ROLTA INDIA LIMITED

Regd. Office : Rolta Tower A, Rolta Technology Park, MIDC, Andheri (East), Mumbai - 400 093 www.rolta.com

ANNUAL AUDITED UNCONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED JUNE 30, 2013

(In ₹Crores)

PART I

Sr. No	Particulars	Quarter Ended 30.06.13 (Audited)	Quarter Ended 31.03.13 (Unaudited)	Quarter Ended 30.06.12 (Audited)	12 Months Accounting Year Ended 30.06.13 (Audited)	Previous Accounting Year Ended 30.06.12 (Audited)
1	Net Sales/Income from Operations	352.53	343.20	346.71	1,310.94	1,468.07
	Total Income from operations	**352.53**	**343.20**	**346.71**	**1,310.94**	**1,468.07**
2	**Expenses**					
	a. Material / Subcontract Cost	36.33	5.81	13.61	67.18	257.82
	b. Employee Benefits Expense	56.83	51.88	46.48	216.19	209.98
	c. Depreciation and Amortization Expense	81.66	89.47	141.15	359.95	433.61
	d. Other Expenses	19.02	18.85	31.06	92.54	138.14
	Total Expenses	**193.84**	**166.01**	**232.30**	**735.86**	**1,039.55**
3	**Profit From Operations Before Other Income, Finance Costs & Exceptional Items (1 - 2)**	**158.69**	**177.19**	**114.41**	**575.08**	**428.52**
4	Other Income	11.71	11.07	0.53	34.56	35.84
5	**Profit/(Loss) before Finance Costs & Exceptional Items (3 + 4)**	**170.40**	**188.26**	**114.94**	**609.64**	**464.36**
6	Finance Costs	50.74	50.89	39.98	192.46	103.70
7	**Profit / (Loss) before Exceptional Items & Tax (5 – 6)**	**119.66**	**137.37**	**74.96**	**417.18**	**360.66**
8	Exceptional Item: Additional Depreciation due to change in estimates	**(1,152.72)**	--	--	**(1,152.72)**	--
9	**Profit after Exceptional Item before Tax (7 + 8)**	**(1,033.06)**	**137.37**	**74.96**	**(735.54)**	**360.66**
10	Tax Expense	(24.13)	9.12	2.00	1.89	33.32
11	**Net Profit after Exceptional Item &Tax (9 – 10)**	**(1,008.93)**	**128.25**	**72.96**	**(737.43)**	**327.34**
12	Paid-up Equity Share Capital (F.V. Rs.10/- each)	161.33	161.33	161.33	161.33	161.33
13	**Reserves excluding Revaluation Reserves**				**1,515.02**	**2,304.45**
14.i	**Earnings Per Share before Exceptional Item**					
	Basic EPS (in ₹) (not annualised)	8.9	7.9	4.5	25.7	20.3
	Diluted EPS (in ₹) (not annualised)	8.9	7.7	4.5	25.6	20.3
14.ii	**Earnings Per Share after Exceptional Item**					
	Basic EPS (in ₹) (not annualised)	(62.5)	7.9	4.5	(45.7)	20.3
	Diluted EPS (in ₹) (not annualised)	(60.4)	7.7	4.5	(44.7)	20.3

PART II SELECT INFORMATION FOR THE YEAR ENDED JUNE 30, 2013

Sr. No	Particulars	Quarter Ended 30.06.13	Quarter Ended 31.03.13	Quarter Ended 30.06.12	12 Months Accounting Year Ended 30.06.13	Previous Accounting Year Ended 30.06.12
A	**PARTICULARS OF SHAREHOLDING**					
1	**Total Public Shareholding**					
	Number of Shares	84,357,463	86,708,218	90,103,168	84,357,463	90,103,168
	Percentage of Shareholding	52.29	53.75	55.85	52.29	55.85
2	**Promoters and Promoter Group Shareholding**					
	a) Pledged/Encumbered					
	Number Of Shares	11,500,000	8,500,000	4,500,000	11,500,000	4,500,000
	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	14.94	11.39	6.32	14.94	6.32
	Percentage of shares (as a % of the total Share Capital of the company)	7.13	5.26	2.79	7.13	2.79
	b) Non-encumbered					
	Number Of Shares	65,471,633	66,120,878	66,725,928	65,471,633	66,725,928
	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	85.06	88.61	93.68	85.06	93.68
	Percentage of shares (as a % of the total Share Capital of the company)	40.58	40.99	41.36	40.58	41.36

