

GTT Data Solutions Limited

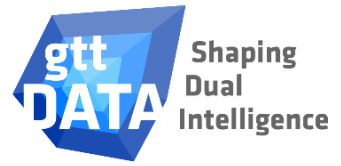
(Formally known as Cinerad Communications Ltd.)

Registered Office: 80 Burtolla Street, Barabazar, Kolkata – 700 007, West Bengal, India

CIN L62099WB1986PLC218825

Email: compliance@gttdata.ai | Contact: +91 77199 13351

www.gttdata.ai



Date: May 30, 2025.

To
The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001
Scrip Code: 530457

Sub: Submission of Annual Secretarial Compliance Report pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial Year ended March 31, 2025.

Dear Sir/Madam,

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclosed the Annual Secretarial Compliance Report issued by M/s. SKGK & Associates LLP, Practicing Company Secretaries for the Financial Year ended 31st March, 2025 on May 17, 2025.

Kindly take this communication on your record and disseminate.

Yours faithfully,

For **GTT Data Solutions Limited**
(formerly known as **Cinerad Communications Limited**)

Ebrahim Nimuchwala
Company Secretary & Compliance Officer

SKGK & ASSOCIATES LLP
COMPANY SECRETARIES

Anandi, S.No.43, Plot No.101, Navsahyadri Society, Near Major Tathwade Garden, Karve Nagar, Pune - 411052

SECRETARIAL COMPLIANCE REPORT OF
GTT DATA SOLUTIONS LIMITED
FOR YEAR ENDED 31ST MARCH 2025

To,
The Members
GTT DATA SOLUTIONS LIMITED,
FORMERLY KNOWN AS CINERAD COMMUNICATIONS LIMITED
CIN: L62099WB1986PLC218825
Registered Address: 80 Burtolla Street, Kolkata, Barabazar,
Kolkata, West Bengal, India, 700007

We, **SKGK & ASSOCIATES LLP**, Company Secretaries, have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **M/s. GTT DATA SOLUTIONS LIMITED** formerly known as **CINERAD COMMUNICATIONS LIMITED** ('the listed entity'), having its Registered Office at **80 Burtolla Street, Kolkata, Barabazar, Kolkata, Kolkata, West Bengal, India, 700007**. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2025, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We, **SKGK & ASSOCIATES LLP**, Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by the Listed Entity,
 - (b) the filings/ submissions made by the listed entity to the stock exchanges,
 - (c) website of the listed entity,
 - (d) any other document/filing, as may be relevant, which has been relied upon to make this certification,
- for the year ended March 31, 2025 ("Review Period") in respect of compliance with the provisions of:
- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 - (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India;-

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations");



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(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI (ICDR) Regulations");

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI Takeover Regulations");

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – Not applicable during the Review Period;

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 -Not applicable during the Review Period;

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 -Not applicable during the Review Period;

(g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;- Not applicable during the Review Period;

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

I hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

S. No.	Particulars	Compliance Status(Yes/ No/ NA)	Observations/ Remark by PCS
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and have been reviewed but not updated on time, as per the regulations/circulars/guidelines issued by SEBI 	Yes	Updation of Polices with change in the management and new name of the Company is in progress
3.	Maintenance and disclosures on Website: The Listed entity maintaining a functional website IS Timely dissemination of the documents/ information under a separate section on the website Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website	Yes	<i>During the year the Company's existing website is overhauled and new website was redesigned and launched due to which the Company is identifying if</i>



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			<i>anything is missing to be displayed on the website and accordingly additional missing information is being displaced</i>
4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity	Yes	None
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	Yes	The Listed entity has acquired Global Talent Track Private Limited and Itarium Technologies India Private Limited.
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	None
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	No	Mr. Pradeep Daga, Mr. Satyam Jaiswal, Mr. Santosh Chordia, Ms. Pritika Choraria, Mr. Nitish Singh, Ms. Vinita Daga, resigned from the Company with effect from 13.03.2024 and the new Directors Mr. Pankaj Samani, Mr. Kaushal Shah, Mr. Nitin Patil, Mr. Ganesh Natarajan were appointed as Directors on 13.03.2024, hence no performance evaluation was carried out for FY 2023-24
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions, or	Yes	None



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	(b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.		
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	None
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein (**)	NA	None
12.	Additional Non-compliances, if any:	No	

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status(Yes/ No/ NA)	Observations/ Remark by PCS
1.	Compliances with the following conditions while appointing/re-appointing an auditor		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter, or	NA	NA
	ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter, or	YES	None
	iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	NA	NA



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2.	Other conditions relating to resignation of statutory auditor		
	<p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee</p> <p>A. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings</p> <p>B. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non- receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information/ explanation sought and not provided by the management, as applicable</p> <p>C. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p>	NA	NA
	<p>ii. Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>	NA	NA
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIRA CFD/CMD1/114/2019 dated 18th October, 2019.	YES	The Company disclosed the same to the stock exchange on 12/08/2024



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(a) (**) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No	Compliance Requirement (Regulations/ circulars/guide-lines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observation remarks of the practicing Company Secretary	Management Re- sponse	Remarks
1.	Evaluation of Directors	Regulation 17 (10) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of Section 149(8) of the Companies Act, 2013	Mr. Pradeep Daga, Mr. Satyam Jaiswal, Mr. Santosh Chordia, Ms. Pritika Choraria, Mr. Nitish Singh, Ms. Vinita Daga, resigned from the Company with effect from 13.03.2024 and the new Directors Mr. Pankaj Samani, Mr. Kaushal Shah, Mr.	Company	-	-	-	Mr. Pradeep Daga, Mr. Satyam Jaiswal, Mr. Santosh Chordia, Ms. Pritika Choraria, Mr. Nitish Singh, Ms. Vinita Daga, resigned from the Company with effect from 13.03.2024 and the new Directors Mr. Pankaj Samani, Mr. Kaushal Shah, Mr. Nitin	The Company did not undertake the annual performance evaluation for the financial year 2023-24 due to a change in management in March 2024, which occurred towards the close of the financial year. Given the limited time available to the new management and the transitional nature of the period, conducting a meaningful evaluation was deemed impractical. The rationale for not carrying out the evaluation was duly disclosed in the Annual Report for FY 2023-24. Subsequent to the completion of the new management's first full year in office during FY 2024-25,	Action initiated by the Company during the current year for performance evaluative of the Directors



			<p>Nitin Patil, Mr. Ganesh Natarajan were appointed as Directors on 13.03.2024, hence no performance evaluation was carried out for FY 2023-24</p>					<p>Patil, Mr. Ganesh Natarajan were appointed as Directors on 13.03.2024, hence no performance evaluation was carried out for FY 2023-24</p>	<p>the Company has initiated the necessary process for conducting a comprehensive performance evaluation in line with applicable regulatory requirements and internal governance frameworks. The results of the evaluation, along with the requisite disclosures, will be incorporated in the Annual Report for FY 2024-25</p>	
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observation remarks of the practicing Company Secretary	Management Response	Remarks
1.	The Company to maintain the Structured Digital Database as per Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	-	Company	The Company has Structured Digital Database	-	-	As informed by the Management the Company has Structured Digital Database in place pursuant to provisions of Regulation 3(5) and 3(6) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	The Company has Structured Digital Database	-

For SKGK & Associates LLP
Company Secretaries
Peer Review No: 3443/2023

Place: Pune
Date : 17.05.2025



Signature:

Gaurav Kulkarni

Name of Company Secretary in practice: Gaurav Kulkarni
CP No: 15459
FCS Membership No: 12834
UDIN: F012834G000370642