

January 28, 2022

<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>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>Scrip Code:</b> 532345 <b>ISIN No.:</b> <u>INE152B01027</u> <b>Re.:</b> Gati Limited	<b>Symbol :</b> GATI <b>ISIN No.:</b> <u>INE152B01027</u> <b>Re.:</b> Gati Limited

Dear Sir/Ma'am,

**Sub: Submission of Voting Results along with Scrutinizer's Report in respect to the Postal Ballot Notice dated December 06, 2021.**

With reference to our letters dated December 06, 2021 and December 28, 2021, this is to inform that the process of seeking approval of the members of the Company by way of Special Resolutions through Postal Ballot by remote e-voting has been completed for the purpose of approving of "Gati - Employees Stock Appreciation Rights Plan - 2021" ('ESAR 2021'/'Plan') and granting of Employee Stock Appreciation Rights under the Plan to the employees of the Company, its Holding Company, Subsidiary Company(ies) and Associate Company(ies).

In this regard, please find enclosed herewith the Voting Results, in respect to the resolutions set out in the Postal Ballot Notice dated December 06, 2021 as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended along with the copy of Scrutinizer's Report on Remote - E-voting issued by Mr. Navajyoth Puttaparthi, practicing Company Secretary and partner of M/s. Puttaparthi Jagannatham & Co., Company Secretaries, Hyderabad dated January 28, 2022.

The said resolution is passed with the requisite majority on January 27, 2022 (the last date for e-voting)

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

Company Name	GATI LIMITED
Date of the AGM/EGM/Postal Ballot (Last Date of Postal Ballot - E-voting)	27-01-2022
Total number of shareholders on record date	85709
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	

Resolution No.	1							
Resolution required: (Ordinary/ Special)	SPECIAL - To consider and approve the 'Gati - Employees Stock Appreciation Rights Plan - 2021' ("ESAR 2021"/ "Plan").							
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	6,37,53,884	5,81,68,975	91.2399	5,81,68,975	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		5,81,68,975	91.2399	5,81,68,975	0	100.0000	0.0000
Public- Institutions	E-Voting	65,18,063	45,83,654	70.3223	2,40,376	43,43,278	5.2442	94.7558
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		45,83,654	70.3223	2,40,376	43,43,278	5.2442	94.7558
Public- Non Institutions	E-Voting	5,26,97,050	5,22,641	0.9918	5,03,448	19,193	96.3277	3.6723
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,22,641	0.9918	5,03,448	19,193	96.3277	3.6723
Total		12,29,68,997	6,32,75,270	51.4563	5,89,12,799	43,62,471	93.1056	6.8944



Company Name	GATI LIMITED
Date of the AGM/EGM/Postal Ballot (Last Date of Postal Ballot - E-voting)	27-01-2022
Total number of shareholders on record date	85709
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	

Resolution No.	2							
Resolution required: (Ordinary/ Special)	SPECIAL - To consider and approve the Grant of Employee Stock Appreciation Rights to the Employees of the Subsidiary Company(ies), of the Company under 'Gati - Employees Stock Appreciation Rights Plan 2021'.							
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	6,37,53,884	5,81,68,975	91.2399	5,81,68,975	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		5,81,68,975	91.2399	5,81,68,975	0	100.0000	0.0000
Public- Institutions	E-Voting	65,18,063	45,83,654	70.3223	2,40,376	43,43,278	5.2442	94.7558
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		45,83,654	70.3223	2,40,376	43,43,278	5.2442	94.7558
Public- Non Institutions	E-Voting	5,26,97,050	5,22,481	0.9915	5,02,096	20,385	96.0984	3.9016
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,22,481	0.9915	5,02,096	20,385	96.0984	3.9016
Total		12,29,68,997	6,32,75,110	51.4561	5,89,11,447	43,63,663	93.1037	6.8963



*Smahaaran*

Company Name	GATI LIMITED
Date of the AGM/EGM/Postal Ballot (Last Date of Postal Ballot - E-voting)	27-01-2022
Total number of shareholders on record date	85709
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	