B INVESTOR COMPLAINTS FOR THE YEAR ENDED JUNE 30,2013

Pending at the beginning of the quarter	Received during the quarter	Disposed of during the quarter	Remaining unresolved at the end of the quarter
NIL	55	55	NIL

SEGMENT-WISE REVENUE AND RESULTS FOR THE YEAR ENDED JUNE 30, 2013

(In ₹Crores)

PARTICULARS	Quarter Ended 30.06.13 (Audited)	Quarter Ended 31.03.13 (Unaudited)	Quarter Ended 30.06.12 (Audited)	12 Months Accounting Year Ended 30.06.13 (Audited)	Previous Accounting Year Ended 30.06.12 (Audited)
Segment Revenue					
Enterprise Geospatial & Engineering Solutions (EGES)	150.89	150.45	144.30	567.49	543.03
System Integration & Enterprise IT Solutions (EITS)	201.64	192.75	202.41	743.45	925.04
Less: Inter segment revenue					
Net revenue from operations	**352.53**	**343.20**	**346.71**	**1,310.94**	**1,468.07**
Segment Profit/(loss) before Depreciation and Amortization Expenses, Finance Cost & Tax					
Enterprise Geospatial & Engineering Solutions (EGES)	107.36	125.84	114.31	417.69	376.55
System Integration & Enterprise IT Solutions (EITS)	132.99	140.82	141.25	517.34	485.58
TOTAL	**240.35**	**266.66**	**255.56**	**935.03**	**862.13**
Add: Other Income (not allocable)	11.71	11.07	0.53	34.56	35.84
Less: Finance Costs (not allocable)	50.74	50.89	39.98	192.46	103.70
Less: Depreciation and Amortization Expense (not allocable)	81.66	89.47	141.15	359.95	433.61
Total Profit before Exceptional Item & Tax	**119.66**	**137.37**	**74.96**	**417.18**	**360.66**

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 segments. The company believes that it is currently not practical to provide segment disclosures relating to total assets and liabilities.

Notes:

1. The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 29th August, 2013. These results have been audited by Statutory Auditors.
2. The Board of Directors has recommended a dividend of ₹3.0 per share for the FY2012-13.
3. During the fourth quarter of FY-13, as a matter of prudence & to align depreciation policy with the current replacement cycle taking into consideration various factors such as technology up-gradation and industry best practices, the Company has revised estimated useful life of all assets. Useful life of Computer Systems is now estimated at 2-6 years against 4-10 years earlier, Other Equipment at 10 years against 20 years earlier, Furniture & Fixtures at 10 years against 15 years earlier and Vehicles at 5 years against 10 years earlier. Consequent to above, there is an additional charge for depreciation during the quarter amounting to ₹1,152.72 Cr which is shown as an exceptional item. Further consequent to this the profit for the year(after exceptional item)is lower by ₹ 1,152.72 Cr however, this has no impact on operating profits as well as cash flows for the year ended June 30, 2013. Further to disclose the fair value of Freehold & Leasehold Land, the Company has revalued these assets to ₹1,057.10 Cr. based on independent valuations and an equivalent amount has been credited to Revaluation Reserve Account. This revaluation has no impact on P&L for the year and the net impact on reserves after considering change in estimate & revaluation of assets is ₹95.62 Cr.
4. Tax Expense includes provision for current tax and deferred tax.
5. Previous quarter / year's figures are regrouped wherever necessary.
6. The Audited Unconsolidated statement of assets and liabilities is as under:

(In ₹Crores)

Sr No		Particulars	AS at 30.06.13	AS at 30.06.12
A		**EQUITY AND LIABILITIES**		
1		**Shareholders' Funds**		
	(a)	Share Capital	161.33	161.33
	(b)	Reserves & Surplus	2,383.50	2,205.64
		Sub-Total Shareholder's funds	**2,544.83**	**2,366.97**
2		**Non-Current Liabilities**		
	(a)	Long –term borrowings	2,043.98	1,910.97
	(b)	Deferred Tax Liabilities (net)	49.51	47.67
	(c)	Other Long Term Liabilities	279.98	--
	(d)	Long Term Provisions	15.65	15.55
		Sub-Total Non – Current liabilities	**2,389.12**	**1,974.19**
3		**Current Liabilities**		
	(a)	Short Term Borrowings	140.59	231.18
	(b)	Trade Payables	102.74	65.66
	(c)	Other Current Liabilities	326.88	145.41
	(d)	Short Term Provisions	76.13	115.55
		Sub-Total – Current liabilities	**646.34**	**557.80**
		TOTAL –EQUITY AND LIABILITIES	**5,580.29**	**4,898.96**
B		**ASSETS**		
1		**Non-Current Assets**		
	(a)	Fixed Assets		
		Tangible Assets	4,140.71	2,757.11
		Intangible Assets	303.61	245.89
		Capital Work in Progress	19.60	311.11
	(b)	Non-Current Investment	653.70	700.93
	(d)	Long Term Loans & Advances	13.94	46.17
	(e)	Other Non-Current Assets	33.82	6.67
		Sub-total Non-current Assets	**5,165.38**	**4,067.88**
2		**Current Assets**		
		Current Investment	1.20	26.63
		Trade Receivable	261.38	567.67
		Cash & Bank Balances	18.84	16.05
		Short Term Loans & Advances	132.16	216.11
		Other Current Assets	1.33	4.62
		Sub-Total Current Assets	**414.91**	**831.08**
		TOTAL-ASSETS	**5,580.29**	**4,898.96**

