

June 04, 2021

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. Tel: 022 - 2272 1233 / 34 Fax: 022 - 2272 2131 / 1072/ 2037 / 2061 / 41  <b>Scrip Code:</b> 532345 <b>ISIN No.:</b> INE152B01027 <b>Re.:</b> Gati Limited	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Tel: 022 - 2659 8235 / 36 / 452 Fax: 022 - 2659 8237/ 38  <b>Symbol :</b> GATI <b>ISIN No.:</b> INE152B01027 <b>Re.:</b> Gati Limited
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Dear Sir/Ma'am,

**Sub: Proceedings and Voting Results of the Extraordinary General Meeting of the Shareholders of the Company held on Thursday, June 03, 2021.**

**Ref.: Disclosure pursuant to Regulation 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").**

The Extraordinary General Meeting ("EGM") of Shareholders of the Company was held on Thursday, June 03, 2021, at 03:00 P.M. through video conferencing/other audio visual means in accordance with the circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India in this regard and business(es) mentioned in the Notice dated May 07, 2021, convening the EGM, transacted thereat.

In this regard, we hereby submit the following disclosures:-

- 1) Summary of proceedings as required under Regulation 30, Part – A Schedule III of the Listing Regulations;
- 2) Voting Results as required under Regulation 44 of the Listing Regulations; and
- 3) Consolidated Scrutinizer's Report on Remote – E-voting & electronic voting at the EGM pursuant to Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended.

The results along with the Scrutinizer's report, will also be available on the website of the Company i.e. [www.gati.com](http://www.gati.com) and on the website of National Securities Depository Limited i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

We request you to kindly take the same on your record.

Thanking you,

Yours faithfully,  
For **Gati Limited**



**T.S. Maharani**  
**Company Secretary & Compliance Officer**  
**M. No.: F8069**

**Encl.:** As above

**Corporate & Regd. Office: Gati Limited**

Plot No.20, Survey No.12, Kothaguda, Kondapur, Hyderabad - 500 084, Telangana, India. Tel.: (040) 71204284, Fax: (040) 23112318

investor.services@gati.com | CIN: L63011TG1995PLC020121 | Toll Free No.: 1860 123 4284 | [www.gati.com](http://www.gati.com)

**Summary of the Proceedings of Extraordinary General Meeting of the Shareholders of Gati Limited ("the Company")**

The Extraordinary General Meeting ("EGM") of Shareholders of the Company was convened on Thursday, June 03, 2021, at 03:00 P.M. through two-way video conferencing (VC)/Other Audio Visual Means (OAVM) in accordance with the applicable provisions of the Companies Act, 2013 read with the Rules issued thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The meeting commenced at 3:00 P.M. and concluded at 4.08 P.M.

- Mr. Shashi Kiran Shetty, Chairman of the Company, chaired the proceedings of the meeting. He welcomed all the Directors, shareholders and other invitees of the Company who were connected through VC from their respective locations. All Directors were present for the meeting. The Representative of Statutory Auditor and the Secretarial Auditor of the Company were also present at the meeting. Mrs. T.S. Maharani, Company Secretary, ascertained the requisite quorum and the Chairman called the meeting to order.
- On request by the Chairman, Company Secretary, then provided general instructions to the Shareholders regarding participation in the meeting which *inter alia*, includes the following:-
  - (i) The Company had taken all feasible efforts under the current circumstances to enable members to participate through video conference and vote at the EGM.
  - (ii) The Company had tied up with National Securities Depository Limited ("NSDL") to provide facility for voting through remote e-voting, electronic voting during the EGM and participation in the EGM through VC/OAVM facility.
  - (iii) The Company had provided a facility to the members to cast their votes electronically, on all resolutions set forth in the Notice convening the EGM of the Company and the remote e-voting period commenced on Monday, May 31, 2021 at 9:00 A.M. (IST) and ended on Wednesday, June 02, 2021 at 5:00 P.M. (IST).
  - (iv) Shareholders who had not cast their votes through remote e-voting platform were provided with an opportunity to cast their votes, electronically during the EGM.
  - (v) The Company had appointed Mr. Puttaparthi Jagannatham, Company Secretary and Corporate Advocate, Hyderabad as Scrutinizer for the purpose of scrutinizing the remote E-voting process and electronic voting held during the EGM in a fair and transparent manner.
- The Chairman then explained the subject matter of the resolutions and gave an overview on the transformation programme including Business Strategy, Digitalization, Corporate Social Responsibility and Vision of the Company.
- The Chairman being interested in the resolutions to be passed w.r.t. the items of businesses as contained in the notice of the EGM, entrusted the chair to the Chairman of the Audit Committee of the Board, Mr. Nilesh Vikamsey, who then took the chair for conducting the business items as per the notice of the EGM. Thereafter Company Secretary read out the notice containing all the agenda items at the EGM and accordingly all the resolutions were proposed and seconded by the Shareholders, however the voting on the resolutions took place by remote e-voting platform and also electronically during the EGM.

