

**BNY MELLON**
ASSET MANAGEMENT

TRANSMITTAL SHEET

TO:	FROM:
The Listing Department	Nicholas R. Darrow
	Sr. Vice President
COMPANY:	DATE:
National Stock Exchange of India Ltd.	6 NOVEMBER 2013
ADDRESS:	TOTAL NO. OF PAGES INCLUDING COVER:
Exchange Plaza,	3
Plot no. C/1, G Block,	
Bandra-Kurla Complex	
Bandra (E)	
Mumbai – 400 051.	
India	
FAX : +91-22-2659 8237 or 38	
RE:	
Disposal of shares of Rolta India Limited - filings under SEBI (<u>Substantial Acquisition of Shares and Takeovers</u>) Regulations, 2011	

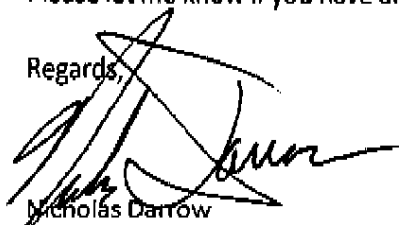
This is with reference to the captioned matter, please find attached herewith report for disclosure under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011, as amended (the "**Takeover Code**").

This disclosure relates to events of 5 November 2013.

This package was also sent to you via UPS Courier and was also filed with The Bombay Stock Exchange and Rolta India Limited.

Please let me know if you have any questions.

Regards,


Nicholas Darrow

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	Rolta India Ltd.		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	The Bank of New York Mellon Corporation on behalf of The Boston Company Asset Management LLC and The Bank of New York Mellon		
3. Whether the acquirer belongs to Promoter/Promoter group	N/A		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange Limited; National Stock Exchange of India Limited;		
5. Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
<u>Before the acquisition/disposal under consideration, holding of:</u>			
a) Shares carrying voting rights	16,292,118	10.10%	10.10%
b) Voting rights (VR) otherwise than by shares	N/A	N/A	N/A
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	N/A	N/A	N/A
Total (a+b+c)	16,292,118	10.10%	10.10%
<u>Details of acquisition/sale</u>			
a) Shares carrying voting rights acquired/sold	-300,000	-0.19%	-0.19%
b) VRs acquired /sold otherwise than by shares	N/A	N/A	N/A
c) Warrants/convertible securities/any other instrument	N/A	N/A	N/A

that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold			
Total (a+b+c)	-300,000	-0.19%	-0.19%
<u>After the acquisition/sale, holding of:</u>			
a) Shares carrying voting rights	15,992,118	9.91%	9.91%
b) VRs otherwise than by shares			
	N/A	N/A	N/A
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition.	N/A	N/A	N/A
Total (a+b+c)	15,992,118	9.91%	9.91%
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open Market Sale		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	5 November 2013		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	161,329,096		
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	161,329,096		
10. Total diluted share/voting capital of the TC after the said acquisition/sale.	161,329,096		

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Signature of the acquirer / seller / Authorised Signatory

By: Nicholas R. Darrow

Place: The Bank of New York Mellon Corporation
One Mellon Center Room 2840
Pittsburgh, PA 15258 USA

Date: 06 November 2013