



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 resolution passed by the Board of Directors of IL&FS Transportation Networks Limited ("the Company") on 8th November, 2024, I, Ms. Ami Sheth, Practising Company Secretary, have been appointed as Scrutinizer to receive, scrutinize the Postal Ballot process and the review votes cast with respect to the resolution set out in the Postal Ballot Notice dated 18th November, 2024 ("Notice").

B. Members approval was sought for approving the following resolution:
Ordinary Resolution- Appointment of Mr. Feby Koshy (DIN: 08483345) as a Non-Executive 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 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, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 (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 November 18, 2024

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 at 9:00 AM IST on Tuesday, November 19, 2024 and ended at 5:00 PM IST on Wednesday, December 18, 2024 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., November 15, 2024, 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. 15.11.2024	Email sent to shareholders as on 18.11.2024
Equity shares	132181	48311	44809
21.44% Preference shares*	132186	97	88
22.32% Preference shares*	132187	2	2
20.50% Preference shares*	132185	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.*

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:



A. M. Sheth & Associates
Company Secretaries

Special Business:

1. Ordinary Resolution– Appointment of Mr. Feby Koshy (DIN: 08483345) as a Non-Executive Director.

	Type of Shareholder	No. of members who voted	No. of votes cast by them	% of total number of votes cast
Assent	Equity	236	205144493	99.994
	Preference*	1	45000	100
Dissent	Equity	30	13458	0.006
	Preference*	0	0	0
Invalid	Equity	0	0	0
	Preference*	0	0	0
Total	Equity	266	205157951	100
	Preference*	1	45000	100

* Category of all the preference shares have been combined in rows "preference" in the table above.

The resolution mentioned above has been passed by the members with requisite majority.

FOR A. M. SHETH & ASSOCIATES
(Company Secretaries)

A. M. SHETH
(Prop)

ACS No. 24127, CP No. 13976

Date: 19th December, 2024

Place: Mumbai

UDIN: A024127F003423765

Counter signed by
For IL&FS Transportation Networks Limited

Director