



21st September, 2023

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| BSE Limited Phiroze Jeejeebjoy Towers Dalal Street Mumbai 400 001 Scrip Code: 543489 | National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East) Mumbai – 400 051 Trading Symbol: GATEWAY |
|--|--|

Sub: Scrutinizers report and e-voting results of 18th Annual General Meeting under Regulation 44 of the SEBI (LODR) Regulations 2015

Dear Sir/ Madam,

The 18th Annual General Meeting (AGM) of the members of the Company held on Wednesday, 20th September, 2023 at 03:00 P.M. (IST) through Video Conference to transact the business as per the Notice of AGM. The mode of voting was by way of e-voting.

In this regard please find enclosed here with:

- Voting results of the e-voting pursuant to regulation 44 of the SEBI (LODR) Regulations, 2015.
- Scrutinizer's Report dated 21st September, 2023 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The voting results and Scrutinizer's Report are also placed on the website of the company i.e. www.gatewaydistriparks.com

Kindly take the information on record.

Thanking You,
Yours faithfully,

**For Gateway Distiparks Limited
(formerly known as Gateway Rail Freight Limited)**

**Divyang Jain
Company Secretary &
Compliance Officer**

Encl. as above

GATEWAY DISTRIPARKS LIMITED

(Formerly Gateway Rail Freight Ltd.)

Registered Office: Sector 6, Dronagiri, Taluka Uran, District Raigarh, Navi Mumbai, Maharashtra 400707, India

Corporate Office: 206-7, Southern Park, Saket District Centre, New Delhi – 110017, India

T: +91 11 4055 4400 **F:** +91 11 4055 4413 **W:** www.gatewaydistriparks.com **CIN:** L60231MH2005PLC344764



| Voting results of the e-voting pursuant to regulation 44 of the SEBI (LODR) Regulations, 2015 | |
|--|------------------------------|
| Scrip code | 543489 |
| NSE Symbol | GATEWAY |
| MSEI Symbol | NOTLISTED |
| ISIN | INE079J01017 |
| Name of the company | GATEWAY DISTRI PARKS LIMITED |
| Type of meeting | AGM |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal | 20-09-2023 |
| Start time of the meeting | 03:00 PM |
| End time of the meeting | 03:30 PM |

| Scrutinizer Details | |
|---|----------------------|
| Name of the Scrutinizer | Damodar Prasad Gupta |
| Firms Name | SGS Associates LLP |
| Qualification | CS |
| Membership Number | F2411 |
| Date of Board Meeting in which appointed | 02-08-2023 |
| Date of Issuance of Report to the company | 21-09-2023 |

| Voting results | |
|--|------------|
| Record date | 13-09-2023 |
| Total number of shareholders on record date | 65657 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group | 0 |
| b) Public | 0 |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group | 6 |
| b) Public | 34 |
| No. of resolution passed in the meeting | 3 |
| Disclosure of notes on voting results | - |

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| Resolution (1) | | | | | | | | |
|--|-------------------------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | Ordinary | | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Description of resolution considered | | | To receive, consider and adopt: a) the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 including Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss for the year ended on that date, together with the Reports of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 including Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss for the year ended on that date, together with Report of the Auditors thereon; | | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 161493136 | 161493133 | 100 | 161493133 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 161493136 | 161493133 | 100 | 161493133 | 0 | 100 |
| Public-Institutions | E-Voting | 273248817 | 240680148 | 88.0809 | 240680148 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 273248817 | 240680148 | 88.0809 | 240680148 | 0 | 100 |
| Public-Non Institutions | E-Voting | 64901883 | 159578 | 0.2459 | 158522 | 1056 | 99.3383 | 0.6617 |
| | Poll | | 32178 | 0.0496 | 32178 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 64901883 | 191756 | 0.2955 | 190700 | 1056 | 99.4493 |
| Total | | 499643836 | 402365037 | 80.5304 | 402363981 | 1056 | 99.9997 | 0.0003 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|-----------------------------|--------|
| Category | No. of |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

