

Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

English Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L40300MH1987PLC045657

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

Original

Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	GTL LIMITED	GTL LIMITED
Registered office address	6th Floor, Building No. A, Plot No. EL - 207,,MIDC, TTC Industrial Area, Mahape, Navi Mumbai,Thane,Thane,Thane,Maharashtra,India, 400710	6th Floor, Building No. A, Plot No. EL - 207,,MIDC, TTC Industrial Area, Mahape, Navi Mumbai,Thane,Thane,Thane,Maharashtra,India, 400710
Latitude details	19.111125	19.111125
Longitude details	73.028013	73.028013

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Photograph Registered Office.jpg

(b) *Permanent Account Number (PAN) of the company

AA*****2L

(c) *e-mail ID of the company

*****ares@gtllimited.com

(d) *Telephone number with STD code

02*****29

(e) Website	www.gtllimited.com									
iv *Date of Incorporation (DD/MM/YYYY)	23/12/1987									
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	Public company									
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	Company limited by shares									
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/Guarantee and association company/Subsidiary of Foreign Company)</i>	Indian Non-Government company									
vi *Whether company is having share capital (as on the financial year end date)	<input checked="" type="radio"/> Yes <input type="radio"/> No									
vii (a) Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes <input type="radio"/> No									
(b) Details of stock exchanges where shares are listed										
<table border="1"> <thead> <tr> <th>S. No.</th> <th>Stock Exchange Name</th> <th>Code</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> <tr> <td>2</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code	1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)	2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
S. No.	Stock Exchange Name	Code								
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)								
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)								
viii Number of Registrar and Transfer Agent	1									
<table border="1"> <thead> <tr> <th>CIN of the Registrar and Transfer Agent</th> <th>Name of the Registrar and Transfer Agent</th> <th>Registered office address of the Registrar and Transfer Agents</th> <th>SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td>U99999MH1994PTC076534</td> <td>BIGSHARE SERVICES PRIVATE LIMITED</td> <td>Pinnacle Business Park, Office no S6-2 ,6th floor,, Mahakali Caves Road , Next to Ahura Centre, Andheri East,Mumbai,Mumbai,Maharashtra,India,400093</td> <td>INR000001385</td> </tr> </tbody> </table>		CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	U99999MH1994PTC076534	BIGSHARE SERVICES PRIVATE LIMITED	Pinnacle Business Park, Office no S6-2 ,6th floor,, Mahakali Caves Road , Next to Ahura Centre, Andheri East,Mumbai,Mumbai,Maharashtra,India,400093	INR000001385	
CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent							
U99999MH1994PTC076534	BIGSHARE SERVICES PRIVATE LIMITED	Pinnacle Business Park, Office no S6-2 ,6th floor,, Mahakali Caves Road , Next to Ahura Centre, Andheri East,Mumbai,Mumbai,Maharashtra,India,400093	INR000001385							
ix * (a) Whether Annual General Meeting (AGM) held	<input checked="" type="radio"/> Yes <input type="radio"/> No									
(b) If yes, date of AGM (DD/MM/YYYY)	30/09/2025									
(c) Due date of AGM (DD/MM/YYYY)	30/09/2025									
(d) Whether any extension for AGM granted	<input type="radio"/> Yes <input checked="" type="radio"/> No									

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	61	Telecommunications	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	290000000.00	157296781.00	157296781.00	157296781.00
Total amount of equity shares (in rupees)	290000000.00	1572967810.00	1572967810.00	1572967810.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	2900000000	157296781	157296781	157296781
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2900000000.00	1572967810.00	1572967810	1572967810

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	810000000.00	650000000.00	650000000.00	650000000.00
Total amount of preference shares (in rupees)	8100000000.00	6500000000.00	6500000000.00	6500000000.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Preference				
Number of preference shares	810000000	650000000	650000000	650000000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	8100000000.00	6500000000.00	6500000000	6500000000

(c) Unclassified share capital

Particulars	Authorised Capital		
Total amount of unclassified shares	0		

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	202080	157094701	157296781.00	1572967810	1572967810	
Increase during the year	0.00	1643.00	1643.00	16430.00	16430.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify						
Dematerialisation	0	1643	1643.00	16430	16430	
Decrease during the year	1643.00	0.00	1643.00	16430.00	16430.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify						
Dematerialisation	1643	0	1643.00	16430	16430	
At the end of the year	200437.00	157096344.00	157296781.00	1572967810.00	1572967810.00	
(ii) Preference shares						