Place : Mumbai
Date : 29th August, 2013

Kamal K Singh
Chairman & Managing Director

ROLTA INDIA LIMITED

Regd. Office : Rolta Tower A, Rolta Technology Park, MIDC, Andheri (East), Mumbai - 400 093 www.rolta.com

ANNUAL AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED JUNE 30, 2013

(In ₹Crores)

PART I

Sr. No	Particulars	Quarter Ended 30.06.13 (Audited)	Quarter Ended 31.03.13 (Unaudited)	Quarter Ended 30.06.12 (Audited)	12 Months Accounting Year Ended 30.06.13 (Audited)	Previous Accounting Year Ended 30.06.12 (Audited)
1	Net Sales/Income from Operations	612.20	569.96	445.10	2,178.78	1,828.79
	Total Income from operations	**612.20**	**569.96**	**445.10**	**2,178.78**	**1,828.79**
2	**Expenses**					
	a. Material / Subcontract Cost	155.82	155.22	9.31	457.72	266.32
	b. Employee Benefits Expense	155.49	155.12	139.38	618.65	542.70
	c. Depreciation and Amortization Expense	88.90	91.84	143.81	372.61	443.29
	d. Other Expenses	73.60	40.61	53.35	228.42	212.95
	Total Expenses	**473.81**	**442.79**	**345.85**	**1677.40**	**1,465.26**
3	**Profit From Operations Before Other Income, Finance Costs & Exceptional Items (1 - 2)**	**138.39**	**127.17**	**99.25**	**501.38**	**363.53**
4	Other Income	15.95	10.88	2.91	38.96	36.18
5	**Profit/(Loss) before Finance Costs & Exceptional Items (3 + 4)**	**154.34**	**138.05**	**102.16**	**540.34**	**399.71**
6	Finance Costs	68.48	55.80	42.29	221.76	113.97
7	**Profit / (Loss) before Exceptional Items & Tax (5 – 6)**	**85.86**	**82.25**	**59.87**	**318.58**	**285.74**
8	Exceptional Item: Additional Depreciation due to change in estimates	**(1,153.68)**	--	--	**(1,153.68)**	
9	**Profit after Exceptional Item before Tax (7 - 8)**	**(1,067.82)**	**82.25**	**59.87**	**(835.10)**	**285.74**
10	Tax Expense	(21.88)	9.12	12.13	4.14	43.45
11	**Net Profit after Exceptional Item &Tax (9 – 10)**	**(1,045.94)**	**73.13**	**47.74**	**(839.24)**	**242.29**
12	Add/(Less) Minority Share in Loss/(Profit)	--	0.01	--	0.04	0.05
13	**Net Profit After Tax, Minority Interest & Exceptional Item (11 + 12)**	**(1,045.94)**	**73.14**	**47.74**	**(839.20)**	**242.34**
14	Paid-up Equity Share Capital (F.V. Rs.10/- each)	161.33	161.33	161.33	161.33	161.33
15	**Reserves excluding Revaluation Reserves**				**925.78**	**1,816.91**
16.i	**Earnings Per Share before Exceptional Item**					
	Basic EPS (in ₹) (not annualised)	6.7	4.5	3.0	19.5	15.0
	Diluted EPS (in ₹) (not annualised)	6.8	4.4	3.0	19.2	15.0
16.ii	**Earnings Per Share after Exceptional Item**					
	Basic EPS (in ₹) (not annualised)	(64.8)	4.5	3.0	(52.0)	15.0
	Diluted EPS (in ₹) (not annualised)	(62.6)	4.4	3.0	(51.2)	15.0

