

**ROLTA INDIA LIMITED**  
ANNUAL REPORT 2020-21

# Innovative Technology for Insightful Impact

The pessimist complains about the wind; the optimist expects it to change; the realist adjusts the sails

- William Arthur Ward

## Contents

Vision and Mission	01
Chairman's Statement	03
Shareholder Information	04
Ratios and Ratio Analysis	08
Board's Report	09
Risk Management & CSR	21
Independent Auditor's Report	23
Consolidated Financial Statements	30
Independent Auditor's Report on Standalone Financial	63
Standalone Financial Statements	71
Corporate Governance	110
Management Discussion & Analysis	118
Rolta Group IPs	122
Directors' Profile	137
Corporate Information	138

## Rolta Vision

To continuously **INNOVATE** and provide knowledge-based IT solutions that deliver remarkable **INSIGHTS** and lasting **IMPACT** in the way our world operates.



# Rolta Mission

Develop **INNOVATIVE** solutions that dramatically change the marketplace. Deliver valuable **INSIGHTS** that enable the best decision making. Create relevant and measurable **IMPACT** by always executing with the end result in mind.



# Chairman's Statement





## Chairman's Statement

The financial year 2020-21 has been extremely challenging as planned infusion of funds into the Company got further delayed due to the prolonged and ongoing impact of COVID-19 due to new variants of virus that are causing continued impact globally. In spite of these challenges, the Company ensured to serve the existing customers globally to their satisfaction to the best possible extent within the available resources and bandwidth.

While the Company has been working with the investors to complete the financial transaction, the Company along with two Indian subsidiaries have been admitted to National Company Law Tribunal (NCLT) effective 13<sup>th</sup> May 2021. Hon'ble NCLT in turn appointed an IRP. Promoter of the company filed an appeal with Hon'ble National Company Law Appellate Tribunal (NCLAT) on 28<sup>th</sup> May 2021 and also filed Special Leave Petition (Civil) with Hon'ble Supreme Court of India on 07<sup>th</sup> August 2021 for setting aside these NCLT orders as the Company has been working towards resolving these matters. Hon'ble Supreme court was kind enough to dismiss the NCLT proceeding against the Company and subsidiaries and Company received dismissal orders on 13<sup>th</sup> September which enabled the Company to reinstate its Board of Directors. Business operations of the Company got

severely impacted during these four months of legal proceedings. Company ensured to work very hard to bring the core financial and other support teams to complete FY 2020-21 financial reports and audit process as on 2nd November 2021. Subsequently completed financial audit of quarter one and quarter two of FY 2021-22 as on this date.

The Company continues to work with the investor 'The Streamcast Group' as per the Definitive Restructuring Services Agreement (RSA) dated 6<sup>th</sup> August, 2019 for an investment of ₹ 5,500 crores. This will assist Rolta in repayment and restructuring its liabilities including providing financial assistance. We expect this restructuring process to get completed at the earliest possible during the ongoing FY 2021-22 if the statutory clearances from the European authorities are available to the investor as per the COVID-19 situation locally in EU. This investment will help Company to revive and normalise its business operations during FY 2022-23.



**K. K. Singh**  
**Chairman & Managing Director**  
December 08, 2021  
DIN : 00260977

# Shareholder Information

## Annual General Meeting:

Date : December 31, 2021  
Time : 12:30 P.MIST  
Mode : Video Conference/ Any Other Audio Visual Means

**Financial year:** April 01 to March 31

**Financial Calendar for the Year 2020-21 (tentative and subject to change)\***

## Board Meetings - Financial reporting

1st Quarter ended June 2020.	On or before August 14, 2020.*
2nd Quarter ended September 2020.	On or before November 14, 2020.*
3rd Quarter ended December 2020.	On or before February 14, 2021.*
Financial year ending March 2021 (Audited)	On or before May 30th 2021.*

## General Meeting

Annual General Meeting for the year ended March 31, 2021 - September, 2021.\*

## Dividend

The Company has not recommended / declared any dividend for the Financial Year 2020-21.

## Listing Details:

### Equity Shares

1. BSE Limited - (BSE)  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai - 400001  
Stock Code – BSE – 500366
2. National Stock Exchange of India Limited - (NSE)  
Exchange Plaza, C-1 Block G, Bandra-Kurla Complex,  
Bandra (East), Mumbai 400051.  
Stock Code – NSE – ROLTA

The ISIN of Company's equity shares with NSDL and CDSL is INE293A01013.

