



GTN INDUSTRIES LIMITED

(A Government recognised 'TWO STAR EXPORT HOUSE')
CIN : L18101TG1962PLC054323, GSTNo :36AAACG8605N1ZB
Corp : Off : Plot No.29, Nagarjuna Hills,Punjagutta,
Hyderabad - 82. Telangana, INDIA. Phone :+91-40-43407777
Email :sharedept@gtnindustries.com , Website : www.gtnindustries.com
AEO Certificate No. INAAACG8605N1F181

"An ISO 9001, ISO 14001,
ISO 45001 and ISO 50001
Certified Organization"

REF : GIL:CG:SE:2023-24

Dated : 1st Jan,2024

To

The Dy. General Manager
Department of Corporate Services
BSEC LTD.,
Phiroze Jeejeebhoy Towers
Dalal Street,
MUMBAI - 400 001

Dear Sir(s),

Sub: Quarterly Compliance Report on Corporate Governance for the Quarter ended
31st Dec,2023 in pursuance of Regulation 27(2) of SEBI (Listing Obligations and
Disclosure Requirements) Regulations, 2015
Ref: Company Scrip Code: 500170 .

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We are herewith forwarding the Quarterly Compliance Report on Corporate Governance for the
quarter ended 31st Dec,2023 in pursuance of Regulation 27(2) of SEBI (Listing Obligations
and Disclosure Requirements) Regulations,2015 of Listing Agreement entered with Stock
Exchange(s).

This is for your information and record.

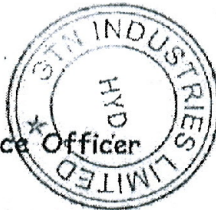
Thanking you,

Yours faithfully,

For GTN Industries Limited.,

(P.Prabhakara Rao)

Company Secretary & Compliance Officer

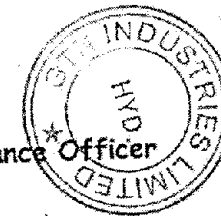


General information about company	
Scrip code	500170
NSE Symbol	
MSEI Symbol	
ISIN	INE537A01013
Name of the entity	GTN INDUSTRIES LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

For GTN Industries Limited.,

(P. Prabhakara Rao)

Company Secretary & Compliance Officer



Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson Yes

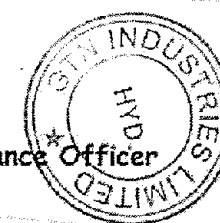
Whether Chairperson is related to MD or CEO No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	MAHENDRA KUMAR PATODIA	AFKPP4069B	00004752	Executive Director	Chairperson	MD	25-08-1951
2	Mr	M R VIKRAM	ACAPM9633P	00008241	Non-Executive - Independent Director	Not Applicable		18-05-1957
3	Mrs	RAJUL KOTHARI	AEQPJ5540N	06903721	Non-Executive - Independent Director	Not Applicable		20-09-1982
4	Mr	C GEORGE JOSEPH	ACRPC5582E	00309739	Non-Executive - Non Independent Director	Not Applicable		02-02-1950

For GTN Industries Limited.,

(P. Prabhakara Rao)

Company Secretary & Compliance Officer

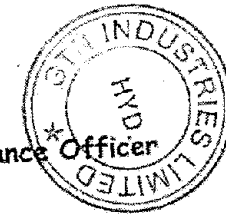


I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active

For GTN Industries Limited.,

(P. Prabhakara Rao)

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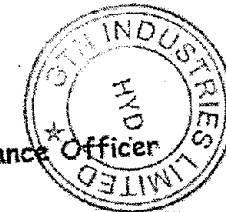
I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-12-2014	27-09-2019		60	1	0	0	0		
2	Yes	27-09-2019	07-08-2014	27-09-2019		60	1	1	1	1		
3	Yes	27-09-2019	07-08-2014	27-09-2019		60	1	1	1	0		
4	NA	27-09-2019	29-09-2018	29-09-2023		0	1	0	1	0		

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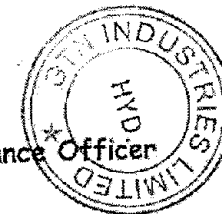


Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00008241	M R VIKRAM	Non-Executive - Independent Director	Chairperson	27-09-2019		
2	06903721	RAJUL KOTIARI	Non-Executive - Independent Director	Member	27-09-2019		
3	00309739	C GEORGE JOSEPH	Non-Executive - Non Independent Director	Member	26-06-2020		

