GTL INFRASTRUCTURE

REF: GIL/AGM/SE/2025-26/41 September 30, 2025

The Secretary
BSE Limited
P. J. Tower, Dalal Street,
Mumbai 400 001
Scrip Code : 532775

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

Dear Sirs,

Re: Proceedings of the 22nd Annual General Meeting held on September 30, 2025

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") read with Part A of Schedule III and other applicable Regulations, if any, of the Listing Regulations we enclose proceedings of the 22nd Annual General Meeting of the members of the Company held on Tuesday, September 30, 2025 through Video Conferencing for your record.

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 23:12:01 +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 23:12:24 +05'30'

Nitesh A. Mhatre
Company Secretary

Vikas Arora
Whole-time Director

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

Encl.: As above.

INFRASTRUCTURE

GTL INFRASTRUCTURE LIMITED

PROCEEDINGS AT THE TWENTY SECOND ANNUAL GENERAL MEETING (AGM) OF THE COMPANY HELD ON TUESDAY, SEPTEMBER 30, 2025, AT 11.00 A.M. (IST) THROUGH VIDEO CONFERENCING / OTHER AUDIO-VISUAL MEANS

1. Mr. Charudatta Naik – Chairman chaired the meeting.

2. The Chairman welcomed the shareholders.

3. The Chairman informed that the meeting was conducted through video conferencing as per the guidelines issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

4. The requisite quorum being present, the Chairman called the meeting to order.

5. The Chairman informed that as the Notice of 22nd AGM has already been circulated to all the members, he shall take the notice of the Meeting as read.

6. The Chairman, thereafter, requested Mr. Nitesh A. Mhatre - Company Secretary to read the Auditors' Report. Mr. Mhatre read the observation as stated in the Auditors' Report.

7. The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended, and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), the Company had extended remote e-voting facility to its members for voting in proportion to their shareholding as on the cut-off date of September 23, 2025, in respect of all businesses to be transacted at the 22nd AGM, from 09:00 AM (IST) on Friday, September 26, 2025 up to 05:00 PM (IST) on Monday, September 29, 2025. He also informed that Mr. Chetan Joshi, Practicing Company Secretary was appointed as the Scrutinizer by the Board for scrutinizing the e-voting process in a fair and transparent manner.

8. The Chairman then informed the Members that such Members who had not voted earlier through the remote e-voting means could now vote through the venue e-voting facility provided by Central Depository Services (India) Limited. After the conclusion of venue e- voting (at the AGM), the scrutinizer will unblock the votes cast through remote e-voting and venue e-voting (during the AGM) and make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any. After submission of the consolidated Scrutinizer's Report, the Results on all resolutions shall be declared, which will be deemed to be passed on the AGM date, subject to receipt of the requisite number of votes in favour of the Resolutions.

9. The Chairman, thereafter, took up the item nos. 1 to 4 of the businesses as detailed in the Notice dated September 3, 2025 convening the 22nd AGM for transaction and invited queries from Members on Audited Financial Statements and related matters. Accordingly, 2 Members raised queries and the Chairman suitably replied all the queries to the satisfaction of the same.

10. The Chairman then informed the Members that since the e-voting was mandatory and as the Company has already made available the said facility to the members for all the resolutions being transacted in this AGM, there is no requirement for the members for proposing or seconding each resolution.

11. The Chairman thanked the Members and concluded the Meeting. The AGM concluded at 11.54 A.M.(IST).

12. Based on the Scrutinizer's Report, the Voting Results (remote e-voting & venue e-voting at the AGM) were intimated to the Stock Exchanges in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on September 30, 2025 and the same were uploaded on the website of the Agency appointed for conducting e-voting i.e. Central Depository Services (India) Limited as well as on the website of the Company i.e. www.gtlinfra.com. As per the Scrutinizer's Report, all resolutions embodied in the Notice of Annual General Meeting dated September 3, 2025 were passed with requisite majority. A summation of the results is furnished below:

Sr. No.	Particulars	Type of Resolution	Votes cast in favour		Votes Cast Against	
			No.	%	No.	%
1.	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.	Ordinary	1856696537	99.81	3536338	0.19
2.	Appointment of Mr. Vikas Arora as a Director of the Company, liable to retire by rotation.	Ordinary	1855821679	99.76	4409997	0.24
3.	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.	Ordinary	1856436769	99.80	3795894	0.20
4.	Re-appointment of Mr. Vikas Arora 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	Special	1855754871	99.76	4477804	0.24

For **GTL Infrastructure Limited**

NITESH ASHOK MHATRE

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Nitesh A. Mhatre
Company Secretary