Area De Serviceo Punta Umbria SL,
Annual Report
2010

Audit of the Component's Financial Information Clearance Memorandum

From: BERNARDO TAHOCES ACEBO

Date: May 31, 2011

Subject: Area de Servicio Punta Umbria S.L's Financial Information for the year

ended December 31, 2010

We have audited the financial information compromising the Balance Sheet as at December 31, 2010, the Profit & Loss Account and the Cash Flow Statement for the year ended on that date included in the accompanying reporting package of Area de Servicio Punta Umbría S.L. for the year ended December 31, 2010 using the Accounting Policies stipulated by the holding company, IL&FS Transportation Networks Limited, and in accordance with auditing standards generally accepted in India.

The preparation of the Balance Sheet, the Profit & Loss Account and the Cash Flow Statement is the responsibility Area de Servicio Punta Umbría S.'s management. As stated therein, the Balance Sheet, the Profit & Loss Account and the Cash Flow Statement has been prepared in accordance with the recognition and measurement criteria as adopted by the Group for inclusion in the consolidated financial information of IL&FS Transporation Networks Limited (ITNL) and are intended solely for that purpose.

Based on our audit of Area de Servicio Punta Umbría S.L, and read together with our comments above, in our opinion and according to the information and explanations given to us, we report that the Financial Statements comprising of the Balance Sheet, the Profit & Loss Account and the Cash Flow Statement as at / for the year ended 31 December 2010 has been prepared, in all material respects, in accordance with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956, other recognised accounting practices and policies stipulated by the Holding Company, IL&FS Transportation Networks Limited (ITNL) and that the amounts contained in the Financial Statements are appropriate for inclusion in the consolidated financial ITNL as at / for the year ended 31 December 2010.

This communication is provided to you solely for the information and use in the consolidated financial statements of ITNL Group for the year ended December 31, 2010. It should not be distributed to anyone in the Group, any of its components, or any other third party.

For Bernardo Tahoces Acebo

Chartered Accountants No 5625 del R.O.A.C

Bernardo Tahoces Acebo Membership no: 5625

Date: May 31, 2011

Área de Servicio Punta Umbría, S.L.U. (FOR CONSOLIDATION INTO THE FINANCIAL STATEMENTS OF IL&FS TRANSPORTATION NETWORKS LIMITED) BALANCE SHEET AS AT December 31, 2011

	Schedul	e Euros	As at December 31, 2010 Euros
SOURCES OF FUNDS			Be See See
Shareholders' funds			
Capital Reserves and surplus	A	3,000	
,	В	(332)	2,668
Minority Interest	Q		-
Preference shares issued by subsidiary to Minority			*
Advance towards capital of subsidiary			as .
Loan funds			
Secured Unsecured	С		
Deferred toy Hability		$0 \le (1+\alpha) \le $	*
Deferred tax liability	R	_	
APPLICATION OF FUNDS		ž	2,668
Fixed assets			
Gross block			
Less: Depreciation Net fixed assets		9-00-4-000-6-6-6-6-6-6-6-6-6-6-6-6-6-6-6-	
Capital work in progress	D		-
Goodwill on consolidation			**
nvestments	E		-
Receivable under Service Concession Arrangement			
Deffered Tax Asset	S		142
current assets, loans & advances	F		
Inventories Sundry debtors	F1 F2		
Cash and bank balances	F3	82 3,000	
Other current assets Loans and advances	F4	*	
	F5	3,082	
ess : Current liabilities & provisions Current liabilities	~ *	,	
Provisions	G1 G2	556	
et current assets		556	2,526
		4,000	2,668
ignificant accounting policies	o	. Records	2,000
otes to account	þ		
n terms of our clearance memorandum attached. or [Name of audit firm]		For and on beha	if of the Board
nartered Accountants B. TAHOELS ACCBO		/ 1	
Mankey &		and the formation of the same	rea -
Jame of partner] Inther Bernards Tahoes	, secondarios de la companya de la c	Managing Director	Director
ace: /Madad			
ate: 14 MAY WO 11.	(ompany Secretary	

