

**(1)(a) STATEMENT SHOWING SHAREHOLDING PATTERN IN CLAUSE-35**

**NAME OF THE COMPANY:** GATI LIMITED  
**SCRIP CODE:** 532345 (BSE) & GATI (NSE)  
**Class of Security:** Equity  
**QUARTER ENDED:** 30.09.2014

Partly paid-up shares	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the Company.
Held by promoter/promoter group	0	0	0
Held by Public	0	0	0
<b>Total:</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Outstanding convertible securities: *</b>	<b>No. of outstanding securities</b>	<b>As a % of total no. of outstanding convertible securities.</b>	<b>As a % of total no. of shares of the Company assuming full conversion of the convertible securities</b>
Held by promoter/promoter group	0	0	0
Held by Public	30083941	0	25.64
<b>Total:</b>	<b>30083941</b>	<b>0</b>	<b>0</b>
<b>Warrants:</b>	<b>No. of warrants</b>	<b>As a % of total no. of warrants</b>	<b>As a % of total no. of shares of the Company, assuming full conversion of warrants</b>
Held by promoter/promoter group	0	0	0
Held by Public	0	0	0
<b>Total:</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total paid-up capital of the Company, assuming full conversion of warrants and convertible securities</b>	<b>117348028</b>	<b>0</b>	<b>100.00</b>

Note : \* Subject to note no.1 given in page no.5 of this statement.

**FOR GATI LIMITED**



Company Secretary

As on 30.09.2014


CATEGORY CODE	CATEGORY OF SHAREHOLDER	NO OF SHAREHOLDERS (iii)	TOTAL NUMBER OF SHARES (iv)	NO OF SHARES HELD IN DEMATERIALIZED FORM (v)	TOTAL SHAREHOLDING AS A % OF TOTAL NO OF SHARES		SHARES PLEDGE OR OTHERWISE ENCUMBERED	
					AS a PERCENTAGE of (A+B) (vi)	As a PERCENTAGE of (A+B+C) (vii)	NUMBER OF SHARES (viii)	AS a PERCENTAGE (ix)=(viii)/(v)*100
(ii)	PROMOTER AND PROMOTER GROUP							
(A)	INDIAN							
(a)	Individual/HUF	2	6406690	6406690	7.34	7.34	5215000	81.40
(b)	Central Government/State Government(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	4	14551481	14551481	16.68	16.68	10075127	69.24
(d)	Financial Institutions / Banks	0	0	0	0.00	0.00	0	0.00
(e)	Others (Trusts)	3	12307942	12307942	14.10	14.10	5296436	43.03
	<b>Sub-Total A(1) :</b>	<b>9</b>	<b>33266113</b>	<b>33266113</b>	<b>38.12</b>	<b>38.12</b>	<b>20586563</b>	<b>61.88</b>
(2)	FOREIGN							
(a)	Individuals (NRIs/Foreign Individuals)	0	0	0	0.00	0.00	0	0.00
(b)	Bodies Corporate	0	0	0	0.00	0.00	0	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00
(e)	Others	0	0	0	0.00	0.00	0	0.00
	<b>Sub-Total A(2) :</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>
	<b>Total A=A(1)+A(2)</b>	<b>9</b>	<b>33266113</b>	<b>33266113</b>	<b>38.12</b>	<b>38.12</b>	<b>20586563</b>	<b>61.88</b>
(B)	PUBLIC SHAREHOLDING							
(1)	INSTITUTIONS							
(a)	Mutual Funds /UTI	3	133291	133291	0.15	0.15	0	0
(b)	Financial Institutions /Banks	14	58705	4960	0.07	0.07	0	0
(c)	Central Government / State Government(s)	0	0	0	0.00	0.00	0	0
(d)	Venture Capital Funds	0	0	0	0.00	0.00	0	0
(e)	Insurance Companies	0	0	0	0.00	0.00	0	0
(f)	Foreign Institutional Investors	25	7063121	7060236	8.09	8.09	0	0
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00	0	0
(h)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0
(i)	Others	0	0	0	0.00	0.00	0	0
	<b>Sub-Total B(1) :</b>	<b>42</b>	<b>7255117</b>	<b>7198487</b>	<b>8.31</b>	<b>8.31</b>	<b>0</b>	<b>0</b>

