



May 30, 2016

<p>BSE Ltd Corporate Relationship Department 1st Floor, New Trading Ring Rotunda Building Phiroze Jeejeebhoy Towers Dalal Street <u>MUMBAI - 400 001</u></p>	<p>National Stock Exchange of India Limited Exchange Plaza Plot No. C/I G Block Bandra-Kurla Complex Bandra (East) <u>MUMBAI - 400 051</u></p>
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Dear Sir / Madam

Sub: Outcome of the Meeting of the Board of Directors held on May 30, 2016

In compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) 2015, this is to inform you that Board of Directors of Rolta India Limited (herein after referred as "Company") at their meeting held today i.e. May 30, 2016, inter alia, among other matters has approved the following :

1. Annual Audited Consolidated Financial Results for the Quarter and Year ended March 31, 2016.
2. Independent Auditor's Report for the Audited Consolidated Financial Results for the Quarter and Year ended March 31, 2016 which is an unmodified report.
3. Annual Audited Unconsolidated Financial Results for the Quarter and Year ended March 31, 2016.
4. Independent Auditors Report for the Audited Standalone Financial Results for the Quarter and Year ended March 31, 2016 which is an unmodified report.
5. In order to conserve resources, the Directors did not recommend any dividend for the year ended March 31, 2016.
6. Nomination of Independent Director, Mr. K.R.Modi in wholly owned unlisted Material Subsidiary Company, M/s Rolta Defence Technology Systems Private Limited.
7. Lt. Gen.K.T.Parnaik (Retd.), currently President of Rolta Defence and Security business has been appointed as Joint Managing Director and Member of the Board.

ROLTA INDIA LIMITED

Rolta Tower 'A', Rolta Technology Park, MIDC - Marol, Andheri (East), Mumbai - 400 093. INDIA.

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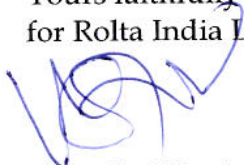
8. Mr. Rajesh Ramachandran, currently President of Global Products and Technology Solution and CIO, has been appointed as Joint Managing Director and Member of the Board.
9. Mr. Ramakrishna Prabhu, Chief Financial Officer has been elevated to the position of Director, Corporate Affairs & Chief Financial Officer and member of the Board.
10. Resignation of Mr. Atul Dev Tayal, Joint Managing Director and Chief Operating Officer (Domestic Operations).

The meeting of Board of Directors commenced at 2:45 p.m. and concluded at 4.35 p.m..

You are requested to kindly take the same on records.

Thanking you

Yours faithfully
for Rolta India Limited



Verinder Khashu
Company Secretary &
Head - Legal / Compliance

Encl. as above



ROLTA INDIA LIMITED

Regd. Office : Rolta Tower A, Rolta Technology Park, MIDC, Andheri (East), Mumbai - 400 093 Maharashtra, India. CIN : L74999MH1989PLC052384
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STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2016 (In ₹ Crores)

PART I	Particulars	3 months ended 31.03.16		Year to date figures for current period ended 31.03.16		Previous year ended 31.03.15	
		(Unaudited)	(Audited)	(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	Income from Operations Net Sales/Income from Operations (Net of excise duty) Other Operating Income	846.04	980.56	946.14	3,799.59	3,679.46	3,679.46
2	Total Income from operations (Net)	349.89	387.88	360.14	1,519.39	1,288.50	1,288.50
	Expenses						
a	Cost of materials consumed & technical subcontractors						
b	Purchase of stock-in-trade						
c	Change in inventories of finished goods, work-in-progress and stock-in-trade						
d	Employee benefits expense	195.27	193.39	184.61	795.85	790.99	790.99
e	Depreciation and amortisation expense	18.90	169.57	172.14	523.36	622.09	622.09
f	Other expenses	138.33	78.86	90.79	323.35	323.35	323.35
	Total Expenses	702.39	829.70	807.68	3,209.24	3,024.84	3,024.84
3	Profit/(Loss) from operations before other income, finance costs and exceptional items (1 - 2)	143.65	150.86	138.46	590.35	654.62	654.62
4	Other income	3.07	19.86	9.70	38.21	30.72	30.72
5	Profit/(Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	146.72	170.72	148.16	628.56	685.34	685.34
6	Finance costs	129.13	123.75	102.02	476.74	401.34	401.34
7	Profit/(Loss) from ordinary activities after finance cost but before exceptional items and tax (5 - 6)	17.59	46.97	46.14	151.82	284.00	284.00
8	Exceptional item:						
9	Profit/(Loss) from ordinary activities after exceptional item before tax (7 - 8)	17.59	46.97	46.14	151.82	284.00	284.00
10	Tax expense	(41.62)	0.10	10.13	(37.29)	38.83	38.83
11	Net Profit/(Loss) from ordinary activities after tax (9 - 10)	59.21	46.87	36.01	189.11	245.17	245.17
12	Extraordinary items (net of tax & expenses Nil)						
13	Net Profit/(Loss) for the period (11+12)	59.21	46.87	36.01	189.11	245.17	245.17
14	Share of Profit/(Loss) of associates						
15	Minority Interest						
16	Net Profit/(Loss) after tax, minority interest and share of profit/(loss) of associates (13+14+15)	59.21	46.87	36.01	189.11	245.17	245.17
17	Paid-up Equity Share Capital (F.V. ₹ 10/- each)	162.70	161.33	161.33	1,775.50	1,613.33	1,613.33
18	Reserves excluding Revaluation Reserves						
19.i	Earnings Per Share before Extraordinary Item (of ₹ 10/- each)	3.7	2.9	2.2	11.7	15.2	15.2
19.ii	Earnings Per Share after Extraordinary Item (of ₹ 10/- each)	3.5	2.8	2.1	11.3	14.3	14.3
	Basic EPS (in ₹) (not annualised)	3.7	2.9	2.2	11.7	15.2	15.2
	Diluted EPS (in ₹) (not annualised)	3.5	2.8	2.1	11.3	14.3	14.3



