SENT
DATE 27/9/2014

ROLTA

September 27, 2014

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

Dear Sir/Madam,

Subject: Outcome of 24th Annual General Meeting of the Company.

This is to inform you that the shareholders of the Company at their 24th Annual General Meeting held on Saturday, September 27, 2014 at the Auditorium, Rolta Tower – A, Rolta Technology Park, MIDC-Marol, Andheri (East), Mumbai – 400093, Maharashtra having interalia following business was carried and passed with requisite majority through e-voting and poll.

Ordinary Business:

1. Adoption of the Annual Financial Statements of the Company for the Financial Year ended March 31, 2014 including the Audited Balance Sheet as at March 31, 2014, the statement of Profit and Loss for the year ended on that date, the Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

2. Declaration of final dividend of Rs. 2.25 per Equity Share of Rs. 10/- each for financial year ended March 31, 2014.

3. Appointment of Ms. Preetha Pulusani (DIN 02085775), as Director liable to retire by rotation in terms of section 152(6) of the Companies Act, 2013.

4. Re-appointment of M/s. Walker Chandiok & Co., LLP, Chartered Accountants, (ICAI Firm Registration No. 001076N/N50013) as Statutory Auditors of the Company for a term of four years, to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the AGM in the calendar year 2018 (subject to ratification of the appointment by the members at every AGM).

Special Business:

5. Appointment of Mr. V K Chopra as an Independent Director of the Company to hold office for three consecutive years.

6. Appointment of Mr. V K Agarwala as an Independent Director of the Company to hold office for three consecutive years

7. Appointment of Mr. T C Venkat Subramanian as an Independent Director of the Company to hold office for three consecutive years.

8. Appointment of Mr. K R Modi as an Independent Director of the Company to hold office for three consecutive years.

9. Appointment of Mr. M V Nair as an Independent Director of the Company to hold office for three consecutive years.

10. **Special resolution** to issue various Equity related securities but not limited to ADRs, GDRs, QIPs, Convertible Bonds, Shares, Convertible Debentures, etc.

11. **Special resolution** to adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013.

The e-voting & ballot results will be notified to the Stock Exchanges in the format prescribed under Clause 35A of the Listing Agreement and the details are being uploaded on the Company's website.

The meeting ended with vote of thanks to the Chair.

Please take the same on record.

Thanking you,

Yours faithfully,

For Rolta India Limited

Verinder Khashu
Company Secretary &
Head – Legal / Compliance