

## I (a) Statement Showing Shareholding Pattern

Name of the Company : R SYSTEMS INTERNATIONAL LIMITED  
Scrip Code : 532735  
Name of the Scrip : RSYSTEMS  
Class of Security : Equity Shares of Rs. 10 each  
Period Ended : JUNE 30, 2009

| Category code<br>(I) | Category of Shareholder<br>(II)   | Number of Shareholders<br>(III) | Total number of shares<br>(IV) | Number of shares held in dematerialized form<br>(V) | Total shareholding as a percentage of total number of shares |                                     | Shares Pledged or otherwise encumbered |   |
|----------------------|---|---------------------------------|--------------------------------|---|--|-------------------------------------|--|---|
|                      |   |                                 |                                |   | As a percentage of (A+B) <sup>1</sup><br>(VI)                | As a percentage of (A+B+C)<br>(VII) | Number of shares<br>(VIII)             | As a percentage<br>(IX)=(VIII)/(IV)*100 |
| <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   | 0.07   | 0.07                                | 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   | 15.77  | 15.77                               | 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                                    |
|                      | <b>Sub Total(A)(1)</b>  | <b>8</b>                        | <b>1,998,345</b>               | <b>1,334,979</b>                                    | <b>15.84</b>   | <b>15.84</b>                        | <b>0.00</b>                            | <b>0.00</b>                             |
| <b>2</b>             | <b>Foreign</b>  |                                 |                                |   |  |                                     |  |   |
| (a)                  | Individuals (Non-Residents Individuals/ Foreign Individuals)                          | 4                               | 385,830                        | 385,754   | 3.06   | 3.06                                | 0                                      | 0.00                                    |
| (b)                  | Bodies Corporate (OCB)  | 1                               | 927,200                        | 0   | 7.35   | 7.35                                | 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   | 19.26  | 19.26                               | 0                                      | 0.00                                    |
|                      | <b>Sub Total(A)(2)</b>  | <b>8</b>                        | <b>3,743,948</b>               | <b>385,754</b>                                      | <b>29.67</b>   | <b>29.67</b>                        | <b>0</b>                               | <b>0.00</b>                             |
|                      | <b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b>           | <b>16</b>                       | <b>5,742,293</b>               | <b>1,720,733</b>                                    | <b>45.50</b>   | <b>45.50</b>                        | <b>0</b>                               | <b>0.00</b>                             |
| <b>(B)</b>           | <b>Public shareholding</b>  |                                 |                                |   |  |                                     | NA                                     | NA                                      |
| <b>1</b>             | <b>Institutions</b>   |                                 |                                |   |  |                                     | NA                                     | NA                                      |
| (a)                  | Mutual Funds/ UTI   | 1                               | 700,000                        | 700,000   | 5.55   | 5.55                                |  |   |
| (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>1</b>                        | <b>700,000</b>                 | <b>700,000</b>                                      | <b>5.55</b>  | <b>5.55</b>                         |  |   |
| <b>B 2</b>           | <b>Non-institutions</b>   |                                 |                                |   |  |                                     | NA                                     | NA                                      |
| (a)                  | Bodies Corporate #  | 344                             | 1,394,521                      | 1,379,321   | 11.05  | 11.05                               |  |   |
| (b)                  | Individuals   |                                 |                                |   |  |                                     |  |   |
| I                    | Individuals -i. Individual shareholders holding nominal share capital up to Rs 1 lakh | 22,170                          | 2,721,156                      | 2,672,503   | 21.56  | 21.56                               |  |   |
| II                   | ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.    | 23                              | 1,962,594                      | 1,844,874   | 15.55  | 15.55                               |  |   |
| (c)                  | Any Other (Clearing Member)   | 37                              | 23,508                         | 23,508  | 0.19   | 0.19                                |  |   |
| (c-i)                | Any Other (Trust)   | 4                               | 75,223                         | 1,325   | 0.60   | 0.60                                |  |   |
| (c-ii)               | NIL   | 0                               | 0                              | 0   | 0.00   | 0.00                                |  |   |
|                      | <b>Sub-Total (B)(2)</b>   | <b>22,578</b>                   | <b>6,177,002</b>               | <b>5,921,531</b>                                    | <b>48.95</b>   | <b>48.95</b>                        |  |   |
|                      | <b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>                                   | <b>22,579</b>                   | <b>6,877,002</b>               | <b>6,621,531</b>                                    | <b>54.50</b>   | <b>54.50</b>                        | NA                                     | NA                                      |
|                      | <b>TOTAL (A)+(B)</b>  | <b>22,595</b>                   | <b>12,619,295</b>              | <b>8,342,264</b>                                    | <b>100.00</b>  | <b>100.00</b>                       |  |   |
| (C)                  | Shares held by Custodians and against which Depository Receipts have been issued      | 0                               | 0                              | 0   | 0.00   | 0.00                                | NA                                     | NA                                      |
|                      | <b>GRAND TOTAL (A)+(B)+(C)</b>  | <b>22,595</b>                   | <b>12,619,295</b>              | <b>8,342,264</b>                                    | <b>100.00</b>  | <b>100.00</b>                       |  |   |

