

5
Sajid Malik

702 VASTU, 7TH FLOOR, BANDSTAND, BANDRA (WEST), MUMBAI - 400 050

Date: November 23, 2016

To,
The Securities & Exchange Board of India
Plot No.C4-A,'G' Block
Bandra Kurla Complex
Bandra (East)
Mumbai 400051

Dear Sir/Madam,

Re: Disclosure under Regulation 10(7) of Takeover Regulations |
BSE/BROKI DIS T 1000 ADMIN/SECUR/LISTING |

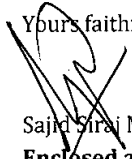
I attach the prescribed disclosure under Regulation 10(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**Takeover Regulations**") with respect to acquisition of shares by way of gift through inter-se promoter transfer.

I also attach the disclosures submitted to the Stock Exchanges under Regulation 10(5) as **Annexure - 4**, Regulation 10(6) as **Annexure - 5** and Regulation 29 as **Annexure - 6** of the Takeover Regulations, for the purpose of ease of reference.

Also, please find enclosed a *demand draft* bearing no. 192635 dated 17/11/2016 drawn on State Bank of India, for a sum of Rs.1,50,000/- (Rupees one lakh fifty thousand only) payable in Mumbai in favour of the SEBI Board.

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

Yours faithfully,


Sajid Siraj Malik
Enclosed as above
CC:

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
73A SDF-III, SEEPZ
Andheri (East)
Mumbai 400096

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Disclosures under Regulation 10(7) - Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in Regulation 10(1)(a)(ii) of Takeover Regulations

1. General Details		
a.	Name, address, telephone no., e-mail of acquirer(s) {In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.}	Mr. Sajid Siraj Malik 702, Vastu, 7 th Floor, Bandstand, B.J. Road, Bandra (West), Mumbai 400050 Tel No. - 022 26424786 Mobile No. +91 98200 20996 E-mail: sajid.malik@igenesys.com
b.	Whether sender is the acquirer (Y/N)	Yes
c.	If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	N/A
d.	Name, address, Tel no. and e-mail of sender, if sender is not the acquirer	N/A
2. Compliance of Regulation 10(7)		
a.	Date of report	November 23, 2016
b.	Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	Yes
c.	Whether the report is accompanied with fees as required under Regulation 10(7)	Yes
3. Compliance of Regulation 10(5)		
a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed at least 4 working days before the date of the proposed acquisition.	Yes
b.	Date of report	November 07, 2016
4. Compliance of Regulation 10(6)		
a.	Whether the report has been filed with the Stock Exchanges	Yes



	where the shares of the Company are listed within 4 working days of the acquisition.				
b.	Date of report	November 15, 2016			
5. Details of Target Company					
a.	Name & address of TC	Genesys International Corporation Limited 73-A, SDF III, SEEPZ, Andheri E, Mumbai 400096			
b.	Name of the Stock Exchange(s) where the shares of the TC are listed	BSE Limited and National Stock Exchange of India Ltd.			
6. Details of Acquisition					
a.	Date of acquisition	November 12, 2016			
b.	Acquisition price per share (in Rs.)	N/A - as the transfer is by way of gift from one brother to his brother.			
c.	Regulation which would have been triggered off, had the report not been filed under Regulation 10(7). (whether Regulation 3(1), 3(2), 4 or 5)	Regulation 3(3)			
d.	Shareholding of Acquirer(s) and PAC individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)(*)	Before the acquisition		After the acquisition	
		No. of Shares	% w.r.t total share capital of TC	No. of Shares	% w.r.t total share capital of TC
	Acquirer(s) and PACs (other than sellers)(*)				
	<u>Acquirer:</u> Mr. Sajid Malik Kilam Holdings Limited	4,03,088 63,87,788 67,90,876	1.32% 20.98% 22.30%	23,97,413 63,87,788 87,85,201	7.87% 20.98% 28.85%
	<u>PACs with Mr. Sajid Malik (excluding Mr. Sohail Malik)</u>	37,16,458	12.21%	87,81,533	28.845%
Total (Please refer to <u>Annexure-1</u>)	1,05,07,334	34.51%	1,75,66,734	57.695%	
e.	Shareholding of seller(s) in TC (in terms of no. & as a percentage of the total	Before the acquisition		After the acquisition	
		No. of Shares	% w.r.t	No. of Shares	% w.r.t

