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ROLTA INDIA LIMITED ANNUAL REPORT 2002-03

Contents

Mission	2 - 2
Chairman's statement	$\frac{1}{2} \left(\frac{1}{2} - \frac{1}{2} \right)^{2}$
Pioneering at Rolta	4 – 23
$Business\ analysis\ -\ GeoEngineering\ /\ GIS\ Business\ Group$	24 - 29
Business analysis - Engineering Design Automation Group	30 – 35
Business analysis - eSolutions Business Group	36 - 41
Shareholder Information	42 – 43
EVA, Brand & HR Valuations	44 - 47
Directors' report / Auditors' report	48 - 57
The Financials	58 - 83
Risks management	84 - 85
Management Discussion & Analysis	86 – 91
Directors' Profile	92 – 93
Ratios and Ratio Analysis	94 - 95
Corporate Governance	96 – 102
Corporate Information-Addresses of Offices 10	03 – 103
Corporate Information-Board & Memt. Team. 10)4 – 104

Pioneering

At Rolta, 'pioneering' represents the skilful expertise in harnessing innovative technologies to meet customer expectations.

The result: cutting-edge solutions, which keep Rolta relevant in a rapidly changing environment.

Our mission

Rolta will be the preferred choice for providing knowledge-based IT solutions through pioneering efforts to meet market demands and exceed customer expectations, achieved by an empowered team of Roltaites, for maximising value to its stakeholders.

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Chairman's statement

In every age a few pioneering organizations rise above the rest and "bring fire" to the world, changing the way we live. These organizations answer the call to move forward, to risk the unknown, and find the needed solutions to daunting problems - IBM, General Electric, Microsoft and many others are prime examples of such organizations. It is my belief, that every company can rise to pioneering levels and achieve the extraordinary performance that flows there-from, through a total commitment to excellence.

At Rolta, we have always actively pursued a pioneering approach to excellence, which has enabled us to grow and remain relevant in changing environments. We have been India's foremost CAD/CAM/GIS solutions provider over the past decade and amongst the top AM/FM/GIS software conversion service providers, worldwide.

2002-03 has been a challenging period. We, as a company, have managed to maintain and sustain our business in these difficult times due to a very diligent focus on delivering superior value to our markets. As a proactive measure, we have carried out a very judicious business, financial and managerial restructuring, which is enabling us not only to stay competitive in current times, but will also accelerate our future growth.

As a result of these initiatives, we have seen increasing homogeneity in production, technical support and quality of services, apart from a much more increased focus on markets, which is enabling Rolta to improve its profitability, by better optimising resources across various divisions & locations. Our costs have come down and got rationalised - we have also re-engineered our debt structure through the mobilization of low cost foreign currency loans, which will have an even stronger impact on improving the bottom-line, from the next year onwards.

Rolta's success is based on a total commitment to exceptional standards of performance and productivity, working together effectively, leveraging core competencies and a willingness to embrace new ideas and learn continuously. We have, from the very beginning understood, accepted and implemented that "change is the only constant". Through the intelligent extension of the expertise and knowledge acquired in one business, we have successfully launched new businesses - this is our speciality.

For example, expanding our leadership in the Plant Engineering Software domain, we have entered into a strategic partnership with Stone & Webster, Inc., USA, one of the world's foremost engineering-construction companies, to provide high-quality cost-effective engineering, design and procurement services, related to power, refinery and petrochemical projects, worldwide.

The eSolutions Business Group has seen tremendous growth and opportunities over the past year. Our relationship with Computer Associates has reached a new level, where they now not only depend on us as a preferred partner for outsourcing complex development and implementation services, but also look to us for partnering them in providing custom-made solutions right from go-to-market stage.

