



Poised for greater growth

Gati establishes global footprint by entering into a 70:30 JV with USD 3.5 bn MNC, Kintetsu World Express of Japan. KWE is operating in 32 countries and 194 cities. With this, Gati strengthens its leadership position in India further and opens for itself global opportunities.

The relationship with KWE creates immense value for Gati’s shareholders. The transaction brings in cash of ₹ 268 cr for a stake of 30% in the JV Company including ₹ 89 cr into Gati Ltd. The consolidation of JV’s financial results into Gati will accelerate its growth and profitability.

UNAUDITED FINANCIAL RESULTS FOR QUARTER ENDED 31st DECEMBER, 2011

Particulars	Quarter Ended			Half Year Ended		(₹ in Lakhs)
						Year Ended Audited
	31.12.2011	30.09.2011	31.12.2010	31.12.2011	31.12.2010	30.06.2011
Income from Operations	23,195	23,489	22,414	46,684	44,927	90,012
Other Operating Income	414	143	112	557	258	545
Total Income	23,609	23,632	22,526	47,241	45,185	90,557
Expenditure:						
- Operating Expenses	15,885	15,990	15,386	31,875	30,951	61,128
- Employees Cost	2,545	2,665	2,552	5,210	5,071	10,582
- Administrative Expenses	2,173	2,021	2,160	4,194	4,231	8,535
- Repairs & Maintenance	236	206	283	441	548	1,029
- Depreciation	606	830	528	1,436	1,063	2,161
Total	21,445	21,712	20,909	43,157	41,864	83,435
Profit from Operations before Other Income, Interest and Tax	2,164	1,921	1,618	4,084	3,322	7,122
Other Income	5	6	10	11	20	18
Interest (Net)	1,324	1,233	1,160	2,556	2,253	4,844
Profit before Tax and Exceptional Item	845	694	467	1,539	1,088	2,295
Exceptional Item	663	-	-	663	-	-
Profit Before Tax	182	694	467	876	1,088	2,295
Tax Expense	(345)	311	159	(34)	396	865
Net Profit for the period / year	526	383	308	910	692	1,430
Paid up Equity Share Capital						
(Face Value of the Share ₹ 2/- each)	1,732	1,720	1,703	1,732	1,703	1,720
Reserves excluding Revaluation reserve	28,670	28,506	26,538	28,670	26,538	26,956
Earnings Per Share (EPS)						
a) Basic	0.61	0.45	0.37	1.06	0.81	1.68
b) Diluted	0.61	0.40	0.34	1.05	0.73	1.38
Public Shareholding						
- No. of shares	47,446,476	43,395,982	43,395,982	47,446,476	43,395,982	43,395,982
- Percentage of shareholding	54.80	50.46	50.96	54.80	50.96	50.46
Promoter & Promoter Group shareholding						
a) Pledged / Encumbered						
- No. of shares	36,151,593	38,274,700	34,786,700	36,151,593	34,786,700	38,049,700
- Percentage of shares (as a % of the total shareholding of Promoter & Promoter group)	92.37	89.83	83.30	92.37	83.30	89.30
- Percentage of shares ( as a % of the total share capital of the Company)	41.75	44.50	40.85	41.75	40.85	44.24
b) Non-encumbered						
- No. of shares	2,984,218	4,334,218	6,972,218	2,984,218	6,972,218	4,559,218
- Percentage of shares (as a % of the total shareholding of Promoter & Promoter group)	7.63	10.17	16.70	7.63	16.70	10.70
- Percentage of shares ( as a % of the total share capital of the Company)	3.44	5.04	8.19	3.44	8.19	5.30

Segment Wise Revenue, Results and Capital Employed

Particulars	Quarter Ended			Half Year Ended		(₹ in Lakhs)
						Year Ended Audited
	31.12.2011	30.09.2011	31.12.2010	31.12.2011	31.12.2010	30.06.2011
I. Segment Revenue (Net Sale / Income from each Segment)						
a) Express Distribution & Supply Chain	22,380	22,692	20,004	45,072	39,671	80,883
b) Coast to Coast (Shipping)	817	801	2,421	1,618	5,279	9,197
Less: Inter Segment Revenue	3	3	11	7	23	68
Net Sales / Income from Operations	23,195	23,489	22,414	46,684	44,927	90,012
2. Segment Results (Profit (+) / Loss (-) before tax and interest from each Segment)						
a) Express Distribution & Supply Chain	3,112	3,344	2,247	6,456	4,389	9,762
b) Coast to Coast (Shipping)	(166)	(561)	68	(727)	178	8
Total	2,947	2,783	2,315	5,729	4,567	9,770
Less: i) Interest (net of Income)	(1,324)	(1,233)	(1,160)	(2,556)	(2,253)	(4,844)
ii) Other unallocable expenditure net off	(1,441)	(856)	(687)	(2,297)	(1,225)	(2,630)
Total Profit Before Tax	182	694	467	876	1,088	2,295
3. Capital Employed						
(Segment Assets - Segment Liabilities)						
a) Express Distribution & Supply Chain	11,762	12,104	13,189	11,762	13,189	11,507
b) Coast to Coast (Shipping)	23,084	21,979	19,248	23,084	19,248	21,726
c) Unallocated/ Corporate	(3,838)	821	26	(3,838)	26	956
Total	31,007	34,904	32,463	31,007	32,463	34,189

Notes:

1.

