

July 11, 2013

**General Manager,**  
Listing Department,  
Bombay Stock Exchange 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 EQ**

Dear Sirs,

**Re.: Reconciliation of Share Capital Audit Report under Regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996**

Please find enclosed the Reconciliation of Share Capital Audit Report dated July 10, 2013 issued by M/s. Jayshree Dagli & Associates on reconciliation of admitted capital, issued and listed capital in terms of Regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996 for the quarter ended June 30, 2013

Please acknowledge the receipt of the same

Thank you

Yours faithfully,  
IL&FS Transportation Networks Limited



Krishna Ghag  
Vice President &  
Company Secretary

Encl: As above

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

Date: 10/07/2013

Ref : 371:CAP-AUDIT:ITNL:2013-14:0144

The Board of Directors,  
**IL & FS TRANSPORTATION NETWORKS LIMITED.**

The IL & FS Financial Centre,  
Plot C-22, G Block, Bandra Kurla Complex,  
Bandra (East),  
Mumbai 400 051.

Dear Sirs,

**Sub: RECONCILIATION OF SHARE CAPITAL AUDIT REPORT**

**Ref: (1) ISIN: INE975G01012**

**(2) Co. Regn. No.:11-129790 Nominal Capital: Rs. 250 CRORES**

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We have examined the Register of Members, beneficiary details furnished by the Depositories and other records/ documents maintained by **M/s. IL & FS TRANSPORTATION NETWORKS LIMITED** (hereinafter referred to as "the Company") and its Registrars & Share Transfer Agents **M/s. Link Intime India Pvt. Ltd.** (hereinafter referred to as the "RTA") for issuing this certificate, in accordance with the circular D&CC/FITTC/CIR-16/2002 dated December 31, 2002 and CIR/MRD/DP/30/2010 dated September 6, 2010 issued by the Securities and Exchange Board of India & Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996.

We enclose herewith the above referred Reconciliation of Share Capital Audit Report for Quarter ended 30.06.2013, prepared on the basis of our opinion and to the best of our information and according to the explanations given to us and further based on such verification as considered necessary of the documents produced before us.

Thanking you,

Yours faithfully

For **JAYSHREE DAGLI & ASSOCIATES**  
**COMPANY SECRETARIES**

*Jayshree S. Joshi*

**JAYSHREE S. JOSHI**  
**F.C.S. 1451, C.P.487**

Encl: as above.

**ADMIN. OFFICE** : Office No. 5, 1st Floor, Rajabhadur Compound, Bldg. No. 5, 43 Tamarind Lane, Fort, Mumbai - 400 023.  
(Opp. Allahabad Bank, Bombay Samachar Marg Branch).

**HEAD OFFICE** : Bisni Building, 3rd Floor, Nanabhai Lane, 371, Dr. D. N. Road, Mumbai - 400 023.

Jayshree S. Joshi

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



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E-MAIL : jayshreedagli@gmail.com  
suyashri@vsnl.com

## JAYSHREE DAGLI & ASSOCIATES

COMPANY SECRETARIES

### RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

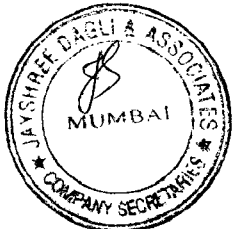
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1. For Quarter Ended : 30<sup>th</sup> June, 2013
2. ISIN : INE975G01012
3. Face Value : Rs.10/-
4. Name of the Company : IL & FS TRANSPORTATION NETWORKS LIMITED
5. Registered Office Address : The IL & FS Financial Centre,  
Plot C-22, G Block, Bandra Kurla Complex,  
Bandra (East), Mumbai 400 051.
6. Correspondence Address : Same as above.
7. Telephone & Fax Nos. : Tel: 26533333 & Fax:26523979
8. Email Address : [itnlinvestor@ilfsindia.com](mailto:itnlinvestor@ilfsindia.com)
9. Name of the Stock Exchanges where the Company's Securities are Listed : National Stock Exchange of India Limited  
Bombay Stock Exchange Limited

	No. of shares	% of Total Issued Capital
10. Issued Capital	194267732	100.00
11. Listed Capital (Exchange wise as per Company records) Stock Exchange as mentioned under Col. No.9	194267732	100.00
12. Held in Dematerialised form in CDSL	4050808	2.09
13. Held in Dematerialised form in NSDL	190214822	97.91
14. Physical	2102	00.00*
15. Total No. of Shares (12+13+14)	194267732	100.00

(\* actual 0.001082 % rounded off to 0.00%)

Contd...2



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Jayshree S. Joshi

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PROPRIETRESS



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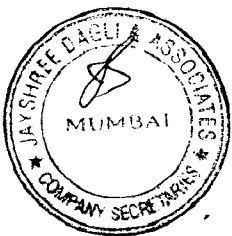
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16. Reasons for difference if any between (10 & 11), (10 & 15), (11,15) : NOT APPLICABLE
17. Certifying the details of changes in Share Capital during the quarter under consideration as per Table below :

Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify)	N.A.
Number of Shares	N.A.
Applied/Not Applied for Listing	N. A
Listed on Stock Exchange (Specify Names)	N. A
Whether Intimated to CDSL	N.A.
Whether Intimated to NSDL	N.A.
In-prn. Approval pending for SE (Specify Names)	N. A

18. Register of Members is updated (Yes/No) If not, updated upto which date. : YES
19. Reference of previous quarter with regards to excess dematerialised shares, if any. : N.A.
20. Has the Company resolved the matter mentioned in point no.19 above in the current quarter? if not, reason why. : N.A.

**Contd...3**



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21. Mentioned the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:

(21 Days are interpreted as per Regulation 55A of the Securities and Exchange Board of India (Depositories and Participants)(Second Amendment) Regulations 2003 inserted vide Notification dated 02.09.2003 issued by SEBI.)

Total No. of Demat Requests	No. of requests	No. of shares	Reason for Delay
Confirmed after 21 days	NIL	NIL	N.A
Pending for more than 21 days	NIL	NIL	N.A

22. Name, Telephone & Fax No. of the Compliance Officer of the Company

: Mr. KRISHNA GHAG  
Company Secretary & Compliance Officer  
Tel:2653 3333 Fax:2652 3979

23. Name, Address, Tel. & Fax No. Regn. No. of the Auditor

: JAYSHREE S. JOSHI  
F.C.S.1451 C.P.487  
JAYSHREE DAGLI & ASSOCIATES  
Company Secretaries  
Off.No.5, 1st Flr.,  
Rajabahadur Comp, Bldg. No.5,  
43,Tamarind Lane, Mumbai-23  
Tel: 22622342 Fax: 22622341

24. Appointment of Common Agency for Share Registry work (If yes (name & Address))

: LINK INTIME INDIA PVT. LTD.  
C-13 Pannalal Silk Mills Comp.,  
L.B.S. Marg, Bhandup (W),  
Mumbai 400 078.

25. Any other details that the auditor may like to provide (e.g. BIFR Company, delisting from SE, Company Changed its name etc.)

: NOT APPLICABLE

For **JAYSHREE DAGLI & ASSOCIATES**  
**COMPANY SECRETARIES**

**JAYSHREE S. JOSHI**  
**F.C.S. 1451, C.P.487**