

REF: GIL/AGM/SE/2014-15/76

September 17, 2014

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Fort, Mumbai 400 023

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

Dear Sirs,

Re: Voting Results - 11th Annual General Meeting held on September 16, 2014.

Pursuant to Clause 35A and other applicable clauses, if any, of the Listing Agreement we submit herewith the voting results of the 11th Annual General Meeting of the members of the Company:

Date of the 11 th Annual General Meeting	:	Tuesday, September 16, 2014
Total number of shareholders on record date (August 8, 2014)	:	188,989
No. of shareholders present in the meeting either in person or through proxy:		
Promoters and Promoter Group	:	0
Public	:	121
No. of Shareholders attended the meeting through Video Conferencing:		
Promoters and Promoter Group	:	N/A
Public	:	N/A

Details of the Agenda:

The mode of voting on the resolutions was through:

1. E-Voting conducted between September 10, 2014 and September 12, 2014
2. Poll (through Ballot Form) conducted at the Meeting on September 16, 2014

(AGENDA – WISE)

Resolution 1: Adoption of Financial Statements and the Reports of Board of Directors and Auditors as at March 31, 2014. (Ordinary Resolution)							
Promoter/Public	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	628826075	628826075	100	628826075	-	100	0.00
Public – Institutional holders	1197952517	309313350	25.82	309313350	-	100	0.00
Public-Others	492726980	23864601	4.84	23857060	7541	99.97	0.03
Total	2319505572	962004026	41.47	961996485	7541	100	0.00

Resolution 2: Appointment of Mr. Manoj Tirodkar as a Director of the Company, who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

Promoter/Public	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	628826075	628826075	100	628826075	-	100	0
Public - Institutional holders	1197952517	309313350	25.82	309313350	-	100	0
Public-Others	492726980	23864601	4.84	23853660	10941	99.95	0.05
Total	2319505572	962004026	41.47	961993085	10941	100	0.00

Resolution 3: Appointment of Mr. Charudatta Naik as a Director of the Company, who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

Promoter/Public	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	628826075	628826075	100	628826075	-	100	0
Public - Institutional holders	1197952517	309313350	25.82	309313350	-	100	0
Public-Others	492726980	23864601	4.84	23853655	10946	99.95	0.05
Total	2319505572	962004026	41.47	961993080	10946	100	0.00

Resolution 4: Appointment of M/s. Chaturvedi & Shah, Chartered Accountants, Mumbai (FR No.101720W) and M/s. Yeolekar & Associates, Chartered Accountants, Mumbai (FR No.102489W) as a Joint Auditors and fixing their remuneration (Ordinary Resolution)

Promoter/Public	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	628826075	628826075	100	628826075	-	100	0
Public - Institutional holders	1197952517	309313350	25.82	309313350	-	100	0
Public-Others	492726980	23864601	4.84	23853405	11196	99.95	0.05
Total	2319505572	962004026	41.47	961992830	11196	100	0.00

Resolution 5: Appointment of Mr. Balasubramanian as an Independent Director. (Ordinary Resolution)

Promoter/Public	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	628826075	628826075	100	628826075	-	100	0
Public – Institutional holders	1197952517	309313350	25.82	305746968	3566382	98.85	1.15
Public-Others	492726980	23864601	4.84	23853655	10946	99.95	0.05
Total	2319505572	962004026	41.47	958426698	3577328	99.63	0.37

Resolution 6: Appointment of Mr. Anand Patkar as an Independent Director. (Ordinary Resolution)

Promoter/Public	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	628826075	628826075	100	628826075	-	100	0
Public – Institutional holders	1197952517	309313350	25.82	309313350	-	100	0
Public-Others	492726980	23864601	4.84	23853210	11391	99.95	0.05
Total	2319505572	962004026	41.47	961992635	11391	100	0

Resolution 7: Appointment of Mr. Vinod Agarwala as an Independent Director. (Ordinary Resolution)

Promoter/Public	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	628826075	628826075	100	628826075	-	100	0
Public – Institutional holders	1197952517	309313350	25.82	309313350	-	100	0
Public-Others	492726980	23864601	4.84	23853655	10946	99.95	0.05
Total	2319505572	962004026	41.47	961993080	10946	100	0



Resolution 8: Appointment of Mr. Vijay Vij as an Independent Director. (Ordinary Resolution) INFRASTRUCTURE

Promoter/Public	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	628826075	628826075	100	628826075	-	100	0
Public – Institutional holders	1197952517	309313350	25.82	309313350	-	100	0
Public-Others	492726980	23864601	4.84	23853205	11396	99.95	0.05
Total	2319505572	962004026	41.47	961992630	11396	100	0

Resolution 9: Approval of remuneration being paid to Mr. Vikas Vinayak Deodhar (Membership No. 3813), Mumbai as a Cost Auditor of the Company (Ordinary Resolution)

Promoter/Public	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	628826075	628826075	100	628826075	-	100	0
Public – Institutional holders	1197952517	309313350	25.82	309313350	-	100	0
Public-Others	492726980	23864601	4.84	23853205	11396	99.95	0.05
Total	2319505572	962004026	41.47	961992630	11396	100	0

Resolution 10: Re-appointment of Mr. Milind Naik as a Whole-time Director & Co-Chief Operating Officer of the Company for a period of 3 years. (Special Resolution)

Promoter/Public	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	628826075	628826075	100	628826075	-	100	0
Public – Institutional holders	1197952517	309313350	25.82	309313350	-	100	0
Public-Others	492726980	23864601	4.84	23853660	10941	99.95	0.05
Total	2319505572	962004026	41.47	961993085	10941	100	0

Resolution 11: Approval of Board of Directors to borrow sums not exceeding Rs. 25,000 Cr. (Special Resolution)							
Promoter/Public	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	628826075	628826075	100	628826075	-	100	0
Public – Institutional holders	1197952517	309313350	25.82	305746968	3566382	98.85	1.15
Public-Others	492726980	23864601	4.84	23852196	12405	99.95	0.05
Total	2319505572	962004026	41.47	958425239	3578787	99.63	0.37

Resolution 12: Authority to issue Securities either through public issue or through private placement. (Special Resolution)							
Promoter/Public	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	628826075	628826075	100	628826075	-	100	0
Public – Institutional holders	1197952517	309313350	25.82	305746968	3566382	98.85	1.15
Public-Others	492726980	23864601	4.84	23851846	12755	99.95	0.05
Total	2319505572	962004026	41.47	958424889	3579137	99.63	0.37

Please acknowledge receipt.

Thanking you,
Yours truly,

For GTL Infrastructure Limited


Nitesh Mhatre
 Company Secretary


Rahul Desai
 Group Head- Capital Markets & Investor Relations

cc: Central Depository Services (India) Limited, Mumbai