## Registered Office and Corporate Headquarters:

Rolta Tower "A", Rolta Technology Park,  
MIDC-Marol, Andheri (East),  
Mumbai - 400093  
Phone: +91(22) 29266666  
Fax: + 91(22) 28365992

## Share Transfer System & address for correspondence

98.99% of the equity share capital of the Company is in electronic form. Transfer of shares are done through Depositories with no involvement of the Company. As regards, Transfer of shares in physical form, the transfer documents can be lodged with Registrar & Share Transfer Agent. The transfer documents received by the Company/Registrar & Share Transfer Agent are generally processed and transferred within 10 days from the date of receipt if the documents are complete in all respects. Authority is delegated to Certain Directors by the Board to approve transfer etc., which are noted at subsequent meeting of the Management Committee of Board of Directors. All correspondences by Shareholders should be addressed to the Registrar & Transfer Agent (R&T Agent) M/s. Link Intime India Pvt. Ltd. or at the Registered Office of the Company.

In case any shareholder is not satisfied with the response or does not get any response within reasonable period from the R & T Agent, they may approach the Company Secretary and Compliance Officer at the Registered Office/Corporate Office of the Company.

<b>R&amp;T Agent</b>	<b>Registered Office:</b>
<b>Link Intime India Pvt. Ltd</b> Unit :- Rolta India Ltd. C-101, 247 Park, L B S Marg, Vikhroli (West), Mumbai- 400 083 Tel No: 022 449186000 Fax No : 022 49186060 E : <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a>	<b>Rolta India Limited</b> Rolta Tower A, Rolta Technology Park, MIDC, Andheri (East), Mumbai- 400 093 Tel No.: 022 292 66666 Fax No.: 022 2836 5992 E : <a href="mailto:investor@rolta.com">investor@rolta.com</a>

## Designated e-mail address of investor services

The designated e-mail address of investor services is [investor@rolta.com](mailto:investor@rolta.com).

## Website

The website of the Company carries relevant information in regard to the results of the Company, dividend declared by the Company, price sensitive information (if any) and launch of new products & services by the Company. The Company's website address is [www.rolta.com](http://www.rolta.com).

## Depositories

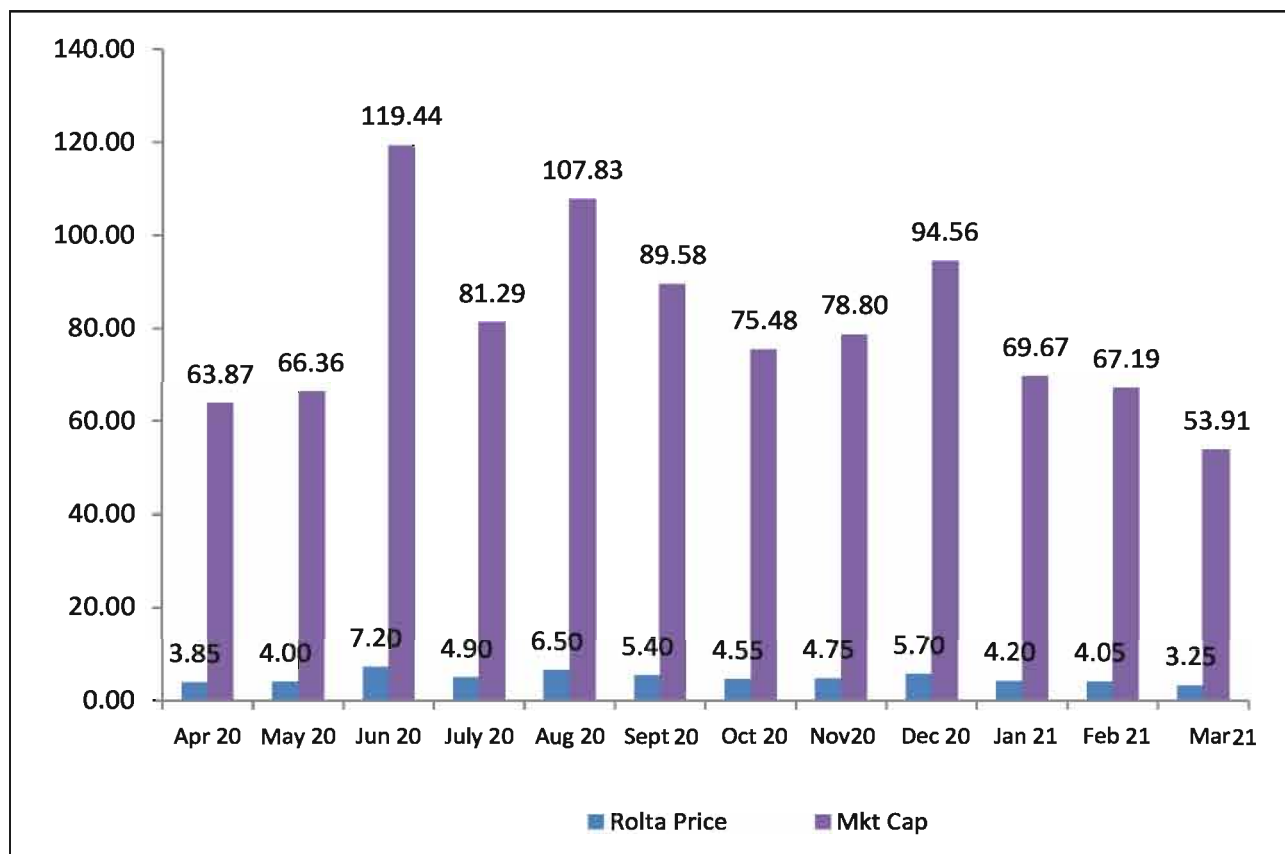
- a) National Securities Depository Ltd. (NSDL)
- b) Central Depository Services (India) Ltd. (CDSL)

