

REF: GIL/SGX/2024-25/015

May 14, 2024

Singapore Exchange Securities Trading Limited
2 Shenton Way
19-00 SGX Centre 1
Singapore 068804

Dear Sir/Madam,

Sub: Outcome of the Board Meeting

We have to inform that the Board of Directors of the Company, in its meeting held today has approved the Audited Financial Results on standalone basis under Ind AS for the quarter and year ended March 31, 2024. We enclose herewith the said financial results for the quarter and year ended March 31, 2024, notes thereto along with the Auditor's Report issued with an unmodified opinion on the financial results by M/s. CVK & Associates, Chartered Accountants, Mumbai (Firm Registration No. 101745W), Statutory Auditors of the Company.

We request you to take the above on your records.

Thanking you,

Yours truly,
For **GTL Infrastructure Limited**

NITESH
ASHOK
MHATRE
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ASHOK MHATRE
DN: CN = NITESH ASHOK
MHATRE email =
NITESHM@GTLINFRA.COM C
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Date: 2024.05.14 16:27:48 +
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Nitesh A. Mhatre
Company Secretary

VIKAS
ARORA
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VIKAS2009@GMAIL.COM
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Vikas Arora
Whole-time Director

Note: This letter is submitted electronically with SGX through its web-portal

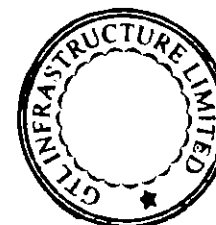
GTL INFRASTRUCTURE LIMITED

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GTL INFRASTRUCTURE LIMITED
STATEMENT OF FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2024

Particulars	Rupees in Lakhs except Share Data				
	For the Quarter ended on March 31, 2024	For the Quarter ended on December 31, 2023	For the Quarter ended on March 31, 2023	For the Year ended on March 31, 2024	For the Year ended on March 31, 2023
	Unaudited	Unaudited	Unaudited	Audited	Audited
INCOME :					
Revenue from Operations	33,109	33,753	37,787	137,201	145,786
Other Income	342	420	1,584	5,124	2,747
Total Income	33,451	34,173	39,371	142,325	148,533
EXPENSES :					
Infrastructure Operation & Maintenance Cost	22,399	18,913	19,994	79,518	81,775
Employee Benefits Expense	2,262	1,795	2,100	7,177	6,340
Finance Costs	20,961	19,349	20,074	80,509	78,193
Depreciation and Amortization Expenses	3,340	7,998	11,994	27,799	50,357
Balances Written Off (Net) and Provision for Trade Receivables and Advances	1,482	2,842	849	4,049	9,549
Exchange Differences (Net)	(174)	623	(1,193)	436	3,955
Other Expenses	3,110	2,114	2,486	9,430	41,401
Total Expenses	53,380	53,634	56,304	208,918	271,570
PROFIT/(LOSS) BEFORE EXCEPTIONAL ITEMS AND TAX	(19,929)	(19,461)	(16,933)	(66,593)	(123,037)
Exceptional Items (Refer Note No. 8)	1,543	-	58,654	1,543	58,654
PROFIT/(LOSS) BEFORE TAX	(21,472)	(19,461)	(75,587)	(68,136)	(181,691)
Tax Expenses	-	-	-	-	-
PROFIT/(LOSS) FOR THE PERIOD/YEAR	(21,472)	(19,461)	(75,587)	(68,136)	(181,691)
Other Comprehensive Income					
(A) Items that will not be reclassified to Profit or Loss					
Remeasurement of the defined benefit plans	13	(31)	(38)	39	(9)
(B) Items that will be reclassified to Profit or Loss	-	-	-	-	-
Total Other Comprehensive Income	(23)	31	38	(38)	9
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD/YEAR	(21,485)	(19,430)	(75,549)	(68,174)	(181,682)
Paid-up equity share capital (Face value of Rs. 10 each)	1,280,702	1,280,702	1,267,110	1,280,702	1,267,110
Other Equity excluding Revaluation Reserves				(1,789,358)	(1,721,184)
Earnings Per Equity Share of Rs.10 each					
Basic	(0.16)	(0.15)	(0.59)	(0.52)	(1.41)
Diluted	(0.16)	(0.15)	(0.59)	(0.52)	(1.41)