Resolution No.	3							
Resolution required: (Ordinary/ Special)	Special - To consider and approve the Grant of Employee Stock Appreciation Rights to the Employees of the Holding Company of the Company under 'Gati - Employees Stock Appreciation Rights Plan 2021'.							
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	6,37,53,884	5,81,68,975	91.2399	5,81,68,975	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		5,81,68,975	91.2399	5,81,68,975	0	100.0000	0.0000
Public- Institutions	E-Voting	65,18,063	45,83,654	70.3223	2,40,376	43,43,278	5.2442	94.7558
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		45,83,654	70.3223	2,40,376	43,43,278	5.2442	94.7558
Public- Non Institutions	E-Voting	5,26,97,050	5,21,481	0.9896	4,96,010	25,471	95.1156	4.8844
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,21,481	0.9896	4,96,010	25,471	95.1156	4.8844
Total		12,29,68,997	6,32,74,110	51.4553	5,89,05,361	43,68,749	93.0955	6.9045



*J. Mahaaaran*

Company Name	GATI LIMITED
Date of the AGM/EGM/Postal Ballot (Last Date of Postal Ballot - E-voting)	27-01-2022
Total number of shareholders on record date	85709
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	

Resolution No.	4							
Resolution required: (Ordinary/ Special)	SPECIAL - To consider and approve the Grant of Employee Stock Appreciation Rights to the Employees of the Associate Company(ies) of the Company under 'Gati - Employees Stock Appreciation Rights Plan 2021'.							
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	6,37,53,884	5,81,68,975	91.2399	5,81,68,975	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		5,81,68,975	91.2399	5,81,68,975	0	100.0000	0.0000
Public- Institutions	E-Voting	65,18,063	45,83,654	70.3223	2,40,376	43,43,278	5.2442	94.7558
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		45,83,654	70.3223	2,40,376	43,43,278	5.2442	94.7558
Public- Non Institutions	E-Voting	5,26,97,050	5,22,581	0.9917	4,98,228	24,353	95.3399	4.6601
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,22,581	0.9917	4,98,228	24,353	95.3399	4.6601
Total		12,29,68,997	6,32,75,210	51.4562	5,89,07,579	43,67,631	93.0974	6.9026



*Shaharaz*



**SCRUTINIZER'S REPORT**

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

**Scrutinizer's Report on Postal Ballot process conducted through electronic voting system in accordance with the provisions of Section 108 and Section 110 and other applicable provisions, if any of the Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, as amended.**

Dear Sir/ Madam,

I, CS Navajyoth Puttaparthi, Practicing Company Secretary, (Membership No. F9896), and Partner at M/s. Puttaparthi Jagannatham & Co., Company Secretaries, Hyderabad have been appointed by the Board of Directors of GATI Limited as the Scrutinizer for the purpose of conducting the postal ballot (Remote e-voting) process in a fair and transparent manner in respect of the Special Resolution mentioned in the Notice of Postal Ballot dated 6<sup>th</sup> December, 2021.

I submit my report as under:

1. As per the General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 22/2020 dated 15<sup>th</sup> June, 2020, 33/2020 dated 28<sup>th</sup> September, 2020, 39/2020 dated 31<sup>st</sup> December, 2020 and 10/2021 dated 23<sup>rd</sup> June, 2021 issued by the Ministry of Corporate Affairs ('MCA Circulars') and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and on account of threat posed by COVID- 19 pandemic situation, the Company has sent the Postal Ballot Notice dated 6<sup>th</sup> December, 2021 on Tuesday, 28<sup>th</sup> December, 2021 by email only to the members who have registered their e-mail address with the Company / Depositories.
2. As per the MCA Circulars and on account of the threats posed by the COVID-19 pandemic, physical copies of the Notice, postal ballot forms and pre-paid Business Reply Envelopes were not dispatched to Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members had taken place through the remote e-voting system only.
3. The Members of the Company holding equity shares, as on the "cut-off date" i.e. Friday, 24<sup>th</sup> December, 2021 were entitled to vote on the proposed resolutions as set



out in the Notice of Postal Ballot dated 6<sup>th</sup> December, 2021, through remote e- voting only.

