



# Ramco Systems Limited

Registered Office : 47, PSK Nagar, Rajapalayam - 626 108.

Corporate Office : No. 64, Sardar Patel Road, Taramani, Chennai - 600 113.

## Unaudited Global Consolidated Financial Results (under AS-21) for the Quarter Ended December 31, 2010

| Sl. No. | Particulars  | Unaudited for the Quarter Ended |                  |                  |                  | Unaudited for the Nine Months Ended |                  |                  |                  | Previous Accounting Year Ended (Audited) |                  |
|---------|--|---------------------------------|------------------|------------------|------------------|-------------------------------------|------------------|------------------|------------------|--|------------------|
|         |  | 31.12.2010                      |                  | 31.12.2009       |                  | 31.12.2010                          |                  | 31.12.2009       |                  | 31.03.2010                               |                  |
|         |  | USD mln.                        | Rs.Lacs          | USD mln.         | Rs.Lacs          | USD mln.                            | Rs.Lacs          | USD mln.         | Rs.Lacs          | USD mln.                                 | Rs.Lacs          |
| 1       | <b>Net Sales / Income from Operations</b>  | <b>12.12</b>                    | <b>5,425.97</b>  | <b>8.62</b>      | <b>4,030.19</b>  | <b>33.00</b>                        | <b>14,941.30</b> | <b>26.47</b>     | <b>12,654.34</b> | <b>35.50</b>                             | <b>16,803.03</b> |
| 2       | Other Operating Income   | 0.55                            | 246.54           | 0.43             | 198.90           | 1.29                                | 586.05           | 1.22             | 584.31           | 1.59                                     | 753.22           |
| 3       | <b>Total Income</b>  | <b>12.67</b>                    | <b>5,672.51</b>  | <b>9.05</b>      | <b>4,229.09</b>  | <b>34.29</b>                        | <b>15,527.35</b> | <b>27.69</b>     | <b>13,238.65</b> | <b>37.09</b>                             | <b>17,556.25</b> |
| 4       | Expenditure:   |                                 |                  |                  |                  |                                     |                  |                  |                  |  |                  |
| a)      | Cost of Resale Materials   | 0.24                            | 105.21           | 0.04             | 20.21            | 1.31                                | 591.45           | 0.72             | 344.23           | 0.86                                     | 406.21           |
| b)      | Employees Cost   | 5.49                            | 2,456.06         | 4.16             | 1,945.71         | 15.38                               | 6,962.97         | 13.17            | 6,296.86         | 16.74                                    | 7,923.37         |
| c)      | Depreciation - Technology Platform & Product Software  | 0.99                            | 444.11           | 0.83             | 386.27           | 2.93                                | 1,327.50         | 2.41             | 1,154.60         | 3.24                                     | 1,532.47         |
| d)      | Depreciation - Others  | 0.39                            | 175.16           | 0.39             | 183.60           | 1.16                                | 523.90           | 1.11             | 531.73           | 1.51                                     | 712.50           |
| e)      | Selling & Marketing Expenses   | 1.47                            | 658.97           | 0.51             | 238.84           | 2.80                                | 1,268.32         | 1.27             | 604.97           | 2.00                                     | 950.40           |
| f)      | Administration & Other Expenses  | 3.20                            | 1,434.91         | 2.42             | 1,128.98         | 8.26                                | 3,739.31         | 6.70             | 3,201.64         | 9.50                                     | 4,495.34         |
|         | <b>Total Expenditure</b>   | <b>11.78</b>                    | <b>5,274.42</b>  | <b>8.35</b>      | <b>3,903.61</b>  | <b>31.84</b>                        | <b>14,413.45</b> | <b>25.38</b>     | <b>12,134.03</b> | <b>33.85</b>                             | <b>16,020.29</b> |
| 5       | <b>Profit (+) / Loss (-) from Operations before Other Income, Interest &amp; Exceptional Items (3-4)</b> | <b>0.89</b>                     | <b>398.09</b>    | <b>0.70</b>      | <b>325.48</b>    | <b>2.45</b>                         | <b>1,113.90</b>  | <b>2.31</b>      | <b>1,104.62</b>  | <b>3.24</b>                              | <b>1,535.96</b>  |
| 6       | Other Income   | -                               | -                | -                | -                | -                                   | -                | -                | -                | -  | -                |
| 7       | <b>Profit (+) / Loss (-) before Interest &amp; Exceptional Items (5+6)</b>                               | <b>0.89</b>                     | <b>398.09</b>    | <b>0.70</b>      | <b>325.48</b>    | <b>2.45</b>                         | <b>1,113.90</b>  | <b>2.31</b>      | <b>1,104.62</b>  | <b>3.24</b>                              | <b>1,535.96</b>  |
| 8       | Interest   | 0.77                            | 343.09           | 0.63             | 290.80           | 2.13                                | 964.45           | 1.85             | 886.49           | 2.52                                     | 1,193.50         |
| 9       | <b>Profit (+) / Loss (-) after Interest but before Exceptional Items (7-8)</b>                           | <b>0.12</b>                     | <b>55.00</b>     | <b>0.07</b>      | <b>34.68</b>     | <b>0.32</b>                         | <b>149.45</b>    | <b>0.46</b>      | <b>218.13</b>    | <b>0.72</b>                              | <b>342.46</b>    |
| 10      | Exceptional Items - Expenditure / (Income)   | -                               | -                | -                | 0.57             | -                                   | -                | 0.10             | 46.07            | 0.22                                     | 105.15           |
