



No. RITES/SECY/NSE

Date: 02.03.2020

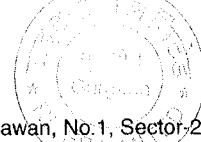
To: Listing Department, National Stock Exchange of India Limited. 'Exchange Plaza', C-1, Block G, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051	To: Corporate Relationship Department, BSE Limited, Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai - 400 001
Scrip Code- RITES	Scrip Code- 541556

Dear Sir/ Madam,

**Sub: Continual disclosure - filing of report under Regulation 7(2) (b) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended ("SEBI Insider Trading Regulations.**

This is with reference to the notice dated February 26, 2020 and letter for oversubscription dated February 27, 2020 pursuant to which, the President of India, acting through and represented by the Ministry of Railways, Government of India ("Promoter") announced an offer for sale of up to 1,25,00,000 equity shares of face value of INR 10 each ("Equity Shares") (the "Base Offer Size") of the RITES Limited (the "Company") with an option to additionally sell up to 1,25,00,000 Equity Shares (the "Oversubscription Option"), representing 10% of its total paid-up share capital, in the aggregate, on February 27, 2020, (for non-retail investors) and February 28, 2020 (for retail investors and non-retail investors who chose to carry forward their un-allotted bids) (the "OFS").

In this regard, we wish to inform you that the Promoter had exercised the Oversubscription option to the extent of 1,34,18,074 Equity Shares and have sold 1,31,99,881 Equity Shares to non-retail investors on the basis of the valid bids



received from non-Retail Investors on T day i.e. on February 27, 2020, and sold 2,18,193 Equity Shares of the Company to retail investors on T+1 day i.e. on February 28, 2020.

In compliance with Regulation 7(2)(b) of the SEBI Insider Trading Regulations, please see attached the information received under Regulation 7(2)(b) of the SEBI Insider Trading Regulations i.e. Form C. The above is being sent within two trading days of receipt of the disclosure or from becoming aware of such information.

The above is for your information and record.

Thanking You,

Yours faithfully,

For RITES Limited

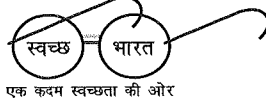
The image shows a handwritten signature in black ink, which appears to be 'Ashish Srivastava'. To the right of the signature is a circular stamp. The stamp contains the text 'गुरुगाँव' (Gurgaon) in Hindi at the top, 'Gurgaon' in English in the center, and 'RITES LIMITED' at the bottom. There are small stars on either side of the word 'Gurgaon'.

**Ashish Srivastava**

**Company Secretary & Compliance Officer**

**FCS: 5325**

**VINAY SRIVASTAVA**  
**EXECUTIVE DIRECTOR (PSU)**



भारत सरकार  
रेल मंत्रालय, (रेलवे बोर्ड)  
रेल भवन, नई दिल्ली-110001  
GOVERNMENT OF INDIA  
MINISTRY OF RAILWAYS  
(RAILWAY BOARD)  
RAIL BHAVAN, NEW DELHI-110001

Date: March 2, 2020

To,

**rites limited**  
rites bhawan  
No. 1, Sector 29  
Gurugram- 122001  
India

Dear Sir / Madam

**Sub: Filing of report under Regulation 7(2)(a) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended ("SEBI Insider Trading Regulations")**

This is with reference to the notice dated February 26, 2020 and letter for oversubscription dated February 27, 2020, pursuant to which the President of India, acting through and represented by the Ministry of Railways, Government of India ("Promoter"), announced an offer for sale of up to 1,25,00,000 equity shares of face value of INR 10 each (the "**Base Offer Size**") of the RITES Limited (the "**Company**") with an option to additionally sell up to 1,25,00,000 equity shares of face value of INR 10 each ("**Equity Shares**") of the Company (the "**Oversubscription Option**"), representing 10.00% of its total paid-up share capital, in the aggregate, on February 27, 2020, (for non-retail investors) and February 28, 2020 (for retail investors and non-retail investors who chose to carry forward their un-allotted bids) (the "**OFS**").

In this regard, we wish to inform you that we had exercised the Oversubscription option to the extent of 1,34,18,074 Equity Shares and have sold 1,31,99,881 Equity Shares to non-retail investors on the basis of the valid bids received from non-Retail Investors on T day i.e. on February 27, 2020, and sold 2,18,193 Equity Shares to retail investors on T+1 day i.e. on February 28, 2020.

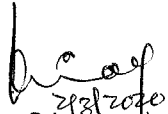
In compliance with Regulation 7(2) (a) of the SEBI Insider Trading Regulations, we are hereby notifying the Company of the information regarding disposal of the equity shares of the Company within 2 trading days of such transactions.

Enclosed is the report in the format prescribed in Form C of SEBI Insider Trading Regulations.

The above is for your information and records.

