

General information about company	
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	31-12-2016
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 information of board of directors compare to previous quarter

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
1	Mr	P R Ramasubrahmaneya Rajha		00331357	Non-Executive - Non Independent Director	Chairperson	Shareholder Director	04-08-2016			4	5	3	Textual Information(2)
2	Mr	P R Venketrana Raja		00331406	Executive Director	Not Applicable	MD	22-05-2014			4	6	1	Textual Information(3)
3	Mr	A V Dharmakrishnan		00693181	Non-Executive - Non Independent Director	Not Applicable	Shareholder Director	06-08-2015			2	4	0	Textual Information(4)
4	Mr	M M Venkatachalam		00152619	Non-Executive - Independent Director	Not Applicable	Shareholder Director	01-04-2014		33	4	2	1	Textual Information(5)

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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 (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
5	Mr	V Jagadisan		00058769	Non-Executive - Independent Director	Not Applicable	Shareholder Director	01-04-2014		33	2	2	1	Textual Information(6)
6	Mr	R S Agarwal		00012594	Non-Executive - Independent Director	Not Applicable	Shareholder Director	01-04-2014		33	6	7	3	Textual Information(7)
7	Mrs	Soundara Kumar		01974515	Non-Executive - Independent Director	Not Applicable	Shareholder Director	27-03-2015		21	4	4	0	Textual Information(8)

Text Block	
Textual Information(1)	No change
Textual Information(2)	No change
Textual Information(3)	No change
Textual Information(4)	No change
Textual Information(5)	No change
Textual Information(6)	No change
Textual Information(7)	The number of memberships in Audit Committee including this listed entity has come down to 4 from 6 reported in the last Corporate Governance Report.

Annexure 1					
II. Composition of Committees					
Disclosure of notes on composition of committees explanatory					Textual Information(1)
Is there any change in information of committees compare to previous quarter					Yes
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	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 Raja	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	
10	Corporate Social Responsibility Committee	Mr. P R Venketrama Raja	Executive Director	Chairperson	

Annexure 1

II. Composition of Committees

Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
11	Corporate Social Responsibility Committee	Mr. M M Venkatachalam	Non-Executive - Independent Director	Member	
12	Corporate Social Responsibility Committee	Mr. A V Dharmakrishnan	Non-Executive - Non Independent Director	Member	

Text Block	
Textual Information(1)	The Corporate Social Responsibility Committee (CSR) was formed on 20th May, 2016. The first meeting of the CSR was held on 8th November, 2016 and hence disclosed in this Corporate Governance Report.

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	03-08-2016		
2		09-11-2016	97

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)	Name of other committee
1	Audit Committee	08-11-2016	Yes		02-08-2016	97	
2	Nomination and remuneration committee	08-11-2016	Yes		30-08-2016	69	
3	Corporate Social Responsibility Committee	08-11-2016	Yes				
4	Stakeholders Relationship Committee	29-12-2016	Yes				

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)

Text Block	
Textual Information(1)	i) Report submitted for the previous quarter ended 30th September 2016 had been placed before the Board of Directors at its meeting held on 9th November 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

Signatory Details	
Name of signatory	P R Venketrama Raja
Designation of person	Managing Director
Place	Chennai
Date	13-01-2017