4. The Company has published an advertisement on 29<sup>th</sup> December, 2021 in "Financial Express" an English Newspaper and in "Nava Telangana" a vernacular (Telugu) newspaper regarding completion of dispatch of Notice of Postal Ballot dated 6<sup>th</sup> December, 2021 and also specifying therein the matters prescribed in the Rules with regard to e-voting.
5. The Company has appointed National Securities Depository Limited (NSDL) for facilitating e-voting services to enable the Members to cast their votes electronically. The remote e- Voting facility was kept open from 9:00 A.M. (IST) on Wednesday, 29<sup>th</sup> December, 2021 to 5:00 P.M. (IST) on Thursday, 27<sup>th</sup> January, 2022. The e-Voting facility was blocked forthwith thereafter.
6. The votes cast by the members electronically were unblocked after 5.00 PM on 27<sup>th</sup> January, 2022, in the presence of Two Witnesses, namely Ms. Nilima Kumari Singh, Resident of Madhavinagar, Hydershakote, Hyderabad - 500091, Telangana and Ms. Deepika Chawda, Resident of Prajay Megapolis, Tower 12 Flat No. 1503, KPHB 13th Phase Road, Behind Forum Mall, Kukatpally, Hyderabad- 500072, Telangana who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Sd/-

(Nilima Kumari Singh)

Sd/-

(Deepika Chawda)

7. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies(Management and Administration) Rules, 2014, as amended.

The summary of remote e-Voting received for the following resolutions are as under:

**RESOLUTION 1: APPROVAL OF THE 'GATI - EMPLOYEES STOCK APPRECIATION RIGHTS PLAN - 2021' ("ESAR 2021"/ "PLAN")**

<b>Votes in the favor of the Resolution</b>	
Number of Members	333
Number of vote cast by them	5,89,12,799
% of total number of valid votes cast	93.11
<b>Votes against the Resolution</b>	
Number of Members	40
Number of vote cast by them	43,62,471
% of total number of valid votes cast	6.89



**RESOLUTION 2: APPROVAL FOR GRANT OF EMPLOYEE STOCK APPRECIATION RIGHTS TO THE EMPLOYEES OF THE SUBSIDIARY COMPANY(IES), OF THE COMPANY UNDER 'GATI - EMPLOYEES STOCK APPRECIATION RIGHTS PLAN – 2021**

<b>Votes in the favor of the Resolution</b>	
Number of Members	323
Number of vote cast by them	5,89,11,447
% of total number of valid votes cast	93.10
<b>Votes against the Resolution</b>	
Number of Members	47
Number of vote cast by them	43,63,663
% of total number of valid votes cast	6.90

**RESOLUTION 3: APPROVAL FOR GRANT OF EMPLOYEE STOCK APPRECIATION RIGHTS TO THE EMPLOYEES OF THE HOLDING COMPANY, OF THE COMPANY UNDER 'GATI - EMPLOYEES STOCK APPRECIATION RIGHTS PLAN – 2021**

<b>Votes in the favor of the Resolution</b>	
Number of Members	320
Number of vote cast by them	5,89,05,361
% of total number of valid votes cast	93.10
<b>Votes against the Resolution</b>	
Number of Members	49
Number of vote cast by them	43,68,749
% of total number of valid votes cast	6.90

**RESOLUTION 4: APPROVAL FOR GRANT OF EMPLOYEE STOCK APPRECIATION RIGHTS TO THE EMPLOYEES OF THE ASSOCIATE COMPANY(IES), OF THE COMPANY UNDER 'GATI - EMPLOYEES STOCK APPRECIATION RIGHTS PLAN – 2021**

<b>Votes in the favor of the Resolution</b>	
Number of Members	321
Number of vote cast by them	5,89,07,579
% of total number of valid votes cast	93.10
<b>Votes against the Resolution</b>	
Number of Members	50
Number of vote cast by them	43,67,631
% of total number of valid votes cast	6.90

Based on scrutiny of the valid votes cast via remote e-voting in relation to the Special Resolutions as set out in the Notice, I report that the number of votes cast in favor of the special resolutions are more than three times the number of votes cast against the special





PUTTAPARTHI JAGANNATHAM & CO.  
COMPANY SECRETARIES

resolutions, therefore the special resolutions as set out in the Notice has been passed with the requisite majority as per the provisions of the Companies Act, 2013.

You may accordingly declare the result of the voting.

**Place: Hyderabad**

**Date: 28.01.2022**

*JSm*



**For Puttaparthi Jagannatham & Co.**

**Company Secretaries**

PUTTAPAR  
THI  
NAVAJYOT  
H

Digitally signed  
by PUTTAPARTHI  
NAVAJYOTH  
Date: 2022.01.28  
18:09:30 +05'30'

**CS Navajyoth Puttaparthi**

**Partner**

**FCS 9896; CP No. 16041**

**UDIN: F009896C002320655**

**SCRUTINIZER FOR THE POSTAL BALLOT**

