

January 16, 2024

**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 December 15, 2023, submitting the Postal Ballot Notice along with the Resolutions and Explanatory Statements (“Notice”) sent to the Shareholders of the Company for seeking approval of the Members for the following proposals:

- (i) Appointment of Mr. Subrata Kumar Mitra (DIN: 00029961) as a Non-Executive, Non-Independent Director by way of a Special Resolution and
- (ii) Appointment of Dr. Jagadip Narayan Singh (DIN: 00955107) as a Non-Executive, Non-Independent Director by way of an Ordinary Resolution.

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, December 16, 2023 (9.00 A.M. IST) and concluded on January 14, 2024 (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 resolutions have 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 resolutions passed through Postal Ballot	January 14, 2024	
Date of announcement of Postal Ballot results	January 15, 2024	
Record date/Cut -off date	December 08, 2023	
Total Number of Shareholders as on record date/Cut-off date	Type of security	No of shareholders as on record date i.e. 08.12.2023
	Equity shares	48461
	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 Mr. Subrata Kumar Mitra (DIN:00029961) as a Non-Executive, Non-Independent Director.					
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	40716368	16.9054	40716368	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		40716368	16.9054	40716368	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	1104528	1.2810	1082666	21862	98.0207	1.9793
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1104528	1.2810	1082666	21862	98.0207	1.9793
Total		328960027	41820896	12.7131	41799034	21862	99.9477	0.0523

Resolution Required: (Ordinary)			2 - Appointment of Dr. Jagadip Narayan Singh (DIN: 00955107) as a Non-Executive, Non- Independent Director.					
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	40716368	16.9054	40716368	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		40716368	16.9054	40716368	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	1100173	1.2760	1077326	22847	97.9233	2.0767
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1100173	1.2760	1077326	22847	97.9233	2.0767
Total		328960027	41816541	12.7117	41793694	22847	99.9454	0.0546



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,

**Sub: 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 circular resolution passed by the Board of Directors of IL&FS Transportation Networks Limited ("the Company") on 29<sup>th</sup> November, 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 29<sup>th</sup> November, 2023 ("Notice").

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

**1. Special Resolution- Appointment of Mr. Subrata Kumar Mitra (DIN: 00029961) as a Non-Executive, Non- Independent Director.**

**2. Ordinary Resolution – Appointment of Dr. Jagadip Narayan Singh (DIN: 00955107) as a Non-Executive, Non-Independent Director.**

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 Circular Nos. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated



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

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 and 09/2023 dated September 25, 2023 (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 15<sup>th</sup> December, 2023

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, 16<sup>th</sup> December, 2023 at 9.00 a.m. (I.S.T.) and ended on Sunday, 14<sup>th</sup> January, 2024 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., 8<sup>th</sup> December 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. 08.12.2023	Email sent to shareholders as on 15.12.2023
Equity shares	127327	48461	44538
21.44% Preference shares*	127350	97	87
22.32% Preference shares*	127351	2	2
20.50% Preference shares*	127347	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.*



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

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:**

1. Special Resolution–Appointment of Mr. Subrata Kumar Mitra (DIN:00029961) as a Non–Executive, Non–Independent Director.

	Type of Shareholder	No. of members who voted	No. of votes cast by them	% of total number of votes cast
<b>Assent</b>	Equity	266	41799034	99.95
	Preference*	0	0	0
<b>Dissent</b>	Equity	36	21862	0.05
	Preference*	0	0	0
<b>Invalid</b>	Equity	0	0	0
	Preference*	0	0	0
<b>Total</b>	Equity	302	41820896	100
	Preference*	0	0	0

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



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

2. Ordinary Resolution– Appointment of Dr. Jagadip Narayan Singh (DIN: 00955107) as a Non-Executive, Non-Independent Director.

	Type of Shareholder	No. of members who voted	No. of votes cast by them	% of total number of votes cast
<b>Assent</b>	Equity	261	41 793694	99.95
	Preference*	0	0	0
<b>Dissent</b>	Equity	37	22847	0.05
	Preference*	0	0	0
<b>Invalid</b>	Equity	0	0	0
	Preference*	0	0	0
<b>Total</b>	Equity	298	41 81 6541	100
	Preference*	0	0	0

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

Both the resolutions mentioned above i.e. Special Resolution at Sr. No. 1 and Ordinary Resolution at Sr. No. 2 have been passed by the members with requisite majority.

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

**(Company Secretaries)**

AMI

MANUBHAI

SHETH

**A. M. SHETH**

**(Prop)**

ACS No. 24127, CP No. 13976

Date: 15<sup>th</sup> January, 2024

Place: Mumbai

UDIN: A024127E003218164

**Counter signed by**

CHANDRA  
SHEKHAR  
RAJAN

Digitally signed  
by CHANDRA  
SHEKHAR RAJAN  
Date: 2024.01.15  
19:07:59 +05'30'

**Chairman**