Registered Office: 47, PSK Nagar, Rajapalayam - 626 108.

Corporate Office: 64, Sardar Patel Road, Taramani, Chennai - 600 113.

CIN: L72300TN1997PLC037550 www.ramco.com

Part I - Unaudited Global Consolidated Financial Results (under AS-21) for the Quarter Ended September 30, 2014

	SI.	Particulars			Unaudited for	r the Quarter	Ended		Una	udited for the	Half Year End	ied		d for the Ended
	No.	Faitculais	30.09	.2014	30.06.2	2014	30.0	9.2013	30.09	9.2014	30.09	.2013	31.03	3.2014
Ш			USD Min.	Rs. Min.	USD Min.	Rs. Min.	USD Min.	Rs. Min.	USD Min.	Rs. Min.	USD Min.	Rs. Min.	USD Min.	Rs. Min.
Ш	1	(a) Net Sales / Income from Operations	14.50	867.22	12.90	768.24	10.21	628.85	27.40	1,635.46	21.00	1,221.91	43.85	2,630.65
Ш		(b) Other Operating Income	0.11	6.53	0.16	9.80	0.40	24.56	0.27	16.33	0.81	47.05	1.60	96.14
Ш		Total Income from Operations	14.61	873.75	13.06	778.04	10.61	653.41	27.67	1.651.79	21.81	1,268.96	45.45	2,726.79
Ш	2	Expenditure:								,				
Ш		(a) Changes in inventories of finished goods, work-in-progress and stock-in-trade	_		-		-	0.17	_	-	-	-		-
Ш		(b) Cost of materials consumed	-		-		-	-	-	-	-	-	-	-
Ш		(c) Purchase of stock-in-trade	0.09	5.33	0.23	13.67	0.03	1.74	0.32	19.00	0.09	5.27	0.39	23.65
Ш		(d) Employee benefits expense	6.77	404.89	6.39	380.46	5.64	347.41	13.15	785.35	12.05	701.05	22.55	1,353.23
Ш		(e) Depreciation and amortisation expense	1.90	113.95	1.86	110.94	1.54	94.67	3.77	224.89	3.26	189.45	6.28	376.57
Ш		(f) Other expenditure	4.77	285.19	4.39	261.51	4.49	276.63	9.16	546.70	8.77	510.40	18.13	1,087.72
Ш		Total Expenditure	13.53	809.36	12.87	766.58	11.70	720.62	26.40	1,575.94	24.17	1,406.17	47.35	2,841.17
Ш	3	Profit / Loss from Operations before Other Income, Finance Costs & Exceptional Items (1-2)	1.08	64.39	0.19	11.46	(1.09)	(67.21)	1.27	75.85	(2.36)	(137.21)	(1.90)	(114.38)
Ш	4	Other Income	-	-	-	-	-	-	-	-	-	-	-	-
Ш	5	Profit / Loss from Ordinary Activities before Finance Costs and Exceptional Items (3+4)	1.08	64.39	0.19	11.46	(1.09)	(67.21)	1.27	75.85	(2.36)	(137.21)	(1.90)	(114.38)
Ш	6	Finance Costs	0.53	31.74	0.59	35.11	0.43	26.60	1.12	66.85	0.85	49.52	1.92	114.92
Ш	7	Profit / Loss from Ordinary Activities after Finance Costs but before Exceptional Items (5-6)	0.55	32.65	(0.40)	(23.65)	(1.52)	(93.81)	0.15	9.00	(3.21)	(186.73)	(3.82)	(229.30)
	8	Exceptional Items	-	-	-		-	-	-	-	-	-	-	-
	9	Profit / Loss from Ordinary Activities Before Tax (7-8)	0.55	32.65	(0.40)	(23.65)	(1.52)	(93.81)	0.15	9.00	(3.21)	(186.73)	(3.82)	(229.30)
	10	Tax Expense:												
Ш		Current Taxation	0.01	0.47	0.08	4.81	-	-	0.09	5.28	-	-	0.14	8.33
Ш		Deferred Taxation	-	-	-	-	-	-	-	-	-	-	-	-
Ш	11	Net Profit / Loss from Ordinary Activities After Tax (9-10)	0.54	32.18	(0.48)	(28.46)	(1.52)	(93.81)	0.06	3.72	(3.21)	(186.73)	(3.96)	(237.63)
Ш	12	Extraordinary Items (net of tax expenses)	-	-	-	-	-	-	-	-	-	-	-	-
Ш	13	Net Profit / Loss for the period (11-12)	0.54	32.18	(0.48)	(28.46)	(1.52)	(93.81)	0.06	3.72	(3.21)	(186.73)	(3.96)	(237.63)
Ш	14	Minority Interest	(0.01)	(0.56)	-	(0.26)	0.01	0.40	(0.01)	(0.82)	-	(0.11)	(0.02)	(0.97)
Ш	15	Share of Profit / (Loss) of Associates - net of Foreign Exchange Translation Adjustment	-	-	-	-	0.01	-	-	-	-	-	0.02	1.07
Ш	16	Net Profit / Loss After Taxes, Minority Interest and Share of Profit / (Loss) of Associates (13+14+15)	0.53	31.62	(0.48)	(28.72)	(1.50)	(93.41)	0.05	2.90	(3.21)	(186.84)	(3.96)	(237.53)
Ш	17	Paid - up Equity Share Capital - Face value of Rs.10/- each	5.05	242.74	4.99	239.10	3.60	157.75	5.05	242.74	3.60	157.75	3.63	159.52
	18	Reserves excluding revaluation reserves											22.98	826.10
	19	Earnings per Share - before & after extraordinary items (in USD and in Rs.)												
		Basic EPS	0.02	1.47	(0.02)	(1.49)	(0.09)	(5.71)	-	0.14	(0.20)	(11.42)	(0.24)	(14.49)
		Diluted EPS	0.02	1.39	(0.02)	(1.49)	(0.09)	(5.71)	-	0.13	(0.20)	(11.42)	(0.24)	(14.49)
			(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Annualised)	(Annualised)

