

August 6, 2016

National Stock Exchange of India Ltd Exchange Plaza, 5th Floor Plot No:C/1, G Block Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 Fax Nos: 022-26598237/ 26598238/26598347/26598348 Email: cm1ist@nse.co.in Scrip: RAMCOSYS-EQ	Corporate Relationship Department The Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001 Fax Nos: 022-22723121/ 22723719/ 22722039 Email: 'corp.relations@bseindia.com' Scrip: 532370
---	--

Dear Sir,

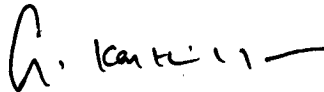
Sub: Compliance of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), 2015

The Nineteenth Annual General Meeting of Ramco Systems Limited was held on Thursday, the 4th August 2016 at P.A.C.R. Centenary Community Hall, Sudarsan Gardens, P.A.C. Ramasamy Raja Salai, Rajapalayam – 626 108, Tamil Nadu.

All the resolutions had been passed with requisite majority. The details regarding the voting results in the prescribed format is enclosed.

Thanking you,

Yours faithfully
For **RAMCO SYSTEMS LIMITED**



G KARTHIKEYAN
COMPANY SECRETARY

Encl: As above

19th Annual General Meeting – Voting Results

[Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Date of AGM	4 th August 2016
Total Number of shareholders on record date	9703
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	8
Public	26
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	0
Public	0

Resolution No.	1
Resolution Required : Ordinary	Adoption of Financial Statements for the year ended 31 st March 2016
Whether promoter/promoter group are interested in the agenda/resolution	No

Category	Mode of Voting	No. of shares held	No of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting		16791354	100.000	16791354	-	100.000	-
	Poll		-	-	-	-	-	-
	Total	16791354	16791354	100.000	16791354	-	100.000	-
Public - Institutions	E-Voting		7297205	93.659	7297205	-	100.000	-
	Poll		-	-	-	-	-	-
	Total	7791260	7297205	93.659	7297205	-	100.000	-
Public - Non-Institutions	E-Voting		440472	8.039	440472	-	100.000	-
	Poll		50387	0.920	50387	-	100.000	-
	Total	5478972	490859	8.959	490859	-	100.000	-
TOTAL		30061586	24579418	81.764	24579418	-	100.000	-



Ramco Systems Ltd.

64, Sardar Patel Road, Taramani, Chennai 600 113, India
 Tel: +91 44 2235 4510 / 3090 4000, Fax: +91 44 2235 2884
 www.ramco.com CIN : L72300TN1997PLC037550

Registered Office: 47, P.S.K. Nagar, Rajapalayam 626 108, India

Resolution No.	2
Resolution Required : Ordinary	Appointment of Director in the place of Shri.P.R.Ramasubrahmaneya Rajha (DIN:00331357), who retires by rotation and being eligible, offers himself for reappointment
Whether promoter/promoter group are interested in the agenda/resolution	Shri.P.R.Ramasubrahmaneya Rajha, Promoter, is interested in this resolution as appointee.

Category	Mode of Voting	No. of shares held	No of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting		16791354	100.000	16791354	-	100.000	-
	Poll		-	-	-	-	-	-
	Total	16791354	16791354	100.000	16791354	-	100.000	-
Public - Institutions	E-Voting		7297205	93.659	7297205	-	100.000	-
	Poll		-	-	-	-	-	-
	Total	7791260	7297205	93.659	7297205	-	100.000	-
Public - Non-Institutions	E-Voting		440472	8.039	440472	-	100.000	-
	Poll		50387	0.920	50387	-	100.000	-
	Total	5478972	490859	8.959	490859	-	100.000	-
TOTAL		30061586	24579418	81.764	24579418	-	100.000	-



G. Karthikeyan

Ramco Systems Ltd.

