ROLTA

August 14, 2017

To, **BSE Limited** Listing Department, P J Towers, Dalal Street, Mumbai - 400 001. Fax. No. 22723121 /22722037 /2272	To, **National Stock Exchange of India Limited** "Exchange Plaza" Bandra Kurla Complex Bandra (E) Mumbai – 400 051. Fax. No. 26598237/38, 66418125 / 26

Dear Sir / Madam,

Sub.: - Outcome of Board Meeting of Rolta India Limited held on August 14, 2017

In compliance with the Securities and Exchange Board of India (Listing Obligations & Disclosures Requirements) 2015, this is to inform that the Board of Directors of Rolta India Limited (herein after referred as "Company") at their meeting held today i.e. **August 14, 2017**, inter alia, among other matters has considered and approved the following:

1) Unaudited Consolidated Financial Results of the Company for the First Quarter ended June 30, 2017.
2) Limited Review Report for the Unaudited Consolidated Financial Results for the First Quarter ended June 30, 2017 submitted by M/s. N M Raiji & Co., Chartered Accountants, Statutory Auditors of the Company.
3) Unaudited Standalone Financial Results of the Company for the First Quarter ended June 30, 2017.
4) Limited Review Report for the Unaudited Standalone Financial Results for the First Quarter ended June 30, 2017 submitted by M/s. N M Raiji & Co., Chartered Accountants, Statutory Auditors of the Company.
5) Convening 27th Annual General Meeting (AGM) of the Company on Saturday, September 23, 2017 at The Auditorium, Rolta Tower A, Rolta Technology Park, MIDC- Marol, Andheri (East), Mumbai – 400093.

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6) In terms of Regulation 42 of SEBI (LODR) Regulations, 2015, Register of Members and Share Transfer Books will remain closed on Thursday, September 21, 2017 to Saturday, September 23, 2017 for the purpose of 27th AGM of the Company.

Accordingly, we enclose the above referred Results together with the Auditors Report.

The Meeting of Board of Directors Commenced at 1:00 p.m. and concluded at 3:30 p.m.

You are requested to kindly take the same on records.

Thanking you,

For **ROLTA INDIA LIMITED**

Verinder Khashu
Company Secretary & Head – Legal

Encl.: As above

N. M. RAIJI & CO.
Chartered Accountants
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Pherozeshah Mehta Road,
Mumbai-400 001. INDIA
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Limited Review Report on Unaudited Consolidated Financial Results

Review Report to
The Board of Directors
Rolta India Limited

1. We have reviewed the unaudited financial results of Rolta India Limited ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") for the quarter ended June 30, 2017 together with the relevant notes thereon ("the Statement") being submitted by the Holding Company, pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement is the responsibility of the Holding Company's management and has been approved by its Board of Directors. Our responsibility is to issue a report on the Statement based on our review.

2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 – Review of Interim Financial Information Performed by the Independent Auditor of the Entity, 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 Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and, thus, provides less assurance than an audit. We have not performed and audit and accordingly, we do not express an audit opinion.

3. We did not review the interim financial statements of five subsidiary companies whose interim financial statements reflect total revenue of Rs. 16.37 crores for the quarter ended June 30, 2017. These interim financial statements have been consolidated solely on the basis of certification by the Management of the Holding Company.

4. We did not review the interim financial statements of two subsidiary companies included in the Statement, whose interim financial results reflect total revenue of Rs.70.31 crores for the quarter ended June 30, 2017. These interim financial statements have been reviewed by another auditor, whose reports have been furnished to us. Our conclusion on the Unaudited Consolidated Financial Results, in so far it relates to the amount and disclosures included in respect of these subsidiary companies, is based on solely on the reports of the other auditor.

N. M. RAIJI & CO. MUMBAI CHARTERED ACCOUNTANTS

5. Based on our review concluded as above, subject to our comments in paragraph 3 above, regarding five subsidiary companies whose interim financial statements have been certified by the Management and based on the consideration of the reports of the other auditor referred to in paragraph 4 above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with applicable Indian Accounting Standards, prescribed under section 133 of the Companies Act, 2013, read with the relevant rules issued thereunder, and other accounting practices and principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

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

(Vinay D. Balse)
Partner
Membership No.: 39434

Place: Mumbai
Date: August 14, 2017

N. M. RAIJI & CO. MUMBAI CHARTERED ACCOUNTANTS

ROLTA INDIA LIMITED

Regd. Office : Rolta Tower A, Rolta Technology Park, MIDC, Andheri (East), Mumbai - 400 093 Maharashtra, India.
CIN : L74999MH1989PLC052384
Tel. Nos. 91-22-29266666 Fax No. 91-22-28365992 email id: investor@rolta.com, website: www.rolta.com

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2017

(In ₹ Crores)

