

September 07, 2020

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 Jeejheebhoy 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 Monday, the 7th September 2020, through Video Conferencing/ Other Audio Visual Means and both the resolutions transacted at the said meeting had been passed with requisite majority.

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

In compliance of 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.

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Thanking you,

Yours sincerely,

For RAMCO SYSTEMS

VIJAYA RAGHAVAN N COMPANY SECRETAR

Encl: As above

Ramco Systems Limited

General information ab	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)	07-09-2020						
Start time of the meeting	03:00 PM						
End time of the meeting	04:15 PM						



Scruitinizer Details	
Name of the Schullizer	K SKINIVASAN
Firms Name	M S JAGANNATHAN AND KRISHNASWAMI
Qualification	CA
Membership Number	021510
Date of Board Meeting in which appointed	19-06-2020
Date of Issuance of Report to the company	07-09-2020



Voting results	
Record date	31-08-2020
Total number of shareholders on record date	22289
No. of shareholders present in the meeting either in person or through proxy	, A
a) Promoters and Promoter group	0
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	11
b) Public	POTONI I I I I I I I I I I I I I I I I I I
No. of resolution passed in the meeting	2



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Mode of voting No. of shares held No. of votes No. of votes No. of votes Statements for the year ended 31st March 2020 Statements for the year ended 31st March 2020 No. of votes Shares No. of votes Shares No. of votes Shares Shares No. of votes Shares	Whether	promoter/promoter group are	interested in the ag	enda/resolution?	TO DO LOCAL DESIGNATION OF CONTRACT CON	o sociones de la companyamente del companyamente de la companyamente del companyamente de la companyamente de la companyamente del companyamente del companyamente de la companyamente del c	No .	and de statements and statements and an analysis and an analys	Amborous and and a special property of the special pro
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Total 2827014 2649327 93.7147 2649327 0.100.0000 100.0000 E-Voting E-Voting 11037391 11045 0.1001 11045 0.1001 11045 0.01001 11045 0.0000 Postal Ballot (if applicable) 11037391 1027675 9.3109 1027568 107 99.9896 Total 11037391 20418842 66.7146 20418735 107 99.9995 Whether resolution is Pass or Not.	Public-	Poll	2827014			on (million and management republished by the first of the control	And the forest of the forest of the first of the state appendict of the first of th		
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Whether	Whether promoter/promoter group are interested in the agenda/resolution?	interested in the ago	enda/resolution?			No	en eller ei Genorgen eller eller spiele begrändigt begrändigt bereiten bestelle bestelle bestelle bestelle bes	AT THE CONTRACT OF THE PROPERTY OF THE PROPERTY OF THE CONTRACT OF THE PROPERTY OF THE PROPERT
		Description of resolution considered	ution considered	Reappointment o	Reappointment of Mr. A V Dharmakrishnan (DIN: 00693181), as a Director, liable to retire by rotation.	ishnan (DIN: 00693 rotation.	181), as a Director,	iable to retire by
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)/(5)]*100
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Promoter Group	Postal Ballot (if applicable)		A di distributa e a proprio con constanta de la constanta de la constanta de la constanta de la constanta de l		The state of the s			
	Total	16741840	16741840	100.0000	16741840	0	100.0000	0.000
	E-Voting		2649327	93.7147	2649263	64		0.0024
Public-	Poll	2827014			ski kjen jiloji, kjen jiloji, kjen koji ki kjen koje koje koje koje koje koje koje koje	men und signate, des statements (se proper de la consentacionemissa communements)		
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	Total	2827014	2649327	93.7147	2649263	64	99.9976	0.0024
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	Total	11037391	1027645	9.3106	1027492	153	99.9851	0.0149
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category	
	No. of Votes
Promoter and Promoter Group	1970 (* 10) is "mindle med improposable established.
Public Insitutions	



K. SRINIVASAN CHARTERED ACCOUNTANT

5 GF Abirami Apartments 14 VOC Road, Cantonment

Trichy 620001

Phone: 91-431-40

Phone: 91-431-4024657

D1 B Block First Floor Parsn Paradise 46 GN Chetty Road T Nagar

46 GN Chetty Road T Nag Chennai 600017

Phone: 91-44-45008214

Email: srinivasan.k@msjandnk.in

7 September 2020

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 23rd Annual General Meeting on 7th September 2020 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 23rd 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) circulars dated 5th May 2020, 8th April 2020 and 13th April 2020 and SEBI circular dated 12th May 2020 in respect of both the resolutions to be considered at the 23rd AGM.
- 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 2020.
2	Ordinary	Ordinary	Reappointment of Mr. A V Dharmakrishnan (DIN: 00693181), as a 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.
- 4. The were no equity shares lying in Unclaimed Shares Suspense Account.

K. SRINIVASAN CHARTERED ACCOUNTANT

5 GF Abirami Apartments 14 VOC Road, Cantonment Trichy 620001

Phone: 91-431-4024657

D1 B Block First Floor Parsn Paradise

46 GN Chetty Road T Nagar Chennai 600017 Phone: 91-44-45008214

Email: srinivasan.k@msjandnk.in

- 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) 200731005 for the same. CDSL also provided the web-based platform for conducting the AGM through VC.
- 6. The remote e-voting facility prior to the AGM was made available from 9.00 AM on 3rd September 2020 to 5.00 PM on 6th September 2020.
- 7. 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.
- 8. The prescribed particulars with regard to the remote e-voting process were duly advertised on 25-07-2020 and 17-08-2020 in Makkal Kural (Tamil – All Editions), Business Standard (English – 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 Registrar & Share Transfer Agent.
- 9. The Company completed the despatch of Annual Report for 2019-20 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 14-08-2020. Further, the Company had sent 3,402 mails containing the Annual Report individually to the shareholders who acquired shares subsequent to 31-07-2020, till the cut-off date.
- 31st August 2020 was fixed as the cut-off date for determining the eligibility to vote. 10.
- 11. On the completion of the e-voting process:
- 11.1 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 activity was witnessed.
- 11.2 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.
- 12. I have also verified and confirm that:
- No member who had exercised their vote through remote e-voting facility, participated in the e-voting process at the AGM.

K. SRINIVASAN

CHARTERED ACCOUNTANT

5 GF Abirami Apartments 14 VOC Road, Cantonment

Trichy 620001

Phone: 91-431-4024657

D1 B Block First Floor Parsn Paradise

46 GN Chetty Road T Nagar Chennai 600017

Phone: 91-44-45008214

Email: srinivasan.k@msjandnk.in

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:

	Vo	otes cast in fav	vour	Vot	tes cast ag	ainst
Resolution No	No. of Members voted	No. of Votes	Percentage of votes	No. of Members voted	No. of Votes	Percentage of votes
1	89	2,04,18,735	99.999%	3	107	0.001%
2	84	2,04,18,595	99.999%	7	217	0.001%

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

KRISHNASWAMI SRINIVASAN Digitally signed by KRISHNASWAMI SRINIVASAN Date: 2020.09.07 21:00:08 +05'30'

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

UDIN: 20021510AAAADG9086