



To
The Chairman,
Extra-ordinary General Meeting,
Of M/s. Gati Limited,
Hyderabad.

Dear Sir,

SUB: Consolidated Scrutinizers Report (i.e., E-Voting & Physical Voting)
REF: Extra-ordinary General Meeting dated 20.03.2015.

I Mr. D.V.M. Gopal, Proprietor of M/s. dvmgopal & associates, Company Secretaries, were appointed as Scrutinizers:

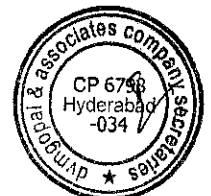
- a) To scrutinize the e-voting process for the items to be transacted at the Extra-ordinary General Meeting to be held on 20.03.2015; and
- b) To scrutinize the physical ballot voting process at the Extra-Ordinary General Meeting at 10.00 am on the 20.03.2015 for the shareholders who have not opted to vote through the e-voting process.

The Registrar and Share Transfer Agent, (RTA), herein referred to as the Service Provider, M/s. Karvy Computershare Private Limited, has provided a system for recording the electronic votes of the shareholders on the item of the business sought to be transacted at the Extra-Ordinary General Meeting (EGM) of the Company. The Service Provider had set up e-voting facility on their website <https://evoting.karvy.com>. Accordingly, the Scrutinizers Report on the process of e-voting was submitted to the Chairman on the 19th day of March, 2015.

The Company has also allowed physical voting through ballot system for those shareholders, who are present at the meeting and have not opted to vote through the e-voting process at the Company's Extra-Ordinary General Meeting held at 10.00 A.M. on the 20th day of March, 2015. The concerned Report on Physical Ballot Voting was submitted on 20th March 2015.

We hereby submit our report as under:

1. The e-voting period remained open from 09.00 A.M. on 14th March, 2015 to 06.00 P.M. on the 16th March, 2015. Upon conclusion of the e-voting period, the votes were unblocked around 16.03.2015 at around 06.15 P.M. in the presence of two witnesses' Ms. Ravali Tammana and Mr Mohsin from Karvy, who are not in employment of the Company.
2. At the EGM, Physical Ballots duly filled were deposited in 2 ballot boxes kept open for voting, upon completion, the same were locked in my presence.
3. The Shareholders as on 13.02.2015, the cut-off date are entitled to vote on the proposed resolution contained in the notice of the Extra-Ordinary General Meeting.
4. We have collated the votes downloaded from e-voting system and the votes cast through physical ballot to declare the final results for the resolution forming part of the EGM Notice and ascertained number of Shares voted "**in favor**" or "**against**" or "**invalidated votes**".



We hereby submit Consolidated Scrutinizer's Report as per Rule 20 of the Companies (Management and Administration) Rules, containing the following results for every resolution under **E-Voting & Physical Voting** as below.

S No	Particulars	Number of folios voted		Total	Number of votes cast		Total	% of total no. of valid votes cast
		E Voting	Physical		E Voting	Physical		
i)	Votes in favour	42	64	106	3,37,88,634	48,54,825	3,86,43,459	100.00%
ii)	Votes against	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	TOTAL	42	64	106	3,37,88,634	48,54,825	3,86,43,459	100.00%
iii)	Invalid votes	NIL	5	5	NIL	25,852	25,852	

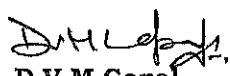
We further confirm that the Registers and Records generated from the e-voting platform of Service Provider including the Registers maintained by us in respect of the votes casted through electronic and physical means are being maintained in electronic form.

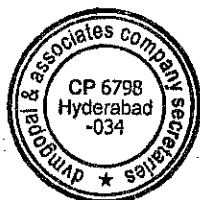
The Registers and all other records/papers relating to e-voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be returned.

You may accordingly declare the result of voting as all the resolutions obtained the requisite majority.

Thanking you,

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


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



Date: 20.03.2015
Place: Hyderabad