| 11      | <b>Profit (+) / Loss (-) from Ordinary Activities Before Tax (9-10)</b>                                  | <b>0.12</b>                     | <b>55.00</b>     | <b>0.07</b>      | <b>34.11</b>     | <b>0.32</b>                         | <b>149.45</b>    | <b>0.36</b>      | <b>172.06</b>    | <b>0.50</b>                              | <b>237.31</b>    |
| 12      | Tax Expense  |                                 |                  |                  |                  |                                     |                  |                  |                  |  |                  |
|         | Current Taxation   | -                               | 0.08             | (0.01)           | (3.47)           | 0.01                                | 5.99             | (0.01)           | (4.11)           | 0.04                                     | 16.99            |
|         | Deferred Taxation  | -                               | -                | -                | -                | -                                   | -                | -                | -                | -  | 0.84             |
|         | Fringe Benefit Tax   | -                               | -                | -                | -                | -                                   | -                | -                | -                | -  | -                |
| 13      | <b>Net Profit (+) / Loss (-) from Ordinary Activities After tax (11-12)</b>                              | <b>0.12</b>                     | <b>54.92</b>     | <b>0.08</b>      | <b>37.58</b>     | <b>0.31</b>                         | <b>143.46</b>    | <b>0.37</b>      | <b>176.17</b>    | <b>0.46</b>                              | <b>219.48</b>    |
| 14      | Extraordinary Items (net of tax expenses)  | -                               | -                | -                | -                | -                                   | -                | -                | -                | -  | -                |
| 15      | <b>Net Profit (+) / Loss (-) for the period (13-14)</b>  | <b>0.12</b>                     | <b>54.92</b>     | <b>0.08</b>      | <b>37.58</b>     | <b>0.31</b>                         | <b>143.46</b>    | <b>0.37</b>      | <b>176.17</b>    | <b>0.46</b>                              | <b>219.48</b>    |
| 16      | Minority Interest  | -                               | (1.37)           | -                | (1.17)           | (0.02)                              | (10.64)          | (0.03)           | (13.90)          | (0.02)                                   | (12.64)          |
| 17      | Equity in Earnings / (Losses) of Affiliates - net of Foreign Exchange Translation Adjustment             | -                               | -                | -                | -                | -                                   | -                | -                | -                | (0.04)                                   | (19.00)          |
| 18      | <b>Net Profit (+) / Loss (-) for the period (15+16+17)</b>   | <b>0.12</b>                     | <b>53.55</b>     | <b>0.08</b>      | <b>36.41</b>     | <b>0.29</b>                         | <b>132.82</b>    | <b>0.34</b>      | <b>162.27</b>    | <b>0.40</b>                              | <b>187.84</b>    |
| 19      | Paid-up Equity Share Capital - Face value of Rs.10/- each  | 3.56                            | 1,552.42         | 3.53             | 1,539.34         | 3.56                                | 1,552.42         | 3.53             | 1,539.34         | 3.53                                     | 1,539.34         |
| 20      | Reserves excluding revaluation reserves  |                                 |                  |                  |                  |                                     |                  |                  |                  | 35.12                                    | 14,940.32        |
| 21      | Earnings Per Share-before & after Extraordinary Items (In USD and in Rs.)                                |                                 |                  |                  |                  |                                     |                  |                  |                  |  |                  |
|         | Basic EPS  | 0.01                            | 0.35             | 0.01             | 0.24             | 0.02                                | 0.86             | 0.02             | 1.06             | 0.03                                     | 1.22             |
|         | Diluted EPS  | 0.01                            | 0.33             | 0.01             | 0.23             | 0.02                                | 0.82             | 0.02             | 1.02             | 0.03                                     | 1.19             |
| 22      | Public Shareholding  | (Not annualised)                | (Not annualised) | (Not annualised) | (Not annualised) | (Not annualised)                    | (Not annualised) | (Not annualised) | (Not annualised) | (Annualised)                             | (Annualised)     |
|         | (a) Number of Shares   |                                 | 6,029,566        |                  | 5,898,737        |                                     | 6,029,566        |                  | 5,898,737        |  | 5,898,737        |
|         | (b) Percentage of shareholding   |                                 | 38.93%           |                  | 38.41%           |                                     | 38.93%           |                  | 38.41%           |  | 38.41%           |
| 23      | 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   |                                 | 9,459,249        |                  | 9,459,249        |                                     | 9,459,249        |                  | 9,459,249        |  | 9,459,249        |
|         | - Percentage of Shares (as a % of the total shareholding of promoter and promoter group)                 |                                 | 100.00%          |                  | 100.00%          |                                     | 100.00%          |                  | 100.00%          |  | 100.00%          |
|         | - Percentage of Shares (as a % of the total share capital of the company)                                |                                 | 61.07%           |                  | 61.59%           |                                     | 61.07%           |                  | 61.59%           |  | 61.59%           |

