

May 20, 2016

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
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Dear Sir,

Sub: Outcome of the Board Meeting held on May 20, 2016

The Meeting of our Board of Directors held today (May 20, 2016), approved the Audited Financial Results (Standalone and Consolidated) for the quarter and year ended March 31, 2016.

In accordance with Point No: A - 4 of Annexure I of SEBI Circular No: CIR/CFD/CMD/4/2015 dated September 09, 2015, we wish to inform the following:

Time of commencement of the Board Meeting	-	11.30 A.M.
Time of completion of the Board Meeting	-	2.00 P.M.

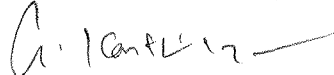
Pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we also enclose the following, duly approved by the Board:

1. Standalone and Consolidated Audited Financial Results for the quarter and year ended March 31, 2016.
2. Press release for the said results
3. Form A for the Standalone Financial Results for the year ended March 31, 2016.
4. Form A for the Consolidated Financial Results for the year ended March 31, 2016.
5. Auditors' Report on the Standalone Financial Results for the year ended March 31, 2016.
6. Auditors' Report on the Consolidated Financial Results for the year ended March 31, 2016.

Thanking you,

Yours faithfully

For **RAMCO SYSTEMS LIMITED**



G KARTHIKEYAN

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.

CIN: L72300TN1997PLC037550 www.ramco.com

Part I - Audited Consolidated Financial Results (under AS-21) for the Year Ended March 31, 2016

Sl. No.	Particulars	Audited for the Quarter Ended		Unaudited for the Quarter Ended		Audited for the Quarter Ended		Audited for the Year Ended			
		31.03.2016 (Refer Note No.8)		31.12.2015		31.03.2015 (Refer Note No.8)		31.03.2016		31.03.2015	
		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	18.36	1,232.31	17.64	1,156.73	16.33	1,010.12	68.94	4,476.96	59.47	3,604.86
	(b) Other Operating Income	0.21	14.41	0.30	19.79	0.15	9.27	1.03	67.12	0.79	47.89
	Total Income from Operations	18.57	1,246.72	17.94	1,176.52	16.48	1,019.39	69.97	4,544.08	60.26	3,652.75
2	Expenditure:										
	(a) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(0.03)	(2.12)	-	(0.06)	-	-	(0.03)	(2.13)	-	0.05
	(b) Cost of materials consumed	-	-	-	-	-	-	-	-	-	-
	(c) Purchase of stock-in-trade	0.25	16.87	0.06	3.67	-	(0.09)	0.39	25.55	0.34	20.39
	(d) Employee benefits expense	7.78	522.51	7.14	468.39	6.71	415.22	29.05	1,886.32	26.72	1,619.66
	(e) Depreciation and amortisation expense	1.73	115.86	1.78	116.83	1.81	112.15	7.11	461.66	7.41	449.40
	(f) Other expenditure	6.82	457.79	6.66	436.56	6.64	410.89	25.56	1,659.73	21.33	1,292.38
	Total Expenditure	16.55	1,110.91	15.64	1,025.39	15.16	938.17	62.08	4,031.13	55.80	3,381.88
3	Profit / Loss from Operations before Other Income, Finance Costs & Exceptional Items (1-2)	2.02	135.81	2.30	151.13	1.32	81.22	7.89	512.95	4.46	270.87
4	Other Income	-	-	-	-	-	-	-	-	-	-
5	Profit / Loss from Ordinary Activities before Finance Costs and Exceptional Items (3+4)	2.02	135.81	2.30	151.13	1.32	81.22	7.89	512.95	4.46	270.87
6	Finance Costs	0.01	0.75	0.01	0.79	0.42	25.94	0.55	35.96	1.98	120.07
7	Profit / Loss from Ordinary Activities after Finance Costs but before Exceptional Items (5-6)	2.01	135.06	2.29	150.34	0.90	55.28	7.34	476.99	2.48	150.80
8	Exceptional Items	-	-	-	-	-	-	-	-	-	-
9	Profit / Loss from Ordinary Activities Before Tax (7-8)	2.01	135.06	2.29	150.34	0.90	55.28	7.34	476.99	2.48	150.80
10	Tax Expense:										
	Current Taxation	0.52	35.02	0.50	33.04	0.22	13.73	1.37	89.05	0.40	24.45
	Deferred Taxation	-	-	-	-	-	-	-	-	-	-
11	Net Profit / Loss from Ordinary Activities After Tax (9-10)	1.49	100.04	1.79	117.30	0.68	41.55	5.97	387.94	2.08	126.35
12	Extraordinary Items (net of tax expenses)	-	-	-	-	-	-	-	-	-	-
13	Net Profit / Loss for the period (11-12)	1.49	100.04	1.79	117.30	0.68	41.55	5.97	387.94	2.08	126.35
14	Minority Interest	-	(0.01)	-	(0.23)	-	0.18	-	(0.27)	(0.02)	(1.44)
15	Share of Profit / (Loss) of Associates - net of Foreign Exchange Translation Adjustment	0.06	4.03	0.01	-	0.03	1.81	0.06	4.03	0.03	1.81
16	Net Profit / Loss After Taxes, Minority Interest and Share of Profit / (Loss) of Associates (13+14+15)	1.55	104.06	1.80	117.07	0.71	43.54	6.03	391.70	2.09	126.72
17	Paid - up Equity Share Capital - Face value of Rs.10/- each	5.96	300.26	5.94	299.16	5.08	244.39	5.96	300.26	5.08	244.39
18	Reserves excluding Revaluation Reserves							103.15	5,811.98	45.93	2,179.73
19	Earnings Per Share - before & after Extraordinary Items (in USD and in Rs.)										
	Basic EPS	0.05	3.54	0.06	4.01	0.03	1.90	0.21	13.33	0.09	5.53
	Diluted EPS	0.05	3.41	0.06	3.84	0.03	1.79	0.20	12.82	0.09	5.27
		(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Annualised)	(Annualised)	(Annualised)	(Annualised)

