

Name of the Company:

GTL INFRASTRUCTURE LTD

Quarter ending on:

Dec-14

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	YES	-
(B) Independent Directors	49 (IIB)	YES	-
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	YES	-
(D) Other provision as to Board and Committees	49 (IID)	YES	-
(E) Code of Conduct	49 (IIE)	YES	-
(F) Whistle Blower Policy	49 (IIF)	YES	-
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	-
(B) Meeting of Audit Committee	49 (IIIB)	YES	-
(C) Powers of Audit Committee	49 (IIIC)	YES	-
(D) Role of Audit Committee	49 (IIID)	YES	-
(E) Review of Information by Audit Committee	49 (IIIE)	YES	-
IV. Nomination and Remuneration Committee	49 (IV)	YES	-
V. Subsidiary Companies	49 (V)	N.A.	-
VI. Risk Management	49 (VI)	YES	-
VII. Related Party Transactions	49 (VII)	YES	-
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	YES	Details of material Related Party Transactions, if any, will be submitted upon publication of financial results.
(B) Disclosure of Accounting Treatment	49 (VIII B)	N.A.	-
(C) Remuneration of Directors	49 (VIII C)	YES	Relevant disclosures will be made in the Annual Report for 2014-15 in due course.
(D) Management	49 (VIII D)	YES	Relevant disclosures will be made in the Annual Report for 2014-15 in due course.
(E) Shareholders	49 (VIII E)	YES	-
(F) Proceeds from public issue, right issues, preferential issues etc.	49 (VIII F)	N.A.	-
IX. CEO/CFO Certification	49 (IX)	YES	Relevant disclosures will be made in the Annual Report for 2014-15 in due course.
X. Report on Corporate Governance	49 (X)	YES	Relevant disclosures will be made in the Annual Report for 2014-15 in due course.
XI. Compliance	49 (XI)	YES	Relevant disclosures will be made in the Annual Report for 2014-15 in due course.

FOR GTL INFRASTRUCTURE LIMITED
Nitesh Mhatre
 Company Secretary

L. Y. Desai
 Chief Financial Officer