January 24, 2015

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

The Listing Department,
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra(E), Mumbai – 400 051.

Dear Sir/Madam,

Ref: Scrip code: 532345 (BSE); GATI (NSE)
Sub: Outcome of Board Meeting held on January 24, 2015

With reference to above subject, the Board of Directors at its meeting held today i.e. January 24, 2015 at Registered Office of the Company has inter-alia approved the following matters :

1. Unaudited financial results of the Company for the quarter ended 31.12.2014 ;

2. Fund raising not exceeding INR 120 Crores by way of issue of securities to Indian or Foreign Investors / QIBs / FIIs / Venture Capital Funds or any other category of Investors in accordance with SEBI guidelines and subject to necessary approvals from statutory authorities and Shareholders as may be required and.

3. Allotment of 2,13,450 Equity shares of Rs. 2/- each on exercise of stock options under Employee Stock Option Scheme of the Company. Consequently, the Equity Share Capital of the Company has increased from 8,72,64,087 Equity shares of Rs. 2/- each aggregating to 17,45,28,174/- to 8,74,77,537 Equity shares of Rs. 2/- each aggregating to Rs. 17,49,55,074/-.

You are requested to take this document on record.

Thanking you,

Yours faithfully
For Gati Limited

VSN Raju
Company Secretary

CIN: L63011TG1995PLC020121

GATI LIMITED

Regd. & Corp Office: Plot No 20, Survey No 12, Kothaguda, Kondapur,Hyderabad 500 081

website: www.gati.com e-mail: investor.services@gati.com

PART-I: STATEMENT OF UNAUDITED CONSOLIDATED RESULTS FOR QUARTER ENDED 31ST DECEMBER, 2014

Rs. In Lakhs

Particulars	Quarter Ended			Nine Months Ended		Nine Months Ended
	31.12.2014	30.09.2014	31.12.2013	31.12.2014	31.12.2013	31.03.2014
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Income from Operations	35,769	34,075	30,893	1,03,265	88,062	93,032
Sale of Products	6,297	6,878	5,854	19,167	16,759	17,923
Other Operating Income	333	232	251	915	730	702
Total Income	**42,399**	**41,185**	**36,998**	**1,23,347**	**1,05,551**	**1,11,657**
Expenditure:						
- Cost ot Sales	5,878	6,321	5,740	17,987	16,362	17,481
- Operating Expenses	25,349	24,250	21,846	73,300	63,483	66,270
- Employee Benefit Expenses	4,135	3,813	3,457	11,343	10,128	10,269
- Depreciation/Amortisation	937	760	745	2,407	2,212	2,207
- Other Expenses	3,799	3,250	2,940	10,139	8,178	9,226
Total	**40,098**	**38,394**	**34,728**	**1,15,176**	**1,00,363**	**1,05,453**
Profit/loss from Operations before Other Income, finance cost and exceptional items	**2,301**	**2,791**	**2,270**	**8,171**	**5,188**	**6,204**
Other Income	399	306	374	951	1,390	1,061
Profit before finance cost and exceptional item	**2,700**	**3,097**	**2,644**	**9,122**	**6,578**	**7,265**
Finance Cost	1,051	999	1,117	3,068	3,235	3,250
Profit / loss after finance costs but before exceptional item	**1,649**	**2,098**	**1,527**	**6,054**	**3,343**	**4,015**
Exceptional Item	-	(296)	-	(296)	-	-
Profit after exceptional but before extraordinary items	**1,649**	**1,802**	**1,527**	**5,758**	**3,343**	**4,015**
Extraordinary Items					(113)	
Profit Before Tax	**1,649**	**1,802**	**1,527**	**5,758**	**3,230**	**4,015**
Tax Expense	249	553	653	1,604	1,059	1,184
Net Profit after tax	**1,400**	**1,249**	**874**	**4,154**	**2,171**	**2,831**
Minority Interest	(256)	(556)	(206)	(1,167)	(373)	(489)
Net profit for the period/year	**1,144**	**693**	**668**	**2,987**	**1,798**	**2,342**
Paid up Equity Share Capital (Face Value of the Share Rs.2/- each)	1,745	1,745	1,732	1,745	1,732	1,745
Reserves excluding Revaluation reserve as per balance sheet of previous accounting year	-	-	-	-		74,943
Earnings Per Share (EPS)						
a) Basic	1.31	0.79	0.77	3.42	2.07	2.70
b) Diluted	0.96	0.58	0.57	2.52	1.54	2.00
PART - II: SELECT INFORMATION FOR THE QUARTER ENDED DECEMBER 31, 2014						
A: PARTICULARS OF SHAREHOLDING						
Public Shareholding - No. of shares	5,11,35,486	5,39,97,974	5,71,93,857	5,11,35,486	5,71,93,857	5,40,05,657
- Percentage of shareholding	58.60	61.88	66.06	58.60	66.06	61.89
Promoter & Promoter Group shareholding						
a) Pledged / Encumbered						
- No. of shares	1,78,86,563	2,05,86,563	2,36,81,307	1,78,86,563	2,36,81,307	2,10,26,581
- Percentage of shares (as a % of the total shareholding of Promoter & Promoter group)	49.51	61.88	80.58	49.51	80.58	63.22
- Percentage of shares (as a % of the total share capital of the company)	20.50	23.59	27.35	20.50	27.35	24.10
b) Non-encumbered						
- No. of shares	1,82,42,038	1,26,79,550	57,07,123	1,82,42,038	57,07,123	1,22,31,849
- Percentage of shares (as a % of the total shareholding of Promoter & Promoter group)	50.49	38.12	19.42	50.49	19.42	36.78
- Percentage of shares (as a % of the total share capital of the company)	20.90	14.53	6.59	20.90	6.59	14.01
B: INVESTOR COMPLAINTS						
- Pending at the beginning of the quarter	-					
- Received during the quarter	3					
- Disposed of during the quarter	3					
- Remaining unresolved at the end of the quarter	-					

SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

Rs. In Lakhs

Particulars	Quarter Ended			Nine Months Ended		Nine Months Ended
1. Segment Revenue (Net Sale / Income from each Segment)	**31.12.2014**	**30.09.2014**	**31.12.2013**	**31.12.2014**	**31.12.2013**	**31.03.2014**
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
a) Express Distribution & Supply Chain	36,142	34,388	30,489	1,04,162	86,957	91,834
b) Shipping	-	-	655	173	1,790	1,915
c) Fuel Sales	4,911	5,515	4,928	15,661	14,505	14,927
d) Other Sales	1,477	1,363	944	3,613	2,332	3,063
Total	**42,530**	**41,266**	**37,016**	**1,23,609**	**1,05,584**	**1,11,739**
Less: Inter Segment Revenue	(131)	(81)	(18)	(262)	(33)	(82)
Net Sales / Income from Operations	**42,399**	**41,185**	**36,998**	**1,23,347**	**1,05,551**	**1,11,657**
2. Segment Results (Profit (+) / Loss (-) before tax and interest from each Segment)						
a) Express Distribution & Supply Chain	2,504	3,007	2,808	8,863	7,056	7,883
b) Shipping	-	-	(252)	(128)	(816)	(874)
c) Fuel Sales	67	80	71	232	227	228
d) Other Sales	129	10	17	155	111	28
Total	**2,700**	**3,097**	**2,644**	**9,122**	**6,578**	**7,265**
Less: Interest Expenses	1,051	999	1,117	3,068	3,235	3,250
Total Profit before tax and Exceptional Items	**1,649**	**2,098**	**1,527**	**6,054**	**3,343**	**4,015**
3 Capital Employed (Segment Assets - Segment Liabilities)						
a) Express Distribution & Supply Chain	93,655	90,796	95,592	93,655	95,592	88,570
b) Shipping	-	-	36,150	-	36,150	36,068
c) Fuel Stations	1,018	939	593	1,018	593	604
e) Unallocated/ Corporate/Inter Segment	(40,627)	(37,486)	(53,808)	(40,627)	(53,808)	(48,554)
Capital Employed	**54,046**	**54,249**	**78,527**	**54,046**	**78,527**	**76,688**

Notes:

1. The company and its 10 subsidiaries including 4 overseas step down subsidiaries are engaged primarily in the business of running Express Distribution, Supply Chain Services, e-Commerce logistics, Integrated Freight Forwarding, Warehousing and Fuel stations.

2. The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on January 24, 2015.

3. To mark the completion of 25 years in business, the board of directors declared a special interim dividend of 30% (Rs. 0.60 per share) Rs 5.24 crores for the FY ended 31st March 2015 on 5th December 2014 which was since paid.

