

ramco Ramco Systems Limited

Registered Office: 47, PSK Nagar, Rajapalayam 626 108. Corporate Office: 64, Sardar Patel Road, Taramani, Chennai 600 113.

Part I - Unaudited Global Consolidated Financial Results (under AS-21) for the Quarter Ended December 31, 2013

Sl. No	Particulars	Unaudited for the Quarter Ended						Unaudited for the Nine Months Ended						Audited for the Year Ended	
		31.12.2013		30.09.2013		31.12.2012		31.12.2013		31.12.2012		31.03.2013		31.03.2013	
		USD Min.	Rs. Min.	USD Min.	Rs. Min.	USD Min.	Rs. Min.	USD Min.	Rs. Min.	USD Min.	Rs. Min.	USD Min.	Rs. Min.	USD Min.	Rs. Min.
1	(a) Net Sales / Income from Operations	10.90	676.49	10.21	628.85	12.36	661.98	31.91	1,898.40	31.60	1,701.50	44.53	2,392.72		
	(b) Other Operating Income	0.37	23.08	0.40	24.56	0.38	20.53	1.18	70.13	1.07	57.43	1.51	81.20		
	Total Income from Operations	11.27	699.57	10.61	653.41	12.74	682.51	33.09	1,968.53	32.67	1,758.93	46.04	2,473.92		
2	Expenditure:														
	(a) Changes in inventories of finished goods, work-in-progress and stock-in-trade				-0.17					0.33	16.79	0.33	16.79		
	(b) Cost of materials consumed														
	(c) Purchase of stock-in-trade	0.14	8.73	0.03	1.74	0.73	39.19	0.24	14.00	0.90	49.40	1.11	60.71		
	(d) Employee benefits expense	5.28	327.54	5.64	347.41	7.11	380.97	17.29	1,028.59	20.47	1,102.03	26.46	1,421.79		
	(e) Depreciation and amortization expense	1.55	96.17	1.54	94.67	1.62	86.58	4.80	285.62	4.54	244.18	6.15	330.54		
	(f) Other expenditure	4.66	289.01	4.49	276.63	4.29	229.98	13.43	799.41	12.14	653.56	18.45	991.44		
	Total Expenditure	11.63	721.45	11.70	720.62	13.75	736.72	35.76	2,127.62	36.38	2,065.96	52.50	2,821.27		
3	Profit / Loss from Operations before Other Income, Finance Costs & Exceptional Items (1-2)	(0.36)	(21.88)	(1.09)	(67.21)	(1.01)	(54.21)	(2.67)	(159.09)	(5.71)	(307.03)	(6.46)	(347.35)		
4	Other Income	(0.36)	(21.88)	(1.09)	(67.21)	(1.01)	(54.21)	(2.67)	(159.09)	(5.71)	(307.03)	(6.46)	(347.35)		
5	Profit / Loss from Ordinary Activities before Finance Costs and Exceptional Items (3+4)	0.52	32.02	0.43	26.60	0.29	15.34	1.37	81.54	0.77	41.65	1.13	60.53		
6	Finance Costs	(0.88)	(53.90)	(1.52)	(93.81)	(1.30)	(69.55)	(4.04)	(240.63)	(6.48)	(348.68)	(7.59)	(407.88)		
7	Profit / Loss from Ordinary Activities after Finance Costs but before Exceptional Items (5-6)	(0.88)	(53.90)	(1.52)	(93.81)	(1.30)	(69.55)	(4.04)	(240.63)	(6.48)	(348.68)	(7.59)	(407.88)		
8	Exceptional Items														
9	Profit / Loss from Ordinary Activities Before Tax (7-8)	(0.88)	(53.90)	(1.52)	(93.81)	(1.30)	(69.55)	(4.04)	(240.63)	(6.48)	(348.68)	(7.59)	(407.88)		
10	Tax Expense:														
	Current Taxation														
	Deferred Taxation														
11	Net Profit / Loss from Ordinary Activities After Tax (9-10)	(0.88)	(53.90)	(1.52)	(93.81)	(1.30)	(69.55)	(4.04)	(240.63)	(6.48)	(348.68)	(7.59)	(407.88)		
12	Extraordinary Items (net of tax expenses)														
13	Net Profit / Loss for the period (11-12)	(0.88)	(53.90)	(1.52)	(93.81)	(1.30)	(69.55)	(4.04)	(240.63)	(6.48)	(348.68)	(7.59)	(407.88)		
14	Minority Interest	(0.02)	(0.99)	0.01	0.40	(0.01)	0.20	(0.02)	(1.10)	0.03	1.65	0.04	1.36		
15	Share of Profit / (Loss) of Associates - net of Foreign Exchange Translation Adjustment	0.05		0.01		(0.01)						0.03	1.78		
16	Net Profit / Loss After Taxes, Minority Interest and Share of Profit / (Loss) of Associates (13+14+15)	(0.85)	(54.89)	(1.50)	(93.41)	(1.31)	(69.35)	(4.06)	(241.73)	(6.45)	(347.03)	(7.51)	(404.37)		
17	Build-up Equity Share Capital - Face value of Rs.10/- each														
18	Reserves excluding revaluation reserves	3.61	158.20	3.60	157.75	3.60	157.53	3.61	158.20	3.60	157.53	3.60	157.73		
19	Earnings per Share - before & after extraordinary items, (in USD and in Rs.)														
	Basic EPS	(0.05)	(3.49)	(0.10)	(5.94)	(0.08)	(4.43)	(0.26)	(15.35)	(0.41)	(22.18)	(0.48)	(25.81)		
	Diluted EPS	(0.05)	(3.49)	(0.10)	(5.94)	(0.08)	(4.43)	(0.26)	(15.35)	(0.41)	(22.18)	(0.48)	(25.81)		