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

- 1 The above financial results of the Company were reviewed by the Audit Committee in its meeting held on May 19, 2016. The Board of Directors in its meeting held on May 20, 2016 approved the same.
- 2 Other Operating income for the quarter includes recovery of expenses from customers Rs.13.29 Mn. USD 0.20 Mn. (Rs.6.14 Mn. USD 0.10 Mn.).
Other Operating income for the year includes recovery of expenses from customers Rs.59.01 Mn. USD 0.91 Mn. (Rs.39.37 Mn. USD 0.65 Mn.).
- 3 Employee benefits expense for the quarter includes Rs.23.25 Mn. USD 0.35 Mn. (Rs.20.37 Mn. USD 0.34 Mn.) towards the proportionate intrinsic value of the stock options granted to various employees, amortised on a straight-line basis over the vesting period as prescribed by applicable SEBI guidelines.
Employee benefits expense for the year includes Rs.78.73 Mn. USD 1.21 Mn. (Rs.51.24 Mn. USD 0.85 Mn.) towards the proportionate intrinsic value of the stock options granted to various employees, amortised on a straight-line basis over the vesting period as prescribed by applicable SEBI guidelines.
- 4 During the Quarter, the company had allotted a total of 110,296 equity shares of Rs.10/- each under the Employees Stock Option Schemes of the Company on various dates. Further, 14,928 equity shares of Rs.10/- each were allotted under the Employees Stock Option Schemes of the Company after the end of the quarter. Accordingly, as at the date the paid up capital of the Company increased to Rs. 300.41 Mn. USD 5.96 Mn. from Rs. 244.39 Mn. USD 5.08 Mn. as at March 31,2015.
- 5 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.
- 6 The standalone financial results are available on the Company's website - www.ramco.com, BSE website www.bseindia.com and NSE website www.nseindia.com.
The details of turnover, profit before tax and profit after tax on a standalone basis are given below:

Particulars	Rs. Mn.				
	Audited for the Quarter Ended (Refer Note No. 8)	Unaudited for the Quarter Ended	Audited for the Quarter Ended (Refer Note No. 8)	Audited for the Year Ended	
	31.03.2016	31.12.2015	31.03.2015	31.03.2016	31.03.2015
Turnover (Operating income including other income)	768.13	670.50	652.91	2,672.63	2,247.66
Profit / (Loss) before tax	160.23	96.86	51.75	305.23	19.32
Profit / (Loss) after tax	126.29	75.01	48.00	240.09	15.57