Área de Servício Punta Umbría, S.L.U. (FOR CONSOLIDATION INTO THE FINANCIAL STATEMENTS OF IL&FS TRANSPORTATION NETWORKS LIMITED) PROFIT AND LOSS ACCOUNT THE YEAR ENDED DECEMBER 31, 2010

	Schedule	Year ended December 31, 2010 Euros
INCOME	Stirtuici	
Income from operations	H	
Other Income	I	las.
Foreign exchange fluctuation (Net)	Т	
EXPENSES		
Increase / decrease in stock in trade and work in progress		
Consumption of raw materials Operating Expenses		
Employee Cost) K	**
Administrative and general expenses	L	474
Interest and finance charges Preliminary expenses written off	М	**
Tremmin y expenses wheel of		-
		474
PROFIT BEFORE DEPRECIATION AND TAX		(474)
Depreciation PROFIT BEFORE DIMINUTION AND TAX	W	*
		(474)
Provision for Dimiuation in value of investments PROFIT BEFORE TAX		
Provision for tax	N	(474) 142
PROFIT AFTER TAX (BEFORE ADJUSTMENT OF MINORITY INTREST)		(332)
Less: Share of profit transferred to minority interest Add: Own share in Associate included as Minority Interest of a Jointly Controlled Entity	. v	
PROFIT AFTER TAX (AFTER ADJUSTMENT OF MINORITY INTREST)	/	(332)
Add / Less : Share of Profit / (Loss) of associates PROFIT AFTER TAX		
Balance of profit brought forward		(332)
*		90. 40 - Asim Charles (Annielle Charles) (Charles) (Cha
Profit available for appropriation Appropriations:		(332)
Transfer to general reserve		_
Fransfer to debenture redemption		~
Proposed dividend on equity Tax on dividend on ex		in
remium on e		~
Tax on div ares of subsidiary		distance and assessment of the contract of the
		(332)
share Rs)		
Significant acco	40	(0)
lotes to account	O P	
	-	
n terms of our clearance memorandum attached.	,	
or [Name of audit firm] hartered Accountants Branch	For and on be	half of the Board
		g g in the artists over the their energy region of the contract of the contrac
	Same of the Section o	
Name of partition	Managing Dire	ector E
artner		
ace:		

Company Secretary

Área de Servicio Punta Umbría, S.L.U. (FOR CONSOLIDATION INTO THE FINANCIAL STATEMENTS OF IL&FS TRANSPORTATION NETWORKS LIMITED) SCHEDULES TO BALANCE SHEET AS AT December 31, 2010

	As at December 31, 2010
	Euros
AUTHORISED	
Issued 300 equity shares of Euros 10 each	3,000
	3,000
ISSUED, SUBSCRIBED AND PAID-UP	
Suscribed and paid up 300 equity shares of Euros 10 each fully paid up	3,000
	3,000



Área de Servicio Punta Umbría, S.L.U. (FOR CONSOLIDATION INTO THE FINANCIAL STATEMENTS OF IL&FS TRANSPORTATION NETWORKS LIMITED SCHEDULES TO BALANCE SHEET AS AT December 31, 2010

SCHEDULE B: RESERVES AND SURPLUS

	Euros	As at December 31, 2010 Euros
Securities premium account Balance as per last Balance Sheet Addition during the period	**************************************	
Capital reserve Opening balance Transfer during the period		
Capital reserve on consolidation Opening balance Transfer during the period		-
Other statutory reserves (created through transfer of profits) Opening balance Transfer during the period		
Debenture redemption reserve Opening balance Addition during the period (post acquisition)		-
General reserve Opening balance Add : Transfer during the period	-	
Foreign Exchange Fluctuation Reserve (Net of deferred tax asset of Rs) Opening balance Add/(Less): Adjustment during the period (Net)		
Cash Flow Hedge Reserve Opening balance Add/(Less): Adjustment during the period (Net)		
Balance in Profit and loss account		(332)
Total reserves and surplus		(332)