The Board of Directors in the meeting held on 13th Feb 2012 approved to transfer company’s “Express, Distribution and Supply” division or substantial part thereof to “RedSun Supply Chain Solutions Limited” currently a wholly owned subsidiary of the company, under a Business Transfer Agreement along with the associated assets, liabilities and employees, subject to the approvals of share holders of the company and statutory/regulatory/other authorities, as may be required. Under a strategic joint venture agreement Kintetsu World Express(KWE) has agreed to own 30% share in the above subsidiary.
2.

The Board of Directors of the Company has allotted 22,182 zero coupon unsecured FCCBs of US\$1,000 each, thereby raising US\$ 22,182,000 from its FCCB Issue on December 12, 2011. The FCCB outstanding have been fully redeemed along with the premium on 13th Dec 2011, from the proceeds of the above issue. The exchange loss of ₹ 6.63 Cr arising on redemption has been shown as an exceptional item.
3.

The Board of Directors of the Company has allotted the following equity shares on exercise of options granted to Employees and Directors at a premium of ₹ 33.05 per share:  
a) 36,000 number of equity shares to the non-executive Directors of the Company  
b) 5,41,387 number of equity shares to the employees of the Company  
Accordingly, the Equity Share Capital of the Company has increased from 8,51,54,900 equity shares of ₹ 2/- each to 8,65,82,287 equity shares of ₹ 2/- each during the quarter.
4.

Pursuant to Section 192 (A) of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, the company by way of postal ballot, obtained approval from the shareholders in December 2011 for “transfer of the Shipping Business of the Company to its wholly owned subsidiary, Gati Ship Private Limited on a going concern basis”. The Company is in the process of transfer the shipping division into the above Wholly owned subsidiary Company.
5.

Pursuant to the notification issued by the ministry of Corporate Affairs dated 29th December 2011 on Accounting Standard 11, the company has opted to adjust the carrying cost of depreciable fixed assets to amortize the exchange differences on the Long term Foreign Currency Monetary Items over their tenure. Accordingly as on December 31, 2011, ₹ 1.44 Cr has been carried forward in the “Foreign Exchange Monetary Translation Difference Account”. Consequently the net profit is higher by ₹ 1.44 Cr for the quarter.
6.

The Company had initiated Arbitration Proceeding with the National Aviation Company of India Limited (“NACIL”) in respect of certain disputes that had arisen between the Company and NACIL arising out of the Wet Lease Agreement, the Company had entered into with NACIL in the year 2007 wherein NACIL had invoked the Bank guarantee of ₹ 30.00 crores. The Company had objected to the wrongful invocation of the Bank guarantee and raised claims on NACIL in respect of the continuous breaches committed by it during the tenure of the Wet Lease Agreement. NACIL had in turn raised certain counter claims on the Company in the proceedings. The disputes are pending before the Arbitral Tribunal. No orders have been passed against the Company nor have any claims been adjudicated in the matter as on date. In the opinion of the Company’s Attorneys, no provision is considered necessary at this stage. The Auditors in their report have stated their inability to express an opinion in the matter.
7.

21,21,241 options under Employee Stock Options Scheme were outstanding as on December 31, 2011.
8.

Statement of Assets and Liabilities as required under Clause 41(l)(ea) of the Listing Agreement.

Statement of Assets and Liabilities

Particulars	Half Year Ended		(₹ in Lakhs)
			Year Ended
	Unaudited	Audited	
	31.12.2011	31.12.2010	30.06.2011
Shareholders’ Funds :			
(a) Capital	1,731.65	1,703.10	1,720.10
(b) Share Warrants	-	1,763.84	1,640.59
(c) Reserves and Surplus (including Revaluation Reserve)	29,358.40	27,227.68	27,645.19
Loan Funds	49,053.47	44,924.65	45,732.48
Deferred Tax Liability	889.74	859.13	923.81
Total	81,033.25	76,478.40	77,662.17
Fixed Assets	42,587.72	43,346.00	43,039.62
Investments	7,769.08	7,484.96	7,736.87
Foreign Currency Monetary Item Translation Difference Account	144.91	(50.69)	-
CURRENT ASSETS, LOANS AND ADVANCES			
(a) Inventories	964.15	1,001.48	1,007.52
(b) Sundry Debtors	16,399.26	15,413.05	16,194.64
(c ) Cash and Bank balances	1,623.03	2,206.73	2,147.97
(d) Loans and Advances	25,774.87	19,743.06	23,286.34
Less: Current liabilities and provisions			
(a) Liabilities	(12,344.44)	(8,928.17)	(10,599.24)
(b) Provisions	(1,885.33)	(3,738.02)	(5,151.55)
Total	81,033.25	76,478.40	77,662.17

9.

a) The Company has opted to come out of Tonnage Tax Scheme under the Income Tax Act with effect from the current financial year, the tax provision has been adjusted accordingly.  
b) Tax expense for the current period represents Income Tax and Deferred Tax.
10.

The previous period figures have been regrouped / rearranged wherever necessary to make them comparable.
11.

The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their Meeting held on 14th February, 2012.
12.

Nine complaints received from investors during the quarter ended December 31, 2011 have been resolved. There were no complaints outstanding at the beginning or at the end of the quarter.

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Place: Secunderabad

For GATI LIMITED

Date: 14th February, 2012

Director