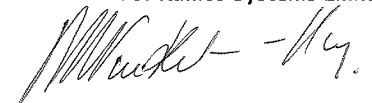
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Statement of Assets and Liabilities:	As at 31.03.2016 (Audited)		As at 31.03.2015 (Audited)	
	Rs. Min.	USD Min.	Rs. Min.	USD Min.
EQUITY AND LIABILITIES				
Shareholders' Funds				
Share Capital	300.26	5.96	244.39	5.08
Reserves and Surplus	5,920.30	88.40	2,283.57	35.55
	6,220.56	94.36	2,527.96	40.63
Share Application Money pending allotment	0.70	0.01	0.07	-
Minority Interest	3.04	0.05	2.77	0.05
Non-current Liabilities				
Long Term Borrowings	-	-	2,184.16	35.10
Deferred Tax Liability (Net)	5.06	0.08	3.10	0.05
Other Long Term Liabilities	56.07	0.85	-	-
Long Term Provisions	133.41	2.02	116.83	1.88
	194.54	2.95	2,304.09	37.03
Current Liabilities				
Short Term Borrowings	-	-	540.00	8.68
Trade Payables	372.80	5.66	245.29	3.94
Other Current Liabilities	784.21	11.90	878.12	14.11
Short Term Provisions	97.88	1.48	25.66	0.41
	1,254.89	19.04	1,689.07	27.14
TOTAL	7,673.73	116.41	6,523.96	104.85
ASSETS				
Non-current Assets				
Fixed Assets				
Tangible Assets	161.25	2.45	139.12	2.24
Intangible Assets	2,571.50	39.01	2,601.07	41.80
Goodwill on consolidation	994.51	15.09	994.51	15.98
Non-current Investments	24.59	0.37	5.56	0.09
Long Term Loans and Advances	238.86	3.62	202.52	3.26
Other Non-current Assets	580.81	8.81	93.51	1.50
	4,571.52	69.35	4,036.29	64.87
Current Assets				
Inventories	2.22	0.03	0.09	-
Trade Receivables	1,433.90	21.75	1,291.70	20.76
Cash and Bank Balances	73.62	1.12	108.59	1.75
Short Term Loans and Advances	218.44	3.32	185.57	2.98
Other Current Assets	1,374.03	20.84	901.72	14.49
	3,102.21	47.06	2,487.67	39.98
TOTAL	7,673.73	116.41	6,523.96	104.85

8 Figures for the quarter ended March 31, 2016 and March 31, 2015 are the balancing figures between audited figures in respect of respective full financial years and published year to date figures up to the third quarter of the respective financial years.

9 Figures for the previous periods 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 Venketrama Raja
Vice Chairman and Managing Director

Place : Chennai
Date : May 20, 2016

Ramco Systems Limited

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

CIN: L72300TN1997PLC037550 www.ramco.com

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

Rs. Min.