PART II SELECT INFORMATION FOR THE YEAR ENDED JUNE 30, 2013

Sr. No	Particulars	Quarter Ended 30.06.13	Quarter Ended 31.03.13	Quarter Ended 30.06.12	12 Months Accounting Year Ended 30.06.13	Previous Accounting Year Ended 30.06.12
A	**PARTICULARS OF SHAREHOLDING**					
1	**Total Public Shareholding**					
	Number of Shares	84,357,463	86,708,218	90,103,168	84,357,463	90,103,168
	Percentage of Shareholding	52.29	53.75	55.85	52.29	55.85
2	**Promoters and Promoter Group Shareholding**					
	a) Pledged/Encumbered					
	Number Of Shares	11,500,000	8,500,000	4,500,000	11,500,000	4,500,000
	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	14.94	11.39	6.32	14.94	6.32
	Percentage of shares (as a % of the total Share Capital of the company)	7.13	5.26	2.79	7.13	2.79
	b) Non-encumbered					
	Number Of Shares	65,471,633	66,120,878	66,725,928	65,471,633	66,725,928
	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	85.06	88.61	93.68	85.06	93.68
	Percentage of shares (as a % of the total Share Capital of the company)	40.58	40.99	41.36	40.58	41.36

B INVESTOR COMPLAINTS FOR THE YEAR ENDED JUNE 30,2013

Pending at the beginning of the quarter	Received during the quarter	Disposed of during the quarter	Remaining unresolved at the end of the quarter
NIL	55	55	NIL

SEGMENT-WISE REVENUE AND RESULTS FOR THE YEAR ENDED JUNE 30, 2013

(In ₹Crores)

PARTICULARS	Quarter Ended 30.06.13 (Audited)	Quarter Ended 31.03.13 (Unaudited)	Quarter Ended 30.06.12 (Audited)	12 Months Accounting Year Ended 30.06.13 (Audited)	Previous Accounting Year Ended 30.06.12 (Audited)
Segment Revenue					
Enterprise Geospatial & Engineering Solutions (EGES)	176.44	167.63	156.79	668.34	614.85
System Integration & Enterprise IT Solutions (EITS)	435.76	402.33	288.31	1,510.44	1,213.94
Less: Inter segment revenue					
Net revenue from operations	**612.20**	**569.96**	**445.10**	**2,178.78**	**1,828.79**
Segment Profit/(loss) before Depreciation and Amortization Expenses, Finance Cost & Tax					
Enterprise Geospatial & Engineering Solutions (EGES)	90.20	92.53	123.87	366.49	355.41
System Integration & Enterprise IT Solutions (EITS)	137.09	126.48	119.19	507.50	451.41
TOTAL	**227.29**	**219.01**	**243.06**	**873.99**	**806.82**
Add: Other Income (not allocable)	15.95	10.88	2.91	38.96	36.18
Less: Finance Costs (not allocable)	68.48	55.80	42.29	221.76	113.97
Less: Depreciation and Amortization Expense (not allocable)	88.90	91.84	143.81	372.61	443.29
Total Profit before Exceptional Item & Tax	**85.86**	**82.25**	**59.87**	**318.58**	**285.74**

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 segments. The company believes that it is currently not practical to provide segment disclosures relating to total assets and liabilities.

Notes:

1. The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 29thAugust, 2013. These results have been audited by Statutory Auditors.
2. The Board of Directors has recommended a dividend of ₹3.0 per share for the FY2012-13.
3. Consolidated Revenue for Q4 FY-13 at ₹612.20 Crores against ₹ 569.96 Crores in Q3 FY-13, registering a sequential growth of 7.4% & and Y-o-Y growth of 37.5%.
4. Consolidated EBITDA for Q4 FY-13 at ₹227.29 Crores against ₹219.01 Crores in Q3 FY-13, registering a sequential growth of 3.8% & and Y-o-Y decline of 6.5%.
5. Consolidated Profit after Tax (excluding exceptional item) for Q4 FY-13 at ₹ 107.74 Crores against ₹73.14 Crores in Q3 FY-13, registering a sequential growth of 47.3% & and Y-o-Y growth of 125.7%.
6. Consolidated Revenue for twelve months FY-13 at ₹ 2,178.78 Crores against ₹ 1,828.79 Crores in FY-12, registering a Y-o-Y growth of 19.1%.
7. Consolidated EBITDA for twelve months FY-13 at ₹ 873.99 Crores against ₹ 806.82 Crores in FY-12, registering a Y-o-Y growth of 8.3%.
8. Consolidated Profit after Tax (excluding exceptional item) for twelve months FY-13 at ₹ 314.48 Crores against ₹ 242.34 Crores in FY-12, registering a Y-o-Y growth of 29.8%.
9. During the fourth quarter of FY-13, as a matter of prudence & to align depreciation policy with the current replacement cycle taking into consideration various factors such as technology up-gradation and industry best practices, the Company has revised estimated useful life of all assets. Useful life of Computer Systems is now estimated at 2-6 years against 4-10 years earlier, Other Equipment at 10 years against 20 years earlier, Furniture & Fixtures at 10 years against 15 years earlier and Vehicles at 5 years against 10 years earlier. Consequent to above, there is an additional charge for depreciation during the quarter amounting to ₹ 1,153.68 Crores which is shown as an exceptional item. Further consequent to this the profit for the year (after exceptional item) is lower by ₹ 1,153.68 Crores however, has no impact on operating profits as well as cash flows for the year ended June 30, 2013. Further to disclose the fair value of Freehold & Leasehold Land, the Company has revalued these assets to ₹ 1,057.10 Crores based on independent valuations and an equivalent amount has been credited to Revaluation Reserve Account. This revaluation has no impact on P&L for the year and the net impact on reserves after considering change in estimate & revaluation of assets is ₹ 96.58Crores
10. In accordance with clause 41 of Listing agreement, the company has published consolidated financial results. Standalone Revenue, Profit after tax and exceptional item for the Q4 F.Y.13 is ₹ 352.53 Cr, ₹(1,008.93) Cr. respectively. The standalone financial results will, however, be made available to the Stock Exchanges where the company's securities are listed and will also be posted on the company's website www.rolta.com.
11. Tax Expense includes provision for current tax and deferred tax.
12. Previous quarter / year's figures are regrouped wherever necessary.
13. The Audited Consolidated statement of assets and liabilities is as under:

(In ₹Crores)

Sr No		Particulars	AS at 30.06.13	AS at 30.06.12
A		**EQUITY AND LIABILITIES**		
1		**Shareholders' Funds**		
	(a)	Share Capital	161.33	161.33
	(b)	Reserves & Surplus	1,777.68	1,758.44
		Sub-Total Shareholder's funds	**1,939.01**	**1,919.77**
2		**Minority Interest**	**0.02**	**0.06**
3		**Non-Current Liabilities**		
	(a)	Long –term borrowings	3,314.00	1,910.97
	(b)	Deferred Tax Liabilities (net)	54.91	50.63
	(c)	Other Long Term Liabilities	18.66	3.61
	(d)	Long Term Provisions	15.65	15.55
		Sub-Total Non – Current liabilities	**3,403.22**	**1,980.76**
4		**Current Liabilities**		
	(a)	Short Term Borrowings	140.59	444.11
	(b)	Trade Payables	218.11	8.41
	(c)	Other Current Liabilities	440.49	168.86
	(d)	Short Term Provisions	76.38	114.65
		Sub-Total – Current liabilities	**875.57**	**736.03**
		TOTAL –EQUITY AND LIABILITIES	**6,217.82**	**4,636.62**
B		**ASSETS**		
1		**Non-Current Assets**		
	(a)	Fixed Assets		
		Tangible Assets	4,177.07	2,795.79
		Intangible Assets	339.91	275.91
		Capital Work in Progress	19.60	311.15
	(b)	Goodwill on Consolidation	540.72	358.66
	(c)	Deferred Tax Asset (Net)	--	--
	(d)	Long Term Loans & Advances	42.55	46.17
	(e)	Other Non-Current Assets	101.90	6.67
		Sub-total Non-current Assets	**5,221.75**	**3,794.35**
2		**Current Assets**		
		Current Investment	1.20	26.63
		Trade Receivable	621.87	602.35
		Cash & Bank Balances	166.18	25.95
		Short Term Loans & Advances	185.56	181.66
		Other Current Assets	21.26	5.67
		Sub-Total Current Assets	**996.07**	**842.27**
		TOTAL-ASSETS	**6,217.82**	**4,636.62**

Place : Mumbai
Date : 29th August, 2013

Kamal K Singh
Chairman & Managing Director

Press Note
Thursday, August 29, 2013

Rolta's FY-13 Consolidated Revenue Grows 19.1% and Net Profit (excl. exceptional item) 29.8%

Mumbai – Rolta India Limited, a leading provider of innovative IT solutions for many vertical segments, including Federal and State Governments, Defense and Homeland Security, Utilities, Process, Power, Banking and Insurance, today announced audited financial results for quarter, and the full year ended June 30, 2013.