**Annual Listing fees for the year 2020-21 has been paid to the Stock Exchanges.**

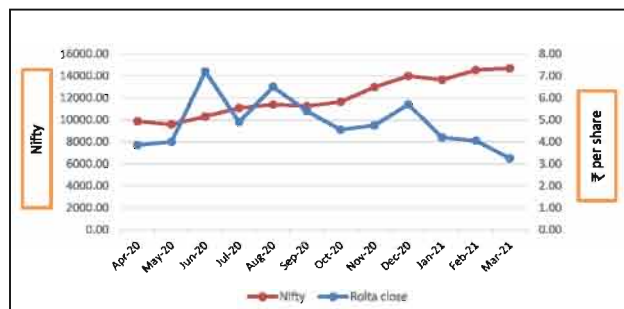
## Volume as percentage of Equity

The Company's scrip continues to enjoy good trading volumes in relevant stock exchanges offering high liquidity. Over 72% of the trading volume is on the NSE. The total number of shares traded on National Stock Exchange and BSE Limited between April 01, 2020 and March 31, 2021 was 13,84,60,127 which represents 83.46% of the Share Capital of the Company as on March 31, 2021.

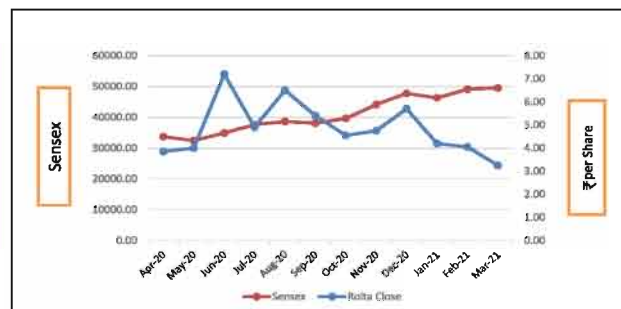
## Market Capitalization



### Performance of Rolta in Comparison to NIFTY



### Performance of Rolta in Comparison to BSE (Sensex)



### Rolta Monthly Price (BSE)

April 01, 2020 to March 31, 2021

Month	High Price	Low Price (₹)	Close Price (₹)	Avg close (₹)	Daily Avg volume
Apr-20	3.95	2.30	3.89	3.25	106966
May-20	5.20	3.70	3.94	4.21	65274
Jun-20	7.36	3.63	7.36	5.03	302540
Jul-20	7.72	4.61	4.96	5.84	129817
Aug-20	7.50	4.63	6.45	6.17	196053
Sep-20	6.33	4.69	5.40	5.71	84822
Oct-20	5.46	4.15	4.57	4.67	52334
Nov-20	4.80	4.03	4.77	4.37	84934
Dec-20	6.55	4.75	5.70	5.73	165609
Jan-21	6.70	3.79	4.20	5.43	336060
Feb-21	4.51	3.95	4.08	4.13	131156
Mar-21	4.20	3.19	3.19	3.93	200079