	share/voting capital of the TC(*)		total share capital of TC		total share capital of TC
	<i>Name of the seller(s):</i> [Transferor Donor] Mr. Sohail Siraj Malik <i>(For further details, please refer to Annexure-1)</i>	70,60,400	23.19%	1,000	0.003%
7. Information specific to exemption category to which the instant acquisition belongs - Regulation 10(1)(a)(ii)					
a.	Provide the names of the seller(s)	Mr. Sohail Siraj Malik			
b.	Specify the relationship between the acquirer(s) and the seller(s).	Brothers			
c.	Shareholding of the acquirer and the seller/s in the TC during the three years prior to the proposed acquisition	2015-16 (as on March 31, 2016)	2014-15 (as on March 31, 2015)	2013-14 (as on March 31, 2014)	
	Acquirer: Mr. Sajid Siraj Malik	1.32%	1.32%	1.35%	
	Seller(s): Mr. Sohail Siraj Malik	23.19%	23.19%	23.65%	
d.	Confirm that the acquirer(s) and the seller/s have been named promoters in the shareholding pattern filed by the target company in terms of the listing agreement or the Takeover Regulations. Provide copies of such filings under the listing agreement or the Takeover Regulations.	Yes, the Acquirer and the seller/s (Transferor) have been named as promoters in the shareholding pattern filed by the target company in terms of the Listing Regulations and the Takeover Regulations Copies of such filings under the Listing Regulations are hereby enclosed as <u>Annexure-2</u> .			
e.	If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of	NA, as acquisition was by way of gift			

	issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	
f.	If shares of the TC are infrequently traded, the price of such shares as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	NA, as acquisition was by way of gift
g.	Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (e) or (f) above as applicable	NA, as acquisition was by way of gift.
h.	Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed	November 07, 2016
i.	<p>1) Whether the acquirers as well as sellers have complied (during 3 years prior to the date of acquisition) with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N).</p> <p>2) If yes, specify applicable regulation/s as well as date on which the requisite disclosures were made along with the copies of the same.</p>	<p>1) Yes</p> <p>2) Regulations 29(1), 29(2), 30(2) dated 2013-14 : April 03, 2014 2014-15 : April 03, 2015 2015-16 ; April 04, 2016</p> <p>The disclosures made by the transferor and the transferee are enclosed in Annexure-3</p>

j.	Declaration by the acquirers that all the conditions specified under regulation 10(1)(a)(ii) with respect to exemptions has been duly complied with.	I, as the Acquirer, declare that I have duly complied with all conditions specified under regulation 10(1) (a)(ii) with respect to exemptions.
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I hereby declare that the information provided in the instant report is true and nothing has been concealed therefrom.

Signature: 

Date: November 23, 2016

Place: Mumbai

Note:

- (*) In case, percentage of shareholding to the total share capital is different from percentage of voting rights, indicate percentage of shareholding and voting rights separately.
- (**) Shareholding of each entity shall be shown separately and then collectively in a group

Annexure-1

Shareholding Pattern of Promoter and Promoter Group as on September 30, 2016

Name	Before the proposed transaction		After the proposed transaction	
	No. of shares	% w.r.t total share capital of TC	No. of shares	% w.r.t total share capital of TC
Saroja Siraj Malik	3,85,758	1.27%	54,50,833	17.905%
Sajid Siraj Malik	4,03,088	1.32%	23,97,413	7.87%
Sohel Siraj Malik	70,60,400	23.19%	1,000	0.003%
Kadam Holding Limited	33,30,700	10.94%	33,30,700	10.94%
Kilam Holdings Limited	63,87,788	20.98%	63,87,788	20.98%
TOTAL	1,75,67,734	57.7%	1,75,67,734	57.7%