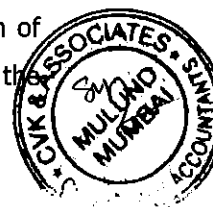
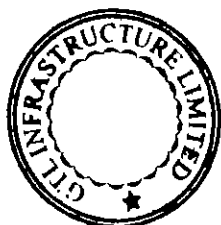
Notes to financial results:

1. The above audited financial results for the quarter and year ended March 31, 2024 have been reviewed by the Audit Committee and then approved by the Board of Directors at their meeting held on May 14, 2024.
2. Series B1 & Series B3 bonds had matured & were due for mandatory conversion into equity shares on its maturity date i.e. October 27, 2022. The Company has requested bondholders to share their respective details for converting bonds and crediting equity shares to their respective account. However, the Company is still awaiting the relevant details of bondholders w.r.t 27,728.50 Series B1 Bonds and 10,330 Series B3 Bonds, which upon receipt of relevant details are convertible into 18,06,19,567 and 6,72,88,173 equity shares respectively.

Series B2 Bonds are redeemable and have matured on October 27, 2022. The lead secured lender has, however, informed the Company that till the time the entire outstanding Secured debt of the Secured lenders is fully paid off, no other creditor including Series B2 Bondholders, which rank subordinate to the secured creditors, can be paid in priority. Hence, the Company could not redeem Series B2 Bonds on its maturity. As per the terms of Terms & Conditions of Series B2 Bonds, bondholders can exercise their right for conversion of bonds into equity shares till the date of receipt of redemption amount by the Principal Agent / Trustee of the Series B2 bonds. If all Series B2 bondholders exercise their option for conversion of 37,612 bonds, the resultant equity shares to be issued would be 24,49,99,302.

There was no bond conversion during the Quarter ended March 31, 2024.

3. The matter of levy of property tax on the company is sub-judice before various authorities in India. The company has accounted for the liability towards Property taxes in its financial statements on the basis of best estimates considering the demand notices received/ receivable in various circles wherever it is applicable.
4. IDBI Trusteeship Services Limited ("ITSL"), on behest of Edelweiss Asset Reconstruction Company Limited ("EARC")/lenders, debited Rs. 14,000 lakhs from the TRA account during the year ending March 31, 2024, without the Company's consent and information relating to debits, totaling Rs. 114,501 lakhs to date, and as a result, interest on borrowings is calculated after adjusting these amounts from the principal.
5. One of the secured lenders has filed an appeal before the Hon'ble National Company Law Appellate Tribunal, Mumbai Bench ("NCLAT") against dismissal of its Corporate Insolvency Resolution Process (CIRP) petition by National Company Law Tribunal ("NCLT") and now the matter is posted for hearing.
6. The Company lost substantial number of tenancies in the last few years, due to various events which were beyond management control, such as shutdown/exit of 14 telecom customers including Aircel Group, Reliance Communications, Shyam Sistema and Tata Tele, Business combination of Vodafone-Idea and Telenor-Airtel, etc. These developments have resulted in reduction in the



revenue and earnings, Cash losses, erosion of Company's net worth, provision for impairment of property, plant and equipment. Considering the above events and pending debt restructuring, the principal and interest have become overdue. Further the Company has received notices of recall of loans from EARC and IDBI Bank claiming alleged default in terms of Master Restructuring Agreement dated December 31, 2011. The Company has strongly refuted the claims and responded to such notices appropriately. The above events cast significant doubt on the Company's ability to continue as a Going Concern.

Despite above, developments such as government support for telecom sector, BSNL's 4G & 5G plans, Vodafone Idea's funding efforts, a simplified telecom policy, tariff hikes and 5G rollout preparations are expected to stabilize telecom sector and boost demand for the Company's towers, increasing revenue and EBITDA, subject to debt restructuring by lenders.