PART I - Audited Standalone Financial Results for the Year Ended March 31, 2016

Sl. No.	Particulars	Audited for the Quarter Ended	Unaudited for the Quarter Ended	Audited for the Quarter Ended	Audited for the Year Ended	
		31.03.2016 (Refer Note No.7)	31.12.2015	31.03.2015 (Refer Note No.7)	31.03.2016	31.03.2015
1	(a) Net Sales / Income from Operations	757.86	657.94	648.97	2,626.61	2,229.72
	(b) Other Operating Income	10.27	12.56	3.94	46.02	17.94
	Total Income from Operations	768.13	670.50	652.91	2,672.63	2,247.66
2	Expenditure:					
	(a) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(2.12)	(0.06)	-	(2.13)	0.05
	(b) Cost of materials consumed	-	-	-	-	-
	(c) Purchase of stock-in-trade	15.48	3.22	0.08	23.14	9.58
	(d) Employee benefits expense	291.90	247.59	230.79	1,042.64	924.18
	(e) Depreciation and amortisation expense	113.59	115.05	110.22	454.60	444.49
	(f) Other expenditure	188.58	207.04	234.13	813.46	729.97
	Total Expenditure	607.43	572.84	575.22	2,331.71	2,108.27
3	Profit / Loss from Operations before Other Income, Finance Costs & Exceptional Items (1-2)	160.70	97.66	77.69	340.92	139.39
4	Other Income	-	-	-	-	-
5	Profit / Loss from Ordinary Activities before Finance Costs and Exceptional Items (3+4)	160.70	97.66	77.69	340.92	139.39
6	Finance Costs	0.47	0.80	25.94	35.69	120.07
7	Profit / Loss from Ordinary Activities after Finance Costs but before Exceptional Items (5-6)	160.23	96.86	51.75	305.23	19.32
8	Exceptional Items	-	-	-	-	-
9	Profit / Loss from Ordinary Activities Before Tax (7-8)	160.23	96.86	51.75	305.23	19.32
10	Tax Expense:					
	Current Taxation	33.94	21.85	3.75	65.14	3.75
	Deferred Taxation	-	-	-	-	-
11	Net Profit / Loss from Ordinary Activities After Tax (9-10)	126.29	75.01	48.00	240.09	15.57
12	Extraordinary Items (net of tax expenses)	-	-	-	-	-
13	Net Profit / Loss for the period (11-12)	126.29	75.01	48.00	240.09	15.57
14	Paid - up Equity Share Capital - Face value of Rs.10/- each	300.26	299.16	244.39	300.26	244.39
15	Reserves excluding Revaluation Reserves				5,883.27	2,402.64
16	Earnings Per Share - before & after Extraordinary Items (in Rs.)					
	Basic EPS	4.30	2.57	2.10	8.17	0.68
	Diluted EPS	4.14	2.46	1.97	7.86	0.65
		(Not annualised)	(Not annualised)	(Not annualised)	(Annualised)	(Annualised)

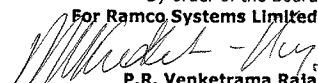
Notes: (The amounts in brackets in the notes denote the figures for the corresponding quarter of the previous year/previous year).

- 1 The above financial results of the Company were reviewed by the Audit Committee in its meeting held on May 19, 2016 and approved by the Board of Directors in its meeting held on May 20, 2016.
- 2 Other operating income for the quarter includes recovery of expenses from customers Rs.3.13 Mn. (Rs.0.93 Mn.).
Other operating income for the year includes recovery of expenses from customers Rs.20.57 Mn. (Rs.8.26 Mn.).
- 3 Employee benefits expense for the quarter includes Rs.23.25 Mn. (Rs.20.37 Mn.) towards the proportionate intrinsic value of the stock options granted to various employees, amortised on a straight-line basis over the vesting period as prescribed by applicable SEBI guidelines.
Employee benefits expense for the year includes Rs.78.73 Mn. (Rs.51.24 Mn.) towards the proportionate intrinsic value of the stock options granted to various employees, amortised on a straight-line basis over the vesting period as prescribed by applicable SEBI guidelines.
- 4 During the Quarter, the company had allotted a total of 110,296 equity shares of Rs.10/- each under the Employees Stock Option Schemes of the Company on various dates. Further, 14,928 equity shares of Rs.10/- each were allotted under the Employees Stock Option Schemes of the Company after the end of the quarter. Accordingly, as at the date the paid up capital of the Company increased to Rs. 300.41 Mn. from Rs. 244.39 Mn. as at March 31, 2015.
- 5 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 Assets and Liabilities:	Rs. Mn.	
	As at 31.03.2016 (Audited)	As at 31.03.2015 (Audited)
EQUITY AND LIABILITIES		
Shareholders' Funds		
Share Capital	300.26	244.39
Reserves and Surplus	5,883.27	2,402.64
	<u>6,183.53</u>	<u>2,647.03</u>
Share Application Money pending allotment	0.70	0.07
Non-current Liabilities		
Long Term Borrowings	-	2,184.16
Long Term Provisions	58.17	53.72
	<u>58.17</u>	<u>2,237.88</u>
Current Liabilities		
Short Term Borrowings	-	540.00
Trade Payables	236.01	187.07
Other Current Liabilities	313.67	561.12
Short Term Provisions	68.28	6.06
	<u>617.96</u>	<u>1,294.25</u>
TOTAL	<u>6,860.36</u>	<u>6,179.23</u>
ASSETS		
Non-current Assets		
Fixed Assets		
Tangible Assets	135.08	125.33
Intangible Assets	2,571.46	2,600.94
Non-current Investments	1,436.96	1,239.31
Long Term Loans and Advances	209.12	170.41
Other Non-current Assets	12.88	4.97
	<u>4,365.50</u>	<u>4,140.96</u>
Current Assets		
Inventories	2.22	0.09
Trade Receivables	1,471.04	1,222.54
Cash and Bank Balances	21.09	28.98
Short Term Loans and Advances	490.86	290.19
Other Current Assets	509.65	496.47
	<u>2,494.86</u>	<u>2,038.27</u>
TOTAL	<u>6,860.36</u>	<u>6,179.23</u>

