

August 20, 2021

National Stock Exchange of India Ltd.,
Plot No: C/1, G Block
Exchange Plaza, 5th Floor
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
Scrip: RAMCOSYS-EQ

BSE Ltd.,
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001
Scrip: 532370

Dear Sir/Madam,

Sub: Voting Results and Consolidated Scrutinizer Report of Ramco Systems Limited

We wish to inform you that the Annual General Meeting of the Company was held on Thursday, the 19th August 2021, through Video Conferencing / Other Audio Visual Means and both the resolutions transacted at the said meeting had been passed with requisite majority.

In compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details regarding the voting results are enclosed.

In compliance with Rule 20 of Companies (Management and Administration) Rules, 2014, the Scrutiniser's Report issued by Mr.K.Srinivasan, Chartered Accountant, Partner of M/s. M.S.Jagannathan & N.Krishnaswami, Chartered Accountants, Scrutiniser is enclosed.

Kindly take on record the same.

Thanking you,

Yours faithfully

For **RAMCO SYSTEMS LIMITED**


VIJAYA RAGHAVAN N
COMPANY SECRETARY



Encl: As above

Ramco Systems Limited

Corporate Headquarters : 64, Sardar Patel Road, Taramani, Chennai 600 113, India |
Tel: +91 44 2235 4510 / 66534000 Fax: +91 44 2235 2884 | CIN : L72300TN1997PLC037550 |
Registered Office: 47, P.S.K. Nagar, Rajapalayam 626 108, India

Global Offices: India | Singapore | Malaysia | China | HongKong | Philippines | Australia | Dubai | USA | Canada |
United Kingdom | Germany | Switzerland | South Africa | Sudan
www.ramco.com

General information about company	
Scrip code	532370
NSE Symbol	RAMCOSYS
MSEI Symbol	NOTLISTED
ISIN	INE246B01019
Name of the company	RAMCO SYSTEMS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	19-08-2021
Start time of the meeting	03:00 PM
End time of the meeting	04:00 PM

Scrutinizer Details	
Name of the Scrutinizer	K SRINIVASAN
Firms Name	M S JAGANNATHAN AND KRISHNASWAMI
Qualification	CA
Membership Number	021510
Date of Board Meeting in which appointed	25-05-2021
Date of Issuance of Report to the company	20-08-2021



Date of AGM	19-Aug-21
Total Number of shareholders on record date	39,627
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group	
Public	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	12
Public	56

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Company's Separate (Standalone) and Consolidated Audited Financial Statements for the year ended 31st March 2021				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16724849	16357174	97.8016	16357174	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		16357174	97.8016	16357174	0	100	0
Public- Institutions	E-Voting	3279927	2884789	87.9528	2884789	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2884789	87.9528	2884789	0	100	0
Public- Non Institutions	E-Voting	10718409	414144	3.8639	413723	421	99.8983	0.1017
	Poll		1000	0.0093	1000	0	100	0
	Postal Ballot (if applicable)							
	Total		415144	3.8732	414723	421	99.8986	0.1014
Total		30723185	19657107	63.9813	19656686	421	99.9979	0.0021
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	
Text Block								
Textual Information(1)		Voting figures are entered based on this. E Voting denoted remote e voting and poll denotes voting made during the AGM through e voting.						

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	Nil
Public Insitutions	Nil
Public - Non Insitutions	Nil



Date of AGM	19-Aug-21
Total Number of shareholders on record date	39,627
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group	
Public	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	12
Public	56

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Reappointment of Mr. Sankar Krishnan (DIN: 01597033) as a Director, liable to retire by rotation				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16724849	16357174	97.8016	16357174	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		16724849	16357174	97.8016	16357174	0	100
Public- Institutions	E-Voting	3279927	2884789	87.9528	2567842	316947	89.0132	10.9868
	Poll							
	Postal Ballot (if applicable)							
	Total		3279927	2884789	87.9528	2567842	316947	89.0132
Public- Non Institutions	E-Voting	10718409	414144	3.8639	412200	1944	99.5306	0.4694
	Poll		1000	0.0093	1000	0	100	0
	Postal Ballot (if applicable)							
	Total		10718409	415144	3.8732	413200	1944	99.5317
Total		30723185	19657107	63.9813	19338216	318891	98.3777	1.6223
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	
Text Block								
Textual Information(1)		Voting figures are entered based on this. E Voting denoted remote e voting and poll denotes voting made during the AGM through e voting.						

