

May 11, 2015

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 22(a) and Clause 25 of the Listing Agreement

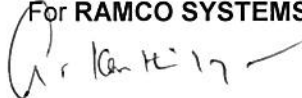
The Allotment Committee of the Board of Directors of the Company at its meeting held today, has approved an allotment of 83,852 equity shares of Rs.10/- each, being the exercise of 59,591 equity stock options under the Employee Stock Option Scheme, 2008 (ESOS 2008), 13,685 equity stock options under the Employee Stock Option Scheme, 2009 - Plan A (ESOS 2009 – Plan A) and 10,576 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 29,539,048 equity shares of Rs. 10/- each to 29,622,900 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

May 11, 2015

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 62,500 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.307 per share	No. of options granted at market price* i.e. @ Rs.613 per share	Total no. of options granted
ESOS 2013	11,875	23,750	26,875	62,500

*Market Price is determined on the basis of closing price of the Company's shares in NSE on 8th May 2015.

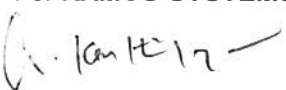
Vesting Period: All the options granted above would vest over a period of 3 years with a vesting schedule of 40% at the end of one year from date of grant and 7.5% for each quarter thereafter till the end of the 3rd year.

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