Área de Servicio Punta Umbría, S.L.U. (FOR CONSOLIDATION INTO THE FINANCIAL STATEMENTS OF IL&FS TRANSPORTATION NETWORKS SCHEDULES TO BALANCE SHEET AS AT December 31, 2010

SCHEDULE C : LOAN FUNDS

		As at December 31, 2010 Euros
SECURED		
From banks		~
From financial institutions		*
From others Non convertible debentures		-
Deep discount bonds		~
Zero Coupon Bonds		_
Lease Finance		~
Interest accrued and due		_
Total secured loans		
UNSECURED		
From Bank		
Short term loans		AM
Other than short term loans		en.
From Others		
Short term loans		
Other than short term loans		***
Non-Covertible Debentures	general section of the section of th	· ·
interest accrued and due Fotal unsecured loans		
	The state of the s	
Fotal loan funds		

Área de Servicio Punta Umbría, S.L.U. (FOR CONSOLIDATION INTO THE FINANCIAL STATEMENTS OF ILRES TRANSPORTATION NETWORKS LIMITED) SCHEDULES TO BALANCE SHEET AS AT December 31, 2010

ASSETS
FIXED
**
O
chedule

sie de la company	ne Habbalanama normoque (viantamena est e) ki (fanalista non-on panonomia)	Gross	ss Block				***************************************	Donnerianion	Annual control of the			Sorna
	Opening as at 31.12.09	Opening adjustments	Additions	Deletions Reclassifications	Closing as at	Upto	Opening	For the period	Deletions	Upta	As at As	AS 21
Tangible Assets Land Building & Structures Roads and bridges Vehicles Office Premises Office Premises Office Premises Formulure & Structure Roads and Authority Advertisement Structure Structure Structure		,	\$		1 1 1 1 1 1 1 1 4 1 6	1			NECIASSINGEROUS	717770	31.12.10	31.12.09
Section (CAS)	-		r		-	*	refreen manuscropped and control of the control of	-	WE CONSIDERATE PROPERTY OF PROPERTY CONTINUES OF THE PROPERTY		To the second se	
Leased Assets Plant & Machinery Electrical Installations Purply Repaires Furniture & fixtures Building & Structures		,	4		î î e e s					5	5 5 1 7 1	THE
SAI SEE			2	And the first control of the first control of the c	*	A CONTRACTOR CONTRACTO		- Company of the Comp		4		
Intangible Assets Softwares / licenses Commercial Rights Acquired Right Under Service Concession Arrangements Trademarks and Licenses Others and R&D Expenses								,		2		
A CA	2	4	,		- de	*	The state of the s	-	and the same of th	and a real and a second and a s	and the second s	health contracted an enderly exploration and
Total fixed assets		The state of the s				Commission of the Commission o			,			***************************************
A-A-A-A-A-A-A-A-A-A-A-A-A-A-A-A-A-A-A-	PROPERTY OF THE PROPERTY OF TH	**************************************	-		***************************************		-	,				deservation of the continuous section of the
Previous year ended December 31, 2010	Control of the Contro	PROPERTY OF THE PROPERTY OF TH		The second secon	,	+						dilita minuscona con contribution
	The state of the s	Property of the Control of the Contr	The state of the s	The state of the s						2	THE CONTRACTOR OF THE PERSON NAMED IN COLUMN TWO IS NOT THE OWNER.	description of the second seco



Área de Servicio Punta Umbría, S.L.U. (FOR CONSOLIDATION INTO THE FINANCIAL STATEMENTS OF IL&FS TRANSPORTATION NETWORKS LIMI' SCHEDULES TO BALANCE SHEET AS AT December 31, 2010

