

July 30, 2014

National Stock Exchange of India Ltd Exchange Plaza, 5th Floor Plot No:C/1, G Block Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 Fax Nos: 022-26598237/ 26598238/26598347/26598348 Email: cnlist@nse.co.in Scrip: RAMCOSYS-EQ	Corporate Relationship Department The Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001 Fax Nos: 022-22723121/ 22723719/ 22722039 Email: 'corp.relations@bseindia.com' Scrip: 532370	The Secretary Madras Stock Exchange Limited Exchange Building 30, Second Line Beach Chennai – 600 001 Fax Nos: 2521 8206 Email: lc@mseindia.in Scrip: RSST
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Dear Sir,

Sub: Submission of Voting Result under Clause 35A

The Seventeenth Annual General Meeting of Ramco Systems Limited was held on Monday, the 28th July 2014 at P.A.C.R. Centenary Community Hall, Sudarsan Gardens, P.A.C. Ramasamy Raja Salai, Rajapalayam – 626 108, Tamil Nadu. In this regard, we hereby submit the details as required by Clause 35A of the Listing Agreement regarding voting pattern:

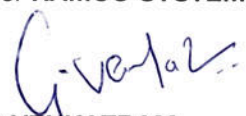
Total Number of Shareholders as on Record Date (27 th June 2014)	6,957
No. of Shareholders present in the meeting either in person or through proxy	33
Promoters and Promoter Group	9
Public	24
No of shareholders attending through Video Conferencing	Not Applicable
Promoters and Promoter Group	Not Applicable
Public	Not Applicable

The details of voting pattern business wise including physical voting at AGM and through e-Voting is provided in the annexure.

Thanking you,

Yours faithfully

For **RAMCO SYSTEMS LIMITED**


G VENKATRAM
COMPANY SECRETARY

Encl: As above

Res. No

1 Ordinary Resolution

Adoption of Financial Statements for the year ended 31st March 2014

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes Against	Invalid votes	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	16879496	13107273	77.65%	13107273	0	0	100.00%	0.00%
E-Voting	Public Institutional Holders	1496646	105372	7.04%	105372	0	0	100.00%	0.00%
E-Voting	Public - Others	5498736	14561	0.26%	14556	5	0	99.97%	0.03%
E-Voting, Total		23874878	13227206	55.40%	13227201	5	0		
Poll at AGM	Promoter and Promoter Group	16879496	3217441	19.06%	3217441	0	0	100.00%	0.00%
Poll at AGM	Public Institutional Holders	1496646	965389	64.50%	965389	0	0	100.00%	0.00%
Poll at AGM	Public - Others	5498736	5138	0.09%	5138	0	0	100.00%	0.00%
Poll at AGM, Total		23874878	4187968	17.54%	4187968	0	0		
Total for Resolution		23874878	17415174	72.94%	17415169	5	0	100.00%	0.00%



Res.No

2 Ordinary Resolution

Appointment of Shri P R Ramasubrahmaneya Rajha as Director who retires by rotation

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes Against	Invalid votes	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	16879496	12563570	74.43%	12563570	0	0	100.00%	0.00%
E-Voting	Public Institutional Holders	1496646	105372	7.04%	105372	0	0	100.00%	0.00%
E-Voting	Public - Others	5498736	14561	0.26%	14556	5	0	99.97%	0.03%
E-Voting, Total		23874878	12683503	53.12%	12683498	5	0		
Poll at AGM	Promoter and Promoter Group	16879496	3217441	19.06%	3217441	0	0	100.00%	0.00%
Poll at AGM	Public Institutional Holders	1496646	965389	64.50%	965389	0	0	100.00%	0.00%
Poll at AGM	Public - Others	5498736	5138	0.09%	5138	0	0	100.00%	0.00%
Poll at AGM, Total		23874878	4187968	17.54%	4187968	0	0		
Total for Resolution		23874878	16871471	70.67%	16871466	5	0	100.00%	0.00%

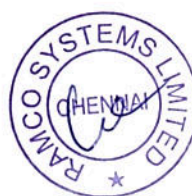


Res.No

3 Ordinary Resolution

Appointment of M/s.CNGSN & Associates, Chartered Accountants, as Auditors, from the conclusion of this AGM till the conclusion of 20th AGM

