

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **GTL Infrastructure Limited**
2. Quarter ending - **30-Sep-2024**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive/Non- Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Whether the director is disqualified?	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [With reference to proviso to regulation 17A (1)&17A(2)]	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company
Mr.	Manoj Gajanan Tirodkar	00298407	Chairperson, Non-Executive - Non-Independent Director	08-Aug-2005	29-Sep-2022	12-Sep-2024		No	Active	NA		0	0	0	0	
Mr.	Nagarajan Balasubramanian	00288918	Non-Executive - Independent Director	16-Sep-2014	16-Sep-2019	15-Sep-2024	120	No	Active	Yes	25-Sep-2019	0	0	0	0	
Mr.	Anand Prabhakar Patkar	00634761	Non-Executive - Independent Director	16-Sep-2014	16-Sep-2019	15-Sep-2024	120	No	Active	NA		0	0	0	0	
Mr.	Charudatta Kashinath Naik	00225472	Non-Executive - Non- Independent Director	04-Feb-2004	28-Sep-2023			No	Active	NA		1	0	1	0	AC,RC,NRC
Mrs.	Dina Sanjay Hatekar	08535438	Non-Executive - Independent Director	14-Aug-2019	14-Aug-2024		62	No	Active	NA		1	1	0	0	AC,RC,NRC
Mr.	Vikas Krishnlal Arora	09785527	Executive Director	10-Nov-2022	05-Feb-2023			No	Active	NA		1	0	0	0	
Mrs.	Sunali Chaudhry	07139326	Non-Executive - Non- Independent Director	05-Sep-2023	28-Sep-2023			No	Active	NA		1	0	1	1	NRC,SC,RC
Mr.	Vinod Balmukand Agarwala	01725158	Chairperson, Non-Executive - Non-Independent Director	16-Sep-2024	16-Sep-2024			No	Active	NA		3	2	2	0	AC,SC,RC,NRC
Mr.	Ramesh Bhagwanrao Bhosale	00078848	Non-Executive - Independent Director	13-Aug-2024	13-Aug-2024		2	No	Active	NA		1	1	1	1	AC,NRC
Mr.	Dhananjay Prabhakar Barve	00224261	Non-Executive - Independent Director	13-Aug-2024	13-Aug-2024		2	No	Active	NA		1	1	1	0	SC
Mr.	Jeevan Umesh Rai	02356479	Non-Executive - Non- Independent Director	12-Sep-2024	12-Sep-2024			No	Active	NA		1	0	1	0	SC,RC
Company Remarks			1. Details of membership of committees include chairmanship of committee as well. 2. Tenure of months of independent directors calculated from the date of their appointment in terms of the provisions of the Companies Act, 2013.													
Whether Regular chairperson appointed			Yes													
Whether Chairperson is related to MD or CEO			No													

Annexure I

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/ Member	Date of Appointment	Date of Cessation
1	Nagarajan Balasubramanian	Non-Executive - Independent Director	Chairperson	08-Oct-2007	15-Sep-2024
2	Vinod Balmukand Agarwala	Chairperson, Non-Executive - Non-Independent Director	Member	08-Oct-2007	15-Sep-2024
3	Charudatta Kashinath Naik	Non-Executive - Non- Independent Director	Member	13-Aug-2009	
4	Ramesh Bhagwanrao Bhosale	Non-Executive - Independent Director	Chairperson	16-Sep-2024	
5	Dina Sanjay Hatekar	Non-Executive - Independent Director	Member	16-Sep-2024	