64, Sardar Patel Road, Taramani, Chennai 600 113, India
 Tel: +91 44 2235 4510 / 3090 4000, Fax: +91 44 2235 2884
 www.ramco.com CIN : L72300TN1997PLC037550

Registered Office: 47, P.S.K. Nagar, Rajapalayam 626 108, India

Resolution No.	3
Resolution Required : Ordinary	Ratification of appointment of M/s.CNGSN & Associates LLP, Chartered Accountants, as Auditors
Whether promoter/promoter group are interested in the agenda/resolution	No

Category	Mode of Voting	No. of shares held	No of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting		16791354	100.000	16791354	-	100.000	-
	Poll		-	-	-	-	-	-
	Total	16791354	16791354	100.000	16791354	-	100.000	-
Public - Institutions	E-Voting		7297205	93.659	7297205	-	100.000	-
	Poll		-	-	-	-	-	-
	Total	7791260	7297205	93.659	7297205	-	100.000	-
Public - Non-Institutions	E-Voting		440472	8.039	440222	250	99.943	0.057
	Poll		50387	0.920	50387	-	100.000	-
	Total	5478972	490859	8.959	490609	250	99.949	0.051
TOTAL		30061586	24579418	81.764	24579168	250	99.999	0.001



 G. Karthikeyan

Ramco Systems Ltd.

64, Sardar Patel Road, Taramani, Chennai 600 113, India
 Tel: +91 44 2235 4510 / 3090 4000, Fax: +91 44 2235 2884
 www.ramco.com CIN : L72300TN1997PLC037550

Registered Office: 47, P.S.K. Nagar, Rajapalayam 626 108, India

Resolution No.	4
Resolution Required : Special	Reappointment of Shri.P.R.Venketrama Raja (DIN:00331406) as the Managing Director
Whether promoter/promoter group are interested in the agenda/resolution	Shri.P.R.Venketrama Raja, Promoter, is interested in this resolution as appointee.

Category	Mode of Voting	No. of shares held	No of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting		16791354	100.000	16791354	-	100.000	-
	Poll		-	-	-	-	-	-
	Total	16791354	16791354	100.000	16791354	-	100.000	-
Public - Institutions	E-Voting		7297205	93.659	7297205	-	100.000	-
	Poll		-	-	-	-	-	-
	Total	7791260	7297205	93.659	7297205	-	100.000	-
Public - Non-Institutions	E-Voting		440472	8.039	440222	250	99.943	0.057
	Poll		50387	0.920	50387	-	100.000	-
	Total	5478972	490859	8.959	490609	250	99.949	0.051
TOTAL		30061586	24579418	81.764	24579168	250	99.999	0.001



5 GF Abirami Apartments D1 B Block First Floor Parsn Paradise
14 VOC Road, Cantonment 46 GN Chetty Road T Nagar
Trichy 620001 Chennai 600017
Phone: 0431-2140542 Phone: 044-42059739/45008214

Email: srinivasan.k@msjnk.com

Scrutiniser's Report

*[Pursuant to Section 108 of the Companies Act, 2013, and Rule 20 of the
Companies (Management and Administration) Rules, 2014]*

The Chairman
Ramco Systems Limited
47 PSK Nagar
Rajapalayam 626108

Dear Sir,

Sub: E-voting and ballot process in respect of your Company's 19th Annual General meeting (AGM) held on 04 August 2016 - submission of Scrutiniser's report

