ANNEXURE I

Format to be submitted by listed entity on quarterly basis

Name of Listed Entity
 Quarter ending
 GTL Infrastructure Limited
 31-Mar-2022

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	Membership 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		91	03-Sep-1946	Yes	25-Sep-2019	1	1	1	1	AC,NRC	
Mr.	Anand P. Patkar	00634761	AAKPP5325K	ID		16-Sep-2014	16-Sep-2019		91	07-Sep-1952	NA		1	1	1	1	SC	
Mr.	Charudatta K. Naik	00225472	AAYPN2944C	NED		04-Feb-2004	28-Sep-2021			09-Nov-1965	NA		1	0	1	0	AC,RC,NRC	
Mr.	Vinod B. Agarwala	01725158	AABPA7952N	ID		16-Sep-2014	16-Sep-2019		91	30-Oct-1949	NA		4	4	6	2	AC,SC,RC,NRC	
Mrs.	Sunali Chaudhry	07139326	ADSPT5063H	NED		31-Mar-2015	27-Sep-2018	22-Feb-2022		01-Jul-1983	NA		1	0	1	0	SC,RC	
Ms.	Dina S. Hatekar	08535438	ACEPH3663C	ID		14-Aug-2019	14-Aug-2019		32	29-Aug-1970	NA		1	1	0	0	RMC	
Mr.	Milind K. Naik	00276884	AAPPN8069B	ED		20-Jan-2021	28-Sep-2021			19-Mar-1962	NA		1	0	0	0		

Company Remarks	 Details of membership of committees include chairmanship of committee as well. 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	No
	No

ii. Composition of Committees

a. Audit Committee

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date
No.				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	Yes
chairperson appointed	

b. Stakeholders Relationship Committee

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Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date		
No.				Date			
1	Anand P. Patkar	ID	Chairperson	13-Aug-2009			
2	2 Vinod B. Agarwala ID		Member	09-Feb-2012			
3	Manoj G. Tirodkar	C,NED	Member	01-Aug-2006			
4	4 Sunali Chaudhry NED		Member	07-May-2015	22-Feb-2022		

Company Remarks		
Whether Permanent	Yes	
chairperson appointed		

c. Risk Management Committee

		-			
Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date
No.				Date	
1	Vinod B. Agarwala	ID	Chairperson	03-Jun-2021	
2	Dina S. Hatekar	ID	Member	03-Jun-2021	
3	Charudatta K. Naik	NED	Member	03-Jun-2021	
4	Sunali Chaudhry	NED	Member	03-Jun-2021	22-Feb-2022

Company Remarks	
Whether Permanent	Yes
chairperson appointed	

d. Nomination and Remuneration Committee

•					
Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date
No.				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	Yes
chairperson appointed	

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
11-Nov-2021	14-Feb-2022	Yes	8	4
15-Dec-2021	22-Feb-2022	Yes	8	4

Company Remarks	
Maximum gap between any	60
two consecutive (in number of	
days)	

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	06-0ct-2021		Yes	3	2
Audit Committee	11-Nov-2021		Yes	3	2
Audit Committee		14-Feb-2022	Yes	3	2
Nomination & Remuneration Committee	11-Nov-2021		Yes	3	2
Nomination & Remuneration Committee	15-Dec-2021		Yes	3	2
Nomination & Remuneration Committee		15-Feb-2022	Yes	3	2
Nomination & Remuneration		25-Mar-2022	Yes	3	2

Committee					
Stakeholders	11-Nov-2021		Yes	4	2
Relationship					
Committee					
Stakeholders		14-Feb-2022	Yes	4	2
Relationship					
Committee					
Risk Management	10-Nov-2021		Yes	4	2
Committee					
Risk Management		14-Feb-2022	Yes	4	2
Committee					

Company Remarks	
Maximum gap between any	94
two consecutive (in number of	
days) [Only for Audit	
Committee]	

Related Party Transactions ٧.

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	

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
 - Stakeholders relationship committee Yes
 - d. Risk management committee (applicable to the top 100 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
- 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:

Nitesh A. Mhatre Name

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)

As per regulation 46(2) of the LODR: Details of business Terms and conditions of appointment of Composition of dividuous committees of Yes	I. Disclosure on website in terms of Listin Item		egulation omplianc		ny Remark	W	Vebsite
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Board composition					Yes		
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Meeting of Board of directors	Board composition			(1A) &	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(1) Yes Composition of Nomination & remuneration 19(1) & (2) Yes Committee 19(2A) Yes Meeting of nomination & remuneration 20(1), 20(2) and Yes Composition of Stakeholder Relationship 20(1), 20(2) and Yes Committee 20(3A) Yes Composition and role of risk management committee 20(3A) Yes Meeting of Risk Management Committee Yes Yes Vigil Mechanism 22 Yes Policy for related party Transaction 23(1),(1A),(5),(6)			. ,				
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Other Corporate Governance	24(2),(3),(4),(5)	Not Applicable	
requirements with respect to subsidiary of	& (6)		
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	25(10)	No	The Company is in
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	

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.	

Name Designation

Nitesh A. Mhatre Company Secretary & Compliance Officer

Δ	N	N	E)	71	IR	F	IV

		-
%symbol%	%companyName%	%quarterEnded%

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

Aggregate amount advanced during six months			x months	Balan	ce outstand	ling at the end o	f six months
Promoter or any other entity controlled by them	Promoter Group or any other entity controlled by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them	Promot er or any other entity controll ed by them	Promoter Group or any other entity controlled by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them
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)
Promoter or any other entity controlled by them	Not Applicable	0	0
Promoter Group or any other entity controlled by them	Not Applicable	0	0
Directors (including relatives) or any other entity controlled by them	Not Applicable	0	0
KMPs or any other entity controlled by them	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
Promoter or any other entity controlled by them	Not Applicable	0	0
Promoter Group or any other entity controlled by them	Not Applicable	0	0
Directors (including relatives) or any other entity controlled by them	Not Applicable	0	0
KMPs or any other entity controlled by them	Not Applicable	0	0

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: Chief Financial
Officer
Place: Navi Mumbai
Date: 20-Apr-2022