

April 5, 2007

The Manager
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai – 400 051

Fax No: 022-26598237 / 38

Dear Sir,

Sub: Compliance under Clause 36 of the Listing Agreement with the Stock Exchanges

The Company has entered into a non binding Memorandum of Understanding with TVS Interconnect Systems Limited, a wholly owned subsidiary of T V Sundaram Iyengar and Sons Limited, to divest its 100% stake in its wholly owned subsidiary, Ramco Infotech Solutions Limited. The closure of the transaction is subject to satisfactory due diligence, execution of definitive documents, approval by the respective Boards and regulatory clearances.

Accordingly, a meeting of the Board of Directors of the Company, is scheduled to be held on 12th April 2007, to consider amongst others things, the above proposal.

We request you to kindly take the above on record as required under the provisions of the Listing Agreement.

Thanking you,

Yours faithfully
For **RAMCO SYSTEMS LIMITED**

Sd/-
SUBRAMANIAN NARAYAN
COMPANY SECRETARY