

No. RITES/SECY/NSE

Date: September 23, 2025

<p>To लिस्टिंग विभाग, नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड, एक्सचेंज प्लाजा, सी -1, ब्लॉक जी, बांद्रा - कुर्ला कॉम्प्लेक्स, बांद्रा (पूर्व), मुंबई - 400051</p> <p>Listing Department, National Stock Exchange of India Limited, Exchange Plaza, C-1, Block G, Bandra - Kurla Complex, Bandra (E), Mumbai - 400051</p>	<p>To कॉर्पोरेट संबंध विभाग, बीएसई लिमिटेड, रोटुंडा बिल्डिंग, पी जे टावर्स, दलाल स्ट्रीट, फोर्ट, मुंबई - 400 001</p> <p>Corporate Relationship Department, BSE Limited, Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai - 400 001</p>
Symbol- RITES	Scrip Code- 541556

विषय: 23 सितंबर, 2025 को आयोजित कंपनी की 51वीं वार्षिक आम बैठक की कार्यवाही

Subject: Proceedings of 51st Annual General Meeting of the Company held on September 23, 2025

Dear Sir/ Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the summary of proceedings of 51st Annual General Meeting of the Company held through Video Conferencing/ Other Audio-Visual Means at 11:00 AM (IST) on Tuesday, September 23, 2025.

This is for your information and records.

Thanking you.

Yours sincerely,
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 51ST ANNUAL GENERAL MEETING OF RITES LIMITED

The 51st Annual General Meeting (AGM) of the members of the Company was held on Tuesday, 23rd September, 2025, 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. 17th September, 2025 were 408189.

194 (One Ninety-Four) members including 1 Nominee of Hon'ble President of India were present in the meeting.

Shri Ashok Mishra, Company Secretary explained the procedure of the AGM to the shareholders of the Company.

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 Company Secretary 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 Financial Statements for the financial year ended on 31st March, 2025 (Standalone and Consolidated) and the Notice convening the 51st 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 taken as read. Further, the Comptroller & Auditor General of India has also given 'Nil' comments on the audited (standalone & consolidated) financial statements of the Company for the financial year 2024-25. The Secretarial Audit Report contains observations w.r.t appointment of requisite number of Independent Directors (including Women Independent Director) on the Board of the Company and separate meeting of Independent Directors. The Secretarial Audit Report and Management Reply is self-explanatory.

The Company Secretary informed the members that pursuant to the provisions of the Companies Act, 2013 read with Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting and e-voting during the AGM 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. (IST) on Saturday, 20th September, 2025 and ended at 5.00 P.M. (IST) on Monday, 22nd September, 2025. The Company Secretary informed the members that the facility for voting through e-voting system

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was made available during the meeting for members who had not cast their vote prior to the meeting.

The Company had appointed CS Mukesh Chand Jain, Proprietor, M/s JMC & Associates, Company Secretaries, as the scrutinizer for the purpose of scrutinizing the process of remote e-voting 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 performance 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 51st 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 March 31, 2025 along with the Directors' Report and Auditor's Report thereon.	Ordinary Resolution
2	To confirm the payment of first, second and third interim dividend declared in the FY 2024-25 and to declare final dividend on equity shares for the financial year ended March 31, 2025.	Ordinary Resolution
3	To appoint a Director in place of Shri Krishna Gopal Agarwal (DIN: 10239667) Director (Finance), who retires by rotation as Director and being eligible, offers himself for re-appointment.	Ordinary Resolution
4	To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors to be appointed by the Comptroller and Auditor General of India for the financial year 2025-26.	Ordinary Resolution
Special Business		
5	To appoint Shri Likha Togu (DIN: 09470640), as an Independent Director of the Company.	Special Resolution
6	To appoint Shri Rajbir Sharma (DIN: 11105411), as an Independent Director of the Company.	Special Resolution
7	To appoint Dr. Dineshananda Goswami (DIN: 09394294), as an Independent Director of the Company.	Special Resolution
8	To appoint Smt. Purnima Kerketta (DIN: 11192904), as an Independent Director of the Company.	Special Resolution
9	To alter the Articles of Association of the Company.	Special Resolution

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10	To approve the appointment of M/s Agarwal S & Associates, Company Secretaries as Secretarial Auditor of the Company.	Ordinary Resolution
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The Company Secretary made announcement 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, National Securities Depository Limited (NSDL) and Stock Exchanges. The facility for e-voting remained open for an hour after conclusion of the AGM to enable the members to cast their vote and the meeting concluded at 12.27 PM (IST).

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