

**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                                | 01-04-2020                            |
| Date of end of financial year                                  | 31-03-2021                            |
| Reporting Quarter  | Half Yearly                           |
| Date of Report   | 30-09-2020                            |
| Risk management committee                                      | Not Applicable                        |
| Market Capitalisation as per immediate previous Financial Year | Top 2000 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 |                 |                       |            |          |                                  |                         |                         |               |   |                                    |                             |                        | Textual Information(1) |                                |  |   |   |  |
|--|-----------------|-----------------------|------------|----------|----------------------------------|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|------------------------|--------------------------------|--|---|---|--|
| Whether the listed entity has a Regular Chairperson                  |                 |                       |            |          |                                  |                         |                         |               |   |                                    |                             |                        | Yes                    |                                |  |   |   |  |
| Whether Chairperson is related to MD or CEO                          |                 |                       |            |          |                                  |                         |                         |               |   |                                    |                             |                        | No                     |                                |  |   |   |  |
| 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 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 Chairpersons in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) |
| 1  | Mr              | Vineet Nayyar         | AAKPN0358C | 00018243 | Non-Executive - Nominee Director | Not Applicable          |                         | 30-11-1938    | No  |                                    | 25-10-2018                  |                        |                        | 2                              | 1  | 4   | 1   |  |
| 2  | Mr              | Nand Kishore          | AGPPK9019E | 08267502 | Non-Executive - Nominee Director | Not Applicable          |                         | 08-07-1958    | NA  |                                    | 15-11-2018                  |                        |                        | 2                              | 0  | 5   | 1   |  |
| 3  | Mr              | Chandra Shekhar Rajan | ABDPR9295G | 00126063 | Non-Executive - Nominee Director | Chairperson             |                         | 03-12-1955    | NA  |                                    | 25-10-2018                  |                        |                        | 3                              | 0  | 7   | 1   |  |
| 4  | Mr              | Bijay Kumar           | ADBPK2886Q | 07262627 | Non-Executive - Nominee Director | Not Applicable          |                         | 12-08-1958    | NA  |                                    | 21-05-2019                  |                        | 07-08-2020             | 1                              | 0  | 1   | 1   |  |

**Text Block**

Textual Information(1)

Regarding Regulation 17(1A) of the Listing Regulations:

1. As you would be aware and previously informed, pursuant to the proceedings filed by the Union of India under Sections 241 and 242 of the Companies Act, 2013, the National Company Law Tribunal, Mumbai bench ("NCLT"), by way of an order dated October 1, 2018, suspended the erstwhile board of directors of Infrastructure Leasing and Financial Services Limited ("IL&FS") and re-constituted the same with persons proposed by the Union of India (such reconstituted board, referred to as the "New Board"), with additional directors being appointed subsequently pursuant to the orders of the NCLT.

2. Also, 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.

Thus, in view of the above, Regulation 17(1A) is not applicable to the Company.

|  |                        |
|--|------------------------|
| <b>Annexure 1</b>  |                        |
| <b>II. Composition of Committees</b>                         |                        |
| Disclosure of notes on composition of committees explanatory | Textual Information(1) |

**Annexure 1 Text Block**

Textual Information(1)

The NCLT based on a petition by Infrastructure Leasing & Financial Services Limited (IL&FS) vide its Order dated April 26, 2019, granted its 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.

| 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   | 00126063   | Chandra Shekhar Rajan     | Non-Executive - Nominee Director | Member                  | 25-10-2018          |                   |         |
| 2   | 00018243   | Vineet Nayyar             | Non-Executive - Nominee Director | Member                  | 25-10-2018          |                   |         |
| 3   | 08267502   | Nand Kishore              | Non-Executive - Nominee Director | Chairperson             | 15-11-2018          |                   |         |

| 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   | 00126063   | Chandra Shekhar Rajan     | Non-Executive - Nominee Director | Chairperson             | 25-10-2018          |                   |         |
| 2   | 00018243   | Vineet Nayyar             | Non-Executive - Nominee Director | Member                  | 25-10-2018          |                   |         |
| 3   | 08267502   | Nand Kishore              | Non-Executive - Nominee Director | Member                  | 15-11-2018          |                   |         |

| 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   | 00126063   | Chandra Shekhar Rajan     | Non-Executive - Nominee Director | Member                  | 25-10-2018          |                   |         |
| 2   | 00018243   | Vineet Nayyar             | Non-Executive - Nominee Director | Chairperson             | 25-10-2018          |                   |         |
| 3   | 08267502   | Nand Kishore              | Non-Executive - Nominee Director | Member                  | 15-11-2018          |                   |         |



