August 5, 2016

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. Tel: 022 - 2272 1233 / 34 Fax: 022 - 2272 2131 / 1072/ 2037 / 2061 / 41 Email: corp.relations@bseindia,com corp.compliance@bseindia.com **Scrip Code: 532345**	**National Stock Exchange of India Ltd.** Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Tel: 022 - 2659 8235 / 36 / 452 Fax: 022 - 2659 8237/ 38 Email: cmlist@nse.co.in **Scrip Code : GATI**

Sub: Outcome & Results of the 21st Annual General Meeting held on August 4, 2016
Ref: Scrip Code 532345 (BSE); GATI (NSE)

Dear Sir/Madam,

In terms of regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, a summary of the proceedings of the 21st Annual General Meeting of the Company held on August 4, 2016 at 10.00 am at Hotel Radisson Blu Plaza, 8-2-409, Road No. 6, Banjara Hills, Hyderabad - 500 034 are enclosed for your reference.

We hereby confirm that all the resolutions for approval at the 21st Annual General Meeting, as set out in the Notice dated April 27, 2016, have been passed with requisite majority by the members of the Company. The voting results, in the prescribed format in terms of regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 along with the Consolidated Scrutinizers Report issued by M/s. dvmgopal & associates, Practicing Company Secretaries, are also enclosed for your reference.

Thanking You

For **Gati Limited**

Gati Limited Hyderabad

Mahendra Agarwal
Managing Director
DIN: 00179779

Summary of the proceeding of 21st Annual General Meeting

The 21st Annual General Meeting (AGM) of the members of the company was convened at 10.00 a.m. on Thursday, August 4, 2016, at Hotel Radisson Blu Plaza, 8-2-409, Road No. 6, Banjara Hills, Hyderabad - 500 034 and concluded at 11.25 a.m.

- Mr. K L Chugh, Chairman of the Company could not attend the AGM due to his ill health. Accordingly, directors elected Mr. Mahendra Agarwal, Managing Director, as Chairman of the Meeting, pursuant to Articles of Association of the Company.
- The business before the meeting was taken up and the requisite quorum was present throughout the Meeting. 178 members were present in person or through proxy at the AGM.
- The Chairman of the Meeting delivered his speech on the theme – "Progressing towards delivering 1,000,000 packages every day."
- Mr. Amit Pathak, Senior General Manager, Corporate Compliance, covered the items of Ordinary Business and Special Business before the Meeting, as listed under Serial No's. 1 to 9 below.
- Members has been given the opportunity to ask any questions and also to seek clarification on the resolutions to be passed. All queries/clarifications of Members has been satisfactorily addressed by chairman of the meeting/other directors present at the Meeting.
- Facility of casting vote by e-voting was provided to Members from July 30, 2016 at 9.00 a.m. (IST) to August 3, 2016 at 5.00 p.m. (IST). Further members and proxy holders, who have not exercised e-voting platform to cast their vote and attended the meeting, were provided with a facility to vote through Ballot Paper.
- M/s. dvmgopal & associates, Practicing Company Secretaries, Hyderabad, were appointed as Scrutinizer for conducting the e-voting process and voting process at the meeting (including voting through Ballot Form) in a fair and transparent manner.

The following item of business as per Notice of the 21st AGM of the Company were transacted

Ordinary Business:

1. Adoption and Approval of Audited Financial Statements of the Company for the Financial Year ended March 31, 2016, the Reports of the Board of Directors and Auditors thereon (b) Adoption and Approval of Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2016

2. Declaration of Dividend on Equity Shares of the Company @50% (Rs. 1/- per share)

3. Re-appointment of Mr. Yoshinobu Mitsuhashi (DIN: 03121427) as Director of the Company

Gati Limited Hyderabad

4. Ratification of Re-appointment of M/s. R S Agarwala & Co, Chartered Accountants (Firm Registration No. 304045E) as Statutory Auditors of the Company, to hold office until the conclusion of 22nd Annual General Meeting, and to fix their remuneration for the Financial Year ending March 31, 2017.

Special Business:

5. Appointment of Branch Auditors for Financial Year 2016-17.

6. Re-appointment of Mr. Mahendra Agarwal, as Managing Director of the Company, designated as "Founder and CEO" for a period of five years with effect from 1st August, 2016.