Part II - Select information for the quarter and Half Year ended September 30, 2014

Α	PARTICULARS OF SHAREHOLDING		Quarter Ended	Half Y	Half Year Ended		
		30.09.2014	30.06.2014	30.09.2013	30.09.2014	30.09.2013	31.03.2014
1	Public Shareholding:						
	a) Number of Shares	73,59,299	69,95,382	49,22,186	73,59,299	49,22,186	50,49,832
	b) Percentage of Shareholding	30.36%	29.30%	31.27%	30.36%	31.27%	31.82%
2	Promoters and promoter group Shareholding						
	a) Pledged/Encumbered:						
	- Number of Shares	-	-	-	-	-	-
	- Percentage of shares (as a % of the total shareholding	-	-	-	-	-	-
	of promoter and promoter group)						
	- Percentage of shares (as a % of the total share capital	-	-	-	-	-	-
	of the company)						
	b) Non-encumbered:						
	- Number of Shares	1,68,79,496	1,68,79,496	1,08,17,894	1,68,79,496	1,08,17,894	1,08,17,894
	- Percentage of shares (as a % of the total shareholding	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%
	of promoter and promoter group)						
	- Percentage of shares (as a % of the total share capital	69.64%	70.70%	68.73%	69.64%	68.73%	68.18%
	of the company)						

B INVESTOR COMPLAINTS	3 Months Ended 30.09.2014
Pending at the beginning of the quarter	-
Received during the quarter	3
Disposed of during the quarter	3
Remaining unresolved at the end of the quarter	-

Notes: (The amounts in brackets in the notes denote the figures for the corresponding quarter of the previous year).

1. The above financial results of the Company were reviewed by the Audit Committee and approved by the Board of Directors in its meeting held on November 06, 2014.

2. Other Operating income for the quarter includes rental income of Nil (Rs.11.66 Mln. USD 0.19 Mln.) and recovery of expenses from customers Rs.3.86 Mln. USD 0.06 Mln. (Rs.12.84 Mln. USD 0.20 Mln.).