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes Against	Invalid votes	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	16879496	13107273	77.65%	13107273	0	0	100.00%	0.00%
E-Voting	Public Institutional Holders	1496646	105372	7.04%	105372	0	0	100.00%	0.00%
E-Voting	Public - Others	5498736	14561	0.26%	14556	5	0	99.97%	0.03%
E-Voting, Total		23874878	13227206	55.40%	13227201	5	0		
Poll at AGM	Promoter and Promoter Group	16879496	3217441	19.06%	3217441	0	0	100.00%	0.00%
Poll at AGM	Public Institutional Holders	1496646	965389	64.50%	965389	0	0	100.00%	0.00%
Poll at AGM	Public - Others	5498736	5138	0.09%	5138	0	0	100.00%	0.00%
Poll at AGM, Total		23874878	4187968	17.54%	4187968	0	0		
Total for Resolution		23874878	17415174	72.94%	17415169	5	0	100.00%	0.00%



Res.No

4 Ordinary Resolution

Appointment of Shri.M.M.Venkatachalam as Independent Director

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes Against	Invalid votes	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	16879496	13107273	77.65%	13107273	0	0	100.00%	0.00%
E-Voting	Public Institutional Holders	1496646	105372	7.04%	105372	0	0	100.00%	0.00%
E-Voting	Public - Others	5498736	14561	0.26%	14556	5	0	99.97%	0.03%
E-Voting, Total		23874878	13227206	55.40%	13227201	5	0		
Poll at AGM	Promoter and Promoter Group	16879496	3217441	19.06%	3217441	0	0	100.00%	0.00%
Poll at AGM	Public Institutional Holders	1496646	965389	64.50%	965389	0	0	100.00%	0.00%
Poll at AGM	Public - Others	5498736	5138	0.09%	5138	0	0	100.00%	0.00%
Poll at AGM, Total		23874878	4187968	17.54%	4187968	0	0		
Total for Resolution		23874878	17415174	72.94%	17415169	5	0	100.00%	0.00%



Res.No 5 Ordinary Resolution
Appointment of Shri.R.S.Agarwal as Independent Director

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes Against	Invalid votes	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	16879496	13107273	77.65%	13107273	0	0	100.00%	0.00%
E-Voting	Public Institutional Holders	1496646	105372	7.04%	105372	0	0	100.00%	0.00%
E-Voting	Public - Others	5498736	14561	0.26%	14556	5	0	99.97%	0.03%
E-Voting, Total		23874878	13227206	55.40%	13227201	5	0		
Poll at AGM	Promoter and Promoter Group	16879496	3217441	19.06%	3217441	0	0	100.00%	0.00%
Poll at AGM	Public Institutional Holders	1496646	965389	64.50%	965389	0	0	100.00%	0.00%
Poll at AGM	Public - Others	5498736	5138	0.09%	5138	0	0	100.00%	0.00%
Poll at AGM, Total		23874878	4187968	17.54%	4187968	0	0		
Total for Resolution		23874878	17415174	72.94%	17415169	5	0	100.00%	0.00%



Res.No 6 Ordinary Resolution
Appointment of Shri.V.Jagadisan as Independent Director

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes Against	Invalid votes	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	16879496	13107273	77.65%	13107273	0	0	100.00%	0.00%
E-Voting	Public Institutional Holders	1496646	105372	7.04%	105372	0	0	100.00%	0.00%
E-Voting	Public - Others	5498736	14561	0.26%	14556	5	0	99.97%	0.03%
E-Voting, Total		23874878	13227206	55.40%	13227201	5	0		
Poll at AGM	Promoter and Promoter Group	16879496	3217441	19.06%	3217441	0	0	100.00%	0.00%
Poll at AGM	Public Institutional Holders	1496646	965389	64.50%	965389	0	0	100.00%	0.00%
Poll at AGM	Public - Others	5498736	5138	0.09%	5138	0	0	100.00%	0.00%
Poll at AGM, Total		23874878	4187968	17.54%	4187968	0	0		
Total for Resolution		23874878	17415174	72.94%	17415169	5	0	100.00%	0.00%



Res.No 7 Special Resolution
Insertion of Articles 32a in the Articles of Association

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes Against	Invalid votes	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	16879496	13107273	77.65%	13107273	0	0	100.00%	0.00%
E-Voting	Public Institutional Holders	1496646	105372	7.04%	105372	0	0	100.00%	0.00%
E-Voting	Public - Others	5498736	14561	0.26%	14556	5	0	99.97%	0.03%
E-Voting, Total		23874878	13227206	55.40%	13227201	5	0		
Poll at AGM	Promoter and Promoter Group	16879496	3217441	19.06%	3217441	0	0	100.00%	0.00%
Poll at AGM	Public Institutional Holders	1496646	965389	64.50%	965389	0	0	100.00%	0.00%
Poll at AGM	Public - Others	5498736	5138	0.09%	5138	0	0	100.00%	0.00%
Poll at AGM, Total		23874878	4187968	17.54%	4187968	0	0		
Total for Resolution		23874878	17415174	72.94%	17415169	5	0	100.00%	0.00%



