

IL&FS TRANSPORTATION NETWORKS LIMITED

Regd. Off.: The IL&FS Financial Centre, Plot No. C-22, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai 400 051

Tel. No.: +91 22 2653 3333 **Facsimile:** +91 22 2652 3979,

Email: itninvestor@ilfsindia.com, **Website:** www.itnlindia.com

CIN: L45203MH2000PLC129790

Postal Ballot Form

(To be returned to Scrutinizer appointed by the Company)

Sr. No.:

1. Name and Registered address of :
the sole / first named Member
(In Block Letters)

2. Name(s) of Joint holder(s), if any :

3. Registered folio no. :
/DP ID No./Client Id No.*
(*Applicable to Members holding
shares in dematerialised form)

4. Number of equity shares held :

I/We hereby exercise my/our vote in respect of the Special Resolutions to be passed through Postal Ballot for the business stated in the Postal Ballot Notice dated November 6, 2015 of the Company by sending my/our assent (for) or dissent (against) to the said Resolutions by placing the tick (✓) mark at the appropriate box below:

Resolution No.	Proposals for which the approvals are being sought from the Members by way of Special Resolution	No. of shares	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	Increase in borrowing limits of the Company from the existing limit of ₹9,000 Crores to ₹11,000 Crores pursuant to Section 180(1)(c) of the Companies Act, 2013			
2.	Sell, lease, assign, dispose or otherwise transfer the investments in subsidiaries/ special purpose vehicles/joint ventures of the Company and creation of security/ mortgage over the assets of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013			
3.	Alteration in the Main Object Clause of the Memorandum of Association			
4.	Amendments to Clause III B and Clause III C of the Memorandum of Association of the Company			
5.	Issue of Non-Convertible Redeemable Preference Shares aggregating to nominal amount not exceeding ₹1,000 Crores pursuant to the provisions of Sections 55 & 62, of the Companies Act, 2013			

Place :

Date :

Signature of the Shareholder / Beneficial owner

ELECTRONIC VOTING PARTICULARS

EVEN (Electronic Voting Event Number)	USER ID	PASSWORD

- Note :** (i) Kindly read the instructions printed overleaf before exercising the vote through this form or remote e-voting
(ii) Last date for receipt of Postal Ballot Forms by Scrutinizer: Monday, December 21, 2015 upto 5.30 p.m
(iii) Postal ballot forms received after that date will be treated as if the reply from such Member(s) has not been received

INSTRUCTIONS

1. A Member 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. S. Anantha Rama Subramanian, Practising Company Secretary, (FCS: 4443; CP No.:1925), Mumbai, 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 Member 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 Member (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 Member and in his absence, by the next named Member
4. Duly completed Postal Ballot Form should reach the Scrutinizer not later than close of working hours i.e. 5.30 p.m. on December 21, 2015. All Postal Ballot Forms received after this date will be treated as if reply from such Member(s) has not been received
5. There will be only one Postal Ballot Form for every Folio/Client ID irrespective of the number of Joint Member(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 Member 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., 5.30 p.m. on December 21, 2015
8. Voting rights shall be reckoned on the paid up value of shares registered in the name of the Members as on cut-off date i.e. November 13, 2015
9. Members 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 be posted on the website of the Company : www.itnlindia.com and also published in the newspaper(s) for information of the Members
14. The Company is pleased to offer e-voting facility as an alternate, for all the Members 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 Note 4 to the Postal Ballot Notice