Company Remarks	Date of appointment on committee is considered instead of date of appointment in the Company as director.
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/ Member	Date of Appointment	Date of Cessation
1	Anand Prabhakar Patkar	Non-Executive - Independent Director	Chairperson	13-Aug-2009	15-Sep-2024
2	Manoj Gajanan Tirodkar	Chairperson, Non-Executive - Non-Independent Director	Member	01-Aug-2008	12-Sep-2024
3	Sunali Chaudhry	Non-Executive - Non- Independent Director	Chairperson	06-Sep-2023	
4	Vinod Balmukand Agarwala	Chairperson, Non-Executive - Non-Independent Director	Member	09-Feb-2012	
5	Dhananjay Prabhakar Barve	Non-Executive - Independent Director	Member	16-Sep-2024	
6	Jeevan Umesh Rai	Non-Executive - Non- Independent Director	Member	16-Sep-2024	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/ Member	Date of Appointment	Date of Cessation
1	Vinod Balmukand Agarwala	Chairperson, Non-Executive - Non-Independent Director	Chairperson	03-Jun-2021	
2	Dina Sanjay Hatekar	Non-Executive - Independent Director	Member	03-Jun-2021	
3	Charudatta Kashinath Naik	Non-Executive - Non- Independent Director	Member	03-Jun-2021	15-Sep-2024
4	Anand Prabhakar Patkar	Non-Executive - Independent Director	Member	31-Oct-2022	15-Sep-2024
5	Sunali Chaudhry	Non-Executive - Non- Independent Director	Member	06-Sep-2023	
6	Jeevan Umesh Rai	Non-Executive - Non- Independent Director	Member	16-Sep-2024	

Company Remarks	
Whether Regular chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/ Member	Date of Appointment	Date of Cessation
1	Vinod Balmukand Agarwala	Chairperson, Non-Executive - Non-Independent Director	Chairperson	10-May-2019	15-Sep-2024
2	Nagarajan Balasubramanian	Non-Executive - Independent Director	Member	08-Oct-2007	15-Sep-2024
3	Charudatta Kashinath Naik	Non-Executive - Non- Independent Director	Member	13-Aug-2009	15-Sep-2024
4	Dina Sanjay Hatekar	Non-Executive - Independent Director	Chairperson	16-Sep-2024	
5	Ramesh Bhagwanrao Bhosale	Non-Executive - Independent Director	Member	16-Sep-2024	
6	Sunali Chaudhry	Non-Executive - Non- Independent Director	Member	16-Sep-2024	

Company Remarks	
Whether Regular chairperson appointed	Yes

Confidential

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
14-May-2024	Yes	8	8	4
17-May-2024	Yes	8	8	4
12-Jun-2024	Yes	8	8	4
13-Aug-2024	Yes	10	10	6
14-Sep-2024	Yes	10	10	6

Company Remarks	
Maximum gap between any two consecutive (in number of days)	61

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	14-May-2024	Yes	3	3	2	0
Audit Committee	13-Aug-2024	Yes	3	3	2	0
Nomination and Remuneration Committee	14-May-2024	Yes	3	3	2	0
Nomination and Remuneration Committee	13-Aug-2024	Yes	3	3	2	0
Nomination and Remuneration Committee	14-Sep-2024	Yes	3	3	2	0
Nomination and Remuneration Committee	30-Sep-2024	Yes	3	3	2	0
Stakeholders Relationship Committee	14-May-2024	Yes	4	4	2	0
Stakeholders Relationship Committee	13-Aug-2024	Yes	4	4	2	0
Risk Management Committee	14-May-2024	Yes	5	5	3	0
Risk Management Committee	12-Aug-2024	Yes	5	5	3	0

Confidential

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
--	--

Details of cyber security incidence

1. Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
2. Date of the Event	
3. Brief details of the event	

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 1000 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

--

Name : **Nitesh Ashok Mhatre**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE III**Affirmations**

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided			

Note:

--

Name : Nitesh Ashok Mhatre
Designation : Company Secretary & Compliance Officer

ANNEXURE IV

%symbol% GTLINFRA	%companyName% GTL INFRASTRUCTURE LIMITED	%quarterEnded% 30-SEP-2024
Additional Half yearly Disclosure		
Applicability of disclosure	Applicable	
Reason for Non Applicability	Applicable	
I. Disclosure of Loans/guarantees/comfort letters/securities etc. refer note below		

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
0	0	0	0	0	0	0	0

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>	Not Applicable	0	0
<i>Promoter Group or any other entity controlled by them</i>	Not Applicable	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	Not Applicable	0	0
<i>KMPs or any other entity controlled by them</i>	Not Applicable	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>	Not Applicable	0	0
<i>Promoter Group or any other entity controlled by them</i>	Not Applicable	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	Not Applicable	0	0
<i>KMPs or any other entity controlled by them</i>	Not Applicable	0	0

(D) If the Listed Entity would like to provide any other information the same may be indicated here

--

II. Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company

Company Remarks in case of non-compliant status

--

Name: Bhupendra Kiny
Designation: CFO
Place: Navi Mumbai
Date: 18-Oct-2024