3. Employee benefits expense for the quarter includes Rs.10.67 Mln. USD 0.18 Mln. (Nii) towards the proportionate intrinsic value of the stock options granted during the quarter to various employees, amortised on a straight-line basis over the vesting period as prescribed by

4. During the Quarter, the company had allotted a total of 3,63,917 equity shares of Rs.10/- each, under the Employees Stock Option Schemes of the Company on various dates. Further, 61,519 equity shares of Rs. 10/- each were allotted after the end of Quarter under the Employees Stock Option Schemes of the Company. From April 01, 2014 to the date of reporting, the Company has allotted 8,383,729 equity shares under the Rights Issue and Employees Stock Option Schemes. Accordingly, as at the date, the paid up capital of the Company increased to Rs.243.36 Mln. USD 5.06 Mln. from Rs.159.52 Mln. USD 3.63 Mln. as at March 31, 2014.

5. The utilisation of the proceeds of Rights Issue 2013 is given below: Rs. M										
	Details	Actual Utilisation During								
		As per Letter of Offer	Quarter Ended 30.06.2014	Quarter Ended 30.09.2014	Half Year Ended 30.09.2014					
	PROCEEDS: Proceeds received from Rights Issues 2013 UTILISATION:	1,233.54	1,233.54	-	1,233.54					
	Repayment / Pre-payment of certain loans	945.00	945.00	-	945.00					
	Issue related expenses	8.81	1.68	5.71	7.39					
	General Corporate Purposes	279.73	166.86	54.65	221.51					
	Total Utilisation	1,233.54	1,113.54	60.36	1,173.90					
	Balance, temporary investment with Bank/Mutual Funds (net	of withdrawals)	120.00	(60.36)	59.64					

. The company currently operates only in one segment, viz., Software Solutions & Services and hence the segment reporting as required by AS-17, issued by the Institute of Chartered Accountants of India does not apply. . Statement of Stanalone Financials are available on the Company's website - www.ramco.com, BSE's website www.bseindia.com and NSE's website www.nseindia.com. The details of turnover, profit before tax and profit after tax on a standalone basis are given below:

Particulars	Unau	udited for the Quarter E	Unaudited for the	Audited for the Year Ended		
	30.09.2014	30.06.2014	30.09.2013	30.09.2014	30.09.2013	31.03.2014
Turnover (Operating income including other income)	577.80	455.23	412.64	1,033.03	790.75	1,674.79
Profit / (Loss) before tax	33.68	(46.92)	(60.24)	(13.24)	(152.84)	(192.75)
Profit / (Loss) after tax	33.68	(46.92)	(60.24)	(13.24)	(152.84)	(192.75)

	Statement of Assets and Liabilities:	As at 30.09.2	014 (Unaudited)	As at 31.03.2014 (Audited)		
		Rs. Mln.	USD Mln.	Rs. Mln.	USD Mln.	
1	EQUITY AND LIABILITIES					
	Shareholders's Funds					
1	Share Capital	242.74	5.05	159.52	3.63	
-	Reserves and Surplus	2,094.72	33.17	916.98	14.50	
		2,337.46	38.22	1,076.50	18.13	
	Share Application Money pending allotment	2.71	0.04	-	-	
	Minority Interest	2.15	0.04	1.33	0.03	
	Non-Current Liabilities	2 4 2 2 4 5	24.02	4 000 44	20.04	
1	Long Term Borrowings	2,129.45	34.82	1,828.41	30.81	
1	Deferred Tax Liability (Net)	1.84 28.19	0.03 0.46	1.23 2.76	0.02 0.05	
1	Other Long Term Liabilities Long Term Provisions	108.24	1.77	106.16	1.79	
1	Long Term Provisions	2,267,72	37.08	1,938.56	32.67	
	Current Liabilities	620.00	10.20	1.035.00	20.75	
1	Short Term Borrowings	630.00	10.30	1,825.00	30.75	
-	Trade Payables	233.54 554.70	3.83 9.07	224.04 530.09	3.77 8.93	
-	Other Current Liabilities	14.98	0.25	11.41	0.19	
-	Short Term Provisions	1,433.22	23.45	2,590.54	43.64	
	TOTAL	6,043,26	98.83	5,606.93	94.47	
	ADDETE					
	ASSETS Non-current Assets					
-	Fixed Assets					
-	Tangible Assets	130.76	2.14	153.53	2.59	
-	Intangible Assets	2,186.43	35.76	2,375.27	40.02	
-	Goodwill on consolidation	994.51	16.26	994.51	16.76	
1	Intangible Assets under Development	304.13	4.97	-	-	
1	Non-current Investments	3.75	0.06	3.75	0.06	
1	Long Term Loans and Advances	191.30	3.13	217.58 56.54	3.67	
1	Other Non-current Assets	187.75 3,998.63	3.07 65.39	3,801.18	0.95 64.05	
1	Current Assets	3,990.03	03.39	3,001.10	04.03	
1	Current Investments	39.07	0.64	-	-	
1	Inventories	0.14	-	0.14	-	
1	Trade Receivables	1,165.82	19.06	1,033.26	17.41	
	Cash and Bank Balances	145.34	2.38	116.40	1.96	
-	Short Term Loans and Advances	153.87	2.52	146.41	2.47	
	Other Current Assets	540.39	8.84	509.54	8.58	
	TOTAL	2,044.63	33.44	1,805.75	30.42	
-	TOTAL	6.043.26	98.83	5,606,93	94.47	

