



REF: GTL/SE/AGM/2024-25/25

September 12, 2024

Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers, 25 <sup>th</sup> Floor, Dalal Street, Fort, Mumbai 400 001.	Corporate Communication Department National Stock Exchange of India Ltd. Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051.
(BSE Code: 500160 NSE Symbol: GTL ISIN: INE043A01012)	

Dear Sir/s,

**Sub: Voting Results – 36<sup>th</sup> Annual General Meeting (AGM) held on September 12, 2024.**

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 36<sup>th</sup> Annual General Meeting of the members of the Company:

Date of the 36 <sup>th</sup> Annual General Meeting	:	Thursday, September 12, 2024
Total number of shareholders on record date (September 5, 2024)	:	1,53,836
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	:	50

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

1. Remote e-voting conducted between Monday, September 9, 2024 to Wednesday, September 11, 2024; and
2. Electronic voting was also available during the course AGM of the Company on Thursday, September 12, 2024.

Details of the Agenda and the result of all resolutions passed at the 36<sup>th</sup> Annual General Meeting are as per the Scrutinizer's Report dated September 12, 2024 duly signed by the Scrutinizer is attached hereto.

Please acknowledge receipt.

Thanking you,

Yours truly,  
**For GTL Limited**

**Deepak A. Keluskar**  
Company Secretary

**Sunil Valavalkar**  
Whole time Director

**Encl. as above**

**cc: Central Depository Services (India) Ltd., Mumbai**

*Note: This letter is submitted electronically with BSE & NSE through their respective web-portals*

**GTL LIMITED**

Regd Off: Global Vision Electronic Sadan - II MIDC TTC Industrial Area Mahape Navi Mumbai - 400 710 India  
Tel: +91-22-2761 2929 Fax: +91-22-2768 9990 www.gtlimited.com CIN: L40300MH1987PLC045657

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

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Voting results	
Record date	05-09-2024
Total number of shareholders on record date	153836
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	1
b) Public	50
<b>No. of resolution passed in the meeting</b>	<b>3</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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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, 2024, 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	22480559	22480559	100.0000	22480559	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		22480559	22480559	100.0000	22480559	0	100.0000
Public- Institutions	E-Voting	16914818	3293875	19.4733	3293875	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		16914818	3293875	19.4733	3293875	0	100.0000
Public- Non Institutions	E-Voting	117901404	1009122	0.8559	992452	16670	98.3481	1.6519
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		117901404	1009122	0.8559	992452	16670	98.3481
<b>Total</b>	<b>Total</b>	157296781	26783556	17.0274	26766886	16670	99.9378	0.0622
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 (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mrs. Siddhi M.Thakur (DIN: 07142250), as a Director of the Company, who retires by rotation and being eligible, offers herself, for re-appointment.				
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	22480559	22480559	100.0000	22480559	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		22480559	22480559	100.0000	22480559	0	100.0000
Public-Institutions	E-Voting	16914818	3293875	19.4733	0	3293875	0.0000	100.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		16914818	3293875	19.4733	0	3293875	0.0000
Public- Non Institutions	E-Voting	117901404	1009122	0.8559	978191	30931	96.9349	3.0651
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		117901404	1009122	0.8559	978191	30931	96.9349
<b>Total</b>	<b>Total</b>	157296781	26783556	17.0274	23458750	3324806	87.5864	12.4136
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)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Jyotisana S.Konanaikar (DIN: 10729811) as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 years w.e.f. August 14, 2024 to August 13, 2029 (both days inclusive)				
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	22480559	22480559	100.0000	22480559	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		22480559	22480559	100.0000	22480559	0	100.0000
Public-Institutions	E-Voting	16914818	3293875	19.4733	0	3293875	0.0000	100.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		16914818	3293875	19.4733	0	3293875	0.0000
Public- Non Institutions	E-Voting	117901404	1006832	0.8540	976394	30438	96.9769	3.0231
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		117901404	1006832	0.8540	976394	30438	96.9769
<b>Total</b>	<b>Total</b>	<b>157296781</b>	<b>26781266</b>	<b>17.0259</b>	<b>23456953</b>	<b>3324313</b>	<b>87.5872</b>	<b>12.4128</b>
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	



# Virendra Bhatt

Company Secretary

Office :