7. Approval of limits u/s 186 of the Companies Act, 2013 upto an aggregate amount not exceeding Rs. 500 Crores.

8. Ratification of appointment of Mr. Dhruv Agarwal to the place of profit in Gati-Kintetsu Express Private Ltd., Subsidiary Company, in compliance of Regulation 23(8) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

9. Ratification of appointment of Mr. Manish Agarwal to the place of profit in Gati Kausar India Ltd., Subsidiary Company, in compliance of Regulation 23(8) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

All the resolutions as per Notice of the 21st Annual General Meeting of the company were passed by the Members with requisite majority thorough e-voting and voting through Ballot Form at Meeting venue.

You are requested to kindly take above information on your records.

Thanking You

For **Gati Limited**

Gati Limited Hyderabad

Mahendra Agarwal
Managing Director
DIN: 00179779

NAME: **GATI LIMITED**

SLNO	DESCRIPTION					
A	DATE OF AGM			**04-08-2016**		
B	BOOK CLOSURE DATE			**28-07-2016** TO **04-08-2016** (BOTH DAYS INCLUSIVE)		
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE			**88079**		
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY			**178**		
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	**10**	**0**	**10**	**35848751**	**40.78395**
	PUBLIC	**165**	**3**	**168**	**1529787**	**1.74039**
	TOTAL	**175**	**3**		**37378538**	**42.52434**
E	No video conferencing facility was made available.					



GATI LIMITED-04/08/2016-HOTEL RADISON BLU,8-2-409,HYDERABAD								
SEBI Poll Report								
Resolution ID	Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	No. of Votes - against (5)	% of Votes against on votes polled (7)=[(5)/(2)]*100
Whether promoter/ promoter group are interested in the agenda/resolution - Mr. Mahendra Kumar Agarwal & Mahendra Kumar Agarwal (HUF) is interested in Resolution No's. 6, 8 & 9								
Ordinary Resolutions:								
1	Promoter and Promoter Group	35848751	33558751	93.6121	33558751	100	0	0
1	Public – Institutional Holders	7896429	1846038	23.3781	1846038	100	0	0
1	Public-Others	44153974	3158877	7.1542	3158852	99.9992	25	0.0007
	Total	**87899154**	**38563666**	**43.8726**	**38563641**	**99.9999**	**25**	**0.0001**
2	Promoter and Promoter Group	35848751	33558751	93.6121	33558751	100	0	0
2	Public – Institutional Holders	7896429	1846038	23.3781	1846038	100	0	0
2	Public-Others	44153974	3158877	7.1542	3158852	99.9992	25	0.0007
	Total	**87899154**	**38563666**	**43.8726**	**38563641**	**99.9999**	**25**	**0.0001**
3	Promoter and Promoter Group	35848751	33558751	93.6121	33558751	100	0	0
3	Public – Institutional Holders	7896429	1846038	23.3781	1637937	88.7271	208101	11.2728
3	Public-Others	44153974	3158877	7.1542	3158451	99.9865	426	0.0134
	Total	**87899154**	**38563666**	**43.8726**	**38355139**	**99.4593**	**208527**	**0.5407**
4	Promoter and Promoter Group	35848751	33558751	93.6121	33558751	100	0	0
4	Public – Institutional Holders	7896429	1846038	23.3781	1846038	100	0	0
4	Public-Others	44153974	3158842	7.1542	3158816	99.9991	26	0.0008
	Total	**87899154**	**38563631**	**43.8726**	**38563605**	**99.9999**	**26**	**0.0001**
Special Resolutions:								
5	Promoter and Promoter Group	35848751	33558751	93.6121	33558751	100	0	0
5	Public – Institutional Holders	7896429	1846038	23.3781	1846038	100	0	0
5	Public-Others	44153974	3158842	7.1542	3158646	99.9937	196	0.0062
	Total	**87899154**	**38563631**	**43.8726**	**38563435**	**99.9995**	**196**	**0.0005**
6	Promoter and Promoter Group	35848751	25440568	70.9664	25440568	100	0	0
6	Public – Institutional Holders	7896429	1846038	23.3781	1846038	100	0	0
6	Public-Others	44153974	2927519	6.6303	2927493	99.9991	26	0.0008
	Total	**87899154**	**30214125**	**34.3736**	**30214099**	**99.9999**	**26**	**0.0001**
7	Promoter and Promoter Group	35848751	33558751	93.6121	33558751	100	0	0
7	Public – Institutional Holders	7896429	1846038	23.3781	208101	11.2728	1637937	88.7271
7	Public-Others	44153974	3158877	7.1542	3158656	99.993	221	0.0069
	Total	**87899154**	**38563666**	**43.8726**	**36925508**	**95.7521**	**1638158**	**4.2479**
8	Promoter and Promoter Group	35848751	25440568	70.9664	25440568	100	0	0
8	Public – Institutional Holders	7896429	1846038	23.3781	1846038	100	0	0
8	Public-Others	44153974	2927519	6.6303	2926888	99.9784	631	0.0215
	Total	**87899154**	**30214125**	**34.3736**	**30213494**	**99.9979**	**631**	**0.0021**
9	Promoter and Promoter Group	35848751	25440568	70.9664	25440568	100	0	0
9	Public – Institutional Holders	7896429	1846038	23.3781	1846038	100	0	0
9	Public-Others	44153974	2927519	6.6303	2926888	99.9784	631	0.0215
	Total	**87899154**	**30214125**	**34.3736**	**30213494**	**99.9979**	**631**	**0.0021**