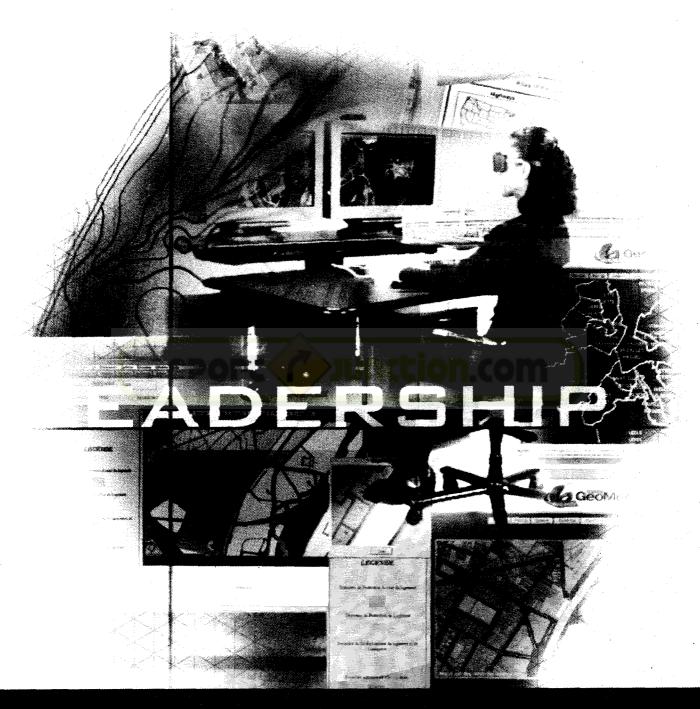
In the GeoEngineering domain, during the past year we have further strengthened our position amongst the leading providers of such services worldwide, by introducing very sophisticated high-end Photogrammetry services (using techniques like LIDAR) and advanced 'Change Detection' solutions - our Photogrammetry facility is now amongst the Best in the world.

The Department of Science & Technology (DST), Government of India, has also recognized Rolta as the leader in GeoSpatial Technology. We are honoured that DST will set up a planetarium and museum containing the "Rolta" name, in perpetuity. This will not only propel our brand for posterity, it will also give us a unique platform to showcase & exhibit our capabilities. In addition, this will serve as a vehicle for us to develop and deliver enhanced value-added specialised services, in partnership with organisations like Survey of India, the National Survey and Mapping Organization.

As the global marketplace continues to expand, only a very strong dedication to pioneering new and better ways of doing things will enable organizations to survive and thrive. It is only due to such commitment, we as an organization have been able to remain relevant and continue to provide significant value to all our stakeholders.

The result is evident in a number of achievements, for example, for the third year in a row we have been ranked amongst the 200 Best Companies in the World (sales up to US \$ 1 billion) by Forbes Global (October 27, 2003), we are among the select six Indian companies, including Infosys, Satyam Computers, Dr. Reddy's Laboratories, Zee Telefilms and HDFC Bank, who have achieved this Hat-trick. It is our honour and privilege to be accorded such recognition, which fills us with great pride as well as humility, pride in the distance we have travelled and humility for the long-road still to be covered.

K. K. Singh Chairman & Managing Director



"I must say that the enterprise which you have established is and will continue to be a great source of inspiration. In a field in which foreign multi-national companies dominate, you have managed to carve out a space for yourself which makes us proud as Indians - and gives substance to the slogan of 'India Leads'. By any standards, the growth of Rolta is one of the most impressive in the history of technology based entrepreneurship."

Piôneering means market leadership



ROLTA'S PIONEERING EFFORTS ENABLE IT TO SPECIALLY WEAVE ITS SOLUTIONS INTO CUSTOMER ENVIRONMENTS. ITS ABILITY TO EXTRACT LEARNINGS FROM ONE BUSINESS AND CREATE ANOTHER IS A ROLTA SPECIALITY.

The result is evident in a number of achievements over the years in the GeoSpatial, Engineering Design and eSolutions environments.

Rolta enjoys more than 70 per cent share of the GeoSpatial market (applications like Photogrammetric Mapping, Aerial Triangulation, Digital Terrain Modelling, Orthophoto creation, Image Interpretation etc.) in India.

