

February 09, 2022

To,  
The Manager  
NSE Limited  
Exchange Plaza, Plot No. C/1, G-Block,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai – 400051

To,  
The Manager  
BSE Limited  
P. J. Towers, Dalal Street  
Mumbai – 400001

Dear Madam/Sir,

**Subject: Disclosure pursuant to Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Pursuant to the Composite scheme of Amalgamation ('Merger by Absorption') amongst Gateway Distriparks Limited and Gateway East India Private Limited into Gateway Rail Freight Limited under Section 230 to 232 and other applicable provision of Companies Act, 2013 and the rules made thereunder which has been approved by National Company Law Tribunal ('NCLT'), Mumbai Bench dated 2<sup>nd</sup> December, 2021 which is effective from 28<sup>th</sup> December, 2021, and INC 28 with respect to the same has been duly approved on 7<sup>th</sup> February, 2022. Please find enclosed herewith the disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to acquisition of 6,72,54,119 Equity Shares of face value of INR 10/- each representing 40.25% of the paid-up equity share capital of Snowman Logistics Limited on by Gateway Rail Freight Limited which were held earlier in name of Gateway Distriparks Limited.

You are requested to take the same in your records.

For and on behalf of Acquirer

*Ishaan Gupta*



Ishaan Gupta

Joint Managing Director

CC:

To

The Company Secretary

Snowman Logistics Ltd.

Plot No. M-8, Taloja Industrial Area,  
MIDC, Raigad, Navi Mumbai,  
Maharashtra, 410206

Ishaan Gupta



**Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011**

<b>Name of the Target Company (TC)</b>	Snowman Logistics Limited		
<b>Names of the Acquirer/Seller</b>	Gateway Rail Freight Limited		
<b>Whether the acquirer/seller belongs to Promoter/Promoter group</b>	No The Acquirer is acquiring shares pursuant to the Composite scheme of Amalgamation ('Merger by Absorption') amongst Gateway Distriparks Limited and Gateway East India Private Limited into Gateway Rail Freight Limited thereunder which has been approved by National Company Law Tribunal ('NCLT'), Mumbai Bench dated 2 <sup>nd</sup> December, 2021 which is effective from 28 <sup>th</sup> December, 2021, and INC 28 with respect to the same has been duly approved on 7 <sup>th</sup> February, 2022. Pursuant to such acquisition acquirer will be classified as promoter of the Target Company.		
<b>Name(s) of the Stock Exchange(s) where the shares of TC are Listed</b>	BSE Limited ('BSE') National Stock Exchange of India Limited ('NSE')		
<b>Details of the acquisition/disposal as follows</b>	<b>Number of Shares</b>	<b>% w.r.t. total share/ voting capital wherever applicable</b>	<b>% w.r.t. total diluted share/ voting capital of the TC</b>
<b>Before the acquisition/disposal under consideration, holding of:</b>			
a) Shares carrying voting rights	0	0.00	0.00
b) Shares in the nature of encumbrance	0	0.00	0.00
c) Voting rights (VR) otherwise than by shares	0	0.00	0.00

*Ishaan Gupta*



d) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC acquired/ sold	0	0.00	0.00
<b>e) Total (a+b+c+d)</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Details of acquisition/sold:</b>			
a) Shares carrying voting rights acquired/sold	6,72,54,119	40.25	40.25
b) VRs acquired /sold otherwise than by shares	0	0.00	0.00
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC acquired/sold	0	0.00	0.00
d) Shares encumbered / invoked/released by the acquirer	0	0.00	0.00
<b>e) Total (a+b+c+d)</b>	<b>6,72,54,119</b>	<b>40.25</b>	<b>40.25</b>
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting right	6,72,54,119	40.25	40.25
b) Shares encumbered with the acquirer	0	0.00	0.00
c) VRs otherwise than by shares	0	0.00	0.00
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC after acquisition	0	0.00	0.00
<b>e) Total (a+b+c+d)</b>	<b>6,72,54,119</b>	<b>40.25</b>	<b>40.25</b>
Mode of acquisition / sale	Pursuant to the composite scheme of amalgamation ('Merger by Absorption') amongst Gateway Distriparks Limited and Gateway East India Private Limited into Gateway Rail Freight Limited		
Salient features of the securities acquired	Equity Share of Snowman Logistic Limited has been acquired pursuant to the composite scheme of amalgamation ('Merger by Absorption') amongst Gateway Distriparks Limited and Gateway East India Private Limited into Gateway Rail Freight Limited		

*Ishaan Gupta*



Date of acquisition of / date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	Allotment is pursuant to composite scheme of amalgamation and INC 28 with respect to the same has been duly approved on 7 <sup>th</sup> February, 2022.
Equity share capital / total voting capital of the TC before the said acquisition	INR 1,67,08,79,950 (Indian Rupees One Hundred Sixty Seven Crore Eight Lakhs Seventy Nine Thousand Nine Hundred Fifty Only) representing 16,70,87,995 (Sixteen Crore Seventy Lakh Eighty Seven Thousand Nine Hundred Ninety Five) equity shares of INR 10 each
Equity share capital/ total voting capital of the TC after the said acquisition	INR 1,67,08,79,950 (Indian Rupees One Hundred Sixty Seven Crore Eight Lakhs Seventy Nine Thousand Nine Hundred Fifty Only) representing 16,70,87,995 (Sixteen Crore Seventy Lakh Eighty Seven Thousand Nine Hundred Ninety Five) equity shares of INR 10 each
Total diluted share/voting capital of the TC after the said acquisition	INR 1,67,08,79,950 (Indian Rupees One Hundred Sixty Seven Crore Eight Lakhs Seventy Nine Thousand Nine Hundred Fifty Only) representing 16,70,87,995 (Sixteen Crore Seventy Lakh Eighty Seven Thousand Nine Hundred Ninety Five) equity shares of INR 10 each

**Part-B**

**Name of the Target Company: Snowman Logistics Limited**

Name(s) of the Acquirer and Persons Acting in Concert (PAC) with the Acquirer	Whether the Acquirer belongs to Promoter/ Promoter group	PAN of the Acquirer and/ or PACs
Gateway Rail Freight Limited	No The Acquirer is acquiring shares pursuant to the Composite scheme of Amalgamation ('Merger by Absorption') amongst of Gateway Distriparks Limited and Gateway East	AADCR3132N

*Ishaan Gupta*



	<p>India Private Limited into Gateway Rail Freight Limited thereunder which has been approved by National Company Law Tribunal ('NCLT'), Mumbai Bench dated 2<sup>nd</sup> December, 2021 which is effective from 28<sup>th</sup> December, 2021, and INC 28 with respect to the same has been duly approved on 7<sup>th</sup> February, 2022.</p>	
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**For and on behalf of Acquirer**

*Ishaan Gupta*

**Ishaan Gupta**

**Joint Managing Director**



**Place:** New Delhi

**Date:** 9<sup>th</sup> February, 2022