SEGMENT-WISE REVENUE, RESULTS AND CAPITAL EMPLOYED FOR THE QUARTER AND YEAR ENDED MARCH 31, 2016 (In ₹ Crores)

Particulars	3 months ended 31.03.16		Corresponding 3 months ended 31.03.15		Year to date figures for current period ended 31.03.16		Previous year ended 31.03.15	
	(Unaudited)	(Audited)	(Unaudited)	(Audited)	(Unaudited)	(Audited)	(Unaudited)	(Audited)
Segment Revenue	235.38	213.49	221.93	867.70	983.67	983.67	2,695.79	2,695.79
Enterprise Geospatial & Engineering Solutions (EGIS)	610.46	767.07	724.21	2,931.89	2,695.79	2,695.79	7,242.1	7,242.1
System Integration & Enterprise IT Solutions (EITS)	846.04	980.56	946.14	3,799.59	3,679.46	3,679.46	9,461.4	9,461.4
Unallocated	846.04	980.56	946.14	3,799.59	3,679.46	3,679.46	9,461.4	9,461.4
Net sales/Income From Operations	48.48	133.93	160.29	481.70	590.76	590.76	685.86	685.86
Enterprise Geospatial & Engineering Solutions (EGIS)	114.07	186.50	150.31	632.01	685.86	685.86	1,865.0	1,865.0
System Integration & Enterprise IT Solutions (EITS)	162.55	320.43	310.60	1,113.71	1,276.62	1,276.62	3,204.3	3,204.3
Unallocated	129.13	123.75	102.02	476.74	401.34	401.34	1,237.5	1,237.5
TOTAL	18.90	169.57	172.14	523.36	622.09	622.09	523.36	523.36
Less: Interest	19.90	169.57	172.14	523.36	622.09	622.09	523.36	523.36
Other Unallocable Expenditure net of	3.07	19.86	9.70	38.21	30.72	30.72	30.72	30.72
Unallocable income	17.59	46.97	46.14	151.82	284.00	284.00	151.82	151.82
Total Profit Before Tax	17.59	46.97	46.14	151.82	284.00	284.00	151.82	151.82

Notes on segment information: Segmental Capital employed, Fixed Assets used in the company's business or liabilities estimated have not been identified to any particular reportable segments. The company believes that it is currently not practicable to provide segment disclosures relating to fixed assets and liabilities.

Statement of Assets and Liabilities

Sl. No	Particulars	AS at 31.03.16		AS at 31.03.15	
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
A	EQUITY AND LIABILITIES				
1	Shareholder's Funds	162.70	161.33	162.70	161.33
(a)	Reserves & Surplus	2,345.59	2,140.33	2,345.59	2,140.33
(b)	Sub-total - Shareholder's Funds	2,508.29	2,301.66	2,508.29	2,301.66
2	Share application money pending allotment	0.06	0.06	0.06	0.06
3	Minority Interest				
4	Non-Current Liabilities	3,008.25	4,806.76	3,008.25	4,806.76
(a)	Long-term Debt	13.91	55.03	13.91	55.03
(b)	Other Long-term Liabilities	3,024.34	4,751.73	3,024.34	4,751.73
(c)	Long-term Provisions	16.60	20.67	16.60	20.67
(d)	Sub-total - Non-Current Liabilities	3,040.95	4,772.43	3,040.95	4,772.43
5	Current Liabilities	5,038.76	4,832.48	5,038.76	4,832.48
(a)	Short-term Borrowings	465.24	421.5	465.24	421.5
(b)	Trade Payables	931.33	409.89	931.33	409.89
(c)	Short-term Current Liabilities	8.97	72.01	8.97	72.01
(d)	Sub-total - Current Liabilities	1,405.54	883.40	1,405.54	883.40
TOTAL - EQUITY AND LIABILITIES		9,556.83	8,007.59	9,556.83	8,007.59
B	ASSETS				
1	Non-Current Assets	2,508.25	4,806.76	2,508.25	4,806.76
(a)	Fixed Assets	2,508.25	4,806.76	2,508.25	4,806.76
(b)	Intangible Assets	2,508.25	4,806.76	2,508.25	4,806.76
(c)	Goodwill on Consolidation	0.00	0.00	0.00	0.00
(d)	Goodwill on Progress	0.00	0.00	0.00	0.00
(e)	Deferred Tax Asset (Net)	1.65	1.65	1.65	1.65
(f)	Long Term Loans & Advances	101.01	83.99	101.01	83.99
(g)	Other Non-Current Assets	3,199.80	3,040.95	3,199.80	3,040.95
2	Current Assets	6,117.23	5,679.46	6,117.23	5,679.46
(a)	Inventories				
(b)	Trade Receivable	1,959.76	1,274.73	1,959.76	1,274.73
(c)	Cash & Bank Balance	225.31	846.96	225.31	846.96
(d)	Short Term Loans & Advances	58.70	97.39	58.70	97.39
(e)	Other Current Assets	895.53	2,833.53	895.53	2,833.53
TOTAL ASSETS		9,556.83	8,007.59	9,556.83	8,007.59

