



**AUDITED FINANCIAL RESULTS
FOR THE QUARTER ENDED DECEMBER, 2006**

Rs in Crores

Particulars			
	Quarter ended December 31,	Half Year Period ended December 31,	15 months Period ended June 30,
	2006	2006	2006
	Audited	Audited	Audited
Net Sales & Services	-	16.76	16.99
Cost of Sales & Services	-	0.51	1.78
Employee Cost	-	1.13	2.15
Gross Profit	-	15.12	13.06
Selling & Marketing Expenses	-	2.17	5.41
Administration Expenses	-	-	-
Operating Profit before Other Income , Interest and Depreciation	-	12.95	7.65
Interest (Net) and Finance Charges	-	2.52	0.70
Depreciation	-	9.78	19.30
Operating Profit before Other Income and Tax	-	0.65	(12.35)
Other Income (incl. Exchange Gain / (Loss) (Net))	-	0.41	-
Profit before Tax & Extra-ordinary Items	-	1.06	(12.35)
Provision for Tax	-	-	-
Deferred Tax	-	1.27	(1.59)
Fringe Benefit Tax	-	0.03	0.10
Net Profit after Tax	-	(0.24)	(10.86)
Paid-up Equity Share Capital	320.76	641.52	225.00
Reserves Excluding Revaluation Reserves	-	-	-
EPS excluding extra-ordinary items - Basic (in Rs.)	-	(0.01)	(1.03)
EPS excluding extra-ordinary items - Diluted (in Rs.)	-	(0.01)	(0.86)
Aggregate of non-promoter shareholding			92,000,000
Number of shares			225,000,000
Percentage of shareholding			40.89%

Manoj Tirodkar
Chairman

Notes to Accounts

The above audited results for the quarter ended December 31, 2006 were approved by the Board of Directors in their meeting held on January 22, 2007.

As the Company was listed on November 9, 2006, the comparable figures for the corresponding period of the previous year are not given.

Business Outlook & Operations

GTL Infrastructure Ltd (GTL Infra) is rolling out 6,700 cell-sites and related Network Infrastructure in Phase I of the project with a capital investment of Rs.2,030 crores. The present financial arrangements are adequate to cover the capital expenditure needs towards the same. The Company proposes to setup these cell-sites in Class B & Class C cities and in rural areas. Leading telecom operators in India have accepted the Company's business model and some of the operators have begun utilization of towers owned by the Company.

Listing of the Company

The Company's shares were listed on Bombay Stock Exchange Ltd and National Stock Exchange of India Ltd on November 9, 2006. On the day of listing the Company's Market Cap on fully diluted basis stood at Rs. 1,478 crores. The successful listing of the stock signifies the substantial value unlocked for all the shareholders of GTL Ltd (GTL).

Rights Issue

With a view to accelerate the pace of roll-out, the Company on January 2, 2007 announced 1:1 rights issue at par, subject to necessary approvals. Once fully subscribed the diluted equity share capital of the Company would go upto Rs. 680 crores. GTL Infra proposes to use the proceeds of the issue to fulfil the business plans of the Company. The record date for this issue would be announced upon regulatory clearance.

Business for the Quarter

1. Net Sales and Services for the quarter ended December 31, 2006 was Rs.16.91 crores as compared to Rs.16.76 crores in the previous quarter. As per the roll-out planned, it expects considerable increase in the revenue from next Financial Year.

EBIDTA for the quarter ended December 31, 2006 was Rs.13.51 crores (79.91%) as compared to Rs 12.94 crores (77.18%) in the previous quarter.

The Company gives Turnkey Contract to GTL for rolling out its network. GTL is a leading Network Services company and has so far deployed over 16,000 cell- sites with projects completed across 25 countries.

2. The total manpower of the Company as of December 31, 2006 stood at 140. The employee cost incurred for the quarter was Rs.1.78 crores.

3. Details of expenses exceeding 10% of the total expenditure during the quarter:

Particulars	Rs. crores
	December 31, 2006
Interest & Financial Charges	3.41
Depreciation	10.97

4. With a view to reduce interest burden, the Company entered into Derivative Contracts in May, 2006. The Company has realized profit of Rs.6.77 cores, which has been

5. reflected in Other Income, as per the Indian Accounting Standards. The Company does not guarantee such profits in recurring form in the future.

Segment Reporting

The Company is in the business of providing Shared User Passive Infrastructure. Hence, the Company reports "Shared User Infrastructure" as one business segment for disclosure in context of Accounting Standard 17 issued by the Institute of Chartered Accounts of India.

Other Information

1. The Company has 15,50,000 outstanding warrants issued to its employees as of December 31, 2006 under the Employee Stock Option Scheme (ESOS).
2. In 2004, GTL issued 8,000 FCCBs aggregating to CHF 80 million. Consequent to the demerger, 5,794 FCCBs of CHF 10,000 each outstanding as on the appointed date viz. October 1, 2005 were split between the Company and GTL Ltd. Between the appointed date and the record date viz. July 14, 2006, 1,037 FCCBs of CHF 970.87 got converted and necessary entries have been made in the books of GTL and the Company. Out of the balance 4,757 FCCBs, 2,730 FCCBs got converted as under:

	No. of FCCBs (of CHF 970.87)	No. of Shares
Outstanding as on record date; viz. July 14, 2006	4,757	17,222,951
Less: Conversion during the quarter	2,730	9,884,096
Outstanding as on December 31, 2006	2,027	7,338,853

Accordingly, the Share Capital of the Company has increased from Rs. 320.77 crores as at the end of last quarter to Rs. 330.65 crores as at the end of current quarter. The Share Capital of the Company on a fully diluted basis is Rs. 339.54 crores.

3. Status of investor grievances for the quarter ended December 31, 2006:

No. of complaints			
Pending as at 01.10.2006	Received during the quarter	Disposed during the quarter	Lying unresolved as at 31.12.2006
Nil	25	25	Nil

For GTL Infrastructure Limited

Date: January 22, 2007
Place: Mumbai

Manoj Tirodkar
Chairman