

May 30, 2011

National Stock Exchange of India Ltd Exchange Plaza, 5 th Floor Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 Plot No:C/1, G Block Fax Nos: 022-26598237/ 26598238/26598347/26598348 Email: cmlist@nse.co.in Scrip: RAMCOSYS-EQ	Corporate Relationship Department The Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001 Fax Nos: 022-22723121/ 22723719/ 22722039 Email: 'corp.relations@bseindia.com' Scrip: 532370	The Secretary Madras Stock Exchange Limited Exchange Building 30, Second Line Beach Chennai – 600 001 Fax Nos: 2521 8206 Email: listing@mseindia.in Scrip: RSST
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Dear Sir,

Sub: Annual Accounts for the year ended March 31, 2011, Submission of Audited Financial Results under Clause 41 of the Listing Agreement, and intimation of book closure

Further to our letter dated May 12, 2011, our Board of Directors at its meeting held today (i.e. May 30, 2011) approved the Annual Accounts for the year ending March 31, 2011, the date, place and time of the Fourteenth Annual General Meeting, and the date of annual book closure.

We provide the following details in this regard:

- (i) Date of Book Closure – August 10, 2011
- (ii) Date of Annual General Meeting – August 10, 2011
- (iii) Venue of Annual General Meeting – P.A.C.R. Centenary Community Hall, Sudarsan Garden, Sri. P.A.C. Ramasamy Raja Salai, Rajapalayam – 626 108, Tamil Nadu

Further, we enclose the following:

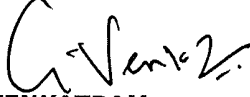
- Audited Consolidated and Standalone Financial Results for the year ended March 31, 2011 duly approved and taken on record by the Board of Directors at their meeting held today (i.e. May 30, 2011) under Clause 41 of the Listing Agreement.
- Press release for the said results.

We request you to kindly take the above on record as required under the provisions of Listing Agreement and acknowledge receipt.

Thanking you,

Yours faithfully

For **RAMCO SYSTEMS LIMITED**


G VENKATRAM
COMPANY SECRETARY
Encl: As above



Ramco Systems Limited

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

Corporate Office : No. 64, Sardar Patel Road, Taramani, Chennai - 600 113.

Audited Global Consolidated Financial Results (under AS-21) for the Year Ended March 31, 2011

Sl. No.	Particulars	Year Ended			
		31.03.2011		31.03.2010	
		USD mln.	Rs.Lacs	USD mln.	Rs.Lacs
1	Net Sales / Income from Operations	45.16	20,405.68	35.50	16,803.03
2	Other Operating Income	2.25	1,015.81	1.59	753.22
3	Total Income	47.41	21,421.49	37.09	17,556.25
4	Expenditure:				
a)	Cost of Resale Materials	1.61	725.87	1.81	853.58
b)	Employees Cost	20.75	9,376.87	15.93	7,542.12
c)	Depreciation - Technology Platform & Product Software	3.90	1,761.96	3.24	1,532.47
d)	Depreciation - Others	1.59	718.61	1.51	712.50
e)	Selling & Marketing Expenses	3.85	1,740.96	1.86	884.28
f)	Administration & Other Expenses	11.86	5,359.12	9.50	4,495.34
	Total Expenditure	43.56	19,683.39	33.85	16,020.29
5	Profit (+) / Loss (-) from Operations before Other Income, Interest & Exceptional Items (3-4)	3.85	1,738.10	3.24	1,535.96
6	Other Income	-	-	-	-
7	Profit (+) / Loss (-) before Interest & Exceptional Items (5+6)	3.85	1,738.10	3.24	1,535.96
8	Interest	2.99	1,350.36	2.52	1,193.50
9	Profit (+) / Loss (-) after Interest but before Exceptional Items (7-8)	0.86	387.74	0.72	342.46
10	Exceptional Items - Expenditure / (Income)	-	-	0.22	105.15
11	Profit (+) / Loss (-) from Ordinary Activities Before Tax (9-10)	0.86	387.74	0.50	237.31
12	Tax Expense				
	Current Taxation	0.36	162.38	0.04	16.99
	Deferred Taxation	0.06	27.32	-	0.84
13	Net Profit (+) / Loss (-) from Ordinary Activities After tax (11-12)	0.44	198.04	0.46	219.48
14	Extraordinary Items (net of tax expenses)	-	-	-	-
15	Net Profit (+) / Loss (-) for the period (13-14)	0.44	198.04	0.46	219.48
16	Minority Interest	(0.01)	(2.66)	(0.02)	(12.64)
17	Equity in earnings / (Losses) of Affiliates - net of Foreign Exchange Translation Adjustment	0.08	35.37	(0.04)	(19.00)
18	Net Profit (+) / Loss (-) for the period (15+16+17)	0.51	230.75	0.40	187.84
19	Paid-up Equity Share Capital - Face value of Rs.10/- each	3.56	1,553.68	3.53	1,539.34
20	Reserves excluding revaluation reserves	35.77	15,232.74	35.12	14,940.32
21	Earnings Per Share-before & after extraordinary items (In USD and in Rs.)				
	Basic EPS	0.03	1.49	0.03	1.22
	Diluted EPS	0.03	1.44	0.03	1.19
22	Public Shareholding	(Annualised)	(Annualised)	(Annualised)	(Annualised)
(a)	Number of Shares		6,042,135		5,898,737
(b)	Percentage of shareholding		38.98%		38.41%
23	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		9,459,249		9,459,249
-	Percentage of Shares (as a % of the total shareholding of promoter and promoter group)		100.00%		100.00%
-	Percentage of Shares (as a % of the total share capital of the company)		61.02%		61.59%

