

General information about company

Scrip code	532370
NSE Symbol	RAMCOSYS
MSEI Symbol	
ISIN	INE246B01019
Name of the entity	Ramco Systems Limited
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Quarterly
Date of Report	31-12-2018
Risk management committee	Not Applicable

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory												Textual Information(1)			
Is there any change in information of board of directors compare to previous quarter												Yes			
Wether the listed entity has a Regular Chairperson												Yes			
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	P R Venketrama Raja		00331406	Non-Executive - Non Independent Director	Chairperson		04-08-2017			5	7	4		
2	Mr	P V Abinav Ramasubramaniam Raja		07273249	Executive Director	Not Applicable		04-08-2017			3	1	0		
3	Mr	A V Dharmakrishnan		00693181	Non-Executive - Non Independent Director	Not Applicable		03-08-2018			2	4	0		
4	Mr	M M Venkatachalam		00152619	Non-Executive - Independent Director	Not Applicable		01-04-2014		57	5	7	1		

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	R S Agarwal		00012594	Non-Executive - Independent Director	Not Applicable		01-04-2014		57	5	6	2		
6	Mrs	Soundara Kumar		01974515	Non-Executive - Independent Director	Not Applicable		27-03-2015		45	6	5	1		
7	Mr	Sankar Krishnan		01597033	Non-Executive - Independent Director	Not Applicable		11-05-2018		8	1	1	0		
8	Mr	Justice P P S Janarthana Raja (Retd.)		06702871	Non-Executive - Independent Director	Not Applicable		29-08-2018		4	3	5	2		

Text Block

Textual Information(1)

During the quarter Shri A V Dharmakrishnan ceased to be a Member of Audit Committee of M/s. Madurai Trans Carrier Limited. Hence, the no. of Membership in Audit/Stakeholder Committee(s) including this listed entity has decreased from 5 to 4.

During the quarter Shri M M Venkatachalam ceased to be a Member of Audit Committee of M/s. Ambadi Enterprises Limited. Hence, the no. of Membership in Audit/Stakeholder Committee(s) including this listed entity has decreased from 8 to 7.

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	
Is there any change in information of committees compare to previous quarter	Yes

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01974515	Mrs. Soundara Kumar	Non-Executive - Independent Director	Chairperson	04-06-2017		
2	00152619	Mr. M M Venkatachalam	Non-Executive - Independent Director	Member	15-06-2001		
3	00693181	Mr. A V Dharmakrishnan	Non-Executive - Non Independent Director	Member	27-07-2014		
4	01597033	Mr. Sankar Krishnan	Non-Executive - Independent Director	Member	11-05-2018		
5	00012594	Mr. R S Agarwal	Non-Executive - Independent Director	Member	19-07-2018		
6	06702871	Justice P P S Janarthana Raja (Retd.)	Non-Executive - Independent Director	Member	29-08-2018		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00152619	Mr. M M Venkatachalam	Non-Executive - Independent Director	Chairperson	23-05-2005		
2	00693181	Mr. A V Dharmakrishnan	Non-Executive - Non Independent Director	Member	27-07-2014		
3	01597033	Mr. Sankar Krishnan	Non-Executive - Independent Director	Member	11-05-2018		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00331406	Mr. P R Venketrana Raja	Non-Executive - Non Independent Director	Chairperson	09-03-2000		
2	00693181	Mr. A V Dharmakrishnan	Non-Executive - Non Independent Director	Member	27-07-2014		
3	07273249	Mr. P V Abinav Ramasubramaniam Raja	Executive Director	Member	11-05-2018		
4	06702871	Justice P P S Janarthana Raja (Retd.)	Non-Executive - Independent Director	Member	29-08-2018		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00331406	Mr. P R Venketrama Raja	Non-Executive - Non Independent Director	Chairperson	20-05-2016		
2	00152619	Mr. M M Venkatachalam	Non-Executive - Independent Director	Member	20-05-2016		
3	00693181	Mr. A V Dharmakrishnan	Non-Executive - Non Independent Director	Member	20-05-2016		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00152619	Mr. M M Venkatachalam	Allotment Committee	Non-Executive - Independent Director	Chairperson	
2	00331406	Mr. P R Venketrama Raja	Allotment Committee	Non-Executive - Non Independent Director	Member	
3	07273249	Mr. P V Abinav Ramasubramaniam Raja	Allotment Committee	Executive Director	Member	

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	02-08-2018		
2		31-10-2018	89

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	31-10-2018	Yes		02-08-2018	89	
2	Nomination and remuneration committee	04-10-2018	Yes		22-08-2018	42	
3	Stakeholders Relationship Committee	28-11-2018	Yes				
4	Stakeholders Relationship Committee	13-12-2018	Yes				
5	Other Committee	04-10-2018	Yes				Allotment Committee
6	Other Committee	26-11-2018	Yes				Allotment Committee

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1**VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	P R Karthic
2	Designation	Company Secretary and Compliance Officer

Text Block

Textual Information(1)

(i) Report submitted for the previous quarter ended 30.09.2018 had been placed before the Board of Directors at their Meeting held on 31.10.2018 and there were no specific comments/observations/advice from the Board.

(ii) This report will be submitted at the forthcoming meeting of the Board of Directors. Any comments/observations/advice of Board of Directors will be incorporated in the subsequent compliance.

Signatory Details

Name of signatory	P R Karthic
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	11-01-2019

