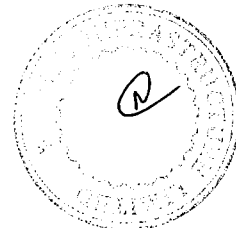


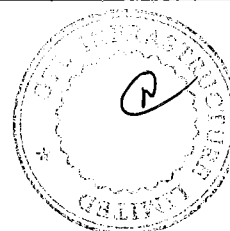
Name of Listed Entity: **GTL Infrastructure Limited**

BSE Scrip Code	532775
NSE Symbol	GTLINFRA
MSEI Symbol	NOTLISTED
ISIN	INE221H01019
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	December 2018
Risk Management Committee	Not Applicable

I. Composition of Board of Directors								
Whether the Entity has Regular Chairman : Yes								
Title (Mr / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Date of Appointment in the current term /cessation	Tenure (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Manoj G. Tirodkar	PAN: AACPT3067G DIN: 00298407	Chairperson related to Promoter-Non Independent-Non Executive Director	08/08/2005		1	1	0
Mr.	N. Balasubramanian	PAN: ADSPB7706M DIN: 00288918	Independent	16/09/2014	126	1	0	1
Mr.	Milind K. Naik	PAN: AAPPN8069B DIN: 00276884	Non Independent -Executive	21/07/2014		1	0	0
Mr.	Anand P. Patkar	PAN: AAKPP5325K DIN: 00634761	Independent	16/09/2014	126	1	0	1
Mr.	Charudatta K. Naik	PAN: AAYPN2944C DIN: 00225472	Non Independent-Non Executive	04/02/2004		1	1	0
Mr.	Vinod B. Agarwala	PAN: AABPA7952N DIN: 01725158	Independent	16/09/2014	90	4	4	2
Mr.	Vijay M. Vij	PAN: ABXPV1773D DIN: 02245470	Independent	16/09/2014	90	1	1	0
Ms.	Sonali P. Choudhary	PAN: ADSPT5063H DIN: 07139326	Non Independent - Non Executive	31/03/2015		1	1	0
<p>\$PAN number of any director would not be displayed on the website of Stock Exchange &Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen * to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.</p>								



II. Composition of Committees				
Name of Committee	DIN	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) s	Date of Appointment
1. Audit Committee	00288918	Mr. N. Balasubramanian	Independent - Chairman of the Committee	16/09/2014
	01725158	Mr. Vinod B. Agarwala	Independent - Member of the Committee	16/09/2014
	02245470	Mr. Vijay M. Vij	Independent - Member of the Committee	16/09/2014
	00225472	Mr. Charudatta K. Naik	Non Independent - Non Executive - Member of the Committee	04/02/2004
2. Nomination & Remuneration Committee	02245470	Mr. Vijay M. Vij	Independent - Chairman of the Committee	16/09/2014
	00288918	Mr. N. Balasubramanian	Independent - Member of the Committee	16/09/2014
	00225472	Mr. Charudatta K. Naik	Non Independent - Non Executive - Member of the Committee	04/02/2004
3. Risk Management Committee (if applicable)	N.A.		N.A.	
4. Stakeholders Relationship Committee'	00634761	Dr. Anand P. Patkar	Independent - Chairman of the Committee	16/09/2014
	01725158	Mr. Vinod B. Agarwala	Independent - Member of the Committee	16/09/2014
	00298407	Mr. Manoj G. Tirodkar	Non Independent - Non Executive - Member of the Committee	08/08/2005
	07139326	Mrs. Sonali P. Choudhary	Non Independent - Non Executive - Member of the Committee	31/03/2015
&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen				
III. Meeting of Board of Directors				
<i>Date(s) of Meeting (if any) in the previous quarter</i>		<i>Date(s) of Meeting (if any) in the relevant quarter</i>		<i>Maximum gap between any two consecutive (in number of days)</i>
August 9, 2018		November 13, 2018		95
IV. Meeting of Committees				
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>	
1) Audit Committee Meeting - November 13, 2018	Yes, all 4 members present	August 9, 2018	95	



2) Stakeholders Relationship Committee Meeting - November 13, 2018 - November 29, 2018	Yes, all 4 members present Yes, all members present	August 9, 2018	95
3) Nomination & Remuneration Committee Meeting - N.A.	N.A.	Nil	

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions



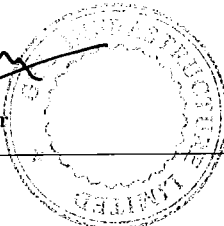
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.

Note :

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
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.
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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

 Nitesh A. Mhatre Company Secretary & Compliance Officer	 Bhupendra Kiny Chief Financial Officer	
---	---	--

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.