△II&FS Transportation

IL&FS Transportation Networks Limited

The IL&FS Financial Centre, | T +91 22 2653 3333 Plot C-22, G Block, F +91 22 2652 3979 Bandra Kurla Complex, W www.itnlindia.com Mumbai - 400 051

INDIA

General Manager,

October 11, 2011

Listing Department, Bombay Stock Exchange Limited. P.J. Tower, Dalal Street, Mumbai 400 001 Fax Nos: 022-22722037/39/41/61

022-22723121/3719/1278/1557/3354

/3577

Vice President,

Listing Department,

National Stock Exchange of India Limited 'Exchange Plaza', Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Fax Nos. 022-26598237/38, 022-26598347/48

Scrip Code No: IL&FSTRANS EQ

Scrip Code No: 533177

Dear Sirs,

Submission of Corporate Governance Report for Quarter July to Re: September 2011

In terms of Clause 49 (VI) (ii) of the Listing Agreement, please find enclosed the Corporate Governance Report for the quarter July to September 2011

This is for your information and record

Thank you

Yours faithfully,

IL&FS Transportation Networks Limited

Krishha Ghag Associate Vice President & Company Secretary

Encl: As above

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October 11, 2011

Compliance Report on Corporate Governance

	Particulars	Clause of	Compliance	Remarks
		Listing	Status	
1	Board of Directors	agreement 491	Yes/No	
(A)	Composition of Board	49(IA)	Yes	
(B)	Non-executive Directors'	49 (IB)	Yes	MA
(2)	compensation & disclosures	49 (ID)	I CS	with
(C)	Other Provisions as to Board	49 (IC)	Yes	
	And Committee	49(10)	res	es es
(D)	Code of Conduct	49 (ID)	Yes	
II	II. Audit Committee	49 (II)	1 03	
(A)	Qualified & Independent Audit	49 (IIA)	Yes	**
()	Committee	77 (1171)	1 03	466
(B)	Meeting of Audit Committee	49 (IIB)	Yes	- Set
(C)	Powers of Audit Committee	49 (IIC)	Yes	
(D)	Role of Audit Committee	49 (IID)	Yes	
(E)	Review of Information by	49 (IIE)	Yes	
	Audit Committee			
III	Subsidiary Companies	49 (III)	Yes	WEET
IV	Disclosures	49 (IV)		
(A)	Basis of related party	49 (IVA)	Yes	als
	transaction	deletermangen	***************	
(B)	Disclosure of Accounting	49 (IV B)	N.A.	No.
	Treatment	- Committee	Manage of the Control	
(C)	Board Disclosures	49 (IVC)	Yes	esp.
(D)	Proceeds from public issues,	49 (IVD)	N.A.	
	right issues, preferential issues	The state of the s	a noojayaya	en e
	etc.		Olicinista de la companio della comp	ACCOUNTS AND
(E)	Remuneration of Directors	49 (IVE)	Yes	
(F)	Management	49 (IVF)	Yes	Mg
(G)	Shareholders	49 (IVG)	Yes	
V	CEO/CFO Certification	49 (V)	Yes	
VI	Report on Corporate	49 (VI)	Yes	alai
	Governance	er in the second second	depresentation and	
VII	Compliance	49 (VII)	Yes	Me

For IL&FS TRANSPORTATION NETWORKS LIMITED

Krishna Ghag

Associate Vice President &

Company Secretary