Part II - Select information for the quarter and Nine Months ended December 31, 2013

A	PARTICULARS OF SHAREHOLDING	Quarter Ended			Nine Months Ended		Year Ended
		31.12.2013	30.09.2013	31.12.2012	31.12.2013	31.12.2012	
1	Public Shareholding: a) Number of Shares b) Percentage of Shareholding	4,966,276 31.46%	4,922,186 31.27%	5,059,312 32.19%	4,966,276 31.46%	5,059,312 32.19%	4,956,458 31.50%
2	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 - 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)	10,817,894 100.00% 66.54%	10,817,894 100.00% 66.73%	10,658,682 100.00% 67.81%	10,817,894 100.00% 68.54%	10,658,682 100.00% 67.81%	10,780,657 100.00% 68.50%

Notes: (The amounts in brackets in the notes denote the figures for the corresponding quarter of the previous year)

- The financial results of the Company for the quarter ended December 31, 2013, duly approved by the Board of Directors in its meeting held on February 12, 2014, 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 quarter includes rental income of Rs.11.67 Min. USD 0.19 Min. (Rs.11.74 Min. USD 0.22 Min.) and recovery of expenses from customers Rs.11.36 Min. USD 0.19 Min. (Rs.7.84 Min. USD 0.14 Min.).
- 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 its Draft Letter Of Offer with the Securities and Exchange Board of India ("SEBI"). The Draft Letter of Offer is available on the website of SEBI at www.sebi.gov.in, on the website of the head 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 details relating to the same, please refer to the section titled "Risk Factors" at page xiii of the aforementioned Draft Letter of Offer.
- During the quarter, the company had allotted a total of 44,090 equity shares of Rs.10 each, under the Employees Stock Option Schemes of the Company. Further, 54,214 equity shares of Rs.10 each were allotted under Employees Stock Option Schemes on January 22, 2014. Accordingly, as at the date, the paid up capital of the Company increased from Rs.157.75 Min. USD 3.60 Min. to Rs.158.74 Min. USD 3.62 Min. From April 01, 2013 to the date of reporting, the Company has allotted 101,269 equity shares under the Employees Stock Option Schemes.
- 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.
- Statement of Standalone Financials:

Particulars	Unaudited for the Quarter Ended			Unaudited for the Nine Months Ended		Audited for the Year Ended
	31.12.2013	30.09.2013	31.12.2012	31.12.2013	31.12.2012	31.03.2013
Turnover (Operating income including other income)	398.00	412.64	492.05	1,186.75	1,326.61	1,751.75
Profit / (Loss) before tax	(84.94)	(60.24)	(36.70)	(237.78)	(168.23)	(188.09)
Profit / (Loss) after tax	(84.94)	(60.24)	(36.70)	(237.78)	(168.23)	(188.09)

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

Place : Chennai
Date : February 12, 2014

B	INVESTOR COMPLAINTS	3 Months Ended 31.12.2013
	Pending at the beginning of the quarter	-
	Received during the quarter	-
	Disposed of during the quarter	-
	Remaining unresolved at the end of the quarter	-

By Order of the Board
For Ramco Systems Limited
P. R. Venketrana Raja
P. R. Venketrana Raja
Vice Chairman and Managing Director

ramco Ramco Systems Limited

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

Corporate Office : 64, Sardar Patel Road, Taramani, Chennai - 600 113.

Part I - Unaudited Standalone Financial Results for the Quarter Ended December 31, 2013

Rs. Min.