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	Nil
Public Insitutions	Nil
Public - Non Insitutions	Nil



K. SRINIVASAN
CHARTERED ACCOUNTANT

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46 GN Chetty Road T Nagar
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Phone: 044-45008214

Email: srinivasan.k@msjandnk.in

20 August 2021

The Chairman
Ramco Systems Limited
47 P.S.K. Nagar
Rajapalayam - 626108

Dear Sir,

Sub: Remote E-voting [Prior to and at the Annual General Meeting (AGM)] in respect of your Company's 24th Annual General Meeting on 19th August 2021 conducted through Video Conferencing (VC) - Scrutiniser's Consolidated report

I have been appointed to act as the Scrutiniser for the remote e-voting process, in connection with your Company's 24th AGM. I submit my report as under:

1. Since the Company's equity shares are listed on the National Stock Exchange of India Limited (NSE) and the BSE Limited (BSE), the Company has provided remote e-voting facility in terms of Section 108 of the Companies Act, 2013 (the Act), Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), Ministry of Corporate Affairs' (MCA) circular dated 13th January 2021 and SEBI circular dated 15th January 2021.
2. The items of business set out in the notice convening the AGM and covered by the remote e-voting process were:

Item No	Nature of Business	Type of Resolution	Subject Matter
1	Ordinary	Ordinary	Adoption of Company's Separate (standalone) and Consolidated Audited Financial Statements for the year ended 31 st March 2021.
2	Ordinary	Ordinary	Reappointment of Mr. Sankar Krishnan (DIN:01597033), as Director, liable to retire by rotation.

3. 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 on the resolutions contained in the notice of the AGM to the members of the Company. My responsibility is to scrutinise the remote e-voting process in a fair and transparent manner and make a consolidated report of the total votes cast in favour or against.

K. SRINIVASAN
CHARTERED ACCOUNTANT

No.10,2 nd Floor Salai Road Extension, Thillai Nagar, Trichy 18 Mobile: 0431-3555855	G7 Parsn Paradise 46 GN Chetty Road T Nagar Chennai 600017 Phone: 044-45008214
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Email: srinivasan.k@msjandnk.in

4. The were no equity shares lying in Unclaimed Shares Suspense Account.
5. Central Depository Services (India) Limited (CDSL), the recognized agency selected by your Company to provide a secure e-voting platform for the remote e-voting process, allotted E-Voting Serial Number (EVSN) 210723004 for the same. CDSL also provided the web-based platform for conducting the AGM through VC.
6. 12th August 2021 was fixed as the cut-off date for determining the eligibility to vote.
7. The remote e-voting facility prior to the AGM was made available from 9.00 AM on 16th August 2021 to 5.00 PM on 18th August 2021.
8. The Company Secretary announced that the remote e-voting facility was made available by CDSL during the AGM to enable members present at the AGM through VC and who did not cast their vote through remote e-voting prior to the AGM, to exercise their voting rights.
9. The prescribed particulars with regard to the remote e-voting process were duly advertised on 17th July 2021 in Business Standard (English – All Editions), Makkal Kural (Tamil – All Editions). The advertisement also stated the manner in which the Members who had not registered their e-mail address could register the same with the Company's Registrar & Share Transfer Agent.
10. The Company completed the despatch of Annual Report for 2020-21 containing Notice, Board's Report, Corporate Governance Report, Business responsibility Report, Management Discussion & Analysis Report, Secretarial Auditors Report, Statutory Auditors Report and Financial Statements by e-mail to the Members by 24th July 2021. Further, the Company had sent 6,620 mails containing the Annual Report individually to the shareholders who acquired shares after 23rd July 2021, till the cut-off date and holding shares as on the cut-off date.
11. On the completion of the AGM process:
 - 11.1 I allowed 15 minutes from the closure of AGM, before unblocking the votes, to enable shareholders attending the meeting to cast their votes
 - 11.2 I unblocked the votes cast through remote e-voting, both prior to and at the AGM, in the presence of two witnesses not in the employment of the Company. Due to the social distancing norms on account of COVID-19, I invited the two witnesses to login to my computer using remote login, and the witnesses monitored the activity.
 - 11.3 I scrutinised the votes cast through remote e-voting and validated the same with the list of eligible members and their holding as on the cut-off date.

K. SRINIVASAN
CHARTERED ACCOUNTANT

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Email: srinivasan.k@msjandnk.in

12. I have also verified and confirm that:
- 12.1. No member who had exercised their vote through remote e-voting facility, participated in the e-voting process at the AGM.
13. I have recorded particulars of the votes cast through remote e-voting in a separate register maintained by me in electronic form.
14. The combined results of voting through remote e-voting prior to and at the AGM are as under:

Resolution No	Votes cast in favour			Votes cast against		
	No. of Ballots voted	No. of Votes	Percentage of votes	No. of Ballots voted	No. of Votes	Percentage of votes
1	175	1,96,56,686	99.998%	4	421	0.002%
2	163	1,93,38,216	98.378%	16	3,18,891	1.622%

15. Both the resolutions have been passed with requisite majority.

KRISHNASWAMI
SRINIVASAN

Digitally signed by KRISHNASWAMI
SRINIVASAN
Date: 2021.08.20 16:54:39 +05'30'

K. Srinivasan
Chartered Accountant
Membership No.: 021510
Scrutiniser for the AGM
UDIN: 21021510AAAACU6781