



REF: GTL/SE/AGM/2025-26/27

September 30, 2025

Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers, 25 <sup>th</sup> Floor, Dalal Street, Fort, Mumbai 400 001.	Corporate Communication Department National Stock Exchange of India Ltd. Exchange Plaza, 5 <sup>th</sup> 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: Voting Results – 37<sup>th</sup> Annual General Meeting (AGM) held on September 30, 2025.**

Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the voting results of the 37<sup>th</sup> Annual General Meeting of the members of the Company:

Date of the 37 <sup>th</sup> Annual General Meeting	:	Tuesday, September 30, 2025
Total number of shareholders on record date (September 23, 2025)	:	1,70,259
No. of shareholders present in the meeting either in person or through proxy:		
Promoters and Promoter Group	:	Not Applicable
Public	:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing:		
Promoters and Promoter Group	:	1
Public	:	42

The Electronic voting on the resolutions was arranged through Central Depository Services (India) Limited:

1. Remote e-voting conducted between Friday, September 26, 2025 to Monday, September 29, 2025; and
2. Electronic voting was also available during the course AGM of the Company on Tuesday, September 30, 2025.

Details of the Agenda and the result of all resolutions passed at the 37<sup>th</sup> Annual General Meeting are as per the Scrutinizer's Report dated September 30, 2025 duly signed by the Scrutinizer is attached hereto.

Please acknowledge receipt.

Thanking you,

Yours truly,  
**For GTL Limited**

**Deepak A. Keluskar**  
Company Secretary

**Harshad Kulkarni**  
Chief Financial Officer

**Encl. as above**

**cc: Central Depository Services (India) Ltd., Mumbai**

*Note: This letter is submitted electronically with BSE & NSE through their respective web-portals*  
**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.  
Tel : +91 - 22 -2271 5000 Fax : +91 -22-2271 5332

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Voting results	
Record date	23-09-2025
Total number of shareholders on record date	170259
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	1
b) Public	42
<b>No. of resolution passed in the meeting</b>	<b>5</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2025, together with the Reports of the Board of Directors and Auditors thereon.				
Category	Mode of voting	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	E-Voting	22480559	22480559	100.0000	22480559	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		22480559	22480559	100.0000	22480559	0	100.0000
Public- Institutions	E-Voting	13301046	3293875	24.7640	3293875	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		13301046	3293875	24.7640	3293875	0	100.0000
Public- Non Institutions	E-Voting	121515176	453625	0.3733	451865	1760	99.6120	0.3880
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		121515176	453625	0.3733	451865	1760	99.6120
<b>Total</b>	<b>Total</b>	157296781	26228059	16.6743	26226299	1760	99.9933	0.0067
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of notes on resolution</b>							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Mr. Sunil S. Vaiaivaikar, a Director liable to retire by rotation, who does not offer himself for re-appointment, be not re-appointed as a Director of the Company and the vacancy, so caused on the Board of the Company, be not filled up.				
Category	Mode of voting	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	E-Voting		22480559	100.0000	22480559	0	100.0000	0.0000
	Poll	22480559	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	22480559	22480559	100.0000	22480559	0	100.0000	0.0000
Public- Institutions	E-Voting		3293875	24.7640	3293875	0	100.0000	0.0000
	Poll	13301046	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	13301046	3293875	24.7640	3293875	0	100.0000	0.0000
Public- Non Institutions	E-Voting		452825	0.3726	430553	22272	95.0815	4.9185
	Poll	121515176	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	121515176	452825	0.3726	430553	22272	95.0815	4.9185
<b>Total</b>	<b>Total</b>	157296781	26227259	16.6737	26204987	22272	99.9151	0.0849
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Virendra G. Bhatt, Practicing Company Secretary (ACS-1157 / CP-124) as Secretarial Auditor of the Company for a term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30				
Category	Mode of voting	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	E-Voting	22480559	22480559	100.0000	22480559	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		22480559	22480559	100.0000	22480559	0	100.0000
Public- Institutions	E-Voting	13301046	3293875	24.7640	3293875	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		13301046	3293875	24.7640	3293875	0	100.0000
Public- Non Institutions	E-Voting	121515176	452825	0.3726	430803	22022	95.1368	4.8632
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		121515176	452825	0.3726	430803	22022	95.1368
<b>Total</b>	<b>Total</b>	157296781	26227259	16.6737	26205237	22022	99.9160	0.0840
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mrs. Rufina Juliana Fernandes (DIN: 06712021) as a Director of the Company, liable to retire by rotation.				
Category	Mode of voting	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	E-Voting	22480559	22480559	100.0000	22480559	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>22480559</b>	<b>22480559</b>	<b>100.0000</b>	<b>22480559</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	13301046	3293875	24.7640	3293875	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>13301046</b>	<b>3293875</b>	<b>24.7640</b>	<b>3293875</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	121515176	452825	0.3726	426039	26786	94.0847	5.9153
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>121515176</b>	<b>452825</b>	<b>0.3726</b>	<b>426039</b>	<b>26786</b>	<b>94.0847</b>
<b>Total</b>	<b>Total</b>	<b>157296781</b>	<b>26227259</b>	<b>16.6737</b>	<b>26200473</b>	<b>26786</b>	<b>99.8979</b>	<b>0.1021</b>
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mrs. KUTINA JULIANA FERNANDES (DIN: 06712021) as a whole-time Director of the Company with effect from October 1, 2025 for a period of three years i.e. up to September 30, 2028				
Category	Mode of voting	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	E-Voting		22480559	100.0000	22480559	0	100.0000	0.0000
	Poll	22480559	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	22480559	22480559	100.0000	22480559	0	100.0000	0.0000
Public-Institutions	E-Voting		3293875	24.7640	3293875	0	100.0000	0.0000
	Poll	13301046	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	13301046	3293875	24.7640	3293875	0	100.0000	0.0000
Public- Non Institutions	E-Voting		452825	0.3726	426624	26201	94.2139	5.7861
	Poll	121515176	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	121515176	452825	0.3726	426624	26201	94.2139	5.7861
<b>Total</b>	<b>Total</b>	157296781	26227259	16.6737	26201058	26201	99.9001	0.0999
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



