IL&FS | Transportation

IL&FS Transportation Networks Limited

IL&FS Financial Centre,
Plot C-22, G Block,
Bandra Kurla Complex,
Mumbai 400 051
INDIA

T +91 22 2653 3333
F +91 22 2652 3979
W www.itnlindia.com
CIN L45203MH2000PLC129790

August 10, 2016

General Manager,
Listing Department,
BSE Limited,
P.J. Tower, Dalal Street,
Mumbai 400 001

Scrip Code No: 533177

Vice President,
Listing Department,
National Stock Exchange of India Limited
'Exchange Plaza', Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051

Scrip Code No: IL&FSTRANS EQ

Dear Sirs,

Re.: Intimation of Voting Result of 16th Annual General Meeting of the Company held on August 9, 2016

Please note that the 16th Annual General Meeting of the Company was held on August 9, 2016 at 3.00 pm at Y.B. Chavan Auditorium, Opposite Mantralaya, Gen. J. Bhosale Marg, Mumbai 400 021.

In terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we are enclosing the Report submitted by Ms. Jayshree Joshi, Practicing Company Secretary acting as a scrutinizer alongwith the voting result of 16th Annual General Meeting of the Company

You are requested to kindly take the same on record and oblige

Thank you,

For IL&FS Transportation Networks Limited

Krishna Ghag
Vice President &
Company Secretary

Annexure I

Date of the AGM/~~EGM~~	August 9, 2016
Total number of shareholders on record date **(i.e. cut-off date in case of postal ballot)**	55,831
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 2 75
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	 - -

Resolution Required : (Ordinary)			1 - Consider and adopt the (a) Audited Financial Statement, Reports of the Board of Directors and Auditors and (b) Consolidated Financial Statement					
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	240849000	100.0000	240849000	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		**240849000**	**100.0000**	**240849000**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	24399379	15398106	63.1086	15398106	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		**15398106**	**63.1086**	**15398106**	**0**	**100.0000**	**0.0000**
Public Non Institutions	E-Voting	63711648	2135971	3.3526	2135884	87	99.9959	0.0041
	Poll		6251929	9.8129	6251929	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**8387900**	**13.1655**	**8387813**	**87**	**99.9990**	**0.0010**
Total		328960027	264635006	80.4459	264634919	87	100.0000	0.0000



Resolution Required : (Ordinary)			2 - Confirm the Payment of Interim Dividend as Final Dividend on Preference Shares					
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	240849000	100.0000	240849000	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		**240849000**	**100.0000**	**240849000**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	24399379	15398106	63.1086	15398106	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		**15398106**	**63.1086**	**15398106**	**0**	**100.0000**	**0.0000**
Public Non Institutions	E-Voting	63711648	2135971	3.3526	2135884	87	99.9959	0.0041
	Poll		6251929	9.8129	6251929	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**8387900**	**13.1655**	**8387813**	**87**	**99.9990**	**0.0010**
Total		**328960027**	**264635006**	**80.4459**	**264634919**	**87**	**100.0000**	**0.0000**

Resolution Required : (Ordinary)			3 - Declaration of Dividend on Equity Shares					
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	240849000	100.0000	240849000	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		**240849000**	**100.0000**	**240849000**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	24399379	15398106	63.1086	15398106	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		**15398106**	**63.1086**	**15398106**	**0**	**100.0000**	**0.0000**
Public Non Institutions	E-Voting	63711648	2135971	3.3526	2135884	87	99.9959	0.0041
	Poll		6251929	9.8129	6251929	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**8387900**	**13.1655**	**8387813**	**87**	**99.9990**	**0.0010**
Total		**328960027**	**264635006**	**80.4459**	**264634919**	**87**	**100.0000**	**0.0000**



Resolution Required : (Ordinary)			4 - Re-appointment of Mr. Hari Sankaran (DIN 00002386) who retires by rotation					
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	240849000	100.0000	240849000	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		**240849000**	**100.0000**	**240849000**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	24399379	15398106	63.1086	15375260	22846	99.8516	0.1484
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**15398106**	**63.1086**	**15375260**	**22846**	**99.8516**	**0.1484**
Public Non Institutions	E-Voting	63711648	2135971	3.3526	2135665	306	99.9857	0.0143
	Poll		6251929	9.8129	6251929	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**8387900**	**13.1655**	**8387594**	**306**	**99.9964**	**0.0036**
Total		**328960027**	**264635006**	**80.4459**	**264611854**	**23152**	**99.9913**	**0.0087**



Resolution Required : (Ordinary)			5 - Re-appointment of Mr. Arun Saha (DIN 00002377) who retires by rotation					
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	240849000	100.0000	240849000	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		**240849000**	**100.0000**	**240849000**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	24399379	15398106	63.1086	15389466	8640	99.9439	0.0561
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**15398106**	**63.1086**	**15389466**	**8640**	**99.9439**	**0.0561**
Public Non Institutions	E-Voting	63711648	2135971	3.3526	2135665	306	99.9857	0.0143
	Poll		6251929	9.8129	6251929	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**8387900**	**13.1655**	**8387594**	**306**	**99.9964**	**0.0036**
Total		**328960027**	**264635006**	**80.4459**	**264626060**	**8946**	**99.9966**	**0.0034**