Sl. No.	Particulars	Unaudited for the Quarter Ended			Unaudited for the Nine Months Ended		Audited for the Year Ended
		31.12.2013	30.09.2013	31.12.2012	31.12.2013	31.12.2012	31.03.2013
1	(a) Net Sales / Income from Operations	384.22	397.45	476.78	1,141.02	1,282.79	1,690.93
	(b) Other Operating Income	13.78	15.19	15.27	47.73	43.82	60.82
	Total Income from Operations	398.00	412.64	492.05	1,188.75	1,326.61	1,751.75
2	Expenditure:	-	0.17	-	-	16.79	16.79
	(a) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	-	-
	(b) Cost of materials consumed	-	-	-	-	-	-
	(c) Purchase of stock-in-trade	8.50	0.41	39.19	12.43	49.15	59.92
	(d) Employee benefits expense	185.67	195.99	244.72	597.11	721.92	888.33
	(e) Depreciation and amortisation expense	95.01	94.32	84.99	282.27	239.37	324.00
	(f) Other expenditure	361.73	155.60	146.52	453.18	425.96	590.28
	Total Expenditure	450.91	446.29	515.42	1,344.99	1,453.19	1,879.32
3	Profit / Loss from Operations before Other Income, Finance Costs & Exceptional Items (1-2)	(52.91)	(33.65)	(23.37)	(156.24)	(126.58)	(127.57)
4	Other Income	-	-	-	-	-	-
5	Profit / Loss from Ordinary Activities before Finance Costs and Exceptional Items (3+4)	(52.91)	(33.65)	(23.37)	(156.24)	(126.58)	(127.57)
6	Finance Costs	32.03	26.59	45.33	81.54	41.65	60.52
7	Profit / Loss from Ordinary Activities after Finance Costs but before Exceptional Items (5-6)	(84.94)	(60.24)	(38.70)	(237.78)	(168.23)	(188.09)
8	Exceptional Items	-	-	-	-	-	-
9	Profit / Loss from Ordinary Activities Before Tax (7-8)	(84.94)	(60.24)	(38.70)	(237.78)	(168.23)	(188.09)
10	Tax Expense:	-	-	-	-	-	-
	Current Taxation	-	-	-	-	-	-
	Deferred Taxation	-	-	-	-	-	-
11	Net Profit / Loss from Ordinary Activities After Tax (9-10)	(84.94)	(60.24)	(38.70)	(237.78)	(168.23)	(188.09)
12	Extraordinary Items (net of tax expenses)	-	-	-	-	-	-
13	Net Profit / Loss for the period (11+12)	(84.94)	(60.24)	(38.70)	(237.78)	(168.23)	(188.09)
14	Paid - up Equity Share Capital - Face value of Rs.10/- each	158.20	157.75	157.53	158.20	157.53	157.73
15	Reserves excluding revaluation reserves	-	-	-	-	-	1,341.32
16	Earnings per Share - before & after extraordinary items (in Rs.)	(5.40)	(3.83)	(2.47)	(45.10)	(10.75)	(12.01)
	Basic EPS	(5.40)	(3.83)	(2.47)	(45.10)	(10.75)	(12.01)
	Diluted EPS	(5.40)	(3.83)	(2.47)	(45.10)	(10.75)	(12.01)
		(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Annualised)

Part II - Select information for the quarter and Nine Months ended December 31, 2013

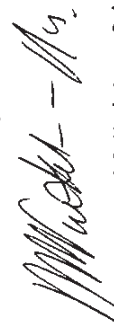
A	PARTICULARS OF SHAREHOLDING	Quarter Ended		Nine Months Ended		Year Ended	
		31.12.2013	30.09.2013	31.12.2012	31.12.2013	31.03.2013	31.12.2013
1	Public Shareholding: a) Number of Shares b) Percentage of Shareholding	4,966,276 31.46%	4,922,186 31.27%	5,059,312 32.19%	5,059,312 32.19%	4,956,458 31.50%	
2	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 - 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)						
		10,817,894 100.00%	10,817,894 100.00%	10,817,894 100.00%	10,858,682 100.00%	10,780,657 100.00%	
		68.54%	68.73%	67.81%	68.54%	68.50%	

B INVESTOR COMPLAINTS		3 Months Ended
		31.12.2013
Pending at the beginning of the quarter		-
Received during the quarter		-
Disposed of during the quarter		-
Remaining unresolved at the end of the quarter		-

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

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- Other Operating Income for the quarter includes rental income of Rs.11.67 Min. (Rs.1.1.74 Min.) and recovery of expenses from customers Rs.4.55 Min. (Rs.2.99 Min.).
- 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 its Draft Letter Of Offer with the Securities and Exchange Board of India. ("SEBI"). The Draft Letter of Offer 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, please refer to the section titled "Risk Factors" at page xiii of the aforementioned Draft Letter of Offer.
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- 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.
- Figures for the previous period have been regrouped / restated wherever necessary to make them comparable with the figures for the current period.