Annexure-2

[Attach shareholding pattern filed by the company under Listing Regulations for quarter ended September 30, 2016]

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Annexure-I

Holding of Specified Securities

Genesys International Corporation Limited
506109/GENESYS

1. Name of Listed Entity:
2. Scrip Code/Name of Scrip/Class of Security: 506109/GENESYS
3. Share Holding Pattern filed under: Reg. 31(1)(a)/Reg. 31(1)(b)/Reg. 31(1)(c)
 - a. If under 31(1)(b) then indicate the report for Quarter ending: September 30, 2016
 - b. If under 31(1)(c) then indicate date of allotment/extinguishment: NA

4. **Declaration:** The Listed entity is required to submit the following declaration to the extent of subm

Particulars	Yes*	No*
1 Whether the Listed Entity has issued any partly paid up shares?	-	No
2 Whether the Listed Entity has issued any Convertible Securities or Warrants?	-	No
3 Whether the Listed Entity has any shares against which depository receipts are issued?	-	No
4 Whether the Listed Entity has any shares in locked-in?	-	No
5 Whether any shares held by promoters are pledged or otherwise encumbered?	Yes	-

*If the Listed Entity selects the option 'No' for the questions above, the columns for the partly paid up shares, Outstanding Convertible Securities/Warrants, depository receipts, locked-in-shares, No of shares pledged or otherwise encumbered by promoters, as applicable, shall not be displayed at the time of dissemination on the Stock Exchange website. Also wherever there is 'No' declared by Listed Entity in above table the values will be considered as 'Zero' by default on submission of the format of holding of specified securities.

5. The tabular format for disclosure of holding of specified securities is as follows:-

Table 1 - Summary Statement holding of specified securities

Category (I)	Category of shareholder (II)	No.s of Share holders (III)	No.s of fully paid up equity Share held (IV)	No.s of Parity paid-up equity Share held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities as a % of diluted share capital (XI) = (VII)+(X) As a % of (A+B+C2)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
								Class Equity	Class Others	Total			No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	
(A)	Promoter & Promoter Group	5	17567734	0	0	17567734	57.70	17567734	0	17567734	57.70	0	0.00	786046	2.58	17567734	
(B)	Public shareholding	3308	12879778	0	0	12879778	42.30	12879778	0	12879778	42.30	0	0.00	NA	NA	12826242	
(C)	Non Promoter- Non Public	0	0	0	0	0	0.00	0	0	0	0	0	0.00	NA	NA	0	
(C1)	Shares underlying DRs	0	0	0	0	0	NA	0	0	0	0	0	0.00	NA	NA	0	
(C2)	Shares held by Employee/ Trust	0	0	0	0	0	0.00	0	0	0	0	0	0.00	NA	NA	0	
	Total	3313	30447512	0	0	30447512		30447512	0	30447512	100.00	0	0.00	786046		30393976	

