



REF: GTL/CS-SE/2025-26/17

September 4, 2025

Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers, 25 th Floor, Dalal Street, Fort, Mumbai 400 001.	Corporate Communication Department National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051.
(BSE Code: 500160 NSE Symbol: GTL ISIN: INE043A01012)	

Dear Sir/s,

Sub: Outcome of Board Meeting

Pursuant to Regulation 30 and other applicable provisions, if any of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we have to inform you that the Board of Directors at their meeting held today has:

1. Considered and fixed "Tuesday, September 30, 2025" as the date of 37th Annual General Meeting ("AGM") of the Shareholders of the Company which will be held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").
2. Considered and approved the appointment of Mr. Virendra G. Bhatt – Practicing Company Secretary (ACS – 1157 / CP – 124) as the Secretarial Auditor of the Company for a period of five (5) consecutive years, commencing from FY 2025-26 to FY 2029-30, subject to the approval of the shareholders at the ensuing AGM.
3. Noted that Mr. Sunil Valavalkar (DIN: 01799698), a Director liable to retire by rotation and a Whole-time Director of the Company is not seeking his re-appointment as a Director at the ensuing AGM. Consequently, he ceases to be a Director and Whole-time Director of the Company w.e.f. September 30, 2025.
4. Considered and approved the appointment of Mrs. Rufina Juliana Fernandes (DIN: 06712021) as an Additional Director w.e.f. September 4, 2025, to hold the office up to the ensuing AGM and as Whole-time Director of the Company for a period of three years with effect from October 1, 2025, subject to requisite approvals.

The details in respect of Sr. No. 2 to 4 w.r.t. aforesaid appointments as required under Regulation 30(6) read with Para A(7) of Part A of Schedule III of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 are provided in Annexure-A.

The meeting of the Board of Directors of the Company commenced at 12:30 Hours and concluded at 16.45 Hours.

GTL LIMITED

Regd Off: 6th Floor, Building No. A, Plot No EL-207, MIDC, TTC Industrial Area, Mahape, Navi Mumbai - 400 710 India.
Tel: + 91-22-2761 2929 | Fax : +91 -22-2768 9990 | www.gtllimited.com | CIN No. - L40300MH1987PLC045657
Corp Off: 412, Janmabhoomi Chambers, 29 Walchand Hirachand Marg, Ballard Estate, Mumbai - 400 001, India.
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-2-

We request you to take the above on your records.

Thanking you,

For **GTL Limited**

Deepak Keluskar
Company Secretary

Harshad Kulkarni
Chief Financial Officer

Encl: As above

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

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Annexure - A

Appointment of Mr. Virendra G. Bhatt – Practicing Company Secretary as the Secretarial Auditor

Sr. No.	Particulars	Detailed Information
1.	Reason for change (viz. appointment, resignation, removal, death or otherwise)	Appointment
2.	Date of appointment / cessation (as applicable) & term of appointment	<p><u>Date of Appointment</u> - September 4, 2025, subject to approval of the Shareholders of the Company at the ensuing 37th Annual General Meeting</p> <p><u>Term of Appointment</u> - For a period of five (5) consecutive years, commencing from FY 2025-26 to FY 2029-30.</p>
3.	Brief Profile	Mr. Virendra Bhatt is a qualified Company Secretary, holding a Certificate of Practice (COP No. 124) and Membership No. 1157. He has over 40 years of practicing experience in the areas of Corporate Laws, SEBI regulations, FEMA and other allied regulations. He is also the present Secretarial Auditor of the Company.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable
5.	Information as required pursuant to BSE circular ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited with ref. no. NSE/CML/2018/24, dated June 20, 2018	Not Applicable



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Annexure - A

Change in Directorate

		Mr. Sunil Valavalkar	Mrs. Rufina Fernandes
Sr. No.	Particulars	Detailed Information	Detailed Information
1.	Reason for change (viz. appointment, resignation, removal, death or otherwise)	Consequent to not seeking re-appointment in the ensuing AGM scheduled on September 30, 2025, Mr. Sunil Valavalkar would cease to be Director / Whole time Director w.e.f. September 30, 2025.	Appointment as an Additional Director w.e.f. September 4, 2025, to hold the office up to the ensuing AGM and as a Whole-time Director of the Company for a period of three years with effect from October 1, 2025, subject to requisite approvals.
2.	Date of appointment / cessation-(as applicable) & term of appointment	Date of Cessation – Closure of Business hours of September 30, 2025	Date of Appointment as an Additional Director w.e.f. September 4, 2025 and Whole - time Director w.e.f. October 1, 2025, subject to requisite approvals.
3.	Brief Profile	Not Applicable	<p>Mrs. Rufina Fernandes, aged 59 years, is a Postgraduate in International Business & Human Resources, and also holds a PG Diploma in Education for Peace and PG Diploma in Management of Education.</p> <p>She has over 36 years of experience across multiple domains namely, Telecom, Education, Animation, Staffing and Information Technology. In the Telecom domain she has held senior level positions in the companies providing Telecom Tower and Maintenance Services, which includes GTL Ltd. as well. The assignments handled by her ranges from</p>



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			<p>Project Execution, Strategy, Planning and Development, Human Resource, Corporate Communication, Branding, Advocacy and Corporate Social Responsibility.</p> <p>She was the first CEO, NASSCOM Foundation the non-profit arm of the Indian IT Industry and also the CEO of the Indian Staffing Federation in Delhi.</p> <p>She was the Chairperson, Cricket Association for the Blind of Maharashtra (CABM). She was also the Chairperson, All India Chess Federation for the Blind (AICFB) from 2002-2006. During her tenure, the AICFB hosted the Asian Chess Championship for the Blind as well as the Chess Olympiad for the Blind in India.</p> <p>She holds 9,400 equity shares in the Company.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable	Mrs. Rufina Fernandes does not have any relationship with the Directors or Manager or any other Key Managerial Personnel of the Company.
5.	Information as required pursuant to BSE circular ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited with ref. no. NSE/CML/2018/24, dated June 20, 2018	Not Applicable	Mrs. Rufina Fernandes is not debarred from holding the office of Director by virtue of any order passed by Securities and Exchange Board of India or any other such authority.



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