

**April 30, 2025**

**National Stock Exchange of India Ltd.,**  
Exchange Plaza, 5<sup>th</sup> 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: Postal Ballot Voting Results and Scrutinizer Report**  
**Ref: Company's Postal Ballot Notice - intimation dated March 26, 2025**

We wish to inform you that, the above Postal Ballot Notice was issued to the Members of the Company seeking approval for the following resolution through remote e-voting:

<b>RESOLUTION NO.</b>	<b>DESCRIPTION OF THE RESOLUTION</b>	<b>RESOLUTION TYPE</b>
1	APPOINTMENT OF JUSTICE CHITRA VENKATARAMAN (RETD.), (DIN :07044099) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR ON THE BOARD OF DIRECTORS OF THE COMPANY	SPECIAL RESOLUTION

The remote e-voting process concluded on Tuesday, the April 29, 2025, at 5.00 PM (1ST). The Scrutiniser has today, (i.e) April 30, 2025, submitted his report on the results of the Postal Ballot through remote e-voting. Based on the report of the scrutiniser, we hereby inform that the Members of our Company have duly passed the above Special Resolution with requisite majority.

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

In compliance with Rule 20 of Companies (Management and Administration) Rules, 2014, the Scrutiniser's Report dated April 30, 2025, issued by Mr. K Srinivasan, Chartered Accountant, Partner of M S Jagannathan & N Krishnaswami, Chartered Accountants, Scrutiniser is enclosed as per Annexure B.

Kindly take on record the same.

Thanking you,  
For **RAMCO SYSTEMS LIMITED**

**R RAVI KULA CHANDRAN**  
**CHIEF FINANCIAL OFFICER**

Encl: Postal Ballot Voting Results and Scrutinizers Report  
CC: Central Depository Services (India) Limited

**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](http://www.ramco.com)

General information about company		Annexure A
Scrip code		532370
NSE Symbol		RAMCOSYS
MSEI Symbol		NOTLISTED
ISIN		INE246B01019
Name of the company		RAMCO SYSTEMS LIMITED
Type of meeting		Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)		29-04-2025
Start time of the meeting		
End time of the meeting		

Scrutinizer Details	
Name of the Scrutinizer	K SRINIVASAN
Firms Name	M.S. JAGANNATHAN & N. KRISHNASWAMI
Qualification	CA
Membership Number	021510
Date of Board Meeting in which appointed	25-03-2025
Date of Issuance of Report to the company	30-04-2025

Voting results	
Record date	21-03-2025
Total number of shareholders on record date	31757
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve appointment of Justice Chitra Venkataraman (Retd.) (DIN: 07044099) as a Non-Executive Independent Director on the Board of Directors of the Company				
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						
	Poll							
	Postal Ballot (if applicable)		19839750	100	19839750	0	100	0
	Total	19839750	19839750	100	19839750	0	100	0
Public-Institutions	E-Voting	5676782						
	Poll							
	Postal Ballot (if applicable)		2094736	36.9001	0	2094736	0	100
	Total	5676782	2094736	36.9001	0	2094736	0	100
Public- Non Institutions	E-Voting	11670899						
	Poll							
	Postal Ballot (if applicable)		1586931	13.5973	1586802	129	99.9919	0.0081
	Total	11670899	1586931	13.5973	1586802	129	99.9919	0.0081
Total		37187431	23521417	63.251	21426552	2094865	91.0938	8.9062
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	0
Public - Non Insitutions	0

**M.S. JAGANNATHAN &  
N. KRISHNASWAMI**

Chartered Accountants

Srinivasan Krishnaswami

Managing Partner

**Scrutiniser's Report**

*[Pursuant to Section 108 and 110 of the Companies Act, 2013, and Rule 20 and 22  
of the Companies (Management and Administration) Rules, 2014]*

**The Chairman**
**RAMCO SYSTEMS LIMITED**

47, P.S.K. Nagar

Rajapalayam - 626108

**Subject:** Scrutiniser Report on voting through e-voting for the Postal Ballot in terms of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014

