

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 11th 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 pe	rso	n or through proxy:
Promoters and Promoter Group	:	. 0
Public	:	121
No. of Shareholders attended the meeting through Vid	eo	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	held polled		% of Votes Polled on outstandi ng 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)	on votes polled (6)=[(4)/(2)	(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 No. of shares votes o held polled		% of Votes Polled on outstandin g 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 No. of shares votes held polled		% of Votes Polled on outstandin g shares No. of Votes in favour		No. of Votes – against	Votes - in favour	
	(1)	(2)	(3)=[(2)/(1)] * 100	(4)	(5)	in favour on votes	(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 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)*)

Auditors and fixing their rem	No. of No. of P votes of No. of P votes		% of Votes Polled on outstandin g 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



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Resolution 5: Appointment	of Mr. Balasubra	manian as an	Independer	nt Director. (0	Ordinary R	INFRASTI esolution	
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes – in Favour	No. of Votes – Against	% of Votes in favour on votes polled	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

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) (7)=[(5)	(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

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



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Resolution 8: Appointme	nt of Mr. Vijay V	/ij as an Inde	pendent Direc	tor. (Ordinar	y Resolu	ition) INFRA	STRUCTURE
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) 1 *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) % of % of Votes No. of % of Votes No. of Votes No. of No. of against on Polled on Votes Votes in favour votes shares votes outstanding – in Against on votes held polled polled shares favour polled Promoter/Public (6)=[(4)/(2)(7)=[(5)/(2)](3)=[(2)/(1)]*(4)(5)(2) (1) *100 100 *100 100 0 628826075 628826075 100 628826075 Promoter and Promoter Group 0 100 309313350 1197952517 309313350 25.82 Public - Institutional holders 99.95 0.05 23853205 11396 4.84 492726980 23864601 Public-Others 100 11396 9,61992630 41.47 2319505572 962004026 **Total**

Resolution 10: Re-appointment of Mr. Millind Naik as a Whole-time Director & Co-Chief Operating Officer of the Company for a period of 3 years. (Special Resolution) % of % of Votes No. of % of Votes No. of Votes No. of No. of against on Polled on Votes Votes in favour shares votes votes – in outstanding on votes polled Against held polled shares favour polled Promoter/Public (6)=[(4)/(2)(7)=[(5)/(2)](3)=[(2)/(1)]*(2) (4) (5) (1) *100 100 *100 100 0 100 628826075 628826075 628826075 Promoter and Promoter Group 0 100 309313350 25.82 1197952517 309313350 Public - Institutional holders 99.95 0.05 23853660 10941 23864601 4.84 492726980 Public-Others 10941 100 41.47 961993085 962004026 2319505572 Total





Resolution 11: Approva	of Board of	Directors to	borrow sum	s not excee	ding Rs.	25,000 Ci	r. (Special
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)		(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

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