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

Category & Name of the shareholders (I)	PAN (II)	No.s of Share holders (III)	No.s of fully paid up Shares held (IV)	No.s of Partly paid-up equity Share held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+(VI)	Shareholding % calculated as per SCRR, 1957 (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			Total as a % of (A+B+C)	No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI) = (VII)+(X) As a % of (A+B+C2)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
								No of Voting Rights						As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	No. (a)		As a % of total shares held (b)
								Class Equity	Class Others	Total									
(1)																			
(a)	INDIAN																		
(b)	Individuals/Hindu Undivided Family		0	0	0	0	0	0	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(c)	Central Government/ State Government(s) Financial Institutions/Banks		0	0	0	0	0	0	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(d)	Any Others (Directors & their Relatives)		0	0	0	0	0	0	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	Sajid Siraj Malik	1	403088	0	0	403088	1.32	403088	0	403088	1.32	0.00	0	0.00	0	403088	100.00	403088	403088
	Saroja S Malik	1	385758	0	0	385758	1.27	385758	0	385758	1.27	0.00	0	0.00	0	382958	99.27	385758	385758
	Sub-Total (A)(1)	2	788846	0	0	788846	2.59	788846	0	788846	2.59	0.00	0	0.00	0	786046	99.65	788846	788846
(2)	FOREIGN																		
(a)	Individuals (Non- Resident Individuals/ Foreign Individuals)																		
(b)	Sohel Malik	1	7060400	0	0	7060400	23.19	7060400	0	7060400	23.19	0.00	0	0.00	0	0.00	0	0.00	7060400
(c)	Government Institutions Foreign Portfolio Investor		0	0	0	0	0.00	0	0	0	0.00	0.00	0	0.00	0	0.00	0	0.00	0
(d)	Any Other (Bodies Corporate)		0	0	0	0	0.00	0	0	0	0.00	0.00	0	0.00	0	0.00	0	0.00	0
(e)	Kilam Holdings Limited	1	6387788	0	0	6387788	20.98	6387788	0	6387788	20.98	0.00	0	0.00	0	0.00	0	0.00	6387788
	Kadam Holding Limited	1	3330700	0	0	3330700	10.94	3330700	0	3330700	10.94	0.00	0	0.00	0	0.00	0	0.00	3330700
	Sub-Total (A)(2)	3	16778888	0	0	16778888	55.11	16778888	0	16778888	55.11	0.00	0	0.00	0	0.00	0	0.00	16778888
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1) + (A)(2)	5	17567734	0	0	17567734	57.70	17567734	0	17567734	57.70	0.00	0	0.00	0	786046	4.47	17567734	17567734

Details of Shares which remain unclaimed may be given here along with details as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.

Note:

(1) PAN would not be displayed on website of Stock Exchange(s).

