

<b>General information about company</b>	
Scrip code	532370
Name of the entity	Ramco Systems Limited
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Quarterly
Date of Report	30-06-2016
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

Is there any change in composition of board of directors compare to previous quarter

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	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Notes
1	Mr	P R RAMSUBRAHMANEYA RAJHA	AFGPP3429N	00331357	Non-Executive - Non Independent Director	Chairperson	Shareholder Director	28-07-2014			4	5	3	
2	Mr	P R VENKETRAMA RAJA	AAYPV5127H	00331406	Executive Director	Not Applicable	MD	22-05-2014			4	6	1	
3	Mr	A V DHARMAKRISHNAN	AFRPD3556N	00693181	Non-Executive - Non Independent Director	Not Applicable	Shareholder Director	06-08-2015			2	4	0	
4	Mr	M M VENKATACHALAM	AACPV2232K	00152619	Non-Executive - Independent Director	Not Applicable	Shareholder Director	01-04-2014	31-03-2019	27	4	2	1	

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

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	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Notes
5	Mr	V JAGADISAN	AACPJ2307H	00058769	Non-Executive - Independent Director	Not Applicable	Shareholder Director	01-04-2014	31-03-2019	27	2	2	1	
6	Mr	R S AGARWAL	AABPA5381R	00012594	Non-Executive - Independent Director	Not Applicable	Shareholder Director	01-04-2014	31-03-2019	27	6	7	3	
7	Mrs	SOUNDARA KUMAR	AAXPS4712N	01974515	Non-Executive - Independent Director	Not Applicable	Shareholder Director	27-03-2015	26-03-2020	15	4	6	0	

<b>Annexure 1</b>					
<b>II. Composition of Committees</b>					
Disclosure of notes on composition of committees explanatory					
Is there any change in composition of committees compare to previous quarter					
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Mr. M M Venkatachalam	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Mr. V Jagadisan	Non-Executive - Independent Director	Member	
3	Audit Committee	Mr. A V Dharmakrishnan	Non-Executive - Non Independent Director	Member	
4	Nomination and remuneration committee	Mr. M M Venkatachalam	Non-Executive - Independent Director	Chairperson	
5	Nomination and remuneration committee	Mr. V Jagadisan	Non-Executive - Independent Director	Member	
6	Nomination and remuneration committee	Mr. A V Dharmakrishnan	Non-Executive - Non Independent Director	Member	
7	Stakeholders Relationship Committee	Mr. P R Ramasubrahmaneya Rajha	Non-Executive - Non Independent Director	Chairperson	
8	Stakeholders Relationship Committee	Mr. P R Venketrama Raja	Executive Director	Member	
9	Stakeholders Relationship Committee	Mr. A V Dharmakrishnan	Non-Executive - Non Independent Director	Member	

<b>Annexure 1</b>			
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<b>III. Meeting of Board of Directors</b>			
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	09-02-2016		
2		20-05-2016	100

**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 (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
1	Audit Committee	19-05-2016	Yes		08-02-2016	100
2	Nomination and remuneration committee	29-04-2016	Yes		04-03-2016	55
3	Stakeholders Relationship Committee	29-04-2016	Yes		21-03-2016	38
4	Stakeholders Relationship Committee	07-05-2016	Yes			
5	Nomination and remuneration committee	19-05-2016	Yes			
6	Stakeholders Relationship Committee	20-05-2016	Yes			

**Annexure 1**

**IV. Meeting of Committees**

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 (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
7	Stakeholders Relationship Committee	02-06-2016	Yes			
8	Nomination and remuneration committee	17-06-2016	Yes			
9	Stakeholders Relationship Committee	29-06-2016	Yes			

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
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	



<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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)

<b>Text Block</b>	
Textual Information(1)	(i) Report submitted for the previous quarter ended 31st March 2016 had been placed before the Board of Directors at their meeting held on 20th May 2016 and no comments/observations had been received. (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.

<b>Signatory Details</b>	
Name of signatory	G Karthikeyan
Designation of person	Company Secretary
Place	Chennai
Date	15-07-2016

