

REF: GIL/AGM/SE/2026-27/32

September 30, 2026

The Secretary

BSE Limited

P. J. Tower, Dalal Street,

Mumbai 400 001

Scrp 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 23rd Annual General Meeting held on September 30, 2026

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 23rd Annual General Meeting of the members of the Company held on Wednesday, September 30, 2026 through Video Conferencing for your record.

Thanking you,

Yours truly,

For GTL Infrastructure Limited

DEEPAK

ARUN

KELUSKAR

Deepak A. Keluskar

Company Secretary

JAYANT

LAXMIKANT

BHIMANWAR

Jayant Bhimanwar

Whole-time Director

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

Encl.: As above.



GTL INFRASTRUCTURE LIMITED

Regd Off: 7th Floor, Building No.A, Plot EL-207, MIDC, TTC Industrial Area, Mahape, Navi Mumbai - 400710, Maharashtra, India.
Tel: +91-22-6829-3500 Fax: 91-22-6829-3545 www.gtlinfra.com CIN: L74210MH2004PLC144367

Corp Off : 412 Janmabhoomi Chambers, 29 Walchand Hirachand Marg, Ballard Estate, Mumbai, Maharashtra 400 001 India
Tel: +91-22-2271-5000 Fax: +91-22-2271-5332

GTL INFRASTRUCTURE LIMITED

PROCEEDINGS AT THE TWENTY THIRD ANNUAL GENERAL MEETING (AGM) OF THE COMPANY HELD ON WEDNESDAY, SEPTEMBER 30, 2026, AT 11.00 A.M. (IST) THROUGH VIDEO CONFERENCING / OTHER AUDIO-VISUAL MEANS

1. Mr. Charudatta Naik – Chairperson chaired the meeting.
2. The Chairperson welcomed the shareholders.
3. The Chairperson informed that the meeting was conducted through video conferencing as per the guidelines issued by the Ministry of Corporate Affairs.
4. The requisite quorum being present, the Chairperson called the meeting to order.
5. The Chairperson informed that as the Notice of 23rd AGM has already been circulated to all the members, he shall take the notice of the Meeting as read.
6. The Chairperson, thereafter, requested Mr. Deepak A. Keluskar - Company Secretary to read the Auditors' Report. Mr. Keluskar read the observation as stated in the Auditors' Report.
7. The Chairperson 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, 2026, in respect of all businesses to be transacted at the 23rd AGM, from 09:00 AM (IST) on Saturday, September 26, 2026 up to 05:00 PM (IST) on Tuesday, September 29, 2026. 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 Chairperson 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 Chairperson, thereafter, took up Item Nos. 1 to 5 of the business as set out in the Notice dated September 1, 2026 convening the 23rd AGM and invited queries from the Members on the Audited Financial Statements and related matters. Accordingly, one Member raised queries, which were suitably responded to by the Chairperson. Two other Members appreciated the efforts of the Secretarial Department and the Company in bringing out a comprehensive and informative Annual Report and ensuring its dispatch to the Members well within the prescribed timeline.



10. The Chairperson 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 Chairperson thanked the Members and concluded the Meeting. The AGM concluded at 11.35 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, 2026 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 1, 2026 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 Audited Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors and Auditors.	Ordinary	1,072,958,159	99.77	2,523,888	0.23
2.	Appointment of Mr. Charudatta Naik (DIN: 00225472), who retires by rotation and, being eligible, offers himself for re-appointment as a Director.	Ordinary	1,072,312,965	99.71	3,151,981	0.29
3.	Appointment of Mr. Jayant Bhimanwar (DIN: 09033879) as Director of the Company.	Ordinary	1,072,304,074	99.71	3,160,645	0.29
4.	Appointment of Mr. Jayant Bhimanwar as a Whole-time Director of the Company for a period of three years w.e.f. August 6, 2026 on the terms & remuneration as set out in explanatory statement annexed to Notice of AGM.	Special	1,072,385,152	99.71	3,079,569	0.29
5.	Appointment of Mr. Abhijit Deshpande (DIN: 05203925) as Director of the Company.	Ordinary	1,072,425,861	99.72	3,038,860	0.28

For GTL Infrastructure Limited

DEEPAK
ARUN
KELUSKAR

Deepak A. Keluskar
Company Secretary

