



September 28, 2019

To, Listing Department, Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400 001 Scrip Code : 500366	To, National Stock Exchange of India Limited "Exchange Plaza", C-1, Block G, Bandra Kurla Complex, Bandra (East) Mumbai - 400 051 Symbol : ROLTA
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Dear Sir/Madam,

Sub.: Proceedings of 29th Annual General Meeting

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we submit herewith the brief proceedings of 29th Annual General Meeting (AGM) of Rolta India Limited held today i.e. September 28, 2019 held at The Auditorium, Rolta Tower A, Rolta Technology Park, Andheri (East), Mumbai - 400093.

Kindly take the above on your records and oblige.

Thanking you,

Yours faithfully,
For **ROLTA INDIA LIMITED**


Dinesh Kapadia
Chief Financial Officer

Encl.: Proceedings of AGM

ROLTA INDIA LIMITED

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

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PROCEEDINGS OF THE TWENTY NINTH ANNUAL GENERAL MEETING OF ROLTA INDIA LIMITED HELD ON SATURDAY, SEPTEMBER 28, 2019 AT 11.30 A.M. AT THE AUDITORIUM, ROLTA TOWER - A, ROLTA TECHNOLOGY PARK, MIDC-MAROL, ANDHERI (EAST), MUMBAI - 400093, MAHARASHTRA

The following Directors were present:

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|-----------------------------------|--|
| 1. Mr. Kamal K. Singh | - Chairman & Managing Director & Member |
| 2. Mr. Ramnath Pradeep | - Independent Director |
| 3. Lt. Gen P P S Bhandari (Retd.) | - Independent Director |
| 4. Lt. Gen. K T Parniak (Retd.) | - Joint Managing Director – Defence & Security |

Leave of Absence:

- | | |
|------------------------|---|
| Ms. Homai A. Daruwalla | - Independent Director & Chairperson of Audit Committee |
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In Attendance:

- | | |
|------------------|---------------------|
| Ms. Hetal Vichhi | - Company Secretary |
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Invitees:

- | | |
|-------------------|--|
| Mr. Vinay D Balse | - Partner, M/s. N M Raiji, Chartered Accountants, Statutory Auditors |
| Ms. Sunita Dube | - Practicing Company Secretary, Scrutinizer |

Mr. Kamal K. Singh, Chairman & Managing Director of the Company chaired the proceedings of the Meeting.

The Chairman introduced the Board members, Company Secretary, representative of Auditor and Scrutinizer who were present at the AGM and also informed that Ms. Homai A. Daruwalla was unable to attend the AGM due to some preoccupations.

The Chairman welcomed the members to the Twenty Ninth Annual General Meeting of the Company. The Chairman announced that 96 Members were present in person (including 5 proxies) and after confirming the requisite quorum called the Meeting to order.

The Chairman also informed the Members that the Register of Directors & Key Managerial Personnel, Proxy Register and other required documents are available for inspection of the Members.

The Chairman commenced the formal agenda of the AGM and with the consent of the members present; the notice convening the meeting, the Board's Report along with the annexures thereto and with the Annual Accounts for financial year ended



March 31, 2019 including Independent Auditors' Report and the Secretarial Audit Report were taken as read.

The Chairman delivered his speech and thereafter informed the Members that the Company had provided remote e-voting facility to the Members to exercise their right to vote on the business items transacted at the Twenty Ninth (29th) AGM, by electronic means, between September 25, 2019 and September 27, 2019 in proportion to their shareholding as on the cut-off date i.e. September 21, 2019.

The Chairman also informed the Members that facility for voting through Ballot Paper was made available at the meeting venue and requested the Members present who had not exercised their vote through the remote e-voting facility, to cast their votes through Ballot Paper and deposit the forms into the Ballot Box at the venue of the meeting.

He also informed that Ms. Sunita Dube, Practicing Company Secretary had been appointed as the scrutinizer to scrutinize the Remote e-voting and Ballot Process in a fair and transparent manner.

The Chairman then requested the Members present to seek clarification / raise queries, if any, on the items listed in the Notice of the meeting of AGM. Accordingly, 8 Members raised various queries / clarification, broadly covered in the Annexure 1 and the Chairman provided comprehensive clarification / response to the same.

The Ballot process commenced thereafter and was concluded in due course.

The Chairman announced that the e-voting and Ballot Results along with the consolidated Scrutinizer Report shall be informed to Stock Exchanges and also be placed on the website of the Company and Stock Exchanges.

The Chairman thanked the Members and Proxies present and concluded the Meeting.

After the members cast their votes, the Meeting concluded at 01.00 P.M.

For ROLTA INDIA LIMITED


Kamal K Singh
Chairman & Managing Director

Annexure 1

Broad list of Queries, raised by Members at the Twenty Ninth Annual General Meeting in respect of which clarification / replies were given by the Chairman;

- a) Clarification relating to Financial Statements
- b) Company's Vision
- c) Focus areas of the Company, Outlook Market trends, Competition and future prospects of the Company.
- d) Loans and its repayment
- e) Bond restructuring
- f) Dividend
- g) Write off provisions
- h) Share price of the Company, etc.