Sr. No.	Particulars	Quarter Ended 30-06-17	Preceeding 3 Months ended 31-03-17	Corresponding 3 Months Previous Year 30-06-16	Year ended 31-03-17
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	**Income from Operations**				
	a. Revenue from operations	723.88	731.28	800.42	3,179.88
	b. Other Income	2.77	28.38	2.69	43.68
	Total Income	**726.65**	**759.66**	**803.11**	**3,223.56**
2	**Expenses**				
	a. Cost of materials & Technical Subcontractors	282.91	293.52	303.98	1,329.61
	b. Employee benefits expense	144.45	162.03	185.19	703.96
	c. Finance Costs	147.33	167.59	128.84	562.08
	d. Depreciation and amortization expenses	65.73	67.96	64.45	263.09
	e. Other expenses	44.89	43.22	60.98	191.66
	f. Exchange Difference (Gain) / Loss	11.13	(38.01)	32.37	(5.34)
	Total Expenses	**696.44**	**696.31**	**775.81**	**3,045.06**
3	**Profit/(Loss) From Operations Before Exceptional Items and Tax (1 - 2)**	**30.21**	**63.35**	**27.30**	**178.50**
4	**Exceptional Item:**				
	Provision cum Write off of Debtors	-	536.84	-	536.84
5	**Profit/(Loss) from ordinary activities before tax (3 - 4)**	**30.21**	**(473.49)**	**27.30**	**(358.34)**
6	Tax (Expense) / benefit				
	a. Current Tax	(1.29)	(1.98)	(1.30)	(5.51)
	b. Deferred Tax	3.99	527.81	(2.85)	530.59
7	**Net Profit/(Loss) from continuing operations (5 + 6)**	**32.91**	**52.34**	**23.15**	**166.74**
8	Other Comprehensive Income (Not to be considered for EPS)	(15.90)	250.65	(85.29)	109.24
9	**Total Comprehensive income for the period (7 + 8)**	**17.01**	**302.99**	**(62.14)**	**275.98**
10	Paid-up Equity Share Capital (F.V. ₹10/- each)	164.86	164.27	162.89	164.27
11	Other Equity				2,420.36
12	**Earnings Per Share (EPS)** (of ₹ 10/- each)				
	Basic EPS (in ₹) (not annualised)	2.0	3.2	1.4	10.2
	Diluted EPS (in ₹) (not annualised)	2.0	3.1	1.4	10.0

SEGMENT-WISE REVENUE, RESULTS AND CAPITAL EMPLOYED FOR THE QUARTER AND YEAR ENDED JUNE 30, 2017

(In ₹ Crores)

Particulars	Quarter Ended 30-06-17	Preceeding 3 Months ended 31-03-17	Corresponding 3 Months Previous Year 30-06-16	Year ended 31-03-17
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
Segment Revenue				
Enterprise Geospatial & Engineering Solutions	311.18	321.65	198.23	1,000.68
System Integration & Enterprise IT Solutions	412.70	409.63	602.19	2,179.20
TOTAL	**723.88**	**731.28**	**800.42**	**3,179.88**
Less: Inter segment revenue	-	-	-	-
Net sales/Income From Operations	**723.88**	**731.28**	**800.42**	**3,179.88**
Segment Results Profit/ (Loss) before tax and interest from each segment				
Enterprise Geospatial & Engineering Solutions	181.34	189.46	77.13	558.54
System Integration & Enterprise IT Solutions	70.29	43.06	173.14	396.11
TOTAL	**251.63**	**232.52**	**250.27**	**954.65**
Unallocated				
Less: Finance costs	147.33	167.59	128.84	562.08
Less/(Add): Exchange difference gain/(loss)	11.13	(38.01)	32.37	(5.34)
Less: Depreciation and amortization expense	65.73	67.96	64.45	263.09
Add: Un-allocable income	2.77	28.38	2.69	43.68
Total Profit Before Tax	**30.21**	**63.35**	**27.30**	**178.50**
Exceptional Item	-	536.84	-	536.84
Profit/(Loss) after exceptional item before tax	**30.21**	**(473.49)**	**27.30**	**(358.34)**
Tax (Expense) / benefit	2.70	525.83	(4.15)	525.08
Net Profit / (loss)	**32.91**	**52.34**	**23.15**	**166.74**

Notes on segment information: Segmental Capital employed: Fixed assets used in the Company's business or liabilities contracted have not been identified to any particular reportable segment. The Company believes that it is currently not practical to provide segment disclosures relating to total assets and liabilities.

N. M. RAIJI & CO. MUMBAI CHARTERED ACCOUNTANTS

ROLTA INDIA LIMITED MUMBAI

Notes

1 The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 14 August, 2017.

2 The Statutory Auditors of the Company have carried out a Limited Review of the financial results for the quarter ended June 30, 2017. However, the management has exercised necessary due diligence to ensure that the consolidated financial results provide a true and fair view of its affairs. There is no qualification in the limited review report issued for the said period.

