RITES
THE INFRASTRUCTURE PEOPLE

आज़ादी का अमृत महोत्सव

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

No. RITES/SECY/NSE

Date: January 18, 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: Quarterly Compliance Report on Corporate Governance for the 3rd quarter and nine months ended on 31st December, 2022

Dear Sir/Madam,

We are enclosing quarterly compliance report on Corporate Governance for the 3rd quarter and nine months ended on 31st December, 2022.

This is as per Regulation 27(2) of the SEBI (LODR) Regulations 2015.

Kindly take the same on record.

Thanking You,

Yours faithfully,
For RITES Limited

Joshit Ranjan Sikidar

Company Secretary & Compliance Officer
Membership No.: A32442

General information about company	
Scrip code	541556
NSE Symbol	RITES
MSEI Symbol	NOTLISTED
ISIN	INE320J01015
Name of the entity	RITES LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	31-12-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory	
Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	Yes

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	RAHUL MITHAL	AAFPM5051Q	07610499	Executive Director	Chairperson	CEO-MD	02-06-1967	No				Active	NA		07-10-2021	09-04-2022		60	1	0	0	0		
2	Mr	ARUN KUMAR SINGH	ABZPS7783C	09747776	Executive Director	Not Applicable		16-02-1967	No				Active	NA		26-09-2022	19-12-2022		54	1	0	0	0		
3	Mr	ANIL VIJ	AADPV3843P	07145875	Executive Director	Not Applicable		04-02-1963	No				Active	NA		04-11-2019	29-09-2021		40	1	0	1	0		
4	Mr	BIBHU PRASAD NAYAK	ABJPN3499C	08197975	Executive Director	Not Applicable		01-08-1963	No				Active	NA		07-11-2019	28-08-2020		45	1	0	1	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	SANDEEP JAIN	ACEPJ9448F	09435375	Non-Executive - Nominee Director	Not Applicable		21-08-1968	No				Active	NA		17-12-2021	09-04-2022		0	1	0	1	0		
6	Mr	RAJ KUMAR MANGLA	ACZPM6266B	09533985	Non-Executive - Nominee Director	Not Applicable		24-02-1964	No				Active	NA		14-03-2022	10-06-2022		0	1	0	0	0		
7	Mrs	GODAWARI MISHRA	CDOPM0354A	09394545	Non-Executive - Independent Director	Not Applicable		11-09-1958	No				Active	NA		10-11-2021	09-04-2022		36	1	1	1	0		
8	Mr	DINESHANANDA GOSWAMI	ACBPG3754C	09394294	Non-Executive - Independent Director	Not Applicable		21-10-1958	No				Active	NA		11-11-2021	09-04-2022		36	1	1	0	1		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	LAXMAN TAMMANNA TAPASHI	ABQPT7291M	01838521	Non-Executive - Independent Director	Not Applicable		01-08-1963	No				Active	NA		10-11-2021	09-04-2022		36	1	1	0	1		
10	Mr	LIKHA TOGU	AHWPT3190P	09470640	Non-Executive - Independent Director	Not Applicable		04-01-1974	No				Active	NA		21-01-2022	09-04-2022		36	1	1	1	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09394294	DINESHANANDA GOSWAMI	Non-Executive - Independent Director	Chairperson	17-12-2021		
2	07145875	ANIL VIJ	Executive Director	Member	01-08-2022		
3	09394545	GODAWARI MISHRA	Non-Executive - Independent Director	Member	17-12-2021		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09394545	GODAWARI MISHRA	Non-Executive - Independent Director	Chairperson	17-12-2021		
2	01838521	LAXMAN TAMMANNA TAPASHI	Non-Executive - Independent Director	Member	17-12-2021		
3	09435375	SANDEEP JAIN	Non-Executive - Nominee Director	Member	17-12-2021		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01838521	LAXMAN TAMMANNA TAPASHI	Non-Executive - Independent Director	Chairperson	17-12-2021		
2	08197975	BIBHU PRASAD NAYAK	Executive Director	Member	13-11-2019		
3	09435375	SANDEEP JAIN	Non-Executive - Nominee Director	Member	17-12-2021		
4	09470640	LIKHA TOGU	Non-Executive - Independent Director	Member	31-01-2022		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09394294	DINESHANANDA GOSWAMI	Non-Executive - Independent Director	Chairperson	01-08-2022		
2	08197975	BIBHU PRASAD NAYAK	Executive Director	Member	13-11-2019		
3	09470640	LIKHA TOGU	Non-Executive - Independent Director	Member	31-01-2022		
4	09747776	ARUN KUMAR SINGH	Executive Director	Member	10-11-2022		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09533985	RAJ KUMAR MANGLA	Non-Executive - Nominee Director	Chairperson	28-07-2022		
2	08197975	BIBHU PRASAD NAYAK	Executive Director	Member	28-07-2022		
3	07145875	ANIL VIJ	Executive Director	Member	17-12-2021		
4	01838521	LAXMAN TAMMANNA TAPASHI	Non-Executive - Independent Director	Member	10-11-2021		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	28-07-2022				Yes	10	10	4
2	16-09-2022		49		Yes	9	9	4
3	26-09-2022		9		Yes	9	8	4
4		10-11-2022	44		Yes	10	10	4

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	28-07-2022				Yes	3	3	2	0
2	Audit Committee	15-09-2022	48			Yes	3	3	2	0
3	Audit Committee	10-11-2022	55			Yes	3	3	2	0
4	Nomination and remuneration committee	28-07-2022				Yes	3	3	2	0
5	Nomination and remuneration committee	15-09-2022	48			Yes	3	3	2	0
6	Nomination and remuneration committee	26-09-2022	10			Yes	3	2	2	0

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Nomination and remuneration committee	10-11-2022	44			Yes	3	3	2	0
8	Corporate Social Responsibility Committee	27-07-2022				Yes	3	3	1	0
9	Corporate Social Responsibility Committee	09-11-2022	104			Yes	4	3	1	0
10	Risk Management Committee	27-07-2022				Yes	4	4	2	0
11	Risk Management Committee	09-11-2022	104			Yes	3	3	2	0
12	Stakeholders Relationship Committee	27-07-2022				Yes	4	3	2	0
13	Stakeholders Relationship Committee	09-11-2022	104			Yes	4	3	2	0

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	No
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	JOSHIT RANJAN SIKIDAR
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	JOSHIT RANJAN SIKIDAR
Designation of person	Company Secretary and Compliance Officer
Place	GURUGRAM
Date	17-01-2023