PUBLIC NOTICE

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 208 OF 2011

In the matter of the Companies Act, 1956
And
In the matter of sections 391, 392, 393 and 394 of the Companies Act, 1956
And
In the matter of GTL Infrastructure Limited, a company incorporated and registered under the provisions of the Companies Act, 1956 and having its registered office at Maestros House, MIDC Building No. 2, Sector 2, Millennium Business Park, Mahape, Navi Mumbai, Maharashtra- 400710, India
And
In the matter of scheme of arrangement between Chennai Network Infrastructure Limited and GTL Infrastructure Limited and their respective shareholders

GTL INFRASTRUCTURE LIMITED, a company incorporated and registered under the provisions of the Companies Act, 1956 and having its registered office at Maestros House, MIDC Building No. 2, Sector 2, Millennium Business Park, Mahape, Navi Mumbai, Maharashtra- 400710, India ... APPLICANT COMPANY / TRANSFEREE COMPANY

NOTICE CONVENING MEETING OF THE EQUITY SHAREHOLDERS OF GTL INFRASTRUCTURE LIMITED, THE APPLICANT COMPANY

Notice is hereby given that by an order, dated 25th March, 2011 passed by His Lordship the Hon'ble Justice Mr. S. J. Vajifdar, the Hon'ble Court of Judicature at Bombay has directed a meeting to be held of the equity shareholders of the Applicant Company, for the purpose of considering, and if thought fit, approving with or without modification, the arrangement embodied in the Scheme of Arrangement for the amalgamation of Chennai Network Infrastructure Limited with the Applicant Company.

In pursuance of the said order and as directed therein, further notice is hereby given that a meeting of the equity shareholders of the Applicant Company will be held on **Monday, the 25th day of April, 2011 at 10:30 a.m. at Marathi Sahitya Mandir Sabhagruh, Sector 6, Vashi, Navi Mumbai 400703, India,** at which day, date, time and place the shareholders are requested to attend.

Copies of the Scheme of Arrangement and of the statement under Section 393 of the Companies Act, 1956 and the Form of Proxy can be obtained free of charge from/at the registered office of the Applicant Company, between 10:30 A.M. and 12:30 P.M. on all working days, except Saturdays, Sundays and Public Holidays.

Persons entitled to attend and vote at the said meeting, may vote either in person or by proxy, provided that all proxies in the prescribed form duly signed are deposited at the registered office of the Applicant Company, not less than 48 (Forty Eight) hours before the commencement of the meeting.

The Hon'ble Court has appointed Mr. Balasubramanian Nagarajan, Independent Director of the Applicant Company and failing him, Mr. Vinod Agrawala, Independent Director of the Applicant Company, as Chairman of the said meeting.

The above mentioned arrangement contained in the Scheme of Arrangement, if approved in the meeting, will be subject to the subsequent approval of the Hon'ble Court.

Dated this 28th day of March, 2011
Place: Navi Mumbai
Registered Office:
Maestros House, MIDC Building No. 2,
Sector 2, Millennium Business Park,
Mahape, Navi Mumbai, Maharashtra- 400710, India

Balasubramanian Nagarajan
Chairman appointed for the meeting