

SOHEL S. MALIK

701, VASTU, BANDSTAND, B.J.ROAD, PAREIRA ROAD, BANDRA (WEST), MUMBAI 6 400 050

Date: 15th November 2016

Department of Corporate Relations
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400001

Corporate Office
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E)
Mumbai 400051

Company Secretary
Genesys International Corporation Limited
73 - A SDF - III
SEEPZ, Andheri E
Mumbai 400096

Dear Sir/Madam,

Re: Disclosure under Regulation 29(2) of Takeover Regulations

I attach the prescribed disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**Takeover Regulations**").

Mr. Sohel Malik, a promoter of Genesys International Corporation Limited ("**Target Company**"), held 70,60,400 equity shares in and aggregating to 23.19% of the paid up share capital of the Target Company.

On November 12, 2016, Mr. Sohel Malik transferred, by way of gift, to his brother Mr. Sajid Malik, also a promoter of the Target Company, 19,94,325 equity shares aggregating to 6.55% of the paid up share capital of the Target Company ("**Securities A**"). Subsequent to transfer of the Securities A, Mr. Sajid Malik held 23,97,413 equity shares in the Target Company. On the same day Mr. Sohel Malik transferred, by way of gift, to his mother Mrs. Saroja Malik, also a promoter of the Target Company, 50,65,075 equity shares aggregating to 16.635% of the paid up share capital of the Target Company ("**Securities B**"). Subsequent to the transfer of the Securities B, Mrs. Saroja Malik held 54,50,833 equity shares in the Target Company.

However, the total shareholding of Promoter Group as well as that of each of the Promoter individually along with their PACs in the Target Company has not undergone any change. Likewise, the control over the Target Company has remained unchanged.

In view of above, we believe no disclosures are required to be made under the Regulation 29(1) of the Takeover Regulations.. However, this disclosure is being made under SEBI

(Substantial Acquisition of Shares and Takeovers) Regulations, 2011, merely by way of abundant caution.

'The present transaction is an inter-se transfer for which necessary disclosures have been made under Regulation 10(5) and Regulation 10(6) of the Takeover Regulations by the Acquirers'.

Please acknowledge receipt of the same and take the disclosures on record.

Yours faithfully,

A handwritten signature in black ink, appearing to read 'Sohel Siraj Malik', written in a cursive style.

Mr. Sohel Siraj Malik

Enclosed as above

DISCLOSURE UNDER REGULATION 29(2) OF TAKEOVER REGULATIONS

Name of the Target Company (TC)	Genesys International Corporation Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mr. Sajid Siraj Malik Mrs. Saroja Siraj Malik		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
<i>Details of the acquisition/disposal as follows</i>	<i>Number</i>	<i>% w.r.t. total share/voting capital wherever applicable (*)</i>	<i>% w.r.t. total diluted share/voting capital of TC (**)</i>
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights	70,60,400	23.19%	22.53%
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 TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	70,60,400	23.19%	22.53%
Details of acquisition/sale:			
a) <u>Shares carrying voting rights acquired/sold:</u>			6.36%
Sajid Siraj Malik	19,94,325	6.55%	16.16%
Saroja Siraj Malik	50,65,075	16.635%	
b) VRs acquired/sold otherwise than by			-

shares	-	-	
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer			-
e) Total (a+b+c+/-d)	70,59,400	23.186%	22.52%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	1000	0.003%	0.003%
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e) Total (a+b+c+d)	1000	0.003%	0.003%
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-se promoter transfer pursuant to gift		
Date of acquisition/sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	November 12, 2016		
Equity share capital / total voting capital of the TC before the said acquisition/sale	Rs.15,22,37,560 divided into 3,04,47,512 Equity Shares of Rs.5 each		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	Rs.15,22,37,560 divided into 3,04,47,512 Equity Shares of Rs.5 each		
Total diluted share/voting capital of the TC after the said acquisition	Rs.15,67,12,560 divided into 3,13,42,512 Equity Shares of Rs.5 each		

A handwritten signature in black ink, appearing to read 'Anurag' followed by a stylized flourish.

Signature of the Acquirer/ Seller/ Authorised Signatory:

Place: Mumbai

Date: 15th November 2016

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the Listing Regulations.

(**) 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.