GTL INFRASTRUCTURE

GIL/SE/REG44/2025-26/40 **September 30, 2025**

The Secretary
BSE Ltd (BSE)
P. J. Tower, Dalal Street,
Mumbai 400 023
Scrip Code: 532775

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block, BKC,
Bandra (East), Mumbai 400 051
Trading Symbol: GTLINFRA

Dear Sir/Madam,

Sub: Voting Results – 22nd Annual General Meeting (AGM) held on September 30, 2025

Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the voting results of the 22nd Annual General Meeting of the members of the Company:

Date of the 22nd Annual General Meeting	:	Tuesday, September 30, 2025
Total number of shareholders on record date (September 23, 2025)	:	28,96,542
No. of shareholders present in the meeting either in person or through proxy:		
Promoters and Promoter Group	:	Not Applicable
Public	:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing:		
Promoters and Promoter Group	:	1
Public	:	74

The Electronic voting on the resolutions was arranged through Central Depository Services (India) Limited:

1. Remote e-voting conducted between Friday, September 26, 2025 to Monday, September 29, 2025; and
2. Electronic voting was also available during the course AGM of the Company on Tuesday, September 30, 2025.

All the resolutions mentioned in the AGM Notice stand passed under Remote E-Voting and Electronic voting at the AGM with requisite majority and hence deemed to be passed as on the date of AGM.

GTL INFRASTRUCTURE

Details of the Agenda and the result of Ordinary & Special resolutions passed at the 22nd Annual General Meeting are as per the Scrutinizer's Report dated September 30, 2025 duly signed by the Scrutinizer is attached hereto.

Please acknowledge receipt.

Thanking you,
Yours truly,
For **GTL Infrastructure Limited**

NITESH ASHOK MHATRE Digitally signed by: NITESH ASHOK MHATRE DN: CN = NITESH ASHOK MHATRE email = NITESHM@GTLINFRA.COM C = IN O = Personal Date: 2025.09.30 22:39:53 + 05'30'	VIKAS ARORA Digitally signed by: VIKAS ARORA DN: CN = VIKAS ARORA email = VIKASA@GTLINFRA.COM C = IN O = Personal Date: 2025.09.30 22:40:13 + 05'30'
Nitesh A. Mhatre	**Vikas Arora**
Company Secretary	**Whole-time Director**

(Note: This letter is submitted electronically with BSE & NSE through their respective web portals.)

Encl: As above

CC: Central Depository Services (India) Ltd., Mumbai

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Resolution (1)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	420144016	420144016	100.0000	420144016	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	420144016	420144016	100.0000	420144016	0	100.0000	0.0000
Public- Institutions	E-Voting	4218930442	1313628451	31.1365	1313628451	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	4218930442	1313628451	31.1365	1313628451	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8170037437	126460408	1.5479	122924070	3536338	97.2036	2.7964
	Poll							
	Postal Ballot (if applicable)							
	Total	8170037437	126460408	1.5479	122924070	3536338	97.2036	2.7964
	Total	12809111895	1860232875	14.5227	1856696537	3536338	99.8099	0.1901
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

GTL INFRASTRUCTURE LIMITED

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Resolution (2)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Appointment of Mr. Vikas Arora (DIN: 09785527) as a Director of the Company, liable to retire by rotation

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	420144016	420144016	100.0000	420144016	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	420144016	420144016	100.0000	420144016	0	100.0000	0.0000
Public- Institutions	E-Voting	4218930442	1313628451	31.1365	1313628451	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	4218930442	1313628451	31.1365	1313628451	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8170037437	126459209	1.5478	122049212	4409997	96.5127	3.4873
	Poll							
	Postal Ballot (if applicable)							
	Total	8170037437	126459209	1.5478	122049212	4409997	96.5127	3.4873
Total		12809111895	1860231676	14.5227	1855821679	4409997	99.7629	0.2371
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Appointment of Mr. Chetan A. Joshi – Practicing Company Secretary (Membership No. FCS 7052, CP 7744) as Secretarial Auditor of the Company for a term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	420144016	420144016	100.0000	420144016	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	420144016	420144016	100.0000	420144016	0	100.0000	0.0000
Public- Institutions	E-Voting	4218930442	1313628451	31.1365	1313628451	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	4218930442	1313628451	31.1365	1313628451	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8170037437	126460196	1.5479	122664302	3795894	96.9983	3.0017
	Poll							
	Postal Ballot (if applicable)							
	Total	8170037437	126460196	1.5479	122664302	3795894	96.9983	3.0017
	Total	12809111895	1860232663	14.5227	1856436769	3795894	99.7959	0.2041
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Re-appointment of Mr. Vikas Arora (DIN: 09785527) as a Whole-time Director of the Company for a period of three years w.e.f. November 10, 2025 on the terms & remuneration as set out in explanatory statement annexed to Notice of AGM