The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 30th May 2016.

The Board of Directors have not recommended the dividend for financial year 2016.

The above profit after tax includes ₹ 85.49 Cr on account of loss on exchange difference.

The company has published consolidated financial results.

Standalone (1) Turnover (2) Profit before tax and (3) Profit after tax for the Q.Y.16 is ₹ 421.19 Cr, ₹ 176.35 Cr and ₹ 223.98 Cr respectively.

The figures of last quarters ended on March 31, 2016 & March 31, 2015 are the balancing figures between audited figures in respect of the years ended March 31, 2016 & year ended March 31, 2015 and the unaudited year to date figures for the period ended December 2015 & December 2014 which were subject to limited review by one of the joint auditor of the company.

Tax Expense includes provision for current tax and deferred tax.

Previous period figures are regrouped/rearranged wherever necessary.

The Audited Consolidated statement of assets and liabilities is as under.

Place: Mumbai
Date: 30th May, 2016

(Signature)
Managing Director

Auditor's Report on Annual Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To the Board of Directors of Rolta India Limited

1. We have audited the annual consolidated financial results of Rolta India Limited ("the Company") and its subsidiaries (the Company and its subsidiaries together referred to as "the Group"), for the year ended 31 March 2016, attached herewith, being submitted by the Company, pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Attention is drawn to notes in the annual consolidated financial results regarding the figures for the quarter ended 31 March 2016, as reported in these annual consolidated financial results are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto the end of the third quarter of the financial year. Also, the figures up to the end of the third quarter had only been reviewed and not subjected to audit. These annual consolidated financial results have been prepared on the basis of the annual consolidated financial statements and reviewed quarterly consolidated financial results upto the end of the third quarter, which are the responsibility of the Company's management. Our responsibility is to express an opinion on these annual consolidated financial results based on our review of consolidated financial results for the nine months period ended 31 December 2015, which were prepared in accordance with the recognition and measurement principles laid down in {Accounting Standard (AS) 25, Interim Financial Reporting}, as notified under the {Companies (Accounting Standards) Rules, 2006, read with Rule 7 of the Companies (Accounts) Rules, 2014, in respect of Section 133 of the Companies Act, 2013} and other accounting principles generally accepted in India; and our audit of the annual consolidated financial statements as at and for the year ended 31 March 2016.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as consolidated financial results. An audit also



includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

3. In our opinion and to the best of our information and according to the explanations given to us and upon consideration of reports of other auditors, the annual consolidated financial results:

(i) include the annual financial results for the year ended 31 March 2016, of the following entities

Rolta Global BV	Subsidiary of Rolta India Limited
Rolta International Inc.	Subsidiary of Rolta India Limited
Rolta Asia Pacific Pty Limited	Subsidiary of Rolta International Inc.
Rolta Canada Limited	Subsidiary of Rolta International Inc.
Rolta LLC	Subsidiary of Rolta International Inc.
Rolta America LLC	Subsidiary of Rolta International Inc.
Rolta Hungary KFT	Subsidiary of Rolta International Inc.
Rolta Advizex Technologies LLC (Previously known as Advizex Technologies LLC)	Subsidiary of Rolta International Inc.
Rolta UK Limited ('RUK')	Subsidiary of Rolta Global BV
Rolta Benelux B.V.	Subsidiary of Rolta UK
Rolta Middle East FZ – LLC ('RME')	Subsidiary of Rolta Global BV
Rolta Saudi Arabia Limited ('RSA')	Subsidiary of Rolta Middle East FZ – LLC
Rolta Deutschland GmbH (Closed w.e.f. 17 November 2015)	Subsidiary of Rolta UK
Rolta India Limited (Abu Dhabi Branch)	Branch office of Rolta India Limited
Rolta Muscat LLC	Subsidiary of Rolta Middle East FZ – LLC
Rolta Defence Technology Systems Pvt Ltd.	Subsidiary of Rolta India Limited
Rolta Thales Limited (RTL)	Subsidiary of Rolta India Limited
Rolta Optronics and Communications Pvt Ltd	Subsidiary of Rolta India Limited

(ii) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in this regard; and

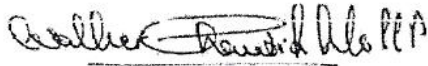
(iii) give a true and fair view of the consolidated net profit and other financial information for the year ended 31 March 2016.