Res.No 8 Special Resolution
Re-appointment of Shri.P.R.Venketrama Raja as Managing Director of the Company

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes Against	Invalid votes	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	16879496	13107273	77.65%	13107273	0	0	100.00%	0.00%
E-Voting	Public Institutional Holders	1496646	105372	7.04%	105372	0	0	100.00%	0.00%
E-Voting	Public - Others	5498736	14561	0.26%	14556	5	0	99.97%	0.03%
E-Voting, Total		23874878	13227206	55.40%	13227201	5	0		
Poll at AGM	Promoter and Promoter Group	16879496	0	0.00%	0	0	0	0.00%	0.00%
Poll at AGM	Public Institutional Holders	1496646	965389	64.50%	965389	0	0	100.00%	0.00%
Poll at AGM	Public - Others	5498736	5138	0.09%	5138	0	0	100.00%	0.00%
Poll at AGM, Total		23874878	970527	4.07%	970527	0	0		
Total for Resolution		23874878	14197733	59.47%	14197728	5	0	100.00%	0.00%



Res.No 9 Special Resolution
Authority to borrow money up to Rs. 500 Crores

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes Against	Invalid votes	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	16879496	13107273	77.65%	13107273	0	0	100.00%	0.00%
E-Voting	Public Institutional Holders	1496646	105372	7.04%	105372	0	0	100.00%	0.00%
E-Voting	Public - Others	5498736	14561	0.26%	13567	994	0	93.17%	6.83%
E-Voting, Total		23874878	13227206	55.40%	13226212	994	0		
Poll at AGM	Promoter and Promoter Group	16879496	3217441	19.06%	3217441	0	0	100.00%	0.00%
Poll at AGM	Public Institutional Holders	1496646	965389	64.50%	965389	0	0	100.00%	0.00%
Poll at AGM	Public - Others	5498736	5138	0.09%	5138	0	0	100.00%	0.00%
Poll at AGM, Total		23874878	4187968	17.54%	4187968	0	0		
Total for Resolution		23874878	17415174	72.94%	17414180	994	0	99.99%	0.01%



Res.No

10 Ordinary Resolution

Authority to contribute to charitable and other funds up to Rs. 5 Crores per annum or 5% of the average net profits for the three immediately preceding financial years, whichever is higher

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes Against	Invalid votes	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	16879496	13107273	77.65%	13107273	0	0	100.00%	0.00%
E-Voting	Public Institutional Holders	1496646	105372	7.04%	105372	0	0	100.00%	0.00%
E-Voting	Public - Others	5498736	14561	0.26%	13567	994	0	93.17%	6.83%
E-Voting, Total		23874878	13227206	55.40%	13226212	994	0		
Poll at AGM	Promoter and Promoter Group	16879496	3217441	19.06%	3217441	0	0	100.00%	0.00%
Poll at AGM	Public Institutional Holders	1496646	965389	64.50%	965389	0	0	100.00%	0.00%
Poll at AGM	Public - Others	5498736	5138	0.09%	5138	0	0	100.00%	0.00%
Poll at AGM, Total		23874878	4187968	17.54%	4187968	0	0		
Total for Resolution		23874878	17415174	72.94%	17414180	994	0	99.99%	0.01%



Res.No 11 Special Resolution
Maintenance of Registers and Returns at the Corporate Office of the Company

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes Against	Invalid votes	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	16879496	13107273	77.65%	13107273	0	0	100.00%	0.00%
E-Voting	Public Institutional Holders	1496646	105372	7.04%	105372	0	0	100.00%	0.00%
E-Voting	Public - Others	5498736	14561	0.26%	14556	5	0	99.97%	0.03%
E-Voting, Total		23874878	13227206	55.40%	13227201	5	0		
Poll at AGM	Promoter and Promoter Group	16879496	3217441	19.06%	3217441	0	0	100.00%	0.00%
Poll at AGM	Public Institutional Holders	1496646	965389	64.50%	965389	0	0	100.00%	0.00%
Poll at AGM	Public - Others	5498736	5138	0.09%	5138	0	0	100.00%	0.00%
Poll at AGM, Total		23874878	4187968	17.54%	4187968	0	0		
Total for Resolution		23874878	17415174	72.94%	17415169	5	0	100.00%	0.00%