Having recognised Rolta as the leader in GeoSpatial Technology in the country, the Department of Science & Technology (DST), Government of India has signed an agreement with the company to set up a planetarium and museum, showcasing this technology. This agreement is also a platform for Rolta to partner with Survey of India (SOI) to provide value added digital map data (like large-scale urban mapping, to be used by the telecom sector and other utilities). This will enable Rolta to provide specialised services towards building the nation's infrastructure.

Rolta also continues to be rated amongst the leading Automated Mapping and Facilities Management (AM/FM) software conversion service providers in the world.

In the Engineering domain, Rolta enjoys more than 80 per cent market share of the Plant Design Automation (PDA) segment in India.

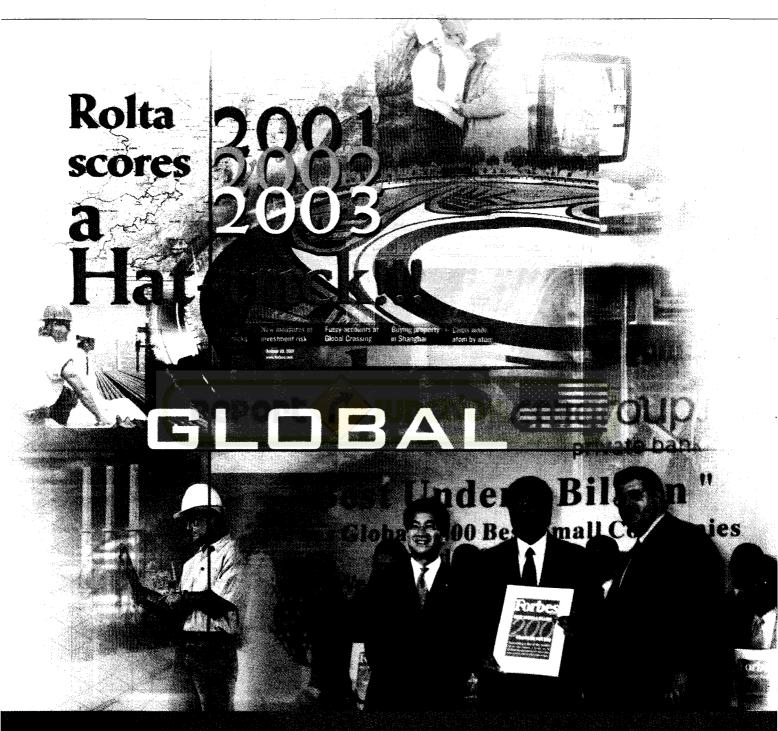
Taking this leadership further, Rolta has entered into a strategic partnership with Stone & Webster, Inc., USA one of the world's foremost engineering-construction companies, to provide high-quality cost-effective engineering, design and procurement services, related to power, refinery and petrochemical projects, worldwide. This partnership is envisioned to evolve into an independent full service engineering and procurement operation, pursuing large contract business in India and elsewhere in the world.

The customers faith in Rolta's capability and competency is not only reflected in the market share but also on the mindshare.

Rolta's share of the market is more than a statistic. It is an indicator of the quality of Rolta's trusting relationship with its customers and an effective guarantor of prospective repeat business.

As a result, pioneering at Rolta simply means gaining leadership through customer confidence and faith.





"These corporations, all under \$1 billion in latest-year revenue, had outstanding results in recent years, boosting sales, profits and shareholder value in a rough environment. While past performance doesn't guarantee anything about the future, the flair that got them this far makes the companies worth a look from investors seeking to beat the market."

Pioneering means global recognition



AT ROLTA, PIONEERING EFFORTS HAVE TRANSLATED INTO GLOBAL ACCLAIM AND RECOGNITION. ROLTA HAS BEEN CONFERRED WITH AWARDS FROM INTERNATIONAL AGENCIES, FOR ITS OUTSTANDING BUSINESS PERFORMANCE IN THE FACE OF ECONOMIC SLOWDOWN AND STIFF COMPETITION.

