

GTL Limited

UNAUDITED FINANCIAL RESULTS
FOR THE QUARTER ENDED MARCH,2006

(Rs in Crores)

Consolidated				Particulars	Stand Alone - Parent Company			
Quarter ended March , 31		Year / Period ended March, 31			Quarter ended March , 31		Year / Period ended March , 31	
2006 Unaudited	2005 Audited	2006 Unaudited	2005 Audited		2006 Unaudited	2005 Audited	2006 Unaudited	2005 Audited
80.35	119.44	423.59	385.84	Net Sales & Services	24.81	42.62	192.62	173.09
107.63	92.49	328.55	370.53	- International	106.51	93.54	326.63	371.43
187.98	211.93	752.14	756.37	- Domestic	131.32	136.16	519.25	544.52
92.56	86.74	369.16	297.88	Total Net Sales & Services	58.55	42.15	240.97	172.49
25.53	30.47	115.44	96.57	Cost of Sales & Services	16.45	22.46	75.71	75.03
69.89	94.72	267.54	361.92	Cost of Delivery	56.32	71.55	202.57	297.00
7.16	6.80	31.53	41.52	Gross Profit	3.67	5.08	14.58	29.38
26.11	34.32	94.02	110.29	Selling & Marketing Expenses	21.57	22.09	68.77	82.74
36.62	53.60	141.99	210.11	Administration Expenses	31.08	44.38	119.22	184.88
2.37	5.29	7.93	20.98	Operating Profit before Other Income , Interest and Depreciation	1.90	4.99	6.23	20.79
23.27	24.20	91.52	92.38	Interest (Net) and Finance Charges	22.99	23.75	89.63	90.72
10.98	24.11	42.54	96.75	Depreciation	6.19	15.64	23.36	73.37
(5.91)	1.76	(7.20)	29.15	Operating Profit before Other Income and Tax	(4.16)	3.78	0.73	31.58
5.07	25.87	35.34	125.90	Other Income (incl. Exchange Gain / (Loss) (Net))	2.03	19.42	24.09	104.95
0.70	0.67	1.96	1.98	Profit before Tax & Extra-ordinary Items	0.26	0.27	1.01	1.02
(3.50)	(1.35)	(10.19)	6.39	Provision for Tax	(3.50)	(1.36)	(10.25)	6.34
0.44	NIL	1.66	NIL	Deferred Tax	0.41	NIL	1.59	NIL
7.43	26.55	41.91	117.53	Fringe Benefit Tax	4.86	20.51	31.74	97.59
83.95	74.13	83.95	74.13	Net Profit after Tax	83.95	74.13	83.95	74.13
1,518.32	1,407.83	1,518.32	1,407.83	Paid-up Equity Share Capital	1,474.29	1,376.01	1,474.29	1,376.01
				Reserves Excluding Revaluation Reserves	0.94	2.86	4.04	13.60
				EPS excluding extra-ordinary items - Basic (in Rs.)	0.80	2.09	3.45	9.82
				EPS excluding extra-ordinary items - Diluted (in Rs.)				
				Aggregate of non-promoter shareholding	57,688,691	53,539,690	57,688,691	53,539,690
				Number of shares	70.26%	72.22%	70.26%	72.22%
				Percentage of shareholding				

Place : Mumbai.

Date : April 28 , 2006

Manoj Tirodkar
Chairman and Managing Director

Notes:

1. The above unaudited results for the quarter ended March 31st, 2006 were reviewed by the auditors and audit committee and were taken on record by the Board of Directors in their meeting held on April 28th, 2006.
2. Consolidated Net Sales and Services for the quarter ended March 31st, 2006 stood at Rs. 187.98 crores as against Rs. 211.93 crores in the corresponding period of the previous year.
3. Consolidated Operating Profit before Interest, Depreciation and Other Income for the quarter ended March 31st, 2006 stood at Rs. 36.62 crores as against Rs. 53.60 crores in the corresponding period of the previous year. The gross profit was Rs. 69.89 crores as against Rs.94.72 crores in the previous year's quarter.
4. Details of expenses exceeding 10% of the total expenditure:

Rs.crores

Particulars	Consolidated			Standalone		
	Quarter ended		Year/Period ended	Quarter ended		Year/Period ended
	March 31, 2006	March 31, 2005	March 31, 2005	March 31, 2006	March 31, 2005	March 31, 2005
Staff Costs	34.25	44.19	154.99	23.21	30.65	112.30

5. The Company had issued FCCBs aggregating to 80 million Swiss Francs in the Swiss Capital Market in August 2004. Out of this till date, FCCBs aggregating to 25.18 million Swiss Francs have been converted into 9,116,571 Equity Shares of the Company at Rs.103 per share as per the terms of issue.
6. The Company has 1,649,886 outstanding warrants issued to its employees as of March 31st, 2006 under the ESOP scheme. During the quarter ended March 31st, 2006 warrants aggregating 1,392,162 (corresponding previous quarter: 317,090) have been converted into equity shares under the said ESOP scheme.
7. In view of the pending restructuring modalities, which can be undertaken only after the Hon. High Court of Judicature at Bombay approves the Company's Scheme of Arrangement; the financial year 05-06 is extended by 3 months i.e. up to June 30th, 2006.
8. The Hon. High Court of Judicature at Bombay, has admitted a comprehensive Scheme of Arrangement u/s 391-394 read with sec.100 of the Companies Act filed by the Company, which if approved, will be effective from October 1st, 2005 the, 'Appointed Date', prescribed under the Scheme. The Scheme which involves merger of GTIL, a subsidiary of the Company, Demerger of its Infrastructure Unit, Write off of certain assets and Misc. Expenditure & Expenses of the Scheme, against Share Premium Account & Accumulated reserves will have a positive impact aggregating Rs. 24.15 crores, on the profits for the quarter/period.
9. The total manpower of the Company as of March 31st, 2006 stood at 3,619 as against 4,861 in the corresponding quarter ending March 31st, 2005.

10. Status of investor grievances for the quarter ended March 31st, 2006:

No. of complaints			
Pending as at 01.01.2006	Received during the quarter	Disposed during the quarter	Lying unresolved as at 31.3.2006
0	8	8	0

11. The Company has not consolidated the accounts of its subsidiary namely GTL Infrastructure Ltd. as per AS 21 on consolidation of Accounts as the control of the Company over the subsidiary is intended to be for a temporary period for strategic reasons.

12. The figures for the corresponding quarter/year of the previous year are regrouped/ reclassified wherever necessary to make them comparable with that of the current quarter/ period.

For GTL Limited

Date: April 28th, 2006
Place: Mumbai

Manoj Tirodkar
Chairman and Managing Director

GTL Limited (Consolidated) - Unaudited Segment-wise business performance for the quarter ended March 31, 2006

	Particulars	Quarter ended March, 31		Year/ Period Ended March, 31	
		2006	2005	2006	2005
I	<u>Segment Revenue</u>				
A	Network Engineering	111.67	119.85	429.61	370.69
B	I.T Services	76.31	92.08	322.53	385.68
	Net Revenue from Operations	187.98	211.93	752.14	756.37
II	<u>Segment Profit before Tax & Interest</u>				
A	Network Engineering	15.82	27.41	64.51	84.11
B	I.T. Services	0.98	15.97	16.05	79.14
	Total	16.80	43.38	80.56	163.25
	Less : Interest and Financial Charges	2.37	5.29	7.93	20.98
	Less : Other un-allocable expenditure (net of income)	9.36	12.22	37.29	16.37
	Operating Profit before Tax	5.07	25.87	35.34	125.90
III	<u>Capital Employed</u>				
A	Network Engineering	435.47	328.63	435.47	328.63
B	I.T. Services	560.09	468.68	560.09	468.68
C	Others	602.74	674.81	602.74	674.81
	Total	1,598.30	1,472.12	1,598.30	1,472.12

Place : Mumbai.
Date : April 28 , 2006

Manoj Tirodkar
Chairman and Managing Director