FINANCIAL HIGHLIGHTS

- Consolidated Revenue for Q4 FY-13 at Rs. 612.20 crores (Rs. 6.12 Billion) against Rs. 569.96 crores (Rs. 5.70 billion) in Q3 FY-13, registering a sequential growth of 7.4% & and Y-o-Y growth of 37.5%.
- Consolidated EBITDA for Q4 FY-13 at Rs. 227.30 crores (Rs. 2.27 Billion) against Rs. 219.01 crores (Rs. 2.19 Billion) in Q3 FY-13, registering a sequential growth of 3.8% & and Y-o-Y decline of 6.5%.
- Consolidated Profit after Tax (excluding exceptional item) for Q4 FY-13 at Rs. 107.75 crores (Rs. 1.08 Billion) against Rs. 73.14 crores (Rs. 0.73 Billion) in Q3 FY-13, registering a sequential growth of 47.3% & and Y-o-Y growth of 125.7%.
- Consolidated Revenue for twelve months FY-13 at Rs. 2,178.78 crores (Rs. 21.79 Billion) against Rs. 1,828.79 crores (Rs. 18.29 billion) in FY-12, registering a Y-o-Y growth of 19.1%.
- Consolidated EBITDA for twelve months FY-13 at Rs. 874.00 crores (Rs. 8.74 Billion) against Rs. 806.82 crores (Rs. 8.07 Billion) in FY-12, registering a Y-o-Y growth of 8.3%.
- Consolidated Profit after Tax (excluding exceptional item) for twelve months FY-13 at Rs. 314.49 crores (Rs. 3.15 Billion) against Rs. 242.34 crores (Rs. 2.42 Billion) in FY-12, registering a Y-o-Y growth of 29.8%.
- During the fourth quarter of FY-13, as a matter of prudence & to align depreciation policy with the current replacement cycle taking into consideration various factors such as technology up-gradation and industry best practices, the Company has revised estimated useful life of all assets. Useful life of Computer Systems is now estimated at 2-6 years against 4-10 years earlier, Other Equipment at 10 years against 20 years earlier, Furniture & Fixtures at 10 years against 15 years earlier and Vehicles at 5 years against 10 years earlier. Consequent to above, there is an additional charge for depreciation during the quarter amounting to Rs. 1,153.68 Cr which is shown as an exceptional item. Further consequent to this the profit for the year (after exceptional item) is lower by Rs. 1,153.68 Cr however, this has no impact on operating profits as well as cash flows for the year ended June 30, 2013. Further to disclose the fair value of Freehold & Leasehold Land, the Company has revalued these assets by Rs. 1,057.10 Cr. based on independent valuations and an equivalent amount has been credited to Revaluation Reserve Account. This revaluation has no impact on P&L for the year and the net impact on reserves after considering change in estimate & revaluation of assets is Rs 96.58Cr.
- The board has recommended a dividend of Rs 3.00 per share for FY 2012-13.

Commenting on the results, Mr. K. K. Singh, Chairman and Managing Director said, "We have virtually completed our transformation from a services oriented business to an IP led one. This entailed building a repository of world-class intellectual property through in-house development and acquisitions, for providing differentiated enterprise-level solutions to various vertical segments. These solutions have been received very well by the market and we are increasingly seeing the monetization of these investments, through higher IP based revenues and longer term annuity contracts. In the coming years, we are confident that this transformation will have an even more significantly positive impact on our performance."

CORPORATE HIGHLIGHTS

The Company's unique business model is based on a combination of specialized knowledge in the domains of Information Technology, Geospatial, Engineering, and Defense & Security, which coupled with its own intellectual property, enables to address & win high value opportunities. This exceptional amalgamation is distinct from any other company and places Rolta in a position of remarkable strength, in the select high growth verticals of Infrastructure, Government, Transportation; Utilities, Telecom & Power; Oil & Gas, Petrochemicals; Banking, & Insurance; Manufacturing, Retail, & Healthcare; and Defense & Security. The success of this differentiated approach of the Company is evident from large wins (running in tens of millions of dollars), and the response that these solution offerings are getting in markets across the world. Due to Rolta's ability to now offer comprehensive enterprise-level solutions to address clients' business needs, rather than only point-solutions, the deal-sizes are much larger than in prior years, and the potential for follow-on contracts is much higher. Most of these contracts have a reasonable component of Rolta IP, thereby improving profitability and annuity revenues.

To effectively address this transformed business, the Company has strengthened its organization around the world through induction of senior management staff and subject-matter experts to penetrate the larger markets Rolta now focuses on. The Company has established state-of-the-art R&D Centers in India and overseas to continually enrich Rolta's library of IP to effectively address the needs of an expanding customer base. The Company has executed projects in over 45 countries and operates from 25 offices internationally.

