>(B)</b>	<b>Public shareholding</b>					
<b>1</b>	<b>Institutions</b>					
(a)	Mutual Funds/ UTI	2	716,020	716,020	5.32	5.32
(b)	Financial Institutions /Banks	0	0	0	0.00	0.00
(c)	Central Government/ State Government(s)	0	0	0	0.00	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0.00
(e)	Insurance Companies	0	0	0	0.00	0.00
(f)	Foreign Institutional Investors	0	0	0	0.00	0.00
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00
(h)	Any Other (specify)	0	0	0	0.00	0.00
(h-i)	NIL	0	0	0	0.00	0.00
(h-ii)	NIL	0	0	0	0.00	0.00
	<b>Sub-Total (B)(1)</b>	<b>2</b>	<b>716,020</b>	<b>716,020</b>	<b>5.32</b>	<b>5.32</b>
<b>B 2</b>	<b>Non-institutions</b>					
(a)	Bodies Corporate #	390	2,017,397	2,002,197	15.00	15.00
(b)	Individuals					
I	Individuals -i. Individual shareholders holding nominal share capital up to Rs 1 lakh	22,970	2,879,243	2,828,948	21.41	21.41
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	26	2,010,710	1,854,990	14.95	14.95
(c)	Any Other (Clearing Member)	16	9,150	9,150	0.07	0.07
(c-i)	Any Other (Trust)	4	75,223	1,325	0.56	0.56
(c-ii)	NIL	0	0	0	0.00	0.00
	<b>Sub-Total (B)(2)</b>	<b>23,406</b>	<b>6,991,723</b>	<b>6,696,610</b>	<b>51.98</b>	<b>51.98</b>
<b>(B)</b>	<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>23,408</b>	<b>7,707,743</b>	<b>7,412,630</b>	<b>57.31</b>	<b>57.31</b>
	<b>TOTAL (A)+(B)</b>	<b>23,424</b>	<b>13,450,036</b>	<b>7,932,401</b>	<b>100.00</b>	<b>100.00</b>
<b>(C)</b>	Shares held by Custodians and against which Depository Receipts have been issued	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>23,424</b>	<b>13,450,036</b>	<b>7,932,401</b>	<b>100.00</b>	<b>100.00</b>

# Includes 300 shares held by R Systems International Limited under the Offer for Buy Back pursuant to the Public Announcement dated October 15, 2008.

Please note that the issued and paid up share capital as on September 30, 2008 was Rs. 135,827,060 divided into 13,582,706 equity shares of Rs. 10 each and as on December 31, 2008 was Rs. 134,500,360 divided into 13,450,036 equity shares of Rs. 10 each. During the quarter ended December 31, 2008 the Company had bought back and extinguished 132,670 equity shares of Rs. 10 each pursuant to the Offer for Buy Back as per the Public Announcement dated October 15, 2008.

(I)(b) Statement showing Shareholding of persons belonging to the category  
“Promoter and Promoter Group”

Sr. No.	Name of the shareholder	Number of shares	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	Maninder Singh Uberoi	190	0.00
2	Gurjot Singh Uberoi	304	0.00
3	Mrs Kuldeep Baldev Singh	38	0.00
4	Mrs Anita Behl	7,638	0.06
5	Mrs Darshan Uberoi	76	0.00
6	GM Solutions Pvt. Ltd.	679,859	5.05
7	GMU Infosoft Pvt. Ltd.	655,120	4.87
8	U Infosoft Private Limited	655,120	4.87
9	Satinder Singh Rekhi	90,600	0.67
10	Mrs. Harpreet Rekhi	76	0.00
11	Sartaj Singh Rekhi	168,553	1.25
12	Ramneet Singh Rekhi	126,601	0.94
13	RightMatch Holdings Ltd	927,200	6.89
14	Satinder & Harpreet Rekhi Family Trust (Trustee: Satinder Singh Rekhi & Harpreet Rekhi)	1,921,718	14.29
15	Guru Tegh Bahadur Irrevocable Trust (Trustee: Mandeep S. Sodhi)	254,600	1.89
16	Guru Harkrishan Irrevocable Trust (Trustee: Mandeep S. Sodhi)	254,600	1.89
	<b>TOTAL</b>	<b>5,742,293</b>	<b>42.69</b>

(I)(c) Statement showing Shareholding of persons belonging to the category “Public” and holding more than 1% of the total number of shares

Sr. No.	Name of the shareholder	Number of shares	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	Reliance Capital Trustee Co. Ltd A/C Reliance Equity Opportunities Fund	700,000	5.20
2	Anmol Finpro Pvt.	604,046	4.49
3	GE Capital Mauritius Equity Investment	596,695	4.44
4	Manmohan Singh Passi	580,400	4.32
5	Bhavook Tripathi	437,973	3.26
6	O'Neil Nalavadi & Meera Nalavadi	240,000	1.78
7	GE Strategic Investment India	178,000	1.32
	<b>TOTAL</b>	<b>3,337,114</b>	<b>24.81</b>

(I)(d) Statement showing details of locked-in shares

Sr. No.	Name of the shareholder	* Category of Shareholders (Promoters / Public)	Number of locked-in shares	Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	RightMatch Holdings Ltd	Promoter	927,200	6.89
2	Satinder & Harpreet Rekhi Family Trust (Trustee: Satinder Singh Rekhi & Harpreet Rekhi)	Promoter	1,823,736	13.56
	<b>TOTAL</b>		<b>2,750,936</b>	<b>20.45</b>

(II)(a) Statement showing details of Depository Receipts (DRs)

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	NIL	NIL	NIL	0.00
2				0.00
3				0.00
4				0.00
5				0.00
6				0.00
7				0.00
8				0.00
9				0.00
	<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

(II)(b) Statement showing Holding of Depository Receipts (DRs), where underlying shares are in excess of 1% of the total number of shares

Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	NIL	NIL	NIL	0.00
2				0.00
3				0.00
4				0.00
5				0.00
6				0.00
7				0.00
8				0.00
9				0.00
	<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**DISTRIBUTION SCHEDULE AS ON DECEMBER 31, 2008**

Share or Debenture holding of nominal value	Share / Debenture Holders		Share / Debenture Amount	
	Rs.	Number	% to total	Amount in Rs.
(1)	(2)	(3)	(4)	(5)
Upto 2,500	21,351	91.150	13,948,870	10.371
2,501 - 5,000	1,142	4.875	4,400,680	3.272
5,001 - 10,000	521	2.224	4,045,360	3.008
10,001 - 20,000	214	0.914	3,193,330	2.374
20,001 - 30,000	48	0.205	1,204,230	0.895
30,001 - 40,000	31	0.132	1,133,790	0.843
40,001 - 50,000	24	0.102	1,138,020	0.846
50,001 - 100,000	40	0.171	2,918,100	2.170
Above 100,000	53	0.226	102,517,980	76.221
<b>Total</b>	<b>23,424</b>	<b>100.000</b>	<b>134,500,360</b>	<b>100.000</b>