

May 21, 2024

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

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

Dear Sir/Madam,

Sub: Grant of Stock Options under Employee Stock Options Scheme - 2022 (“ESOS 2022”)

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to inform you that, pursuant to the above said Regulation and subject to the provisions of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 {SEBI (SBEB & SE) Regulations, 2021} and approval granted by the Members on 10th August 2022, the Nomination and Remuneration Committee of the Board of Directors in its meeting held today, had approved the grant of 28,000 stock options under ESOS 2022.

The terms of the grant, inter-alia, are as under:

Sl. No.	Particulars	Details
1.	Brief details of Options granted	Grant of 28,000 Options to eligible employees. Effective grant date being May 21, 2024.
2.	Whether the Scheme is in terms of SEBI (SBEB & SE) Regulations, 2021 (if applicable)	Yes
3.	Total number of shares covered by these Options	28,000 Equity Shares of face value Rs. 10/- each (Each Option is convertible into one Equity Share of the Company).
4.	Pricing Formula	Under this Scheme, the Exercise Price will be decided by the Nomination and Remuneration Committee (“NRC”) on the basis of Market Price. However, the Exercise Price shall not be less than the par value of the Equity Shares of the Company. Accordingly, the NRC had decided the exercise price at a discount to the market price and determined the same at Rs. 10/- per Option for 14,000 Options and Rs.160/- per Option for 14,000 Options. Market Price is determined on the basis of closing price of the Company’s shares in the National Stock Exchange of India Limited on May 20, 2024.
5.	Options Vested	Not Applicable, as this outcome is pertaining to grant of Options under the Scheme. Vesting Period: All the Options granted above would vest over a period of 3 years with a vesting schedule of 40% at the end of 1 st year from date of grant and 7.5% for each quarter for the next 2 years, aggregating to 30% each at the end of 2 nd year and 3 rd year.
6.	Time within which Option may be exercised	All Options upon vesting shall be exercisable within 10 (Ten) years from the Vesting of the last tranche of the granted Options subject to being in the employment of the Company.

Ramco Systems Limited

Corporate Office: 64, Sardar Patel Road, Taramani, Chennai 600 113, Tamilnadu, India.
Tel: +91 44 2235 4510 / 6653 4000, Fax: +91 44 2235 5704 | CIN : L72300TN1997PLC037550

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

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7.	Options exercised	Not Applicable, as this outcome is pertaining to grant of Options under the Scheme.
8.	Money realized by exercise of Options	Not Applicable, as this outcome is pertaining to grant of Options under the Scheme.
9.	The total number of Shares arising as a result of exercise of Option	Not Applicable, as this outcome is pertaining to grant of Options under the Scheme. However, deeming that all granted Options would be vested and exercised, it would result in the creation of 28,000 Equity Shares of face value Rs. 10/- each.
10.	Options lapsed	Not Applicable, as this outcome is pertaining to grant of Options under the Scheme.
11.	Variation in terms of Options	Not Applicable, as this outcome is pertaining to grant of Options under the Scheme.
12.	Brief details of significant terms	<p>The Scheme is administered by the Nomination and Remuneration Committee.</p> <p>The grant of Options is based upon the eligibility criteria as mentioned in the Scheme.</p> <p>The granted Options once vested shall entitle the Option holder to acquire equal number of Equity Shares, upon payment of exercise price in accordance with terms and conditions of the Scheme.</p> <p>The granted Options shall vest on the dates as per vesting schedule as approved by the Nomination and Remuneration Committee.</p> <p>All Vested Options can wholly or partly be exercised in the multiple of lots specified in the Grant Letter, within a period of 10 years from the date of Vesting of the final lot of the granted Options.</p> <p>Exercise Price will be decided by the Nomination and Remuneration Committee on the basis of Market Price, which shall not be less than the par value of the Equity Shares of the Company.</p>
13.	Subsequent changes or cancellation or exercise of such Options	Not Applicable, as this outcome is pertaining to grant of Options under the Scheme.
14.	Diluted earnings per share pursuant to the issue of equity shares on exercise of Options.	Not Applicable, as this outcome is pertaining to grant of Options under the Scheme.

The grant shall be governed by the terms and conditions of ESOS 2022.

Kindly take on record the same.

Yours sincerely,

For **RAMCO SYSTEMS LIMITED**

VIJAYARAGHAVAN N E
COMPANY SECRETARY

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