AKHIL ROHATGI
M.Com. L.L.B. F.C.S.

AKHIL ROHATGI & COMPANY.
Company Secretaries
21, Shamnath Marg, Civil Lines,
Delhi – 110054.
Phone : 23926504, 9810690633
Email : rohatgi_co_secy@yahoo.co.in

Date: 15/04/2019

To
The Board of Directors,
RITES Limited
Scope Minar, Laxmi Nagar
Delhi-110092

Sub : Reconciliation of Share Capital Audit Report for the quarter ended 31st March, 2019

Ref :

Company Registration Number	: 55-007227
CIN	: L74899DL1974GOI007227
Authorised Capital	: Rs.3,00,00,00,000.00 (30,00,00,000 equity shares of Rs. 10 each)
ISIN Number	: INE320J01015

Dear Sir,

We have examined the Register of Members, beneficiary details furnished by the Depositories and other records / documents maintained by M/s RITES Limited (hereinafter referred to as 'the Company') and its Registrars and Share Transfer Agents, M/s. Link Intime India Private Limited, for issuing Reconciliation of Share Capital Audit Report.

In our opinion and to the best of our knowledge and according to the information and explanations given to us and based on such verification as considered necessary, we hereby submit our Reconciliation of Share Capital Audit Report as per Annexure 'A'.

Place: Delhi
Date : 15th April, 2019

For Akhil Rohatgi & Company
Company Secretaries

Akhil Rohatgi
Company Secretary in Practice
FCS No.: 1600,
CP No.: 2317

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Annexure 'A'

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

1	For Quarter Ended	31st March, 2019
2	ISIN	INE320J01015
3	Face Value of Share	Rs. 10/- each
4	Name of the Company	RITES Limited (CIN: L74899DL1974GOI007227)
5	Registered Office Address	RITES Limited Scope Minar, Laxmi Nagar Delhi-110092.
6	Correspondence Address	RITES Ltd. RITES BHAWAN, Plot No. 1, Sector 29, Gurgaon-122001.
7	Telephone & Fax Nos.	Tel.Nos. 0124-2818639 Fax No. 0124-2571660
8	Email address	ashish.srivastava@rites.com
9	Names of the Stock Exchanges where the company's securities are listed	The BSE Ltd., Mumbai. National Stock Exchange of India Ltd., Mumbai

		Number of shares	% of total Issued Capital
10	Issued capital (number of shares)	20,00,00,000	--
11	Listed capital	20,00,00,000	100.00
12	Held in dematerialized form in CDSL	37,80,710	1.89
13	Held in dematerialized form in NSDL	19,62,19,252	98.11
14	Physical	38	0.00
15	Total no. of shares (12+13+14)	20,00,00,000	100.00

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16 Reasons for difference between (10 &11), (10 & 15) & (11 & 15), if any. N.A.

17 Certifying the details of changes in Share Capital during the quarter under consideration. NA

Particulars	No. of Shares	Applied / Not Applied for Listing.	Whether intimated to CDSL	Whether intimated to NSDL	In-principle Approval pending for stock exchange(specify names)

18 Register of Members is updated (Yes/No) Yes

19 Reference of previous quarter with regards to excess dematerialized shares, if any N.A.

20 Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not reason why? N.A.

21

Demat Requests	No. of requests	No. of Shares Involved	Reasons of Delay/Remarks
1. Total No. of demat requests			
a. Confirmed within 15 Days	Nil	Nil	---
b. Pending for more than 15 days	Nil	Nil	---
c. In Process	Nil	Nil	—
d. Rejected	Nil	Nil	---

22 Name, Telephone & Fax No. of the Compliance Officer of the Company. Mr. Ashish Srivastava
Company Secretary &
Compliance Office
Tel.Nos.0124-2818639
Fax No. 0124-2571660

Akhil Rohatgi & Co. 21 Shamnath Marg, Civil Lines, Delhi-54 Company Secretaries

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23	Name, Address, Tel. & Fax No. of the Auditor	Akhil Rohatgi & Co. Company Secretaries 21, Alipur Road, Civil Lines Delhi –110 054. Tel. No.: 011-23926504 Mob. No.: 09810690633
24	Appointment of common agency for Share Registry work	M/s. Link Intime India Pvt. Ltd. C-101, 247 Park, L.B.S. Marg, Vikroli West Mumbai-400083 Mumbai@linkintime.co.in
25	Any other detail that the Auditors may like to provide	---------

Place: Delhi
Date : 15th April, 2019

For Akhil Rohatgi & Company
Company Secretaries

CS Akhil Rohatgi
Company Secretary in Practice
FCS No.: 1600,
CP No.: 2317

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Annexure - A

REGISTER MAINTAINED BY THE COMPANY

1. Register of Members under Section 88(1)(a)
2. Minutes Book of Meetings of Board of Directors.
3 Minutes Book of Meetings of Audit Committee.
4. Minutes Book of Meetings of Project Investment Committee.
5. Minutes of Meeting of Risk Management Committee
6 Minutes Book of Meetings of Shareholders
7 Register of Contracts or Arrangements in which Directors are interested under section 189 of the Act.
8. Register of Contracts or Arrangements with related Party with respect to transactions to which section 188 applies
9. Register of Directors &, Key Managerial Personnel u/s 170(1)
10. Register of Loan , Guarantee, Security and Acquisition made by the Company under section 186(9)
11. Register of Investments not held by the Company in its own name u/s 187(2).
12. Register of Director's Attendance.
13. Register of Shareholder's Attendance
14. Register of Attendance of Member's of Audit Committee.
15. Register of Transfer of Shares.
16. Seal Book.
17. Register of Dividend.
18 Register of Charges under Section 85