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Date: March 29, 2018

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street
Fort, Mumbai 400 001

The Secretary
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No. C/1, G Block, BKC
Bandra (East), Mumbai 400 051

Scrip Code: 532775
Fax No.: 2272 2037 / 2272 3719

Trading Symbol: GTLINFRA
Fax No.: 2659 8237 / 38

Dear Sirs,

Re: Defamatory News Report dated March 26, 2018

This is in relation to a news report dated March 26, 2018 under the caption "*Exclusive - GTL Lenders stare at big write-off*" ("**News Report**") broadcast on "BTVi", a television news channel owned and operated by Business Broadcast News Private Limited.

At the outset, it is stated that the News Report is false, inaccurate and misleading. GTL Infrastructure Limited ("**GTL Infra**") maintains that the News Report is full of deliberate innuendos and extrapolations designed to not only malign and bring disrepute to GTL Infra, its promoters and lenders (who are also majority shareholders) but also to create obstacles in the ongoing debt sale process being pursued by the secured lenders.

We have now sought to deal with some of the specific false and misleading allegations raised in the News Report:

ALLEGATION	FACTUAL POSITION
Super Quiet Sale Process:	<p>The entire endeavour of the News Report is to portray the proposed sale to ARCs as a clandestine or surreptitious process, designed to pass under the radar. This premise itself is fundamentally wrong.</p> <p>GTL Infra's track record over the last several years will clearly demonstrate its commitment to transparent and timely disclosures. All issues and updates regarding the restructuring and moreover regarding all material developments have been made to the stock exchanges.</p> <p>The debt sale process was undertaken by 19 lenders pursuant to the Reserve Bank of India's ("RBI") guidelines for Sale of Stressed Assets dated May 5, 2017 ("Sale of Assets Guidelines"). Furthermore, the lenders have issued public advertisements dated February 28, 2018 in the Times</p>

ALLEGATION	FACTUAL POSITION
	of India and Navbharat Times regarding the sale and inviting bids and thus the sale process was conducted in a transparent and fair manner by the lenders. Any allegation to the contrary is therefore unfounded

90% write-off forced due to dubious past practises by the banks:

Post the SDR, the rupee debt of GTL Infra was reduced to INR 4,200 crores. The question of write offs amounting to INR 9,000 crores or 90% of the loan value is patently incorrect and has no basis, which is apparent on the face of the record.

	it is worthwhile mentioning here that LDR and SDR were undertaken by GTL Infra and its lenders to address extraneous facts arisen due to material adverse circumstances affecting the telecom sector as a whole, which has been beyond GTL Infra's control. GTL Infra has time and again been an unfortunate victim of the external environment (such as 2G scam, Aircel ROFR breach, collapse of existing telcos, etc.). The proactive efforts by GTL Infra and its lenders to tackle these events can in no circumstances be equated to "dubious lending practises".
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Value of Debt Sale:

The News Report suggests that the bid received for sale of debt by the lenders is of INR 1,500 crores. This is incorrect and in fact, the bid is significantly higher. It is reiterated that the sale process is being conducted in a transparent and fair manner and was undertaken by Ernst & Young solely on behalf of the lenders.

Non-NCLT Process resulting in a mockery of a recovery:

The News Report has erroneously alluded that since the sale process is outside the NCLT it makes a mockery of the recovery process. Firstly, it has failed to understand that the

sale was undertaken under the 'Sale' or 'Assets' Guidelines issued by the RBI itself. More importantly, it has failed to appreciate that there has been no default in payments due to the lenders by GTL Infra. As such, GTL Infra is not in default is in fact a standard asset (i.e. not an NPA). Despite these clear facts, the News Report has deliberately sought to insinuate to the contrary and portrayed that this sale process was intended to deliberately bypass the NCLT process. This is therefore malicious and misleading.

Furthermore, the ARC process was independently started by the banks with no role for GTL Infra to play.

ALLEGATION	FACTUAL POSITION
Business prospects not rosy:	<p>Through our various stock exchange disclosures, we have kept the investors abreast of the material adverse developments arising due to the recent forced consolidation in the telecom sector. While we acknowledge that the business needs to be rebuilt, the News Report fails to consider that GTL Infra continues to have 26,639 tenants and that post the consolidation, it expects an increase in tenancies as part of the data growth.</p> <p>Needless to say, the debt at current levels is not sustainable and requires realignment with revised cash flows. With this in mind, the lenders had sought to pursue the ARC sale route.</p>
Serious allegations regarding Mr. Manoj Tirodkar:	<p>The News Report had made very serious and unfounded allegations regarding Mr. Tirodkar, our Chairman. It suggests that Mr. Tirodkar is a politically exposed person, who has been in "cahoots" with the lenders with the objective of retaining control over GTL Infra.</p> <p>These allegations are entirely unsubstantiated and false. On the contrary, Mr. Tirodkar has worked tirelessly since 2011 to repay the lenders and recover their dues to the maximum extent in these difficult circumstances. He has not only sacrificed his personal holdings but has also offered various securities and collateral to the lenders. Lastly, he had fully supported the SDR sale process to a new promoter and has even offered drag along rights to the lenders. This does not reflect the actions of a person who is manoeuvring to retain control over a company.</p> <p>Mr. Tirodkar regrets the defaming, misleading and maligning innuendos made in the News Report and continues to work in a <i>bona fide</i> manner to protect the lenders interests.</p>
Ever-greening of loans and deep haircuts:	<p>The News Report has failed to even understand basic concepts, such as ever-greening of loans, but has not hesitated to irresponsibly apply them in the present context. Since the CDR in 2011, GTL Infra (and for that matter the Global Group) has <u>not made even a single incremental borrowing</u>. On the contrary, GTL Infra have <u>paid back lenders more than INR 6,000</u> crores towards interests and principal repayments. In addition, GTL Infra (including erstwhile Chennai Network Infrastructure Limited) has also</p>


ALLEGATION	FACTUAL POSITION
	discharged debt obligations over INR 7,000 crores through conversion of debt into equity in accordance with CDR and SDR Guidelines issued by RBI. We therefore fail to understand how this constitutes "ever-greening". It is repeated, the question of suffering haircuts to the tune of 90% of the outstanding debt has no basis in facts.

As is evident from the above, the entire effort of the News Report has been to malign and cause disrepute to GTL Infra, Mr. Tirodkar and in particular the lenders. The News Report has cast serious aspersions against the public sector banks and consequently, the Government of India. What is even more surprising that before airing the News Report, no attempt was made by representatives of BTVi to contact GTL Infra, Mr. Tirodkar and/or the lenders. This is a basic courtesy offered by any unbiased and upright journalist.

This is vested, biased and irresponsible journalism targeted against GTL Infra and its stakeholders. Therefore, GTL Infra will be actively pursuing defamation proceedings against the Business Broadcast News Private Limited, its directors and editors (Mr. Siddharth Zarabi and Mr. Vikram Oza) to hold them accountable for the baseless, unsubstantiated and one-sided reporting, which we strongly believe is driven by ulterior motives.

Yours sincerely,

For **GTL INFRASTRUCTURE LIMITED**


Nitesh Mhatre
Company Secretary


Vikas Arora
Group Head - Corporate Communications