

March 23, 2015

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

Dear Sir,

Sub: Intimation under Clause 22(a) and Clause 25 of the Listing Agreement

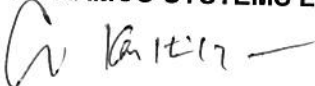
The Allotment Committee of the Board of Directors of the Company at its meeting held today, has approved an allotment of 4,797 equity shares of Rs.10/- each, being the exercise of 180 equity stock options under the Employee Stock Option Scheme, 2008 (ESOS 2008), 1,847 equity stock options under the Employee Stock Option Scheme, 2009 - Plan A (ESOS 2009 - Plan A) and 2,770 equity stock options under the Employee Stock Option Scheme, 2009 - Plan B (ESOS 2009 - Plan B). Consequent to this the paid up equity share capital has increased from 2,43,98,859 equity shares of Rs. 10/- each to 2,44,03,656 equity shares of Rs. 10/- each. Kindly note that the Company has received the following in principle approvals from the Stock Exchanges in connection with the ESOS 2008, ESOS 2009 Plan A and Plan B:

- i) Madras Stock Exchange Limited, vide their letter No. MSE/LD/PSK/738/250/09 dated 6th November, 2009 for ESOS 2008, letter No. MSE/LD/PSK/738/085/10 dated 24th February, 2010 for ESOS 2009 Plan A and letter No. MSE/LD/PSK/738/086/10 dated 24th February, 2010 for ESOS 2009 Plan B
- ii) The Bombay Stock Exchange Limited vide their letter No. DCS/IPO/BS/ESOP-IP/1088/2009-10 dated 21st December, 2009 for ESOS 2008, letter No. DCS/IPO/BS/ESOP-IP/1364/2009-10 dated 10th February, 2010 for ESOS 2009 Plan A and letter No. DCS/IPO/BS/ESOP-IP/1365/2009-10 dated 10th February, 2010 for ESOS 2009 Plan B
- iii) The National Stock Exchange of India Limited vide their letter No. NSE/LIST/125778-K dated 15th December, 2009 for ESOS 2008, letter No. NSE/LIST/130925-N dated 17th February, 2010 for ESOS 2009 Plan A and letter No. NSE/LIST/132317-R dated 8th March, 2010 for ESOS 2009 Plan B.

The Company shall apply for the listing and trading permission shortly.

Thanking you,
Yours faithfully,

For RAMCO SYSTEMS LIMITED



G KARTHIKEYAN
COMPANY SECRETARY

Ramco Systems Ltd.

64, Sardar Patel Road, Taramani, Chennai 600 113, India
Tel: +91 44 2235 4510 / 3090 4000, Fax: +91 44 2235 2884

www.ramco.com CIN : L72300TN1997PLC037550

Registered Office: 47, P.S.K. Nagar, Rajapalayam 626 108, India

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National Stock Exchange of India Ltd Exchange Plaza, 5th Floor Plot No:C/1, G Block Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 Fax Nos: 022-26598237/ 26598238/26598347/26598348 Email: cmlist@nse.co.in Scrip: RAMCOSYS	Corporate Relationship Department BSE 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: lc@mseindia.in Scrip: RSST
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Dear Sir,

Sub: Intimation under Clause 25 of the Listing Agreement– Grant of Stock Options

The Nomination and Remuneration Committee of the Board of Directors, pursuant to the authority granted by the Shareholder's resolution passed on 29th July, 2013, in its meeting held today, has approved grant of 55,000 stock options under ESOS 2013 to the employees of the Company at different exercise prices as per the table below and subject to the conditions as specified below:

Scheme	No. of options granted at discount to market price* i.e. @Rs.10 per share	No. of options granted at discount to market price* i.e. @ Rs.340 per share	No. of options granted at market price* i.e. @ Rs.679 per share	Total no. of options granted
ESOS 2013	2,500	25,000	27,500	55,000

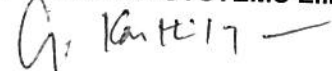
*Market Price is determined on the basis of closing price of the Company's shares in NSE on 20th March 2015.

Vesting Period: All the options granted above would vest over a period of 3 years with a vesting schedule of 40% at the end of one year from date of grant and 7.5% for each quarter thereafter till the end of the 3rd year.

Exercise Period: Subject to the provisions of the Scheme, at the end of each vesting period the employee has a period of 10 years to exercise the options covered under the said vesting period. However, if the employee carries forward the options to the subsequent exercise periods, the carried forward options have to be exercised within a period of 10 years from the date of vesting of the final lot.

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

Thanking you,
Yours faithfully,

For **RAMCO SYSTEMS LIMITED**

G KARTHIKEYAN**COMPANY SECRETARY**

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