

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **GTL Infrastructure Limited**
 2. Quarter ending - **30-Sep-2022**

i. Composition Of Board Of Director

Title (Mr./Ms.)	Name of the Director	DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Curative measures	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directors in listed entities including this listed entity [in reference to regulation 17A (1)]	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	C,NED		08-Aug-2005	29-Sep-2022			No					NA		1	0	1	0	SC	
Mr.	N. Balasubramanian	00288918	ID		16-Sep-2014	16-Sep-2019		97	No					Yes	25-Sep-2019	1	1	1	1	AC,NRC	
Mr.	Anand P. Patkar	00634761	ID		16-Sep-2014	16-Sep-2019		97	No					NA		1	1	1	1	SC	
Mr.	Charudatta K. Naik	00225472	NED		04-Feb-2004	28-Sep-2021			No					NA		1	0	1	0	AC,RC,NRC	
Mr.	Vinod B. Agarwala	01725158	ID		16-Sep-2014	16-Sep-2019		97	No					NA		5	5	6	2	AC,SC,RC,NRC	
Ms.	Dina S. Hatekar	08535438	ID		14-Aug-2019	14-Aug-2019		38	No					NA		1	1	0	0	RMC	
Mr.	Milind K. Naik	00276884	ED		20-Jan-2021	28-Sep-2021	22-Sep-2022		No					NA		1	0	0	0		

Company Remarks	1. Details of membership of committees include 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. 3. At the 19th AGM of the Company held on September 29, 2022, the members approved the re-appointment of Mr. Manoj G. Tirodkar (DIN: 0029840) as a Director of the Company, who retired by rotation and being eligible, offered himself, for re-appointment.
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

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	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

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

Company Remarks	
Whether Permanent chairperson appointed	Yes

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 of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent Directors present
17-May-2022	Yes	7	7	4
11-Aug-2022	Yes	7	6	4
01-Sep-2022	Yes	7	7	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	85

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Total Number of Directors attended the meeting (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	17-May-2022	Yes	3	3	2	0
Audit Committee	11-Aug-2022	Yes	3	3	2	0
Nomination & Remuneration Committee	17-May-2022	Yes	3	3	2	0
Nomination & Remuneration Committee	20-Jun-2022	Yes	3	3	2	0
Nomination & Remuneration Committee	11-Aug-2022	Yes	3	3	2	0
Nomination & Remuneration Committee	01-Sep-2022	Yes	3	3	2	0
Stakeholders Relationship Committee	17-May-2022	Yes	3	3	2	0
Stakeholders Relationship Committee	11-Aug-2022	Yes	3	3	2	0
Risk Management Committee	16-May-2022	Yes	3	3	2	0
Risk Management Committee	10-Aug-2022	Yes	3	3	2	0
Risk Management Committee	01-Sep-2022	Yes	3	3	2	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	85

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

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**
 - c. 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**
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.- **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:

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Name : **Nitesh A. Mhatre**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE III**Affirmations**

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

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Name : Nitesh A. Mhatre
Designation : Company Secretary & Compliance Officer

ANNEXURE IV

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

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
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)
<i>Promoter or any other entity controlled by them</i>	Not Applicable	0	0
<i>Promoter Group or any other entity controlled by them</i>	Not Applicable	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	Not Applicable	0	0
<i>KMPs or any other entity controlled by them</i>	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
<i>Promoter or any other entity controlled by them</i>	Not Applicable	0	0

<i>Promoter Group or any other entity controlled by them</i>	Not Applicable	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	Not Applicable	0	0
<i>KMPs or any other entity controlled by them</i>	Not Applicable	0	0

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations	
<i>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</i>	
Company Remarks in case of non-compliant status	

<p>Name: Bhupendra Kiny Designation: Chief Financial Officer Place: Navi Mumbai Date: 19-Oct-2022</p>
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