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the beginning of the year	650000000	0	650000000.00	6500000000	6500000000	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify						
N.A.	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify						
N.A.	0	0	0.00	0	0	
At the end of the year	650000000.00	0.00	650000000.00	6500000000.00	6500000000.00	

ISIN of the equity shares of the company

INE043A01012

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

1

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Non-convertible debentures	14000	1000000	14000000000.00
Total	14000.00	1000000.00	14000000000.00

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	14000000000	0	0	14000000000.00
Total	14000000000.00	0.00	0.00	14000000000.00

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	140000000000.00	0.00	0.00	140000000000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	140000000000.00	0.00	0.00	140000000000.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

2538794388

ii * Net worth of the Company

-60293197280

VI SHARE HOLDING PATTERN**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	22480559	14.29	0	0.00

10	Others	0	0.00	0	0.00
	Total	22480559.00	14.29	0.00	0

Total number of shareholders (promoters)

1

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	112892828	71.77	0	0.00
	(ii) Non-resident Indian (NRI)	1971717	1.25	0	0.00
	(iii) Foreign national (other than NRI)	1933	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	1007259	0.64	0	0.00
4	Banks	15138974	9.62	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	106	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	3135083	1.99	650000000	100.00

10	Others RFPI+OCBs+ DEMAT SUS	668322	0.42	0	0.00
	Total	134816222.00	85.69	650000000.00	100

Total number of shareholders (other than promoters)	168089
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Total number of shareholders (Promoters + Public/Other than promoters)	168090.00
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Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	23741
2	Individual - Male	96395
3	Individual - Transgender	1
4	Other than individuals	47953
	Total	168090.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company	2
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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Credit Suisse First Boston	P 0 Box 9008070 Zurich	01/04/2024	United States	100	0.00006
Bank Julius Baer Co Ltd	C/o Custodial Services Phoenix Centre, Phoenix Mill	01/04/2024	Switzerland	6	0.00001

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	144991	168089
Debenture holders	1	1

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	0	0	0	0	0	0
B Non-Promoter	1	5	1	6	0.00	0.00
i Non-Independent	1	1	1	3	0	0
ii Independent	0	4	0	3	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	1	5	1	6	0.00	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

9

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
DURAI SWAMY SARGURUDAS GUNASINGH	02081210	Director	100	
NAVIN JETHANAND KRIPALANI	05159768	Director	0	
SUNIL SADANAND VALAVALKAR	01799698	Whole-time director	0	30/09/2025
SIDDHI MANDAR THAKUR	07142250	Director	0	

MAHESH MURALIDHAR BORASE	03330328	Director	0	
SANJANA SANTOSH PAWAR	07139311	Director	0	
JYOTISANA SHIVAJI KONDHALKAR	10729811	Director	0	
DEEPAK ARUN KELUSKAR	████████	Company Secretary	0	
MILIND VASANT BAPAT	████████	CFO	15100	06/08/2025

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

8

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
JYOTISANA SHIVAJI KONDHALKAR	10729811	Additional Director	14/08/2024	Appointment
JYOTISANA SHIVAJI KONDHALKAR	10729811	Director	12/09/2024	Change in designation
DURAISWAMY SARGURUDAS GUNASINGH	02081210	Director	15/09/2024	Cessation
DURAISWAMY SARGURUDAS GUNASINGH	02081210	Additional Director	16/09/2024	Appointment
DURAISWAMY SARGURUDAS GUNASINGH	02081210	Director	09/12/2024	Change in designation
NAVIN JETHANAND KRIPALANI	05159768	Director	15/09/2024	Cessation
NAVIN JETHANAND KRIPALANI	05159768	Additional Director	16/09/2024	Appointment
NAVIN JETHANAND KRIPALANI	05159768	Director	09/12/2024	Change in designation

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance

			Number of members attended	% of total shareholding
Annual General Meeting	12/09/2024	153836	51	14.64

B BOARD MEETINGS

*Number of meetings held

9

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	15/05/2024	6	6	100
2	17/05/2024	6	6	100
3	14/08/2024	7	7	100
4	13/09/2024	7	7	100
5	29/10/2024	7	7	100
6	11/11/2024	7	7	100
7	12/12/2024	7	7	100
8	04/02/2025	7	7	100
9	25/03/2025	7	7	100

