

The instructions for e-voting are as under:

- A. In case a Member receives Notice of EGM through email (for Members whose addresses are registered with the Company/Depositories):**
- i. Open your web browser during the voting period and navigate to 'https://evoting.karvy.com'
 - ii. Enter the login credentials i.e., user id and password mentioned in your email. Your Folio No./DP ID Client ID will be your user ID. However, if you are already registered with Karvy for e-voting, you can use your existing USER ID and password for casting your vote.
 - iii. After entering the details appropriately, click on "LOGIN".
 - iv. You will reach the 'password change' menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). The system will prompt you to change your password. **It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.**
 - v. You need to login again with the new credentials.
 - vi. On successful login, the system will prompt you to select the EVENT (e-voting Event Number) i.e., Gati Limited.
 - vii. On the voting page, the number of shares (which represents the number of votes) as held by the member will appear. If you desire to cast all the votes assenting/dissenting to the Resolution then enter all shares and click "FOR"/"AGAINST" as the case may be or partially in "FOR" and partially in "AGAINST", but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head.
 - viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
 - ix. Cast your vote by selecting an appropriate option and click on "SUBMIT". A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. **Once you confirm, you will not be allowed to modify your vote subsequently.** During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
 - x. Corporate/Institutional Members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter, etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through email id: esos@gati.com. They may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format "Corporate Name EVENT No."
 - xi. The Portal will remain open for voting from: **March 14, 2015 (9.00 a.m.) till March 16, 2015 (6.00 p.m.)**
 - xii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual available at the "download" section of <https://evoting.karvy.com> or contact Karvy on Toll Free No. 1-800-34-54-001 for any further clarifications.
- B. In case a Member receives the physical copy of the Notice of EGM (for Members whose email addresses are not registered with the Company/Depositories) :**
- i. Initial password is provided in the enclosed Ballot Form: EVEN (e-voting Event Number), User ID and password.
 - ii. Please follow steps from Sl. No. (i) to (xii) under heading A above to vote through e-voting platform.

INSTRUCTIONS

- i. Members may fill up the Ballot Form printed overleaf and submit the same in a sealed envelope to the Scrutinizer, dvmgopal & Associates, Company Secretaries, Unit : Gati Limited, C/o. Karvy Computershare Pvt. Ltd., Plot No.17-24, Near Image Hospital, Vittal Rao Nagar, Madhapur, Hyderabad – 500081 or to the email id : **esos@gati.com** so as to reach latest by 6.00 p.m. on March 19, 2015. Ballot Form received thereafter will strictly be treated as if not received.
- ii. The Company will not be responsible if the envelope containing the Ballot Form is lost in transit.
- iii. Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of the forms will be final.
- iv. In the event member casts his votes through both the processes i.e. e-voting and Ballot Form, the votes in the electronic system would be considered and the Ballot Form would be ignored.
- v. The right of voting by Ballot Form shall not be exercised by a proxy.
- vi. To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic/demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of members holding shares in physical form is verified as per the records of the share transfer agent of the Company (i.e. Karvy Computershare Pvt. Ltd.). Members are requested to keep the same updated.
- vii. There will be only one Ballot Form for every Folio / DP ID Client ID irrespective of the number of joint members.
- viii. In case of joint holders, the Ballot Form should be signed by the first named shareholder and in his / her absence by the next named shareholders. Ballot form signed by a joint holder shall be treated valid if signed as per records available with the Company and the Company shall not entertain any objection on such Ballot Form signed by other joint holders.
- ix. Where the Ballot Form has been signed by an authorised representative of the body corporate / Trust / Society, etc. a certified copy of the relevant authorisation / Board resolution to vote should accompany the Ballot Form.