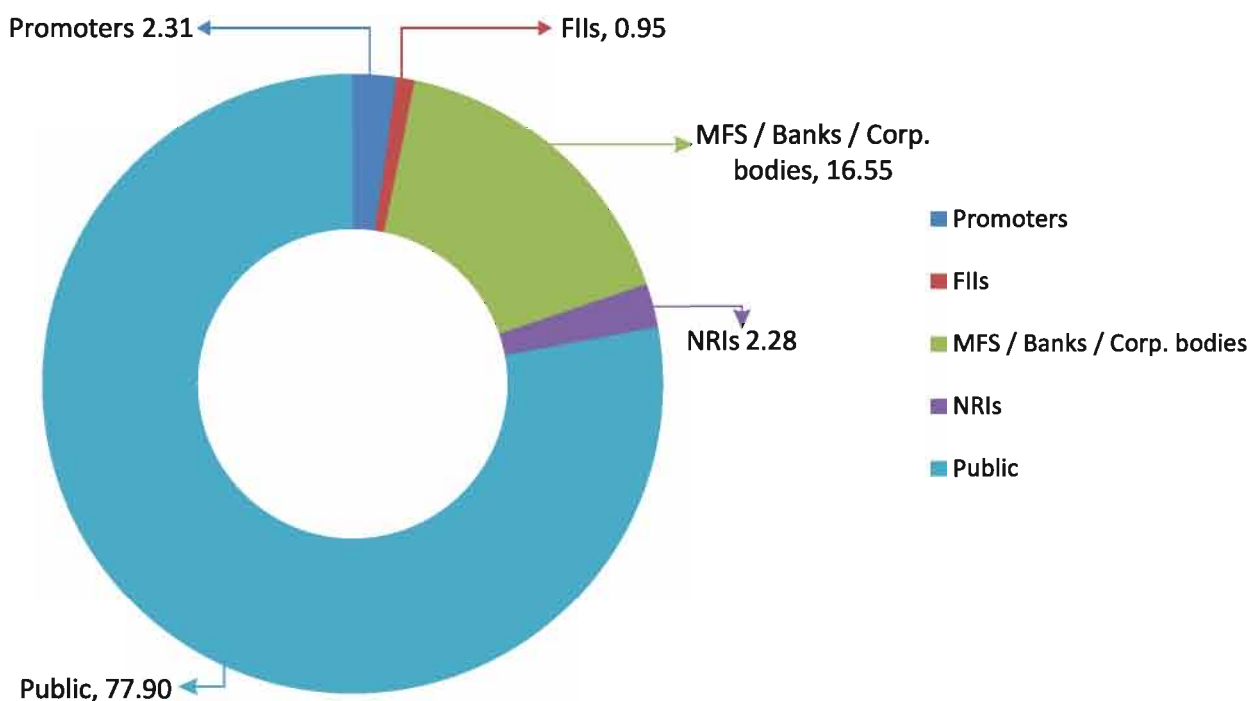
### Rolta Monthly Price (NSE)

