

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - GTL Infrastructure Limited
2. Quarter ending - 31-Mar-2021

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	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	Memberships in Committees of the Company	Remarks
Mr.	Manoj G. Tirodkar	00298407	AACPT3067G	C,NED		08-Aug-2005	30-Sep-2020			05-Oct-1964	NA		1	0	1	0	SC	
Mr.	N. Balasubramanian	00288918	ADSPB7706M	ID		16-Sep-2014	16-Sep-2019		79	03-Sep-1946	NA		1	1	1	1	AC,NRC	
Mr.	Anand P. Patkar	00634761	AAKPP5325K	ID		16-Sep-2014	16-Sep-2019		79	07-Sep-1952	NA		1	1	1	1	SC	
Mr.	Charudatta K. Naik	00225472	AAYPN2944C	NED		04-Feb-2004	21-Sep-2017			09-Nov-1965	NA		1	0	1	0	AC,NRC	
Mr.	Vinod B. Agarwala	01725158	AABPA7952N	ID		16-Sep-2014	16-Sep-2019		79	30-Oct-1949	NA		4	4	6	2	AC,SC,NRC	
Mrs.	Sunali Chaudhry	07139326	ADSPT5063H	NED		31-Mar-2015	27-Sep-2018			01-Jul-1983	NA		1	0	1	0	SC	
Ms.	Dina S. Hatekar	08535438	ACEPH3663C	ID		14-Aug-2019	14-Aug-2019		20	29-Aug-1970	NA		1	1	0	0		
Mr.	Milind K. Naik	00276884	AAPPN8069B	ED		20-Jan-2021	20-Jan-2021			19-Mar-1962	NA		1	0	0	0		

Company Remarks	1. Details of membership of committees includes 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 Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	N. Balasubramanian	ID	Chairperson	08-Oct-2007	
2	Vinod B. Agarwala	ID	Member	13-Aug-2009	
3	Charudatta K. Naik	NED	Member	13-Aug-2009	

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

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Anand P. Patkar	ID	Chairperson	13-Aug-2009	
2	Vinod B. Agarwala	ID	Member	09-Feb-2012	
3	Manoj G. Tirodkar	C.NED	Member	01-Aug-2006	
4	Sunali Chaudhry	NED	Member	07-May-2015	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Vinod B. Agarwala	ID	Chairperson	10-May-2019	
2	N. Balasubramanian	ID	Member	08-Oct-2007	
3	Charudatta K. Naik	NED	Member	13-Aug-2009	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
05-Nov-2020	20-Jan-2021	Yes	6	4
21-Nov-2020	09-Feb-2021	Yes	8	4
	24-Feb-2021	Yes	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	59

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	05-Nov-2020		Yes	3	2
Audit Committee		09-Feb-2021	Yes	3	2
Stakeholders Relationship Committee	05-Nov-2020		Yes	4	2
Stakeholders Relationship Committee		09-Feb-2021	Yes	4	2
Nomination & Remuneration Committee	05-Nov-2020		Yes	3	2
Nomination & Remuneration Committee		20-Jan-2021	Yes	3	2
Nomination & Remuneration Committee		24-Feb-2021	Yes	3	2
Nomination & Remuneration Committee		26-Feb-2021	Yes	3	2
Nomination & Remuneration Committee		16-Mar-2021	Yes	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	95

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	
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VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee - **Yes**
 - Nomination & remuneration committee - **Yes**
 - Stakeholders relationship committee - **Yes**
 - Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
- 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**
- 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**
- 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:

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Name : Nitesh Mhatre
Designation : Company Secretary & Compliance Officer

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status (Yes/No/NA)	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.gtlinfra.com
Terms and conditions of appointment of independent directors	Yes		www.gtlinfra.com
Composition of various committees of board of directors	Yes		www.gtlinfra.com
Code of conduct of board of directors and senior management personnel	Yes		www.gtlinfra.com
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.gtlinfra.com
Criteria of making payments to non-executive directors	Yes		www.gtlinfra.com
Policy on dealing with related party transactions	Yes		www.gtlinfra.com
Policy for determining 'material' subsidiaries	Yes		www.gtlinfra.com
Details of familiarization programs imparted to independent directors	Yes		www.gtlinfra.com
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		www.gtlinfra.com
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances other relevant details	Yes		www.gtlinfra.com
Financial results	Yes		www.gtlinfra.com
Shareholding pattern	Yes		www.gtlinfra.com
Details of agreements entered into with the media companies and/or their associates	Yes		www.gtlinfra.com
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Not Applicable		
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		www.gtlinfra.com
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments obtained	Not Applicable		
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Not Applicable		
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.gtlinfra.com
Materiality Policy as per Regulation 30	Yes		www.gtlinfra.com
Dividend Distribution policy as per Regulation 43A (as applicable)	Not Applicable		
It is certified that these contents on the website of the listed entity are correct.	Yes		www.gtlinfra.com
II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
Board composition	17(1), 17(1A) & 17(1B)	Yes	
Meeting of Board of directors	17(2)	Yes	
Quorum of Board meeting	17(2A)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees/compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Recommendation of Board	17(11)	Yes	
Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of nomination & remuneration committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of stakeholder relationship committee	20(3A)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Not Applicable	
Meeting of Risk Management Committee	22	Not Applicable	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Not Applicable	
Approval for material related party transactions	23(4)	Not Applicable	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Not Applicable	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Not Applicable	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
D & O Insurance for Independent Directors	25(10)	Not Applicable	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

Other Information	Even though the Company doesn't have any subsidiary, the Company has approved Material Subsidiary Policy.
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Name : Nitesh A. Mhatre
Designation : Company Secretary & Compliance Officer