



REF: GTL/SE/AGM/2020-21/024

October 1, 2020

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 - 32<sup>nd</sup> Annual General Meeting held on September 30, 2020.**

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 32<sup>nd</sup> Annual General Meeting of the members of the Company:

Date of the 32 <sup>nd</sup> Annual General Meeting	:	Wednesday, September 30, 2020
Total number of shareholders on record date (September 24, 2020)	:	69,728
No. of shareholders present in the meeting either in person or through proxy:		
Promoters and Promoter Group	:	NA
Public	:	NA
No. of Shareholders attended the meeting through Video Conferencing:		
Promoters and Promoter Group	:	1
Public	:	66

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

1. Remote e-voting conducted between Sunday, September 27, 2020 to Tuesday, September 29, 2020; and
2. Electronic voting was conducted at the venue of the Meeting on Wednesday, September 30, 2020.

Details of the Agenda and the result of resolutions (ordinary) passed at the 32<sup>nd</sup> Annual General Meeting are as per the Scrutinizer's Report dated September 30, 2020 duly signed by the Scrutinizer is attached hereto.

Please acknowledge receipt

# Virendra Bhatt

Company Secretary

Office :

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BKC CST Link Rd., MMRDA Area,  
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Bandra East, Mumbai - 400 051.

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To,  
The Chairman  
**GTL LIMITED**  
Global Vision, Electronic Sadan No. II  
MIDC, TTC, Industrial Area Mahape,  
Navi Mumbai- 400710

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting 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 The Companies (Management and Administration) Amendment Rules, 2015 for the 32<sup>nd</sup> Annual General Meeting of GTL Limited held on Wednesday, 30<sup>th</sup> September, 2020 at 10:00 A.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 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 the remote e-voting process in respect of the below mentioned resolutions proposed at the 32<sup>nd</sup> Annual General Meeting ("AGM") of GTL Limited held on Wednesday, 30<sup>th</sup> September, 2020 at 10:00 A.M. (IST) through VC / OAVM.

I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The notice dated 25<sup>th</sup> August, 2020, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses were registered with the Company/Depositories, in compliance with the MCA Circular dated 5<sup>th</sup> May, 2020 read with circulars dated 8<sup>th</sup> April, 2020 and 13<sup>th</sup> April, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated 13<sup>th</sup> May, 2020.



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

The voting period for remote e-voting commenced on Sunday, 27<sup>th</sup> September, 2020 (9:00 am) and ended on Tuesday, 29<sup>th</sup> September, 2020 (5:00 pm) and the CDSL remote e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM only to those members who had not cast their vote earlier during remote e-voting..

The shareholders of the Company holding shares as on the "cut-off" date of Thursday, 24<sup>th</sup> September, 2020 were entitled to vote on the resolutions as contained in the Notice of the AGM.

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

I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes cast herein based on the data downloaded from the CDSL 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 e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting during the meeting 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 and e-voting during the meeting in respect of the said resolutions.



## Resolution 1: Ordinary Resolution

To consider and adopt:

a. the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2020, together with the Reports of the Board of Directors and Auditors thereon; and

b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2020, together with the Report of the Auditors thereon.

Manner of Voting	Total Votes	Invalid/Not Voted	Valid Votes
	Nos.	Nos.	Nos.
Remote E-Voting	59606848	0	59606848
E-Voting during the AGM	236	0	236
<b>Total</b>	<b>59607084</b>	<b>0</b>	<b>59607084</b>

The Result of the E voting and E-voting during the AGM is as under:

Whether promoter/ promoter group are interested in the agenda/resolution			NO					
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 & Promoter Group	Remote E-Voting	50980559	50980559	100.000	50980559	0	100.000	0.0000
	E-Voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>50980559</b>	<b>100.0000</b>	<b>50980559</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	33923982	7901413	23.2915	7556681	344732	95.6371	4.3629
	E-Voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7901413</b>	<b>23.2915</b>	<b>7556681</b>	<b>344732</b>	<b>95.6371</b>	<b>4.3629</b>
Public Non-Institutions	Remote E-Voting	72392240	724876	1.0013	722066	2810	99.6123	0.3877
	E-Voting during the AGM		236	0.0003	236	0	100.0000	0.0000
	<b>Total</b>		<b>725112</b>	<b>1.0016</b>	<b>722302</b>	<b>2810</b>	<b>99.6125</b>	<b>0.3875</b>
<b>Total</b>		<b>157296781</b>	<b>59607084</b>	<b>37.8947</b>	<b>59259542</b>	<b>347542</b>	<b>99.4169</b>	<b>0.5831</b>



**Resolution 2: Ordinary Resolution**

To appoint a director in place of Dr. Mahesh M. Borase (DIN: 03330328), who retires by rotation and being eligible, offers himself, for re-appointment.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
Remote E-Voting	59606848	0	59606848
E-Voting during the AGM	236	0	236
<b>Total</b>	<b>59607084</b>	<b>0</b>	<b>59607084</b>

The Result of the E voting and E-voting during the AGM is as under:

Whether promoter/ promoter group are interested in the agenda/resolution			NO					
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 & Promoter Group	Remote E-Voting	50980559	50980559	100.000	50980559	0	100.000	0.0000
	E-Voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>50980559</b>	<b>100.0000</b>	<b>50980559</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	33923982	7901413	23.2915	7901413	0	100.0000	0.0000
	E-Voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7901413</b>	<b>23.2915</b>	<b>7901413</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non-Institutions	Remote E-Voting	72392240	724876	1.0013	721449	3427	99.5272	0.4728
	E-Voting during the AGM		236	0.0003	236	0	100.0000	0.0000
	<b>Total</b>		<b>725112</b>	<b>1.0016</b>	<b>721685</b>	<b>3427</b>	<b>99.5274</b>	<b>0.4726</b>
<b>Total</b>		<b>157296781</b>	<b>59607084</b>	<b>37.8947</b>	<b>59603657</b>	<b>3427</b>	<b>99.9943</b>	<b>0.0057</b>



All the Resolutions mentioned in Notice of Annual General Meeting as per the details given above stand passed by majority under Remote E-Voting and E-Voting conducted during the Annual General Meeting and hence deemed to be passed on the date of the Annual General Meeting.

I hereby confirm that I am maintaining the registers received from the CDSL electronically, in respect of the votes cast through Remote E-Voting and voting conducted by way of E-Voting during the AGM by the members of the Company.

Thanking You,  
Yours faithfully,



**Virendra G. Bhatt**  
**Practicing Company Secretary**  
**ACS No.: 1157 CP No.: 124**

**Place: Mumbai**  
**Date: 30<sup>th</sup> September, 2020**

**UDIN: A001157B000816587**