

## Part I - Unaudited Global Consolidated Financial Results (under AS-21) for the Quarter Ended June 30, 2014

Sl. No.	Particulars	Quarter Ended						Year Ended	
		30.06.2014 Unaudited		31.03.2014 Audited (Ref.Note No.8)		30.06.2013 Unaudited		31.03.2014 Audited	
		USD Min.	Rs. Min.	USD Min.	Rs. Min.	USD Min.	Rs. Min.	USD Min.	Rs. Min.
1	(a) Net Sales / Income from Operations	12.90	768.24	11.90	732.25	10.82	593.06	43.85	2,630.65
	(b) Other Operating Income	0.16	9.80	0.42	26.01	0.41	22.49	1.60	96.14
	Total Income from Operations	13.06	778.04	12.32	758.26	11.23	615.55	45.45	2,726.79
2	Expenditure:								
	(a) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	(0.01)	(0.17)	-	-
	(b) Cost of materials consumed	-	-	-	-	-	-	-	-
	(c) Purchase of stock-in-trade	0.23	13.67	0.16	9.65	0.07	3.53	0.39	23.65
	(d) Employee benefits expense	6.39	380.46	5.28	324.64	6.45	353.64	22.55	1,353.23
	(e) Depreciation and amortisation expense	1.86	110.94	1.48	90.95	1.73	94.78	6.28	376.57
	(f) Other expenditure	4.39	261.51	4.69	288.31	4.27	233.77	18.13	1,087.72
	Total Expenditure	12.87	766.58	11.61	713.55	12.51	685.55	47.35	2,841.17
3	Profit / Loss from Operations before Other Income, Finance Costs & Exceptional Items (1-2)	0.19	11.46	0.71	44.71	(1.28)	(70.00)	(1.90)	(114.38)
4	Other Income	-	-	-	-	-	-	-	-
5	Profit / Loss from Ordinary Activities before Finance Costs and Exceptional Items (3+4)	0.19	11.46	0.71	44.71	(1.28)	(70.00)	(1.90)	(114.38)
6	Finance Costs	0.59	35.11	0.54	33.38	0.42	22.92	1.92	114.92
7	Profit / Loss from Ordinary Activities after Finance Costs but before Exceptional Items (5-6)	(0.40)	(23.65)	0.17	11.33	(1.70)	(92.92)	(3.82)	(229.30)
8	Exceptional Items	-	-	-	-	-	-	-	-
9	Profit / Loss from Ordinary Activities Before Tax (7-8)	(0.40)	(23.65)	0.17	11.33	(1.70)	(92.92)	(3.82)	(229.30)
10	Tax Expense:								
	Current Taxation	0.08	4.81	0.14	8.33	-	-	0.14	8.33
	Deferred Taxation	-	-	-	-	-	-	-	-
11	Net Profit / Loss from Ordinary Activities After Tax (9-10)	(0.48)	(28.46)	0.03	3.00	(1.70)	(92.92)	(3.96)	(237.63)
12	Extraordinary Items (net of tax expenses)	-	-	-	-	-	-	-	-
13	Net Profit / Loss for the period (11-12)	(0.48)	(28.46)	0.03	3.00	(1.70)	(92.92)	(3.96)	(237.63)
14	Minority Interest	-	(0.26)	-	0.13	(0.01)	(0.51)	(0.02)	(0.97)
15	Share of Profit / (Loss) of Associates - net of Foreign Exchange Translation Adjustment	-	-	0.07	1.07	-	-	0.02	1.07
16	Net Profit / Loss After Taxes, Minority Interest and Share of Profit / (Loss) of Associates (13+14+15)	(0.48)	(28.72)	0.10	4.20	(1.71)	(93.43)	(3.96)	(237.53)
17	Paid - up Equity Share Capital - Face value of Rs.10/- each	4.99	239.10	3.63	159.52	3.60	157.74	3.63	159.52
18	Reserves excluding revaluation reserves	-	-	-	-	-	-	22.98	826.10
19	Earnings per Share - before & after extraordinary items (in USD and in Rs.)								
	Basic EPS	(0.03)	(1.52)	0.01	0.27	(0.11)	(5.94)	(0.25)	(15.06)
	Diluted EPS	(0.03)	(1.52)	0.01	0.26	(0.11)	(5.94)	(0.25)	(15.06)
		(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Annualised)	(Annualised)

