

August 14, 2025

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

Sub: Voting Results and Consolidated Scrutinizer Report of Ramco Systems Limited

We wish to inform you that the 28th Annual General Meeting of the Company was held on Wednesday, the August 13th, 2025, through Video Conferencing / Other Audio Visual Means and all the resolutions transacted at the said meeting had been passed with requisite majority.

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

In compliance with Rule 20 of Companies (Management and Administration) Rules, 2014, the Scrutiniser's Report issued by Mr. K Srinivasan, Chartered Accountant, Partner of M S Jagannathan & N Krishnaswami, Chartered Accountants, Scrutiniser is enclosed.

Kindly take the same on record.

Thanking you,

For **RAMCO SYSTEMS LIMITED**

MITHUN V
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl: 28th AGM Voting Results and Scrutinizer's Report

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

Srinivasan Krishnaswami
Chartered Accountant

14th August 2025

The Chairman
The 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 28th AGM on 13th August 2025 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 28th 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) General circular dated 19th September 2024 and SEBI circular dated 3rd October 2024.
2. The items of business set out in the notice convening the AGM and covered by the remote e-voting process were:

Ordinary Business : 1

To receive, consider and adopt:

- a. *the Audited Separate (Standalone) Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of Board of Directors and Auditors thereon; and*
- b. *the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.*

*To consider and if though fit, pass the following resolution as an **ORDINARY RESOLUTION**:*

"RESOLVED THAT the Board's Report, the Company's Separate (Standalone) and Consolidated Audited Financial Statements for the financial year ended March 31, 2025 and the Auditors' Reports thereon be and are hereby considered and adopted."

Ordinary Business : 2

To appoint a Director in place of Mr. P R Venketrama Raja (DIN: 00331406), who retires by rotation and being eligible, offers himself for re-appointment:

*To consider and if though fit, pass the following resolution as an **ORDINARY RESOLUTION**:*

"RESOLVED THAT Mr. P R Venketrama Raja (DIN: 00331406), who retires by rotation being eligible and willing for re-appointment and recommended by the Nomination and Remuneration Committee and the Board of Directors for re-appointment, be and is hereby re-appointed as a Director of the Company, subject to retirement by rotation on such remuneration as may be fixed by the Board of Directors.

Special Business : 3

Designating Mr. P V Abinav Ramasubramaniam Raja (DIN: 07273249) as the Managing Director, who is currently a whole time key managerial personnel in the position of Manager with the designation as Whole Time Director,

*To consider and if though fit, pass the following resolution as an **ORDINARY RESOLUTION**:*

"RESOLVED THAT pursuant to the provisions of Sections 196, 203 and other applicable provisions of the Companies Act, 2013, read with Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, the approval of the Members be and is hereby accorded for designating Mr. P V Abinav Ramasubramaniam Raja (DIN: 07273249) in the position of Managing Director (who is a whole time key managerial personnel, presently in the position of Manager with the designation as Whole Time Director), for the remaining term of his appointment (i.e., up to June 03, 2027), without any other change in his existing terms and conditions of appointment, including remuneration, as approved by the Members at the 27th Annual General Meeting held on August 21, 2024.

Special Business : 4

Appointment of M/s. Sriram Krishnamuthy & Co., (Firm Unique Identification Number: P1994TN045300) as Secretarial Auditor of the Company for a term of 5 consecutive years commencing from the FY 2025-26 to FY 2029-30 and hold office from the conclusion of 28th AGM until the conclusion of 33rd AGM.

*To consider and if though fit, pass the following resolution as an **ORDINARY RESOLUTION**:*

***"RESOLVED THAT** in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder and pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the Members be and is hereby accorded for appointment of M/s. Sriram Krishnamurthy & Co. Practising Company Secretaries (Firm Unique Identification Number: P1994TN045300) as Secretarial Auditor of the Company for a term of 5 (five) consecutive financial years commencing from FY 2025-26 to FY 2029-30 and to hold office from the conclusion of 28th Annual General Meeting un-till the conclusion of the 33rd Annual General Meeting.*

***RESOLVED FURTHER THAT** the Secretarial Auditor shall, for the FY 2025-26, be paid a remuneration of Rs. 500,000/- (Rupees Five lakhs only) (exclusive of applicable taxes and Out-of-pocket expenses) for Secretarial Audit.*

***RESOLVED FURTHER THAT** for the financial years FY 2026-27, FY 2027-28, FY 2028-29 and FY 2029-30, the Board of Directors is authorized to fix the remuneration based on the recommendation of the Audit Committee."*

***RESOLVED FURTHER THAT** the Board of Directors and/or the Chief Financial Officer and/or the Company Secretary be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution"*