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

- The financial results of the Company for the year ended March 31, 2011, duly approved by the Board of Directors in its meeting held on May 30, 2011, have been filed with the Stock Exchanges and are also posted in the website of the Company. Investors desirous of viewing the same can access the Company's website, www.ramco.com or on the websites of BSE (www.bseindia.com) or NSE (www.nseindia.com).
- Other Operating income for the year includes rental income of Rs.453.51 lacs USD 1.00 Min. (Rs.454.83 lacs USD 0.95 Min.), interest income of Rs.133.62 lacs, USD 0.30 Min. (Rs.5.58 lacs USD 0.01 Min.) and recovery of expenses from customers Rs.363.23 lacs USD 0.80 Min. (Rs.241.72 lacs USD 0.51 Min.).
- Cost of resale materials for the year includes Rs.610.94 lacs USD 1.35 Min. (Rs.448.36 lacs USD 0.95 Min.), towards sub-contracting charges. Increase / (decrease) in resale material for the year is Rs.5.59 lacs USD 0.01 Min. (Rs.3.33 lacs USD 0.007 Min.) and value of purchase of resale material for the year is Rs.120.52 lacs USD 0.27 Min. (Rs.408.55 lacs USD 0.87 Min.).
- Administration and other expenses for the year includes rent expense of Rs.1,565.34 lacs USD 3.46 Min. (Rs.1,479.89 lacs USD 3.13 Min.) and travel and conveyance expenses of Rs.1,767.93 lacs USD 3.91 Min. (Rs.1,433.14 lacs USD 3.03 Min.).
- During the year, Ramco Systems Canada Inc., Canada was incorporated on 30th September 2010, as a wholly owned subsidiary of the Company's subsidiary, Ramco Systems Corporation, USA.
- During the year, the Company has allotted 143,398 equity shares of Rs.10/- each, under Employees Stock Option Scheme, 2008, on various dates. From 01.04.2011 to the date of reporting, the Company has further allotted 9,540 shares under the said Scheme. Accordingly, as at the date, the paid up capital of the Company has increased from Rs. 1,539.34 lacs to Rs. 1,554.63 lacs.
- The Company is proposing, subject to receipt of requisite approvals, market conditions and other considerations, an offer of equity shares on a Rights basis to its existing shareholders and has filed a Draft Letter of Offer (DLOF) with the Securities Exchange Board of India ("SEBI"). The DLOF is available on the website of SEBI at www.sebi.gov.in, on the website of Lead Manager at www.centrum.co.in and on the website of Company at www.ramco.com.
- 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.
- During the quarter, no investor complaints were received. There was no complaint pending both at the beginning and end of the quarter ended 31st March 2011.
- Audited Statement of Standalone Financials For the Year Ended:

Particulars	31.03.2011	31.03.2010
	Rs. Lacs	Rs. Lacs
Turnover (including other operating income)	15,773.92	10,855.04
Profit / (Loss) before tax	600.83	(109.82)
Profit / (Loss) after tax	477.02	(109.82)

- Figures for the previous year have been regrouped / restated wherever necessary to make them comparable with the figures for the current year.

By Order of the Board
For Ramco Systems Limited,

P.R. Venketrana Raja
Vice Chairman, Managing Director & CEO

Place : Chennai
Date : May 30, 2011



Ramco Systems Limited

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

Corporate Office : No. 64, Sardar Patel Road, Taramani, Chennai - 600 113.

Audited Standalone Financial Results for the Year Ended March 31, 2011

Sl. No.	Particulars	Year Ended	
		31.03.2011	31.03.2010
		Rs.Lacs	Rs.Lacs
1	Net Sales / Income from Operations	15,040.20	10,346.16
2	Other Operating Income	733.72	508.88
3	Total Income	15,773.92	10,855.04
4	Expenditure:		
a)	Cost of Resale Materials	600.49	662.48
b)	Employees Cost	6,032.87	3,571.59
c)	Depreciation - Technology Platform & Product software	1,761.96	1,532.47
d)	Depreciation - Others	637.79	623.52
e)	Selling & Marketing Expenses	1,326.90	700.67
f)	Administration & Other Expenses	3,463.74	2,584.35
	Total Expenditure	13,823.75	9,675.08
5	Profit (+) / Loss (-) from Operations before other income, Interest & Exceptional Items (3-4)	1,950.17	1,179.96
6	Other Income	-	-
7	Profit (+) / Loss (-) before Interest & Exceptional Items (5+6)	1,950.17	1,179.96
8	Interest	1,349.34	1,184.63
9	Profit (+) / Loss (-) after Interest but before Exceptional Items (7-8)	600.83	(4.67)
10	Exceptional Items - Expenditure / (Income)	-	105.15
11	Profit (+) / Loss (-) from Ordinary Activities before tax (9-10)	600.83	(109.82)
12	Tax Expense		
	Current Taxation	123.81	-
	Deferred Taxation	-	-
13	Net Profit (+) / Loss (-) from Ordinary Activities after tax (11-12)	477.02	(109.82)
14	Extraordinary items (net of tax expenses)	-	-
15	Net Profit (+) / Loss (-) for the period (13-14)	477.02	(109.82)
16	Paid - up Equity Share Capital - Face value of Rs.10 each	1,553.68	1,539.34
17	Reserves excluding revaluation reserves	15,365.95	14,827.27
18	Earnings per Share - before & after extraordinary items - (in Rs.)		
	Basic EPS	3.09	(0.72)
	Diluted EPS	2.97	(0.72)
		(Annualised)	(Annualised)
19	Public shareholding		
	(a) Number of shares	6,042,135	5,898,737
	(b) Percentage of Share holding	38.98%	38.41%
20	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	9,459,249	9,459,249
	- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%
	- Percentage of Shares (as a % of the total share capital of the company)	61.02%	61.59%

Notes: (The amounts in brackets in the notes denote the amounts for the previous year)