### Notes:

- The financial results of the Company for the quarter ended December 31, 2010, duly approved by the Board of Directors in its meeting held on February 10, 2011, 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](http://www.ramco.com) or on the websites of BSE ([www.bseindia.com](http://www.bseindia.com)) or NSE ([www.nseindia.com](http://www.nseindia.com)).
- During the period from April 01, 2010 to the date of reporting, the Company has allotted 139,219 equity shares of Rs.10/- each, under Employees Stock Option Scheme, 2008, on various dates. Accordingly, as at the date, the paid up capital of the Company has increased from Rs. 1,539.34 lacs to Rs. 1,553.26 lacs.
- The Company is proposing, subject to receipt of requisite approvals, market conditions and other considerations, an offer of equity shares on a Rights basis to its existing shareholders and has filed a Draft Letter of Offer (DLOF) with the Securities Exchange Board of India ("SEBI"). The DLOF is available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in), on the website of Lead Manager at [www.centrum.co.in](http://www.centrum.co.in) and on the website of Company at [www.ramco.com](http://www.ramco.com).
- 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.
- Status of Investor grievance:

| Description          | Pending as on 01.10.2010 | Received during the current quarter | Redressed during the current quarter | Pending as on 31.12.2010 |
|----------------------|--------------------------|-------------------------------------|--------------------------------------|--------------------------|
| Number of Complaints | Nil                      | Nil                                 | Nil                                  | Nil                      |

| Particulars  | Unaudited for the Quarter Ended |            | Unaudited for the Nine Months Ended |            | Audited for the Year Ended |
|--|---------------------------------|------------|-------------------------------------|------------|----------------------------|
|  | 31.12.2010                      | 31.12.2009 | 31.12.2010                          | 31.12.2009 | 31.03.2010                 |
|  | Rs.Lacs                         | Rs.Lacs    | Rs.Lacs                             | Rs.Lacs    | Rs.Lacs                    |
| Turnover (Operating income including other income) | 3,662.49                        | 2,907.15   | 10,598.75                           | 8,127.11   | 10,855.04                  |
| Profit / (Loss) before tax                         | (403.51)                        | 221.72     | (520.36)                            | 7.74       | (109.82)                   |
| Profit / (Loss) after tax                          | (403.51)                        | 221.72     | (520.36)                            | 7.74       | (109.82)                   |

- 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

P.R. Venketrana Raja

Vice Chairman, Managing Director and CEO



# Ramco Systems Limited

Registered Office : 47, PSK Nagar, Rajapalayam - 626 108.

