

GIL/SE/Accts/2013-14/Q1

August 5, 2013

The Secretary,
BSE Ltd (BSE)
P. J. Tower, Dalal Street,
Mumbai 400 023

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No. C/I, G Block, BKC ,
Bandra (East), Mumbai 400 051

Scrip Code : 532775
Fax No. 2272 2037/2272 3719

Trading Symbol : GTLINFRA
Fax No. : 2659 8237/38

Dear Sir/Madam,

Sub: Un-Audited Financial Results for the Quarter ended June 30, 2013.

Pursuant to Clause 41 and other applicable provisions, if any, of the Listing Agreement, we enclose herewith the following:

1. Un-Audited Financial Results for the Quarter ended June 30, 2013 as approved by the Board of Directors of the Company in its meeting held today.
2. Copy of the Limited Review Report given by our Statutory Auditors for the Un-Audited Financial Results for the Quarter ended June 30, 2013.
3. Press Release being issued in this behalf for your reference and record.

Kindly acknowledge the receipt.

Yours truly,
For **GTL Infrastructure Limited**



Nitesh A Mhatre
Joint Company Secretary



L. Y. Desai
Chief Financial Officer

Encl: a/a

GTL INFRASTRUCTURE LIMITED
FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2013

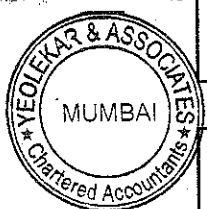
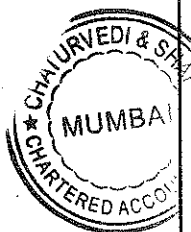
PART - I

Rs. in Lacs, except share data

Sr. No.	Particulars	Quarter ended June 30,	Quarter ended March 31,	Quarter ended June 30,	Year ended March 31,
		2013	2013	2012	2013
		Unaudited	Unaudited	Unaudited	Audited
1	a) Net Income from Operations	14,137	14,332	13,985	56,639
	b) Other Operating Income	-	-	-	-
	Total	14,137	14,332	13,985	56,639
2	Expenditure				
	a) Infrastructure Operation & Maintenance Cost (Net)	5,116	4,979	4,802	19,711
	b) Employees cost	534	462	399	1,853
	c) Depreciation	6,445	28,590	7,318	48,643
	d) Other Expenditure	1,336	2,032	1,312	7,114
	Total	13,430	36,063	13,831	77,321
3	Profit/(Loss) from Operations before Other Income, Interest & Exceptional Items (3)=(1-2)	707	(21,731)	154	(20,682)
4	Other Income	1,131	282	51	453
5	Profit/(Loss) from Operations before Interest & Exceptional Items (5)=(3+4)	1,838	(21,449)	205	(20,229)
6	a) Finance Costs	9,438	8,996	8,690	35,053
	b) Exchange Difference	1,287	19	31	61
7	Profit/(Loss) from Operations after Interest but before Exceptional Items (7)=(5-6)	(8,887)	(30,464)	(8,516)	(55,343)
8	Exceptional Items	-	13,321	-	13,321
9	Profit/(Loss) from Ordinary Activities before tax (9)=(7+8)	(8,887)	(43,785)	(8,516)	(68,664)
10	Tax Expenses	-	-	-	-
11	Net Profit/(Loss) from Ordinary Activities after tax 11=(9-10)	(8,887)	(43,785)	(8,516)	(68,664)
12	Extraordinary items	-	-	-	-
13	Net Profit/(Loss) for the period 13=(11-12)	(8,887)	(43,785)	(8,516)	(68,664)
14	Paid-up equity share capital (Face value of Rs. 10 each)	2,30,680	2,30,680	1,82,719	2,30,680
15	Reserves excluding Revaluation Reserves as per audited balance sheet of previous accounting year				(66,318)
16	Earnings Per Share (EPS) (Face value of Rs. 10 each)				
	a. Basic EPS (in Rs.)	(0.39)	(1.90)	(0.57)	(3.55)
	b. Diluted EPS (in Rs.)	(0.39)	(1.90)	(0.57)	(3.55)

