September 20, 2018

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. Tel: 022 - 2272 1233 / 34 Fax: 022 - 2272 1919 Email: corp.relations@bseindia.com corp.comm@bseindia.com **Scrip Code: 532345**	**National Stock Exchange of India Ltd.** Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Tel: 022 - 2659 8100/ 14 Fax: 022 - 26598120 Email: cmlist@nse.co.in **Symbol : GATI**

Sub: Disclosure of the voting results along with the Consolidated Scrutinizers Report of the 23rd Annual General Meeting held on September 18, 2018.

Dear Sir/Madam,

In furtherance to our letter dated September 19, 2018, intimating about the proceedings of the 23rd Annual General Meeting of the Company held on Tuesday, September 18, 2018, at 3:00 pm at the registered office of the Company at Plot No. 20, Survey No. 12, Kothaguda, Kondapur, Hyderabad – 500084. We are now pleased to submit the following documents: -

i. Consolidated Voting Results (e-voting and poll) in the format prescribed under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, attached as **Annexure – I.**

ii. Consolidated Report of the Scrutinizer issued by DVM & associates LLP, Practicing Company Secretaries, on the e-voting and poll conducted at the 23rd Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, as amended, attached as **Annexure – II.**

We hereby confirm that all the resolutions for approval at the 23rd Annual General Meeting, as set out in the Notice dated May 29, 2018, have been passed with requisite majority by the members of the Company.

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

Thanking You

For Gati Limited

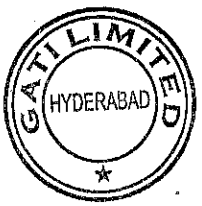
GATI LIMITED HYDERABAD

Amit Pathak
Company Secretary
Membership No: A19971

Annexure -1

NAME: **GATI LIMITED**

SLNO	DESCRIPTION					
A	DATE OF AGM			**18-09-2018**		
B	BOOK CLOSURE DATE			**12-09-2018** TO **18-09-2018** (BOTH DAYS INCLUSIVE)		
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE			**112800**		
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY			**144**		
	SHAREHOLDERS	PRESENT IN PERSON/AR	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	**10**	**0**	**10**	**20773540**	**19.13869**
	PUBLIC	**128**	**6**	**134**	**979886**	**0.90277**
	TOTAL	**138**	**6**	**144**	**21753426**	**20.04146**
E	No. of shareholders attended the meeting through Video conferencing ___NA____, No video conferencing facility was made available.					



	GATI LIMITED
Date of the AGM/EGM	18-09-2018
Total number of shareholders on record date	112800
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	10
Public:	134
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of audited financial statements of the Company for the financial year ended March 31, 2018, the reports of the Board of Directors and Independent Auditor's thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,63,73,535	2,63,73,535	100.0000	2,63,73,535	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,63,73,535	100.0000	2,63,73,535	0	100.0000	0.0000
Public- Institutions	E-Voting	76,78,918	17,53,397	22.8339	9,979	17,43,418	0.5691	99.4308
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		17,53,397	22.8339	9,979	17,43,418	0.5691	99.4309
Public- Non Institutions	E-Voting	7,44,89,684	8,86,593	1.1902	8,86,428	165	99.9813	0.0186
	Poll		5,62,019	0.7545	5,62,019	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		14,48,612	1.9447	14,48,447	165	99.9886	0.0114
	Total	10,85,42,137	2,95,75,544	27.2480	2,78,31,961	17,43,583	94.1046	5.8954

GATI LIMITED HYDERABAD

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of audited consolidated financial statements of the Company for the financial year ended March 31, 2018 and the reports of the Independent Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,63,73,535	2,63,73,535	100.0000	2,63,73,535	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,63,73,535	100.0000	2,63,73,535	0	100.0000	0.0000
Public- Institutions	E-Voting	76,78,918	17,53,397	22.8339	9,979	17,43,418	0.5691	99.4308
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		17,53,397	22.8339	9,979	17,43,418	0.5691	99.4309
Public- Non Institutions	E-Voting	7,44,89,684	8,86,593	1.1902	8,86,428	165	99.9813	0.0186
	Poll		5,62,018	0.7545	5,62,018	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		14,48,611	1.9447	14,48,446	165	99.9886	0.0114
	Total	10,85,42,137	2,95,75,543	27.2480	2,78,31,960	17,43,583	94.1046	5.8954

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Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of dividend on equity shares.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,63,73,535	2,63,73,535	100.0000	2,63,73,535	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,63,73,535	100.0000	2,63,73,535	0	100.0000	0.0000
Public- Institutions	E-Voting	76,78,918	18,27,347	23.7969	18,27,347	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		18,27,347	23.7969	18,27,347	0	100.0000	0.0000
Public- Non Institutions	E-Voting	7,44,89,684	8,86,673	1.1903	8,86,673	0	100.0000	0.0000
	Poll		5,62,018	0.7545	5,62,018	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		14,48,691	1.9448	14,48,691	0	100.0000	0.0000
	Total	10,85,42,137	2,96,49,573	27.3162	2,96,49,573	0	100.0000	0.0000