4. The Learned Arbitral Tribunal adjudicating on the disputes between the Company and Air India Limited (erstwhile NACIL) in respect of the discontinued freighter operations of the Company, has passed its Award dated 17th September 2013, whereby, it has inter alia directed Air India Limited to pay an amount of Rs. 26.82 crores to the Company. Further, the Learned Tribunal has directed Air India Limited to pay interest @ 18% per annum on the awarded amount. Air India has preferred an Appeal in the Hon'ble Delhi High Court inter alia seeking setting aside a portion of the Award. Pending adjudication, the dues receivable of Rs 26.50 crores from Air India Limited under the award, has been included in the loans and advances, considered good and recoverable. The company has filed a petition seeking Air India to create security in its favor for the above amounts awarded. The petitions of both the company and Air India are slated for hearing towards the end of March 2015.

5. In September 2013 the Reserve Bank of India (RBI) took the view that FCCBs issued by the company for US$ 22.18 Mn is to be considered as a Foreign Debt. The High Court at Hyderabad in a petition filed by the company directed the RBI to consider the company's representation in accordance with law. However pending clarification from the RBI, the trustee has filed a civil suit in the Secunderabad Court for specific performance, which the company is contesting on various grounds. The matter is subjudice.

6. Gati Kausar India Limited, a subsidiary has allotted during the quarter to an overseas private equity investor, 13,05,132 full paid Equity shares of face value Rs 10/- each at a premium of Rs 143.24 each, 9,32,237 compulsory convertible preference shares of face value of Rs 10/- each at a premium of Rs 97.27 each and 60 senior secured redeemable non-convertible debenture cum bonds of face value of Rs 10 lacs each, for a total consideration of Rs 36 crores in aggregate. On January 23, 2015 Gati Kausar India Limited has further allotted 180 senior secured redeemable non-convertible debenture cum bonds of face value of Rs 10 lacs each, for a consideration of Rs 18 crores.

7. The standalone financial results of the company for the quarter ended 31 December, 2014 are as follows:

Rs in Lakhs

Particulars	Quarter ended			Period ended
	31.12.2014	30.09.2014	31.12.2013	31.03.2014
Turnover	12,813	10,531	8,245	25,382
Profit before tax	1,396	389	203	1,287
Net Profit after tax	1,361	354	203	2,056

8. 18,99,940 options under Employee Stock Options Scheme were outstanding as on December 31, 2014.

9. The Board of Directors in their meeting held on 24th January 2015 converted the Options granted 2,13,450 into equity shares at a premium of Rs 26/- per share, to the Directors and Employees under the Employee Stock Option Scheme.

10. As a closure measure to exit from the Shipping Business, the company was committed to absorb a onetime exit cost amounting to Rs. 24.15 crores which being exceptional in nature has been charged to the Special Reserve in the balance sheet as permitted by the Clause 3.3(c) of the Scheme of Arrangement approved by the Hon'ble High Court of Andhra Pradesh in its order dated 19th March 2013. The auditors in their Limited Review Report have drawn attention to this as an emphasis of matter.

11. Tax expenses include Income Tax and Deferred Tax(Net).

12. Figures of the previous quarter/period have been regrouped/reclassified wherever necessary.

13. The standalone financial results of the Company are available for investors at www.gati.com, www.nseindia.com and www.bseindia.com

Place: Hyderabad
Date: January 24, 2015

For **GATI LIMITED**
Mahendra Agarwal
Founder & CEO
DIN: 00179779

R. S. Agarwala & Co.
Chartered Accountants

28, Black Burn Lane
3rd Floor, Kolkata- 7000 12
Tele:- (033) 2237-0741
Fax :- (033) 2237-7682
rsagarwalaco@gmail.com

LIMITED REVIEW REPORT

We have reviewed the accompanying statement of unaudited consolidated financial results of GATI LIMITED for the Quarter ended on 31st December, 2014 which includes unaudited financial results except for the disclosures regarding "Public Shareholding" and "Promoter and Promoter Group Shareholding" which have been traced from disclosures made by the management and have not been audited by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, *Engagements to Review Financial Statements* issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards referred to in Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement except that as stated in Note 10 the irrecoverable amounts due from Gati Ship Limited of Rs.24.15 Crores required to be debited to the Statement of profit and loss has been adjusted against Special Reserve created as per the Scheme of Arrangement sanctioned by the Honourable Andhra Pradesh High Court by its order dated 19th March, 2013 which is not in accordance with Accounting Standard (AS 5) 'Net profit or loss for the period, prior period items and changes in accounting policies'. Had the said adjustment been made to the Statement of Profit & Loss in terms of Accounting Standard 5 (AS 5), the profit after tax of Rs.14.00 Crores during the quarter would have turned into a loss of Rs.10.15 Crores.

