

### Ref: GIL/SE/REG44/2022-23/47

#### **September 29, 2022**

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

The Secretary
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
Trading Symbol: GTLINFRA

Dear Sir/ Madam,

## Sub: Voting Results - 19th Annual General Meeting (AGM) held on September 29, 2022

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the Listing Regulations) and other applicable regulations, if any, of the Listing Regulations, we submit herewith the voting results of the 19th AGM of the members of the Company:

Date of the 19th Annual General Meeting	:	Thursday, September 29, 2022	
Total number of shareholders on record date	:	11,82,866	
(September 22, 2022)			
No. of shareholders present in the meeting either in	pers	on or through proxy:	
Promoters & Promoters Group	:	Not Applicable	
Public	:	Not Applicable	
No. of Shareholders attended the meeting through V	ideo	Conferencing:	
Promoters and Promoters Group	:	1	
Public	:	88	

The mode of voting on the resolution was through:

- 1. Remote e-voting conducted between Monday, September 26, 2022 and Wednesday, September 28, 2022; and
- 2. Electronic voting was also available during the AGM of the Company on Thursday, September 29, 2022.

All the resolutions mentioned in the AGM Notice stand passed under Remote E-voting and Electronic voting at AGM with requisite majority and hence deemed to be passed as on the date of AGM.

Details of the Agenda and the result of ordinary resolutions passed at the AGM are attached as Annexure 'A'. The Scrutinizer's Report dated September 29, 2022 duly signed by the Scrutinizer is also attached hereto.

Yours faithfully, For **GTL Infrastructure Limited** 

Nitesh A. Mhatre Company Secretary

Bhupendra Kiny Chief Financial Officer

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





			Resc	olution (1)				
	Re	solution required: (Ord	dinary / Special)			Ordinary		
Whether	promoter/promoter group are		***	No				
		Description of resolu	tion considered		Audited Financial St , together with the R			
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
	E-Voting		420144016	100.0000	420144016	0	100.0000	0.0000
Promoter and	Poll	420144016	0	0.0000	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	420144016	420144016	100.0000	420144016	0	100.0000	0.0000
	E-Voting		955724988	16.2929	942504874	13220114	98.6167	1.3833
Public-	Poll	5865913820	1546271529	26.3603	1546271529	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5865913820	2501996517	42.6531	2488776403	13220114	99.4716	0.5284
	E-Voting		143033858	2.2570	139831687	3202171	97.7612	2.2388
Public- Non	Poll	6337269020	24783	0.0004	24783	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6337269020	143058641	2.2574	139856470	3202171	97.7616	2.2384
	Total	12623326856	3065199174	24.2820	3048776889	16422285	99.4642	0.5358
					Whether resolution	is Pass or Not.	Y	es
					Disclosure of n	otes on resolution	Add	Votes

			Reso	olution (2)				
	Re	solution required: (Or	dinary / Special)			Ordinary		
Whether	promoter/promoter group are	e interested in the age	nda/resolution?			No		
		Description of resolu	ition considered	Appointment of Mr. Manoj G. Tirodkar (DIN: 00298407) as a Director of the Company, who retires by rotation and being eligible, offers himself 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
	E-Voting	420144016	420144016	100.0000	420144016	0	100.0000	0.0000
Promoter and	Poll		0	0.0000	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	420144016	420144016	100.0000	420144016	0	100.0000	0.0000
	E-Voting		1474840316	25.1426	1461269693	13570623	99.0799	0.9201
Public-	Poll	5865913820	1546271529	26.3603	1546271529	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5865913820	3021111845	51.5028	3007541222	13570623	99.5508	0.4492
	E-Voting	And discount of the state of th	143007664	2.2566	137711935	5295729	96.2969	3.7031
Public- Non	Poll	6337269020	24783	0.0004	24783	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6337269020	143032447	2.2570	137736718	5295729	96.2975	3.7025
	Total	12623326856	3584288308	28.3942	3565421956	18866352	99.4736	0.5264
					Whether resolution	is Pass or Not.	Ye	es
					Disclosure of n	otes on resolution	Add N	Notes