Yours sincerely,

**On behalf of the President of India**  
**Ministry of Railways, Government of India**

  
(Vinay Srivastava)  
Executive Director/PSU  
Railway Board

व्हाइट सीलिंग (वी.सी.ए.)  
Executive Director (PSU)  
रेल मंत्रालय / Ministry of Railways  
(रेलवे बोर्ड / Railway Board)

(IN TERMS OF CLAUSE 8.2(A) OF THE CODE OF INTERNAL PROCEDURES AND CONDUCT FOR PROHIBITION OF INSIDER TRADING IN DEALING WITH THE SECURITIES OF RITES LIMITED

[Regulation 7 (2) read with Regulation 6(2)]

Appendix – III (In terms of clause 8.2(a) of the Code of Internal Procedures and Conduct for Prohibition of Insider Trading in Dealing with the Securities of RITES Limited)

Details of change in holding of securities of Promoter

Name of the Company: RITES Limited

ISIN :INE320J01015

Sr. No.	Name, PAN, CIN/DIN, & address with contact nos.	Category of Person (Promoters/ KMP / Directors/Immediate relative to/others etc.)	Securities held prior to acquisition/disposal		Securities acquired/Disposed			Securities held post acquisition/disposal		Date of allotment advice/ acquisition of shares/sale of shares specify		Date of intimation to company	Mode of acquisition / disposal (on market/public / rights/preferential offer / off market/ Inter-se transfer, ESOPs etc.)	Trading in derivatives (Specify type of contract, Futures or Options etc)				Exchange on which the trade was executed				
			Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Value (in Rs.)	Transaction Type (Buy/Sale/ Pledge / Revoke/ invoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From			To	Type of contract	Contract specifications	Buy		Sell			
																	Notional Value / No. of Units Value	Notional Value / No. of Units Value				
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21		
1	The President of India acting through and represented by the Ministry of Railways Government of India ("Promoter")  PAN: N. A.  Address:RailBhawan, Raisina Road, New Delhi - 110001  Contact No. 011-23386645	Promoter	Equity Shares	19,34,65,248 equity shares (77.39% of Paid up Equity Share Capital)	Equity Shares	1,31,99,881 <sup>1</sup> Equity Shares (5.28% of Paid up Equity Share Capital)	Rs. 393,35,79,929.15 <sup>2</sup>	Offer for Sale of Equity Shares by Promoter through the stock exchange mechanism	Equity Shares	18,02,65,367 equity shares (72.11% of Paid up Equity Share Capital)	27.02.2020	27.02.2020	02.03.2020	On market through Offer For Sale through Stock Exchange Mechanism								BSE & NSE. (Trade was executed on both the exchanges.)

<sup>1</sup>The Offer for Sale was announced on February 26, 2020 for sale of upto 1,25,00,00,000 equity shares of face value of INR 10 each representing 5.00% of the total paid up equity share capital of the Company with an option to additionally sell up to 1,25,00,000 equity shares of face value of INR 10 each of the Company. The Seller had exercised the Oversubscription option to the extent of 1,34,18,074 equity shares of face value of INR 10 each. This disclosure pertains to the equity shares sold on the basis of the valid bids received from non-Retail investors on T day (i.e., February 27, 2020).


<sup>2</sup>The sale of such equity shares of the Company was carried out through the OFS Mechanism on BSE and NSE on price priority basis at multiple clearing prices. The floor price was INR 298.00 per equity share. On T day (i.e. February 27, 2020), the Seller (i.e. the President of India, acting through and represented by the Ministry of Railways) raised an aggregate amount of Rs. 393,35,79,929.15 (Gross of stock exchange transaction charges and all applicable taxes and charges).

*(Signature)*  
Executive Director (ES)  
Ministry of Railways  
Securities and Exchange Board of India

2	The President of India acting through and represented by the Ministry of Railways Government of India ("Promoter")  PAN: N. A.  Address: Rail Bhawan, Raisina Road, New Delhi - 110001  Contact No. 011-23386645	Promoter	Equity Shares	18,02,65,367 equity shares (72.11 % of Paid up Equity Share Capital)	Equity Shares	2,18,193 <sup>1</sup> equity shares (0.09% of Paid up Equity Share Capital)	Rs. 6,32,82,347.15 <sup>2</sup>	Offer for Sale of Equity Shares by Promoter through the stock exchange mechanism	Equity Shares	18,00,47,174 equity shares (72.02 % of Paid up Equity Share Capital)	28.02.2020	28.02.2020	02.03.2020	On market through Offer For Sale through Stock Exchange Mechanism	-	-	-	-	-	-	BSE & NSE. (Trade was executed on both the exchanges.)
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<sup>1</sup>The Offer for Sale was announced on February 26, 2020 for sale of upto 1,25,00,000 equity shares of face value of INR 10 each representing 5.00% of the total paid up equity share capital of the Company with an option to additionally sell up to 1,25,00,000 equity shares of face value of INR 10 each of the Company. This disclosure pertains to the equity shares sold on T+1 day (i.e., February 28, 2020) on the basis of the valid bids received from the retail investors.

<sup>2</sup>The sale of such equity shares of the Company was carried out through the OFS Mechanism on BSE and NSE on price priority basis at multiple clearing prices. The floor price was INR 298.00 per equity share. On T+1 day (i.e. February 28, 2020), the Seller (i.e. the President of India, acting through and represented by the Ministry of Railways) raised an aggregate amount of Rs.6,32,82,347.15 (Gross of stock exchange transaction charges and all applicable taxes and charges).

  
 केंद्रीय मंत्री (रेलवे)  
 केंद्रीय मंत्रालय (पीएच)  
 रेल मंत्रालय / Ministry of Railways  
 रेल बोर्ड / Railway Board  
 नई दिल्ली / New Delhi