		As at December 31, 2010 Euros
Investments in associates Less: Unrealised gain on transactions between th Add: Post-acquisition share of profit/ (loss) of as: Add: Post-acquisition share of movement in the c Less: Cash flow Hedge Reserve	sociates	
Long term investments Unquoted equity shares (fully paid up) Other investments		-
Sub total		34
Current investments In units of mutual funds (Market value as June 30, 2010 Rs) Sub total		***
Less: Provision for diminution Total investments	The Additional Control of the Additional Con	of the state of th

Área de Servicio Punta Umbría, S.L.U. (FOR CONSOLIDATION INTO THE FINANCIAL STATEMENTS OF IL&FS TRANSPORTATION NETWORKS LIMITED SCHEDULES TO BALANCE SHEET AS AT December 31, 2010

SCHEDULE F: CURRENT ASSETS AND LOANS & ADVANCES

		As at December 31, 2010 Euros
CURRENT ASSETS		
INVENTORIES (at lower of cost and market value) Raw Material		-
Finished Goods		-
Stores and Spares Total inventories		
		#INDEX.Com/Colorina in the content of the content o
SUNDRY DEBTORS (Unsecured, considered good unless otl	nerwise stated)	
Considered good Considered doubtful		82
consider de dobberdi		82
Less: Provision for doubtful debts		-
Total sundry debtors		<u> </u>
CASH AND BANK BALANCES Cash in hand		
Balance with scheduled banks		
In current accounts		3,000
In fixed deposits Balance with non-scheduled banks		
In current accounts		ee
In fixed deposits Total cash and bank balances		3,000
OTHER CURRENT ASSETS Interest accrued		
Option premium assets		-4°
Receivable against sale of investments Other current assets		**
Total other current assets		
		en in
LOANS AND ADVANCES		
Advances recoverable in cash or in kind or for value to be received Deposits		••• ·
Advance payment of taxes (net of provision)		**
Advance Fringe benefit tax (net of provision) Long term loans		±
Short term loans		~
Advance towards Capital / Share Application Money Investment in Call Money	and the same was fine	AV
Grant receivable from National Highway Authorities of India	A Section N	na.
Total loans and advances		
Total current assets and loans & advances		3,082
	The special property of the contract of	
	The state of the s	

Área de Servicio Punta Umbría, S.L.U. (FOR CONSOLIDATION INTO THE FINANCIAL STATEMENTS OF IL&FS TRANSPORTATION NETWORKS LIMITI SCHEDULES TO BALANCE SHEET AS AT December 31, 2010

SCHEDULE G : CURRENT LIABILITIES AND PROVISIONS

	As at December 31, 2010 Euros
CURRENT LIABILITIES	
Sundry creditors	556
dvance received	-
nterest accrued but not due	-
Other liabilities (Derivatives)	Ad .
inearned revenue ncome received in advance	*
otal current liabilities	
our carton numing	556
PROVISIONS	
rovision for fringe benefit tax (net of advance)	
rovision for Tax (net of advance)	
rovision for employee benefits	-
roposed dividend on equity shares	-
rovision for tax on proposed dividend on equity shares	^
rovision for dividend on preference shares of subsidiary rovision for premium on preference shares of subsidiary	
rovision for tax on preference dividend of subsidiary	-
rovision for tax on preference share premium of subsidiary	
rovision for overlay	-
rovision for contingency	*
otal provisions	Ex
otal current liabilities & provisions	556

Área de Servicio Punta Umbría, S.L.U. (FOR CONSOLIDATION INTO THE FINANCIAL STATEMENTS OF IL&FS TRANSPORTATION NETWO SCHEDULES TO PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED December 31, 2010

SCHEDULE H : INCOME FROM OPERATIONS

		Year ended December 31, 2010 Euros
Income from services Advisory and project management feet Lenders' engineer and supervision feet Operation and maintenance income Toll revenue Periodic Maintainance Income Finance Income Licence Fee Total		-
Traded products Sales (net of sales tax)		THE STATE OF THE S
Total	(b)	
Construction Income		95
Total	(c)	
Total income from operations (a+b)+c)	je