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- Other Operating income for the year includes rental income of Rs.453.51 lacs (Rs.454.83 lacs), interest income of Rs.137.98 lacs (Rs.3.9 lacs) and recovery of expenses from customers Rs.89.81 lacs (Rs.39.04 lacs).
- Cost of resale materials for the year includes Rs.487.22 lacs (Rs.259.95 lacs), towards sub-contracting charges. Increase / (decrease) in resale material for the year is Rs.5.59 lacs (Rs.3.33 lacs) and value of purchase of resale material for the year is Rs.118.86 lacs (Rs.405.86 lacs).
- Administration and other expenses for the year includes rent expense of Rs.1,317.31 lacs (Rs.1,202.50 lacs).
- During the year, Ramco Systems Canada Inc., Canada was incorporated on 30th September 2010, as a wholly owned subsidiary of the Company's subsidiary, Ramco Systems Corporation, USA.
- During the year, the Company has allotted 143,398 equity shares of Rs.10/- each, under Employees Stock Option Scheme, 2008, on various dates. From 01.04.2011 to the date of reporting, the Company has further allotted 9,540 shares under the said Scheme. Accordingly, as at the date, the paid up capital of the Company has increased from Rs. 1,539.34 lacs to Rs. 1,554.63 lacs.
- The Company is proposing, subject to receipt of requisite approvals, market conditions and other considerations, an offer of equity shares on a Rights basis to its existing shareholders and has filed a Draft Letter of Offer (DLOF) with the Securities Exchange Board of India ("SEBI"). The DLOF is available on the website of SEBI at www.sebi.gov.in, on the website of Lead Manager at www.centrum.co.in and on the website of Company at www.ramco.com.
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- Figures for the previous year have been regrouped / restated wherever necessary to make them comparable with the figures for the current year.

By Order of the Board
For Ramco Systems Limited

P.R. Venketrana Raja
Vice Chairman, Managing Director & CEO

Place : Chennai
Date : May 30, 2011



RAMCO Q4 AND ANNUAL RESULTS: FY 10 – 11

Ramco posts global income of USD 47.41 m for FY 2010-11
Quarterly revenue stood at USD 12.16 m, grows 34.4 % YoY

Chennai, May 30, 2011: Ramco Systems Limited (BSE - 532370, NSE – RAMCOSYS, MSE – RSST); a leading software company focused on consulting, products and managed services, today announced, the results for the fourth quarter of FY 2010-11.

For the quarter ended March 31, 2011 (Q4:10-11), global income of Ramco Systems Limited, including revenues from subsidiaries in USA, Canada, Switzerland, Singapore, Malaysia and South Africa stood at USD 13.12 m (Rs 58.94 crs). The profit for the quarter stood at USD 0.22 m (Rs 0.98 cr) as against last year corresponding quarter profit of USD 0.06 m (Rs 0.26 cr).

For the year ended March 31, 2011 (FY: 2010-11), global income of Ramco Systems Limited grew at 27.82% to USD 47.41 m (Rs 214.21 crs). The profit for the year stood at USD 0.51 m (Rs 2.31 cr) as against last year corresponding year profit of USD 0.40 m (Rs 1.88 cr).

Highlights – FY 2010-11:

- FY revenue grows 27.21% YoY
- Adds 176 new customers during the year
- Establishes itself as a prominent player in the public cloud ERP space with Ramco OnDemand ERP
- Aviation business bounces back with significant wins during the year
- Sees increasing demand for Analytics suite comprising of Banking and Enterprise Analytics delivered both as public and private cloud

Financial & Business highlights – Q4 2010-11:

- Q4 revenue grows 34.4 % YoY
- India operations (including Middle East and Africa) contributed 60%, followed by US with 22%, depicting stronger domestic scenario.
- Newer markets like Middle East and Africa continued to show significant growth.

Awards:

- Ramco Systems won the prestigious award for ‘**Operational Excellence and Quality**’ at the **BPO Excellence Awards 2010-2011**, held at the Taj Lands End, Mumbai. Ramco won the award for exhibiting successful implementation of its acclaimed IP3 Framework, in bringing operational excellence and quality to customers.

Product launch:

- Ramco launched its Software as a Service (SaaS) Enterprise Resource Planning (ERP) offering for the Aviation, Aerospace and Defense industry targeting the US market.