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. Central Depository Services (India) Limited (CDSL), the agency selected by your Company to provide a secure e-voting platform for the remote e-voting process, allotted E-Voting Serial Number (EVSN) 250714014 for the same. CDSL also provided the web-based platform for conducting the AGM through VC.
5. 06th August 2025 was fixed as the cut-off date for determining the eligibility to vote.
6. The remote e-voting facility prior to the AGM was made available from 9.00 AM on 10th August 2025 to 5.00 PM on 12th August 2025.
7. The remote e-voting facility was made available by CDSL during and fifteen minutes after 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 21st July 2025 both in Business Standard (English – All Editions) and in Makkal Kural (Tamil - 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 Company's Registrar and Share Transfer Agent.
9. The Company completed the despatch of Annual Report 2024-25 containing Notice, Board's Report, Corporate Governance Report, Business Responsibility and Sustainability Report, Management Discussion and Analysis Report, Secretarial Auditor's Report, Statutory Auditor's Report and Financial Statements by email to 29,644 on 18th July 2025 and 533 on 7th August 2025 (for incremental shareholders, who acquired shares after the despatch of Annual Report and as on the cut-off date).
10. Annual Report 2024-25 and Notice convening the 28th AGM was also sent to the Directors, filed with NSE and BSE and uploaded on the website of the Company on 18th July 2025. The same was mailed to the Auditors on 19th July 2025.
11. Physical copies of the AGM Notice and Annual Report were sent to the Members, those who had specifically requested for the same, in compliance with the SEBI regulations.

Srinivasan Krishnaswami
Chartered Accountant

12. On the completion of the e-voting process:
- 12.1 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.
- 12.2 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.
13. I have also verified and confirm that Shareholders who voted at the AGM have attended the proceedings of AGM.
14. I have recorded particulars of the votes cast through remote e-voting in a separate register maintained by me in electronic form.
15. There were no shares lying with the Investor Education and Protection Fund.
16. The combined results of voting through remote e-voting prior to and at the AGM are as under: (the percentage of votes polled in favour and against have been presented in decimals as appropriate)

Resolution 1:

i. Votes cast:

Total number of ballots	Total number of votes cast
91	2,23,89,986

ii. Invalid votes:

Total number of invalid ballots	Total number of invalid votes
2	18,970

iii. Valid votes:

Total number of valid ballots	Total number of valid votes
89	2,23,71,016

iv. Votes cast in favour of the resolution:

Number of ballots	Number of votes cast in favour of the resolution	Percentage of votes cast in favour to the valid votes
89	2,23,71,016	100.00000%

v. Votes cast against the resolution:

Number of ballots	Number of votes cast against the resolution	Percentage of votes cast against to the valid votes
0	0	0.00000%

Srinivasan Krishnaswami
Chartered Accountant

Resolution 2:

i. Votes cast:

Total number of ballots	Total number of votes cast
91	2,23,89,986

ii. Invalid votes:

Total number of invalid ballots	Total number of invalid votes
2	18,970

iii. Valid votes:

Total number of valid ballots	Total number of valid votes
89	2,23,71,016

iv. Votes cast in favour of the resolution:

Number of ballots	Number of votes cast in	Percentage of votes cast in
84	2,23,68,823	99.99020%

v. Votes cast against the resolution:

Number of ballots	Number of votes cast	Percentage of votes cast
5	2,193	0.00980%

Resolution 3:

i. Votes cast:

Total number of ballots	Total number of votes cast
91	2,23,89,986

ii. Invalid votes:

Total number of invalid ballots	Total number of invalid votes
2	18,970

iii. Valid votes:

Total number of valid ballots	Total number of valid votes
89	2,23,71,016

iv. Votes cast in favour of the resolution:

Number of ballots	Number of votes cast in	Percentage of votes cast in
86	2,23,70,879	99.99939%

v. Votes cast against the resolution:

Number of ballots	Number of votes cast	Percentage of votes cast
3	137	0.00061%

Srinivasan Krishnaswami
Chartered Accountant

Resolution 4:

i. Votes cast:

Total number of ballots	Total number of votes cast
91	2,23,89,986

ii. Invalid votes:

Total number of invalid ballots	Total number of invalid votes
2	18,970

iii. Valid votes:

Total number of valid ballots	Total number of valid votes
89	2,23,71,016

iv. Votes cast in favour of the resolution:

Number of ballots	Number of votes cast in	Percentage of votes cast in
87	2,23,71,001	99.99993%

v. Votes cast against the resolution:

Number of ballots	Number of votes cast	Percentage of votes cast
2	15	0.00007%

17. All the four resolutions have been passed with requisite majority.

SRINIVASAN Digitally signed by
KRISHNASWAMI SRINIVASAN
AMI KRISHNASWAMI
Date: 2025.08.14
18:57:33 +05'30'

