



January 21, 2015

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. Tel: 022 - 2272 1233 / 34 Fax: 022 - 2272 2131 / 1072/ 2037 / 2061 / 41 Email: corp.relations@bseindia.com corp.compliance@bseindia.com <u>Scrip Code: 532345</u>	National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Tel: 022 - 2659 8235 / 36 / 452 Fax: 022 - 2659 8237/ 38 Email: cmlist@nse.co.in <u>Scrip Code : GATI</u>
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Dear Sir,

Sub: Shareholding pattern under clause 31(1)(b) of the SEBI (LODR) Regulations, 2015 – reg.

Please find enclosed the shareholding pattern under clause 31(1)(b) of the SEBI (LODR) Regulations, 2015 for the quarter ended December 31, 2015 for your information and records.

Kindly acknowledge the receipt of the above.

Thanking You

Yours faithfully,
For GATI LIMITED

VSN RAJU
Company Secretary

Corporate & Regd. Office: Gati Limited

Plot No. 20, Survey No. 12, Kothaguda, Kondapur, Hyderabad – 500 084, Telangana, India. Tel.: (040) 71204284, Fax: (040) 71204285

investor.services@gati.com | CIN: L6301ITG1995PLC020121 | Toll Free No.: 1800-266-4284 | www.gati.com

- 1. Name of Listed Entity: - GATI LIMITED
- 2. Scrip Code/Name of Scrip/Class of Security: - BSE: 532345, NSE: GATI, EQUITY SHARES
- 3. Share Holding Pattern Filed under: Reg. 31(1)(a)/Reg.31(1)(b)/Reg.31(1)(c) - Reg. 31(1) (b)
 - a. if under 31(1)(b) then indicate the report for quarter ending - 31/12/2015
 - b. if under 31(1)(c) then indicate date of allotment/extinguishment - NA

4. Declaration : The Listed entity is required to submit the following declaration to the extent of submission of information:

Particulars		YES*	NO*
a	Whether the Listed Entity has issued any partly paid up shares		✓
b	Whether the Listed Entity has issued any Convertible Securities or Warrants?	✓	
c	Whether the Listed Entity has any shares against which depository receipts are issued?		✓
d	Whether the Listed Entity has any shares in locked-in?		✓
e	Whether any shares held by promoters are pledge or otherwise encumbered?	✓	

*if the Listed Entity selects the option 'NO' for the questions above, the columns for the partly paid up shares, Outstanding Convertible Securities/Warrants, depository receipts, locked-in shares, No of shares pledged or otherwise encumbered by promoters, as applicable, shall not be displayed at the time of dissemination on the Stock Exchange website. Also wherever there is 'No' declared by Listed entity in above table the values will be considered as 'Zero' by default on submission of the format of holding of specified securities.

5 The tabular format for disclosure of holding of specified securities is as follows:


For GATI LIMITED

 Company Secretary

Table 1 - Summary Statement holding of specified securities

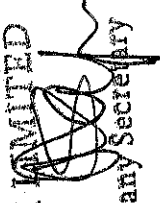
Category	Category of Shareholder	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held	Shareholding as a % of total no of shares (Calculated as per SCRR, 1957)	Number of Voting Rights held in each class of securities			No of Shares Underlying convertible securities (Including Warrants) *	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Shares Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
								No of Voting Rights	Class X	Class Y			Total	No.	As a % of total Shares held	No.	
(i)	(ii)	(iii)	(iv)	(v)	(vi)	(vii) = (iv)+(v)+(vi)	(viii) As a % of (A+B+C2)	(ix)	(x)	(xi)	(xii)	(xiii)	(xiv)				
(A)	Promoter & Promoter Group	9	36149751	0	0	36149751	41.32	0	36149751	0	30.75	0	0.00	26227563	72.55	36149751	
(B)	Public	77834	51327786	0	0	51327786	58.68	0	51327786	0	69.25	0	0.00	NA	NA	49815204	
(C)	Non Promoter- Non Public																
(C1)	Shares underlying DRs	0	0	0	0	0	0	0	0	0	0	0	0.00	NA	NA	0	
(C2)	Shares held by Employees Trusts	0	0	0	0	0	0	0	0	0	0	0	0.00	NA	NA	0	
	Total:	77843	87477537	0	0	87477537	100.00	0	87477537	0	100.00	0	0.00	0	0.00	85964955	