By Order of the Board
For Ramco Systems Limited



P.R. Venketrana Raja
Vice Chairman and Managing Director

Place : Chennai

Date : February 12, 2014



RAMCO Q3 RESULTS: FY 13 - 14

Ramco Q3 revenue grows 8% QoQ Globalisation strategy pays off; non-India revenue contributes 72%

Chennai, India – February 12, 2014: Ramco Systems (BSE - 532370, NSE – RAMCOSYS, MSE – RSST); an enterprise software company focusing on enterprise cloud platform, products and services, announced the results for the third quarter of FY 2013-14, today.

For the quarter ended December 31, 2013 (Q3:13-14), global revenues of Ramco Systems Limited, including revenues from subsidiaries in USA, Canada, Switzerland, Singapore, Malaysia, Australia, South Africa and Dubai stood at USD 10.90 mn (Rs. 67.65 crs) registering growth of 8% quarter-on-quarter in Indian Rupees.

Highlights:

- Order book grows by 22% QoQ
- Non-India revenue registers growth of 16% QoQ and 42% YoY, strategy to go global starts to pay off
- Ropes in global players such as WNS and Cazar to strengthen its HCM push in international markets

Commenting on the results, **Mr. P R Venketrama Raja, Vice Chairman & Managing Director, Ramco Systems Limited**, said “Our three-pronged approach to go global, focus on three core offerings and work towards improving operational efficiencies have started bearing results. Our products have started getting global recognition and acceptance. With enterprises looking at applications to support their need to build a ‘digital enterprise’, the market opportunity looks optimistic. As we continue to invest in building our capabilities to address the digital needs of an enterprise, we are looking forward to play a pivotal role in the enterprise applications space, globally.”

About Ramco Systems:

Ramco Systems provides next generation, end-to-end enterprise solutions that render complete transformation of the business in real time. Built on Ramco VirtualWorks®, all Ramco products are cloud architected by design and address the entire business cycle from transaction to analytics. Part of the USD 1 Billion Ramco Group, the company offers ERP, HCM, MRO, M&E, SCM, CRM, Financials, Service Management, Asset Management, Process Control, Project Management and Analytics to multiple verticals on the most appropriate cloud model—public, private and community. Ramco focuses on providing innovative business solutions that can be delivered quickly and cost-effectively in complex environments. Globally, Ramco has over 150,000 users from 1000+ customer organizations. The company has 21 offices spread across India, USA, Canada, Europe, Middle East, South Africa and APAC.

“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 its Draft Letter Of Offer with the Securities and Exchange Board of India (“SEBI”). The Draft Letter of Offer 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, please refer to the section titled “Risk Factors” at page xiii of the aforementioned Draft Letter of Offer.”

For more information, please visit www.ramco.com; Follow Ramco on Twitter [@ramcosystems](https://twitter.com/ramcosystems)/read latest news & updates on <http://www.ramco.com/blog>

For further information please contact:

A handwritten signature in black ink, appearing to read 'M. Raja'.

PRESS RELEASE



RAMCO Q3 RESULTS: FY 13 - 14

Vinitha Ramani
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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.--

Dr. C.N. GANGADARAN
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S. NEELAKANTAN
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CNGSN & ASSOCIATES

CHARTERED ACCOUNTANTS

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D. KALAIALAGAN
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B.Com., FCA, Grad. CWA

V. VIVEK ANAND
B.Com., FCA

**The Board of Directors of
Ramco Systems Limited,
Chennai - 600 113**

**LIMITED REVIEW REPORT ON THE UN-AUDITED (PROVISIONAL) FINANCIAL
RESULTS OF THE COMPANY FOR THE QUARTER AND NINE MONTHS ENDED 31st
DECEMBER, 2013.**

We have reviewed the accompanying statement of unaudited financial results of **M/s. Ramco Systems Limited** for the period ended 31st December, 2013, except for the disclosures regarding ‘Public Shareholding’ and ‘Promoter and Promoter Group Shareholding’ which have been traced from disclosures made by the management and have not been audited by us. This statement is the responsibility of the Company’s Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, Engagements to Review Financial Statements issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For CNGSN & ASSOCIATES

Chartered Accountants
Registration No.004915S



G CHELLA KRISHNA

Partner
Membership No: 210474

Place: Chennai
Date: February 12, 2014