

IN THE NATURE OF ABRIDGED PROSPECTUS – MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS (RHP)

BIDDER'S UNDERTAKING AND CONFIRMATION FOR BID CUM APPLICATION FORM

(IN CASE OF A JOINT APPLICATION, THE CONFIRMATIONS, AUTHORIZATIONS, UNDERTAKINGS AND REPRESENTATIONS MADE BY THE FIRST APPLICANT WILL BE DEEMED TO HAVE BEEN MADE ON BEHALF OF ALL JOINT APPLICANTS. THE FIRST APPLICANT SHALL BE LIABLE FOR ALL THE OBLIGATIONS ARISING OUT OF THE OFFER OF EQUITY SHARES.)

On the basis of the Red Herring Prospectus dated June 4, 2018 filed with Registrar of Companies, National Capital Territory of Delhi and Haryana at Delhi, which shall be read along with the Corrigendum dated June 11, 2018 (together the Red Herring Prospectus and the Corrigendum are referred to as the "RHP"), General Information Document (the "GID") for investing in the public offer studied the attached details as per the Abridged Prospectus, I/we hereby apply for allotment to me/us of the Equity Shares in the Offer upto my/our Bids for maximum number of Equity Shares at or above the Offer Price, to be discovered through Book Building Process. I/We hereby confirm that I am/we are eligible persons to invest in this Offer in accordance with applicable laws. The amount payable on Bidding has been blocked with SCSB. I/We agree to accept the Equity Shares Bid for, or such lesser number as may be allotted to me/us subject to the terms of the RHP, the Bid cum Application Form, the Abridged Prospectus, GID and other applicable laws. I/We undertake that I/we will sign all such other documents and do all such acts, if any, necessary on my/our part to enable me/us to be registered as the holder(s) of the Equity Shares which may be allotted and to register my/our address as given in the depository records and to place my/our name on the register of members of the Company. I/We note that in case of QIB Bidders, the (i) SCSBs and (ii) the BRLMs and their affiliate Syndicate Members (only in the Specified Locations) have the right to reject Bids at the time of acceptance of Bid cum Application Form provided that the reasons for rejecting the same shall be provided to such Bidder in writing, whereas it has a right to reject it from Non-Institutional Bidders and Retail Individual Bidders based only on technical grounds and/or as specified in the Abridged Prospectus, GID and the RHP. I/We authorize the Company to make the necessary changes in this Bid cum Application Form and the RHP for filing of the Prospectus with the Registrar of Companies, National Capital Territory of Delhi and Haryana at Delhi, without intimation to me/us and use this Bid cum Application Form as the Application Form for the purpose of this Offer.

I/WE CONFIRM THAT: (a) I/We and any customer I/We represent, am/are located outside the United States within the meaning of Regulation S under the United States Securities Act of 1933, as amended (the "Securities Act"); (b) I am/We are not an affiliate of the Company or a person acting on behalf of such affiliate; (c) I am/We are, or at the time the Equity Shares are purchased will be, the beneficial owner(s) of such Equity Shares (d) I am/We are Indian(s) of Indian Origin residing abroad/FPIs/FVCI and that I/We have remitted funds for Equity Shares bid for here in through normal banking channels or outside of the funds held in Non-Resident External (NRE) Account/Foreign Currency Non Resident (FCNR) Account in India and (e) I/We also confirm that I/We are not bidding for Equity Shares as nominee(s) of any person(s) who are not Non Resident Indians.

FOR QIB BIDDERS: We confirm that the Bid Size/Maximum Equity Shares applied for by us do not exceed the relevant regulatory approvals/limits. I/We am/are not prohibited from accessing capital markets under any order/ruling/ judgment of any regulatory, judicial or any other authority, including SEBI or under the provisions of any law, regulation or statute.

Further: 1) In accordance with ASBA process provided in SEBI ICDR Regulations and as disclosed in the RHP, I/We authorize (a) the members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Broker Centers) or the SCSB or the Collecting RTA or the Collecting DP to do all acts as are necessary to make the Application in the Offer, including uploading my/our Bid, blocking or unblocking of funds in the bank account maintained with the SCSB as specified in the Bid Cum Application Form, transfer of funds to the Public Offer Account on receipt of instruction from Registrar to the Offer, after finalization of Basis of Allotment; and (b) the Registrar to the Offer to issue instruction to the SCSBs to unblock the funds in the specified bank account upon finalization of the basis of Allotment. 2) In case the amount available in the specified bank account is insufficient as per the highest Bid option, the SCSB shall reject the Application. 3) I/we hereby authorize the members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Broker Centres) or the SCSB or DP or the RTA, as the case may be, to make relevant revisions as may be required to be done in the Bid, in the event of a revision of the Price Band. For further details, see "Offer Procedure" and "Section - Category of investors eligible to participate in an Issue" on pages 609 and 625 of the RHP, respectively. As per the existing policy of the Government of India, OCBs cannot participate in this Offer. For further details see "Offer Procedure" and "Restrictions on Foreign Ownership of Indian Securities" on page 609 and 658 of RHP.

INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM

1. Name of Sole/ First Applicant should be exactly the same as it appears in the depository records. In case of joint Bids, only the name of the first Bidder (which should also be the first name in which the beneficiary account is held) should be provided in the Bid cum Application Form. The Bid means and 'Indication to make an offer' and not 'an offer'.
2. The first Bidder, should mention his/ her PAN allotted under the Income Tax Act, and any Bid cum Application Form without the PAN is liable to be rejected.
3. Based on the PAN, DP ID and Client ID provided by the Bidders, the Registrar will obtain demographic details registered with depository participants to be used for allotment, technical rejections, etc. Hence, Bidders are advised to immediately update any change in their demographic details as appearing on the records of the Depository Participant. Please note that failure to do so could result in failure in allotment of Equity Shares, at the Bidders sole risk and neither the Syndicate Member nor the Registrar nor the Collecting RTAs nor the CDPs or the SCSBs nor the Company shall have any responsibility and undertake any liability for the same.
4. **Bid Lot, Retail Discount, Employee Discount and Price Band:** The Price Band, the Minimum Bid Lot, rupee amount of the Retail Discount and Employee Discount, as applicable will be decided by our Company and the Selling Shareholder in consultation with the BRLMs and will be advertised in all editions of English national daily newspaper The Financial Express and all editions of Hindi national the Jansatta (Hindi being the regional language of Delhi wherein the registered office of our Company is located) at least five working days prior to the Bid/ Offer Opening Date and shall be made available to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), and together with BSE, the "Stock Exchanges") for uploading on their respective websites. In case of any revision to the Price Band, the Offer Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Offer Period, if applicable, will be widely disseminated by notification to the Stock Exchanges, by issuing a press release and also by indicating the changes on the websites of the Book Running Lead Managers and on the terminals of the Syndicate Members.
Maximum and Minimum Bid Size: In case of resident Retail Individual Bidders, such number of shares such that the Bid Amount does not exceed ₹ 2,00,000. Bids at the Cut-Off Price indicate their agreement to purchase the Equity Shares at the Offer Price, as determined at the completion of the Book Building Process. In case of Non-Institutional Bidders and QIB Bidders, the minimum Bid size shall be such number of shares such that bid amount exceeds ₹ 2,00,000. The maximum Bid by any investor should not exceed the investment limits prescribed for them by applicable laws.
5. Please tick Category as applicable to ensure proper upload of Bids in the Stock Exchange system.
6. Please tick investor status as applicable. Please ensure investor status is updated in your Depository records.
7. Total Amount payable must be calculated for the highest of three options, at Bid Price, at the time of the submission of the Bid cum Application Form. **Cheques/Demand Draft/Cash/stock invest/money orders/postal orders will not be accepted.** All NRI Bidders bidding on a repatriation basis by using the Non-Resident Forms are required to authorize their SCSB to block their NRE/ FCNR ASBA Accounts, and all NRI Bidders bidding on a non-repatriation basis by using Resident Forms are required to authorize their SCSB to block their Non-Resident Ordinary (NRO) accounts for the full Bid Amount, at the time of the submission of the Bid cum Application Form. The NRI Applicants can obtain the Bid cum Application Form from the Company's Registered Office or from any of the members of the Syndicate or Collecting DPs or Collecting RTAs or Registered Brokers from their Offices. Bidders please ensure that your Bank is an SCSB and has notified an SCSB Branch in the city where Bid cum Application Form is being submitted.
8. Only the first Bidder is required to sign the Bid cum Application Form /Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Signature of ASBA Bank Account Holder is mandatory. If the first applicant is not the account holder, ensure that the Bid cum Application Form is signed by the account holder. (Necessary revision in the Bidders undertaking and instructions will be required depending on the jurisdiction(s) in which the sale of shares is proposed).
9. Other Instructions: a. Bids must be made only in the prescribed Bid cum Application Form. b. Bids must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the members of the Syndicate, Registered Brokers, CDPs, Collecting RTAs, and/or SCSBs will not be liable for errors in data entry due to incomplete or illegible Bid cum Application Forms. c. Ensure that all applicable documents in support of the Bid are attached with the Bid cum Application Form.
10. The applicants may note that in case the DP ID, Client ID and PAN mentioned in the Bid cum Application Form and entered into the electronic bidding systems of the Stock Exchanges do not match with the DP ID, Client ID and PAN available in the Depository database, the Bid Cum Application Form is liable to be rejected.
11. The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and applicable laws of the jurisdictions where such offers and sales occur.

Note: Terms used but not defined herein shall have the meaning assigned to such terms in the RHP. For detailed instructions for filling the various fields of this Bid cum Application Form, please refer to the GID, which is available on the websites of the BRLMs and Stock Exchanges.

TEAR HERE

	COMPANY CONTACT DETAILS		REGISTRAR CONTACT DETAILS
	RITES LIMITED CIN: U74899DL1974GO1007227 Registered Office: Scope Minar, Laxmi Nagar, Delhi - 110 092, India Tel. No: +91 11 22024610; Fax: +91 11 22024660; Corporate Office: RITES Bhavan, No. 1, Sector 29, Gurugram, Haryana, India-122001. Tel. No: +91 124 2571665; Fax: +91 124 2571187; E-mail: cs@rites.com; Website: www.ritesltd.com Contact Person: Mr. Ashish Kumar Srivastava, Company Secretary and Compliance Officer		LINK INTIME INDIA PVT. LTD. C 101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (W), Mumbai - 400083, Maharashtra, India Tel: +91 22 49186200; Fax: +91 22 49186195 Email: rites ipo@linkintime.co.in Website: www.linkintime.co.in Contact Person: Ms. Shanti Gopalkrishnan SEBI Registration Number: INR000004058