1. I, K.Srinivasan, Practicing Chartered Accountant and Partner of M.S.Jagannathan & N.Krishnaswami, Chartered Accountants, 5, GF, Abirami Apartments, 14 VOC Road, Cantonment, Trichy 620001, have been appointed as Scrutinizer by the Board of Directors of **Ramco Systems Limited**, ("the Company") for the purpose of scrutinizing the e-voting process and the continuation of the ballot process at the AGM and ascertaining the requisite majority on voting process carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 on the 4 resolutions contained in the notice convening the 19th AGM of the members of the Company, held at 11:45 AM on Thursday, the 04th August 2016 at P.A.C.R.Centenary Community Hall, Sudarsan Gardens, P.A.C.Ramasamy Raja Salai, Rajapalayam- 626108.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means and the continuation of the ballot process at the AGM on the resolutions contained in the notice to the AGM of the members of the Company. My responsibility is to conduct the ballot process at the AGM and scrutinize the remote e-voting process in a fair and transparent manner and make a consolidated scrutinizer's report of the total votes cast in favour or against.
3. The Chairman announced that the ballot process be carried out at the AGM venue, to enable those members who were present in person or through proxy but had not voted through remote e-voting, to exercise their voting rights. I displayed to the members present an empty ballot box meant to be used for the ballot process and locked them. I also authenticated ballot papers in Form No. MGT-12 for use in the ballot process and had them distributed to the members at the AGM hall who wanted to vote.
4. On the completion of the voting through ballot process:
 - 4.1. I opened the ballot box in the presence of two witnesses not in the employment of the Company.



5 GF Abirami Apartments D1 B Block First Floor Parsn Paradise
14 VOC Road, Cantonment 46 GN Chetty Road T Nagar
Trichy 620001 Chennai 600017
Phone: 0431-2140542 Phone: 044-42059739/45008214

Email: srinivasan.k@msjnk.com

- 4.2. I also unblocked the votes cast through remote e-voting in the presence of two witnesses not in the employment of the Company.
- 4.3. I scrutinized the votes cast through remote e-voting and in the ballot process, and validated the same with the list of eligible members and their holding as on the cut-off date.
5. I have also verified and confirm that no member who had exercised their vote through remote e-voting facility, participated in the ballot process at the AGM.
6. I have recorded particulars of the votes cast through remote e-voting and ballot process in a separate register maintained in electronic form.
7. The items of business set out in the notice convening the AGM and covered by the e-voting/ ballot process were:

Resolution No.	Brief text of the Resolution	Type
1	Adoption of Financial Statements for the year ended 31st March, 2016	Ordinary
2	Appointment of director in the place of Shri P R Ramasubrahmaneya Rajha (DIN: 00331357) who retires by rotation and being eligible offers himself for reappointment.	Ordinary
3	Ratifying the appointment of M/s CNGSN and Associates LLP Chartered Accountants as auditors.	Ordinary
4	Reappointment of Shri P R Venketrama Raja (DIN: 00331406) as the Managing Director	Special

8. The consolidated results of the voting through remote e-voting and the ballot process at the AGM venue are as under:

Resolution No.	Total valid		Valid ballots/ votes in favour of			Valid ballots/ votes against the		
	Ballots	Votes cast	Ballots	Votes cast	% of votes	Ballots	Votes cast	% of votes
1.	73	2,45,79,418	73	2,45,79,418	100.000%	0	0	0.000%
2.	73	2,45,79,418	73	2,45,79,418	100.000%	0	0	0.000%
3.	73	2,45,79,418	72	2,45,79,168	99.999%	1	250	0.001%
4.	73	2,45,79,418	72	2,45,79,168	99.999%	1	250	0.001%




K.SRINIVASAN
CHARTERED ACCOUNTANT

5 GF Abirami Apartments D1 B Block First Floor Parsn Paradise
14 VOC Road, Cantonment 46 GN Chetty Road T Nagar
Trichy 620001 Chennai 600017
Phone: 0431-2140542 Phone: 044-42059739/45008214

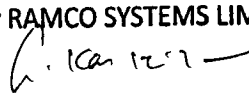
Email: srinivasan.k@msjnk.com

9. All the three (3) ordinary resolutions and one (1) special resolution have been passed with the requisite majority on the date of the AGM, namely 04 August 2016.


K.Srinivasan
Chartered Accountant
Membership No. 021510

Chennai
05 August 2016



For RAMCO SYSTEMS LIMITED

G. KARTHIKEYAN
Company Secretary