CONSOLIDATED SCRUTINIZER'S REPORT

The Chairman,
M/s. GATI Limited,
Plot No. 20, Survey No. 12,
Kothaguda, Kondapur,
Hyderabad – 500084

Dear Sir,

SUB: Consolidated Scrutinizers Report of E-Voting and Physical Voting at AGM
REF: Notice of 21stAnnual General Meeting

We M/s. dvmgopal & associates, Company Secretaries, represented by Mr. D.V.M. Gopal, were appointed as Scrutinizers by vide resolution passed by the Board at its Meeting held on April 27, 2016.

a) To scrutinize the RemoteE-votingprocess for the items to be transacted at the 21stAnnual General Meeting to be held on August 04, 2016 along with Ballots received, who could not access the remote E-voting;

b) To scrutinize the Physical Ballot (Poll) voting process at the 21stAnnual General Meeting at 10.00 am on August 04, 2016for the shareholders who have not opted to vote through the Remote e-voting process.

M/s Karvy Computershare Private Limited (Karvy), (Service Provider), has provided a system for recording the electronic votes of the Shareholders on all the items of the business (both Ordinary and Special Business) sought to be transacted at the 21stAnnual General Meeting (AGM) of the Company. The Service Provider had set up e-voting facility on their website https://www.evoting.karvy.com.

The Company has also allowed physical voting through Poll System for those shareholders, who were present at the Company's Annual General Meeting held at 10.00 A.M. on August 04, 2016and have not opted to vote through the remote e-voting process.

We hereby submit our report as under:

1. The remote e-voting period remained open from 09.00 A.M. on July 30, 2016 **to** 05.00 P.M. on 3rdAugust, 2016.Upon conclusion of the e-voting period, the E-voting voteswere unblocked on August 04, 2016 at around 11.45 AM. In the presence of two witnesses' Ms. G.Usha Rani and Ms. Yamini Mathur, who are not in employment of the Company
2. At the AGM, Physical Ballots duly filled were deposited in ballot box kept open for voting, upon completion, the same were un-locked in my presence.
3. The Shareholders as on July 28, 2016, the cut-off date are entitled to vote on the proposed resolutions contained in the notice of the Annual General Meeting.
4. On completion of voting at the Meeting, the Service Provider, M/s. Karvy Computershare Private Limited (Karvy) provided us with the List of Members who had cast their votes, with their holding details and details of vote on each of the Resolutions.
5. We have collated the votes downloaded from e-voting systemand the votes cast through physical ballot to declare the final results for each of the resolution forming part of the AGM Notice and ascertained number of Shares voted **"in favor"** or **"against"** or **"invalidated votes"**

6/3/154-159, Flat No. 303, 3rd Floor, Royal Majestic, Prem Nagar Colony, Near Banjara Hills Care Hospital, Hyderabad-500 004. Ph : +91-40-2331 2933, Mobile: 98491 53690 E-mail: dvmgopal@gmail.com

6. Soft copy of the List of members, for both voting at the AGM as well as remote e-voting containing the details of members who voted 'FOR', 'AGAINST' and those whose votes were considered as invalid for each resolution will be emailed to the Company Secretary, after the announcement of the results by the Company.