Commenting on the results, Mr. P.R. Venketrama Raja, Vice Chairman, Managing Director & CEO, Ramco Systems Limited, said, - “The year 2010-11 has been a very important one for us as we embarked on a drive to enhance our brand image through marketing initiatives on print, outdoor and online media. This coupled with a strong cloud offering has helped us position Ramco as a leading player in the cloud ERP space. In addition to gaining significant traction from the market, we have also witnessed the brand get better market recognition. As a company, we are now focused on consolidating our efforts into high growth, high potential products and markets. In FY 2011-12, the emphasis is on enhancing the competitiveness of our overall operations through Verticalization. This will ensure that each unit is a self-contained entity having the domain expertise to handle the complete solution end-to-end. As we step into the next phase of growth, powered with strong offerings in both private and public Cloud, Aviation and Analytics, we look forward to good growth in the business in the year ahead.”



RAMCO Q4 AND ANNUAL RESULTS: FY 10 – 11

About Ramco Systems:

Ramco Systems, a part of the USD 875 million Ramco Group, is a leading software company focused on consulting, product and managed services business. Headquartered in Chennai, Ramco Systems was started as an R&D division of Ramco Industries Limited in 1992, and later established as an independent company in 1999. The company focuses on providing innovative business solutions that can be delivered quickly and cost-effectively in complex environments. Globally, Ramco has over 125,000 users from 800+ customer organizations since inception. The company currently has 15 offices spread across India, USA, Canada, Europe, Middle East, South Africa and APAC and employs over 1,500 employees.

Ramco's key differentiator is its innovative approach to develop products through its revolutionary enterprise application assembly and delivery platform - Ramco VirtualWorks™. Ramco Systems has seven major product suites – Ramco Enterprise Suite, Ramco Enterprise Asset Management Suite, Ramco Aviation, Ramco OnDemand ERP (ERP on Cloud), Ramco Enterprise Information Management Suite, Ramco Advanced Process Control, and Ramco Mine Management. Strong domain knowledge coupled with proven implementation expertise enables Ramco to provide specialized solutions in verticals such as Manufacturing, Real Estate & Construction, Energy & Utilities, Logistics, Service, BFSI, Aviation, Government and Defense.

Ramco Systems has been assessed for ISO 9001:2008 and ISO 27001:2005 information security standards. Ramco's BPO unit is SAS 70 Type II certified.

"Ramco Systems Limited ("the Company") is proposing, subject to receipt of requisite approvals, market conditions and other considerations, a rights issue of its equity shares and has filed a draft letter of offer ("DLOF") with the Securities and Exchange Board of India ("SEBI"). The DLOF is available on the website of SEBI at www.sebi.gov.in, on the website of the lead manager at www.centrum.co.in and of the Company at www.ramco.com. Investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, see the section titled "Risk Factors" of the aforementioned DLOF. The distribution of the DLOF to persons in certain jurisdictions outside India may be restricted by legal requirements prevailing in those jurisdictions. Persons into whose possession the DLOF may come will require them to inform themselves about and observe such restrictions. The equity shares proposed to be issued have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India (including but not limited to any securities laws in the United States) and may not be offered or sold, and persons in any such jurisdiction shall not participate in the proposed issue except in compliance with the applicable laws of such jurisdiction".

For more information, please visit www.ramco.com

Follow Ramco on Twitter [@ramcosystems](https://twitter.com/ramcosystems) /read latest news & updates on <http://www.ramcoblog.com/>

For further information please contact:

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Safe Harbor

Certain statements in this release concerning our future growth prospects are forward looking statements which involve a number of risks and uncertainties that could cause actual results to differ materially from those in such forward looking statements. The risks and uncertainties relating to these statements include, but are not limited to risks and uncertainties regarding fluctuations in earnings, our ability to manage growth, intense competition in IT business including those factors which may affect our cost advantage, wage increases in India, our ability to attract and retain highly skilled professionals, time and cost overruns on fixed-price, fixed-time frame contracts, client concentration, restrictions on immigration, our ability to manage our international operations, reduced demand for technology in our key focus areas, disruptions in telecommunication networks, our ability to successfully complete and integrate potential acquisitions, liability for damages on our service contracts, withdrawal of governmental fiscal incentives, political instability, and unauthorized use of our intellectual property and general economic conditions affecting our industry. Ramco Systems may, from time to time, make additional written and oral forward-looking statements, including statements contained in our reports to shareholders. The company does not undertake to update any forward-looking statement that may be made from time to time by or on behalf of the company.--