ixed assets in the books of Ramco Systems Limited, India is proivded on the straight-line method as prescribed under Schedule II to the new Companies Act, 2013, over the useful life of those assets. As prescribed in said Schedule II, an amount of Rs.9.02 Mln, towards depreciation has been charged in the opening balance of retained earnings for the assets in respect of which the remaining useful life is Nil as on April 01, 2014 and in respect of other assets on that date, depreciation has been worked out based on remaining useful life of those assets. For additions, depreciation has been worked out based on new rates determined on the basis of useful lives of the assets. Had the Company continued with the previously applicable Schedule XIV rates, charge for depreciation for the current quarter would have been lower by Rs.8.23 Mln.

10. Consequent to the allotment of shares on Rights basis in the quarter ended June 30, 2014, EPS for that quarter, prior periods as well as previous financial year have been adjusted as per the requirements of AS-20 issued by the Institute of Chartered Accountants of India.

11. Figures for the previous periods have been regrouped / restated wherever necessary to make them comparable with the figures for the current period.

By Order of the Board For Ramco Systems Limited

P.R. Venketrama Raja Place : Chennai Date: November 6, 2014 Vice Chairman & Managing Director

ramco Systems Limited

Registered Office: 47, PSK Nagar, Rajapalayam - 626 108.

Corporate Office: 64. Sardar Patel Road, Taramani, Chennai - 600 113.

CIN: L72300TN1997PLC037550 www.ramco.com

Part I - Unaudited Standalone Financial Results for the Quarter Ended September 30, 2014

Rs. Min.