April 01, 2020 to March 31, 2021

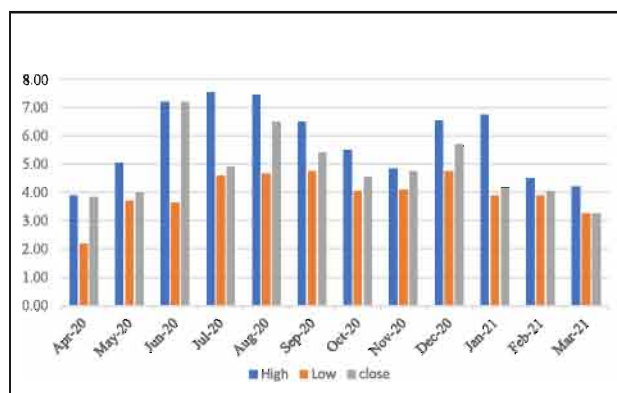
Month	High Price	Low Price (₹)	Close Price (₹)	Avg close (₹)	Daily Avg volume
Apr-20	3.90	2.20	3.85	3.09	134808
May-20	5.05	3.70	4.00	4.22	192394
Jun-20	7.20	3.65	7.20	4.97	612603
Jul-20	7.55	4.60	4.90	5.80	354476
Aug-20	7.45	4.65	6.50	4.97	612603
Sep-20	6.50	4.75	5.40	5.80	354476
Oct-20	5.50	4.05	4.55	6.15	341198
Nov-20	4.85	4.10	4.75	5.47	273109
Dec-20	6.55	4.75	5.70	5.70	409999
Jan-21	6.75	3.90	4.20	5.46	785035
Feb-21	4.50	3.90	4.05	4.12	525386
Mar-21	4.20	3.25	3.25	3.93	600434

# Shareholding Pattern

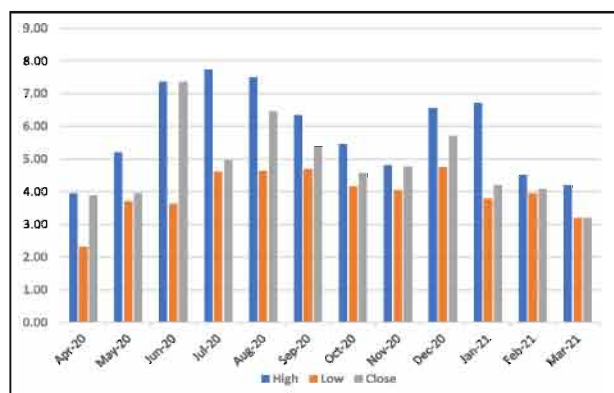
as on March 31, 2021



## NSE STOCK MARKET PRICE DATA



## BSE STOCK MARKET PRICE DATA



## Distribution Schedule as on March 31, 2021

Sr. No.	Range		Total Holders	% to Total Holders	Total Holding	% to Total Capital
1	1	500	106768	75.67	17235783	10.39
2	501	1000	15312	10.85	12649030	7.62
3	1001	2000	8766	6.21	13618311	8.21
4	2001	3000	3295	2.33	8543674	5.15
5	3001	4000	1597	1.13	5784526	3.49
6	4001	5000	1484	1.05	7086288	4.27
7	5001	10000	2126	1.51	16095756	9.70
8	10001	*****	1755	1.25	84877987	51.16
<b>TOTAL</b>			<b>141103</b>	<b>100.00</b>	<b>165891355</b>	<b>100.00</b>



## Shareholding Pattern as on March 31, 2021

Sr. No.	Category	No. of Shareholders	% Holdings
1	Promoters & Promoters Group	10	2.31
2	FIIIs/ Foreign Portfolio	3	0.95
3	NRIIs	1525	2.28
4	FIs/ MFs/ Banks/ Insurance Cos	16	13.96
5	Corporate Bodies	655	2.59
6	Public	132339	77.90
	<b>Total</b>	<b>134548</b>	<b>100.00</b>

## Shareholder Initiatives

The Company has paid a One Time Custody Fee to National Securities Depository Limited (NSDL) to pass on the benefit of reduced custody charges to its shareholders. Shareholders' queries & grievances are replied promptly. Dividend Warrants are normally mailed within a week from the date of declaration at the AGM. Members are sent at least three reminders regarding unclaimed dividend, before the same is transferred to Investor Education & Protection Fund (IEPF).

The Company has also taken certain investor-friendly initiatives to provide transparency and valuable information, such as:

Company has also put up information useful to investors, on its website as under:

- a. Annual Report
- b. Quarterly Results
  - i. Financials
  - ii. Press Release
- c. Events & Presentation
- d. Key Financial Data
- e. Share Holding Pattern

The Company continues to improve the quality of information dissemination to investors by making information available on the website as well as by making the Annual Report more transparent and investor-friendly.