PART - II					
A	PARTICULARS OF SHAREHOLDING				
1	Public shareholding				
	- Number of shares	1,85,35,10,472	1,85,35,10,472	1,40,35,31,272	1,85,35,10,472
	- Percentage of Shareholding	80.35%	80.35%	76.81%	80.35%
2	Promoters and promoter group Shareholding				
	a. Pledged/Encumbered				
	- Number of Shares	17,02,26,673	17,02,26,673	9,71,60,781	17,02,26,673
	- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	37.55%	37.55%	22.93%	37.55%
	- Percentage of Shares (as a % of the total share capital of the Company)	7.38%	7.38%	5.32%	7.38%
	b. Non-Encumbered				
	- Number of Shares	28,30,62,609	28,30,62,609	32,64,98,221	28,30,62,609
	- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	62.45%	62.45%	77.07%	62.45%
	- Percentage of Shares (as a % of the total share capital of the Company)	12.27%	12.27%	17.87%	12.27%

Sr. No.	Particulars	Quarter ended June 30,
		2013
		Unaudited
B	INVESTOR COMPLAINTS	
	Pending at the beginning of the quarter	-
	Received during the quarter	2
	Disposed of during the quarter	2
	Remaining unresolved at the end of the quarter	-



Notes

1. The above results have been reviewed by the Audit Committee and taken on record by the Board of Directors at their meeting held on August 5, 2013.
2. The Statutory Auditors of the Company have carried out a Limited Review of the results for the quarter ended June 30, 2013 in accordance with clause 41 of the Listing Agreement.
3. During the quarter ended June 30, 2013, the Company has neither granted any fresh options to the employees nor have any of the employees exercised their options under the Employee Stock Option Scheme (ESOS). 13,465,454 ESOS options were outstanding as on June 30, 2013. The Board of Directors at their meeting held on May 9, 2013, subject to approval of Members in the forthcoming Annual General Meeting, has decided to cancel the above outstanding ESOS.
4. During the quarter, there is no conversion of FCCBs. 52,433 Series A (FCCBs) of USD 1,000 each aggregating to USD 52.43 million and 193,543 Series B FCCBs of USD 1,000 each aggregating to USD 193.54 million were outstanding as of 30th June 2013. The pro rata redemption premium of Rs. 945.20 lacs for the quarter ended 30th June 2013 on Series B FCCBs has been adjusted against the Securities Premium in line with Section 78 of the Companies Act, 1956.
5. The Company is working to obtain all the necessary approvals to take forward the merger process with Chennai Network Infrastructure Limited (CNIL)
6. The Company is predominantly in the business of providing "Telecom Towers" on shared basis and as such there are no separate reportable segments.
7. The figures in respect of the results for the preceding quarter ended March 31, 2013 are the balancing figures between the audited figures for the full financial year ended March 31, 2013 and the published year to date figures upto the third quarter ended December 31, 2012, in the financial year ended March 31, 2013. Previous Quarter / Year figures have been regrouped / rearranged wherever necessary.

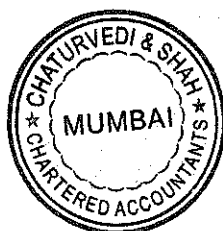
For GTL Infrastructure Limited



Manoj Tirotkar
Chairman

Date: August 5, 2013
Place: Mumbai

Registered Office: Global Vision ES II, 3rd Floor, MIDC, TTC Industrial Area, Mahape, Navi Mumbai – 400 710.



CHATURVEDI & SHAH

Chartered Accountants
912-913, Tulsiani Chambers,
212, Nariman Point,
Mumbai 400021

YEOLEKAR & ASSOCIATES

Chartered Accountants
11-12, Laxmi Niwas,
Subhash Road, Vile Parle (East)
Mumbai 400057

REVIEW REPORT**The Board of Directors
GTL Infrastructure Limited**

We have reviewed the accompanying statement of unaudited financial results of GTL Infrastructure Limited for the quarter ended June 30, 2013 ("the statement") except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' and details of Investor Complaints which have been traced from disclosures made by the management and have not been audited by us. This statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the statement based on our review.