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| Resolution(2) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To confirm the payment of interim dividend declared by the Board of Directors for the financial year ended 31st March, 2023. | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)= [(2)/(1)]*100 | (4) | (5) | (6)= [(4)/(2)]*100 | (7)= [(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 161493136 | 161493133 | 100 | 161493133 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 161493136 | 161493133 | 100 | 161493133 | 0 | 100 |
| Public-Institutions | E-Voting | 273248817 | 240945436 | 88.178 | 240945436 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 273248817 | 240945436 | 88.178 | 240945436 | 0 | 100 |
| Public- Non Institutions | E-Voting | 64901883 | 159578 | 0.2459 | 158522 | 1056 | 99.3383 | 0.6617 |
| | Poll | | 32178 | 0.0496 | 32178 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 64901883 | 191756 | 0.2955 | 190700 | 1056 | 99.4493 |
| Total | | 499643836 | 402630325 | 80.5835 | 402629269 | 1056 | 99.9997 | 0.0003 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|-----------------------------|--------|
| Category | No. of |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

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| Resolution(3) | | | | | | | | |
|--|-------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | To re-appoint Mr. Ishaan Gupta (DIN: 05298583) Director, of the Company who retires by rotation at the Annual General Meeting, and being eligible, offers himself for re-appointment as Director. | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)= [(2)/(1)]*100 | (4) | (5) | (6)= [(4)/(2)]*100 | (7)= [(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 161493136 | 161493133 | 100 | 161493133 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 161493136 | 161493133 | 100 | 161493133 | 0 | 100 |
| Public-Institutions | E-Voting | 273248817 | 240945436 | 88.178 | 238090842 | 2854594 | 98.8153 | 1.1847 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 273248817 | 240945436 | 88.178 | 238090842 | 2854594 | 98.8153 |
| Public- Non Institutions | E-Voting | 64901883 | 159068 | 0.2451 | 158012 | 1056 | 99.3361 | 0.6639 |
| | Poll | | 32178 | 0.0496 | 32178 | 0 | 100 | 0 |
| | Postal Ballot (if | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 64901883 | 191246 | 0.2947 | 190190 | 1056 | 99.4478 |
| Total | | 499643836 | 402629815 | 80.5834 | 399774165 | 2855650 | 99.2908 | 0.7092 |
| Whether resolution is Pass or | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|-----------------------------|--------|
| Categor | No. of |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

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SGS ASSOCIATES LLP
COMPANY SECRETARIES

LLP IN ABA : 3370
GSTIN : 07AEPFS8815J1ZB

+91-11-41524497

First Floor, 14, Rani Jhansi Road,
New Delhi-110 055, INDIA

sgsdel@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

To
The Chairman
Gateway Distriparks Limited
(Formerly known as Gateway Rail Freight Limited)
CIN L60231MH2005PLC344764
Regd. Office: Sector-6, Dronagiri, Taluka Uran,
District-Raigad,
Navi Mumbai – 400 707

Sub : Consolidated Scrutinizer's Report on Remote E- voting conducted prior to the 18th Annual General Meeting ('AGM') of Gateway Distriparks Limited (hereinafter referred as "the Company") held on Wednesday, September 20, 2023 at 03.00 P.M. (IST) through Video Conferencing ('VC') / Other Audio Visual means ('OAVM') and E-voting during the AGM pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

I, D.P Gupta, Company Secretary in Practice, Designated Partner of SGS ASSOCIATES LLP, Company Secretaries (M.N. FCS 2411; C P. No. 1509) Firm having office at 14, First Floor, Rani Jhansi Road, Jhandewalan, New Delhi- 110055, have been appointed as a Scrutinizer by the Board of Directors of Gateway Distriparks Limited ("**the Company**") pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, for the purpose of Scrutinizing the Remote E-voting and E-voting at the AGM in a fair and transparent manner and ascertaining requisite majority on items carried out at the aforesaid AGM in accordance with the provisions of the Companies Act, 2013, through VC/OAVM.

I am also appointed as the Scrutinizer to scrutinize the E-voting process during the AGM.

The AGM Notice dated 2nd August 2023 as approved by the Board of Directors of the Company, was sent to the shareholders through electronic mode to those members whose email addresses are registered with the Company/Depositories. The emails were



sent in compliance with the MCA Circular No. 20/2020 dated May 5, 2020, read with circulars 02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021, and 02/2022 dated May 5, 2022, 10/2022 dated 28th December 2022 (collectively referred as '**MCA Circulars**') and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023.

I, submit my report as under:

1. The Company / its Registrar and Transfer Agent is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to Remote E-voting and E-voting at the AGM on the Resolutions contained in the notice to the 18th Annual General Meeting ("AGM") of the Members of the Company.

