

**February 03, 2023**

**National Stock Exchange of India Ltd.,**  
Exchange Plaa, 5<sup>th</sup> 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**

**Sub: Declaration under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Ref: Board Meeting Outcome and Allotment of Warrants & Equity Shares on Preferential Basis intimation dated February 01, 2023**

We wish to inform that, Company had received the disclosure pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, from Mr. P R Venketrama Raja, Promoter (Chairman) and M/s. Ramco Industries Limited (RIL) in the prescribed format relating to allotment of 14,59,854 Warrants (fully convertible equity warrants) to Chairman and 16,42,335 Equity Shares to RIL under the Preferential issue. The said allotments were made by the Company on February 01, 2023.

The said disclosure is enclosed. Kindly acknowledge receipt.

Thanking you.

For **RAMCO SYSTEMS LIMITED**

**VIJAYARAGHAVAN NE**  
**COMPANY SECRETARY**

Encl: Regulation 29(2) SEBI SAST Disclosure

**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.

**Global Offices:** India | Singapore | Malaysia | Indonesia | HongKong | China | Vietnam | Macau | Japan | Philippines | Australia | New Zealand | UAE | Saudi Arabia | USA | Canada | United Kingdom | Germany | Switzerland | Spain | Sudan | South Africa

[www.ramco.com](http://www.ramco.com)

**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

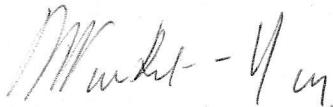
Name of the Target Company (TC)	Ramco Systems Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	1. Mr. P R Venketrama Raja 2. M/s. Ramco Industries Limited		
Whether the acquirer belongs to Promoter / Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. National Stock Exchange of India Limited 2. BSE Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
<b>Before the acquisition under consideration, holding of:</b>			
a) Shares carrying voting rights			
<b>1. Mr. P R Venketrama Raja</b>	33,533,66	10.88	10.11
<b>2. Ramco Industries Limited</b>	54,67,376	17.74	16.49
b) Shares in the nature of encumbrance (pledge/ lien/ non disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
<b>e) Total (a+b+c+d)</b>	<b>88,20,742</b>	<b>28.62</b>	<b>26.60</b>
<b>Details of acquisition / sale:</b>			
a) Shares carrying voting rights acquired / sold			
<b>1. Ramco Industries Limited</b>	16,42,335	4.66	4.20
b) VRs acquired /sold otherwise than by shares			
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold			
<b>1. Mr. P R Venketrama Raja</b>	14,59,854	4.14	3.74
d) Shares encumbered / invoked / released by the acquirer			
<b>e) Total (a+b+c+d)</b>	<b>31,02,189</b>	<b>8.80</b>	<b>7.94</b>

<b>After the acquisition / sale, holding of:</b>			
a) Shares carrying voting rights acquired <b>1. Mr. P R Venketrama Raja</b> <b>2. Ramco Industries Limited</b>	33,533,66 71,09,711	9.52 20.18	8.58 18.20
b) Shares encumbered with the acquirer			
c) Voting rights (VR) otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) <b>1. Mr. P R Venketrama Raja</b>	14,59,854	4.14	3.74
<b>e) Total (a+b+c+d)</b>	<b>1,19,22,931</b>	<b>33.84</b>	<b>30.52</b>
Mode of acquisition / sale	Preferential Allotment		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable (As on 31.12.2022)	February 1, 2023		
Equity share capital / <del>total voting capital</del> of the TC before the said acquisition / sale (As on 31.12.2022)	3,08,18,482 Equity Shares face value of Rs.10/- each amounting to 30,81,84,820/-		
Equity share capital/ <del>total voting capital</del> of the TC after the said acquisition / sale (As on 01.02.2023 after considering the allotment made on 20.01.2023 and 01.02.2023) i.e 308,18,482+29,713+43,79,561	3,52,27,756 Equity Shares face value of Rs.10/- each amounting to 35,22,77,560/-		
Total diluted share/ <del>voting capital</del> of the TC after the said acquisition (As on 01.02.2023 after considering the Grant of 50,000 Stock Options made on that day.) i.e 3,52,27,756+14,59,854+50,000+ESOP Dilution 23,24,261	3,90,61,871 Equity Shares face value of Rs.10/- each amounting to 39,06,18,710/-		

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of SEBI LODR.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

**Signature of the Acquirer/ Authorized Signatory**



**Mr. P R Venketrama Raja**

Place: Chennai

Date: 03.02.2023

**For RAMCO INDUSTRIES LIMITED**



S. Balamurugasundaram

**Ramco Industries Limited** Company Secretary & Legal Head

Place: Chennai

Date: 03.02.2023