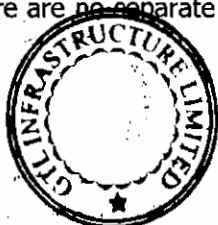
In addition to the above, various resource optimization initiatives undertaken by the Company can lead to stabilization and revival. The Company is also regular in payment of statutory dues, taxes, employee dues etc. Further, the Company continues to pursue contractual claims of approx. Rs. 15,32,482 Lakhs from various customers in respect of premature exits by them in the lock in period. Considering above facts, decision of NCLT in favor of the Company and as the Company does not have any intention to discontinue its operations or liquidate its assets, the Company continues to prepare the books of account on Going Concern basis.

7. As a result of shutdown/exit of 14 telecom customers as detailed above, rentals to landlords, taxes and other dues of unoccupied sites remained unpaid. The Company requested EARC, the Monitoring Institution, to allow payment of rentals to landlords of unoccupied sites, but approval is still pending. Due to unpaid rents, some landlords have blocked access to sites and unauthorized dismantling / theft by unknown miscreants/landlords has occurred. 97 sites and 903 sites got dismantled during the quarter and year ended March 31, 2024 (2,932 sites during the year ended March 31, 2023). As a result, the Company has recognised a Loss (net) Rs. 76 Lakhs and Rs. 641 Lakhs for the quarter and year ended March 31, 2024 (Loss (net) Rs. 34,169 Lakhs for year ended March 31, 2023) which is included in other expenses in the above results.

The Company continues to put in efforts to protect its assets & pursue insurance claims & appropriate actions against the unknown miscreants/landlords including filing of FIR, wherever applicable.

8. The Company carried out an impairment test of its property, plant and equipment in accordance with the Indian Accounting Standards (Ind AS) 36 – 'Impairment of Assets' and an impairment loss of Rs. 1,543 Lakhs has been recognized for the quarter and year ended March 31, 2024 (Rs. 58,654 Lakhs for the year ended March 31, 2023) and the same has been disclosed as exceptional item in the above results.

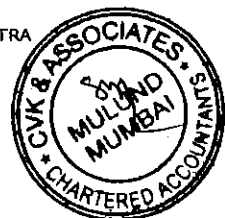
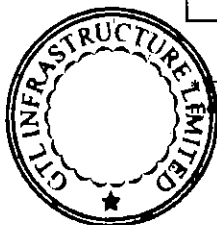
9. The Company is predominantly in the business of providing "Telecom Towers" on shared basis and as such there are no separate reportable segments. The Company's operations are currently only in India.



10. The Statement of assets and Liabilities is as under:

(Rs. In Lakhs)			
Sr. No.	Particulars	As At March 31,2024 (Audited)	As At March 31,2023 (Audited)
	ASSETS		
1	Non-Current Assets		
	(a) Property , Plant and Equipment	249,108	265,154
	(b) Right-of-use assets	48,547	53,733
	(c) Investment Property	2,965	3,033
	(d) Other Intangible Assets	99	93
	(e) Financial Assets		
	(i) Investments	-	-
	(ii) Others	6,774	6,426
	(f) Other Non-current Taxes	13,374	10,168
	(g) Other Non-current Assets	3,325	3,217
	Total - Non-Current Assets	324,192	341,824
2	Current Assets		
	(a) Inventories	402	447
	(b) Financial Assets		
	(i) Investments	7,368	6,877
	(ii) Trade Receivables	31,642	13,074
	(iii) Cash and Cash Equivalents *	41,167	49,636
	(iv) Bank Balances other than (ii) above	123	119
	(v) Others	9,152	9,656
	(c) Current Tax Assets (Net)	-	-
	(d) Other Current Assets	6,558	5,450
	Total - Current Assets	96,412	85,259
	TOTAL ASSETS	420,604	427,083
	EQUITY AND LIABILITIES		
1	EQUITY		
	(a) Equity Share Capital	1,280,702	1,267,110
	(b) Other Equity	(1,789,358)	(1,721,184)
	Total - Equity	(508,656)	(454,074)
2	LIABILITIES		
	(I) Non-Current Liabilities		
	(a) Financial Liabilities		
	(i) Borrowings	-	-
	(ii) Lease Liabilities	46,382	50,783
	(iii) Other Financial Liabilities	1,800	2,023
	(b) Provisions	5,897	5,384
	(c) Other non-current Liabilities	864	1,144
	Total - Non-Current Liabilities	54,943	59,334
	(II) Current Liabilities		
	(a) Financial Liabilities		
	(i) Borrowings	333,951	367,073
	(ii) Lease Liabilities	9,725	10,212
	(iii) Trade Payables		
	- total outstanding dues of micro enterprises and small enterprises	192	125
	- total outstanding dues of creditors other than micro enterprises and small enterprises	3,015	4,214
	(iv) Others Financial Liabilities	512,397	426,969
	(b) Other Current Liabilities	9,944	8,322
	(c) Provisions	5,093	4,908
	Total - Current Liabilities	874,317	821,823
	TOTAL EQUITY AND LIABILITIES	420,604	427,083

