General information about company								
Scrip code	533177							
NSE Symbol	IL&FSTRANS							
MSEI Symbol	NOTLISTED							
ISIN	INE975G01012							
Name of the entity	IL&FS Transportation Networks Limited							
Date of start of financial year	01-04-2021							
Date of end of financial year	31-03-2022							
Reporting Quarter	Yearly							
Date of Report	31-03-2022							
Risk management committee	Not Applicable							
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities							

# Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

_							Disclosu	re of r	notes on com	position c	of board of d	lirectors exp	lanatory	Textual	Information	(1)				
												Regular Cha				· /				
												lated to MD								
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 special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date	Date of Re-	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	Nand Kishore	AGPPK9019E	08267502	Non- Executive - Nominee Director	Not Applicable		08- 07- 1958	NA		15-11-2018				2	0	8	2		
2	Mr	Chandra Shekhar Rajan	ABDPR9295G	00126063	Non- Executive - Nominee Director	Chairperson		03- 12- 1955	NA		25-10-2018				3	0	8	0		
3	Mr	Subrata Kumar Mitra	ACPPM8147D	00029961	Non- Executive - Independent Director	Not Applicable		16- 01- 1948	Yes	06-01- 2022	11-11-2020	01-12-2021		4	5	5	10	4		
4	Mr	Jagadip Narayan Singh	AYBPS5382C	00955107	Non- Executive - Independent Director	Not Applicable		02- 05- 1959	NA		11-11-2020	01-12-2021		4	2	2	7	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 special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Reappointment	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)
5	Mr	Kaushik Modak	AJUPM4382J	01266560	Non- Executive - Nominee Director	Not Applicable		03- 10- 1966	NA		22-01-2021	01-12-2021			2	0	4	1
6	Mr	Shekhar Prabhudesai	ABPPP1998J	08766338	Non- Executive - Nominee Director	Not Applicable		13- 03- 1970	NA		01-12-2021				1	0	3	0

	Text Block						
Textual Information(1)	The NCLT vide its order dated April 26, 2019 has granted exemption from appointing Independent and Women Directors on the Board of IL&FS and its group companies including the Company. Thus, in view of the above, Regulation 17(1A) is not applicable to the Company.						

Au	dit Commit	tee Details										
	Whether the Audit Committee has a Regular Chairperson Yes											
Sr	DIN Number	Name of Committee members	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks						
1	08267502	Nand Kishore	Non-Executive - Nominee Director	Member	15-11-2018							
2	00029961	Subrata Kumar Mitra	Non-Executive - Independent Director	Chairperson	01-12-2021							
3	00955107	Jagadip Narayan Singh	Non-Executive - Independent Director	Member	01-12-2021							

No	mination an	d remuneration commit	tee									
	Whether the Nomination and remuneration committee has a Regular Chairperson Yes											
Sr	DIN Number	Date of Cessation	Remarks									
1	00126063	Chandra Shekhar Rajan	Non-Executive - Nominee Director	Member	25-10-2018							
2	00955107	Jagadip Narayan Singh	Non-Executive - Independent Director	Chairperson	01-12-2021							
3	00029961	Subrata Kumar Mitra	Non-Executive - Independent Director	Member	01-12-2021							

Sta	ikeholders F	Relationship Committee					
Sr	DIN Number	Date of Cessation	Remarks				
1	00126063	Chandra Shekhar Rajan	Non-Executive - Nominee Director	Member	25-10-2018		
2	00029961	Subrata Kumar Mitra	Non-Executive - Independent Director	Chairperson	01-12-2021		
3	01266560	Kaushik Modak	Non-Executive - Nominee Director	Member	01-12-2021		

Ris	Risk Management Committee											
	Whether the Risk Management Committee has a Regular Chairperson											
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks					

Co	rporate Soc	ial Responsibility Comm	ittee									
	Whether the Corporate Social Responsibility Committee has a Regular Chairperson Yes											
Sr	Sr         DIN Number         Name of Committee members         Category 1 of directors         Category 2 of directors         Date of Appointment         Incommendation of Committee Committee											
1	08267502	Nand Kishore	Non-Executive - Nominee Director	Member	15-11-2018							
2	00126063	Chandra Shekhar Rajan	Non-Executive - Nominee Director	Member	25-10-2018							
3	00955107	Jagadip Narayan Singh	Non-Executive - Independent Director	Chairperson	01-12-2021							

