

July 24, 2024

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

Dear Sir/Madam,

Sub.: Conversion of 14,59,854 Warrants into an equal number of equity shares of Ramco Systems Limited
Ref: Company's letters dated February 01, 2023

With reference to the Company's letter dated February 01, 2023, w.r.t. to allotment of Fully Convertible Equity Warrants ("Warrants"), in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI LODR Regulations"), we wish to inform you that the Board of Directors of Ramco Systems Limited ("Company") at its meeting held today i.e. July 24, 2024, inter-alia, considered and approved the allotment of equity shares on conversion of 14,59,854 Warrants into 14,59,854 equity shares at an issue price of Rs.274/- (Rupees Two Hundred and Seventy Four only) each (including a premium of Rs.264/- (Rupees Two Hundred and Sixty Four only) each, to Mr. P R Venketrama Raja belonging to the Promoter Category, on preferential basis, upon receipt of balance amount aggregating to Rs.29,99,99,997/- (Rupees Twenty-Nine Crores Ninety-Nine Lakhs Ninety-Nine Thousand Nine Hundred Ninety-Seven Only) (being 75% of the full value of consideration) from him, pursuant to the exercise of his rights of conversion into equity shares in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 ("SEBI (ICDR) Regulations, 2018").

Following are the details of the allottee:

Name of Allottee	No. of warrants allotted	No. of warrants applied for conversion	No. of equity shares allotted	The amount received being 75% of full value consideration	No. of warrants pending for conversion
P R Venketrama Raja, Promoter	14,59,854	14,59,854	14,59,854	Rs.29,99,99,997/-	Nil

Pursuant to Members' approval, these Warrants were issued, in terms of SEBI (ICDR) Regulations, 2018 on a preferential basis, at an issue price of Rs.274/- (Rupees Two Hundred and Seventy Four only) per Warrant on payment of Rs.9,99,99,999/-, being 25% of the full value of consideration, entitling the Warrant holder to get the Warrants converted into an equal number of equity shares of the Company by paying the remaining 75% of the full value of consideration within 18 months from the date of allotment of Warrants.

Consequent to today's conversion of Warrants and allotment of equity shares, the total paid-up equity share capital of the Company has increased from 3,55,64,670 (Three Crore Fifty Five Lakhs Sixty Four Thousand Six Hundred and Seventy) equity shares of Rs.10/- each to 3,70,24,524 (Three Crore Seventy Lakhs Twenty Four Thousand Five Hundred and Twenty Four) equity shares of Rs.10/- each. The new equity shares so allotted shall rank pari-passu with the existing equity shares of the Company.

Note: *Pre-issue capital of 3,55,64,670 equity shares of Rs.10/- each mentioned above is including of 75,806 equity shares of Rs. 10/- each allotted pursuant to exercise of Employees Stock Option Schemes on July 19, 2024, in respect of which the listing is under process.*

After the conversion of the abovementioned Warrants, no outstanding Warrants remain pending for conversion.

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

The Board Meeting commenced at 06.15 p.m. and was concluded at 07.25 p.m.

The aforesaid intimation is also being hosted on the website of the Company www.ramco.com.

Kindly take on record the same.

Thanking you,

For **RAMCO SYSTEMS LIMITED**

**VIJAYARAGHAVAN NE
COMPANY SECRETARY**

Encl: Annexure I

Ramco Systems Limited

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Annexure I

The details as required under Regulation 30 of SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are as under:

Sr. No.	Particulars	Disclosure														
1.	Types of securities proposed to be issued	Equity shares of face value of Rs.10/- (Rupees Ten only) each pursuant to conversion of Warrants														
2.	Type of issuance	Preferential issue														
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Allotment of 14,59,854 equity shares pursuant to the conversion of Warrants at an issue price of Rs.274/- (Rupees Two Hundred and Seventy Four only) each (including a premium of Rs.264/- (Rupees Two Hundred and Sixty Four only) each, upon receipt of balance amount aggregating to Rs.29,99,99,997/- (Rupees Twenty-Nine Crores Ninety-Nine Lakhs Ninety-Nine Thousand Nine Hundred Ninety-Seven Only) (being 75% of the full value of consideration).														
4.	Details to be furnished in case of preferential issue															
	a. Name of the investor	P R Venketrama Raja, Promoter														
	b. Post allotment of securities outcome of the subscription, issue price /allotted price (in case of convertibles), number of investor	<p>Outcome of allotment:</p> <table border="1"> <thead> <tr> <th rowspan="2">Investor</th> <th colspan="2">Pre-Issue shareholding</th> <th colspan="2">Post-issue shareholding</th> </tr> <tr> <th>No.</th> <th>%*</th> <th>No.</th> <th>%*</th> </tr> </thead> <tbody> <tr> <td>P R Venketrama Raja</td> <td>33,53,366</td> <td>9.43%</td> <td>48,13,220</td> <td>13.00%</td> </tr> </tbody> </table> <p><i>*including 75,806 equity shares of Rs. 10/- each allotted pursuant to the exercise of Employees Stock Option Schemes on July 19, 2024, in respect of which the listing is under process.</i></p> <p>Issue Price: Rs.274/- (Rupees Two Hundred and Seventy-Four only) each (including a premium of Rs.264/- (Rupees Two Hundred and Sixty-Four only)</p> <p>Number of Investors: 1 (One)</p>	Investor	Pre-Issue shareholding		Post-issue shareholding		No.	%*	No.	%*	P R Venketrama Raja	33,53,366	9.43%	48,13,220	13.00%
Investor	Pre-Issue shareholding			Post-issue shareholding												
	No.	%*	No.	%*												
P R Venketrama Raja	33,53,366	9.43%	48,13,220	13.00%												
5.	In case of convertibles, intimation on conversion of securities or on lapse of the tenure of the instrument.	An amount equivalent to 25% of the Warrant issue price has been received at the time of subscription and allotment of each Warrant and the balance 75% amount of the Warrant issue price has been received at the time of exercise of option of conversion of Warrants into equity shares by allottee to whom the Warrants have been allotted. Consequent to today's conversion of Warrants and allotment of equity shares, no Warrants remain pending for conversion.														

For **RAMCO SYSTEMS LIMITED**

VIJAYARAGHAVAN N E
COMPANY SECRETARY

Ramco Systems Limited

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