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	420144016	420144016	100.0000	420144016	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	420144016	420144016	100.0000	420144016	0	100.0000	0.0000
Public- Institutions	E-Voting	4218930442	1313628451	31.1365	1313628451	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	4218930442	1313628451	31.1365	1313628451	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8170037437	126460208	1.5479	121982404	4477804	96.4591	3.5409
	Poll							
	Postal Ballot (if applicable)							
	Total	8170037437	126460208	1.5479	121982404	4477804	96.4591	3.5409
Total		12809111895	1860232675	14.5227	1855754871	4477804	99.7593	0.2407
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

GTL INFRASTRUCTURE LIMITED

CHETAN A. JOSHI

Company Secretary

G-3, Ground floor, Akanksha CHS, Prashant Nagar, Naupada, Thane- 400602

E-mail ID- chetan.joshi181@gmail.com, Mobile No: +91-8291 828282

SCRUTINIZER'S REPORT

Date: 30th September, 2025

NAME OF COMPANY	GTL INFRASTRUCTURE LIMITED (CIN: L74210MH2004PLC144367)
MEETING	22nd Annual General Meeting (AGM)
DAY, DATE & TIME	Tuesday, 30th September, 2025 at 11:00 A.M. (IST)
DEEMED VENUE	Registered office situated at "7th Floor, Building No. A, Plot No. EL -207, MIDC, TTC Industrial Area, Mahape, Navi Mumbai- 400710, Maharashtra, India.
MODE	Video Conferencing ("VC") / Other Audio-Visual means ("OAVM")

To,
The Chairman / Whole-time Director,
GTL Infrastructure Limited,
7th Floor, Building No. A, Plot No. EL -207,
MIDC, TTC Industrial Area, Mahape,
Navi Mumbai- 400710, Maharashtra, India.

Dear Sir,

I, Chetan Anant Joshi, Practicing Company Secretary having my office at G-3, Ground Floor, Akanksha CHS, Prashant Nagar, Near Naupada Police Station, Naupada, Thane (W) 400602 was appointed as Scrutinizer by the Board of the Directors of GTL Infrastructure Limited ("the Company") at its meeting held on September 03, 2025 for the purpose of scrutinizing the Remote e-voting and e-voting during the 22nd Annual General meeting ("AGM") held on Tuesday, 30th September, 2025 at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual means ("OAVM") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

1. Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the Electronic copy of the Notice convening the 22nd Annual General Meeting of the Company along with the process of Remote e-voting were sent to the shareholders whose e-mail addresses are registered with the Company/Depository / Depository Participant(s)/ Registrar and Share Transfer Agent for communication purposes in compliance with relevant circulars issued by the Ministry of Corporate Affairs (MCA) and relevant circulars issued by Securities and Exchange Board of India (SEBI).

CHETAN ANANT JOSHI

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DN: c=IN, st=Maharashtra, 2.5.4.20=2124b58ca001bea427f0a828a2fba6f9cef94061ed567dcc6dce9285203e0551, postalCode=400602, street=B 15 ANAND BHAVAN CHS BHAKTI MANDIR NAUPADA THANE WEST, pseudonym=bb60d855-b6b6-481b-a982-5741370f0a86, serialNumber=e2711b7b3c3be4fd4c7d8a5c79cc527c9f8c4a59e01b0bfed602beaad19cbb54, o=Personal, cn=CHETAN ANANT JOSHI
Date: 2025.09.30 16:24:36 +05'30'

2. The notice convening the Annual General Meeting was also placed on the website of the Company. The members of the Company were given option to vote electronically on Remote e-voting system or e-voting during AGM, provided by Central Depository Services (India) Limited ("CDSL")

3. Pursuant to General Circulars issued by the Ministry of Corporate Affairs, an advertisement was published in The Free Press Journal (English) and Navshakti (Marathi) on Tuesday, September, 09, 2025 specifying the date, time and place of the AGM, availability of the notice on the Company's website and the website of the stock exchanges.