## Part II - Select information for the quarter ended June 30, 2014

A	PARTICULARS OF SHAREHOLDING	Quarter Ended		Year Ended	
		30.06.2014	31.03.2014	30.06.2013	31.03.2014
1	Public Shareholding:				
	a) Number of Shares	69,95,382	50,49,832	49,21,061	50,49,832
	b) Percentage of Shareholding	29.30%	31.82%	31.27%	31.82%
2	Promoters and promoter group Shareholding				
	a) Pledged/Encumbered:				
	- Number of Shares	-	-	-	-
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-
	- Percentage of shares (as a % of the total share capital of the company)	-	-	-	-
	b) Non-encumbered:				
	- Number of Shares	1,68,79,496	1,08,17,894	1,08,17,894	1,08,17,894
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%
	- Percentage of shares (as a % of the total share capital of the company)	70.70%	68.18%	68.73%	68.18%

B	INVESTOR COMPLAINTS	3 Months Ended 30.06.2014
	Pending at the beginning of the quarter	-
	Received during the quarter	4
	Disposed of during the quarter	4
	Remaining unresolved at the end of the quarter	-

Notes: (The amounts in brackets in the notes denote the figures for the corresponding quarter of the previous year).

- The financial results of the Company for the quarter ended June 30, 2014, duly approved by the Board of Directors in its meeting held on July 27, 2014, have been filed with the Stock Exchanges and are also posted in the website of the Company. Investors desirous of viewing the same can access the Company's website, www.ramco.com or on the websites of BSE (www.bseindia.com) or NSE (www.nseindia.com).
- Other Operating Income for the quarter includes rental income of NIL (Rs.11.70 Min. USD 0.21 Min.) and recovery of expenses from customers Rs.8.24 Min. USD 0.14 Min. (Rs.10.72 Min. USD 0.20 Min.).
- The Company allotted 7,958,293 equity shares of face value of Rs.10 each, for cash at a price of Rs.155/- per equity share (including a premium of Rs.145/- per Equity share) aggregating to Rs.1,233.54 million equity shares on May 28, 2014, on a Rights basis to its existing shareholders. The issue opened for subscription on May 05, 2014 and closed on May 19, 2014 and was fully subscribed. Accordingly, as at the date, the paid-up capital of the Company increased from Rs.159.52 Min. USD 3.63 Min. to Rs.239.10 Min. USD 4.99 Min. The utilisation of the rights issue proceeds is depicted below:

Details	As per LOF	Actuals Q1/2014-15
Proceeds received from Rights Issue 2013	1,233.54	1,233.54
Repayment/Pre-payment of certain loans	945.00	945.00
Issue related expenses	8.81	1.68
General Corporate Purposes	279.73	166.86
Temporary Investment with Bank / Mutual Funds (net of withdrawals)	-	120.00
Total	1,233.54	1,233.54

- The Company currently operates only in one segment, viz., Software Solutions & Services and hence the segment reporting as required by AS-17, issued by the Institute of Chartered Accountants of India does not apply.
- Statement of Standalone Financials:

Particulars	Quarter Ended			
	30.06.2014 Unaudited	31.03.2014 Audited (Ref.Note No.8)	30.06.2013 Unaudited	31.03.2014 Audited
Turnover (Operating income including other income)	455.23	486.04	378.11	1,674.79
Profit / (Loss) before tax	(46.92)	45.03	(92.60)	(192.75)
Profit / (Loss) after tax	(46.92)	45.03	(92.60)	(192.75)

- The depreciation on tangible fixed assets, in the books of Ramco Systems Limited, India, is provided on the straight-line method as prescribed under Schedule II to the new Companies Act, 2013, over the useful life of those assets. As prescribed in said Schedule II, an amount of Rs.9.02 Min. towards depreciation has been charged in the opening balance of retained earnings for the assets in respect of which the remaining useful life is NIL as on April 01, 2014 and in respect of other assets on that date, depreciation has been worked out based on remaining useful life of those assets. For additions during the quarter, depreciation has been worked out based on new rates determined on the basis of useful lives of the assets. Had the Company continued with the previously applicable Schedule XIV rates, charge for depreciation for the current quarter ended June 30, 2014 would have been lower by Rs.4.8 Min.
- The Board of Directors, at the meeting held today, had considered and approved raising of funds upto Rs.5,000 Min. by way of issue of Securities, subject to receipt of requisite approvals.
- Figures for the quarter ended March 31, 2014 are the balancing figures between audited figures in respect of full financial year 2013-14 and published year to date figures upto the third quarter ended December 31, 2013.
- Figures for the previous period have been regrouped / restated wherever necessary to make them comparable with the figures for the current period.