We conducted our review of the statement in accordance with the Standard on Review Engagement (SRE) 2410, 'Review of Interim financial Information performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatements. A review is limited primarily to inquiries of company personnel and analytical procedures, applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our notice that causes us to believe that the accompanying statement of Unaudited financial results prepared in accordance with Accounting Standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **Chaturvedi & Shah**
Chartered Accountants
Firm Reg. No. 101720W



R. Koria
Partner
Membership No 35629



For **Yeolekar & Associates**
Chartered Accountants
Firm Reg. No. 102489W



S. S. Yeolekar
Partner
Membership No 36398



Place: Mumbai
Dated: August 05, 2013

GTL Infrastructure Limited

Press Release

For Immediate circulation



BSE: 532775	NSE: GTLINFRA	Reuters: GTLI.BO	Bloomberg: GTLI.IN
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Results for the quarter ended June 30, 2013

Mumbai, August 05, 2013

GTL Infrastructure Limited (GTL Infra), the pioneer in Shared Passive Telecom Infrastructure in India, announced unaudited results of the Company for the quarter ended June 30, 2013.

Highlights for the quarter ended June 30, 2013 (standalone)

- Revenue from Operations for quarter ended June 30, 2013 was ₹ 141.37 Cr. as against ₹ 139.85 Cr. for the corresponding quarter in the previous year.
- EBITDA for the current quarter was ₹ 71.52 Cr. as against ₹ 74.72 Cr. for the corresponding quarter in the previous year

Combined financials for the quarter ended June 30, 2013 (Unreviewed)

In the event of the merger of Chennai Network Infrastructure limited with GTL Infrastructure, approved by all the competent authorities and becoming effective, the combined revenue and EBITDA for the quarter ended June 30, 2013 of the companies would be as under

Rs in Cr

Combined (GIL +CNIL)	Quarter ended June 30, 2013	Quarter ended June 30, 2012
Revenue	363.27	357.53
EBIDTA	192.83	194.15

GTL Infrastructure Limited



Operations Outlook

- The Company is currently operational in all 23 Telecom circles.
- The Company has all leading Telecom operators as tenants on its towers. The contracts are typically for a period of 10-15 years.

About GTL Infrastructure Limited

GTL Infra, a Global Group Enterprise, is a pioneer in Shared Passive Telecom Infrastructure. GTL Infra builds, owns, operates and maintains passive network infrastructure (towers) in order to cater to the rapidly growing infrastructure needs of cellular telecom operators. The towers located across semi urban and rural India will help bringing in connectivity at affordable prices to the poorest of poor, creating a positive impact on Indian economy.

Global Group is a leading Indian infrastructure services group focused on Telecom, Shared Network Infrastructure and Power. Global Group Enterprises have received more than 35 accolades and awards for excellence in Business, CSR and Corporate Governance.

For any further information & queries:

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Safe Harbor:

Neither the information nor any opinion expressed in this press release constitutes an offer, or invitation to make an offer, or to buy any security issued by the company. This press release may contain predictions, estimates or other information regarding the Company's operations, which are forward looking in nature. While these forward looking statements represent our best current judgment on what the future holds, they are subject to risks and uncertainties that could cause actual results to differ materially and may involve risk and uncertainty. This press release is prepared for general purposes only and does not have any regard to the specific investment objectives, financial situation and particular needs of any specific person. No liability for any loss will arise with the company as a result of the action taken on the basis of information contained herein. For a discussion of the risks and uncertainties that may cause results to differ, you should review GTL Infra's filings with stock exchanges, including the annual report and quarterly disclosures.

GLOBAL Group Enterprise

GTL INFRASTRUCTURE LIMITED

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