

January 7, 2022

**General Manager,**  
Listing Department,  
BSE Limited,  
P.J. Tower, Dalal Street,  
Mumbai 400 001

**Vice President,**  
Listing Department,  
National Stock Exchange of India Limited  
'Exchange Plaza', Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 051

**Scrip Code No: 533177**

**Scrip Code No: IL&FSTRANS EQ**

Dear Sirs,

**Sub: Disclosure of Voting Result - Postal Ballot Notice dated December 1, 2021**

We wish to inform that pursuant to Section 110 of the Companies Act, 2013 ("the Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), consent of the Shareholders of the Company was sought for proposals as set out in the Postal Ballot Notice dated December 1, 2021 circulated to the members on December 6, 2021.

The details of voting result of the Postal Ballot conducted through remote e-voting process in respect of resolutions contained in the Postal Ballot Notice is enclosed in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, together with the Scrutinizer's Report on the e-voting.

We wish to inform that the following proposals were approved by the Shareholders by passing resolutions with requisite majority on January 6, 2022 (the last date for e-voting):

- (i) Re-appointment of Mr. Subrata Kumar Mitra (DIN: 00029961) as an Independent Director;
- (ii) Re-appointment of Dr. Jagadip Narayan Singh (DIN: 00955107) as an Independent Director;
- (iii) Appointment of Mr. Kaushik Modak (DIN: 01266560) and as a Non-Executive Director;
- (iv) Appointment of Mr. Shekhar Prabhudesai, (DIN: 08766338) as a Non-Executive Director;

- (v) Appointment of CNK & Associates LLP , Chartered Accountants (Firm Registration No. 101961W/ W-100036) as Statutory Auditors of the Company to fill up the casual vacancy caused by the resignation of SRBC & Co. LLP.

Thank you

Yours faithfully,  
For IL&FS Transportation Networks Limited

Krishna Ghag  
Vice President & Company Secretary

(Kind Attn: This intimation is being made pursuant to email dated March 24, 2020 regarding Guidelines for submissions on NEAPS Portal in the wake of CoVID 19 virus, of Listing Compliance Department, National Stock Exchange of India Limited. Accordingly, the submission is being made in SD/- mode as the company is in compliance of the COVID-19 Guidelines of Work from Home.)

### Voting Results of Postal Ballot of IL&FS Transportation Networks Limited

<b>Date of the AGM/EGM</b>	Not Applicable (Resolution passed through Postal Ballot on January 06, 2022)
<b>Total number of shareholders on record date</b> viz. November 26, 2021	Equity Shareholders – 53586 Preference Shareholders – 101
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	Not Applicable (Resolution passed through Postal Ballot)
Promoters and Promoter Group:	N.A
Public:	N.A
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	Not Applicable (Resolution passed through Postal Ballot)
Promoters and Promoter Group:	N.A
Public	N.A

Agenda wise disclosure

1. Consider and Approve : Re-appointment of Mr. Subrata Kumar Mitra (DIN: 00029961) as an Independent Director

Resolution required			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	240849000	240849000	100.00	240849000	0	100.00	0.00
	Poll		N.A	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>240849000</b>	<b>100.00</b>	<b>240849000</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public-Non Institutions	E-Voting	878680	878680	100.00	649579	229101	73.9266	26.0733
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>878680</b>	<b>100.00</b>	<b>649579</b>	<b>229101</b>	<b>73.9266</b>	<b>26.0733</b>
<b>Total</b>		<b>241727680</b>	<b>241727680</b>	<b>100.00</b>	<b>241498579</b>	<b>229101</b>	<b>99.91</b>	<b>0.09</b>