# Virendra Bhatt

Company Secretary

Office :

Office No.: 03, A Wing, 9th Floor,  
Pinnacle Corporate Park,  
BKC CST Link Rd., MMRDA Area,  
Bandra Kurla Complex,  
Bandra East, Mumbai - 400 051

Tel.: 022 - 2652 9367 / 68

Mobile No.: +91 98200 48670

Email : bhattivirendra1945@yahoo.co.in

## Consolidated Scrutinizer's Report

*[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies  
(Management and Administration) Rules, 2014, as amended]*

To,

The Chairman / Whole-time Director

**GTL Limited**

6th Floor, Building No. A, Plot No. EL - 207,  
MIDC, TTC Industrial Area, Mahape, Navi Mumbai,  
Thane, Maharashtra, India, 400710

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting (prior to the AGM) and venue e-voting (during the course of the AGM) conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the Thirty-Seventh Annual General Meeting of the Members of GTL Limited held on Tuesday, September 30, 2025, at 02:00 P.M. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').**

I, Virendra G. Bhatt, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **GTL Limited** (CIN:L40300MH1987PLC045657) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct and scrutinize the entire e-voting process (remote e-voting & venue e-voting) in a fair and transparent manner in respect of the below mentioned resolutions proposed at the Thirty-Seventh Annual General Meeting of the Members of GTL Limited held on Tuesday, September 30, 2025, at 02:00 P.M. (IST) through VC / OAVM.

The notice dated 4<sup>th</sup> September, 2025, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions



proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the General Circulars No. no. 9/2024 dated September 19, 2024 and other circulars issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 and other circulars issued by the Securities and Exchange Board of India ("SEBI").

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Friday, September 26, 2025 at 09:00 A.M. (IST) and ends on Monday, September 29, 2025 at 05:00 P.M. (IST) and the CSDL e-voting platform was disabled thereafter.

The Company had also provided venue e-voting facility during the course of AGM, to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date Tuesday, September 23, 2025 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of venue e-voting, the report on venue e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting and venue e-voting prior to and during the AGM respectively and votes cast therein based on the data downloaded from the CSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and venue e-voting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and venue e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the result of the remote e-voting (prior to AGM) and venue e-voting (during the course of AGM) in respect of the said resolutions.



Item No. of the Notice (i)	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos. (vi)
	No. of valid Votes (ii)	As a % of total number of valid votes (in Favour and Against) (iii=ii/(ii+iv)*100)	No. of valid Votes (iv)	As a % of total number of valid votes (in Favour and Against) (v=iv/(ii+iv)*100)	
<b>Item No. 1 -</b> Adoption of Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2025, together with the Reports of the Board of Directors and Auditors thereon. (As an <b>Ordinary Resolution</b> )	26226299	99.9933%	1760	0.0067%	0
<b>Item No. 2 -</b> Mr. Sunil S. Valavalkar, a Director liable to retire by rotation, who does not offer himself for re-appointment, be not re-appointed as a Director of the Company and the vacancy, so caused on the Board of the Company, be not filled up. To consider and approve Mr. Sunil S. Valavalkar (DIN: 01799698), a Director liable to retire by rotation, who does not offer himself for re-appointment. (As an <b>Ordinary Resolution</b> )	26204987	99.9151%	22272	0.0849%	0
<b>Item No. 3 -</b> Appointment of Mr. Virendra G. Bhatt, Practicing Company Secretary (ACS - 1157 / CP - 124) as Secretarial Auditor of the Company for a term of five consecutive years commencing from financial	26205237	99.9160%	22022	0.0840%	0



year 2025-26 till financial year 2029-30. (As an <b>Ordinary Resolution</b> )					
<b>Item No. 4 -</b> Appointment of Mrs. Rufina Juliana Fernandes (DIN: 06712021) as a Director of the Company, liable to retire by rotation. (As an <b>Ordinary Resolution</b> )	26200473	99.8979%	26786	0.1021%	0
<b>Item No. 5 -</b> Appointment of Mrs. Rufina Juliana Fernandes (DIN: 06712021) as a Whole-time Director of the Company with effect from October 1, 2025 for a period of three years i.e. up to September 30, 2028. (As a <b>Special Resolution</b> )	26201058	99.9001%	26201	0.0999%	0

**Thanking You,**

**Yours faithfully,**



**Virendra G. Bhatt**

Practicing Company Secretary

ACS No.: 1157 / COP No.: 124

Peer Review Cert. No.: 6489/2025

**Date: 30<sup>th</sup> September, 2025**

**Place: Mumbai**

**UDIN: A001157G001401908**

Counter Signed by:

**For GTL Limited**

**Chairman / Whole-time Director.**