Recently, the Company successfully issued 5-year Senior Notes in the international markets, aggregating USD 200 million. This offering was oversubscribed by 2 times, with demand from a high quality investor base across geographies. Rolta is one of very few private sector companies to have successfully issued such instruments, reinforcing the fact that investors have confidence in the Company's new business model and differentiated approach.

OPERATIONAL HIGHLIGHTS

Enterprise Geospatial & Engineering Solutions (EGES)

While the Company continues to win and do very well in its traditional business of executing standalone Geospatial & Engineering services projects, it is by combining its IP and IT skills with this domain expertise, Rolta has significantly moved up the value chain and now delivers solutions that drive Business Intelligence and Enterprise Integration for far greater value-addition, to its customers. Comprehensive solutions built around Rolta IP, such as Rolta Geospatial Fusion™, Rolta GeoAssets™, Rolta OnPoint™, Rolta OnPoint Mobile™ and Rolta Photogrammetry Suite™ are at the heart of many such projects for enterprise-level solutions. Today, the Company's offerings cover the needs of customers in emerging markets, as well as in developed markets and there has been a qualitative and qualitative shift in the type of work Rolta is now doing.

For example, in traditional geospatial services, the Company has been awarded projects valued at about $10M in North Africa for creating and analyzing a complex digital spatial database, similarly, Rolta has been awarded major projects, totally valued in excess of $11M, by Oman's National Survey Authority (NSA) for not only mapping the entire country, but to also develop a production and workflow system, which will be made available by NSA via the Rolta OnPoint™ eCommerce solution to various stakeholders in the Sultanate of Oman. In India, Rolta successfully delivered a unified decision Support System for complex hydro-geology applications to the Central Groundwater Board. Rolta has also been successful in winning many prestigious projects where the Company presented innovative solutions that combine its IT and geospatial portfolios, along with its IP. To illustrate, the Company is executing a sophisticated project, awarded by USTDA (an independent U.S. Government foreign assistance agency), to develop an intricate traffic and environment management solution to monitor multiple parameters in real-time, for the City of Nanjing, China in preparation for the upcoming Youth Olympics. This solution incorporates Rolta iPerspective™, a platform for integration of disparate sources of data, and Rolta OneView™ for BI. The Company has similarly won prestigious contracts for development and implementation of a comprehensive GIS system for the Saudi Ministry of Interior and from Abu Dhabi Department of Environment to develop and implement a solution for soil mapping and analysis.

The Company's Engineering segment also continues to witness healthy growth. Rolta has won several projects that involved not only traditional design expertise, but more sophisticated skills and IP. For instance, Rolta was awarded a multi-million $ contract by Sadara Chemical Company to implement a comprehensive Engineering System at its complex which will be the world's largest petrochemical facility ever built in a single phase. India's largest petroleum company awarded a follow-on large project for storage terminal design and engineering information management solutions for one of their overseas subsidiaries. GE has awarded multi-million dollar contracts to develop Enterprise Engineering Information System across Energy and Power & Water divisions at several global locations; the Rolta solution unifies complex engineering data in a common repository for integration with ERP. India's largest private sector company selected Rolta to develop an enterprise solution to manage capital projects to improve cost, schedules and repeatability; the system integrates data from Design & Engineering, Materials Management, Fabrication & Construction, and ERP. These projects leverage the combination of Rolta IP, domain knowledge, Engineering & IT expertise, and high-end technology services.

Enterprise IT & Security Solutions (EITS)

Rolta's portfolio of products and services now covers cutting-edge applications like Big Data analytics, Mobility, Business Intelligence (BI), Software Defined Infrastructure, and Cloud Computing. These are enabling the Company to penetrate a much wider market with differentiated solutions that leverage Rolta IP, including Rolta iPerspective™, Rolta GeoBI™, Rolta CFO Impact™, Rolta HyJump™, and Rolta Advisor™.

The Company has experienced solid traction in the Energy and Petrochemical verticals with its Business Intelligence & Analytics solution platform, Rolta OneView™. Rolta has received prestigious orders from sector-leading companies in the US and the middle-east. Technologically, this Rolta IP has been accepted as one-of-a-kind & world class with

acknowledgements from leading consultants and world leaders, such as SAP, who in a recent conference declared Rolta as a key strategic partner for using their BI technology in the Oil & Gas sector, especially to showcase SAP's HANA platform for in-memory analytics with Rolta OneView™.

