TCI FINANCE ltd.
money matters

December 19, 2012

The Secretary,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex
Bandra (East)
Mumbai- 400051

The Company Secretary
Gati Limited
1-7-293, M G Road,
Secunderabad - 500 003

Sub: Disclosure under Regulation 31(1) and 31(2) of SEBI (Substantial Aquisition of Shares and Takeovers) Regulations 2011
Ref: Scrip Code 501242 (BSE); TCIFINANCE (NSE).

Dear Sir/Madam,

With reference to subject cited above, please find enclosed the disclosure by the promoters of TCI Finance Limited as required under Regulation 31(1) and 31(2) of SEBI (Substantial Aquisition of Shares and Takeovers) Regulations 2011.

Kindly take the same on your records and acknowledge receipt of the same.

Thanking you
For TCI Finance Ltd.

Ramesh

Ramesh Sivaraman
Manager-Chief Executive

Encls:a/a.

**Regd. Off :** 1-7-293, M.G. Road, Secunderabad - 500 003, India.
Tel : 91-40-27844284/27843788, Fax : 91-40-27894284. E-mail : tcif_sbd@sbd.gati.com

**Format for disclosure by the Promoter (s) to the Stock Exchanges and to the Target Company for ~~encumbrance of shares / invocation of encumbrance~~/ release of encumbrance, in terms of ~~Regulation 31 (1) and~~ 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

| | |
|---|---|
| Name of the Target company (TC) | **GATI Limited** |
| Name of the Promoter(s) on whose shares encumbrance was ~~created/ invoked/~~ released (tick the relevant one) | **TCI Finance Limited** |
| Date of reporting | **19th December,2012** |
| Names of the stock exchanges where the shares of the target company are listed | **Bombay Stock Exchange Ltd.**<br>**National Stock Exchange of India Ltd.** |

Details of the promoters' holding:
(The term "event" indicates creation/ invocation/ release of encumbrance, as the case may be )

| **Promoter(s) or PACs with him** | **Pre-event holding** | | **Details of events pertaining to encumbrance** | | **Post event holding (encumbered shares to be excluded)** | | **(*)Details of encumbrance (pledge/lien or other- give details** |
|---|---|---|---|---|---|---|---|
| **Names** | **Number** | **% of total share capital** | **Type creation/ invocation/ release** | **Date (s)** | **Number** | **% of Total share capital** | |
| TCI Finance Ltd. | Encumbered-1,33,17,000 | 15.38% | Release-10,00,000 | 17/12/2012 | Encumbered-1,23,17,000 | 14.23% | Release of pledged 10,00,000 no. of shares by IFCI Limited on 17/12/2012. |
| | Unencumbered-7,350 | 0.01% | | | Unencumbered-10,07,350 | 1.16% | |

Place: Secunderabad
Date: 19/12/2012

**For TCI Finance Ltd.**

**Ramesh Sivaraman**
**Manager-Chief Executive**

**CC: Gati Limited, 1-7-293, M G Road, Secunderabad- 500 003**

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| **Names** | **Number** | **% of total share capital** | **Type – creation/ invocation/ release** | **Date (s)** | **Number** | **% of Total share capital** | |
| TCI Finance Ltd. | Encumbered-1,23,17,000 | 14.23% | Creation-10,00,000 | 18/12/2012 | Encumbered-1,33,17,000 | 15.38% | Creation of Pledge - 10,00,000 no. of shares with IFCI Venture Capital Funds Limited on 18/12/2012 |
| | Unencumbered-10,07,350 | 1.16% | | | Unencumbered-7,350 | 0.01% | |

Place: Secunderabad
Date: 19/12/2012

**For TCI Finance Ltd.**

**Ramesh Sivaraman**
**Manager-Chief Executive**

**CC: Gati Ltd., 1-7-293, M G Road, Secunderabad- 500 003**