3 Other Comprehensive Income is not to be considered for the purpose of computation earning per share as per Ind AS.

On Behalf of Board of Directors
For Rolta India Limited

Ramakrishna Prabhu
Director - Finance & Corporate Affairs

Place : Mumbai
Date : 14 August, 2017

N. M. RAIJI & CO. MUMBAI CHARTERED ACCOUNTANTS

ROLTA INDIA LIMITED MUMBAI

N. M. RAIJI & CO.
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Limited Review Report on Unaudited Standalone Financial Results

Review Report to
The Board of Directors
Rolta India Limited

1. We have reviewed the unaudited financial results of Rolta India Limited (the "Company") for the quarter ended June 30, 2017, which are included in the 'Statement of Unaudited Financial Results for the Quarter ended June 30, 2017, together with the relevant notes thereon (the "Statement"). The Statement has been prepared by the Company pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations, 2015'). read with SEBI circular dated July 5, 2016. The 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 the Statement based on our review.

2. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" 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 Statement is free of material misstatement.

3. 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.

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Statement has not been prepared in all material respects in accordance with Ind AS and other recognised accounting practices and policies, and has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, 2015 read with SEBI circular dated July 5, 2016 including the manner in which it is to be disclosed or that it contains any material misstatement.

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

Vinay D. Balse
Partner
Membership. No.: 39434

Place: Mumbai
Date: August 14, 2017

N. M. RAIJI & CO. MUMBAI CHARTERED ACCOUNTANTS

ROLTA INDIA LIMITED

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Tel. Nos. 91-22-29266666 Fax No. 91-22-28365992 email id: investor@rolta.com, website: www.rolta.com

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2017

(In ₹ Crores)

Sr. No.	Particulars	3 Months Ended 30-06-17	Preceding 3 Months Ended 31-03-17	Corresponding 3 months ended 30-06-16	Year ended 31-03-17
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	**Income from Operations**				
	a. Revenue from operations	386.71	384.85	382.92	1,454.91
	b. Other Income	2.45	2.47	2.18	13.52
	Total Income	**389.16**	**387.32**	**385.10**	**1,468.43**
2	**Expenses**				
	a. Cost of materials & technical subcontractors	119.05	269.82	30.76	374.20
	b. Employee benefits expense	25.22	22.93	40.18	137.73
	c. Finance costs	50.86	61.17	29.08	155.99
	d. Depreciation and amortization expense	24.83	26.29	21.64	95.01
	e. Other expenses	15.77	14.12	23.82	74.37
	f. Exchange difference (Gain)/Loss	4.60	(37.48)	24.87	(11.34)
	Total Expenses	**240.33**	**356.85**	**170.35**	**825.96**
3	**Profit/(Loss) from operations before exceptional items and tax (1 - 2)**	**148.83**	**30.47**	**214.75**	**642.47**
4	**Exceptional Item**	68.00	222.24	137.73	536.84
5	**Profit/(Loss) from ordinary activities before tax (3 - 4)**	**80.83**	**(191.77)**	**77.02**	**105.63**
6	**Tax (Expense)/ benefits**				
	Current Tax	-	-	-	-
	Deferred Tax	(18.38)	(2.92)	(2.85)	(0.14)
7	**Net Profit/(Loss) from continuing operations (5 + 6)**	**62.45**	**(194.69)**	**74.17**	**105.49**
8	Other Comprehensive Income (Not to be considered for EPS)	(0.14)	9.96	(8.52)	(0.66)
9	**Total Comprehensive income for the period (7 + 8)**	**62.31**	**(184.73)**	**65.65**	**104.83**
10	Paid up Equity Share Capital (F.V. ₹ 10/- each)	164.86	164.27	162.89	164.27
11	Other Equity				3,741.49
12	**Earnings Per Share (EPS) (of ₹ 10/-each)**				
	Basic EPS (in ₹) (not annualised)	3.8	(11.90)	4.6	6.5
	Diluted EPS (in ₹) (not annualised)	3.7	(11.60)	4.4	6.3

Notes

1 The above Standalone financial results for the quarter ended June 30, 2017 were reviewed by the Audit Committee and thereafter approved by the Board of Directors of the Company at their respective meetings held on August 14, 2017.

2 Exceptional item for the quarter represents provision made against an item previously dealt with as a contingent liability where in the opinion of management, it is probable that the outflow of resources will be required to settle the same in due course.

3 Other Comprehensive Income is not to be considered for the purpose of computation earning per share as per Ind AS.

4 Segment information has been presented in the Consolidated financial statements as per Ind AS.

5 Previous period figures are regrouped/rearranged wherever necessary.

On Behalf of Board of Directors
For Rolta India Limited

Ramakrishna Prabhu
Director - Finance & Corporate Affairs

Place : Mumbai
Date : 14 August, 2017

N. M. RAIJI & CO. MUMBAI CHARTERED ACCOUNTANTS

ROLTA INDIA LIMITED MUMBAI