Rolta has also won numerous contracts for development and deployment of Business Intelligence/Analytics and Enterprise Performance Management (EPM) solutions for customers in diverse verticals, including Utilities, Retail and Healthcare, Energy, Government, and Financial Services. For example, in the BFSI segment, Rolta has executed major financial transformation projects for prominent financial institutions in the US – a recent multi-million $ project being implemented is at PNC Bank (a leading bank in US) for unifying and upgrading their various Financial Systems, by leveraging extensive Rolta expertise in Oracle Technologies and by utilizing Rolta IP like Rolta HyJump™ and Rolta CFO Impact™ methodologies. Examples in the Utilities sector include a $31M contract for Rolta, from the largest 3-utility municipality in the US, MLGW of Memphis, for a comprehensive IT deployment project that will integrate Oracle e-Business Suite applications, with spatial data, leveraging Rolta Rapid Fusion™. Similarly, Rolta was awarded contracts valued at $11M by Northern Powergrid, UK to modernize their IT infrastructure and business processes while leveraging geospatial intelligence and deliver improved utilization through life-cycle asset management.

The Company has also won contracts valued at over $15M from various U.S. customers in different verticals to design and implement IT infrastructure and for managed services, including one valued at $5M in the Healthcare sector that used Rolta Upgrade-Manager™. Rolta was selected by India's National Informatics Center Services Inc (NICSI) for its internal Oracle ERP implementation which will cover all areas of NICSI operations – finance, HR, Project management and supply chain management. Rolta has been selected as a Tier 1 empanelled partner by NICSI to support large e-Governance engagements at national and state levels.

In the Indian Security sector, Rolta continues to provide state of the art solutions to Homeland Security agencies across the country. The Company was awarded the prestigious contract for establishing "National NAVTEX Network" that provides General Aids to Marine Navigation along the Indian coast. In the HLS segment, Rolta's Command-&-Control (C2) solutions continue to gain momentum. The Company has won a number of projects for 'Crime-and-Criminal-Tracking-Network-Systems' and has expanded its base significantly in the North-Eastern states. Many Police Departments have awarded C2 projects based on Rolta GeoCAD™ and for night vision devices, to Rolta. For example, Mumbai Police, a long standing Rolta customer, has awarded a contract to the Company to modernize & upgrade their control room capabilities by implementing a solution built on Rolta's software suite for emergency response management, while Force 1, Maharashtra Police's elite Special Forces unit is procuring specialized Optronics from Rolta.

In the Indian Defence sector, Rolta has very consciously focused on Ministry of Defence policies with respect to "make India" and "buy India" programs that encourage Indian industry; the "make India" programs, valued at about $20B over five to seven years, are open to only qualified Indian firms and Rolta has been selected to participate in the same. As a result, Rolta is today well positioned due to its domain expertise, cutting edge technologies specific to defence applications, field proven IP, global high profile partners, and defence industrial licenses for such large multi-billion dollar programs that include Battlefield Management System, Digital Soldier System and Software Defined Radios. The Company's full range of "Sensor-to-Shooter" solutions enable it to address critical high-value modernization programs, such as IMINT interpretation and generation, Military Communications, Optronics, Border Management, and Vehicle & Fire Control Systems of the Indian armed forces. Rolta continues to be awarded many high-tech defence projects, like – war gaming platform development; development of a complex tri-services Command-&-Control System, etc.

About Rolta: Rolta is a leading provider of innovative IT solutions for many vertical segments, including Federal and State Governments, Defense/HLS, Utilities, Process, Power, Financial Services, Manufacturing, Retail, and Healthcare. By uniquely combining its expertise in the IT, Engineering and Geospatial domains, Rolta develops exceptional solutions for these segments. The Company leverages its industry-specific know-how, rich repository of intellectual property that spans photogrammetry, image processing, geospatial applications, business intelligence, analytics, field-proven solution frameworks, and deep expertise in cutting-edge technologies like Geo BI, Cloud computing, Software Defined Infrastructure and Big Data for providing sophisticated enterprise-level integrated solutions. Rolta is a multinational organization headquartered in India. The Company operates from 40 locations worldwide through its subsidiaries, and has executed projects in over 45 countries. The Company benchmarks its quality processes to the world's best standards, like successful assessment for Software Application Development and Maintenance at the highest Level 5 of SEI's CMMI® version 1.3. Rolta is listed on the Bombay Stock Exchange & National Stock Exchange, and forms part of various indices on BSE/NSE in India. Rolta's GDRs are listed on the Main Board of London Stock Exchange & its Senior Notes are listed on the Singapore Stock Exchange.

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