4. (a) We did not audit the financial statements of 4 subsidiaries, included in the annual consolidated financial results, whose financial statements reflect total revenues (after eliminating intra-group transactions) of ₹ 27.63 crore and net loss after tax and prior period items (after eliminating intra-group transactions) of ₹ 82.88 crore for the year ended 31 March 2016 and total assets of ₹ 2,833.64 crore as at year ended 31 March 2016. These financial statements and other financial information have been audited by other auditors whose audit reports have been furnished to us, and our opinion in respect thereof is based solely on the audit reports of such other auditors.
- (b) We did not audit the financial statements of 3 subsidiaries included in the consolidated financial results, whose financial statements reflect total revenues (after eliminating intra-group transactions) of ₹ 5.36 crore, and net loss after tax and prior period items (after eliminating intra-group transactions) of ₹ 4.78 crore for the year ended 31 March 2016, and total assets of ₹ 9.52 crore as at year ended 31 March 2016. These financial statements and other financial information are unaudited and have been furnished to us by the Management and our opinion on the consolidated

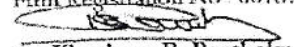


financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries thereof are based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

Our opinion is not modified in respect of the above matters.



For Walker Chandiok & Co LLP
(formerly Walker, Chandiok & Co)
Chartered Accountants
Firm Registration No : 001076N/N500013




per Khushroo B. Panthaky
Partner
Membership No. 42423

Place: Mumbai
Date: 30 May 2016



For N.M. Raiji & Co
Chartered Accountants
Firm Registration No.: 108296W



per Vinay D. Balse
Partner
Membership No. 39434

Place: Mumbai
Date: 30 May 2016





ROLTA INDIA LIMITED

Regd. Office : Rolta Tower A, Rolta Technology Park, MIDC, Andheri (East), Mumbai - 400 093 Maharashtra, India. CIN : L74999MH1989PLC052384

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STATEMENT OF AUDITED UNCONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2016

Sr. No.	Particulars	3 months ended		Corresponding 3 months ended		Year to date figures for current period ended	Previous year ended
		31.03.16	31.03.15	31.03.15	31.03.14		
1	Income from Operations	421.19	470.27	486.95	1,829.71	1,829.71	1,871.50
a	Net Sales/Income from Operations (Net of excise duty)	421.19	470.27	486.95	1,829.71	1,829.71	1,871.50
b	Other Operating Income:	62.78	27.22	20.52	141.49	103.46	103.46
	Total Income from operations (net)	483.97	497.49	507.47	1,971.20	1,933.17	1,974.96
2	Expenses	40.90	53.37	61.22	225.71	243.06	243.06
a	Cost of materials & technical subcontractors	17.86	114.11	170.44	462.03	614.26	614.26
b	Purchase of stock-in-trade	94.88	43.43	52.91	232.51	181.46	181.46
c	Changes in inventories of finished goods, work-in-progress and stock-in-trade	216.42	238.13	305.09	1,061.74	1,142.24	1,142.24
d	Employees benefits expense	204.77	232.14	181.86	767.97	729.26	729.26
e	Depreciation and amortization expense	2.65	4.00	1.27	47.35	17.42	17.42
f	Other expenses	207.42	236.14	183.13	815.32	746.68	746.68
	Total Expenses	311.07	264.00	43.92	97.16	133.20	133.20
3	Profit/(Loss) from operations before other income, finance costs and exceptional items (1-2)	176.35	209.74	139.21	718.16	613.48	613.48
4	Other income	2.65	4.00	1.27	47.35	17.42	17.42
5	Profit/(Loss) from ordinary activities before finance costs and exceptional item (3+4)	207.42	236.14	183.13	815.32	746.68	746.68
6	Finance costs	311.07	264.00	43.92	97.16	133.20	133.20
7	Profit/(Loss) from ordinary activities after finance cost before exceptional items and tax (5-6)	176.35	209.74	139.21	718.16	613.48	613.48
8	Exceptional Item:						
a	Loss on transfer of Business		(653.56)		(653.56)		(653.56)
b	Profit on Sale of Investment						
9	Profit/(Loss) from ordinary activities after exceptional item before tax (7-8)	176.35	(443.82)	139.21	64.60	747.58	134.10
10	Tax expense	(47.63)		6.47	(47.63)	31.06	
11	Net Profit/(Loss) from ordinary activities after tax (9-10)	223.98	(443.82)	132.74	112.23	716.52	134.10
12	Extraordinary items (net of tax & expenses Nil)						
13	Net Profit/(Loss) for the period (11+12)	223.98	(443.82)	132.74	112.23	716.52	134.10
14	Paid up Equity Share Capital (F.V. ₹ 10/- each)	162.76	161.33	161.33	162.76	161.33	161.33
15	Reserves excluding Revaluation Reserves						
16i	Earnings Per Share before Exceptional Item (of ₹ 10/-each)	13.8	13.3	8.2	47.4	36.1	36.1
16ii	Earnings Per Share after Exceptional Item (of ₹ 10/-each)	13.8	13.3	8.2	47.4	36.1	36.1

