

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, AUTHORISATIONS, 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 and having 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, net of discount, if any, 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, Abridged Prospectus, the GID, the Bid cum Application Form 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 BRLM and their affiliate Syndicate Member (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 authorise 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 : (1) EITHER I am / We are Indian national(s), resident in India and I am / We are not applying for the said Equity Shares as nominees of any person resident outside India or foreign nationals OR I am / We are Indian national(s), resident in India and I am / We are applying for the said Equity Shares as power of attorney holder(s) of Non-Resident Indian(s) as mentioned on non-repatriation basis OR I am / We are Indian national(s) resident outside India and I am / We are applying for the said Equity Shares on my/our own behalf through NRO Account on non-repatriation basis; (2) I am/We are, or at any time the Equity Shares are purchased will be, the beneficial owner of such Equity Shares; (3) I am / We are not an affiliate of the Company or a person acting on behalf of such affiliate; I am / We are not prohibited from accessing capital market under any order / ruling / judgment etc. of any regulatory authority including SEBI. I/We confirm that my/our application is in compliance with the applicable Indian and Foreign laws. The Equity Shares have not been, and will not be, registered under the U.S. Securities Act 1933, as amended (the "U.S. Securities Act") or any state securities laws in the United States 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. Accordingly, the Equity Shares will be offered and sold only outside the United States in compliance with Regulation S of Securities Act and the applicable laws of jurisdiction where those offers and sales occur. The Equity Shares have not been, and will not be, registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction. I/We Confirm that the Equity Shares applied by me/ us do not exceed the relevant regulatory approvals/limits.

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 am/We are not prohibited from accessing capital markets under any order/ruling/ judgment of any regulatory, judicial or any other authority, including Securities and Exchange Board of India ("SEBI") or under the provisions of any law, regulation or statute.

Further: (1) In accordance with ASBA process provided in the SEBI Regulations and as disclosed in the Red Herring Prospectus, I/We authorize (a) the Book Running Lead Managers or the Collecting Agents or the Registered Brokers (at Broker Centers) or the SCSB or DP or the RTA as the case may be, to do all acts as are necessary to make the Application in the Offer, including uploading my/our Application, 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, SCSB shall reject the Application. (3) I/We hereby authorize the Book Running Lead Managers or the Collecting Agents or the Registered Brokers (at Broker Centers) 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 Application, in the event of a price revision. 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

- Name of Sole/ First Bidder 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 holder 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'.
- 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. Except for Bids by or on behalf of the Central or State Government and the officials appointed by the Courts and by persons who are exempt from the requirement of obtaining/specifying their PAN for transacting in the securities market and by investors residing in the state of Sikkim, the Bidders, or in the case of Bid in joint names, the first Bidder (the first name under which the beneficiary account is held), should mention his/ her PAN allotted under the Income Tax Act. Any Bid cum Application Form without the PAN is liable to be rejected.
- 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, or unblocking of ASBA Account. 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, delays in unblocking of ASBA Account at the Bidders sole risk and neither the Syndicate or the Registrar or RTAs/CDPs or the SCSBs nor the Company shall have any responsibility and undertake any liability for the same.
- 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 Equity Shares such that the Bid Amount does not exceed ₹ 200,000, (net of discount), if any. Bids at the Cut-Off Price indicate their agreement to purchase the Equity Shares at the Offer Price, net of discount, if any, 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 Equity Shares such that bid amount exceeds ₹ 200,000. The maximum Bid by any investor should not exceed the investment limits prescribed for them by applicable laws.
- Please tick Category as applicable to ensure proper upload of Bid in Stock Exchange system.
- Please tick investor status as applicable. Please ensure investor status is updated in your Depository records.
- Total Amount payable must be calculated for the highest of three options, at Net Price, i.e., Bid Price, less discount offered, if any, to Bidder's category if any, 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 authorise 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 authorise their SCSB to block their Non-Resident Ordinary (NRO) accounts for the full Bid Amount, net of discount, if any, 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 CDPs or RTAs or Registered Brokers from their offices. Bidders to please ensure that your Bank has notified an SCSB Branch in the city where Bid cum Application Form is being submitted.
- 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 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.
- 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 Broker, CDPs, RTAs, and/or SCSB's 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.
- The bidders 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 Exchange 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.
- The Equity Shares have not been and will not be registered under the U.S. Securities Act, and may not be offered or sold within the United States and only to Non-US Persons 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 only outside the United States and only to non-US Person in offshore transactions in reliance on Regulation S under the U.S. Securities Act and pursuant to the applicable laws of the jurisdiction where these 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: U74899DL1974GOI007227 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	