

FORM No. MGT-13
SCRUTINIZER'S REPORT

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014

To

The Chairman

18th Annual General Meeting of Ramco Systems Limited
Held on Thursday, the 06th August 2015 at Rajapalayam

I, K.Srinivasan, Practicing Chartered Accountant and Partner of M.S.Jagannathan & N.Krishnaswami, Chartered Accountants, 303, Real Enclave, 22 Josier Street, Nungambakkam, Chennai 600034, have been appointed as Scrutinizer by the Board of Directors of Ramco Systems Limited, ("the Company") for the purpose of poll taken on the below mentioned resolutions at the meeting of the Equity Shareholders of Ramco Systems Limited, held at 11:45 AM on Thursday, the 06th day of August 2015 at P.A.C.R.Centenary Community Hall, Sudarsan Gardens, P.A.C.Ramasamy Raja Salai, Rajapalayam 626108, submit my report as under.

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification mark placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the company.
3. Two ballot papers having voting rights for 166 shares were found to be invalid.
4. The results of the poll are as under



Resolution No	1
Nature of Resolution	Ordinary Resolution
Subject Matter	Adoption of Financial Statements for the year ended 31st March, 2015

(i) Voted in favour of the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	14	57,188	99.71%

(ii) Voted against the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

(iii) Invalid votes			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	2	166	0.29%

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Resolution No	2
Nature of Resolution	Ordinary Resolution
Subject Matter	Appointment of director in the place of Shri A V Dharmakrishnan who retires by rotation and being eligible offers himself for reappointment.

(i) Voted in favour of the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	14	57,188	99.71%

(ii) Voted against the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

(iii) Invalid votes			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	2	166	0.29%

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Resolution No	3
Nature of Resolution	Ordinary Resolution
Subject Matter	Ratifying the appointment of M/s CNGSN and Associates LLP Chartered Accountants as auditors.

(i) Voted in favour of the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	14	57,188	99.71%

(ii) Voted against the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

(iii) Invalid votes			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	2	166	0.29%

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Resolution No	4
Nature of Resolution	Ordinary Resolution
Subject Matter	Appointment of Smt Soundara Kumar as an independent Director

(i) Voted in favour of the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	14	57,188	99.71%

(ii) Voted against the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

(iii) Invalid votes			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	2	166	0.29%

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Resolution No	5
Nature of Resolution	Special Resolution
Subject Matter	Payment of remuneration to Shri A V Dharmakrishnan Non Executive Director

(i) Voted in favour of the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	14	57,188	99.71%

(ii) Voted against the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

(iii) Invalid votes			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	2	166	0.29%

5. A Compact Disc (CD) containing the list of Equity Share Holders who voted "For" and "Against" for each resolution is enclosed



6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping

Thanking you,

Yours faithfully



K.Srinivasan
Chartered Accountant
Membership No. 021510
Partner
M.S.Jagannathan & I!.Krishnaswami
Chartered Accountants
Firm Registration Number: 001208S

Rajapalayam
06th August 2015