

Integrated Governance

GTL INFRASTRUCTURE LIMITED

General information about company

Scrip code	532775	
NSE Symbol	GTLINFRA	
MSEI Symbol	NOTLISTED	
ISIN	INE221H01019	
Date of start of financial year	01-04-2026	
Date of end of financial year	31-03-2027	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	30-06-2026	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	Nil during the period
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No	Nil during the period
Risk management committee	Yes	
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	G00205	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory						Textual Information(1)															
Whether the listed entity has a Regular Chairperson						Yes															
Whether Chairperson is related to MD or CEO						No	Disqualification of Directors under section 164 of the Companies Act, 2013														
Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director(in months)	No of Directorship in listed entities including this listed entity(Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity(Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
1	Mr	Charudatta Kashinath Naik	00225472	Non-Executive - Non Independent Director	Chairperson		No				Active	NA		04-02-2004	28-09-2023			1	0	1	0
2	Mrs	Dina Sanjay Hatekar	08535438	Non-Executive - Independent Director	Not Applicable		No				Active	NA		14-08-2019	14-08-2024		83	1	1	1	0
3	Mr	Vikas Krishanlal Arora	09785527	Executive Director	Not Applicable		No				Active	NA		10-11-2022	10-11-2025	12-05-2026		1	0	0	0
4	Mrs	Sunali Chaudhry	07139326	Non-Executive - Non Independent Director	Not Applicable		No				Active	NA		05-09-2023	28-09-2023			1	0	1	1
5	Mr	Ramesh Bhagwanrao Bhosale	00078848	Non-Executive - Independent Director	Not Applicable		No				Active	NA		13-08-2024	13-08-2024		23	1	1	1	1
6	Mr	Dhananjay Prabhakar Barve	00224261	Non-Executive - Independent Director	Not Applicable		No				Active	NA		13-08-2024	13-08-2024		23	1	1	1	0
7	Mr	Jeevan Umesh Rai	02356479	Non-Executive - Non Independent Director	Not Applicable		No				Active	NA		12-09-2024	12-09-2024			1	0	2	0

Text Block

Textual Information(1)	1. Details of membership of committees include chairmanship of committees. 2. Mr. Vikas Arora (DIN:09785527) ceased to be a Whole-time Director w.e.f. May 12, 2026
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Annexure I**II. Composition of Committees**

Disclosure of notes on composition of committees explanatory

Textual Information(1)

Text Block

Textual Information(1)	Date of appointment on committees is considered instead of date of appointment in the Company as director.
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Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00078848	Ramesh Bhagwanrao Bhosale	Non-Executive - Independent Director	Chairperson	16-09-2024		
2	02356479	Jeevan Umesh Rai	Non-Executive - Non Independent Director	Member	06-02-2025		
3	08535438	Dina Sanjay Hatekar	Non-Executive - Independent Director	Member	16-09-2024		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08535438	Dina Sanjay Hatekar	Non-Executive - Independent Director	Chairperson	16-09-2024		
2	07139326	Sunali Chaudhry	Non-Executive - Non Independent Director	Member	16-09-2024		
3	00078848	Ramesh Bhagwanrao Bhosale	Non-Executive - Independent Director	Member	16-09-2024		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07139326	Sunali Chaudhry	Non-Executive - Non Independent Director	Chairperson	06-09-2023		
2	00224261	Dhananjay Prabhakar Barve	Non-Executive - Independent Director	Member	16-09-2024		
3	02356479	Jeevan Umesh Rai	Non-Executive - Non Independent Director	Member	16-09-2024		
4	00225472	Charudatta Kashinath Naik	Non-Executive - Non Independent Director	Member	06-02-2025		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07139326	Sunali Chaudhry	Non-Executive - Non Independent Director	Chairperson	06-09-2023		
2	08535438	Dina Sanjay Hatekar	Non-Executive - Independent Director	Member	03-06-2021		
3	02356479	Jeevan Umesh Rai	Non-Executive - Non Independent Director	Member	16-09-2024		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00225472	Charudatta Kashinath Naik	Non-Executive - Non Independent Director	Chairperson	16-09-2024		
2	09785527	Vikas Krishanlal Arora	Executive Director	Member	11-11-2022	12-05-2026	
3	00224261	Dhananjay Prabhakar Barve	Non-Executive - Independent Director	Member	16-09-2024		
4	02356479	Jeevan Umesh Rai	Non-Executive - Non Independent Director	Member	13-05-2026		

Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
No records available						

Annexure I**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	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)	No. of Independent Directors attending the meeting*
1	05-01-2026			Yes	7	7	3
2	10-02-2026	35		Yes	7	7	3
3	06-03-2026	23		Yes	7	7	3
4	12-05-2026	66		Yes	7	7	3

Annexure I**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	10-02-2026				Yes	3	3	2	0
2	Audit Committee	12-05-2026	90			Yes	3	3	2	0
3	Nomination and remuneration committee	10-02-2026				Yes	3	3	2	0
4	Nomination and remuneration committee	12-05-2026	90			Yes	3	3	2	0
5	Stakeholders Relationship Committee	10-02-2026				Yes	4	4	1	0
6	Stakeholders Relationship Committee	12-05-2026	90			Yes	4	4	1	0
7	Risk Management Committee	10-02-2026				Yes	3	3	1	0
8	Risk Management Committee	12-05-2026	90			Yes	3	3	1	0

Annexure I

V. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Deepak A. Keluskar
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Other details of cyber security incidence or breaches or loss of data event		
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event
No records available		

Signatory Details

Name of signatory	Deepak A. Keluskar
Designation of person	Company Secretary and Compliance Officer
Place	Navi Mumbai
Date	27-07-2026

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	1
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
No records available					

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					Textual Information(1)
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Stock Exchange BSE Limited National Stock Exchange of India Limited	Imposition of Fine for late submission	30-06-2026	Inadvertant delay of 1 day in filing Related Party Transaction Report for the Half year ended March 31, 2026 under Regulation 23 (9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	11800

Text Block

Textual Information(1)	On July 14, 2026, the Company has paid fine of Rs. 5,900/- (including GST) each to BSE Limited and National Stock Exchange of India Limited respectively.
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Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
No records available				