# Includes 17,015 equity 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 March 31, 2009 was Rs. 129,854,810 divided into 12,985,481 equity shares of Rs. 10 each and as on June 30, 2009 was Rs. 126,192,950 divided into 12,619,295 equity shares of Rs. 10 each. During the period from April 01, 2009 to June 30, 2009 the Company had bought back and extinguished 366,186 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           | 5.39                              | 0                                      | 0.00               | 0.00   |
| 7       | GMU Infosoft Pvt. Ltd.  | 655,120           | 5.19                              | 0                                      | 0.00               | 0.00   |
| 8       | U Infosoft Private Limited  | 655,120           | 5.19                              | 0                                      | 0.00               | 0.00   |
| 9       | Satinder Singh Rekhi  | 90,600            | 0.72                              | 0                                      | 0.00               | 0.00   |
| 10      | Mrs. Harpreet Rekhi   | 76                | 0.00                              | 0                                      | 0.00               | 0.00   |
| 11      | Sartaj Singh Rekhi  | 168,553           | 1.34                              | 0                                      | 0.00               | 0.00   |
| 12      | Ramneet Singh Rekhi   | 126,601           | 1.00                              | 0                                      | 0.00               | 0.00   |
| 13      | RightMatch Holdings Ltd   | 927,200           | 7.35                              | 0                                      | 0.00               | 0.00   |
| 14      | Satinder & Harpreet Rekhi Family Trust (Trustee: Satinder Singh Rekhi & Harpreet Rekhi) | 1,921,718         | 15.23                             | 0                                      | 0.00               | 0.00   |
| 15      | Guru Tegh Bahadur Irrevocable Trust (Trustee: Mandeep S. Sodhi)                         | 254,600           | 2.02                              | 0                                      | 0.00               | 0.00   |
| 16      | Guru Harkrishan Irrevocable Trust (Trustee: Mandeep S. Sodhi)                           | 254,600           | 2.02                              | 0                                      | 0.00               | 0.00   |
|         | <b>TOTAL</b>  | <b>5,742,293</b>  | <b>45.50</b>                      | <b>0</b>                               | <b>0.00</b>        | <b>0.00</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          | 5.55   |
| 2       | GE Capital Mauritius Equity Investment                                  | 596,695          | 4.73   |
| 3       | Manmohan Singh Passi  | 580,400          | 4.60   |
| 4       | Bhavook Tripathi  | 482,910          | 3.83   |
| 5       | O'Neil Nalavadi & Meera Nalavadi  | 240,000          | 1.90   |
| 6       | GE Strategic Investment India   | 178,000          | 1.41   |
|         | <b>TOTAL</b>  | <b>2,778,005</b> | <b>22.01</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       | 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)(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>   |

**(III)(a) Statement showing the voting pattern of shareholders, if more than one class of shares / securities is issued by the issuer**

R Systems International Limited is having only one class of shares i.e. Equity Shares of Rs. 10 each. Accordingly the aforesaid details are not applicable.

**DISTRIBUTION SCHEDULE AS ON JUNE 30, 2009**

| Share or Debenture holding<br>of nominal value | Share / Debenture Holders |                | Share / Debenture Amount |                      |
|--|---------------------------|----------------|--------------------------|----------------------|
|  | Rs.<br>(1)                | Number<br>(2)  | % to total<br>(3)        | Amount in Rs.<br>(4) |
| Upto 2,500                                     | 20,655                    | 91.414         | 13,322,340               | 10.557               |
| 2,501 - 5,000                                  | 1,101                     | 4.873          | 4,249,590                | 3.368                |
| 5,001 - 10,000                                 | 457                       | 2.023          | 3,580,680                | 2.837                |
| 10,001 - 20,000                                | 197                       | 0.872          | 2,932,890                | 2.324                |
| 20,001 - 30,000                                | 40                        | 0.177          | 1,023,970                | 0.811                |
| 30,001 - 40,000                                | 35                        | 0.155          | 1,259,290                | 0.998                |
| 40,001 - 50,000                                | 22                        | 0.097          | 1,037,070                | 0.822                |
| 50,001 - 100,000                               | 39                        | 0.173          | 2,892,610                | 2.292                |
| Above 100,000                                  | 49                        | 0.217          | 95,894,510               | 75.990               |
| <b>Total</b>                                   | <b>22,595</b>             | <b>100.000</b> | <b>126,192,950</b>       | <b>100.000</b>       |