For GATI LIMITED



Company Secretary

CATEGORY CODE	CATEGORY OF SHAREHOLDER	NO OF SHAREHOLDERS	TOTAL NUMBER OF SHARES	NO OF SHARES HELD IN DEMATERIALIZED FORM	TOTAL SHAREHOLDING AS A % OF TOTAL NO OF SHARES		SHARES PLEDGE OR OTHERWISE ENCUMBERED	
					AS a PERCENTAGE of (A+B) (VI)	AS a PERCENTAGE of (A+B+C) (VII)	NUMBER OF SHARES (VIII)	AS a PERCENTAGE (IX)=(VIII)/(IV)*100
(1)	(ii)	(iii)	(iv)	(v)	(vi)	(vii)	(viii)	(ix)=(viii)/(iv)*100
(2)	NON-INSTITUTIONS							
(a)	Bodies Corporate	909	4938587	4907537	5.66	5.66	0	0
(b)	Individuals							
	(i) Individuals holding nominal share capital upto Rs.1 lakh	39160	14805116	13448054	16.97	16.97	0	0
	(ii) Individuals holding nominal share capital in excess of Rs.1 lakh	53	20646165	20646165	23.66	23.66	0	0
(c)	Others							
	FOREIGN NATIONALS	1	360	360	0.00	0.00	0	0
	FOREIGN BODIES	1	4329114	4329114	4.96	4.96	0	0
	DIRECTORS	4	213500	213500	0.24	0.24	0	0
	NON RESIDENT INDIANS	1037	1415475	1273810	1.62	1.62	0	0
	CLEARING MEMBERS	186	370440	370440	0.42	0.42	0	0
	TRUSTS	5	24100	24100	0.03	0.03	0	0
(d)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0
	Sub-Total B(2) :	41356	46742857	45213080	53.56	53.56	0	0
	Total B=B(1)+B(2) :	41398	53997974	52411567	61.88	61.88	0	0
	Total (A+B) :	41407	87264087	85677680	100.00	100.00	20586563	23.59
(C)	Shares held by custodians, against which Depository Receipts have been issued	0	0	0	0	0	0	0
(1)	Promoter and Promoter Group	0	0	0	0	0	0	0
(2)	Public	0	0	0	0	0	0	0
	<b>GRAND TOTAL (A+B+C) :</b>	<b>41407</b>	<b>87264087</b>	<b>85677680</b>	<b>100.00</b>	<b>100.00</b>	<b>20586563</b>	<b>23.59</b>

**For GATI LIMITED**  
  
**Company Secretary**

As on 30.09.2014

(I)(B) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

Sr. No	Name of the Shareholder	Details of Shares held		Encumbered shares			Details of Warrants			Details of convertible securities *		Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		No. of Shares held	As a % of grand total (A)+(B)+(C)	Pledge Shares	AS a percentage (V)-(IV)/(III)*100	AS a % of grand total (A) + (B) + (C) of sub-clause (i)(a)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	(X)	
(i)	(ii)	(iii)	(iv)	(v)	(vi)	(vii)	(viii)	(ix)	(x)	(xi)	(xii)	
1.	TCI FINANCE LIMITED	8133205	9.32	3704546	45.55	4.25	0	0.00	0	0.00	0.00	6.93
2.	NEERA AND CHILDREN TRUST	4470000	5.12	0	0.00	0.00	0	0.00	0	0.00	0.00	3.81
3.	MANISH AGARWAL BENEFIT TRUST	4088642	4.66	2396436	58.90	2.75	0	0.00	0	0.00	0.00	3.47
4.	DHRLUV AGARWAL BENEFIT TRUST	3769300	4.32	2900000	76.94	3.32	0	0.00	0	0.00	0.00	3.21
5.	MAHENDRA INVESTMENT ADVISORS PVT LTD	3735991	4.28	3693414	98.86	4.23	0	0.00	0	0.00	0.00	3.18
6.	MAHENDRA KUMAR AGARWAL	3221690	3.69	3220000	99.95	3.69	0	0.00	0	0.00	0.00	2.75
7.	MAHENDRA KUMAR AGARWAL (HUF)	3185000	3.65	1995000	62.64	2.29	0	0.00	0	0.00	0.00	2.71
8.	SUNNY INVESTMENTS & FINANCE PRIVATE LIMITED	1454972	1.67	1450420	99.69	1.66	0	0.00	0	0.00	0.00	1.24
9.	JUBILEE COMMERCIAL & TRADING PRIVATE LIMITED	1227313	1.41	1226747	99.95	1.41	0	0.00	0	0.00	0.00	1.05
	<b>TOTAL :</b>	<b>33266113</b>	<b>38.12</b>	<b>20586563</b>	<b>61.88</b>	<b>29.59</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>28.35</b>

