

June 20, 2023

**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: Result of Postal Ballot by remote e-voting process**

This is further to our letter dated May 18, 2023, submitting the Postal Ballot Notice along with the Special Resolution and Explanatory Statement ("Notice") sent to the Shareholders of the Company for seeking their approval for appointment of Dr. Rajeev Uberoi (DIN: 01731829) as an Independent Director.

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the rules made thereunder, the Company conducted the Postal Ballot by remote E-voting process as set out in the Notice. Ms. Ami Sheth (CP No. 13976) of M/s. A.M. Sheth & Associates, Practicing Company Secretary was appointed as the Scrutinizer for this purpose. The remote E-voting period commenced from Saturday, May 20, 2023 (9.00 A.M. IST) and concluded on Monday, June 19, 2023 (5.00 P.M. IST).

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results of the Postal Ballot along with the Scrutinizer's Report thereon. Based on the report of the Scrutinizer, the aforementioned resolution has been passed by the Members with requisite majority.

The voting results and the Scrutinizer's report will be available on the website of the Company and NSDL.

You are requested to kindly take the same on record.

Thank you

Yours faithfully,  
For IL&FS Transportation Networks Limited

Krishna Ghag  
Vice President & Company Secretary  
FCS – 4489

<b>Disclosure of Postal Ballot Voting Results</b>		
<b>Disclosure as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</b>		
Company Name	IL&FS Transportation Networks Limited	
Date of Special resolution passed through Postal Ballot	June 19, 2023	
Date of announcement of Postal Ballot results	June 20, 2023	
Record date/Cut -off date	May 12, 2023	
Total Number of Shareholders as on record date/Cut-off date	Type of security	No of shareholders as on record date i.e. 12.05.2023
	Equity shares	49708
	21.44% Preference shares*	97
	22.32% Preference shares*	2
	20.50% Preference shares*	2
* Pursuant to Section 47 of the Act, the Preference Shareholders are entitled to vote on all the resolutions placed before the Company (consequent to non-payment of dividend for 2 years or more). Accordingly, the voting rights were also given to Preference Shareholders.		
No. of Shareholders present in the meeting either in person or through proxy:		
Promoters and Promoter Group	Not Applicable	
Public	Not Applicable	
No. of Shareholders attended the meeting through Video Conferencing:		
Promoters and Promoter Group	Not Applicable	
Public	Not Applicable	

Resolution Required: (Special)			1 - Appointment of Dr. Rajeev Uberoi (DIN: 01731829) as an Independent Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	240849000	4266368	1.7714	4266368	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4266368	1.7714	4266368	0	100.0000	0.0000
Public Institutions	E-Voting	1890049	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	86220978	653027	0.7574	547158	105869	83.7880	16.2120
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		653027	0.7574	547158	105869	83.7880	16.2120
Total		328960027	4919395	1.4954	4813526	105869	97.8479	2.1521



**A. M. Sheth & Associates**  
**Company Secretaries**

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[shethmm\\_cs@yahoo.co.in](mailto:shethmm_cs@yahoo.co.in)

D-601, Sixth Floor, Crystal Plaza, Opp. Infinity Mall, New Link Road, Andheri (West), Mumbai -400053

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**A. M. SHETH**  
Proprietor

To,  
The Chairman of  
**IL&FS Transportation Networks Limited**  
**CIN: L45203MH2000PLC129790**  
Regd. off: The IL&FS Financial Centre,  
Plot No. C-22, G-Block, Bandra- Kurla Complex,  
Bandra (East), Mumbai 400 051

Dear Sir,

**Scrutinizer's Report on voting through E-voting for Postal Ballot in terms of sections 108 and 110 of the Companies Act, 2013 (the Act) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the Rules)**

A. Pursuant to the resolution passed by the Board of Directors of IL&FS Transportation Networks Limited ("the Company") on 12<sup>th</sup> May, 2023, I, Ms. Ami Sheth, Practising Company Secretary, have been appointed as Scrutinizer to receive, scrutinize the Postal Ballot process and the votes cast with respect to the resolution set out in the Postal Ballot Notice dated 12<sup>th</sup> May, 2023 ("Notice").

B. Members approval was sought for approving the following resolution:

**Special Resolution for Appointment of Dr. Rajeev Uberoi (DIN: 01731829) as an Independent Director of the Company**

C. Pursuant to Sections 108 and 110 of the Act read with Rule 20 and 22 of the Rules (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the electronic copy of the Notice and explanatory statement along with the process of e-voting were sent to those Members whose e-mail addresses were registered with the Company/Depository Participant(s)/Registrar and Share Transfer Agent of the Company for communication purposes in compliance with the applicable MCA Circulars No. 14/2020 dated April 8, 2020, No.