4. The Remote e-voting period commenced on Friday, September 26, 2025 at 09:00 a.m. (IST) and ended on Monday, September 29, 2025 at 5.00 p.m. (IST).

5. The e-voting during AGM commenced on Tuesday, September 30, 2025 at 11.00 a.m. (IST) and ended on Tuesday, September 30, 2025 at 12.09 p.m. (IST).

6. The Shareholders of the Company as on the "cut off" date i.e. Tuesday, September 23, 2025 were entitled to avail the facility of Remote e-voting as well as E voting during 22nd Annual General meeting on the proposed resolutions (item nos. 1 to 4) as set out in the Notice of the Annual General meeting dated September 03, 2025.

7. After completion of e-voting during the Annual General meeting, I have unblocked the results of the Remote e-voting and e-voting by members during the AGM from the CDSL's e-voting platform.

8. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares, number of vote cast in favour and against. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the List of shares with differential voting rights.

9. I have observed that –
   a) 1148 members had cast their votes through Remote e-voting and
   b) 0014 members had cast their votes through e-voting during the AGM.

The result of the Remote e-voting together with that of E-voting during AGM is as under:

Resolution No 1:- Ordinary Resolution for Adoption of Audited Financial Statements for the year ended March 31, 2025 together with the Reports of the Board of Directors and Auditors thereon.

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BHAVAN CHS BHAKTI MANDIR NAUPADA THANE
WEST, pseudonym=bb60d855-b6b6-481b-
a982-5741370f0a86,
serialNumber=e2711b7b3c3be4fd4c7d8a5c79cc
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o=Personal, cn=CHETAN ANANT JOSHI
Date: 2025.09.30 16:24:58 +05'30'

(i) Voted in favour of Resolution

No of members voted		**No of votes cast by them**		**% of total no of valid votes cast**	
Remote E-Voting	1067	Remote E-Voting	1856487297	Remote E-Voting	99.81
E-voting during AGM	14	E-voting during AGM	209240	E-voting during AGM	100.00
Total	1081	Total	1856696537	Total	99.81

(ii) Votes against the resolution

No of members voted		**No of votes cast by them**		**% of total no of valid votes cast**	
Remote E-Voting	67	Remote E-Voting	3536338	Remote E-Voting	0.19
E-voting during AGM	0	E-voting during AGM	0	E-voting during AGM	0.00
Total	67	Total	3536338	Total	0.19

The Resolution No. 1 mentioned in the AGM Notice as per the details stated above stands passed under Remote e-voting and e-voting during AGM with requisite majority i.e. **99.81%** majority and hence deemed to be passed as on the date of AGM.

Resolution No 2 :- Ordinary Resolution for appointing Mr. Vikas Arora (DIN: 09785527), who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted in favour of Resolution

No of members voted		**No of votes cast by them**		**% of total no of valid votes cast**	
Remote E-Voting	1031	Remote E-Voting	1855612439	Remote E-Voting	99.76
E-voting during AGM	14	E-voting during AGM	209240	E-voting during AGM	100.00
Total	1045	Total	1855821679	Total	99.76

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Date: 2025.09.30 16:25:14 +05'30'

(ii) Votes against the resolution

No of members voted		No of votes cast by them		% of total no of valid votes cast	
Remote E-Voting	100	Remote E-Voting	4409997	Remote E-Voting	0.24
E-voting during AGM	0	E-voting during AGM	0	E-voting during AGM	0.00
Total	100	Total	4409997	Total	0.24

The Resolution No. 2 mentioned in the AGM Notice as per the details stated above stands passed under Remote e-voting and e-voting during AGM with requisite majority i.e. **99.76 %** majority and hence deemed to be passed as on the date of AGM.

Resolution No 3:- Ordinary Resolution for appointment of Mr. Chetan A. Joshi, Practicing Company Secretary (Membership No. FCS 7052, CP 7744) as a Secretarial Auditor of the Company for a term of five consecutive years commencing from financial year 2025-26 to financial year 2029-30.

