



Invitation for Expression of Interest

Date: January 14, 2019

Sale of Transportation Businesses of IL&FS Group in USA

IIPL USA

Expressions of interest (“EOI”) are invited for a proposed sale of 100% of the issued and outstanding equity shares of IIPL USA (“Stake(s)”) held by ITNL International Pte. Ltd., Singapore “Potential Transaction”

IIPL USA is currently engaged in providing infrastructure management, operations and maintenance of roads, highways, bridges, tolling systems, ITS and Traffic Signals. IIPL USA currently has contracts in the state of Texas.

Consummation of any transaction pursuant to the process initiated by this advertisement will be subject to requisite approvals, including, the approval of the Board of Directors of Infrastructure Leasing & Financial Services Limited, approvals of the Board of the Directors of IL&FS Group companies participating in the Potential Transaction, and approvals required under applicable law and contracts. IIPL USA has engaged Frontera Capital Advisors, LLC to assist in the Potential Transaction.

Interested parties may refer to www.ilfsindia.com or www.iiplusa.com for details in relation to the opportunity, the eligibility criteria, preliminary teaser, prescribed format of the EOI and other terms and conditions. Applicants fulfilling the eligibility criteria can submit the EOI in the prescribed format, along with the relevant supporting documents, latest by **5:00 PM EST on January 21, 2019**.

IL&FS / IIPL USA reserves the right to suspend, modify or terminate the Potential Transaction at any time without providing any reasons or incurring any liability to any party.

<http://www.iiplusa.com>