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- Upon conclusion of the passing of the resolutions, the Chairman of the meeting Mr. Shashi Kiran Shetty then resumed the chair and conducted the rest of the proceedings of the EGM. The Shareholders were then requested to raise their queries on the Agenda Items as set out in the Notice convening the EGM of the Company. Several Speaker Shareholders spoke/raised queries/made comments on the financial performance and other relevant matters. Necessary clarifications/responses were provided to the members by the Chairman and the Chief Financial Officer of the Company.
- The Chairman then authorized Mrs. T.S. Maharani, Company Secretary & Compliance Officer and informed to the members that the results of the EGM shall be disseminated to the designated Stock Exchanges, uploaded on the websites of the Company and NSDL, the E-voting Agency.
- The Chairman, thereafter, thanked all the Shareholders for their participation at the EGM and for their constructive suggestions and observations.
- The Company Secretary informed the Shareholders that electronic voting on the NSDL platform would continue for another 15 minutes to enable the members to cast their votes.
- The following items of business, as per the Notice convening the EGM of the Company were transacted at the meeting:

Sl. No.	Resolutions Description
	<b>SPECIAL BUSINESSES</b>
1	To consider and approve the issuance of equity shares to Promoters of the Company on preferential basis. <b>(Special Resolution)</b>
2	To consider and approve the issuance of Equity warrants convertible into Equity Shares to Promoters of the Company on preferential basis. <b>(Special Resolution)</b>

All the aforesaid resolutions were passed with requisite majority as per the Scrutinizer's Report received by the Company. Detailed voting results for the votes cast through remote e-voting and electronic voting at the EGM on all the resolutions as set out in the Notice of EGM are enclosed.

Thanking You,

Yours faithfully,  
**For Gati Limited**



**T.S. Maharani**  
**Company Secretary & Compliance Officer**  
**M. No.: F8069**



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## Voting Results

<b>Company Name</b>	GATI LIMITED
<b>Date of the AGM/EGM</b>	03-06-2021
<b>Total number of shareholders on record date</b>	90337
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group:</b>	Not Applicable
<b>Public:</b>	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
<b>Promoters and Promoter Group:</b>	3
<b>Public:</b>	53

<b>Resolution No.</b>	1							
<b>Resolution required: (Ordinary/ Special)</b>	SPECIAL - To consider and approve the issuance of equity shares to Promoters of the Company on preferential basis							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
Promoter and Promoter Group	E-Voting	6,32,94,116	6,32,94,116	100.0000	6,08,69,477	24,24,639	96.1693	3.8307
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6,32,94,116</b>	<b>100.0000</b>	<b>6,08,69,477</b>	<b>24,24,639</b>	<b>96.1693</b>	<b>3.8307</b>
Public- Institutions	E-Voting	20,50,365	5,89,332	28.7428	5,89,332	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5,89,332</b>	<b>28.7428</b>	<b>5,89,332</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	5,66,01,496	8,54,247	1.5092	4,92,470	3,61,777	57.6496	42.3504
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8,54,247</b>	<b>1.5092</b>	<b>4,92,470</b>	<b>3,61,777</b>	<b>57.6496</b>	<b>42.3504</b>
<b>Total</b>	<b>Total</b>	<b>12,19,45,977</b>	<b>6,47,37,695</b>	<b>53.0872</b>	<b>6,19,51,279</b>	<b>27,86,416</b>	<b>95.6958</b>	<b>4.3042</b>

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Company Name	GATI LIMITED
Date of the AGM/EGM	03-06-2021
Total number of shareholders on record date	90337
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	3
Public:	53

Resolution No.	2							
Resolution required: (Ordinary/ Special)	SPECIAL - To consider and approve the issuance of Equity warrants convertible into Equity Shares to Promoters of the Company on preferential basis.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6,32,94,116	6,32,94,116	100.0000	6,08,69,477	24,24,639	96.1693	3.8307
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6,32,94,116	100.0000	6,08,69,477	24,24,639	96.1693	3.8307
Public- Institutions	E-Voting	20,50,365	5,89,332	28.7428	5,89,332	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,89,332	28.7428	5,89,332	0	100.0000	0.0000
Public- Non Institutions	E-Voting	5,66,01,496	8,54,192	1.5091	4,92,235	3,61,957	57.6258	42.3742
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		8,54,192	1.5091	4,92,235	3,61,957	57.6258	42.3742
	Total	12,19,45,977	6,47,37,640	53.0871	6,19,51,044	27,86,596	95.6956	4.3044

