

(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 Re. 1 /- each		
Quarter Ended :	DECEMBER 31, 2014		
Partly paid-up shares	Number of partly paid-up shares	As a % of total number of partly paid-up shares	As a % of total number of shares of the Company
Held by promoter / promoter group	N.A.	N.A.	N.A.
Held by public	N.A.	N.A.	N.A.
Total	N.A.	N.A.	N.A.
Outstanding convertible securities (Outstanding Options under prevailing ESOP / ESOS)	Number of outstanding securities	As a % of total number of outstanding convertible securities	As a % of total number of shares of the company, assuming full conversion of the convertible securities
Held by promoter / promoter group	-	-	-
Held by public (Employees)	347,430	100.00	0.27
Total	347,430	100.00	0.27
Warrants	Number of warrants	As a % of total number of warrants	As a % of total number of shares of the company, assuming full conversion of warrants
Held by promoter / promoter group	N.A.	N.A.	N.A.
Held by public	N.A.	N.A.	N.A.
Total	N.A.	N.A.	N.A.
Total paid-up capital of the company, assuming full conversion of warrants and convertible securities	Rs. 127,806,010 divided into 127,806,010 equity shares of Re. 1 each.		

N.A. - Not Applicable

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 (IX)=(VIII)/(IV)*100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
(A)	Promoter and Promoter Group							
(1)	Indian							
(a)	Individuals / Hindu Undivided Family	2	19,777	19,777	0.02	0.02	0	0.00
(b)	Central Government / State Government(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	3	26,476,019	26,476,019	20.77	20.77	0	0.00
(d)	Financial Institutions / Banks	0	0	0	0.00	0.00	0	0.00
(e)	Any Other (Specify)	0	0	0	0.00	0.00	0	0.00
	Sub Total(A)(1)	5	26,495,796	26,495,796	20.79	20.79	0.00	0.00
(2)	Foreign							
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	4	12,367,430	12,367,430	9.70	9.70	0	0.00
(b)	Bodies Corporate (OCB)	1	9,272,000	9,272,000	7.27	7.27	0	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00
(e)	Any Other (Foreign Trust)	1	16,325,180	16,325,180	12.81	12.81	0	0.00
	Sub Total(A)(2)	6	37,964,610	37,964,610	29.79	29.79	0	0.00
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	11	64,460,406	64,460,406	50.57	50.57	0	0.00
(B)	Public shareholding						NA	NA
(1)	Institutions						NA	NA
(a)	Mutual Funds / UTI	0	0	0	0.00	0.00		
(b)	Financial Institutions / Banks	2	27,567	27,567	0.02	0.02		
(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)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(i)	Any Other (specify)	0	0	0	0.00	0.00		
	Sub-Total (B)(1)	2	27,567	27,567	0.02	0.02		
(2)	Non-institutions						NA	NA
(a)	Bodies Corporate	295	1,485,281	1,485,281	1.17	1.17		
(b)	Individuals -							
	i. Individual shareholders holding nominal share capital up to Rs 1 lakh	11,585	9,761,922	9,505,090	7.66	7.66		
	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	17	50,912,067	50,798,067	39.94	39.94		
(c)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(d)	Any Other (Clearing Member)	79	72,357	72,357	0.06	0.06		
(d-i)	Any Other (Trust)*	1	738,980	0	0.58	0.58		
	Sub-Total (B)(2)	11,977	62,970,607	61,860,795	49.40	49.40		
	Total Public Shareholding (B) = (B)(1)+(B)(2)	11,979	62,998,174	61,888,362	49.43	49.43	NA	NA
	TOTAL (A)+(B)	11,990	127,458,580	126,348,768	100.00	100.00		
(C)	Shares held by Custodians and against which Depository Receipts have been issued						NA	NA
(1)	Promoter and Promoter Group	0	0	0	0.00	0.00		
(2)	Public	0	0	0	0.00	0.00		
	GRAND TOTAL (A)+(B)+(C)	11,990	127,458,580	126,348,768	100.00	100.00		

