

Ref: GIL/Reg40/SE/2017-18/17

April 26, 2017



The Secretary,
Bombay Stock Exchange Ltd. (BSE)
P. J. Tower, Dalal Street,
Mumbai 400 001

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 Sir,

Sub: Compliance Certificate as per Regulation 40(9) and 40(10) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the period October 1, 2016 to March 31, 2017.

In terms of Regulation 40(9) and 40(10) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we forward herewith a copy of Certificate of Practicing Company Secretary issued by Mr. Chetan A Joshi, Practicing Company Secretary.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,
For **GTL Infrastructure Limited**

A handwritten signature in black ink, appearing to read 'N.A. Mhatre', with a horizontal line underneath.

Nitesh A. Mhatre
Company Secretary

A handwritten signature in black ink, appearing to read 'Laxmikant Y. Desai', with a horizontal line underneath.

Laxmikant Y. Desai
Chief Financial Officer

Encl.: as above

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



CHETAN A. JOSHI

B.Com., L.L.B., ACS
Company Secretary

B/15, Anand Bhavan CHS, Near Bhakti Mandir, Express Highway, Naupada, Thane (West) 400 602.
Mobile : 9833758280 E-mail : info@cjassociates.in Website : www.cjassociates.in

Name of the Company : M/S. GTL INFRASTRUCTURE LIMITED
Registration No. : 11-144367
Registered Office : Global Vision, 3rd Floor, Electronic Sadan No. II,
M.I.D.C. TTC Industrial Area, Mahape,
Navi Mumbai - 400 710.

**CERTIFICATE UNDER REGULATION 40(9) OF THE SEBI (LISTING OBLIGATIONS &
DISCLOSURE REQUIREMENTS), 2015 FOR THE HALF YEAR ENDED
MARCH 31, 2017**

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **GTL INFRASTRUCTURE LIMITED** maintained by **GTL LIMITED** pertaining to transfer of equity shares of the company for the period from **OCTOBER 1, 2016 to MARCH 31, 2017** for the purpose of Issuing a Certificate as per Regulation 40(9) of the SEBI (Listing Obligations & Disclosure Requirements), 2015 entered into by, **GTL INFRASTRUCTURE LIMITED** with **BSE LIMITED** and **NATIONAL STOCK EXCHANGE OF INDIA LIMITED** and based on the information provided by the Company, I hereby certify that the Company has delivered during half year ended on **MARCH 31, 2017**:

- A. Share Certificate(s) relating to the transfer of Shares received during the period from **OCTOBER 1, 2016 to MARCH 31, 2017** as entered in the Memorandum of Transfers have been issued within fifteen days of the date of lodgment for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies from respective date of lodgment of each deed excepting those rejected on technical grounds.(NOT APPLICABLE, as there was NO transfer documents received during the period from October 1, 2016 to March 31, 2017)
- B. The Company has issued all the Certificates within 30 days for sub-division, consolidation, renewal, exchange or endorsement of calls/ allotment monies, if any, during the period October 1,2016 to March 31, 2017 (NOT APPLICABLE, as there was NO requests received for such instances during the half year ended March 31, 2017)

Date: 26/04/2017
Place: Thane

Chetan Joshi
Practising Company Secretary
FCS: 7052, CP No.: 7744