Ī	Otl	ner Committee					
	Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

						-
А	n	n	ev	11	re	

#### Annexure 1

#### III. Meeting of Board of Directors

		tes on meeting of ctors 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)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	05-10-2021				Yes	5	2
2	01-12-2021		56		Yes	5	1
3	23-12-2021		21		Yes	6	2
4		21-01-2022	28		Yes	6	2
5		09-02-2022	18		Yes	6	2
6		18-03-2022	36		Yes	6	2

## Annexure 1

#### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Textual Information(1)	
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)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	08-11-2021				Yes	3	2
2	Audit Committee	11-03-2022	122		The Independent Directors of the Company were appointed for a period of one year effective November 11, 2020 As a result, the Independent Directors ceased to hold directorship with effect from November 10, 2021. Consequently, they also ceased to be members of the committees including the Audit Committee effective November 10, 2021 resulting the quorum of Audit Committee being inadequate.  The Independent Directors were subsequently re-appointed and the committees were reconstituted. A meeting of the Audit Committee was thereafter conducted within 120 days of reconstitution of the Audit Committee.	Yes	3	2
3	Audit Committee	18-03-2022	6			Yes	3	2
4	Audit	31-03-2022	12			Yes	3	2

1		Committee		l	I			<u> </u>	J
	5	Stakeholders Relationship Committee	30-03-2022			Yes	3	1	

	Text Block					
Textual Information(1)	The Independent Directors of the Company ceased to hold directorship with effect from November 10, 2021. Consequently the committee was dissolved due to non availability of quorum on the Board.					
reaction (1)	The Directors were subsequently re-appointed as Independent Directors and a meeting of the Audit Committee was conducted within 120 days of re-constitution of the Audit Committee					

	Annexure 1					
V.	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	Yes				
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 500 listed entities)	NA				
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				
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)				

	Annexure 1				
Sr	Sr Subject Compliance status				
1	1 Name of signatory Krishna Ghag				
2	Designation	Company Secretary and Compliance Officer			

	Text Block				
Textual Information(1)	Directors of IL&FS, who exercise control, over the Company have been appointed by the National Company Law Tribunal (NCLT) on the recommendation of Central Government. Further, NCLT via order dated April 26, 2019 (April Order) has granted dispensation in relation to the requirement for appointment of independent directors and women directors in light of the difficulties faced by the new board of IL&FS.				

## Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

# I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	Web address
1	Details of business	Yes		http://www.itnlindia.com
2	Terms and conditions of appointment of independent directors	Yes		http://www.itnlindia.com
3	Composition of various committees of board of directors	Yes		http://www.itnlindia.com
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.itnlindia.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.itnlindia.com
6	Criteria of making payments to non- executive directors	Yes		http://www.itnlindia.com
7	Policy on dealing with related party transactions	Yes		http://www.itnlindia.com
8	Policy for determining 'material' subsidiaries	Yes		http://www.itnlindia.com
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.itnlindia.com

#### Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

#### I. Disclosure on website in terms of Listing Regulations

1. D	Disclosure on website in terms of Listing Regulations					
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address		
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.itnlindia.com		
11	email address for grievance redressal and other relevant details	Yes		http://www.itnlindia.com		
12	Financial results	No	The communication for nonsubmission of Results for the respective quarters has been submitted to the Stock Exchanges from time to time			
13	Shareholding pattern	Yes		http://www.itnlindia.com		
14	Details of agreements entered into with the media companies and/or their associates	NA				
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA				
16	New name and the old name of the listed entity	NA				
17	Advertisements as per regulation 47 (1)	No	The communication for nonsubmission of Results for the respective quarters has been submitted to the Stock Exchanges from time to time			
18	Credit rating or revision in credit rating obtained	Yes		http://www.itnlindia.com		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	No	The Company has not yet prepared consolidated financials statements. The intimation to this effect has already been intimated to the stock exchanges.			
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		http://www.itnlindia.com		
21	Materiality Policy as per Regulation 30	Yes		http://www.itnlindia.com		
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		http://www.itnlindia.com		