**Company Secretary** 

G-3, Ground floor, Akanksha CHS, Prashant Nagar, Naupada, Thane- 400602 Tele/ Fax: 022-2544 8282, Mobile No: +91-8291 828282 E-mail ID- chetan.joshi181@gmail.com

### **SCRUTINIZER'S REPORT**

Date: 29th September, 2022

NAME OF COMPANY	GTL INFRASTRUCTURE LIMITED
	(CIN: L74210MH2004PLC144367)
MEETING	19 <sup>TH</sup> Annual General Meeting (AGM)
DAY, DATE & TIME	Thursday, 29 <sup>th</sup> September, 2022 at 11:00 A.M. (IST)
DEEMED VENUE	Registered office situated at "Global Vision", 3rd Floor,
	Electronic Sadan No. 2, M.I.D.C, TTC Industrial area,
	Mahape, Navi Mumbai- 400710, Maharashtra, India.
MODE	Video Conferencing ("VC") / Other Audio-Visual means
	("OAVM")

To,
The Chairman / Whole-time Director,
GTL Infrastructure Limited,
"Global Visions", 3<sup>rd</sup> Floor, Electronic Sadan No. 2,
M.I.D.C, TTC Industrial area, Mahape,
Navi Mumbai-400710, Maharashtra, India.

Dear Sir,

- I, Chetan Anant Joshi, Practicing Company Secretary having my office at G-3, Ground Floor, Akanksha CHS, Prashant Nagar, Near Naupada Police station, Naupada, Thane (W) 400602 was appointed as Scrutinizer by the Board of the Directors of GTL Infrastructure Limited ("the Company") at its meeting held on September 01, 2022 for the purpose of scrutinizing the Remote e-voting and e-voting during the 19<sup>th</sup> Annual General meeting ("AGM") held on Thursday, 29<sup>th</sup> September, 2022 at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual means ("OAVM") 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.
- 1. Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the Electronic copy of the Notice convening the 19<sup>th</sup> Annual General Meeting of the Company along with the process of Remote e-voting were sent to the shareholders whose e-mail addresses are registered with the Company/Depository / Depository Participant(s)/ Registrar and Share Transfer Agent for communication purposes in compliance with relevant circulars issued



Report of Scrutinizer on Remote e-voting process & e-voting by the members at the 19<sup>th</sup> AGM of GTL Infrastructure Ltd held on Thursday, 29<sup>th</sup> September, 2022

#### **Company Secretary**

G-3, Ground floor, Akanksha CHS, Prashant Nagar, Naupada, Thane- 400602 Tele/ Fax: 022-2544 8282, Mobile No: +91-8291 828282 E-mail ID- chetan.joshi181@gmail.com

by the Ministry of Corporate Affairs (MCA) and relevant circulars issued by Securities and Exchange Board of India (SEBI).

- The notice convening the Annual General Meeting was also placed on the website of the Company. The members of the Company were given option to vote electronically on Remote e-voting system or e-voting during AGM, provided by Central Depository Services (India) Limited ("CDSL")
- 3. Pursuant to General Circulars issued by the Ministry of Corporate Affairs, an advertisement was published in The Free Press Journal (English) and Navshakti (Marathi) on Thursday, September 08, 2022 specifying the date, time and place of the AGM, availability of the notice on the Company's website and the website of the stock exchanges.
- 4. The Remote e-voting period commenced on Monday, September 26, 2022 at 09:00 a.m. (IST) and ended on Wednesday, September 28, 2022 at 5.00 p.m. (IST).
- 5. The e-voting during AGM commenced on Thursday, September 29, 2022 at 11.00 a.m. (IST) and ended on Thursday, September 29, 2022 at 11.48 a.m. (IST).
- 6. The Shareholders of the Company as on the "cut off" date i.e. Thursday, September 22, 2022 were entitled to avail the facility of Remote e-voting as well as E voting during 19<sup>th</sup> Annual General meeting on the proposed resolutions (item nos. 1 and 2) as set out in the Notice of the Annual General meeting dated September 01, 2022.
- 7. After completion of e-voting during the Annual General meeting, I unblocked the results of the Remote e-voting and e-voting by members during the AGM from the CDSL's e-voting platform.
- 8. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares, number of vote cast in favour and against. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the List of shares with differential voting rights.
- 9. I have observed that
  - a) 1393 members had cast their votes through Remote e-voting and
  - b) 0008 members had cast their votes through e-voting during the AGM.