**A. M. Sheth & Associates**  
**Company Secretaries**

17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020 read with other relevant circulars, including General Circulars No. 10/2021 dated June 23, 2021, No.20/2021 dated December 8, 2021, No.3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (collectively referred to as 'MCA Circulars') and pursuant to other applicable laws and regulations. The Company completed circulation of Notice along with explanatory statement via electronic mode on 18<sup>th</sup> May, 2023 to those members whose name(s) appeared on the Register of Members/ List of beneficiaries as on 12<sup>th</sup> May, 2023 (cut-off date).

D. The remote e-voting facility was provided by National Securities Depository Limited (NSDL).

E. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the aforesaid MCA Circulars.

F. The e-voting period commenced on Saturday, 20<sup>th</sup> May, 2023 at 9.00 a.m. (I.S.T.) and ended on Monday, 19<sup>th</sup> June, 2023 at 5.00 p.m. (I.S.T.) for voting through e-voting. The e-voting module was disabled by NSDL thereafter. The votes cast under remote e-voting facility were thereafter unblocked.

G. The Members holding shares as on the “cut-off date” i.e., 12<sup>th</sup> May, 2023 were entitled to vote on the proposed resolution.

H. As per information received from Company and their Registrar and Share transfer Agents, details of email sent is given below:

Type of security	EVEN	No of shareholders as on cut off date i.e. 12.05.2023	Email sent to shareholders as on 18.05.2023
Equity shares	123957	49708	45,522
21.44% Preference shares*	123967	97	86



**A. M. Sheth & Associates**  
**Company Secretaries**

22.32% Preference shares*	123964	2	2
20.50% Preference shares*	123965	2	2

\* Pursuant to Section 47 of the Act, the preference shareholders are entitled to vote on all the resolutions placed before the Company (consequent to non payment of dividend for 2 years or more). Accordingly, the voting of preference shareholders is also counted for ascertaining whether the resolution has been passed.

I. The Register, in accordance with Rules 20 and 22 of the Rules has been maintained electronically to record the assent or dissent received.

J. The Management of the Company is responsible to ensure compliance with the requirements of the Act, Rules, Circulars issued by MCA relating to remote e-voting on the resolution contained in the Notice of Postal Ballot. My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolution.

The results of the remote e-voting and electronic voting are as under:

**Special Business – Special Resolution**

Appointment of Dr. Rajeev Uberoi (DIN: 01731829) as an Independent Director of the Company

	Type of Shareholder	No. of members who voted	No. of votes cast by them	% of total number of votes cast
<b>Assent</b>	Equity	267	48,13,526	97.85%
	Preference*	0	0	0
<b>Dissent</b>	Equity	33	1,05,869	2.15%
	Preference	0	0	0
<b>Invalid</b>	Equity	0	0	0
	Preference	0	0	0
<b>Total</b>	Equity	300	49,19,395	100%
	Preference	0	0	0

\* Category of all the preference shares have been combined in rows "preference" in the table above. None of preference shareholders have exercised their voting rights for the Resolution.



**A. M. Sheth & Associates**  
**Company Secretaries**

The above resolution has been **passed** by the members with requisite majority since votes casted in favour of the resolution are more than three (3) times the number of votes casted against the resolution by the members entitled to vote.

**FOR A. M. SHETH & ASSOCIATES**

**(Company Secretaries)**

AMI  
MANUBHA  
I SHETH

Digitally signed by  
AMI MANUBHAI  
SHETH  
Date: 2023.06.19  
19:27:17 +05'30'

**A. M. SHETH**

**(Prop)**

**ACS No. 24127, CP No. 13976**

**Date: 19<sup>th</sup> June, 2023**

**Place: Mumbai**

**UDIN: Please see note below**

Note: As per website of ICSI for UDIN generation, following error message is displayed on 19.06.2023 at the time of signing the Report:

*"Due to critical maintenance activity, the online services viz. payment of annual membership fee, UDIN, ECSIN and other online services cannot be accessed."*

**Counter signed by**

CHANDRA  
SHEKHAR  
RAJAN

Digitally signed  
by CHANDRA  
SHEKHAR RAJAN  
Date: 2023.06.20  
13:34:04 +05'30'

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**Chairman**