

No. RITES/SECY/NSE

Date: August 16, 2022

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

Sub: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") — Proceedings of the 48th Annual General Meeting

Dear Sir/ Madam,

Pursuant to Regulation 30 of the Listing Regulations, we are submitting herewith the summary of proceedings of 48th Annual General Meeting ("AGM") of the Company held on Friday, September 16, 2022, at 11:00 AM and concluded at 12:13 PM through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

Kindly take this information on record and acknowledge the same.

Thanking You,

Yours faithfully,
For RITES Limited

Joshit Ranjan Sikidar
Company Secretary & Compliance Officer
Membership No.: A32442

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PROCEEDINGS OF 48th ANNUAL GENERAL MEETING OF RITES LIMITED

The 48th Annual General Meeting (AGM) of the members of the Company was held on Friday, 16th September 2022, at 11:00 AM through Video Conference (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., 12th August 2022 were 1,02,179 and as on record date i.e., 9th September 2022 were 98,341.

The details of number of shareholders present in the meeting are as follows:

Category	Promoter and Promoter Group	Public	Total
In Person (Through VC)	1 (One)	125 (One Hundred Twenty Five)	126 (One Hundred Twenty Six)
Through proxy/ Authorized Representative	Nil	Nil	Nil
Total	1(One)	125 (One Hundred Twenty Five)	126 (One Hundred Twenty Six)

Shri Joshit Ranjan Sikidar, 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 Directors, key Managerial Personnel, and the Invitees present at the meeting.

The Chairman informed that this year too in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms, the AGM was conducted through VC / OAVM. This meeting has been convened and being conducted in

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accordance with the circulars and notifications issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI).

The Chairman informed that the Company had tied up with M/s Link Intime India Private Limited to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility.

The Company Secretary then informed the Members that the Report of Board of Directors, the Accounts for the financial year ended on 31st March 2022 and the Notice convening the 48th 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 Tuesday, 13th September 2022 and ended at 5.00 p.m. on Thursday, 15th September 2022. 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.

The Company had appointed Mr. Deepak Kumar, Partner of M/s Akhil Rohatgi & Company, 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 businesses. The Chairman responded to the queries of the Members and provided clarifications.

Thereafter, the following resolutions as set out in the Notice convening the 48th 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:

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Sr. No.	Particulars	Type of Resolution
Ordinary Business		
1	To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year ended 31 st March 2022 along with the Reports of Board of Directors and Auditors thereon.	Ordinary Resolution
2	To confirm the first, second and third interim dividend declared in the Financial Year 2021-22 and to declare final dividend on equity shares for the Financial Year ended on 31 st March 2022.	Ordinary Resolution
3	To appoint a Director in place of Shri Bibhu Prasad Nayak, Director Finance (DIN: 08197975), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
4	To appoint a Director in place of Shri Anil Vij, Director Technical (DIN: 07145875), who retires by rotation 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 Financial Year 2022-23, in terms of the provisions of section 142 of the Companies Act, 2013.	Ordinary Resolution

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

Thereafter, the Company Secretary announced for voting to be taken electronically (e-voting) and requested Mr. Deepak Kumar, the Scrutiniser for the orderly conduct of the Voting.

He further 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, M/s Link Intime India Private Limited and Stock Exchanges. The meeting concluded at 12:13 PM and thereafter e-voting remained open for 15 minutes.

Post completion of the Annual General Meeting, after scrutiny of votes, the Scrutiniser submitted his Report. As per the report submitted by the Scrutiniser considering the consolidated results of the remote e-voting held prior and e-voting during the AGM, all resolutions (Ordinary) embodied in the Notice of Annual General Meeting dated 28th July 2022 were passed with the requisite majority.

For RITES Limited

(Joshit Ranjan Sikidar)
Company Secretary & Compliance Officer
Membership No: A32442

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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)
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