For the third year in a row, Rolta has been ranked among the 200 Best Companies in the World (sales up to US \$ 1 billion) by Forbes Global (October 27, 2003). Rolta is among the select six Indian companies, including Infosys, Satyam Computers, Dr. Reddy's Laboratories, Zee Telefilms and HDFC Bank, who have been consistently listed for three consecutive years.

Over the past three years, Forbes Global, the international edition of Forbes, the leading American Business Magazine, has put together this list annually, from a universe of almost 20,000 publicly quoted companies with revenues up to US \$ 1 billion (US \$ 500 Million in 2001). According to Forbes, "Cutting down the selection to the Best 200 companies, has been a tough task given the fact that there are more qualified applications than available spaces - it is easy to let the computer rank all the companies and put up the list of the top 200, however use of computers to filter the good from

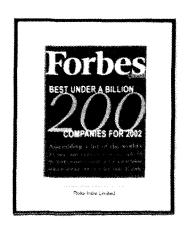
the bad is only part of the process." Forbes also interviews Fund Managers, Securities Analysts and Entrepreneurs before finalizing their list.

In its survey on Asia's best Annual Reports, CFO Asia (March 2003), a leading finance magazine published by The Economist Group, ranked Rolta's 2001 document at No. 25 in Asia and in the 2nd position amongst Indian companies.

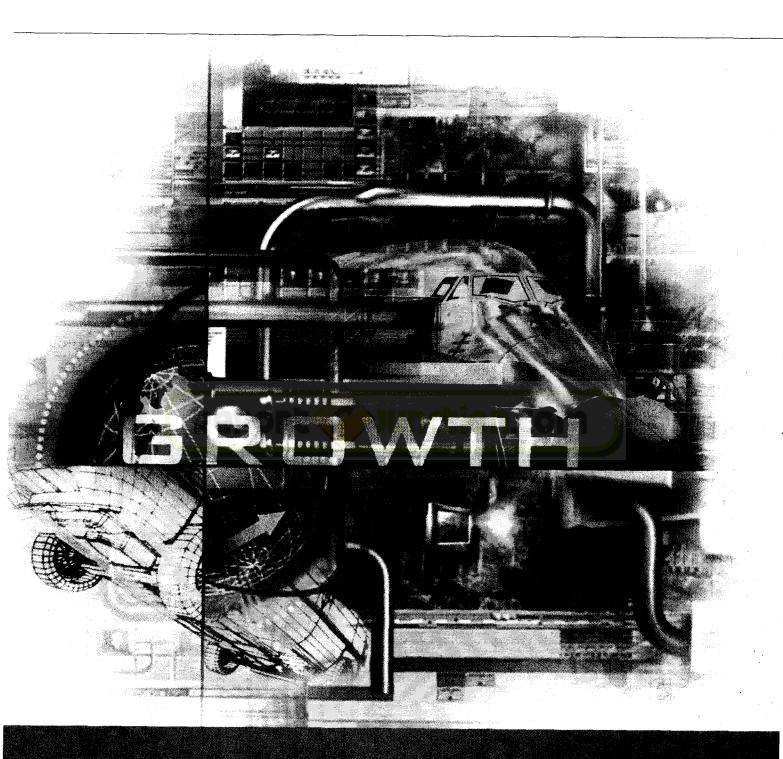
Rolta was super ranked 7th amongst the Top 1000 corporates in India by Business Standard (January 2003).

Dataquest India (August 31, 2003) recently ranked Rolta as the 6th best employer in the IT Industry, reflecting the company's inherent HR strengths.

At Rolta, pioneering simply means earning the respect of the world through its superior performance.







"Rolta, a pioneer in CAD/CAM/GIS and a pioneer in IT Solutions and services, has maintained its leadership position over the past decade."