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BKC CST Link Rd., MMRDA Area,  
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## Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies  
(Management and Administration) Rules, 2014, as amended]

To,  
The Whole-time Director  
**GTL LIMITED**  
'Global Vision', Electronic Sadan No. II,  
M.I.D.C, T.T.C. Industrial Area, Mahape,  
Navi Mumbai 400710, Maharashtra, India

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting (prior to the AGM) and venue e-voting (during the course of the AGM) conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the Thirty-Sixth Annual General Meeting of the Members of GTL Limited held on Thursday, 12<sup>th</sup> September, 2024 at 02:00 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').**

I, Virendra G. Bhatt, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **GTL Limited** (CIN:L40300MH1987PLC045657) 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, to conduct and scrutinize the entire e-voting process (remote e-voting & venue e-voting) in a fair and transparent manner in respect of the below mentioned resolutions proposed at the Thirty-Sixth Annual General Meeting ("AGM") of GTL Limited on Thursday, 12<sup>th</sup> September, 2024 at 02:00 p.m. (IST) through VC / OAVM.

The notice dated 14<sup>th</sup> August, 2024, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the General Circulars No. 14/2020 dated 8<sup>th</sup> April, 2020, No. 17/2020 dated 13<sup>th</sup> April, 2020, No. 20/2020 dated 5<sup>th</sup> May, 2020, No. 02/2021 dated 13<sup>th</sup> January, 2021, No. 19/2021 dated 8<sup>th</sup> December, 2021, No. 21/2021 dated 14<sup>th</sup> December,



2021, No. 2/2022 dated 5<sup>th</sup> May, 2022, No. 10/2022 dated 28<sup>th</sup> December, 2022 and No. 9/2023 dated 25<sup>th</sup> September, 2023 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars').

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Monday, 09<sup>th</sup> September, 2024 at 9:00 a.m. (IST) and ended on Wednesday, 11<sup>th</sup> September, 2024 at 5:00 p.m. (IST) and the CSDL e-voting platform was disabled thereafter.

The Company had also provided venue e-voting facility during the course of AGM, to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date Thursday, 05<sup>th</sup> September, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of venue e-voting, the report on venue-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting and venue e-voting prior to and during the AGM respectively and votes cast therein based on the data downloaded from the CSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and venue e-voting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and venue e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the result of the remote e-voting (prior to AGM) and venue e-voting (during the course of AGM) in respect of the said resolutions.



Item No. of the Notice (i)	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos. (due to lack of proper authorization) Nos. (vi)
	No. of valid Votes (ii)	As a % of total number of valid votes (in Favour and Against) (iii=ii/(ii+iv)* 100)	No. of valid Votes (iv)	As a % of total number of valid votes (in Favour and Against) (v=iv/(ii+iv)* 100)	
<p>Item No. 1 –</p> <p>To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024, together with the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolutions)</p>	26766886	99.9378%	16670	0.0622%	0
<p>Item No. 2 –</p> <p>To appoint a Director in place of Mrs. Siddhi M. Thakur (DIN: 07142250), who retires from office by rotation and, being eligible, offers herself for re-appointment. (Ordinary Resolutions.)</p>	23458750	87.5864%	3324806	12.4136%	0






Item No. of the Notice  (i)	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos. (due to lack of proper authorization) Nos. (vi)
	No. of valid Votes  (ii)	As a % of total number of valid votes (in Favour and Against) (iii=ii/(ii+iv)* 100)	No. of valid Votes  (iv)	As a % of total number of valid votes (in Favour and Against) (v=iv/(ii+iv)* 100)	
Item No. 3 –  Appointment of Ms. Jyotisana S. Kondhalkar (DIN: 10729811) as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 years w.e.f. 14 <sup>th</sup> August, 2024 to 13 <sup>th</sup> August, 2029. (both days inclusive). (Special Resolution.)	23456953	87.5872%	3324313	12.4128%	0


Thanking You,

Yours faithfully,

  
**Virendra G. Bhatt**  
 Practicing Company Secretary  
 ACS No.: 1157 / COP No.: 124  
 Peer Review Cert. No.: 1439/2021  
 Date: 12<sup>th</sup> September, 2024  
 Place: Mumbai

UDIN: A001157F001204854

Counter Signed by:  
For GTL Limited

  
**Sunil S. Valavalkar**  
 Whole-time Director  
 DIN: 01799698