FOR GATI LIMITED

Company Secretary

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

Category	Name of the Shareholders	PAN	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities			No of Shares Underlying convertible securities (including Warrants) *	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form		
									Class X	Class Y	Total			No.	As a % of total Shares held	No.	As a % of total Shares held			
																			(IX)	(X)
(I)	Indian																			
(a)	Individuals/Hindu Undivided Family																			
	MAHENDRA KUMAR AGARWAL (HUF)	AANH6384A	1	4339995	0	0	4339995	4.96	4.96	0	0	0	0	0	0	4330000	0	99.77	4339995	
	MAHENDRA KUMAR AGARWAL	ABLPA4518K	1	3834188	0	0	3834188	4.38	4.38	0	0	0	0	0	0	3820000	0	99.63	3834188	
(b)	Central Government/State Government(s)		0	0	0	0	0	0.00	0.00	0	0	0	0	0	0	0	0	0.00	0	
(c)	Financial Institutions/Banks		0	0	0	0	0	0.00	0.00	0	0	0	0	0	0	0	0	0.00	0	
(d)	Any Other (Bodies corporates)		4	14521481	0	0	14521481	16.60	16.60	0	0	0	0	0	0	12518127	0	86.20	14521481	
	BUNNY INVESTMENTS & FINANCE PRIVATE LIMITED	AAACB8313N	1	1454972	0	0	1454972	1.66	1.66	0	0	0	0	0	0	1347167	0	92.59	1454972	
	JUBILEE COMMERCIAL & TRADING PRIVATE LIMITED	AAACI6318D	1	1227313	0	0	1227313	1.40	1.40	0	0	0	0	0	0	1227000	0	99.97	1227313	
	TCI FINANCE LIMITED	AABCT7588A	1	8103205	0	0	8103205	9.26	9.26	0	0	0	0	0	0	6209546	0	76.63	8103205	
	MAHENDRA INVESTMENT ADVISORS PVT LTD	AADC89787E	1	3735991	0	0	3735991	4.27	4.27	0	0	0	0	0	0	3734414	0	99.96	3735991	
	DHRUV AGARWAL BENEFIT TRUST	AAATD8295N	1	3785450	0	0	3785450	4.33	4.33	0	0	0	0	0	0	3463000	0	91.48	3785450	
	NEERA AND CHILDREN TRUST	AAATN4755H	1	5599995	0	0	5599995	6.40	6.40	0	0	0	0	0	0	0	0	0.00	5599995	
	MANISH AGARWAL BENEFIT TRUST	AABTM5293J	1	4068642	0	0	4068642	4.65	4.65	0	0	0	0	0	0	2096436	0	51.53	4068642	

For GATI LIMITED

 Company Secretary

(2)	Sub-Total (A)(1)	9	36149751	0	36149751	41.32461	36149751	0	36149751	41.32461	0	30.75	0	0	26227563	72.55	36149751
(a)	Foreign Individuals (Non-Resident Individuals/Foreign Individuals)	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(b)	Government	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(c)	Institutions	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(d)	Foreign Portfolio Investor	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(e)	Any Other	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	Sub-Total (A)(2)	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	9	36149751	0	0	41.32	36149751	0	36149751	41.32	0	30.75	0	0.00	26227563	72.55	36149751

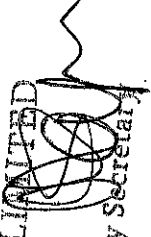
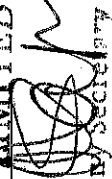
For GATI LIMITED

