

<b>General information about company</b>	
Scrip code	532370
Name of the entity	RAMCO SYSTEMS LINTIED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Quarterly
Date of Report	30-06-2017
Risk management committee	Not Applicable

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Is there any change in information of board of directors compare to previous quarter

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
1	Mr	P R Ramasubrahmaneya Rajha	AFGPP3492N	00331357	Non-Executive - Non Independent Director	Not Applicable		04-08-2016	11-05-2017		0	0	0	Textual Information(1)
2	Mr	P R Venketrama Raja	AAYPV5127H	00331406	Non-Executive - Non Independent Director	Chairperson		04-06-2017			4	6	3	Textual Information(2)
3	Mr	A V Dharmakrishnan	AFRPD3556N	00693181	Non-Executive - Non Independent Director	Not Applicable		06-08-2015			2	5	0	
4	Mr	M M Venkatachalam	AACPV2232K	00152619	Non-Executive - Independent Director	Not Applicable		01-04-2014		39	4	4	1	Textual Information(3)

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
5	Mr	V Jagadisan	AACPJ2307H	00058769	Non-Executive - Independent Director	Not Applicable		01-04-2014		39	2	2	1	
6	Mr	R S Agarwal	AABPA5381R	00012594	Non-Executive - Independent Director	Not Applicable		01-04-2014		39	6	7	3	
7	Mrs	Soundara Kumar	AAXPS4712N	01974515	Non-Executive - Independent Director	Not Applicable		27-03-2015		27	5	5	1	Textual Information(4)
8	Mr	P V Abinav Ramasubramaniam Raja	AYJPA8248F	07273249	Executive Director	Not Applicable		04-06-2017			3	0	0	Textual Information(5)

<b>Text Block</b>	
Textual Information(1)	<p>Shri P R Ramasubrahmaneya Rajha, Chairman &amp; Non Executive Director demised on May 11, 2017. Hence, he ceased to be a Director and Member of Committee(s).</p> <p>At time of cesation he was Director in 4 listed entities including this listed entity and he was a Member in 5 Audit/Stakeholders' Relationship Committee and Chairman of 3 Audit/Stakeholders' Relationship Committee of listed entities including this listed entity.</p>
Textual Information(2)	<p>Shri P R Venketrama Raja, was appointed on May 22, 2014 as the Vice Chairman &amp; Managing Director. He relinquished the post of Managing Director with effect from the closing hours of June 03, 2017, while continuing to be a Director in the Board. He was appointed as the Chairman of the Company &amp; Board w.e.f. June 04, 2017 and categorised as the Chairman/Non Executive Promoter Director.</p>
Textual Information(3)	<p>During the quarter ended June 30, 2017, Shri M M Venkatachalam, Director was appointed as the Chairman of Stakeholders' Relationship Committee of The Ramco Cements Limited on May 30, 2017 and he stepped down form the position of Chairman of Audit Committee of our Company on June 04, 2017.</p>
Textual Information(4)	<p>During the quarter ended June 30, 2017, Smt. Soundara Kumar, Director was appointed as the Chairman of Audit Committee of our Company on June 04, 2017. Hence, the number of membership in Audit Committee has increased form 0 to 1. During the quarter ended June 30, 2017, the Directorship in listed entities including this listed entity increased form 4 to 5.</p>
Textual Information(5)	<p>The Board of Directors have co-opted Shri P V Abinav Ramasubramaniam Raja as an Additional Director. Further, appointed him as a Whole-Time Key Managerial Personnel in the position of Manager with the designation as Whole-Time Director for a period of five years starting from June 04, 2017.</p>

<b>Annexure 1</b>					
<b>II. Composition of Committees</b>					
Disclosure of notes on composition of committees explanatory				Textual Information(1)	
Is there any change in information of committees compare to previous quarter					
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	M M Venkatachalam	Non-Executive - Independent Director	Member	
2	Audit Committee	V Jagadisan	Non-Executive - Independent Director	Member	
3	Audit Committee	A V Dharmakrishnan	Non-Executive - Non Independent Director	Member	
4	Audit Committee	Soundara Kumar	Non-Executive - Independent Director	Chairperson	
5	Stakeholders Relationship Committee	P R Venketrama Raja	Non-Executive - Non Independent Director	Chairperson	
6	Stakeholders Relationship Committee	A V Dharmakrishnan	Non-Executive - Non Independent Director	Member	

<b>Text Block</b>	
Textual Information(1)	<p>The Board at its meeting held on June 04, 2017, had reconstituted the following Committees:</p> <p>A. Audit Committee Smt. Soundara Kumar was inducted and appointed as the Chairperson of the Committee. The existing Chairman of the Audit Committee Shri M M Venkatachalam continues to be a Member of the Committee and other Members of the Committee are Shri V Jagadisan &amp; Shri A V Dharmakrishnan.</p> <p>B. Stakeholders Relationship Committee Consequent to the demise of Chairman of the Committee Shri P R Ramasubrahmaneya Rajha on May 11, 2017, the Committee was reconstituted with the existing Members. Shri P R Venkatrama Raja was appointed as the Chairman of the Committee.</p>

<b>Annexure 1</b>			
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<b>III. Meeting of Board of Directors</b>			
Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	07-02-2017		
2		30-05-2017	111
3		04-06-2017	4

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	29-05-2017	Yes		06-02-2017	111	
2	Audit Committee	04-06-2017	Yes				
3	Nomination and remuneration committee	29-05-2017	Yes				
4	Nomination and remuneration committee	04-06-2017	Yes				
5	Corporate Social Responsibility Committee	29-05-2017	Yes				



<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

<b>Text Block</b>	
Textual Information(1)	<p>(i) Report submitted for the previous quarter ended 31.03.2017 had been placed before the Board of Directors at its meeting held on 30.05 2017 and there were no specific comments/observations/advice from the Board.</p> <p>(ii) This report will be submitted at the forthcoming meeting of the Board of Directors. Any comments /observations/advice of Board of Directors will be incorporated in the subsequent compliance</p>

<b>Signatory Details</b>	
Name of signatory	P R Karthic
Designation of person	Company Secretary
Place	Chennai
Date	14-07-2017