Corporate Office : No. 64, Sardar Patel Road, Taramani, Chennai - 600 113.

## Unaudited Standalone Financial Results for the Quarter Ended December 31, 2010

| Sl. No. | Particulars   | Unaudited for the Quarter Ended |                  | Unaudited for the Nine months Ended |                  | Previous Accounting Year Ended (Audited) |
|---------|---|---------------------------------|------------------|-------------------------------------|------------------|--|
|         |   | 31.12.2010                      | 31.12.2009       | 31.12.2010                          | 31.12.2009       | 31.03.2010                               |
|         |   | Rs.Lacs                         | Rs.Lacs          | Rs.Lacs                             | Rs.Lacs          | Rs.Lacs                                  |
| 1       | <b>Net Sales / Income from Operations</b>   | <b>3,483.40</b>                 | <b>2,779.10</b>  | <b>10,171.56</b>                    | <b>7,747.21</b>  | <b>10,346.16</b>                         |
| 2       | Other Operating Income  | 179.09                          | 128.05           | 427.19                              | 379.90           | 508.88                                   |
| 3       | <b>Total Income</b>   | <b>3,662.49</b>                 | <b>2,907.15</b>  | <b>10,598.75</b>                    | <b>8,127.11</b>  | <b>10,855.04</b>                         |
| 4       | Expenditure:  |                                 |                  |                                     |                  |  |
| a)      | Cost of Resale Materials  | 105.21                          | 19.67            | 590.10                              | 339.74           | 403.52                                   |
| b)      | Employees Cost  | 1,624.11                        | 1,009.87         | 4,373.54                            | 3,066.95         | 3,764.43                                 |
| c)      | Depreciation - Technology Platform & Product software   | 444.11                          | 386.27           | 1,327.50                            | 1,154.60         | 1,532.47                                 |
| d)      | Depreciation - Others   | 155.86                          | 164.10           | 464.92                              | 466.24           | 623.52                                   |
| e)      | Selling & Marketing Expenses  | 409.03                          | 160.08           | 830.38                              | 420.61           | 766.79                                   |
| f)      | Administration & Other Expenses   | 984.71                          | 655.84           | 2,569.11                            | 1,742.74         | 2,584.35                                 |
|         | <b>Total Expenditure</b>  | <b>3,723.03</b>                 | <b>2,395.83</b>  | <b>10,155.55</b>                    | <b>7,190.88</b>  | <b>9,675.08</b>                          |
| 5       | <b>Profit(+) / Loss (-) from Operations before Other Income, Interest &amp; Exceptional Items (3-4)</b> | <b>(60.54)</b>                  | <b>511.32</b>    | <b>443.20</b>                       | <b>936.23</b>    | <b>1,179.96</b>                          |
| 6       | Other Income  | -                               | -                | -                                   | -                | -  |
| 7       | <b>Profit(+) / Loss (-) before Interest &amp; Exceptional Items (5+6)</b>                               | <b>(60.54)</b>                  | <b>511.32</b>    | <b>443.20</b>                       | <b>936.23</b>    | <b>1,179.96</b>                          |
| 8       | Interest  | 342.97                          | 289.04           | 963.56                              | 882.42           | 1,184.63                                 |
| 9       | <b>Profit(+) / Loss (-) after Interest but before Exceptional Items (7-8)</b>                           | <b>(403.51)</b>                 | <b>222.28</b>    | <b>(520.36)</b>                     | <b>53.81</b>     | <b>(4.67)</b>                            |
| 10      | Exceptional Items - Expenditure / (Income)  | -                               | 0.56             | -                                   | 46.07            | 105.15                                   |
| 11      | <b>Profit(+) / Loss (-) from Ordinary Activities Before Tax (9-10)</b>                                  | <b>(403.51)</b>                 | <b>221.72</b>    | <b>(520.36)</b>                     | <b>7.74</b>      | <b>(109.82)</b>                          |
| 12      | Tax Expense   |                                 |                  |                                     |                  |  |
|         | Current Taxation  | -                               | -                | -                                   | -                | -  |
|         | Deferred Taxation   | -                               | -                | -                                   | -                | -  |
|         | Fringe Benefit Tax  | -                               | -                | -                                   | -                | -  |
| 13      | <b>Net Profit(+) / Loss (-) from Ordinary Activities After Tax (11-12)</b>                              | <b>(403.51)</b>                 | <b>221.72</b>    | <b>(520.36)</b>                     | <b>7.74</b>      | <b>(109.82)</b>                          |
| 14      | Extraordinary Items (net of tax expenses)   | -                               | -                | -                                   | -                | -  |
| 15      | <b>Net Profit (+) / Loss (-) for the period (13-14)</b>   | <b>(403.51)</b>                 | <b>221.72</b>    | <b>(520.36)</b>                     | <b>7.74</b>      | <b>(109.82)</b>                          |
| 16      | Paid - up Equity Share Capital - Face value of Rs.10 each   | 1,552.42                        | 1,539.34         | 1,552.42                            | 1,539.34         | 1,539.34                                 |
| 17      | Reserves excluding revaluation reserves   | -                               | -                | -                                   | -                | 14,827.27                                |
| 18      | Earnings per Share - before & after extraordinary items - (in Rs. )                                     |                                 |                  |                                     |                  |  |
|         | Basic EPS   | (2.61)                          | 1.44             | (3.37)                              | 0.05             | (0.72)                                   |
|         | Diluted EPS   | (2.61)                          | 1.40             | (3.37)                              | 0.05             | (0.72)                                   |
|         |   | (Not annualised)                | (Not annualised) | (Not annualised)                    | (Not annualised) | (Annualised)                             |
| 19      | Public shareholding   |                                 |                  |                                     |                  |  |
|         | (a) Number of shares  | 6,029,566                       | 5,898,737        | 6,029,566                           | 5,898,737        | 5,898,737                                |
|         | (b) Percentage of Share holding   | 38.93%                          | 38.41%           | 38.93%                              | 38.41%           | 38.41%                                   |
| 20      | 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  | 9,459,249                       | 9,459,249        | 9,459,249                           | 9,459,249        | 9,459,249                                |
|         | - Percentage of Shares (as a % of the total shareholding of promoter and promoter group)                | 100.00%                         | 100.00%          | 100.00%                             | 100.00%          | 100.00%                                  |
|         | - Percentage of Shares (as a % of the total share capital of the company)                               | 61.07%                          | 61.59%           | 61.07%                              | 61.59%           | 61.59%                                   |