23	It is certified that these contents on the website of	Yes	http://www.itnlindia.com
	the listed entity are correct		
		-	*

#### II. Annual Affirmations

11.	. Annual Ann mauons				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes		
2	Board composition	17(1), 17(1A) & 17(1B)	No	The NCLT based on a petition filed by Infrastructure Leasing & Financial Services Limited (IL&FS) vide its Order dated April 26, 2019 has granted exemption to IL&FS and its Group Companies from appointing Independent Directors and Woman Directors on the Board of IL&FS and its group companies.	
3	Meeting of Board of directors	17(2)	Yes		
4	Quorum of Board meeting	17(2A)	Yes		
5	Review of Compliance Reports	17(3)	Yes		
6	Plans for orderly succession for appointments	17(4)	Yes		
7	Code of Conduct	17(5)	Yes		
8	Fees/compensation	17(6)	NA		
9	Minimum Information	17(7)	Yes		
10	Compliance Certificate	17(8)	No	The financials have not been adopted by the Company since the quarter ended September 2018 till date. The stock exchanges have been intimated of the reasons from time to time. In view thereof, the placing of compliance certificate was not complied with.	

	Annexure II					
II. Annual Affirmations						
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.		
11	Risk Assessment & Management	17(9)	Yes			
12	Performance Evaluation of Independent Directors	17(10)	Yes			
13	Recommendation of Board	17(11)	Yes			
14	Maximum number of Directorships	17A	Yes			
15	Composition of Audit Committee	18(1)	Yes			
16	Meeting of Audit Committee	18(2)	Yes			
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes			
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes			
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes			
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes			

I. Annua	1 4	ttırm	ations

11.	II. Annual Affirmations						
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.			
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes				
22	Composition and role of risk management committee	21(1),(2), (3),(4)	NA				
23	Meeting of Risk Management Committee	21(3A)	NA				
24	Vigil Mechanism	22	Yes				
25	Policy for related party Transaction	23(1), (1A),(5), (6),(7) & (8)	Yes				
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes				
27	Approval for material related party transactions	23(4)	NA				
28	Disclosure of related party transactions on consolidated basis	23(9)	No	The financials have not been adopted by the Company since the quarter ended September 2018 till date. The stock exchanges have been intimated of the reasons from time to time. In view the non-submission of the financial results for the respective quarters, this requirement could not be complied with.			
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA				
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	Yes				

#### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	NA	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	Krishna Ghag
2	Designation	Company Secretary and Compliance Officer

	Annexure II				
Ш	III. Affirmations				
Sr	Particulars	Compliance status (Yes/No/NA)			
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes			
	Any other information to be provided				

Annexure II		
1	Name of signatory	Krishna Ghag
2	Designation	Company Secretary and Compliance Officer

Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securit	ies etc.refer note below		
(A)Any loan or any other form of debt advanced by the listed	l entity directly or indirectly to		
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	21500000	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whateve-indirectly, in connection with any loan(s) or an		Aggregate	Balance outstanding at the
			Balance
indirectly, in connection with any loan(s) or an	y other form of debt availed By	Aggregate amount of issuance during six	Balance outstanding at the end of six months(taking into account any
<b>-indirectly, in connection with any loan(s) or an</b> Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Entity  Promoter or any other entity controlled by them	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Entity  Promoter or any other entity controlled by them  Promoter Group or any other entity controlled by them  Directors (including relatives) or any other entity controlled	Type (guarantee, comfort letter etc.)  0 0	Aggregate amount of issuance during six months  0	Balance outstanding at the end of six months(taking into account any invocation)  0

Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations			Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.			Textual Information(3)
Name	Mohit Bhasin		
Designation	CFO		
Place	Mumbai		
Date	14-04-2022		

Signatory Details		
Name of signatory	Krishna Ghag	
Designation of person	Company Secretary and Compliance Officer	
Place	Mumbai	
Date	18-04-2022	