Statement of Assets and Liabilities

Sr No	Particulars	AS at 31.03.16		AS at 31.03.15	
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
A	EQUITY AND LIABILITIES				
1	Shareholders' Funds				
(a)	Share Capital	162.76	161.33	162.76	161.33
(b)	Reserves & Surplus	1,329.08	1,329.08	1,329.08	1,329.08
2	Shareholders' Funds	1,491.84	1,490.41	1,491.84	1,490.41
3	Shareholders' Funds - P. under allotment	466	466	466	466
4	Shareholders' Funds - P. under allotment	499.39	499.39	499.39	499.39
(a)	Share - term deposits	1,665.96	1,665.96	1,665.96	1,665.96
(b)	Deferred Tax Liabilities (net)	11.43	11.43	11.43	11.43
(c)	Other Long Term Liabilities	21,76,901	21,76,901	21,76,901	21,76,901
(d)	Long Term Provision	418.21	418.21	418.21	418.21
5	Shareholders' Funds	1,893.53	1,893.53	1,893.53	1,893.53
6	Shareholders' Funds - P. under allotment	7,459.17	7,459.17	7,459.17	7,459.17
7	Shareholders' Funds - P. under allotment	2,522.25	2,522.25	2,522.25	2,522.25
8	Shareholders' Funds - P. under allotment	420.74	420.74	420.74	420.74
9	Shareholders' Funds - P. under allotment	96.66	96.66	96.66	96.66
10	Shareholders' Funds - P. under allotment	208.12	208.12	208.12	208.12
11	Shareholders' Funds - P. under allotment	1.05	1.05	1.05	1.05
12	Shareholders' Funds - P. under allotment	79.46	79.46	79.46	79.46
13	Shareholders' Funds - P. under allotment	4,824.58	4,824.58	4,824.58	4,824.58
14	Shareholders' Funds - P. under allotment	0.18	0.18	0.18	0.18
15	Shareholders' Funds - P. under allotment	1,687.96	1,687.96	1,687.96	1,687.96
16	Shareholders' Funds - P. under allotment	99.64	99.64	99.64	99.64
17	Shareholders' Funds - P. under allotment	20.13	20.13	20.13	20.13
18	Shareholders' Funds - P. under allotment	38,109	38,109	38,109	38,109
19	Shareholders' Funds - P. under allotment	1,738.17	1,738.17	1,738.17	1,738.17
20	Shareholders' Funds - P. under allotment	5,265.90	5,265.90	5,265.90	5,265.90

Sr No	Particulars	AS at 31.03.16		AS at 31.03.15	
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
B	ASSETS				
1	Non-current Assets				
(a)	Intangible Assets	1.45	1.45	1.45	1.45
(b)	Capital Work in Progress	0.54	0.54	0.54	0.54
(c)	Non-current Investment	208.12	208.12	208.12	208.12
(d)	Deferred Tax Assets (net)	1.05	1.05	1.05	1.05
(e)	Long Term Loans & Advances	79.46	79.46	79.46	79.46
(f)	Other Non-Current Assets	2,522.25	2,522.25	2,522.25	2,522.25
2	Shareholders' Funds	4,824.58	4,824.58	4,824.58	4,824.58
3	Shareholders' Funds	0.18	0.18	0.18	0.18
4	Shareholders' Funds	1,687.96	1,687.96	1,687.96	1,687.96
5	Shareholders' Funds	99.64	99.64	99.64	99.64
6	Shareholders' Funds	20.13	20.13	20.13	20.13
7	Shareholders' Funds	38,109	38,109	38,109	38,109
8	Shareholders' Funds	1,738.17	1,738.17	1,738.17	1,738.17
9	Shareholders' Funds	5,265.90	5,265.90	5,265.90	5,265.90

The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 30th May 2016

The Board of Directors have not recommended the dividend for financial year 2016.

The above profit after tax includes ₹ 90,34 Cr on account of loss on exchange difference.

The figures of last quarters ended on March 31, 2016 & March 31, 2015 are the balancing figures between audited figures in respect of the years ended March 31, 2016 & year ended March 31, 2015 and the unaudited year to date figures for the period ended December 2015 & December 2014 which were subject to limited review by one of the joint auditor of the company.

Tax Expense includes provision for current tax and deferred tax.

Previous period figures are regrouped/rearranged wherever necessary.