- 7 Figures for the quarter ended March 31, 2016 and March 31, 2015 are the balancing figures between audited figures in respect of respective full financial years and published year to date figures up to the third quarter of the respective financial years.
- 8 Figures for the previous periods have been regrouped / restated wherever necessary to make them comparable with the figures for the current period.

Place : Chennai
Date : May 20, 2016

By order of the Board
For Ramco Systems Limited

P.R. Venketrana Raja
Vice Chairman and Managing Director

Form A
(for audit report with unmodified opinion)

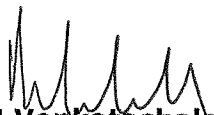
[Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1.	Name of the Company:	Ramco Systems Limited
2.	Annual Financial Statements for the year ended	31 st March, 2016 (Standalone Results for the quarter and year ended 31 st March 2016)
3.	Type of Audit observation	Un-Modified
4.	Frequency of observation	Not Applicable
5.	Signed by- ✓ Managing Director ✓ CEO ✓ CFO ✓ Auditor of the company ✓ Audit Committee Chairman	

For **Ramco Systems Limited**



P R Venketrama Raja
Vice Chairman & Managing Director



M M Venkatachalam
Chairman of Audit Committee



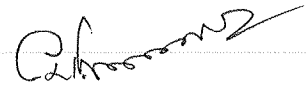
Virender Aggarwal
Chief Executive Officer



R Ravi Kula Chandran
Chief Financial Officer

Place of signature: Chennai
Date : 20th May 2016

For **CNGSN & ASSOCIATES LLP**
Chartered Accountants
Registration No.004915S



C N Gangadaran
Partner
Membership No.11205

Form A
(for audit report with unmodified opinion)

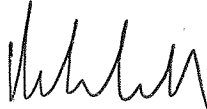
[Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1.	Name of the Company:	Ramco Systems Limited
2.	Annual Financial Statements for the year ended	31 st March, 2016 (Consolidated Results for the quarter and year ended 31 st March 2016)
3.	Type of Audit observation	Un-Modified
4.	Frequency of observation	Not Applicable
5.	Signed by- ✓ Managing Director ✓ CEO ✓ CFO ✓ Auditor of the company ✓ Audit Committee Chairman	

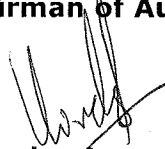
For **Ramco Systems Limited**



P R Venketrama Raja
Vice Chairman & Managing Director



M M Venkatachalam
Chairman of Audit Committee

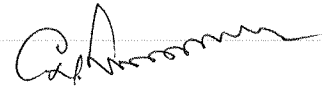


Virender Aggarwal
Chief Executive Officer



R Ravi Kula Chandran
Chief Financial Officer

For **CNGSN & ASSOCIATES LLP**
Chartered Accountants
Registration No.004915S



C N Gangadaran
Partner
Membership No.11205

Place of Signature : Chennai
Date : 20th May 2016

Dr. C.N. GANGADARAN
B.Com., FCA, MBIM (Lond.), Ph.d.

S. NEELAKANTAN
B.Com., FCA

R. THIRUMALMARUGAN
M.Com., FCA

G. CHELLA KRISHNA
M.Com., FCA, PGPM

CNGSN & ASSOCIATES LLP

CHARTERED ACCOUNTANTS

"Agastyar Manor"

New No.20, Old No.13, Raja Street,
T.Nagar, Chennai - 600 017.

Tel. : 91-44-2431 1480. Fax : 91-44-2431 1485

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D. KALAIALAGAN
B.Com., FCA

B. RAMAKRISHNAN
B.Com., FCA, Grad. CWA

V. VIVEK ANAND
B.Com., FCA

Auditor's Report on Quarterly Financial Results and Year to Date Results of Ramco Systems Limited, pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

To the Board of Directors of Ramco Systems Limited

We have audited the statement of standalone annual financial results of Ramco Systems Limited for the year ended 31 March 2016 ("the Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Attention is drawn to the fact that the figures for the quarter ended 31 March 2016 and the corresponding quarter ended in the previous year as reported in the Statement are the balancing figures between audited figures in respect of the full financial year and the published year to date figures up to the end of the third quarter of the relevant financial year.

This statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared on the basis of the related standalone financial statements which is in accordance with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder as applicable and other accounting principles generally accepted in India and in compliance with requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Our responsibility is to express an opinion on the Statement.

We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by the management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- i. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- ii. gives a true and fair view of the net profit and other financial information for the year ended 31 March 2016.

For CNGSN & Associates LLP
Chartered Accountants
Firm Registration Number: 004915S



C.N. Gangadaran
Partner
Membership Number: 011205

Chennai
20 May 2016

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Auditor's Report on Quarterly Consolidated Financial Results and Consolidated Year to Date Results of Ramco Systems Limited, pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

To the Board of Directors of Ramco Systems Limited

We have audited the statement of consolidated annual financial results of Ramco Systems Limited ("the Holding Company") and its subsidiaries, together referred to as "the Group" and the share of profit of its associate for the year ended 31 March 2016 ("the Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Attention is drawn to the fact that the figures for the quarter ended 31 March 2016 and the corresponding quarter ended in the previous year as reported in the Statement are the balancing figures between audited figures in respect of the full financial year and the published year to date figures up to the end of the third quarter of the relevant financial year.

This Statement, which is the responsibility of the Holding Company's management and approved by the Board of Directors, has been prepared on the basis of the related consolidated financial statements which is in accordance with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder as applicable and other accounting principles generally accepted in India and in compliance with requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Our responsibility is to express an opinion on the Statement.

We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by the management. We believe that our audit provides a reasonable basis for our opinion.



We did not audit the financial statements of seven subsidiaries included in the Statement, whose financial statements reflect total assets of Rs. 2,174.32 million as at 31 March 2016, total revenue of Rs. 2,324.96 million and total profit after tax of Rs.138.41 million for the year ended 31 March 2016.

The financial statements of the Associate have not been audited for the year ended 28 February 2016 and our opinion, in so far as it relates to the share of profit after tax of Rs. 4.03 Million included in the Statement in respect of that Associate, is solely based on the financial statements of that Associate prepared by the management and furnished to us.

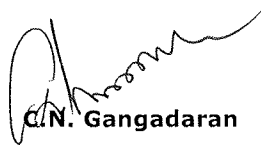
In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- (i) includes financial results of the following Subsidiaries / Associate:

Name of the entity	Relationship
a. Ramco Systems Corporation, USA	Subsidiary
b. Ramco Systems Canada Inc, Canada	Subsidiary
c. Ramco Systems Ltd., Switzerland	Subsidiary
d. Ramco Systems Sd. Bhd., Malaysia	Subsidiary
e. Ramco Systems Pte Ltd., Singapore	Subsidiary
f. RSL Enterprise Solutions (Pty) Ltd., S.Africa	Subsidiary
g. Ramco Systems FZ LLC, Dubai	Subsidiary
h. RSL Software Company Ltd., Sudan	Subsidiary
i. Ramco Systems Australia Pty Ltd., Australia	Subsidiary
a. Citiworks (Pty) Ltd., S.Africa	Associate

- (ii) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (iii) gives a true and fair view of the consolidated net profit and other financial information for the year ended 31 March 2016.

For CNGSN & Associates LLP
Chartered Accountants
Firm Registration Number: 004915S


C.N. Gangadaran

Partner
Membership Number: 011205

Chennai
 20 May 2016

RAMCO Q4 & ANNUAL RESULTS: FY 15 - 16

Ramco Systems records 25.4% growth in topline in constant currency & 16% on USD for FY; Profit up by 189% YoY

Bets on Innovation to drive growth;
Partners with Large Consulting firms to offer Platform as a Service
Focuses on building prototypes around conversational BOTS and Cognitive technologies

Chennai, India – May 20, 2016: Ramco Systems (BSE - 532370, NSE – RAMCOSYS); a global enterprise software company focusing on enterprise cloud platform, products and services, today announced the results for the fourth quarter and financial year ending 2015-16.