For GTN Industries Limited.,

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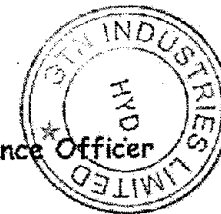
Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson							
					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00008241	M R VIKRAM	Non-Executive - Independent Director	Chairperson	27-09-2019		
2	06903721	RAJUL KOTHARI	Non-Executive - Independent Director	Member	27-09-2019		
3	00309739	C GEORGE JOSEPH	Non-Executive - Non Independent Director	Member	26-06-2020		

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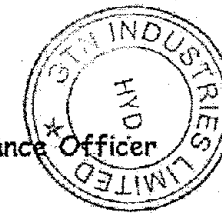


Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00008241	M R VIKRAM	Non-Executive - Independent Director	Chairperson	27-09-2019		
2	06903721	RAJUL KOTHARI	Non-Executive - Independent Director	Member	27-09-2019		
3	00309739	C GEORGE JOSEPH	Non-Executive - Non Independent Director	Member	26-06-2020		

For GTN Industries Limited.,

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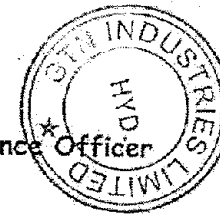


Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

For GTN Industries Limited.,

(P.Prabhakara Rao)

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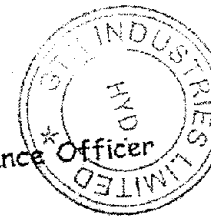


Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

For GTN Industries Limited.,

(P.Prabhakara Rao)

Company Secretary & Compliance Officer

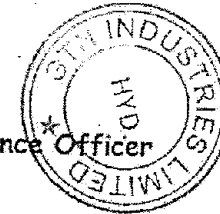


Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

For GTN Industries Limited.,

(P. Prabhakara Rao)

Company Secretary & Compliance Officer



Annexure 1

Annexure 1

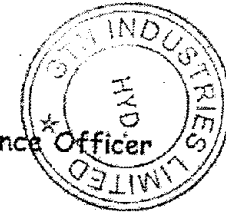
III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	11-08-2023				Yes	4	3	2
2		07-11-2023	87		Yes	4	4	2

For GTN Industries Limited.,

(P. Prabhakara Rao)

Company Secretary & Compliance Officer

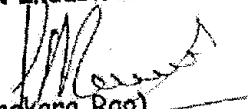


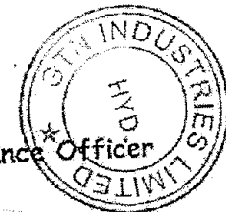
Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	11-08-2023				Yes	3	3	2	1
2	Audit Committee	07-11-2023	87			Yes	3	3	2	1

For GTN Industries Limited.,


(P. Prabhakara Rao)
Company Secretary & Compliance Officer

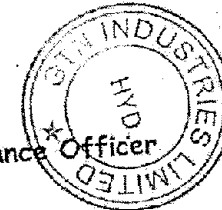


Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

For GTN Industries Limited.,

(P. Prabhakara Rao)

Company Secretary & Compliance Officer



Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

For GTN Industries Limited.,

(P. Prabhakara Rao)

Company Secretary & Compliance Officer

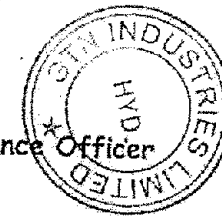


Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	P PRABHAKARA RAO
2	Designation	Company Secretary and Compliance Officer

For GTN Industries Limited.,

(P.Prabhakara Rao)

Company Secretary & Compliance Officer



Details of Cyber security incidence

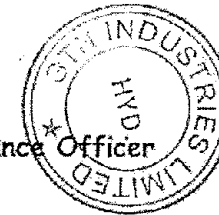
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

For GTN Industries Limited.,

(P. Prabhakara Rao)

Company Secretary & Compliance Officer



Signatory Details	
Name of signatory	P PRABHAKARA RAO
Designation of person	Company Secretary and Compliance Officer
Place	HYDERABAD
Date	01-01-2024

For GTN Industries Limited.,

(P. Prabhakara Rao)

Company Secretary & Compliance Officer