For **R.S. Agarwala & CO.**
Chartered Accountants
Firm's Regn.No.:304045E

R.S. Agarwala
(Partner)
Membership No. 005534

Camp: Hyderabad
Date : 24 January, 2015

GATI LIMITED

Regd. & Head Office: Plot no.20, Survey no.12, Kothaguda, Kondapur, Hyderabad - 500 081.
CIN : L63011TG1995PLC020121 website: www.gati.com e-mail: investor.services@gati.com Telephone: 040 71204284 Fax: 040 23112318

PART - I : STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR QUARTER ENDED 31st DECEMBER, 2014

Rs. In Lakhs

Particulars	Quarter Ended			9 Months Ended		9 Months Ended
	30.12.2014	30.09.2014	30.12.2013	31.12.2014	31.12.2013	31.03.2014
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Income from Operations	6,761	4,244	3,206	15,248	7,915	9,303
Net Sales	4,911	5,515	4,928	15,661	14,487	14,883
Other Operating Income	1,141	772	111	1,969	1,115	1,196
Total Income	**12,813**	**10,531**	**8,245**	**32,878**	**23,517**	**25,382**
Expenditure:						
- Cost ot Sales	4,821	5,418	4,835	15,371	14,203	14,591
- Operating Expenses	4,827	3,085	2,566	10,897	6,241	7,296
- Employee Benefit Expenses	780	615	408	1,915	1,157	1,236
- Depreciation/ amortisation	348	256	162	768	435	405
- Other Expenses	523	413	238	1,320	664	974
Total	**11,299**	**9,787**	**8,209**	**30,271**	**22,700**	**24,502**
Profit/loss from Operations before Other Income, finance cost and exceptional items	**1,514**	**744**	**36**	**2,607**	**817**	**880**
Other Income	283	290	333	822	675	876
Profit before finance cost and exceptional item	**1,797**	**1,034**	**369**	**3,429**	**1,492**	1,756
Finance Cost	401	349	166	985	507	469
Profit / loss after finance costs but before exceptional item	**1,396**	**685**	**203**	**2,444**	**985**	**1,287**
Exceptional Item	-	(296)	-	(296)	-	-
Profit before tax	**1,396**	**389**	**203**	**2,148**	**985**	**1,287**
Tax Expense	35	35	-	98	(414)	(769)
Net Profit after tax	**1,361**	**354**	**203**	**2,050**	**1,399**	**2,056**
Paid up Equity Share Capital (Face Value of the Share Rs.2/- each)	1,745	1,745	1,732	1,745	1,732	1,745
Reserves excluding Revaluation reserve as per balance sheet of previous accounting year						61,658
Earnings Per Share (EPS)						
a) Basic	1.56	0.41	0.23	2.35	1.61	2.37
b) Diluted	1.15	0.30	0.17	1.73	1.20	1.76
PART - II : SELECT INFORMATION FOR THE QUARTER ENDED DECEMBER 31, 2014						
A. PARTICULARS OF SHAREHOLDING						
Public Shareholding						
- No. of shares	51,135,486	53,997,974	57,193,857	51,135,486	57,193,857	54,005,657
- Percentage of shareholding	58.60	61.88	66.06	58.60	66.06	61.89
Promoter & Promoter Group shareholding						
a) Pledged / Encumbered						
- No. of shares	17,886,563	20,586,563	23,681,307	17,886,563	23,681,307	21,026,581
- Percentage of shares (as a % of the total shareholding of Promoter & Promoter group)	49.51	61.88	80.58	49.51	80.58	63.22
- Percentage of shares (as a % of the total share capital of the company)	20.50	23.59	27.35	20.50	27.35	24.10
b) Non-encumbered						
- No. of shares	18,242,038	12,679,550	5,707,123	18,242,038	5,707,123	12,231,849
- Percentage of shares (as a % of the total shareholding of Promoter & Promoter group)	50.49	38.12	19.42	50.49	19.42	36.78
- Percentage of shares (as a % of the total share capital of the company)	20.90	14.53	6.59	20.90	6.59	14.01
B. INVESTOR COMPLAINTS						
- Pending at the beginning of the quarter	0					
- Received during the quarter	3					
- Disposed of during the quarter	3					
- Remaining unresolved at the end of the quarter	0					

Notes:

1. The Company is mainly engaged in e-commerce, overseeing the operation of its subsidiaries, running of fuel stations and integrated freight forwarding.