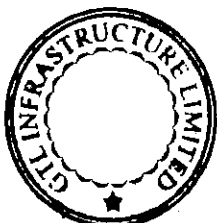
The above balance includes Rs. 13,277 Lakhs (Previous year Rs. 13,591) which are earmarked towards expenditures & Capex as per TRA mechanism.



11. The Statement of Cash Flow is as under:

PARTICULARS	Rupees In Lakhs	
	For the Year Ended March 31, 2024 (Audited)	For the Year Ended March 31, 2023 (Audited)
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) before tax as per Statement of Profit and Loss	(68,136)	(181,691)
ADJUSTED FOR		
Depreciation and amortization expenses	27,799	50,357
Loss on Dismantling/Sale/Retirement of Fixed Assets (Net)	52	33,358
Interest Income	(319)	(1,023)
Finance Costs	80,509	78,193
Extinguishment of liabilities	(3,552)	(39)
Foreign Exchange (Gain)/Loss (Net)	436	3,955
Difference on measurement of financial instruments at fair value through Profit & Loss	(490)	(349)
Exceptional Items	1,543	58,654
Balances Written off (Net of Provision written back)	(2,780)	(2,405)
Provision for Trade Receivables and Advances	6,829	11,954
Miscellaneous Income on Asset Retirement Obligation (ARO) & Lease	(167)	(726)
Rent Income	(259)	(259)
Prepaid Rent amortization	136	153
Advance revenue on deposits	(209)	(320)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGE	41,392	49,812
ADJUSTMENTS FOR		
Trade and Other Receivables	(24,322)	(10,500)
Inventories	45	22
Trade and Other Payables	5,534	13,911
CASH GENERATED FROM OPERATIONS	22,649	53,245
Taxes paid/refund received (Net)	(3,206)	(3,788)
NET CASH FLOW GENERATED FROM OPERATING ACTIVITIES	19,443	49,457
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of PPE and Capital Work-in-Progress (CWIP)	(3,384)	(6,623)
Proceeds from disposal of PPE & CWIP	1,615	2,175
Interest Received	261	780
Rent Received	259	259
NET CASH FLOW USED IN INVESTING ACTIVITIES	(1,249)	(3,409)
CASH FLOW FROM FINANCING ACTIVITIES		
Repayment of Long-Term-Borrowings	(14,000)	(33,500)
Payment towards principal portion of lease liability	(8,005)	(6,903)
Payment towards interest portion of lease liability	(4,646)	(4,880)
Fixed Deposits with Banks pledged as Margin Money and others	(12)	(8)
NET CASH USED IN FINANCING ACTIVITIES	(26,663)	(45,291)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	(8,469)	757
Cash and Cash Equivalents (Opening Balance)	49,636	48,879
Cash and Cash Equivalents (Closing Balance)*	41,167	49,636

* The above balance includes Rs. 13,277 Lakhs (Previous year Rs. 13,591) which are earmarked towards expenditures & Capex as per TRA mechanism.



