

Statement Showing Shareholding Pattern

Name of the Company : R SYSTEMS INTERNATIONAL LIMITED

Scrip Code : RSYSTEMS

Quarter Ended : MARCH 31, 2009

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		Shares Pledged or otherwise encumbered	
					As a percentage of(A+B) ¹	As a percentage of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)=(VIII)/(IV)*100
(A)	Shareholding of Promoter and Promoter Group²							
1	Indian							
(a)	Individuals/ Hindu Undivided Family	5	8,246	0	0.06	0.06	0	0.00
(b)	Central Government/ State Government(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	3	1,990,099	1,334,979	15.33	15.33	0	0.00
(d)	Financial Institutions/ Banks	0	0	0	0.00	0.00	0	0.00
(e)	Any Others(Specify)	0	0	0	0.00	0.00	0	0.00
	Sub Total(A)(1)	8	1,998,345	1,334,979	15.39	15.39	0	0.00
2	Foreign							
a	Individuals (Non-Residents Individuals/ Foreign Individuals)	4	385,830	385,754	2.97	2.97	0	0.00
b	Bodies Corporate (OCB)	1	927,200	0	7.14	7.14	0	0.00
c	Institutions	0	0	0	0.00	0.00	0	0.00
d	Any Others(Specify) (Foreign Trust)	3	2,430,918	0	18.72	18.72	0	0.00
d-i		0	0	0	0.00	0.00	0	0.00
d-ii		0	0	0	0.00	0.00	0	0.00
	Sub Total(A)(2)	8	3,743,948	385,754	28.83	28.83	0	0.00
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	16	5,742,293	1,720,733	44.22	44.22	0	0.00
(B)	Public shareholding						NA	NA
1	Institutions						NA	NA
(a)	Mutual Funds/ UTI	1	700,000	700,000	5.39	5.39		
(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		
	Sub-Total (B)(1)	1	700,000	700,000	5.39	5.39		
B 2	Non-institutions						NA	NA
(a)	Bodies Corporate #	351	1,649,425	1,634,225	12.70	12.70		
(b)	Individuals							
I	Individuals -i. Individual shareholders holding nominal share capital up to Rs 1 lakh	22,736	2,781,677	2,731,379	21.42	21.42		
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	24	2,014,410	1,896,690	15.51	15.51		
(c)	Any Other (Clearing Member)	27	22,453	22,453	0.17	0.17		
(c-i)	Any Other (Trust)	4	75,223	1,325	0.58	0.58		
(c-ii)	NIL	0	0	0	0.00	0.00		
	Sub-Total (B)(2)	23,142	6,543,188	6,286,072	50.39	50.39		
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	23,143	7,243,188	6,986,072	55.78	55.78	NA	NA
	TOTAL (A)+(B)	23,159	12,985,481	8,706,805	100.00	100.00		
(C)	Shares held by Custodians and against which Depository Receipts have been issued	0	0	0	NA	0.00	NA	NA
	GRAND TOTAL (A)+(B)+(C)	23,159	12,985,481	8,706,805	NA	100.00		

Includes 26,700 equity shares held for extinguishment 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 December 31, 2008 was Rs 134,500,360 divided into 13,450,036 equity shares of Rs 10 each. During the quarter ended March 31, 2009 the Company had bought back and extinguished 464,555 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	Total shares held		Shares Pledged or otherwise encumbered		
		Number	As a % of Grand Total (A)+(B)+(C)	Number	As a percentage	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a)
(I)	(II)	(III)	(IV)	(V)	(VI)=(V)/(III)*100	(VII)
1	Maninder Singh Uberoi	190	0.00	0	0.00	0.00
2	Gurjot Singh Uberoi	304	0.00	0	0.00	0.00
3	Mrs Kuldeep Baldev Singh	38	0.00	0	0.00	0.00
4	Mrs Anita Behl	7,638	0.06	0	0.00	0.00
5	Mrs Darshan Uberoi	76	0.00	0	0.00	0.00
6	GM Solutions Pvt. Ltd.	679,859	5.24	0	0.00	0.00
7	GMU Infosoft Pvt. Ltd.	655,120	5.05	0	0.00	0.00
8	U Infosoft Private Limited	655,120	5.05	0	0.00	0.00
9	Satinder Singh Rekhi	90,600	0.70	0	0.00	0.00
10	Mrs. Harpreet Rekhi	76	0.00	0	0.00	0.00
11	Sartaj Singh Rekhi	168,553	1.30	0	0.00	0.00
12	Ramneet Singh Rekhi	126,601	0.97	0	0.00	0.00
13	RightMatch Holdings Ltd	927,200	7.14	0	0.00	0.00
14	Satinder & Harpreet Rekhi Family Trust (Trustee: Satinder Singh Rekhi & Harpreet Rekhi)	1,921,718	14.80	0	0.00	0.00
15	Guru Tegh Bahadur Irrevocable Trust (Trustee: Mandeep S. Sodhi)	254,600	1.96	0	0.00	0.00
16	Guru Harkrishan Irrevocable Trust (Trustee: Mandeep S. Sodhi)	254,600	1.96	0	0.00	0.00
	TOTAL	5,742,293	44.22	0	0.00	0.00

(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	5.39
2	GE Capital Mauritius Equity Investment	596,695	4.60
3	Manmohan Singh Passi	580,400	4.47
4	Bhavook Tripathi	490,346	3.78
5	Anmol Finpro Pvt.	382,078	2.94
6	O'Neil Nalavadi & Meera Nalavadi	240,000	1.85
7	GE Strategic Investment India	178,000	1.37
	TOTAL	3,167,519	24.39

(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	7.14
2	Satinder & Harpreet Rekhi Family Trust (Trustee: Satinder Singh Rekhi & Harpreet Rekhi)	Promoter	1,823,736	14.04
	TOTAL		2,750,936	21.18

(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
	TOTAL	0	0	0.00

(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
	TOTAL	0	0	0.00

DISTRIBUTION SCHEDULE AS ON MARCH 31, 2009

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	21,148	91.317	13,733,600	10.576
2,501 - 5,000	1,143	4.935	4,409,750	3.396
5,001 - 10,000	485	2.094	3,781,760	2.912
10,001 - 20,000	199	0.859	2,930,160	2.256
20,001 - 30,000	45	0.194	1,125,760	0.867
30,001 - 40,000	28	0.121	1,000,180	0.770
40,001 - 50,000	21	0.091	987,560	0.761
50,001 - 100,000	40	0.173	2,964,480	2.283
Above 100,000	50	0.216	98,921,560	76.179
Total	23,159	100.000	129,854,810	100.000