(2) The term "Encumbrance" has the same meaning as assigned under regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Category & Name of the shareholders (I)	Nos. of Share holders (II)	Nos. of fully paid up equity shares held (IV)	Nos. of Party paid-up equity Share held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+(VI)	Shareholding % calculated as per SCRR,1957 As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI) = (VII)+(X) As a % of (A+B+C2)	Number of Locked in shares (XII)		Number of equity shares held in dematerialized form (XIII)
							No. of Voting Rights		Total as a % of (A+B+C)			No.	As a % of total shares held (B)	
							Class Equity	Class Others						
(1) INSTITUTIONS														
(a) Mutual Funds	4	5800	0	0	5800	0.02	5800	0	0.00	0	0	0	0.00	0
(b) Venture Capital Funds	0	0	0	0	0	0.00	0	0	0.00	0	0	0	0.00	0
(c) Alternate	0	0	0	0	0	0.00	0	0	0.00	0	0	0	0.00	0
(d) Investments Funds	0	0	0	0	0	0.00	0	0	0.00	0	0	0	0.00	0
(e) Foreign Venture Capital Investors	0	0	0	0	0	0.00	0	0	0.00	0	0	0	0.00	0
(f) Foreign Portfolio Investors	3	1791817	0	0	1791817	5.88	1791817	0	5.88	0	0	0	0.00	1791817
(g) Bridge India Fund	1	1679116	0	0	1679116	5.51	1679116	0	5.51	0	0	0	0.00	1679116
(h) Financial Institutions/Banks	2	1131488	0	0	1131488	3.72	1131488	0	3.72	0	0	0	0.00	1131488
(i) General Insurance Corporation of India Limited	1	652692	0	0	652692	2.14	652692	0	2.14	0	0	0	0.00	652692
(j) Insurance Companies	1	478796	0	0	478796	1.57	478796	0	1.57	0	0	0	0.00	478796
(k) Provident Funds/ Pension Funds	0	0	0	0	0	0.00	0	0	0.00	0	0	0	0.00	0
(l) Any Other (III.3)	2	961500	0	0	961500	3.16	961500	0	3.16	0	0	0	0.00	961500
(m) India Focus Credit Fund	1	960000	0	0	960000	3.15	960000	0	3.15	0	0	0	0.00	960000
(n) Sub-Total (B)(I)	11	3890605	0	0	3890605	12.78	3890605	0	12.78	0	0	0	0.00	3890605
(2) CENTRAL GOVERNMENT/ STATE GOVERNMENT(S)/ PRESIDENT OF INDIA	0	0	0	0	0	0.00	0	0	0.00	0	0	0	0.00	0
(3) NON-INSTITUTIONS														
(a) Individual shareholders holding nominal share capital up to Rs. 2 lakhs.	3064	2277550	0	0	2277550	7.48	2277550	0	7.48	0	0	0	0.00	2277550
(b) Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs.	10	4660635	0	0	4660635	15.31	4660635	0	15.31	0	0	0	0.00	4660635
(c) Smta O Hemabani	1	3245926	0	0	3245926	10.66	3245926	0	10.66	0	0	0	0.00	3245926
(d) Sayra Kubhar	1	725734	0	0	725734	2.38	725734	0	2.38	0	0	0	0.00	725734
(e) NEFC Registered with RBI	0	0	0	0	0	0.00	0	0	0.00	0	0	0	0.00	0
(f) Employee Trusts	0	0	0	0	0	0.00	0	0	0.00	0	0	0	0.00	0
(g) Overseas Depositories (holding DRs)	0	0	0	0	0	0.00	0	0	0.00	0	0	0	0.00	0
(h) Any Other	223	2050988	0	0	2050988	6.74	2050988	0	6.74	0	0	0	0.00	2047812
(i) Bodies Corporate	130	1432417	0	0	1432417	4.70	1432417	0	4.70	0	0	0	0.00	1430075
(j) Aeries (India) Private Limited	1	600000	0	0	600000	1.97	600000	0	1.97	0	0	0	0.00	600000
(k) Clearing Member	36	29506	0	0	29506	0.10	29506	0	0.10	0	0	0	0.00	29506
(l) Director & Their Relatives	5	411654	0	0	411654	1.35	411654	0	1.35	0	0	0	0.00	410920
(m) Non Resident Indians	51	177311	0	0	177311	0.58	177311	0	0.58	0	0	0	0.00	177311
(n) Overseas Bodies Corporate	1	100	0	0	100	0.00	100	0	0.00	0	0	0	0.00	100
(o) Sub-Total (B)(3)	3297	8989173	0	0	8989173	29.52	8989173	0	29.52	0	0	0	0.00	8941437
(p) Total Public Shareholding	3308	12879778	0	0	12879778	42.30	12879778	0	42.30	0	0	0	0.00	12826242
(q) Sub-Total (B)(2)														

Details of the Shareholders acting as persons in Concert including their Shareholding (No. and %)

Details of Shares which remain unclaimed may be given here along with details as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.

Note:

(1) PAN would not be displayed on website of Stock Exchange(s).

(2) The above format needs to be disclosed along with names of following persons: Institutions/Non-Institutions holding more than 1% of total number of shares.

(3) w.r.t. the information pertaining to Depository Receipts, the same may be disclosed in the respective column in the extent information available and the balance to be disclosed as held by custodian.

Category & Name of the shareholders (I)	PAN (II)	Nos. of Share holders (III)	Nos. of fully paid up equity Shares held (IV)	Nos. of Partly paid-up equity Share held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+(VI)	Shareholding % calculated as per SCRR, 1957 (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			Shareholding as a % assuming full conversion of convertible securities as a % of diluted share capital (XI) = (VII)+(X) As a % of (A+B+C2)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
								Total as a % of (A+B+C)	No. of Shares Outstanding convertible securities (including Warrants) (X)			No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	
									Class Equity	Class Others						
(1) Custodian/DR Holder	-	0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0.00	0	
(2) Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	-	0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0.00	0	
Total Non Promoter-Non Public Shareholding (C)=(1)+(2)	-	0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0.00	0	

Note:
(1) PAN would not be displayed on website of Stock Exchange(s).
(2) The above format needs to be disclosed along with names of following persons:
Institutions/Non-Institutions holding more than 1% of total number of shares.
(3) w.r.t. the information pertaining to Depository Receipts, the same may be disclosed in the respective column to the extent information available and the balance to be disclosed as held by custodian.