SI.		Unaudited for the Quarter Ended Particulars					Audited for the Year Ended	
No), Particulars	30.09.2014	30.06.2014	30.09.2013	30.09.2014	30.09.2013	31.03.2014	
1	(a) Net Sales / Income from Operations	574.05	449.81	397.45	1,023.86	756.80	1,608.08	
	(b) Other Operating Income	3.75	5.42	15.19	9.17	33.95	66.71	
	Total Income from Operations	577.80	455.23	412.64	1,033.03	790.75	1,674.79	
2	Expenditure:							
	(a) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	0.17	-	-	-	
	(b) Cost of materials consumed	-	-	-	-	-	-	
	(c) Purchase of stock-in-trade	1.01	6.99	0.41	8.00	3.93	20.25	
	(d) Employee benefits expense	239.95	208.77	195.99	448.72	411.44	742.77	
	(e) Depreciation and amortisation expense	113.03	110.13	94.12	223.16	187.26	371.18	
	(f) Other expenditure	158.39	141.15	155.60	299.54	291.45	618.88	
	Total Expenditure	512.38	467.04	446.29	979.42	894.08	1,753.08	
3	Profit / Loss from Operations before Other Income, Finance Costs & Exceptional Items (1-2)	65.42	(11.81)	(33.65)	53.61	(103.33)	(78.29)	
4	Other Income	-	-	-	-	-	-	
5	Profit / Loss from Ordinary Activities before Finance Costs and Exceptional Items (3+4)	65.42	(11.81)	(33.65)	53.61	(103.33)	(78.29)	
6	Finance Costs	31.74	35.11	26.59	66.85	49.51	114.46	
7	Profit / Loss from Ordinary Activities after Finance Costs but before Exceptional Items (5-6)	33.68	(46.92)	(60.24)	(13.24)	(152.84)	(192.75)	
8	Exceptional Items	-	-			-	-	
9	Profit / Loss from Ordinary Activities Before Tax (7-8)	33.68	(46.92)	(60.24)	(13.24)	(152.84)	(192.75)	
10	Tax Expense:			' '				
	Current Taxation	-	-	-	-	-	-	
	Deferred Taxation	-	-	-	-	-	-	
11	Net Profit / Loss from Ordinary Activities After Tax (9-10)	33.68	(46.92)	(60.24)	(13.24)	(152.84)	(192.75)	
12	Extraordinary Items (net of tax expenses)	-	-			-	-	
13	Net Profit / Loss for the period (11-12)	33.68	(46.92)	(60.24)	(13.24)	(152.84)	(192.75)	
14	Paid - up Equity Share Capital - Face value of Rs.10/- each	242.74	239.10	157.75	242.74	157.75	159.52	
15	Reserves excluding revaluation reserves						1,160.15	
16	Earnings per Share - before & after extraordinary items (in Rs.)							
	Basic EPS	1.57	(2.43)	(3.68)	(0.62)	(9.34)	(11.76)	
	Diluted EPS	1.48	(2.43)	(3.68)	(0.62)	(9.34)	(11.76)	
		(Not	(Not	(Not	(Not	(Not	(Annualised)	

Part II - Select information for the guarter and Half Year ended September 30, 2014

Α	PARTICULARS OF SHAREHOLDING		Quarter Ended		Half Y	ear Ended	Year Ended		
		30.09.2014	30.06.2014	30.09.2013	30.09.2014	30.09.2013	31.03.2014	B INVESTOR COMPLAINTS	3 Months
1	Public Shareholding:							B INVESTOR COMPLAINTS	Ended
	a) Number of Shares	73,59,299	69,95,382	49,22,186	73,59,299	49,22,186	50,49,832		30.09.201
	b) Percentage of Shareholding	30.36%	29.30%	31.27%	30.36%	31.27%	31.82%		
2	Promoters and promoter group Shareholding							Pending at the beginning of the quarter	-
	a) Pledged/Encumbered:							Received during the quarter	3
	- Number of Shares	-	-	-	-	-	-	Disposed of during the quarter	3
	- Percentage of shares (as a % of the total shareholding	-	-	-	-	-	-	Remaining unresolved at the end of the quarter	_
	of promoter and promoter group)								
	- Percentage of shares (as a % of the total share capital	-	-	-	-	-	-		
	of the company)								
	b) Non-encumbered:								
	- Number of Shares	1,68,79,496	1,68,79,496	1,08,17,894	1,68,79,496	1,08,17,894	1,08,17,894		
	- Percentage of shares (as a % of the total shareholding	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%		
	of promoter and promoter group)								
	- Percentage of shares (as a % of the total share capital	69.64%	70.70%	68.73%	69.64%	68.73%	68.18%		
	of the company)								

annualised)

annualised)

annualised)

annualised)

annualised)

Notes: (The amounts in brackets in the notes denote the figures for the corresponding quarter of the previous year).