**Notes:** (The amounts in brackets in the notes denote the figures for the previous period)

- The financial results of the Company for the quarter ended December 31, 2010, duly approved by the Board of Directors in its meeting held on February 10, 2011, have been filed with the Stock Exchanges and are also posted in the website of the the Company. Investors desirous of viewing the same can access the Company's website, [www.ramco.com](http://www.ramco.com) or on the websites of BSE ([www.bseindia.com](http://www.bseindia.com)) or NSE ([www.nseindia.com](http://www.nseindia.com)).
- Other Operating income for the current quarter includes rental income of Rs.113.92 lacs (Rs.113.71 lacs).
- During the period from April 01, 2010 to the date of reporting, the Company has allotted 139,219 equity shares of Rs.10/- each, under Employees Stock Option Scheme, 2008, on various dates. Accordingly, as at the date, the paid up capital of the Company has increased from Rs. 1,539.34 lacs to Rs. 1,553.26 lacs.
- The Company is proposing, subject to receipt of requisite approvals, market conditions and other considerations, an offer of equity shares on a Rights basis to its existing shareholders and has filed a Draft Letter of Offer (DLOF) with the Securities Exchange Board of India ("SEBI"). The DLOF is available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in), on the website of Lead Manager at [www.centrum.co.in](http://www.centrum.co.in) and on the website of Company at [www.ramco.com](http://www.ramco.com).
- 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.
- Status of Investor grievance:

| Description          | Pending as on 01.10.2010 | Received during the current quarter | Redressed during the current quarter | Pending as on 31.12.2010 |
|----------------------|--------------------------|-------------------------------------|--------------------------------------|--------------------------|
| Number of Complaints | Nil                      | Nil                                 | Nil                                  | Nil                      |

- 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

P.R. Venketrama Raja  
Vice Chairman,  
Managing Director and CEO

Place : Chennai  
Date : February 10, 2011