

IL&FS Transportation Networks Limited

Regd. Off.: The IL&FS Financial Centre, Plot No. C-22, G-Block, Bandra Kurla Complex, Bandra (E),
Mumbai 400051.

Postal Ballot Form

(To be returned to Scrutinizer appointed by the Company)

Sr No :

(1) Name and Registered :
address of the sole/first
named Shareholder

(2) Name(s) of :
Joint Shareholder(s), if any

(3) Registered Folio No. :
DP ID No./Client ID No.*
(*applicable to shareholders holding
shares in dematerialised form)

(4) Number of Shares held :

(5) I/We hereby exercise my/our vote in respect of the following resolutions to be passed through postal ballot for the business stated in the Postal Ballot Notice dated November 1, 2013 of the Company by sending my/our assent or dissent to the said Resolutions by placing the tick (√) mark at the appropriate box below:

| Item No. | Description | No. of Shares Held | I/We assent to the Resolution (FOR) | I/We dissent to the Resolution (AGAINST) |
|----------|---|--------------------|-------------------------------------|--|
| 1. | Ordinary Resolution for increasing the Authorized Share Capital of the Company and amending Clause V of the Memorandum of Association of the company. | | | |
| 2. | Special Resolution for amending the Article no 4.1 (b) of the Articles of Association of the Company. | | | |

Place:

Date: (Signature of the Shareholder)

Electronic Voting Particulars

| EVEN (Electronic Voting Event Number) | User ID | Password |
|--|---------|----------|
| 100132 | | |

Note:

- i) Kindly read the instructions printed overleaf before exercising the vote through this form or e-voting
- ii) Last date for receipt of Postal Ballot Forms by Scrutinizer is Thursday, December 12, 2013 upto 5.30 p.m.

INSTRUCTIONS

1. A Shareholder desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, Mr. M. M. Sheth, Practising Company Secretary in the enclosed self addressed business reply envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form(s), if deposited in person or if sent by courier or registered/speed post at the expense of the Shareholder will also be accepted
2. The self addressed business reply envelope bears the name and postal address of the Scrutinizer appointed by the Board
3. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder
4. Duly completed Postal Ballot Form should reach the Scrutinizer not later than close of working hours i.e. 5.30 p.m. on Thursday, December 12, 2013. All Postal Ballot Forms received after this date will be strictly treated as if reply from such Shareholder has not been received
5. There will be only one Postal Ballot Form for every folio/Client ID irrespective of the number of Joint Shareholder(s)
6. In case of shares held by companies, trusts, societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution/Authority Letter
7. A Shareholder may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot form should reach the Scrutinizer not later than the last date of receipt of Postal Ballot Form, i.e. close of working hours i.e. 5.30 p.m. on Thursday, December 12, 2013.
8. Voting rights shall be reckoned on the paid up value of shares registered in the name of the Shareholders as on cut off date i.e. November 1, 2013 -
9. Shareholders are requested not to send any other paper along with the Postal Ballot Form in the enclosed self addressed business reply envelope, as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer
10. A Shareholder need not use all the votes nor does he need to cast all the votes in the same way
11. The Scrutinizer's decision on the validity of a Postal Ballot will be final and binding
12. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected
13. The result of the Postal Ballot will also be posted on the website of the Company www.itnlindia.com and also in the newspaper(s) for the information of the Shareholders
14. The Company is pleased to offer **e-voting facility** as an alternate, for all the Shareholders of the Company to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. E-voting is optional. The detailed procedure is enumerated in the Notes to the Postal Ballot Notice