- 1. The above financial results of the Company were reviewed by the Audit Committee and approved by the Board of Directors in its meeting held on November 06, 2014. 2. Other Operating income for the quarter includes rental income of Nil (Rs.11.66 Min.) and recovery of expenses from customers Rs.0.56 Min. (Rs.2.99 Min.).
- 3. Employee benefits expense for the quarter includes Rs.10.67 Mln. (Nil) towards the proportionate intrinsic value of the stock options granted during the quarter to various employees, amortised on a straight-line basis over
- the vesting period as prescribed by applicable SEBI guidelines.
- 4. During the Quarter, the company had allotted a total of 3,63,917 equity shares of Rs.10/- each, under the Employees Stock Option Schemes of the Company on various dates. Further, 61,519 equity shares of Rs.10/- each were allotted after the end of Quarter under the Employees Stock Option Schemes of the Company. From April 01, 2014 to the date of reporting, the Company has allotted 83,83,729 equity shares under the Rights Issue and Employees Stock Option Schemes. Accordingly, as at the date, the paid up capital of the Company increased to Rs. 243,36 MIn. from Rs. 159,52 MIn. as at March 31, 2014.

- 5. The utilisation of the proceeds of Rights Issue 2013 is given below: Rs. Mln. Actual Utilisation During Ouarter Ended | Ouarter Ended | Half Year Ended As per Letter of Offer 30.09.2014 30.09.2014 PROCEEDS Proceeds received from Rights Issues 2013 1,233,54 1.233.54 1.233.54 945.00 Repayment / Pre-payment of certain loans 945.00 945.00 Issue related expenses 5.71 7.39 8 81 1.68 General Cornorate Purposes 279.73 166.86 54.65 221.51 60.36 Total Utilisation 1,233.54 1,113.54 1,173.90
- 6. The company currently operates only in one segment, viz., Software Solutions & Services and hence the segment reporting a required by AS-17, issued by the Institute of Chartered Accountants of India does not apply.
- Balance, temporary investment with Bank/Mutual Funds (net of withdrawals) 120.00 (60.36) 59.64 Statement of Assets and Liabilities: As at 30.09.2014 (Unaudited) As at 31.03.2014 (Audited) Dc Mln Rs MIn FOUTTY AND LIABILITIES Shareholders's Funds Share Canital 242.74 159.52 Reserves and Surplus 2.320.76 1.160.15 2.563.50 2.71 Share Application Money pending allotment Non-Current Liabilities 2.129.45 1.828.41 Long Term Borrowings Other Long Term Liabilities Long Term Provisions 2.184.78 1,883,36 Current Liabilities 630.00 1.825.00 Short Term Borrowings 216.30 226.76 Trade Pavables 289.17 240.06 Other Current Liabilities 1.77 3.54 Short Term Provisions 1.137.24 2,295.36 5,888,23 5,498.39 ASSETS Non-current Assets Fixed Assets 123.79 147.05 Tangible Assets 2 186 25 2,375.12 Intangible Assets Intangible Assets under Development 304.13 1,239.31 1,239.31 Non-current Investments Long Term Loans and Advances 157.83 195.23 104.08 16.80 Other Non-current Assets Current Assets 39.07 Current Investments Inventories 0.14 0.14 1.195.86 965.82 Trade Receivables 61.71 36.13 Cash and Bank Balances 146.03 148 09 Short Term Loans and Advances
- life is Nil as on April 01, 2014 and in respect of other assets on that date, depreciation has been worked out based on remaining useful life of those assets. For additions, depreciation has been worked out based on new rates determined on the basis of useful lives of the assets. Had the Company continued with the previously applicable Schedule XIV rates, charge for depreciation for the current quarter would have been lower by Rs.8.23 Mln.

8. The depreciation on tangible fixed assets is proivded on the straight-line method as prescribed under Schedule II to the new Companies Act, 2013, over the useful life of those assets. As prescribed in said Schedule II, an amount of Rs.9.02 Mln. towards depreciation has been charged in the opening balance of retained earnings for the assets in respect of which the remaining useful

3. Consequent to the allotment of shares on Rights basis in the quarter ended June 30, 2014, EPS for that quarter, prior periods as well as previous financial year have been adjusted as per the requirements of AS-20 issued by the Institute of Chartered

330.03

1.772.84

5.888.23

- Accountants of India
- 10. Figures for the previous periods have been regrouped / restated wherever necessary to make them comparable with the figures for the current period.

Other Current Assets

TOTAL

By Order of the Board For Ramco Systems Limited

374.70

1.524.88

5,498,39

P.R. Venketrama Raja Place : Chennai Date: November 6, 2014 Vice Chairman & Managing Director