C COMMITTEE MEETINGS

Number of meetings held

15

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	15/05/2024	4	4	100
2	Audit Committee	13/06/2024	4	4	100
3	Audit Committee	14/08/2024	4	4	100

4	Audit Committee	11/11/2024	4	4	100
5	Audit Committee	04/02/2025	4	4	100
6	Nomination & Remueration Committee	15/05/2024	4	4	100
7	Nomination & Remueration Committee	29/07/2024	4	4	100
8	Nomination & Remueration Committee	13/09/2024	4	4	100
9	Nomination & Remueration Committee	11/11/2024	4	4	100
10	Nomination & Remueration Committee	03/02/2025	4	4	100
11	Corporate Social Responsibility Committee	14/08/2024	3	3	100
12	Stakeholders Relationship Committee	15/05/2024	3	3	100
13	Stakeholders Relationship Committee	14/08/2024	3	3	100
14	Stakeholders Relationship Committee	11/11/2024	4	4	100
15	Stakeholders Relationship Committee	03/02/2025	4	4	100

D ATTENDANCE OF DIRECTORS

S. N o	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	30/09/2025 (Y/N/NA)
1	DURAISWAMY SARGURUDAS GUNASINGH	9	9	100	14	14	100	Yes
2	NAVIN JETHANAND Kripalani	9	9	100	8	8	100	Yes
3	SUNIL SADANAND VALAVALKAR	9	9	100	1	1	100	Yes
4	SIDDHI MANDAR THAKUR	9	9	100	8	8	100	Yes
5	MAHESH MURALIDHAR BORASE	9	9	100	13	13	100	Yes

6	SANJANA SANTOSH PAWAR	9	9	100	9	9	100	Yes
7	JYOTISANA SHIVAJI KONDHALKAR	7	7	100	4	4	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SUNIL SADANAND VALAVALKAR	Whole-time director	2426942	0	0	0	2426942.00
	Total		2426942.00	0.00	0.00	0.00	2426942.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	MILIND VASANT BAPAT	CFO	17079608	0	0	441129	17520737.00
2	DEEPAK ARUN KELUSKAR	Company Secretary	4795322	0	0	136854	4932176.00
	Total		21874930.00	0.00	0.00	577983.00	22452913.00

C *Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	DURAI SWAMY SARGURUDAS GUNASINGH	Director	0	0	0	2700000	2700000.00
2	NAVIN JETHANAND KRIPALANI	Director	0	0	0	1900000	1900000.00
3	SIDDHI MANDAR THAKUR	Director	0	0	0	1800000	1800000.00
4	MAHESH MURALIDHAR BORASE	Director	0	0	0	2800000	2800000.00
5	SANJANA SANTOSH PAWAR	Director	0	0	0	2000000	2000000.00

6	JYOTISANA SHIVAJI KONDHALKAR	Director	0	0	0	1600000	1600000.00
	Total		0.00	0.00	0.00	12800000 .00	12800000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

Yes

No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/ DIRECTORS/OFFICERS

Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

168091

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder.xlsx

(b) Optional Attachment(s), if any

Clarification_RTA_Annexure_1.pdf
Form_MGT_8_31032025.pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of GTL LIMITED as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1 its status under the Act;

2 maintenance of registers/records & making entries therein within the time prescribed therefor;

3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;

4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;

5 closure of Register of Members / Security holders, as the case may be.

6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

7 contracts/arrangements with related parties as specified in section 188 of the Act;

8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;

9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act

10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;

11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;

12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key

Managerial Personnel and the remuneration paid to them;

13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

15 acceptance/ renewal/ repayment of deposits;

16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;

18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name Virendra G. Bhatt

Date (DD/MM/YYYY) 15/12/2025

Place Mumbai

Whether associate or fellow:

Associate Fellow

Certificate of practice number 1*4

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person 62222

*(b) Name of the Designated Person DEEPAK ARUN KELUSKAR

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 25 dated*

(DD/MM/YYYY) 20/05/2014 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

*To be digitally signed by

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*7*2*2*

*To be digitally signed by

Company Secretary Company secretary in practice

*Whether associate or fellow:

Associate Fellow

Membership number

6*2*2

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AC1759745

eForm filing date (DD/MM/YYYY)

28/01/2026

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company