2. Consider and Approve : Re-appointment of Dr. Jagadip Narayan Singh (DIN: 00955107) as an Independent Director

Resolution required			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	240849000	240849000	100.00	240849000	0	100.00	0.00
	Poll		N.A	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>240849000</b>	<b>100.00</b>	<b>240849000</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	878652	878652	100.00	568397	310255	64.689	35.310
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>0878652</b>	<b>100.00</b>	<b>568397</b>	<b>310255</b>	<b>64.689</b>	<b>35.310</b>
<b>Total</b>		<b>241727652</b>	<b>241727652</b>	<b>100.00</b>	<b>241417391</b>	<b>310255</b>	<b>99.87</b>	<b>0.13</b>

**3. Appointment of Mr. Kaushik Modak (DIN: 01266560) as a Non-Executive Director**

Resolution required			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	240849000	240849000	100.00	240849000	0	100.00	0.00
	Poll		N.A	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>240849000</b>	<b>100.00</b>	<b>240849000</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	8,77,105	877105	100.00	743664	133441	84.786	15.213
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>877105</b>	<b>100.00</b>	<b>743664</b>	<b>133441</b>	<b>84.786</b>	<b>15.213</b>
<b>Total</b>		<b>241726105</b>	<b>241726105</b>	<b>100.00</b>	<b>241592664</b>	<b>133441</b>	<b>99.95</b>	<b>0.05</b>

**4. Appointment of Mr. Shekhar Prabhudesai (DIN 08766338) as a Non-Executive Director**

Resolution required			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	240849000	240849000	100.00	240849000	0	100.00	0.00
	Poll		N.A	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>240849000</b>	<b>100.00</b>	<b>240849000</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-Voting		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	Poll		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	Postal Ballot (if applicable)		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	877320	<b>877320</b>	<b>100.00</b>	667189	<b>210131</b>	<b>76.048</b>	<b>23.951</b>
	Poll		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	Postal Ballot (if applicable)		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	<b>Total</b>		<b>877320</b>	<b>100.00</b>	<b>667189</b>	<b>210131</b>	<b>76.048</b>	<b>23.951</b>
<b>Total</b>		<b>241726320</b>	<b>241726320</b>	<b>100.00</b>	<b>241516189</b>	<b>210131</b>	<b>99.91</b>	<b>0.09</b>

**5. Appointment of CNK & Associates LLP, Chartered Accountants (Firm Registration No. 101961W/W-100036), as Statutory Auditors to fill the casual vacancy caused due to resignation of SRBC & Co, LLP.**

Resolution required			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	240849000	240849000	100.00	240849000	0	100.00	0.00
	Poll		N.A	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>240849000</b>	<b>100.00</b>	<b>240849000</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-Voting		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	Poll		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	Postal Ballot (if applicable)		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	877352	<b>877352</b>	100.00	856874	<b>20478</b>	<b>97.666</b>	<b>2.334</b>
	Poll		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	Postal Ballot (if applicable)		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	<b>Total</b>		<b>877452</b>	<b>100.00</b>	<b>856874</b>	<b>20478</b>	<b>97.666</b>	<b>2.334</b>
<b>Total</b>		<b>241726352</b>	<b>241726452</b>	<b>100.00</b>	<b>241705874</b>	<b>20478</b>	<b>99.99</b>	<b>0.01</b>

**Note: The voting rights on shares transferred to IEPF Authority remain frozen.  
The mode of voting for all resolutions was remote e-voting.  
All the aforesaid resolutions were passed with requisite majority.**



# Mehta & Mehta

## COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI-400 018  
TEL.: +91-22-6611 9696 • E-mail: dipti@mehta-mehta.com • Visit us : www.mehta-mehta.com

### AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

#### Scrutinizer's Report

*[Pursuant to Section 108 of the Companies Act, 2013 and  
Rule 20 of the Companies (Management and Administration) Rules, 2014]*

To,

The Chairman  
IL&FS Transportation Networks Limited  
The IL&FS Financial Centre  
Plot No C-22, G Block, Bandra-Kurla Complex  
Bandra (East), Mumbai 400 051

Report on Postal Ballot e-voting of IL&FS Transportation Networks Limited ("the Company")