The Audited Unconsolidated statement of assets and liabilities is as under:

Place: Mumbai
Date: 30th May, 2016



**Auditor's Report on Annual Financial Results of the Company Pursuant to the Regulation 33 of
the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To the Board of Directors of Rolta India Limited

1. We have audited the annual financial results of Rolta India Limited ("the Company") for the year ended 31 March 2016, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Attention is drawn to note 4 in the annual financial results regarding the figures for the quarter ended 31 March 2016 as reported in these annual financial results are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the end of the third quarter of the financial year. Also, the figures up to the end of the third quarter had only been reviewed and not subjected to audit. These annual financial results have been prepared on the basis of the annual financial statements and reviewed quarterly financial results upto the end of the third quarter, which are the responsibility of the Company's management. Our responsibility is to express an opinion on these annual financial results based on our review of financial results for the nine months period ended 31 December 2015 which were prepared in accordance with the recognition and measurement principles laid down in {Accounting Standard (AS) 25, Interim Financial Reporting}, issued pursuant to {the Companies (Accounting Standards) Rules, 2006 read with Rule 7 of the Companies (Accounts) Rules, 2014 in respect of Section 133 of the Companies Act, 2013} and other accounting principles generally accepted in India; and our audit of the annual financial statements as at and for the year ended 31 March 2016.

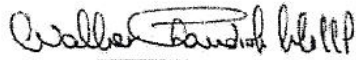
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.



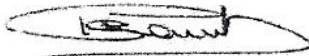
3. In our opinion and to the best of our information and according to the explanations given to us the annual financial results:

(i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and

(ii) give a true and fair view of the net profit and other financial information for the year ended 31 March 2016



For Walker Chandok & Co LLP
(formerly: Walker, Chandok & Co)
Chartered Accountants
Firm Registration No.: 001076N/N500013



per Khushroo B. Panthaky
Partner
Membership No 42423

Place: Mumbai
Date: 30 May 2016



For N.M.Raiji & Co.
Chartered Accountants
Firm Registration No.: 108296W



per Vinay D. Balse
Partner
Membership No. 39434

Place: Mumbai
Date: 30 May 2016





May 30, 2016

<p>✓</p> <p>BSE Ltd Corporate Relationship Department 1st Floor, New Trading Ring Rotunda Building Phiroze Jeejeebhoy Towers Dalal Street <u>MUMBAI - 400 001</u></p>	<p>National Stock Exchange of India Limited Exchange Plaza Plot No. C/I G Block Bandra-Kurla Complex Bandra (East) <u>MUMBAI - 400 051</u></p>
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Dear Sir / Madam


Sub: Submission of Press Release

We are submitting herewith Press Release dated May 30, 2016 of M/s. Rolta India Limited, announcing the Financial Results for the Quarter and Year Ended March 31, 2016, which is also simultaneously being uploaded on the Company's website.

Kindly take the same on your records.

Thanking you

Yours faithfully
for Rolta India Limited


Verinder Khashu
Company Secretary &
Head - Legal / Compliance

Encl. as above

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ROLTA INDIA LIMITED

Rolta Tower 'A', Rolta Technology Park, MIDC - Marol, Andheri (East), Mumbai - 400 093, INDIA.

CIN : L74999MH1989PLC052384, Tel.: +91(22) 2926 6666/3087 6543, Fax: +91(22) 2836 5992, E-mail : indsales@rolta.com, www.rolta.com



Rolta's Q4 - FY-16 Consolidated PAT grows 26.3% QoQ

Mumbai – Rolta India Limited (Rolta), a leading provider of innovative IP-led IT solutions for many vertical segments, including Defense and Security, today announced audited financial results for the quarter and year ended March 31, 2016.

FINANCIAL HIGHLIGHTS

- Consolidated Revenue for twelve months FY-16 at Rs. 3,799.59 cr (Rs.37.996 Billion) against Rs. 3,679.46 cr (Rs. 36.80 Billion) in previous period, registering a Y-o-Y growth of 3.3%.
- Consolidated Profit after Tax for twelve months Q4 FY-16 at Rs. 189.11 cr (Rs. 1.89 Billion) against Rs. 245.17 cr (Rs. 2.45 Billion) in previous period, registering a Y-o-Y decline of 22.9%.
- Consolidated Revenue for Q4 FY-16 at Rs. 846.04 cr (Rs 8.46 Billion) against Rs. 980.56 cr (Rs. 9.81 Billion) in Q3 FY-16, registering a Q-o-Q decline of 13.7%.
- Consolidated profit after tax for Q4 FY-16 at Rs. 59.21 cr (Rs. 5.92 Billion) against Rs. 46.87 cr (Rs. 4.69 Billion) in Q3 FY-16, registering a Q-o-Q growth of 26.3%.
- The Board of Directors have not recommended a dividend for Financial year 2016.

Mr. K. K. Singh, Chairman and Managing Director said, *“Close to a decade ago we embarked on an ambitious journey to transform Rolta from a predominantly GIS and Engineering services Company to an IP-led IT organization. I believe we have now completed the transformation and are at the inflexion point to rapidly reap the benefits of our extensive investments in building solutions based on our rich and extensive repository of IP which will enable Rolta to be meaningful in the Digital era and steadily grow in the years ahead.”*

CORPORATE HIGHLIGHTS

The Company's Board has approved major changes in the top management team to grow the business to the next level. Lt. Gen K.T. Parnaik (retd.), currently President of Rolta's Defense and Security business, has had an illustrious career of over 40 years in the Army and held various leadership positions. He has been appointed as Joint Managing Director (“JMD”) and member of the Board and will be in charge of Defense & Security business of the Company.