For the year ended March 31, 2016 (FY: 2015-16), global income of Ramco Systems Limited was USD 69.97m (Rs 454 cr). The net profit after tax for the year stood at USD 6.03m (Rs 39.2cr). Revenue from markets outside India stood at 74% compared to 72% the previous year.

For the quarter ended March 31, 2016 (Q4: 2015-16), global consolidated income of Ramco Systems Limited stood at USD 18.57m (Rs 124.7 cr). The revenue showed a healthy growth of 12% YoY in dollar terms and 22% YoY on constant currency. The net profit after tax for the quarter, amounted to USD 1.55m (Rs.10.4 cr).

(Constant Currency is measured by applying the exchange rates of the corresponding periods of the last financial year)

Highlights:

- Revenue from markets outside India stood at 74% as compared to 72% the previous year
- ASEAN and Australia led the growth with large contributions to incremental revenue
- Ramco HCM continued its growth adding on an average 2 new customers every week
- Ramco Logistics gained strong foothold with strategic wins in Philippines, Malaysia, Indonesia, Middle East and Australia
- Ability to offer Multi-country Payroll on a single platform has been a key factor in partnering with Large consulting and Services organizations to offer services on Ramco Payroll platform
- Awards and recognitions received in FY 2016
 - ISG Paragon Award for Innovation in Australia & New Zealand
 - Aeronautical Repair Station Association (ARSA) endorses Ramco as preferred Next-Gen MRO IT Vendor
 - CIO Choice Honor & Recognition 2016 award for HR & Global Payroll in India
 - HR Vendor of the Year recognition in Malaysia, Singapore and Hong Kong for Best HR Management, Talent Management and Payroll Software
 - NelsonHall's NEAT report identifies Ramco as a Leader for Payroll Outsourcing

Commenting on the results, **P.R. Venketrama Raja, Vice Chairman and Managing Director, Ramco Systems, said,** "The last few years have helped us leap ahead and gain global recognition for bringing latest Innovation into the Enterprise applications market. The results of this focus led to the launch of our first Innovation lab in Singapore co-funded by Singapore Government and anchor partner Air France Industries KLM E&M. Our vision is to be known as an Innovative, Disruptive Enterprise Software provider, globally."



RAMCO Q4 & ANNUAL RESULTS: FY 15 - 16

Commenting on the business growth, **Virender Aggarwal, CEO – Ramco Systems**, said, "ASEAN & ANZ have shown tremendous growth this financial year with major contribution to the new order book. Going forward, while the momentum in these markets continue, the thrust will be to replicate the success formula across other markets, too. We have been seeing good traction from large Consulting/ Managed Service Providers looking for a robust platform to build services around them. This trend will help increase our HR & Payroll platform reach out to a wider user base.

On technology front, conversational BOTS (interactive software that automates routine tasks) is an area of great interest and potential as they can bring tremendous business value. They are all set to change the way users interact and leverage their enterprise systems. At Ramco, prototypes and use cases around leveraging BOTS in HR support, MRO as well as Manufacturing is being tested."

About Ramco Systems:

Ramco is a fast growing enterprise software player disrupting the market with its multi-tenanted cloud and mobile-based enterprise software in the area of HCM and Global Payroll, ERP and M&E MRO for Aviation. Part of the USD 1 billion Ramco Group, Ramco Systems focuses on Innovation and Culture to differentiate itself in the marketplace. On Innovation front, Ramco has been focusing on moving towards Cognitive and Robotic ERP with features such as Mail It – a feature which enables users to transact with the application by just sending an email; HUB It - a one screen does it all concept built to address all activities of a user; Thumb It – mobility where the system presents users with option to choose rather than type values and Prompt It – a cognitive ability which will let the system complete the transaction and prompts the user for approval.

With 1600+ employees spread across 21 offices, globally, Ramco follows a flat and open culture where employees are encouraged to share knowledge and grow. No Hierarchies, Cabin-less Offices, Respect work and not titles, among others are what makes the team say, Thank God it's Monday!

Winner of ISG Award for Innovation; Chosen as Preferred Next-Gen MRO IT Vendor by ARSA; Winner of HR Vendors on the Year Award 2015; Winner of CIO Choice Honor & Recognition 2016

For more information, please visit <http://www.ramco.com/>

Follow Ramco on Twitter @ramcosystems or read latest updates on <http://blogs.ramco.com/>

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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.--