 Company Secretary

Table III - Statement showing shareholding pattern of the Public shareholder

Category	Category & Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities			No of Shares Underlying convertible securities (including Warrants) *	Shareholding as a % assuming full conversion of convertible securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form	
									Class X	Class Y	Total			No.	As a % of total Shares held	No.	As a % of total Shares held		
																			(X)
(1)	Institutions																		
(a)	Mutual Funds		2	90839	0	0	90839	0.10	0	0	0	0.08	0	0.00	NA	NA	NA	90839	
(b)	Venture Capital Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA	NA	0	
(c)	Alternate Investment Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA	NA	0	
(d)	Foreign Venture Capital Investors		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA	NA	0	
(e)	Investors		33	9706994	0	0	9706994	11.10	0	0	0	8.26	0	0.00	NA	NA	NA	9704109	
	MACQUARIE BANK LIMITED	AAECM2014P	1	5000000	0	0	5000000	5.72	0	0	0	4.25	0	0.00	NA	NA	NA	5000000	
	MORGAN STANLEY ASIA (SINGAPORE) PTE.	AAECM3575F	1	2476130	0	0	2476130	2.83	0	0	0	2.11	0	0.00	NA	NA	NA	2476130	
(f)	Financial Institutions/Banks		16	273035	0	0	273035	0.31	0	0	0	0.23	0	0.00	NA	NA	NA	219290	
(g)	Insurance Companies		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA	NA	0	
(h)	Provident Funds/Pension Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA	NA	0	
(i)	Any Other											0.00							
	FOREIGN CORPORATE BODIES		1	4329114	0	0	4329114	4.95	0	0	0	3.68	0	0.00	NA	NA	NA	4329114	
	KINETSU WORLD EXPRESS INC	AAFCK0939G	1	4329114	0	0	4329114	4.95	0	0	0	3.68	0	0.00	NA	NA	NA	4329114	
	FOREIGN NATIONALS		1	360	0	0	360	0.00	0	0	0	0.00	0	0.00	NA	NA	NA	360	
	Sub Total (B)(1)		53	14400342	0	0	14400342	16.46	0	0	0	12.25	0	0.00	NA	NA	NA	14343712	
(2)	Central Government/State Government(s)/President of India		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA	NA	0	
	Sub Total (B)(2)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA	NA	0	
(3)	Non-Institutions																		
(e)	Individual shareholders holding nominal share capital up to Rs.2 lakhs		74859	20104109	0	0	20104109	22.98	0	0	0	17.10	0	0.00	NA	NA	NA	18815187	

FOR GATI LIMITED

 Company Secretary

ii. Individual shareholders holding nominal share capital in excess of Rs. 2 Lakhs	18	7537026	0	7537026	8.62	7537026	8.62	7537026	8.62	0	7537026	6.41	0.00	NA	NA	7537026
GOPIKISHAN S DAMANI	2	2227848	0	2227848	2.55	2227848	2.55	2227848	2.55	0	2227848	1.90	0.00	NA	NA	2227848
PRAVEEN K MANIVANNAN	1	1000000	0	1000000	1.14	1000000	1.14	1000000	1.14	0	1000000	0.85	0.00	NA	NA	1000000
NBFCs Registered with RBI	6	38972	0	38972	0.04	38972	0.04	38972	0.04	0	38972	0.03	0.00	NA	NA	38972
Employee Trusts	0	0	0	0	0.00	0	0.00	0	0.00	0	0	0.00	0.00	NA	NA	0
Overseas Depositories (Holding DRs) (Balancing figure)	0	0	0	0	0.00	0	0.00	0	0.00	0	0	0.00	0.00	NA	NA	0
(d) Any Other	3	10600	0	10600	0.01	10600	0.01	10600	0.01	0	10600	0.01	0.00	NA	NA	10600
TRUSTS																
NON RESIDENT INDIANS	1555	3554454	0	3554454	4.06	3554454	4.06	3554454	4.06	0	3554454	3.02	0.00	NA	NA	3417839
AMAL N PARIKH	1	2300000	0	2300000	2.63	2300000	2.63	2300000	2.63	0	2300000	1.96	0.00	NA	NA	2300000
CLEARING MEMBERS	192	214652	0	214652	0.25	214652	0.25	214652	0.25	0	214652	0.18	0.00	NA	NA	214652
Directors	5	180000	0	180000	0.21	180000	0.21	180000	0.21	0	180000	0.15	0.00	NA	NA	180000
BODIES CORPORATES	1143	5287631	0	5287631	6.04	5287631	6.04	5287631	6.04	0	5287631	4.50	0.00	NA	NA	5257216
Sub Total (B)(3)	77781	36927444	0	36927444	42.22	36927444	42.22	36927444	42.22	0	36927444	31.41	0.00	0.00	0.00	35471492
Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)	77834	51327786	0	51327786	58.68	51327786	58.68	51327786	58.68	0	51327786	43.66	0.00	0.00	0.00	49815204