Mr. Rajesh Ramachandran, currently President of Global Products & Technology Solutions and CTO, has been elevated to the position of JMD and member of the Board for ‘Global Products & Technology Solutions’ in recognition of his contribution in transforming the Company's business into an IP-led model.

Mr. Ramakrishna Prabhu, CFO, has been elevated to the position of ‘Director, Corporate Affairs & CFO’ and a member of the Board. He has rich experience of nearly 30 years in all aspects of Accounting and Finance Management, including a stint as a senior partner in a leading audit firm.

Ms. Preetha Pulusani, President – International Operations and member of the Board will continue to lead International Operations in various Geographies around the world.

Mr. Atul Tayal, JMD and member of the Board, has stepped down from his positions, but will be available to ensure a smooth transition and for advice from time to time. The Board has put on record appreciation of services rendered by him.

Rolta has consciously made significant investments to remain at the forefront as a solutions provider with a sharp focus on the Digital revolution. Rolta's pursuit for product innovation continues unabated to incorporate Mobility, next generation Data-science-driven Analytics, real-time aggregation of IoT, Locational and Sensor data, and Cloud-ready capabilities.

Rolta continues to win accolades and be recognized by technology providers and industry analysts for its innovative approach. Rolta was recognized as ‘IT Solutions Provider of the Year - Oil & Gas’ by Frost & Sullivan



while heralding Rolta's BI and Big Data Analytics solution as a key innovation tailored for the industry. Similarly, NASSCOM chose Rolta for the 'Excellence in Analytics 2015 for Innovative Business Solutions' award while acknowledging " ... the unprecedented business value resulting from a combination of Internet of Things (IoT), Data Science and Engineering to deliver prescriptive analytics" Most recently, Rolta received the 'Geospatial Solutions Company of the Year 2015', a global Geospatial World Leadership award, in Rotterdam on 25th May 2016 citing "Rolta has been very successful in unleashing the power of location and geospatial information across business enterprises and government functions."

BUSINESS HIGHLIGHTS

Defense and Security

Rolta continues to assert its leadership position in the Defense and Security software market. The Company's world class indigenously developed Military-of-the-Shelf (MOTS) IP has been deployed and proven operationally, across the country. Accordingly, Rolta is considered amongst a handful of highly accomplished companies that meet the stringent 'Make India' vision of the Government. Recently the Defense Procurement Procedure announced by the Ministry of Defense ("MoD"), introduced the categorization of "Indigenously Designed, Developed and Manufactured (IDDM)" as a practical measure to fulfil this vision. As a result, Rolta will greatly benefit from its track record and investments in creating indigenous products and solutions for Indian defense over last 20 years.

The Battlefield Management System (BMS) is an ambitious Command & Control (C2) project under the MoD's 'Make India' program. This project will usher digital transformation of the Indian Army's battlefield operations down to the fighting echelons operating at the forward-most edge of the Tactical Battle Area at the Battalion and Combat Group levels. The exclusive consortium of BEL and Rolta was selected as a Development Agency by MoD. Recently, an important milestone was achieved with the submission of the Detailed Project Report (DPR) by BEL-Rolta Consortium.

In the Intelligence, Surveillance and Reconnaissance (ISR) area, the Company's field-proven solutions have become the standard for Indian Defense with successful deployments at 100s of key military sites. Rolta has also maintained its leadership position in the Security market in India by providing a full range of solutions that cover Command & Control, and Mission Critical Communications to equip the police and paramilitary forces with best-of-breed technologies. Such technologies along with Rolta's Computer Aided Dispatch products and solutions have been successfully deployed across the country by various police forces to provide better and faster emergency response.

Geospatial and Engineering Information Management

Digital Solutions for Smart City initiatives rely heavily on geospatial and a variety of other digital technologies where Rolta excels. Having deployed over a hundred Smart City Solutions in leading cities across the world, Rolta has built an enviable portfolio of numerous solutions, over 40 of which are covered by Rolta copyrights. As a result Rolta has the ability to address a wide spectrum of Smart City requirements cutting across Utilities, Transportation, Environment, Land Management Public Works, Urban Planning, Disaster Management, and Safety amongst others. These products typically provide intuitive actionable insights by contextually integrating numerous agency-centric systems while also offering a visually rich means of collaboration and communication of spatial data. Consequently, Rolta is winning large projects globally. In India too, this has placed Rolta very strongly with respect to Smart City initiatives of the government.

Asset intensive process manufacturing plants have realized the intrinsic value of their Digital Assets and are therefore demanding robust Engineering Information Management systems to exploit them for effective plant management. Rolta's unique ability to integrate its portfolio of engineering solutions with enterprise-level IT has



positioned the Company to address this growing demand. This is resulting in Rolta being engaged for large Engineering Information Management projects in North America, Middle East, Japan and India.

