

September 25, 2015

General Manager,
 Listing Department,
 BSE Limited,
 P.J. Tower, Dalal Street,
 Mumbai 400 001
 Fax Nos: 022- 22722037/39/41/61
 022-22723121/3719/1278/1557/3354
 /3577

Scrip Code No: 533177

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 EO

Dear Sirs,

Sub: Proposed rights issue (“Issue”) of equity shares of face value ₹ 10 each (“Equity Shares”) of IL&FS Transportation Networks Limited (“Company”)

In respect of the Issue, we would like to inform you that the Committee of the Board of Directors of the Company (“COD”) has by a resolution dated September 25, 2015 finalised the Issue price of ₹ 90 (Rupees Ninety Only) per Equity Share to be issued pursuant to the Issue, the record date in respect of the proposed Issue (“**Record Date**”) and the rights entitlement ratio for the proposed Issue (“**Rights Entitlement Ratio**”). The details of the proposed Issue are provided below:


S. no.	Particulars	Details
1.	Record Date	October 8, 2015
2.	Issue price	₹ 90 per Equity Share
3.	Number of Equity Shares to be offered through the Issue	8,22,40,007
4.	Rights Entitlement Ratio	1 : 3 (1 Equity Shares for every 3 Equity Shares held as on the Record Date)
5.	Terms of payment	The full amount of ₹ 90 per Equity Share is payable on application. The payment towards Equity Shares offered will be applied as under: (a) ₹ 10 towards share capital; and (b) ₹ 80 towards the securities premium account
6.	Fractional entitlements	For Equity Shares being offered on a rights basis under this Issue, if the shareholding of any of the Equity Shareholders of the Company as on the

S. no.	Particulars	Details
		<p>Record Date (“Eligible Equity Shareholders”) is less than 3 Equity Shares or is not in multiples of 3, the fractional entitlement of such Eligible Equity Shareholders shall be ignored for computation of the Rights Entitlement. However, Eligible Equity Shareholders whose fractional entitlements are being ignored will be given preference in the Allotment of one additional Equity Share each, if such Eligible Equity Shareholders have applied for additional Equity Shares</p> <p>Those Eligible Equity Shareholders holding less than 3 Equity Shares, i.e., holding up to 2 Equity Shares, and therefore entitled to 'Zero' Equity Shares under this Issue shall be dispatched a CAF with 'Zero' entitlement. Such Eligible Equity Shareholders are entitled to apply for additional Equity Shares and would be given preference in allotment of one additional Equity Share if, such Eligible Equity Shareholders have applied for the additional Equity Shares. However, they cannot renounce the same in favour of third parties</p>

Please find enclosed with this letter, a certified true copy of the resolution passed by the COD in this regard

Thank you

Yours faithfully,
For IL&FS Transportation Networks Limited



Krishna Ghag
Vice President &
Company Secretary

IL&FS Transportation Networks Limited

The 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
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Certified true copy of the resolution passed at the Meeting of the Committee of Directors of the Company held on September 25, 2015

“RESOLVED THAT October 8, 2015 be and is hereby fixed as the record date (**“Record Date”**) for deciding the equity shareholders of the Company (**“Eligible Equity Shareholders”**) who are entitled to apply for the equity shares of the Company (**“Equity Shares”**) to be issued on a rights basis by the Company (**“Issue”**)

RESOLVED FURTHER THAT the rights entitlement ratio in respect of the Issue be and is hereby fixed at 1:3 (**“Rights Entitlement Ratio”**), meaning that an Eligible Equity Shareholder will be entitled to apply for 1 Equity Share for every 3 Equity Shares held by such Eligible Equity Shareholder as at the Record Date

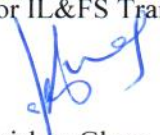
RESOLVED FURTHER THAT 8,22,40,007 Equity Shares, each calculated at the Rights Entitlement Ratio be and is hereby offered to the Eligible Equity Shareholders on a rights basis at a price of ₹ 90 per Equity Share (**“Issue Price”**), of which ₹ 10 is to be applied towards the face value of the Equity Shares offered and ₹ 80 is to be applied towards the securities premium account

RESOLVED FURTHER THAT the full amount of the Issue Price of ₹ 90 per Equity Share be and is hereby fixed as payable on application

RESOLVED FURTHER THAT Mr. K. Ramchand, Managing Director or Mr. Mukund Sapre, Executive Director or Mr. George Cherian, Chief Financial Officer or Mr. Krishna Ghag, Vice President & Company Secretary or Mr. Dilip Bhatia, CFO - Designate be and are hereby severally authorised to execute all such deeds, documents, agreements, forms, instruments and writings, and do all such acts, deeds and things as may be required, necessary, expedient or incidental to give effect to the above resolutions, and to settle or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper and in the best interests of the Company”

Certified to be true

For IL&FS Transportation Networks Limited


Krishna Ghag
Vice President &
Company Secretary