

No. RITES/SECY/NSE

Date: September 18, 2024

To Listing Department, National Stock Exchange of India Limited, Exchange Plaza, C-1, Block G, Bandra - Kurla Complex, Bandra (E), Mumbai – 400051	To Corporate Relationship Department, BSE Limited, Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai - 400 001
<b>Scrip Code-</b> RITES	<b>Scrip Code-</b> 541556

**Sub: Clarifications on delayed Submission of the Proceedings of 50<sup>th</sup> Annual General Meeting of the Company**

Dear Sir/Madam,

With reference to the captioned subject and an email received from Listing Compliance Monitoring Team of BSE Limited dated September 18, 2024 seeking clarifications on delayed submissions of the proceedings of 50<sup>th</sup> Annual General Meeting (AGM) of the Company convened on 12<sup>th</sup> September, 2024 at 11:00 A.M. through video conferencing (VC) and Other Audio Visual Means (OAVM) facility. The Meeting commenced at 11:00 A.M. (IST) and concluded at 12:51 P.M. (IST). The facility for e-voting remained open till 4:00 PM after conclusion of the meeting to enable the members to cast their vote and the meeting concluded at 12:51 PM(IST)

We would like to submit that due to the short business hours available there was an inadvertent delay in submission of proceedings of Annual General Meeting (AGM) held on 12<sup>th</sup> September, 2024. The Company had submitted the proceedings of AGM within 24 hours instead of 12 hours.

We would like to emphasize that this error was unintentional and does not reflect any misinformation about our Company. We understand the importance of accurate and timely reporting, and we sincerely apologize for any confusion this may have caused.

Further, as directed we are resubmitting the proceedings of 50<sup>th</sup> Annual General Meeting along with this clarification regarding delay in submission.

We apologize for any inconvenience caused and appreciate your understanding in this matter.

Kindly take the same on record and oblige.

Thanking you

Yours faithfully,  
For **RITES Limited**

**Ashok Mishra**  
Company Secretary & Compliance Officer  
Membership No.: F6411

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कॉर्पोरेट कार्यालय: शिखर, प्लॉट नं. 1, सेक्टर-29, गुरुग्राम-122 001 (भारत), **Corporate Office:** Shikhar, Plot No.1, Sector-29, Gurugram-122 001 (INDIA)  
पंजीकृत कार्यालय: स्कोप मीनार, लक्ष्मी नगर, दिल्ली-110 092 (भारत), **Registered Office:** SCOPE Minar, Laxmi Nagar, Delhi- 110 092 (INDIA)  
दूरभाष (Tel.): (0124) 2571666, फ़ैक्स (Fax): (0124) 2571660, ई.मेल (E-mail) info@rites.com वेबसाइट (Website): www.rites.com

**CIN: L74899DL1974GOI007227**



## **PROCEEDINGS OF 50<sup>th</sup> ANNUAL GENERAL MEETING OF RITES LIMITED**

The 50<sup>th</sup> Annual General Meeting (AGM) of the members of the Company was held on Thursday, 12<sup>th</sup> September, 2024, at 11:00 AM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Shri Rahul Mithal, Chairman and Managing Director, chaired the meeting.

The number of shareholders as on the cut-off date i.e. 06<sup>th</sup> September, 2024 were 3,23,605.

182 (One Hundred Eight Two) members including 1 Nominee of Hon'ble President of India, joined the meeting.

Shri Ashok Mishra, Company Secretary, welcomed the shareholders and explained the procedure of the meeting.

Thereafter, Chairman called the meeting to order as requisite quorum was present. The Chairman introduced the President's Nominee, Directors, Statutory Auditor, Secretarial Auditor and Scrutinizer.

The Chairman informed that in accordance with notifications and guidelines issued by Ministry of Corporate Affairs and Securities and Exchange Board of India, the AGM was conducted through VC/OAVM.

The Company Secretary then informed the members that the Report of Board of Directors, the Audited Accounts for the financial year ended on 31<sup>st</sup> March, 2024 (Standalone and Consolidated) and the Notice convening the 50<sup>th</sup> AGM were taken as read as the same had already been circulated to the members. As there were no qualifications in the Statutory Audit Report, it was not required to be read.

The Company Secretary informed the members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company had extended the remote e-voting facility to the members of the company in respect of the resolutions to be passed at the meeting.

The remote e-voting commenced at 9.00 A.M. on Monday, 9<sup>th</sup> September, 2024 and ended at 5.00 P.M. on Wednesday, 11<sup>th</sup> September, 2024. The Chairman informed the members that the facility for voting through e-voting system was made available during the meeting for members who had not cast their vote prior to the meeting.

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The Company had appointed CS Deepak Kumar, Partner of M/s Akhil Rohtagi & Co., Practicing Company Secretaries, as the scrutiniser for the purpose of scrutinising the process of remote e-voting held prior and e-voting during the AGM.

On the invitation of the Chairman, Members who had registered themselves as speakers, addressed the meeting through VC/OAVM and sought clarifications on the company's accounts and business. The Chairman responded to the queries of the members and provided clarifications.

Thereafter, the following resolutions as set out in the Notice convening the 50<sup>th</sup> Annual General Meeting were proposed and request was made to the Shareholders, who have not voted through remote e-voting, to cast their vote during the meeting:

Sr. No.	Particulars	Type of Resolution
<b>Ordinary Business</b>		
1	To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year ended March 31, 2024 along with the Directors' Report and Auditor's Report thereon.	Ordinary Resolution
2	To confirm the first, second and third interim dividend declared in the FY 2023-24 and to declare final dividend on equity shares for the financial year ended March 31, 2024.	Ordinary Resolution
3	To appoint a Director in place of Shri Arun Kumar Singh (DIN: 09747776) Director (Projects), who retires by rotation as Director and being eligible, offers himself for re-appointment.	Ordinary Resolution
4	To appoint a Director in place of Dr. Deepak Tripathi (DIN: 10090267) Director (Technical), who retires by rotation as Director and being eligible, offers himself for re-appointment.	Ordinary Resolution
5	To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors to be appointed by the Comptroller & Auditor General of India for the FY 2024-25, in terms of the provisions of Section 142 of the Companies Act, 2013.	Ordinary Resolution
<b>Special Business</b>		
6	To appoint Shri Shailendra Singh (DIN: 07083410), as Government Nominee Director liable to retire by rotation.	Ordinary Resolution
7	To Alter the Articles of Association of the Company.	Special Resolution

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राइट्स लिमिटेड  
(भारत सरकार का प्रतिष्ठान)  
**RITES LIMITED**  
(Schedule 'A' Enterprise of Govt. of India)

8	To increase the Authorised Share Capital of the Company and consequential amendment in the Memorandum of Association of the Company.	Ordinary Resolution
9	To Issue Bonus Shares by way of Capitalisation of Reserves.	Ordinary Resolution

The Company Secretary announced for voting to be taken electronically (e-voting) and informed that the e-voting results along with the consolidated Scrutinizer's Report shall be informed to Stock Exchanges and be placed on the website of the Company, Central Depository Services (India) Limited ("CDSL") and Stock Exchanges. The facility for e-voting remained open till 4:00 PM after conclusion of the meeting to enable the members to cast their vote and the meeting concluded at 12:51 PM(IST).

**For RITES Limited**

**Ashok Mishra**  
**Company Secretary & Compliance Officer**  
**Membership No.: F6411**

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