Dear Sir,

I, **Atul Mehta**, Partner, M/s. Mehta & Mehta, Practicing Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of **IL&FS Transportation Networks Limited** ("Company") for the purpose of conducting the Postal Ballot through remote e-voting process carried out by the Company as per Section 110 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020 and the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020 and 10/2021 dated June 23, 2021 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") on resolution as mentioned in the Notice of Postal Ballot dated December 01, 2021, in a fair and transparent manner and do hereby submit my report as under:

1. The Notice of Postal Ballot (Notice) was sent to the members of the Company on December 06, 2021.
2. The remote e-voting period commenced on Wednesday, December 08, 2021 (09.00 a.m. IST) and ended on Thursday, January 06, 2022 (05:00 p.m. IST).
3. On account of threat posed by COVID-19 pandemic situation, the Notice of Postal Ballot was sent in electronic form only. The hard copy of the Notice along with Postal Ballot forms and pre-paid business envelope were not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars.







Votes against the resolution	Equity	62	3,10,255	0.13%
	Preference	0	0	0.00%
Invalid votes/Abstained	Equity	0	0	0.00%
	Preference	0	0	0.00%
TOTAL		325	24,17,27,652	100%

(iii) **Ordinary Resolution - Appointment of Mr. Kaushik Modak (DIN: 01266560) as a Non-Executive Director**

Particulars	Type of shareholders	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	Equity	271	24,14,97,664	99.91%
	Preference	3	95,000	0.04%
Votes against the resolution	Equity	46	1,33,441	0.05%
	Preference	0	0	0.00%
Invalid votes/Abstained	Equity	0	0	0.00%
	Preference	0	0	0.00%
TOTAL		320	24,17,26,105	100%

(iv) **Ordinary Resolution - Appointment of Mr. Shekhar Prabhudesai (DIN 08766338) as a Non-Executive Director**

Particulars	Type of shareholders	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	Equity	270	24,14,21,189	99.87%
	Preference	3	95,000	0.04%
Votes against the resolution	Equity	48	2,10,131	0.09%
	Preference	0	0	0.00%
Invalid votes/Abstained	Equity	0	0	0.00%
	Preference	0	0	0.00%
TOTAL		321	24,17,26,320	100%



- (v) **Ordinary Resolution** - Appointment of CNK & Associates LLP, Chartered Accountants, as Statutory Auditors to fill the casual vacancy caused due to resignation of SRBC & Co, LLP.

Particulars	Type of shareholders	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	Equity	278	24,16,10,874	99.95%
	Preference	3	95,000	0.04%
Votes against the resolution	Equity	41	20,478	0.01%
	Preference	0	0	0.00%
Invalid votes/Abstained	Equity	0	0	0.00%
	Preference	0	0	0.00%
<b>TOTAL</b>		<b>322</b>	<b>24,17,26,352</b>	<b>100%</b>

7. The resolutions at (i) and (ii) of the Notice have been passed by requisite majority since votes casted in favour of resolutions are more than three (3) times the number of the votes casted against the resolution by the members entitled to vote.
8. The resolutions at (iii), (iv) and (v) of the Notice have been passed by requisite majority since more than half of the votes were casted in favour of the resolution.
9. The related papers, if any with respect to Postal Ballot will be handed over to the Company for safe custody of the same after the Chairman or any person authorized by him, signs the minutes/report of Postal Ballot process.

Thanking You,

For Mehta & Mehta  
Company Secretaries

  


Atul Mehta  
Scrutinizer

FCS No : 5782

CP No : 2486

UDIN: F005782C002093329



Place: Mumbai

Date: January 7, 2022

Enclosed: Annexure

Countersigned by

CHANDRA  
SHEKHAR  
RAJAN

Digitally signed by  
CHANDRA  
SHEKHAR RAJAN  
Date: 2022.01.07  
18:45:15 +05'30'

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Mr. C. S. Rajan

Chairman