12. The figures for the corresponding previous period /year have been regrouped/rearranged wherever necessary, to make them comparable. The figures for the quarter ended March 31, 2024 are the balancing figures between the audited figures in respect of the full financial year and the year to date figures up to the third quarter of the financial year.



Place: Mumbai

Date: May 14, 2024

For GTL Infrastructure Limited



A handwritten signature in black ink, appearing to read "Vikas Arora".

Vikas Arora

Whole Time Director

Registered Office: Global Vision ES II, 3rd Floor, MIDC, TTC Industrial Area, Mahape, Navi Mumbai- 400 710. CIN-L74210MH2004PLC144367

Independent Auditor's Report on the Audit of Quarterly and Annual Standalone Financial Results

TO THE BOARD OF DIRECTORS OF

GTL INFRASTRUCTURE LIMITED

Report on the audit of the Standalone Financial Results

Opinion

We have audited the accompanying standalone quarterly financial results of GTL Infrastructure Ltd. (the company) for the quarter ended 31st March 2024 and the year to date results for the period from 1st April 2023 to 31st March 2024 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us these standalone financial results:

i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of the net loss and other comprehensive income and other financial information for the quarter ended 31st March 2024 as well as the year to date results for the period from 1st April 2023 to 31st March 2024.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to the Note no. 6 to the Statement, regarding preparation of financial results on going concern basis which states that, notwithstanding the fact that the Company continued to incur cash losses, its net worth has been fully eroded, has defaulted in repayment of principal and interest to its lenders, certain lenders including Edelweiss Asset Reconstruction Company (EARC) have called back the loans; one of the secured lender had applied before the NCLT Mumbai Bench under Insolvency and Bankruptcy Code, 2016 for initiation of Corporate Insolvency Resolution Process (CIRP), which was dismissed by NCLT vide its order dated November 18, 2022, against which the said secured lender has filed an appeal before the National Company Law Appellate Tribunal, ("NCLAT"), which is subjudice, the Company has filed its reply and now matter is posted for further hearing. Aircel, an erstwhile major customer of the Company has filed Insolvency petition before NCLT and various other events resulting into substantial reduction in the tenancy, pending debt restructuring, provisions for impairment for property, plant and equipment, legal matters in relation to Property Tax, dismantling of various telecom sites by disgruntled landowners / miscreants resulting in loss of assets (refer note no. 7 to the Statement); these conditions along with other matters set forth in notes to the financial results indicate that



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: Ghatkopar :

B-313, Kanara Business Centre, Sawall Society,
Laxmi Nagar, Ghatkopar (E), Mumbai - 400075.
Mob. : 8356097618

material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. The appropriateness of the assumption of the going concern is critically dependent upon the Company's ability to generate sufficient cash flows in future to meet its obligation.

Our opinion is not modified in respect of this matter.

Emphasis of Matter

Refer Note No. 3 to the statement detailing efforts made by the company to quantify the liability provided and contingent liability to be disclosed relating to property tax payable by the Company.

Considering the complexities involved in various litigations on the subject and non-receipt of demands for various sites in circles, the company has made provision and disclosure under contingent liability on the basis of best estimate basis.

Our opinion is not modified in respect of this matter.

Management's Responsibilities for the Standalone Financial Results

These quarterly financial results as well as the year to date standalone financial results have been prepared on the basis of the financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement



resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial control with reference to financial statements in place and the operating effectiveness of such control.

Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

Conclude on the appropriateness of the Management and the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

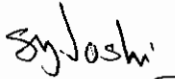
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matter

We report that the figures for the quarter ended March 31, 2024 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2024 and the published unaudited year-to-date figures up to December 31, 2023 being the date of the end of the third quarter of the current financial year, which were subjected to a limited review by us. Our opinion on the standalone financial results is not modified in respect of above matter

For CVK & Associates
Chartered Accountants
Firm's Registration No.101745W


Shrinivas Y. Joshi
Partner
Membership Number 032523



UDIN: 24032523BKARGP5471

Place: Mumbai
Date: 14th May, 2024