Resolution Required : (Ordinary)			6 - Ratify the appointment of Deloitte Haskins & Sells LLP, as Statutory Auditors for FY 2016-17 and to fix their remuneration					
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	240849000	100.0000	240849000	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		**240849000**	**100.0000**	**240849000**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	24399379	15398106	63.1086	15375260	22846	99.8516	0.1484
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**15398106**	**63.1086**	**15375260**	**22846**	**99.8516**	**0.1484**
Public Non Institutions	E-Voting	63711648	2135971	3.3526	2135884	87	99.9959	0.0041
	Poll		6251929	9.8129	6251929	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**8387900**	**13.1655**	**8387813**	**87**	**99.9990**	**0.0010**
Total		**328960027**	**264635006**	**80.4459**	**264612073**	**22933**	**99.9913**	**0.0087**



Resolution Required : (Ordinary)			7 - Approval of Cost Auditor's Remuneration for FY 2016-17					
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	240849000	100.0000	240849000	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		**240849000**	**100.0000**	**240849000**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	24399379	15398106	63.1086	15398106	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		**15398106**	**63.1086**	**15398106**	**0**	**100.0000**	**0.0000**
Public Non Institutions	E-Voting	63711648	2135971	3.3526	2135884	87	99.9959	0.0041
	Poll		6250179	9.8101	6250179	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**8386150**	**13.1627**	**8386063**	**87**	**99.9990**	**0.0010**
Total		**328960027**	**264633256**	**80.4454**	**264633169**	**87**	**100.0000**	**0.0000**

Jayshree S. Joshi
B. Com. (Hons.), LL.B., F.C.S.
PROPRIETRESS

PHONE : 2262 2341 - 2 - 3
E-MAIL : jayshreedagli@gmail.com
suyashri@vsnl.com

JAYSHREE DAGLI & ASSOCIATES
COMPANY SECRETARIES

Form No. MGT-13

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of 16th Annual General Meeting of the Equity Shareholders of **IL&FS Transportation Networks Limited (the Company)** held on Tuesday, 9th day of August, 2016, at 3.00 p.m. at Y.B Chavan Auditorium, Next to Sachivalaya Gymkhana, Opp. Mantralaya, Gen. J. Bhosale Marg, Mumbai 400 021.

Dear Sir,

I, Jayshree S. Joshi, Proprietress of M/s Jayshree Dagli & Associates, Company Secretaries, Mumbai, have been appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 16th Annual General Meeting of the Equity Shareholders of **IL&FS Transportation Networks Limited,** held on Tuesday, 9th day of August, 2016, at 3.00 p.m. at Y.B Chavan Auditorium, Next to Sachivalaya Gymkhana, Opp. Mantralaya, Gen. J. Bhosale Marg, Mumbai 400 021.

Submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 2(Two) ballot boxes kept for polling were locked in my presence with due identification marks placed by me.

2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The result of the poll is as under:

Office No. 5, 1st Floor, Rajabahadur Compound, Bldg. No. 5, 43 - Tamarind Lane, Fort, Mumbai 400 023.
(Opp. Allahabad Bank, Bombay Samachar Marg).

Jayshree S. Joshi
B. Com. (Hons.), LL.B., F.C.S.
PROPRIETRESS

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suyashri@vsnl.com

JAYSHREE DAGLI & ASSOCIATES
COMPANY SECRETARIES

Resolution No. 1- To receive, consider and adopt:
(a) the audited Financial Statements for the year ended March, 31, 2016 together with Reports of the Board of Directors' and Auditors' thereon; and;
(b) the audited Consolidated Financial Statements for the year ended March 31, 2016.
[Ordinary Resolution]

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	62,51,929	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

Resolution No. 2- To confirm the Payment of interim dividend as final dividend on Preference Shares. [Ordinary Resolution]

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	62,51,929	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

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Jayshree S. Joshi
B. Com. (Hons.), LL.B., F.C.S.
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JAYSHREE DAGLI & ASSOCIATES
COMPANY SECRETARIES

Resolution No. 3 -- To declare Dividend on Equity Shares [Ordinary Resolution]

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	62,51,929	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

Resolution No. 4 -- To Appoint a Director in place Mr. Hari Sankaran (DIN: 00002386), who retires by rotation and being eligible offer himself for re-appointment. [Ordinary Resolution]

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	62,51,929	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

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Jayshree S. Joshi
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PROPRIETRESS

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JAYSHREE DAGLI & ASSOCIATES
COMPANY SECRETARIES

Resolution No. 5 - To Appoint a Director in place of Mr. Arun K. Saha (DIN: 00002377), who retires by rotation and being eligible offer himself for re-appointment. [Ordinary Resolution]

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	62,51,929	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

Resolution No. 6- To ratify the Appointment of Deloitte Haskins & Sells LLP, Chartered Accountants (Reg. No. 117366W/W100018) as Statutory Auditors for the Financial year 2016-17 and to authorize the Board to fix their remuneration. [Ordinary Resolution]

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	62,51,929	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

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Jayshree S. Joshi
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PROPRIETRESS

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suyashri@vsnl.com

JAYSHREE DAGLI & ASSOCIATES
COMPANY SECRETARIES

Resolution No. 7- To approve the Remuneration payable to Mr. Dattatray Chivilkar, Cost Accountant, Mumbai (Firm Reg. No. 100605) as Cost Auditors for FY 2016-17. [Ordinary Resolution]

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
22	62,50,179	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Signature:

Jayshree S. Joshi

Jayshree S. Joshi (Scrutinizer)

Witnesses:

1. **Ajay V. Mehta**

Ajay Mehta

2. **Akshay Joshi**

A. A. Joshi

Date: 10th August, 2016.
Place: Mumbai

Office No. 5, 1st Floor, Rajabahadur Compound, Bldg. No. 5, 43 - Tamarind Lane, Fort, Mumbai 400 023.
(Opp. Allahabad Bank, Bombay Samachar Marg).