| 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 |

| 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   | 00126063   | Chandra Shekhar Rajan     | Non-Executive - Nominee Director | Member                  | 25-10-2018          |                   |         |
| 2   | 00018243   | Vineet Nayyar             | Non-Executive - Nominee Director | Chairperson             | 25-10-2018          |                   |         |
| 3   | 08267502   | Nand Kishore              | Non-Executive - Nominee Director | Member                  | 15-11-2018          |                   |         |

| 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 |   |  |   |                              |  |                              | Textual Information(1)                              |
|--|---|--|---|------------------------------|--|------------------------------|---|
| 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* | No. of Independent Directors attending the meeting* |
| 1  | 06-04-2020  |  |   |                              | Yes  | 4                            | 0   |
| 2  | 21-04-2020  |  | 14  |                              | Yes  | 4                            | 0   |
| 3  | 04-06-2020  |  | 43  |                              | Yes  | 4                            | 0   |
| 4  | 26-06-2020  |  | 21  |                              | Yes  | 4                            | 0   |
| 5  |   | 17-08-2020   | 51  |                              | Yes  | 3                            | 0   |
| 6  |   | 28-08-2020   | 10  |                              | Yes  | 2                            | 0   |
| 7  |   | 29-08-2020   | 0   |                              | Yes  | 3                            | 0   |

**Text Block**

Textual Information(1)

The NCLT based on a petition by Infrastructure Leasing & Financial Services Limited (IL&FS) vide its Order dated April 26, 2019, granted its 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.

**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 | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1  | Nomination and remuneration committee | 24-06-2020  |   |                         |                               | Yes  | 3                            | 0   |
| 2  | Audit Committee                       | 23-05-2020  |   |                         |                               | Yes  | 3                            | 0   |
| 3  | Audit Committee                       | 04-06-2020  | 11  |                         |                               | Yes  | 3                            | 0   |
| 4  | Audit Committee                       | 17-08-2020  | 73  |                         |                               | Yes  | 3                            | 0   |

**Annexure 1**

**V. Related Party Transactions**

| Sr | Subject  | Compliance status (Yes/No/NA) | If status is <input checked="" type="checkbox"/> 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  | No                         |
| 3  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee                                   | No                         |
| 4  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee                                   | No                         |
| 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 | Subject           | Compliance status                        |
|----|-------------------|--|
| 1  | Name of signatory | Krishna Ghag                             |
| 2  | Designation       | Company Secretary and Compliance Officer |

**Text Block**

Textual Information(1)

The NCLT based on a petition by Infrastructure Leasing & Financial Services Limited (IL&FS) vide its Order dated April 26, 2019, granted its 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.

**Annexure III**

**III. Affirmations**

| Sr                                   | Particulars  | Regulation Number                    | Compliance status (Yes/No/NA) | If status is <b>No</b> details of non-compliance may be given here. |
|--------------------------------------|--|--------------------------------------|-------------------------------|---|
| 1                                    | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2)                                | NA                            |   |
| 2                                    | Presence of Chairperson of Audit Committee at the Annual General Meeting   | 18(1)(d)                             | NA                            |   |
| 3                                    | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting   | 19(3)                                | NA                            |   |
| 4                                    | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting  | 20(3)                                | NA                            |   |
| 5                                    | Whether <b>Corporate Governance Report</b> disclosed in Annual Report  | 34(3) read with para C of Schedule V | NA                            |   |
| Any other information to be provided |  |                                      | Textual Information(1)        |   |

**Text Block**

Textual Information(1)

The Registrar of Companies, Mumbai, Maharashtra, vide its order dated September 8, 2020 extended the time to hold the AGM for the Financial Year ended March 31, 2020 by a period of three months from the due date by which the AGM ought to have been held in accordance with the provisions of sub-section (1) of section 96 of the Companies Act, 2013 without requiring the Companies to file an application for seeking such extension which are unable to hold their AGM within the due date.

**Annexure III**

|   |                   |  |
|---|-------------------|--|
| 1 | Name of signatory | Krishna Ghag                             |
| 2 | Designation       | Company Secretary and Compliance Officer |

**Signatory Details**

|                       |  |
|-----------------------|--|
| Name of signatory     | Krishna Ghag                             |
| Designation of person | Company Secretary and Compliance Officer |
| Place                 | Mumbai                                   |
| Date                  | 14-10-2020                               |