(i) Voted in favour of Resolution

No of members voted		No of votes cast by them		% of total no of valid votes cast	
Remote E-Voting	1049	Remote E-Voting	1856227529	Remote E-Voting	99.8
E-voting during AGM	14	E-voting during AGM	209240	E-voting during AGM	100.00
Total	1063	Total	1856436769	Total	99.80

(ii) Votes against the resolution

No of members voted		No of votes cast by them		% of total no of valid votes cast	
Remote E-Voting	83	Remote E-Voting	3795894	Remote E-Voting	0.20
E-voting during AGM	0	E-voting during AGM	0	E-voting during AGM	0.00
Total	83	Total	3795894	Total	0.20

The Resolution No. 3 mentioned in the AGM Notice as per the details stated above stands passed under Remote e-voting and e-voting during AGM with requisite

CHETAN ANANT JOSHI

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CHETAN A. JOSHI

Company Secretary

G-3, Ground floor, Akanksha CHS, Prashant Nagar, Naupada, Thane- 400602

E-mail ID- chetan.joshi181@gmail.com, Mobile No: +91-8291 828282

majority i.e. **99.80%** majority and hence deemed to be passed as on the date of AGM.

Resolution No 4 :- Special Resolution for re-appointment of Mr. Vikas Arora (DIN: 09785527) as a Whole-time Director of the Company for a period of three years with effect from November 10, 2025.

(i) Voted in favour of Resolution

No of members voted		No of votes cast by them		% of total no of valid votes cast	
Remote E-Voting	1009	Remote E-Voting	1855545631	Remote E-Voting	99.76
E-voting during AGM	14	E-voting during AGM	209240	E-voting during AGM	100.00
Total	1023	Total	1855754871	Total	99.76

(ii) Votes against the resolution

No of members voted		No of votes cast by them		% of total no of valid votes cast	
Remote E-Voting	124	Remote E-Voting	4477804	Remote E-Voting	0.24
E-voting during AGM	0	E-voting during AGM	0	E-voting during AGM	0.00
Total	124	Total	4477804	Total	0.24

The Resolution No. 4 mentioned in the AGM Notice as per the details stated above stands passed under Remote e-voting and e-voting during AGM with requisite majority i.e. **99.76%** majority and hence deemed to be passed as on the date of AGM.

All electronic data & other relevant records of electronic voting will remain in my safe custody until the Chairman considers, approves & signs the Minutes of the 22nd Annual General meeting and the same shall be handed over thereafter to the Company Secretary for safe keeping.

CHETAN ANANT JOSHI

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Date: 2025.09.30 16:25:49 +05'30'

CHETAN A. JOSHI

Company Secretary

G-3, Ground floor, Akanksha CHS, Prashant Nagar, Naupada, Thane- 400602

E-mail ID- chetan.joshi181@gmail.com, Mobile No: +91-8291 828282

Thanking You,
Yours faithfully

CHETAN
ANANT
JOSHI

Digitally signed by CHETAN ANANT JOSHI
DN: c=IN, st=Maharashtra,
2.5.4.20=2124b58ca001bea427f0a828a2fba6f9cef94061ed567dcc6dce9285203e0551,
postalCode=400602, street=B 15 ANAND BHAVAN CHS BHAKTI MANDIR NAUPADA THANE WEST, pseudonym=bb60d855-b6b6-481b-a982-5741370f0a86,
serialNumber=e2711b7b3c3be4fd4c7d8a5c79cc527c9f8c4a59e01b0bfed602beaad19cbb54, o=Personal, cn=CHETAN ANANT JOSHI
Date: 2025.09.30 16:26:53 +05'30'

Chetan A. Joshi
(Practicing Company Secretary)
(FCS: 7052, CoP: 7744)
Place: Thane
Date: 30/09/2025
UDIN: F007052G001404910
Peer Review Cert. No: 2004/2022

Received
For GTL Infrastructure Limited

VIKAS
ARORA

Digitally signed by: VIKAS ARORA
DN: CN = VIKAS ARORA
email = VIKASA@GTLINFRA.COM C = IN O = Personal
Date: 2025.09.30 22:29:02 +05'30'

Vikas Arora
Whole-time Director