We hereby submit Consolidated Scrutinizer's Report as per the provisions of Section 108 of the Companies Act, 2013 and Clause 44 of the Listing Regulation, containing the following results for every resolution under **E-Voting& Physical voting:**

ITEM NO. 1:

a) Ordinary Resolution- Adoption of the Audited financial statements of the Company for the financial year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon and;

1	Total No. of Members responded	**193**
2	Total No. of Votes / Shares received	**38585855**
3	Total No. of Valid Votes/Shares	**38563666 (100.00%)**
4	**Resolution Voting:**	
No. of votes/shares received for the resolution **(%)**	No. of votes/shares received against the resolution **(%)**	Neutral/Invalid/Abstain votes
38563641(100%)	**25(0.00%)**	**22189**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
181	**1**	**11**

b) Ordinary Resolution- Adoption of the Audited Consolidated financial statements of the Company for the financial year ended March 31, 2016:

1	Total No. of Members responded	**193**
2	Total No. of Votes / Shares received	**38585855**
3	Total No. of Valid Votes/Shares	**38563666**
4	**Resolution Voting:**	
No. of votes/shares received for the resolution **(%)**	No. of votes/shares received against the resolution **(%)**	Neutral/Invalid/Abstain votes
38563641 (100%)	**25(0.00%)**	**22189**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
181	**1**	**11**

ITEM NO. 2:

Ordinary Resolution- Declaration ofDividend on equity shares for the financial year endedMarch 31, 2016:

1	Total No. of Members responded	**193**
2	Total No. of Votes / Shares received	**38585855**
3	Total No. of Valid Votes/Shares	**38563666 (100.00%)**
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
38563641 (100%)	**25(0.00%)**	**22189**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
181	**1**	**11**

ITEM NO. 3:

Ordinary Resolution- Re-appointment of Mr.YoshinobuMitsuhashi (DIN: 03121427) director retiring by rotation:

1	Total No. of Members responded	**193**
2	Total No. of Votes / Shares received	**38585855**
3	Total No. of Valid Votes/Shares	**38563666 (100.00%)**
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
38355139 (99.459%)	**208527 (0.541%)**	**22189**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
178	**4**	**11**



ITEM NO. 4:

Ordinary Resolution- Ratification of the appointment of M/s. RS Agarwala& Co. Chartered Accountants (Firm Registration No. 304045E) as Statutory Auditors:

1	Total No. of Members responded	193
2	Total No. of Votes / Shares received	38585855
3	Total No. of Valid Votes/Shares	38563631 (100.00%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
38563605 (100%)	26(0.00%)	22224
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
179	2	12

ITEM NO. 5:

Ordinary Resolution– Appointment of Branch Auditors:

1	Total No. of Members responded	193
2	Total No. of Votes / Shares received	38585855
3	Total No. of Valid Votes/Shares	38563631(100.00%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
38563435(99.999%)	196 (0.001%)	22224
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
178	3	12



ITEM NO. 6:

Special Resolution- Re-appointment of Mahendra Agarwal as Managing Director of the Company, designated as "Founder and CEO" of the Company:

1	Total No. of Members responded	193
2	Total No. of Votes / Shares received	38585855
3	Total No. of Valid Votes/Shares	30214125 (100.00%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
30214099 (100%)	26 (0.00%)	8371730
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
177	2	14

ITEM NO. 7:

Special Resolution- Approval of limitsunder Section 186 of the Companies Act 2013:

1	Total No. of Members responded	193
2	Total No. of Votes / Shares received	38585855
3	Total No. of Valid Votes/Shares	38563666 (100.00%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
36925508 (95.752%)	1638158(4.248%)	22189
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
165	17	11

dvmgopal & associates-company secretaries
CP 6798
Hyderabad
-034

ITEM NO. 8:

Special Resolution - Appointment of Mr. Dhruv Agarwal (relative of Mr. Mahendra Agarwal, Managing Director of the Company), to the place of profit being the office of the Chief Strategy Officer in the Company's subsidiary:

1	Total No. of Members responded	193
2	Total No. of Votes / Shares received	38585855
3	Total No. of Valid Votes/Shares	30214125 (100.00%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
30213494(99.998%)	631(0.002%)	8371730
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
174	5	14

Item No. 9

Special Resolution- Appointment of Mr. Manish Agarwal (relative of Mr. Mahendra Agarwal, Managing Director of the Company), to the place of profit being the office of the Whole-Time Director in the Company's subsidiary:

1	Total No. of Members responded	193
2	Total No. of Votes / Shares received	38585855
3	Total No. of Valid Votes/Shares	30214125 (100.00%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes (%)
30213494 (99.998%)	631 (0.002%)	8371730
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
174	5	14



We further confirm that the Registers and records generated from the remote e-voting platform of Service Provider including the Registers maintained by us in respect of the votes casted through Electronicand Physical means are being maintained in electronic form.

The Registers and all other records/papers relating to e-votingand physical voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be returned.

Thanking you,

Yours faithfully
For **dvmgopal&associates,**
Company Secretaries,



D V M Gopal
Proprietor
C P No. 6798,
FCS No. 6280

Place: Hyderabad
Date: 05.08.2016