Report of Scrutinizer on Remote e-voting process & e-voting by the members at the 19<sup>th</sup> AGM of GTL Infrastructure Ltd held on Thursday, 29<sup>th</sup> September, 2022

### **Company Secretary**

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The result of the Remote e-voting together with that of E-voting during AGM is as under:

**Resolution No 1**:- Ordinary Resolution for Adoption of Audited Financial Statements for the year ended March 31, 2022 together with the Reports of the Board of Directors and Auditors thereon.

#### (i) Voted in favour of Resolution

No of members voted		No of votes	cast by them	% of total no of valid votes cast	
Remote E- Voting	1331	Remote E- Voting	1502480577	Remote E- Voting	98.92
E-voting during AGM	8	E-voting during AGM	1546296312	E-voting during AGM	100.00
Total	1339	Total	3048776889	Total	99.46

#### (ii) Votes against the resolution

No of members voted		No of votes	cast by them	% of total no of val	id votes cast
Remote E- Voting	60	Remote E- Voting	16422285	Remote E- Voting	1.08
E-voting during AGM	0	E-voting during AGM	0	E-voting during AGM	0.00
Total	60	Total	16422285	Total	0.54

The Resolution No. 1 mentioned in the AGM Notice as per the details stated above stands passed under Remote e-voting and e-voting during AGM with requisite majority i.e. 99.46% majority and hence deemed to be passed as on the date of AGM.

**Resolution No 2 :-** Ordinary Resolution for appointing a Director in place of Mr. Manoj G. Tirodkar (DIN: 00298407) who retires by rotation and, being eligible, offers himself for reappointment

### (i) Voted in favour of Resolution

No of members voted		No of votes	cast by them	% of total no of valid votes cast	
Remote E- Voting	1204	Remote E- Voting	20191125644	Remote E- Voting	99.07
E-voting during AGM	8	E-voting during AGM	1546296312	E-voting during AGM	100.00
Total	1212	Total	3565421956	Total	99.47

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Report of Scrutinizer on Remote e-voting process & e-voting by the members at the 19<sup>th</sup> AGM of GTL Infrastructure Ltd held on Thursday, 29<sup>th</sup> September, 2022

### Company Secretary

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#### (ii) Votes against the resolution

No of members voted		No of votes	cast by them	% of total no of valid votes cast	
Remote E- Voting	187	Remote E- Voting	18866352	Remote E- Voting	0.93
E-voting during AGM	0	E-voting during AGM	0	E-voting during AGM	0.00
Total	187	Total	18866352	Total	0.53

The Resolution No. 2 mentioned in the AGM Notice as per the details stated above stands passed under Remote e-voting and e-voting during AGM with requisite majority i.e. 99.47 % majority and hence deemed to be passed as on the date of AGM.

All electronic data & other relevant records of electronic voting will remain in my safe custody until the Chairman considers, approves & signs the Minutes of the 19th Annual General meeting and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking You, Yours faithfully

**JOSHI CHETAN** ANANT

Chetan A. Joshi

(Practicing Company Secretary)

(FCS: 7052, CP: 7744)

Place: Thane Date: 29/09/2022

UDIN: F007052D001078298 Peer Review Cert. No: 2004/2022