Annexure-3

[Attach disclosures filed under Regulations 29(1), 29(2), 30(2) for last 3 years]

M

Sajid Malik

702 VASTU, 7TH FLOOR, BANDSTAND, BANDRA (WEST), MUMBAI - 400 050

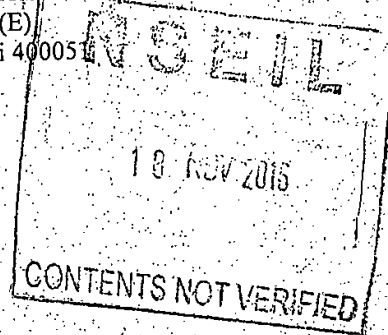
Date: 15th November 2016

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(1) of Takeover Regulations

I attach the disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("*Takeover Regulations*").

Mr. Sohail 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. Sohail 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*"). Subsequent to transfer of the Securities, Mr. Sajid Malik held 23,97,413 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.

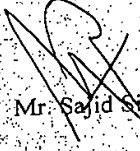
In view of above, we believe no disclosures are required to be made under the Regulation 29(1) of the Takeover Regulations. However, this disclosure is being made under SEBI

(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, which are hereto annexed as Annexure 1 and Annexure 2 respectively.

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

Yours faithfully,



Mr. Sajid Straj Malik

Enclosed as above

DISCLOSURE UNDER REGULATION 29(1) OF TAKEOVER REGULATIONS

Part-A: Details of the Acquisition

Name of the Target Company (TC)	Genesys International Corporation Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mrs. Sajid 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 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 acquirer along with PACs of:			
a) Shares carrying voting rights			
Acquirer			
(i) Sajid Malik through Kilam Holdings Limited	63,87,788	20.98%	20.38%
PACs			
(i) Sohel Malik			
(ii) Saroja Malik			
(iii) Kadam Holding Limited (collectively)	1,07,76,858	35.4%	34.38%
b) Shares in the nature of encumbrance (pledge/lien/non disposal undertaking/others)			
Acquirer:			
Mr. Sajid Malik	4,03,088	1.32%	1.29%
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)	1,75,67,734	57.7%	56.05%
Details of acquisition:			
a) Shares carrying voting rights acquired by Mr. Sajid Malik from a PAC, Mr. Sohel Malik.	19,94,325	6.55%	6.36%
b) VRs acquired 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	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+/-d)	19,94,325	6.55%	6.36%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights			
Acquirer			
(i) Sajid Malik	19,94,325	6.55%	6.36%
(ii) Sajid Malik through Kilam Holdings Limited	63,87,788	20.98%	20.38%
PACs			
(iv) Sohel Malik			
(v) Saroja Malik			
(vi) Kadam Holding Limited (collectively)	87,82,533	28.85%	28.02%
b) VRs 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.			
d) Shares in the nature of encumbrance. <u>Acquirer:</u> Mr. Sajid Malik	4,03,088	1.32%	1.29%
e) Total (a+b+c+d)	1,75,67,734	57.7%	56.05%
Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-se promoter transfer pursuant to a gift		
Salient features of securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not applicable.		
Date of acquisition or date of receipt of intimation of allotment of shares/VR/warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in TC	November 12, 2016		
Equity share capital / total voting capital of the TC before the said acquisition.	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.	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		

Part-B: (*)**

Name of Target Company: Genesys International Corporation Limited

Name(s) of the acquirer(s) in TC with the acquirer.	Whether Acquirer belongs to Promoter/Promoter Group.	PAN of the acquirer and/or TC
Sajid Siraj Malik	Yes	AAMP6510B
Saroja Siraj Malik	Yes	AGEPM7814Q
Sohel Siraj Malik	Yes	AKMPM5341C
Kadam Holding Limited	Yes	AADCK0674J
Kilam Holdings Limited	Yes	AADCK0672Q



Signature of the Acquirer / 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 Regulations 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.

(***) To be disclosed to the stock exchanges but shall not be disseminated.











































































































































































































































































































































































































