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January 8, 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

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: 533177

Scrip Code No: IL&FSTRANS EQ

Dear Sirs,

Re: Submission of Corporate Governance Report for Quarter October to December 2012

In terms of Clause 49 (VI) (ii) of the Listing Agreement, please find enclosed the Corporate Governance Report for the quarter October to December 2012

This is for your information and record

Thank you

Yours faithfully,
IL&FS Transportation Networks Limited


Krishna Ghag
Associate Vice President &
Company Secretary

Encl: As above

January 8, 2013
Compliance Report on Corporate Governance

	Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I	Board of Directors	49I		-
(A)	Composition of Board	49(IA)	Yes	-
(B)	Non-executive Directors' compensation & disclosures	49 (IB)	Yes	-
(C)	Other Provisions as to Board And Committee	49 (IC)	Yes	-
(D)	Code of Conduct	49 (ID)	Yes	-
II	II. Audit Committee	49 (II)		-
(A)	Qualified & Independent Audit Committee	49 (IIA)	Yes	-
(B)	Meeting of Audit Committee	49 (IIB)	Yes	-
(C)	Powers of Audit Committee	49 (IIC)	Yes	-
(D)	Role of Audit Committee	49 (IID)	Yes	-
(E)	Review of Information by Audit Committee	49 (IIE)	Yes	-
III	Subsidiary Companies	49 (III)	Yes	-
IV	Disclosures	49 (IV)		-
(A)	Basis of related party transaction	49 (IVA)	Yes	-
(B)	Disclosure of Accounting Treatment	49 (IV B)	N.A.	-
(C)	Board Disclosures	49 (IVC)	Yes	-
(D)	Proceeds from public issues, right issues, preferential issues etc.	49 (IVD)	N.A.	-
(E)	Remuneration of Directors	49 (IVE)	Yes	-
(F)	Management	49 (IVF)	Yes	-
(G)	Shareholders	49 (IVG)	Yes	-
V	CEO/CFO Certification	49 (V)	Yes	-
VI	Report on Corporate Governance	49 (VI)	Yes	-
VII	Compliance	49 (VII)	Yes	-

For IL&FS TRANSPORTATION NETWORKS LIMITED


Krishna Ghag
Associate Vice President &
Company Secretary