POST OFFER PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF SHAREHOLDERS OF R SYSTEMS INTERNATIONAL LIMITED

Registered Office: B-104A, Greater Kailash – I, New Delhi – 110 048 **Tel:** 011-32596619, Fax: 0120-2587123 **Email:** rsil@india.rsystems.com

This Post Offer Public Announcement ("**Post PA**") is being issued by KJMC Corporate Advisors (India) Limited (formerly KJMC Global Market (India) Ltd) ("**KJMC**" or "**Manager to the Offer**") on behalf of Mr. Bhavook Tripathi (the "**Acquirer**") pursuant to regulation 18 (12) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 and amendments thereof ("**SEBI (SAST) Regulations**") in respect of the Open Offer for acquisition of 33,38,042 equity shares from shareholders of R Systems International Limited ("**Target Company**" or "**RSIL**"). The DPS, 1st Supplemental PA, 2nd Supplemental PA, Corrigendum to PA & DPS and Offer Opening PA with respect to the aforementioned Offer were published on December 22, 2011, March 14, 2012, August 6, 2012, December 28, 2012 and January 3, 2013 respectively in all editions of the Financial Express & Jansatta and Mumbai edition of Nav Shakti newspapers.

1.		Name of the Target Company	:	R Systems International Ltd
2.		Name of the Acquirer and PAC	:	Bhavook Tripathi There is no PAC in the Offer.
3.		Name of the Manager to the Offer	:	KJMC Corporate Advisors (India) Ltd (formerly KJMC Global Market (India) Ltd)
4.		Name of the Registrar to the Offer	:	Link Intime India Pvt. Ltd.
5.		**Offer Details**	:	
	a	Date of Opening of the Offer	:	Friday January 4, 2013
	b.	Date of Closing of the Offer	:	Thursday January 17, 2013
6.		Date for communicating the rejection / acceptance of equity shares in the Offer and /or corresponding payment for the acquired equity shares and / or refund or credit of the rejected share certificate(s) or equity shares to corresponding shareholders or accounts holders	:	Saturday January 19, 2013

7.	**Details of Acquisition**				
Sr. #	**Particulars**	**Proposed in the Offer Document**		**Actual**	
7.1	Offer Price	₹150.75/- per fully paid-up equity share		₹150.75/- per fully paid-up equity share	
7.2	Aggregate number of shares tendered	33,38,042		590	
7.3	Aggregate number of shares accepted	33,38,042		590	
7.4	Size of the Offer (Number of shares multiplied by offer price per share)	₹50,32,09,832		₹88,943	
7.5	Shareholding of the Acquirer before ~~Agreement /~~ Public Announcement				
	• Number	30,60,498		30,60,498	
	• % of fully diluted equity share & voting capital	(23.79)		(23.79)	
7.6	Shares Acquired ~~by way of Agreement~~ after the PA but before DPS				
	• Number			9,24,142	
	• Average Price of the shares acquired	N.A.		₹117.87	
	• % of fully diluted equity share & voting capital			7.20	
7.7	Shares Acquired by way of Open Offer				
	• Number	33,38,042		590	
	• % of fully diluted equity share & voting capital	(26.00)		(0.00)	
7.8	Shares acquired after Detailed Public Statement				
	• Number			8,587	
	• Average Price of the shares acquired	N.A.		₹149.27	
	• % of fully diluted equity share & voting capital			0.07	
7.9	Post offer share holding of the Acquirer				
	• Number	73,31,269*		39,93,817	
	• % of fully diluted equity share & voting capital	(57.10)		(31.11)	
7.10	Pre & Post offer shareholding of the Public	Pre Offer	Post Offer**	Pre Offer	Post Offer***
	• Number	64,64,040	15,38,387	64,64,040	24,70,223
	• % of fully diluted equity share & voting capital	(50.35)	(11.98)	(50.35)	(19.24)

*Assuming full acceptance of the shares under the Open Offer.

**The shareholding is based on the assumption that the acceptance of shares tendered in the Open Offer will be accepted on a proportionate basis from each category of shareholders.

***The Post Offer shareholding of the public is excluding that of the Acquirer. The Acquirer was categorized under public category prior to the Offer and will continue to be categorized under public shareholding of the Target Company Post Offer. The Post Offer shareholding of the public including that of Acquirer is 50.35%.

8. The Acquirer i.e. Mr. Bhavook Tripathi accepts full responsibility for the information contained in this Post PA and also for the obligations of the Acquirer to the extent as required and as laid down in the SEBI (SAST) Regulations.
9. A copy of this Post PA will be available on the websites of SEBI, Manager to the Offer, BSE and NSE. It will also available at the registered office of the Target Company.

General

Capitalized terms used in this Post PA but not defined shall have the same meaning as assigned in the PA, DPS, 1st Supplemental PA, 2nd Supplemental PA, Corrigendum to PA & DPS, LOF and Offer Opening PA.

The PA, DPS, 1st Supplemental PA, 2nd Supplemental PA, LOF, the Corrigendum to PA & DPS and Offer Opening PA are available on SEBI's website at www.sebi.gov.in.

This Post PA is being issued by the Manager to the Offer on behalf of the Acquirer i.e. Mr. Bhavook Tripathi, son of Mr. Chandraprakash Tripathi residing at Shree Goverdhan Nath Housing Society, North Main Road, Lane B, Koregaon Park, Pune – 411001. Tel: 020 - 4122 4991, Fax: 020 - 4122 4991 Email: bhavook.tripathi@gmail.com

MANAGER TO THE OFFER

KJMC

ADVICE MATTERS

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Contact Person: Ms. Sangeeta Sanghvi / Mr. Swapnilsagar Vithalani
SEBI Regn. No.: INM000002509

Place: Mumbai
Date: January 21, 2013

Size: 12cm (w) x 25cm (h)