NA - Not Applicable

*This represents holding of Indus Employees Welfare Trust which was established under Indus Software Employees Stock Option Plan – Year 2001

(I)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of the persons belonging to the category “Promoter and Promoter Group”

Sr. No.	Name of the shareholder	Details of shares held		Encumbered Shares			Details of warrants		Details of convertible securities		Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		Number of shares held	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)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
(I)	(II)	(III)	(IV)	(V)	(VI)=(V)/(III)* 100	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
1	Mrs Kuldeep Baldev Singh	6,080	0.00	0	0.00	0.00	-	-	-	-	0.00
2	Mrs Anita Behl	13,697	0.01	0	0.00	0.00	-	-	-	-	0.01
3	GM Solutions Private Limited	9,100,824	7.14	0	0.00	0.00	-	-	-	-	7.12
4	GMU Infosoft Private Limited	8,603,535	6.75	0	0.00	0.00	-	-	-	-	6.73
5	U Infosoft Private Limited	8,771,660	6.88	0	0.00	0.00	-	-	-	-	6.86
6	Satinder Singh Rekhi	1,309,200	1.03	0	0.00	0.00	-	-	-	-	1.02
7	Mrs. Harpreet Rekhi	760	0.00	0	0.00	0.00	-	-	-	-	0.00
8	Sartaj Singh Rekhi	5,991,340	4.70	0	0.00	0.00	-	-	-	-	4.69
9	Ramneet Singh Rekhi	5,066,130	3.97	0	0.00	0.00	-	-	-	-	3.96
10	RightMatch Holdings Ltd	9,272,000	7.27	0	0.00	0.00	-	-	-	-	7.25
11	Satinder & Harpreet Rekhi Family Trust (Trustee: Satinder Singh Rekhi & Harpreet Rekhi)	16,325,180	12.81	0	0.00	0.00	-	-	-	-	12.77
	TOTAL	64,460,406	50.57	0	0.00	0.00	0	0.00	0	0.00	50.44

(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) 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 held	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	Bhavook Tripathi	46,596,238	36.56	0	0.00	0	0.00	36.46
	TOTAL	46,596,238	36.56	0.00	0.00	0.00	0.00	36.46

(I)(c)(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category “Public” and holding more than 5% of the total number of shares of the Company

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	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}	Details of warrants		Details of convertible securities		Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	Bhavook Tripathi	46,596,238	36.56	0	0.00	0	0.00	36.46
	TOTAL	46,596,238	36.56	0.00	0.00	0.00	0.00	36.46

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

Sr. No.	Name of the shareholder	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	0.00
2			0.00
3			0.00
4			0.00
5			0.00
	TOTAL	0	0.00

(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
	TOTAL	0	0	0.00

(II)(b) Statement showing Holding of Depository Receipts (DRs), where underlying shares held by 'promoter / promoter group' 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
	TOTAL	0	0	0.00

(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 Re. 1 each. Accordingly the aforesaid details are not applicable.

DISTRIBUTION SCHEDULE AS ON DECEMBER 31, 2014

Share or Debenture holding of nominal value	Share / Debenture Holders		Share / Debenture Amount		
	Rs.	Number	% to total	Amount in Rs.	% to total
(1)	(2)	(3)	(4)	(5)	
Upto 2,500	11,372	94.85	5,032,924	3.95	
2,501 - 5,000	316	2.64	1,200,436	0.94	
5,001 - 10,000	139	1.16	1,065,640	0.84	
10,001 - 20,000	72	0.60	1,028,745	0.81	
20,001 - 30,000	22	0.18	547,812	0.43	
30,001 - 40,000	14	0.12	513,535	0.40	
40,001 - 50,000	9	0.08	414,103	0.32	
50,001 - 1,00,000	19	0.16	1,364,697	1.07	
1,00,001 & Above	27	0.23	116,290,688	91.24	
Total	11,990	100.00	127,458,580	100.00	