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Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. Yasuhiro Kaneda (DIN: 07619127) as Director.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,63,73,535	2,63,73,535	100.0000	2,63,73,535	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,63,73,535	100.0000	2,63,73,535	0	100.0000	0.0000
Public- Institutions	E-Voting	76,78,918	18,27,347	23.7969	0	18,27,347	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		18,27,347	23.7969	0	18,27,347	0.0000	100.0000
Public- Non Institutions	E-Voting	7,44,89,684	8,86,105	1.1896	8,85,410	695	99.9215	0.0784
	Poll		5,62,018	0.7545	5,62,018	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		14,48,123	1.9441	14,47,428	695	99.9520	0.0480
	Total	10,85,42,137	2,96,49,005	27.3157	2,78,20,963	18,28,042	93.8344	6.1656

GATI LIMITED HYDERABAD

Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Branch Auditor.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,63,73,535	2,63,73,535	100.0000	2,63,73,535	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,63,73,535	100.0000	2,63,73,535	0	100.0000	0.0000
Public- Institutions	E-Voting	76,78,918	18,27,347	23.7969	17,10,377	1,16,970	93.5989	6.4010
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		18,27,347	23.7969	17,10,377	1,16,970	93.5989	6.4011
Public- Non Institutions	E-Voting	7,44,89,684	8,86,598	1.1902	8,86,238	360	99.9593	0.0406
	Poll		5,62,018	0.7545	5,62,018	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		14,48,616	1.9447	14,48,256	360	99.9751	0.0249
	Total	10,85,42,137	2,96,49,498	27.3161	2,95,32,168	1,17,330	99.6043	0.3957

GATI LIMITED HYDERABAD

Annexure -II

DVM & ASSOCIATES LLP
COMPANY SECRETARIES

CONSOLIDATED SCRUTINIZER'S REPORT

The Chairman,

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 23rd Annual General Meeting

I, DVM Gopal, Partner of M/s. DVM & Associates LLP, Company Secretaries, were appointed as Scrutinizers by vide resolution passed by the Board at its Meeting held on May 29, 2018.

a) To scrutinize the E-voting process for the items to be transacted at the 23rd Annual General Meeting held on September 18, 2018;

b) To scrutinize the Physical Ballot voting process at the 23rd Annual General Meeting at 03.00 P.M on September 18, 2018 for the shareholders who have not opted to vote through the Remote e-voting process.

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 23rd Annual 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 03.00 PM on September 18, 2018 and has not opted to vote through the e-voting process.

We hereby submit our report as under:

1. The e-voting period remained open from 09.00 A.M. on September 13, 2018 to 05.00 P.M. on September 17, 2018. Upon conclusion of the e-voting period, the E-voting votes were unblocked on September 18, 2018 04:38 P.M, in the presence of two witnesses' Ms. Ansu Thomas and Mr. Nihar Eluri, 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 was un-locked in my presence.
3. The Shareholders as on September 11, 2018, the cut-off date were 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 system and 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. Soft copy of the List of members, for both voting at the AGM as well as e-voting containing the details of members who voted 'FOR', 'AGAINST' and those whose votes were considered

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6/3/154,159, Flat No. 303, 3rd Floor, Royal Majestic, Prem Nagar Colony, Near Banjara Hills Care Hospital, Hyderabad, Telangana - 500 004

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 containing the following results for every resolution under **E-Voting & Physical voting:**

ITEM NO. 1:

Ordinary Resolution - Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2018, the Reports of the Board of Directors and Independent Auditor's thereon:

1	Total No. of Members responded	201
2	Total No. of Votes / Shares received	29657398
3	Total No. of Valid Votes/Shares	29575544(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
27831961 (94.105%)	1743583 (5.895%)	81854
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
174	11	16

ITEM NO. 2:

Ordinary Resolution- Adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2018 and the Report of the Independent Auditor's thereon:

1	Total No. of Members responded	201
2	Total No. of Votes / Shares received	29657398
3	Total No. of Valid Votes/Shares	29575543(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
27831960 (94.105%)	1743583 (5.895%)	81855
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
173	11	17

GATI LIMITED HYDERABAD

DMR & Associates LLP Hyderabad Company Secretaries

ITEM NO. 3:

Ordinary Resolution- Declaration of Dividend on equity shares:

1	Total No. of Members responded	201
2	Total No. of Votes / Shares received	29657398
3	Total No. of Valid Votes/Shares	29649573(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
29649573(100.00%)	0 (0.00%)	7825
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
186	0	15

ITEM NO. 4:

Ordinary Resolution- Re-Appointment of Mr. Yasuhiro Kaneda (DIN: 07619127) as Director:

1	Total No. of Members responded	201
2	Total No. of Votes / Shares received	29657398
3	Total No. of Valid Votes/Shares	29649005(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
27820963 (93.834%)	1828042(6.166%)	8393
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
164	18	19

ITEM NO. 5:

Ordinary Resolution- Appointment of Branch Auditor:

1	Total No. of Members responded	201
2	Total No. of Votes / Shares received	29657398
3	Total No. of Valid Votes/Shares	29649498(100.00%)
4	**Resolution Voting:**	
No. of votes/shares received for the	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes

GATI LIMITED HYDERABAD

DVM & Associates LLP Hyderabad Company Secretaries

resolution (%)		
29532168 (99.604%)	**117330(0.396%)**	**7900**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
179	**6**	**16**

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 Electronic and Physical means are being maintained in electronic form.

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

Thanking you,

GATI LIMITED HYDERABAD

For DVM & Associates LLP
Company Secretaries
L2017KR002100

DVM & Associates LLP Hyderabad Company Secretaries

DVM Gopal
Partner
C. P. No: 6798
M. No: F6280

Place: **Hyderabad**
Date: 20.09.2018