



R SYSTEMS INTERNATIONAL LIMITED

Corporate Identity Number : L74899DL1993PLC053579
[CMMI Level 5, PCMM Level 5, ISO 9001:2015 & ISO 27001:2013 Company]
C-40, Sector-59, NOIDA, Distt. Gautam Budh Nagar, U.P., India – 201 307

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Regd. Off.: GF-1-A, 6, Devika Tower,
Nehru Place, New Delhi- 110019

Date: January 18, 2023

To, The Managing Director, National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra - (E), Mumbai - 400 051	To, The General Manager, BSE Limited, Department of Corporate Services, Rotunda Building, 1 st Floor, Mumbai Samachar Marg, Mumbai - 400 001
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Dear Sir,

SUB: DISCLOSURE FOR INTIMATIONS RECEIVED FROM MANDEEP SINGH SODHI (PERSONS ACTING IN CONCERT) FOR SALE OF 39,642 EQUITY SHARES OF R SYSTEMS INTERNATIONAL LIMITED (THE “COMPANY”)

This has reference to our letter dated December 27, 2022 whereby intimation under Regulation 7(2) read with Regulation 6(2) of SEBI (Prohibition of Insider Trading) Regulation, 2015 (“SEBI (PIT) Regulation”) and Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulation 2011 (“SEBI SAST Regulations”) of Mr. Mandeep Singh Sodhi, Person Acting in Concert (“PAC”) to the member of Promoter Group, were submitted.

It has been observed that in response to the question “Whether the acquirer belongs to Promoter/ Promoter group”, asked in reporting under Regulation 29(2) of the SEBI SAST Regulations, “YES” is mentioned inadvertently.

It is hereby clarified that Mr. Mandeep Singh Sodhi is not a member of Promoter Group of the Company. Mr. Mandeep Singh Sodhi is a PAC to the Promoter and Promoter Group as he is an immediate relative to one of the members of the promoter Group of the Company. Therefore, in reporting under Regulation 29 (2) of SEBI SAST Regulation, the correct answer is “NO” to the question “Whether the acquirer belongs to Promoter/Promoter group”.

In our letter dated December 27, 2022, we had mentioned the shareholding of Promoters and aggregate Shareholding of Promoters and Promoter Group along with PAC aggregating to 61,611,152 shares being 52.079%.

Further, we also wish to clarify that after the said transaction, the total shareholding of the Promoters and Promoter Group remains 61,129,969 shares being 51.672% and shareholding of Person Acting in Concert with members of the Promoter Group reduced to 481,183 shares being 0.407%. So the total shareholding of Promoter, Promoter Group and PAC to the members of the Promoter Group would be 61,611,152 shares being 52.079%.



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The aforementioned error was inadvertent and without any malafide intention on the part of the Company and Mr. Mandeep Singh Sodhi.

We are submitting herewith revised disclosure under Regulation 29(2) of the SEBI (SAST) Regulation.

Please take the said clarification on your record and public dissemination.

Yours faithfully,

For R Systems International Limited

Bhasker Dubey
(Company Secretary and Compliance Officer)

Encl : a/a

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	Mandeep Singh Sodhi List of PAC is attached 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) (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 (**)
Before the acquisition/disposal under consideration, holding of :			
a) Shares carrying voting rights	4,75,801	0.402	0.402
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)	4,75,801	0.402	0.402
Details of acquisition/sale			
f) Shares carrying voting rights acquired/sold [#]	39,642	0.034	0.034
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)	39,642	0.034	0.034
After the acquisition/sale, holding of:			
k) Shares carrying voting rights	4,36,159	0.369	0.369
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)	4,36,159	0.369	0.369
Mode of acquisition / sale (e.g. open market / off market/ public issue / rights issue / preferential allotment / inter-se transfer etc).	Open market sale.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Sale on December 21, 2022 and December 22, 2022		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 118,303,445/- (Divided into 118,303,445 Equity shares of Re. 1/- each)		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 118,303,445/- (Divided into 118,303,445 Equity shares of Re. 1/- each)		
Total diluted share/voting capital of the TC after the said acquisition/sale.	Rs. 118,303,445/- (Divided into 118,303,445 Equity shares of Re. 1/- each)		
<p>(**) 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.</p> <p><i>Mandeep Sodhi</i></p> <p>Mandeep Singh Sodhi Signature of the acquirer / seller / Authorised Signatory Place: CA, USA Date: January 18, 2023</p>			

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	The Satinder & Harpreet Rekhi Family Trust (Trustee: Satinder Singh Rekhi & Harpreet Rekhi)	Foreign Promoter

S. No	Name of Shareholder	Category
4	Lt. Gen. Baldev Singh (Retd.)	Person Acting in Concert
5	Mr. Avirag Jain	Person Acting in Concert
6	Mr. Sartaj Singh Rekhi	Person Acting in Concert
7	Mr. Ramneet Singh Rekhi	Person Acting in Concert
8	Mrs. Amrita Rekhi	Person Acting in Concert
9	Mrs Kuldeep Baldev Singh	Person Acting in Concert
10	Mrs Anita Behl	Person Acting in Concert
11	Mr. Mandeep Singh Sodhi	Person Acting in Concert
12	Mr. Vinay NS Behl	Person Acting in Concert
13	Mr. Jagmohan Singh Walia	Person Acting in Concert

Mandeep Sodhi

Mandeep Singh Sodhi

Place: CA, U.S.A.

Date: January 18, 2023