1. I, K. SRINIVASAN, Practicing Chartered Accountant and Partner of M.S. JAGANNATHAN & N. KRISHNASWAMI, Chartered Accountants, Trichy 620001, have been appointed as Scrutiniser by RAMCO SYSTEMS LIMITED ("the Company") on 25 March 2025 to scrutinise the e-voting process for the Postal Ballot through electronic voting ("remote e-voting") conducted by the Company, as per provisions of Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of Companies (Management and Administration) Rules, 2014 on the resolution contained in the Postal Ballot Notice ("the Notice") dated 25 March 2025.
2. The resolution is as below:

Resolution Number	Resolution	Resolution Type
1	<p>To approve appointment of Justice Chitra Venkataraman (Retd.), (DIN :07044099) as a Non-Executive Independent Director on the Board of Directors of the Company</p> <p><b>RESOLVED THAT</b> pursuant to Sections 149, 150, 152, Schedule IV and other applicable provisions of Companies Act, 2013, the Companies (Appointment and Qualifications of Directors) Rules, 2014, Regulations 17, 17(1A), 17(1E), 25(2A) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded for the appointment of Justice Chitra Venkataraman (Retd.), (DIN 07044099), who will be completing 75 years of age on April 22, 2027 during her proposed tenure, as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five (5) consecutive years, from March 25, 2025 to March 24, 2030, on such terms and conditions, including remuneration, as may be approved by the Board of Directors.</p>	Special Resolution

**M.S. JAGANNATHAN &  
N. KRISHNASWAMI**

Chartered Accountants

**Srinivasan Krishnaswami**  
Managing Partner

3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to Postal ballot and e-voting. My responsibility is to Scrutinise the e-voting of postal ballot in a fair and transparent manner and issue a Scrutinizer's Report of the total votes cast in favour or against.
4. Pursuant to Sections 108 and 110 of the Act and Rule 20 and 22 of Companies (Management and Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with circulars and notifications issued by Ministry of Corporate Affairs and Securities and Exchange Board of India in this regard, the Notice along with explanatory statement and instructions for e-voting were sent to 29,850 Members (members who have registered their mail IDs, out of the total members of 31,757) only through electronic mode on Wednesday, 26 March 2025 to those Members whose names appear in the Register of Members / List of Beneficial Owners as received from Depositories as on Friday, 21 March 2025 (the Cut-Off date) who have registered their e-mail addresses with the Depository Participant.
5. Central Depository Services (India) Limited, the agency selected by your Company to provide a secure e-voting platform for the e-voting process, allotted E-Voting Serial Number 250324008 for the same.
6. The particulars with regard to the remote e-voting process were duly advertised on 27 March 2025 in Business Standard (English) and Makkal Kural (Tamil). 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.
7. The Members holding shares as on the Cut-Off date were entitled to vote on the resolution set out in the Notice only through e-voting.
8. The e-voting facility for the Postal Ballot was made available from 9:00 AM (IST) on Monday, 31 March 2025 to 5:00 PM (IST) on Tuesday, 29 April 2025.
9. On the completion of the e-voting process:
  - a. I, finalized voting and downloaded the voting details of the votes cast through remote e-voting in the presence of two witnesses not in the employment of the Company and 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.

b. No Equity Shares are lying in the Suspense Escrow Demat Account.

10. I have recorded particulars of the votes cast through remote e-voting in a separate register maintained by me in electronic form.

11. The results of the e-voting are as under:

i. Votes cast:

Total number of ballots	Total number of votes cast
119	2,35,21,417

ii. Invalid votes:

Total number of invalid ballots	Total number of invalid votes
0	0

iii. Valid votes:

Total number of valid ballots	Total number of valid votes
119	2,35,21,417

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
102	2,14,26,552	91.09%

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
17	20,94,865	8.91%

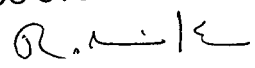
12. The Special Resolution was passed with requisite majority on the conclusion of the Postal Ballot as on 29 April 2025.

SRINIVASAN  
KRISHNASWAMI

Digitally signed by  
SRINIVASAN  
KRISHNASWAMI  
Date: 2025.04.30 14:52:18  
+05'30'

K. Srinivasan  
Chartered Accountant  
Membership Number: 021510  
Scrutiniser  
UDIN: 25021510BMMMPJ4088  
Chennai  
30-April-2025

For RAMCO SYSTEMS LIMITED

  
R. Ravi Kula Chandran  
Chief Financial Officer