By Order of the Board  
For Ramco Systems Limited

## Part I - Unaudited Standalone Financial Results for the Quarter Ended June 30, 2014

Rs. Mln.

Sl. No.	Particulars	Quarter Ended			Year Ended
		30.06.2014 Unaudited	31.03.2014 Audited (Ref.Note No.7)	30.06.2013 Unaudited	31.03.2014 Audited
1	(a) Net Sales / Income from Operations	449.81	467.06	359.35	1,608.08
	(b) Other Operating Income	5.42	18.98	18.76	66.71
	Total Income from Operations	455.23	486.04	378.11	1,674.79
2	Expenditure:				
	(a) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	(0.17)	-
	(b) Cost of materials consumed	-	-	-	-
	(c) Purchase of stock-in-trade	6.99	7.82	3.52	20.25
	(d) Employee benefits expense	208.77	145.66	215.45	742.77
	(e) Depreciation and amortisation expense	110.13	88.91	93.14	371.18
	(f) Other expenditure	141.15	165.70	135.85	618.88
	Total Expenditure	467.04	408.09	447.79	1,753.08
3	Profit / Loss from Operations before Other Income, Finance Costs & Exceptional Items (1-2)	(11.81)	77.95	(69.68)	(78.29)
4	Other Income	-	-	-	-
5	Profit / Loss from Ordinary Activities before Finance Costs and Exceptional Items (3+4)	(11.81)	77.95	(69.68)	(78.29)
6	Finance Costs	35.11	32.92	22.92	114.46
7	Profit / Loss from Ordinary Activities after Finance Costs but before Exceptional Items (5-6)	(46.92)	45.03	(92.60)	(192.75)
8	Exceptional Items	-	-	-	-
9	Profit / Loss from Ordinary Activities Before Tax (7-8)	(46.92)	45.03	(92.60)	(192.75)
10	Tax Expense:				
	Current Taxation	-	-	-	-
	Deferred Taxation	-	-	-	-
11	Net Profit / Loss from Ordinary Activities After Tax (9-10)	(46.92)	45.03	(92.60)	(192.75)
12	Extraordinary Items (net of tax expenses)	-	-	-	-
13	Net Profit / Loss for the period (11-12)	(46.92)	45.03	(92.60)	(192.75)
14	Paid - up Equity Share Capital - Face value of Rs.10/- each	239.10	159.52	157.74	159.52
15	Reserves excluding revaluation reserves	-	-	-	1,160.15
16	Earnings per Share - before & after extraordinary items (in Rs.)				
	Basic EPS	(2.48)	2.86	(5.88)	(12.22)
	Diluted EPS	(2.48)	2.74	(5.88)	(12.22)
		(Not annualised)	(Not annualised)	(Not annualised)	(Annualised)

## Part II - Select information for the quarter ended June 30, 2014

A	PARTICULARS OF SHAREHOLDING	Quarter Ended				B INVESTOR COMPLAINTS	3 Months Ended 30.06.2014
		30.06.2014	31.03.2014	30.06.2013	31.03.2014		
1	Public Shareholding:						
	a) Number of Shares	69,95,382	50,49,832	49,21,061	50,49,832		
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2	Promoters and promoter group Shareholding						
	a) Pledged/Encumbered:						
	- Number of Shares	-	-	-	-	Pending at the beginning of the quarter	-
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	Received during the quarter	4
	- Percentage of shares (as a % of the total share capital of the company)	-	-	-	-	Disposed of during the quarter	4
	- Percentage of shares (as a % of the total share capital of the company)	-	-	-	-	Remaining unresolved at the end of the quarter	-
	b) Non-encumbered:						
	- Number of Shares	1,68,79,496	1,08,17,894	1,08,17,894	1,08,17,894		
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%		
	- Percentage of shares (as a % of the total share capital of the company)	70.70%	68.18%	68.73%	68.18%		

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