Note no.1: * As you are aware that, Gati Limited has issued 22,182 Zero coupon Unsecured Foreign Currency Convertible Bonds (FCCB) of US\$ 1,000 each, thereby raising US\$ 22.18 MN, on December 12, 2011. The Bonds are convertible subject to the terms and conditions thereof and applicable laws and regulations, any time from December 12, 2012 upto close of business on November 13, 2016 by holders of the Bonds into fully paid equity shares of the Company. Unless previously converted, redeemed or purchased and cancelled, the Bonds will be redeemed in US dollars at 132.8341 percent of principle amount on December 13, 2016 giving Yield to Maturity of 5.76 percent per annum calculated on semi-annual basis.

In response to company's application to Reserve Bank of India (RBI) seeking permission for part repurchase of FCCBs, RBI vide its letter dated 27th September, 2013 accorded permission while stating the Company was not eligible borrower under the automatic route and the borrowing be treated as a Foreign Debt. The Company was levied a compounding fee of Rs. 29.6 Mn in this respect. Two writ petitions were filed by the Company challenging the compounding orders. While Suspending the compounding order of RBI, the Hon'ble High Court of Andhra Pradesh had passed an interim order directing the Company to deposit Rs.0.74 Mn with the Reserve Bank of India, out of the compounding fee of Rs. 29.6Mn, which the Company has since deposited.

Pending writ petitions in the Hon'ble High Court at Hyderabad, Company made a representation to RBI seeking clarifications on certain matters vide letter dated Jul 23, 2014. Later, Hon'ble High Court at Hyderabad disposed off the two writ petitions that were filed by the Company and permitted the company to pay balance compounding fee and directed RBI to consider the company's representation in accordance with law. The Company had accordingly paid the balance compounding fees to RBI and is awaiting response from RBI for its representation referred above.

These developments have been updated to the Trustee and the Bondholders. However, the Trustee has filed a civil suit in Secunderabad Court for specific performance, which the Company is contesting on various grounds. Hence the matter is now sub judice.



For GATI LIMITED

 Company Secretary

Table IV - Statement showing shareholding pattern of the Non Promoter - Non Public Shareholder

Category	Category & Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities			Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form		
									No of Voting Rights				(X)	(XI)	No.	As a % of total Shares held		No.	As a % of total Shares held
									Class X	Class Y	Total								
(1)	(i)	(ii)	(iii)	(iv)	(v)	(vi)	(vii)	(viii)	(ix)	(x)	(xi)	(xii)	(xiii)	(xiv)					
(1)	Custodian/DR Holder		0	0	0	0	0	0.00	0	0	0.00	0	0	0.00	0	0	0		
(2)	Employee Benefit Trust (under SEBI(Share based Employee Benefit) Regulations 2014)		0	0	0	0	0	0.00	0	0	0.00	0	0	0.00	0	0	0		
	Total Non-Promoter-Non Public Share		0	0	0	0	0	0.00	0	0	0.00	0	0	0.00	0	0	0		

For GATI LIMITED


Company Secretary


Details of the shareholders acting as persons in Concert including their Shareholding:

Name of Shareholder	Name of PAC	No of shares	Holding%
Total:		0	0

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account

No of Shareholders	No of shares
NA	NA

For GATI LIMITED


Company Secretary