Área de Servicio Punta Umbría, S.L.U. (FOR CONSOLIDATION INTO THE FINANCIAL STATEMENTS OF IL&FS TRANSPORTATION NETWORKS L1 SCHEDULES TO PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED DECEmber 31, 2010

SCHEDULE I : OTHER INCOME

	Year ended December 31, 2010 Euros
Tatavast an Janua syanta d	
Interest on loans granted	an a
Interest on debenture	MA
Interest on call money	46
Interest on bank deposits	-
Interest on Short Term Deposit	···
Interest on advance towards property	<u>.</u>
Profit on sale of Investment (net)	in .
Profit on sale of fixed assets (net)	*
Advertisement income	w.
Income from Material Testing	**
Excess provisions written back	
Operation and Maintainace Grant from National Highways Authority of India	
Miscellaneous income	••
Total other income	
total other income	44f



Área de Servicio Punta Umbría, S.L.U. (FOR CONSOLIDATION INTO THE FINANCIAL STATEMENTS OF IL&FS TRANSPORTATION NETWORKS SCHEDULES TO PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED December 31, 2010

SCHEDULE J : OPERATING EXPENSES

	Three Months ended December 31, 2010 Euros
Material Consumption	_
Cost of traded products	_
Construction Contract Costs	
Fees for technical services / design and drawings	_
Diesel and Fule Expenses	
Operation and maintainance expenses	
Provision for overlay expenses	-
Periodic maintainance expenses	*
Total operating expenses	



Área de Servicio Punta Umbría, S.L.U. (FOR CONSOLIDATION INTO THE FINANCIAL STATEMENTS OF IL&FS TRANSPORTATION NETWORKS SCHEDULES TO PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED December 31, 2010

SCHEDULE K : EMPLOYEE COST

Three Months ended December 31, 2010 Euros

Salaries and allowances Contribution of provident and other funds Staff welfare expenses

Total employee cost



Área de Servicio Punta Umbría, S.L.U. (FOR CONSOLIDATION INTO THE FINANCIAL STATEMENTS OF IL&FS TRANSPORTATION NETWORI SCHEDULES TO PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED December 31, 2010

SCHEDULE M : INTEREST & FINANCE CHARGES

Three Months ended December 31, 2010 Euros

Interest on loans for fixed period Interest on debentures Guarantee commission Finance charges Upfront fees on performance guarantee Intrest on Deep Discount bonds Other interest

Total interest and finance charges



Área de Servicio Punta Umbría, S.L.U. (FOR CONSOLIDATION INTO THE FINANCIAL STATEMENTS OF IL&FS TRANSPORTATION NETWORK: SCHEDULES TO PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED December 31, 2010

SCHEDULE L : ADMINISTRATIVE & GENERAL EXPENSES

Three Months ended December 31, 2010 Euros Services Various Legal and consultation fees ECR Operating and Administrative Expenses 455 Agency fees Travelling and conveyance Rent Rates and taxes Repairs and maintenance Bank commission Registration expenses Communication expenses Insurance Exchange rate fluctuation Printing and stationery Electricity charges Cost of shared services Directors' fees Bad debts and provision for doubtful debts Project management fees Loss on sale of assets (net) Royalty Miscellaneous expenses 19 Total administrative & general expenses 474

Área de Servicio Punta Umbría, S.L.U. (FOR CONSOLIDATION INTO THE FINANCIAL STATEMENTS OF IL&FS TRANSPORTATION NETWORF SCHEDULES TO PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED December 31, 2010

SCHEDULE N : PROVISION FOR TAXATION

		hree Months ended December 31, 2010 Euros
Current tax		(142)
Tax related to earlier years		(144)
Fringe benefit tax	yn ffein de thin de gang y	-
Deferred tax charge (net)	A CONTRACTOR OF THE STATE OF TH	
Total provision for taxation		(142)
	Notice Control of the	