Enterprise IT Consulting and Infrastructure Services

In the Enterprise IT segment, organizations investing in the digital transformation are now increasingly turning to Rolta for their Cloud, Security, Mobility, Big Data and enterprise application needs. Rolta is well equipped with skills and innovative IP to provide end to end solutions starting from Advisory services, consulting and application development. Rolta is gaining significant traction in deploying these solutions across industry verticals, especially in North America, that include Banking, Financial Services, Manufacturing, Utilities, Retail and Aerospace. Successful engagements with customers across the world have now led to well over hundred customers who have engaged Rolta to manage their network and database infrastructure on an ongoing basis.

Rolta has developed a unique IP that enables the Company to provide a very high degree of automation designed for consolidation of information and analytics platforms, and is capable of delivering extremely high levels of throughput using multi-instance parallel migrations. It is also leveraged for consolidating multiple BI platforms to a single target platform with minimal involvement of business users. As a result, Rolta is engaged in migration and consolidation projects for many blue-chip organizations, including a project involving migration of several thousand databases with terabytes of data to SAP HANA platform with near-zero cut-over disruption of live operations in Cloud environment.

Business Intelligence and Big Data Analytics

The flagship Rolta OneView® Enterprise Suite is a unique, Big Data Analytics solution that addresses the needs of enterprises to exploit the business value of Big Data. By leveraging Rolta's patented technologies for real-time OT-IT integration of sensor data from disparate operations and business systems, Rolta OneView® offers cross-functional visibility of all the critical business functions such as Operations, Assets, Maintenance, Reliability, etc. Rolta OneView™ has Data Science driven and spatially-enabled Predictive and Prescriptive Analytics for deeper insights for effective business decisions. Rolta launched its Cloud-based deployment model for Rolta OneView™, providing customers with a much faster roll-out and quick return on investments. Rolta has experienced tremendous traction for its Rolta OneView™ solution and is engaged with numerous multinational organizations, many of whom are world leaders in various spheres, such as Upstream Oil and Gas, Refining, Petrochemicals, Chemicals, and Utilities. With growing recognition of Rolta OneView™ as an effective platform for operations transformation programs, Rolta has successfully appointed several leading companies in various parts of the world as distribution partners to extend the Company's reach in new geographies.

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For additional information please visit www.rolta.com, or contact:

Preetha Pulusani President – International Operations Member of the Board preetha.pulusani@rolta.com Tel: +1 (678) 942 5000	Lt. Gen K.T. Parnaik JMD – Defense & Security Business Member of the Board kt.parnaik@rolta.com Tel: +91 (22) 2926 6666	Rajesh Ramachandran JMD – Global Products & Technology Solutions Member of the Board rajesh.ramachandran@rolta.com Tel: +91 (22) 2926 6666	Ramakrishna Prabhu Director – Corporate Affairs & CFO Member of the Board ramakrishna.prabhu@rolta.com Tel: +91 (22) 2926 6666
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Disclaimer: This press release includes statements that are not historical in nature and that may be characterized as "forward-looking statements", including those related to future financial and operating results, benefits and synergies of the Company's brands and strategies, future opportunities and growth of the market for open source solutions. You should be aware that Rolta's actual results could differ materially from those contained in the forward-looking statements, which are based on current expectations of Rolta management and are subject to a number of risks and uncertainties, including, but not limited to, Rolta's ability to integrate acquired operations and employees, Rolta's success in executing its strategies, Rolta's ability to take a competitive position in the industry, business conditions and the general economy, market opportunities, potential new business strategies, competitive factors, sales and marketing execution, shifts in technologies or market demand, and any other factors. The Company may make additional written and oral forward-looking statements but does not undertake, and disclaims any obligation, to update them.



May 30, 2016

<p>✓</p> <p>BSE Ltd Corporate Relationship Department 1st Floor, New Trading Ring Rotunda Building Phiroze Jeejeebhoy Towers Dalal Street <u>MUMBAI - 400 001</u></p>	<p>National Stock Exchange of India Limited Exchange Plaza Plot No. C/I G Block Bandra-Kurla Complex Bandra (East) <u>MUMBAI - 400 051</u></p>
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Yours faithfully
for Rolta India Limited


Verinder Khashu
Company Secretary &
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Encl. as above

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ROLTA INDIA LIMITED

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CIN : L74999MH1989PLC052384, Tel.: +91(22) 2926 6666/3087 6543, Fax: +91(22) 2836 5992, E-mail : indsales@rolta.com, www.rolta.com



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For additional information please visit www.rolta.com, or contact:

Preetha Pulusani President – International Operations Member of the Board preetha.pulusani@rolta.com Tel: +1 (678) 942 5000	Lt. Gen K.T. Parnaik JMD – Defense & Security Business Member of the Board kt.parnaik@rolta.com Tel: +91 (22) 2926 6666	Rajesh Ramachandran JMD – Global Products & Technology Solutions Member of the Board rajesh.ramachandran@rolta.com Tel: +91 (22) 2926 6666	Ramakrishna Prabhu Director – Corporate Affairs & CFO Member of the Board ramakrishna.prabhu@rolta.com Tel: +91 (22) 2926 6666
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