Due dates for proposed seven years' Transfer of Unclaimed Dividend to IEPF as per provisions of the Section 205C of the Companies Act, 1956 / Section 124 of the Companies Act, 2013:

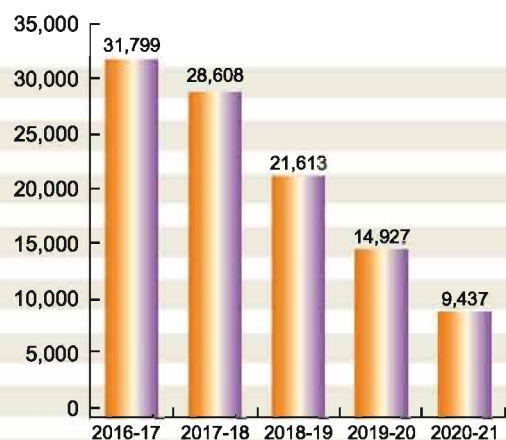
Sr. No.	Date of Declaration of Dividend at AGM held on	Dividend relates to the Financial Year	Dividend per share (₹)	Due Date for Transfer to IEPF	Unclaimed Dividend Amount (₹) (As on 31.03.2021)
1	27-09-2014	2013-14	2.25	07-11-2021	48,02,042.91
2	26-09-2015	2014-15	3.00	06-11-2022	61,76,724.00

Note: The Company has not declared dividend since the Financial Year 2015-16, hence the details thereof are not provided in the table.

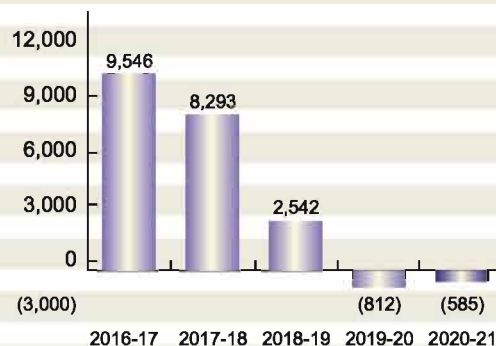
The Company had transferred a sum ₹ 70,96,106/- during the financial year 2020-21 to the Investor Education and Protection Fund established by the Central Government. The Said amount represent Unclaimed Dividend for the financial year 2012-13 with the Company for a period of 7 years from the date of payment.

# Ratios & Ratio Analysis (Consolidated)

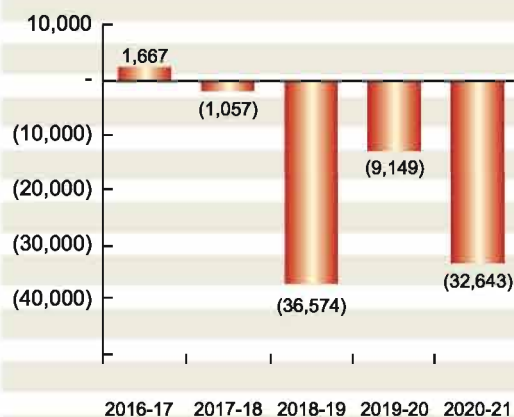
Net Revenue (In ₹ Million)



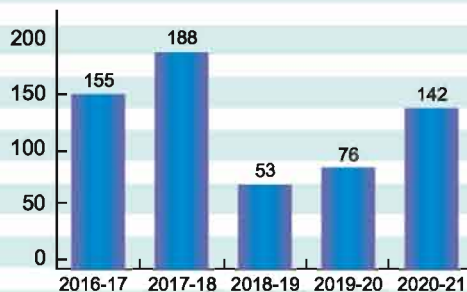
Operating Profit (In ₹ Million)



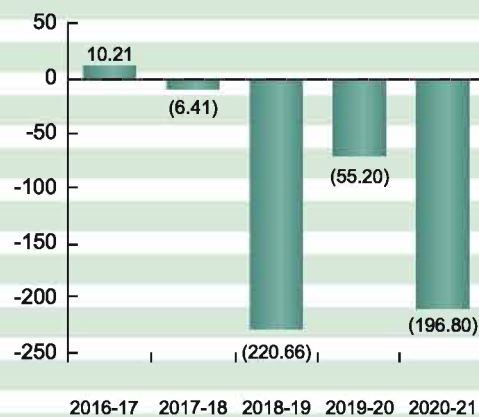
Net Profit (In ₹ Million)



Debtors Turnover (No of days)



EPS (In ₹ Million)



Book Value (In ₹ Million)

