

No. RITES/SECY/NSE

Date: September 15, 2023

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 49th Annual General Meeting

Dear Sir/ Madam,

Pursuant to Regulation 30 of the Listing Regulations, we are submitting herewith the summary of proceedings of 49th Annual General Meeting ("AGM") of the Company held on Friday, September 15, 2023, at 11:00 AM and concluded at 12:14 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

Nikhil Agarwal
Company Secretary & Compliance Officer
Membership No.: A42626

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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 49th ANNUAL GENERAL MEETING OF RITES LIMITED

The 49th Annual General Meeting (AGM) of the members of the company was held on Friday, 15th September 2023, at 11:00 AM 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., 11th August 2023 were 1,25,015 and as on record date i.e., 8th September 2023 were 1,33,969.

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)	67 (Sixty Seven)	68 (Sixty Eight)
Through proxy/ Authorized Representative	Nil	Nil	Nil
Total	1 (One)	67 (Sixty Seven)	68 (Sixty Eight)

Shri Nikhil Agarwal, 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 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 Chairman informed that the Company had tied up with 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 Chairman then informed the members that the Report of Board of Directors, the Audited Accounts for the financial year ended on 31st March 2023 (Standalone and Consolidated) and the Notice convening the 49th AGM were taken as read as the

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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 Chairman 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, 12th September 2023 and ended at 5.00 p.m. on Thursday, 14th September 2023. 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. Sachin Agarwal, Partner of M/s Agarwal S. & Associates, 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 49th 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
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 2023 along with the Director's Report and Auditor's Report thereon	Ordinary Resolution
2	To confirm the first, second and third interim dividend declared in the FY 2022-23 and to declare final dividend on equity shares for the financial year ended 31 st March 2023	Ordinary Resolution

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3	To appoint a Director in place of Shri Sandeep Jain (DIN: 09435375), the Government Nominee Director, who retires by rotation as Director and being eligible, offers himself for re-appointment.	Ordinary Resolution
4	To appoint a Director in place of Shri Raj Kumar Mangla (DIN: 09533985), the Government Nominee Director, 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 Financial Year 2023-24, in terms of the provisions of section 142 of the Companies Act, 2013.	Ordinary Resolution
Special Business		
6	To appoint Shri Deepak Tripathi (DIN: 10090267), as Director (Technical)	Ordinary Resolution
7	To appoint Shri Krishna Gopal Agarwal (DIN: 10239667), as Director (Finance)	Ordinary Resolution

Thereafter, the Company Secretary announced for voting to be taken electronically (e-voting) and requested Mr. Sachin Agarwal, 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, Link Intime India Private Limited and Stock Exchanges. The meeting concluded at 12:14 P.M after being open for 15 minutes for e-voting to be completed.

For RITES Limited

Nikhil Agarwal
Company Secretary & Compliance Officer
Membership No: A42626

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