2. The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on January 24, 2015.

3. To mark the completion of 25 years in business, the board of directors declared a special interim dividend of 30% (Rs. 0.60 per share) Rs 5.24 crores for the FY ended 31st March 2015 on 5th December 2014 which was since paid.

4. The Learned Arbitral Tribunal adjudicating on the disputes between the Company and Air India Limited (erstwhile NACIL) in respect of the discontinued freighter operations of the Company, has passed its Award dated 17th September 2013, whereby, it has inter alia directed Air India Limited to pay an amount of Rs. 26.82 crores to the Company. Further, the Learned Tribunal has directed Air India Limited to pay interest @ 18% per annum on the awarded amount. Air India has preferred an Appeal in the Hon'ble Delhi High Court inter alia seeking setting aside a portion of the Award. Pending adjudication, the dues receivable of Rs 26.50 crores from Air India Limited under the award, has been included in the loans and advances, considered good and recoverable. The company has filed a petition seeking Air India to create security in its favor for the above amounts awarded. The petitions of both the company and Air India are slated for hearing towards the end of March 2015.

5. In September 2013 the Reserve Bank of India (RBI) took the view that FCCBs issued by the company for US$ 22.18 Mn is to be considered as a Foreign Debt. The High Court at Hyderabad in a petition filed by the company directed the RBI to consider the company's representation in accordance with law. However pending clarification from the RBI, the trustee has filed a civil suit in the Secunderabad Court for specific performance, which the company is contesting on various grounds. The matter is subjudice.

6. Tax expenses include Income Tax and Deferred Tax(Net).

7. 18,99,940 options under Employee Stock Options Scheme were outstanding as on December 31, 2014.

8. The Board of Directors in their meeting held on 24th January 2015 converted the Options granted 2,13,450 into equity shares at a premium of Rs 26/- per share, to the Directors and Employees under the Employee Stock Option Scheme.

9. As a closure measure to exit from the Shipping Business, the company was committed to absorb a onetime exit cost amounting to Rs. 24.15 crores which being exceptional in nature has been charged to the Special Reserve in the balance sheet as permitted by the Clause 3.3(c) of the Scheme of Arrangement approved by the Hon'ble High Court of Andhra Pradesh in its order dated 19th March 2013. The auditors in their Limited Review Report have drawn attention to this as an emphasis of matter.

10. During the quarter Gati Kausar India Limited has allotted 13,05,132 fully paid equity shares to a FII; consequently, the company holding in the aforesaid subsidiary stands reduced to 80%.

11. Figures of the previous quarter/period have been regrouped /reclassified wherever necessary.

For GATI LIMITED

Mahendra Agarwal
Founder & CEO
DIN: 00179779

Place: Hyderabad

Date: January 24, 2015

R. S. Agarwala & Co.
Chartered Accountants

28, Black Burn Lane
3rd Floor, Kolkata- 7000 12
Tele:- (033) 2237-0741
Fax :- (033) 2237-7682
rsagarwalaco@gmail.com

LIMITED REVIEW REPORT

We have reviewed the accompanying statement of Unaudited Financial Results of GATI LIMITED for the Quarter ended on 31st December, 2014 except for the disclosures regarding "Public Shareholding" and "Promoter and Promoter Group Shareholding" which have been traced from disclosures made by the management and have not been audited by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, engagements to *Review Financial Statements* issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards referred to in Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement except that as stated in Note 9 the irrecoverable amounts due from Gati Ship Limited of Rs.24.15 Crores required to be debited to the Statement of profit and loss has been adjusted against Special Reserve created as per the Scheme of Arrangement sanctioned by the Honourable Andhra Pradesh High Court by its order dated 19th March, 2013 which is not in accordance with Accounting Standard (AS 5) 'Net profit or loss for the period, prior period items and changes in accounting policies'. Had the said adjustment been made to the Statement of Profit & Loss in terms of Accounting Standard 5 (AS 5), the profit after tax of Rs.13.61 Crores during the quarter would have turned into a loss of Rs.10.54 Crores.

For **R.S. Agarwala & CO.**
Chartered Accountants
Firm's Regn.No.:304045E

R.S. Agarwala
(Partner)
Membership No. 005534

Camp: Hyderabad
Date : 24 January, 2015