Srinivasan Krishnaswami
Chartered Accountant
Membership Number: 021510
Scrutiniser
UDIN: 25021510BMMMSQ2607
Chennai
14th August 2025

For Ramco Systems Limited


Mithun V
Company Secretary

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)	13-08-2025
Start time of the meeting	03:00 PM
End time of the meeting	03:57 PM

Scrutinizer Details

Name of the Scrutinizer	K Srinivasan
Firms Name	M S Jagannathan & N Krishnaswami, Chartered Accountants
Qualification	CA
Membership Number	021510
Date of Board Meeting in which appointed	21-05-2025
Date of Issuance of Report to the company	14-08-2025

Voting results

Record date	06-08-2025
Total number of shareholders on record date	31341
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter gro	0
b) Publ	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter gro	17
b) Publ	50
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

For Ramco Systems Limited**Mithun V**
Company Secretary

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To receive, consider and adopt: a. the Audited Separate (Standalone) Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of Board of Directors and Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.					
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)/(2)]*100
Promoter and Promoter Group	E-Voting	19839750	19839750	100	19839750	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	19839750	19839750	100	19839750	0	100	0
Public-Institutions	E-Voting	5726817	2078738	36.2983	2078738	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	5726817	2078738	36.2983	2078738	0	100	0
Public- Non Institutions	E-Voting	11749141	450973	3.8383	450973	0	100	0
	Poll		1555	0.0132	1555	0	100	0
	Postal Ballot (if applicable)							
	Total	11749141	452528	3.8516	452528	0	100	0
Total		37315708	22371016	59.9507	22371016	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	18970
Public - Non Insitutions	0

For Ramco Systems Limited

Mithun V
Company Secretary

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. P R Venketrama Raja (DIN: 00331406), who retires by rotation and being eligible, offers himself for re-appointment.				
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)/(2)]*100
Promoter and Promoter Group	E-Voting	19839750	19839750	100	19839750	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	19839750	19839750	100	19839750	0	100	0
Public-Institutions	E-Voting	5726817	2078738	36.2983	2076717	2021	99.9028	0.0972
	Poll							
	Postal Ballot (if applicable)							
	Total	5726817	2078738	36.2983	2076717	2021	99.9028	0.0972
Public- Non Institutions	E-Voting	11749141	450973	3.8383	450801	172	99.9619	0.0381
	Poll		1555	0.0132	1555	0	100	0
	Postal Ballot (if applicable)							
	Total	11749141	452528	3.8516	452356	172	99.962	0.038
Total		37315708	22371016	59.9507	22368823	2193	99.9902	0.0098
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	18970
Public - Non Insitutions	0

For Ramco Systems Limited



Mithun V
Company Secretary

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Designating Mr. P V Abinav Ramasubramaniam Raja (DIN: 07273249) as the Managing Director, who is currently a whole time key managerial personnel in the position of Manager with the designation as Whole Time Director.				
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)/(2)]*100
Promoter and Promoter Group	E-Voting	19839750	19839750	100	19839750	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	19839750	19839750	100	19839750	0	100	0
Public- Institutions	E-Voting	5726817	2078738	36.2983	2078738	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	5726817	2078738	36.2983	2078738	0	100	0
Public- Non Institutions	E-Voting	11749141	450973	3.8383	450836	137	99.9696	0.0304
	Poll		1555	0.0132	1555	0	100	0
	Postal Ballot (if applicable)							
	Total	11749141	452528	3.8516	452391	137	99.9697	0.0303
Total		37315708	22371016	59.9507	22370879	137	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	18970
Public - Non Insitutions	0

For Ramco Systems Limited


Mithun V
Company Secretary

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s. Sriram Krishnamuthy & Co., (Firm Unique Identification Number: P1994TN045300) as Secretarial Auditor of the Company for a term of 5 consecutive years commencing from the FY 2025-26 to FY 2029-30 and hold office from the conclusion of 28th AGM until the conclusion of 33rd AGM.				
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)/(2)]*100
Promoter and Promoter Group	E-Voting	19839750	19839750	100	19839750	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	19839750	19839750	100	19839750	0	100	0
Public-Institutions	E-Voting	5726817	2078738	36.2983	2078738	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	5726817	2078738	36.2983	2078738	0	100	0
Public- Non Institutions	E-Voting	11749141	450973	3.8383	450958	15	99.9967	0.0033
	Poll		1555	0.0132	1555	0	100	0
	Postal Ballot (if applicable)							
	Total	11749141	452528	3.8516	452513	15	99.9967	0.0033
Total		37315708	22371016	59.9507	22371001	15	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	18970
Public - Non Insitutions	0

For Ramco Systems Limited



Mithun V
Company Secretary