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**PUTTAPARTHI JAGANNATHAM**  
M.Com. LLB, FCS  
Advocate

(O) : 315, Bhanu Enclave, Adj. to ESI Hospital, Erragadda, Hyderabad - 38.  
(Res) : F-1, Pavani Apts., 40, Rajeev Nagar, Hyderabad - 500045.  
Tel : (O) +91-40-23701964, 23701374.  
E-mail : pjagan123@gmail.com

**REPORT OF SCRUTINIZER  
[E-VOTING]**

**[Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xi) of the Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman,  
Gati Limited  
Plot No. 20, Survey No. 12,  
Kothaguda, Kondapur,  
Hyderabad, Telangana –500084

I, **Puttaparthi Jagannatham**, Corporate Advocate, Hyderabad, was appointed as Scrutinizer for the Extra Ordinary General Meeting (“EGM”) of the Equity Share holders of “**Gati Limited**” held on Thursday, 3<sup>rd</sup> June, 2021 at 03.00 P.M. through Video Conferencing/Other Audio Visual Means at the Registered Office of the Company (deemed venue), for the purpose of scrutinizing the e-voting process (Remote e-voting as well as the e-voting by members during the EGM) in a fair and transparent manner and ascertaining the requisite majority on E Voting carried out as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to section 108 of the Companies Act, 2013 and clause (xi) of Sub rule(4) of Rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions referred to in this report.

The notice dated 7<sup>th</sup> May, 2021, was sent as confirmed by the Company in respect of the below mentioned resolution(s) passed at the EGM of the Company through electronic mode to those Members whose email addresses were registered with the Company / Depositories, in compliance with the MCA Circulars and SEBI Circulars issued.

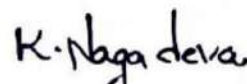
The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice to the EGM of the members of the Company. My responsibility as a Scrutinizer for the e-Voting process is restricted to make a report on the votes cast “in favour” or “against” the said resolution(s), based on the reports generated from the e-Voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the company.



I submit my report as under:

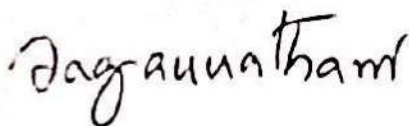
1. The E-Voting period remained open from 09:00 AM on 31<sup>st</sup> May, 2021 to 5:00 PM on 2<sup>nd</sup> June, 2021.
2. The Company had also provided e-voting facility to the shareholders present at the EGM through VC/OAVM and who had not cast their vote earlier.
3. The members of the company as on the "cut-off" date i.e., 27<sup>th</sup> May, 2021 were entitled to vote on the items as set out in the notice of the EGM of the Company.
4. The NSDL e-voting platform was unblocked thereafter on 3<sup>rd</sup> June, 2021 around 04.30PM in the presence of Two Witnesses, namely Mr. B Rajesh, Resident of 11-3-382/1, Srinivas Nagar Colony, Padmarao Nagar, Secunderabad-500061, Telangana, India and Mr. Nagadeva, Resident of Flat 314, Model Colony, Sunder Nagar, Hyderabad-500038 Telangana, India who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
(Rajesh)

  
(Nagadeva)

5. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the E-Voting website [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
6. The e-voting result on the Agenda items of the said notice is annexed hereunder:

The register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves, signs the Minutes of the aforesaid EGM and the same are handed over to the Company for safe keeping.





**P. Jagannatham**  
**Corporate Advocate**

**Date: 04.06.2021 at 11:00 AM**  
**Place: Hyderabad**

## **SPECIAL BUSINESS/SPECIAL RESOLUTION**

### **Resolution 1: Issuance of equity shares to promoters of the Company on preferential basis**

Particulars	Total no of votes cast	Votes in favour of the resolution		Votes against the resolution		Invalid / abstained votes	
		No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
Remote e-Voting	64735486	61949070	95.7	2786416	4.3	0	0
e-Voting at the EGM	2209	2209	100	0	0	0	0
<b>Total</b>	<b>64737695</b>	<b>61951279</b>	<b>95.7</b>	<b>2786416</b>	<b>4.3</b>	<b>0</b>	<b>0</b>

**The resolution was passed with requisite majority.**

### **Resolution 2: Issuance of Equity warrants convertible into Equity Shares to promoters of the Company on preferential basis**

Particulars	Total no of votes cast	Votes in favour of the resolution		Votes against the resolution		Invalid / abstained votes	
		No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
Remote e-Voting	64735431	61948835	95.7	2786596	4.3	0	0
e-Voting at the EGM	2209	2209	100	0	0	0	0
<b>Total</b>	<b>64737640</b>	<b>61951044</b>	<b>95.7</b>	<b>2786596</b>	<b>4.3</b>	<b>0</b>	<b>0</b>

**The resolution was passed with requisite majority.**



*TSm*