(I)(C) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

Sr. No	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares (i.e., Grand total (A)+(B)+(C) indicated in Statement at para (i)(a), above)	Details of warrants		Details of convertible securities *		Total shares (including underlying warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1.	FCB Bondholder(s)	0	0	0	0	30083941	100	25.64
2.	MACQUARIE BANK LIMITED	4492000	5.15	0	0	0	0.00	3.83
3.	KINETSU WORLD EXPRESS INC	4529114	4.96	0	0.00	0	0.00	3.69
4.	RADHAKISHAN DAMANI	3000000	3.44	0	0.00	0	0.00	2.56
5.	R K BANSAL	2887488	3.31	0	0.00	0	0.00	2.46
6.	AVIAL NIRANJAN PARIKH	2500000	2.64	0	0.00	0	0.00	1.96
7.	GOPKISHAN S DAMANI	2029541	2.33	0	0.00	0	0.00	1.73
8.	ASHISH KACHOLIA	1500000	1.72	0	0.00	0	0.00	1.28
9.	GOLDMAN SACHS INDIA FUND LIMITED	1012134	1.16	0	0.00	0	0.00	0.86
10.	PRAVEEN K. MANIVANNAN	1000000	1.15	0	0.00	0	0.00	0.85
	<b>TOTAL :</b>	<b>22550277</b>	<b>25.84</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>44.85</b>

Note : \* Subject to note no.1 given in page no.5 of this statement.

FOR GATI LIMITED



Company Secretary

(U) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company

Sr.N o.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares held	Shares as a percentage of total number of shares (i.e., Grand total (A+B)(C) indicated in Statement at para (I)(a) above)	Details of warrants			Details of convertible securities*		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class		
1	FCCB Bondholder(s)	0	0	0	0	0	30083941	100	25.64
1	MACQUARIE BANK LIMITED	4492000	5.15	0	0	0	0	0.00	3.83
	<b>TOTAL :</b>	<b>4492000</b>	<b>5.15</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>30083941</b>	<b>100</b>	<b>29.46</b>

STATEMENT SHOWING DETAILS OF LOCKED-IN SHARES\*

(U) d)	Name of the shareholder	Number of locked-in shares	Locked-in shares as a (%) percentage of total number of shares (i.e., Grand Total (A+B)(C) indicated in Statement at para (I)(a) above)	Promoter/Promoter Group/Public
	NIL	0	0	
	<b>TOTAL :</b>	<b>0</b>	<b>0</b>	

STATEMENT SHOWING DETAILS OF DEPOSITORY RECEIPTS (DRS)

(U) a)	Sr.N o.	Type of outstanding DR (ABS,DRS,SDRS,etc.)	Number of outstanding DRS	Number of shares underlying outstanding DRS	Shares underlying outstanding DRS as a percentage of total number of shares (i.e., Grand Total (A+B)(C) indicated in Statement at Para(I)(a) above)
			0	0	
	<b>TOTAL :</b>		<b>0</b>	<b>0</b>	

Statement showing Holding of Depository Receipts (DRs), where underlying shares held by "Promoter/Promoter group" are in excess of 1% of the total number shares.

(U) b)	Sr.N o.	Name of the DR Holder	Type of outstanding DR (ABS,DRS,SDRS,etc.)	Number of shares underlying outstanding DRS	Shares underlying outstanding DRS as a percentage of total number of shares (i.e., Grand total (A+B)(C) indicated in Statement at para(I)(a) above)
				0	0
	<b>TOTAL :</b>			<b>0</b>	<b>0</b>

**Note no.1:** \* As you are aware that, The Board of Directors of Gati Limited has allotted 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 pursuant to the terms and conditions thereof, 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 27<sup>th</sup> 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. 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 of Hyderabad, Company made a representation to RBI seeking clarification on certain matters vide letter dated Jul 23, 2014. In view of this, the Company submitted Writ withdrawal applications and Hon'ble High Court of Hyderabad disposed off the two writ petitions that were filed by the Company against Compounding orders, permitting the company to pay balance compounding fee and directing 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.

FOR GATI LIMITED



Company Secretary