SCRUTINIZER'S RESPONSIBILITY

2. My responsibility as Scrutinizer for the voting process through electronic means (i.e. by Remote E-voting and through E-voting at the AGM) is limited to make a Consolidated Scrutinizer's Report of the votes cast in "**Favour**" or "**Against**" the resolutions stated in the said AGM notice, based on the reports generated from the E-voting system provided by Link Intime India Private Limited, the agency engaged by the Company to provide E-voting facilities for voting through electronic means (i.e. by Remote E-voting and through E-voting at the AGM).
3. The Remote E-voting period remained open from Sunday, 17th September 2023 at 09.00 Hours (IST) to Tuesday 19th September 2023 up to 17:00 Hours (IST).
4. The shareholders holding shares as on the "CUT OFF DATE" i.e., Wednesday, 13th September 2023 were entitled to vote on the proposed resolutions (Item Nos.1 to 3) as set out in the Notice of the AGM of the Company.
5. Thereafter, the details, containing, *inter-alia*, list of equity shareholders, who voted in "**Favour**" or "**Against**", were downloaded from E-voting website of Link Intime India Private Limited.
6. The votes were unblocked on 20th September 2023 at 03:50 P.M. in the presence of two witnesses, Ms. Muskan Jain, and Mr. Shubhankar Sharma who are not in employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.

Muskan Jain

Shubhankar Sharma



7. The results of the voting are as under:

A) Resolution 1: -(a) Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 including Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss for the year ended on that date, together with the Reports of the Board of Directors and Auditors thereon as an Ordinary Resolution

(b) Adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 including Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss for the year ended on that date, together with Report of the Auditors thereon as an Ordinary Resolution

(i) Voted in favour of the resolution:

| | Number of Members voted through electronic voting system | Number of votes cast in favour of resolution | % of total number of valid votes cast |
|------------------|--|--|---------------------------------------|
| Remote voting E- | 137 | 40,23,31,803 | 99.9917 |
| E-voting at AGM | 6 | 32,178 | 0.0080 |
| Total | 143 | 40,23,63,981 | 99.9997 |

(ii) Voted against the resolution:

| | Number of Members voted through electronic voting system | Number of votes cast against the resolution | % of total number of valid votes cast |
|------------------|--|---|---------------------------------------|
| Remote voting E- | 4 | 1056 | 0.0003 |
| E-voting at AGM | 0 | 0 | 0.000 |
| Total | 4 | 1056 | 0.0003 |

(iii) Invalid Votes:

| Total number of members whose votes were declared invalid | Total numbers of votes cast by them |
|---|-------------------------------------|
| 0 | 0 |

Votes Abstained: 265288 (1 Member)



B) Resolution 2: - Confirmation of the payment of Interim dividend for the financial year ended 31st March 2023: as an Ordinary Resolution

(i) Voted in favour of the resolution:

| | Number of Members voted through electronic voting system | Number of votes cast in favour of resolution | % of total number of valid votes cast |
|-----------------|--|--|---------------------------------------|
| Remote voting | E- 138 | 40,25,97,091 | 99.9917 |
| E-voting at AGM | 6 | 32,178 | 0.0080 |
| Total | 144 | 40,26,29,269 | 99.9997 |

(ii) Voted against the resolution:

| | Number of Members voted through electronic voting system | Number of votes cast against the resolution | % of total number of valid votes cast |
|-----------------|--|---|---------------------------------------|
| Remote voting | E- 4 | 1056 | 0.0003 |
| E-voting at AGM | 0 | 0 | 0.0000 |
| Total | 4 | 1056 | 0.0003 |

(iii) Invalid Votes:

| Total number of members whose votes were declared invalid | Total numbers of votes cast by them |
|---|-------------------------------------|
| 0 | 0 |



C) Resolution 3: To re-appoint Mr. Ishaan Gupta (DIN-05298583), Director, who retires by rotation at the Annual General Meeting, and being eligible, offers himself for re-appointment: as an Ordinary Resolution

(i) Voted in favour of the resolution:

| | | Number of Members voted through electronic voting system | Number of votes cast in favour of resolution | % of total number of valid votes cast |
|---------------|----|--|--|---------------------------------------|
| Remote voting | E- | 135 | 39,97,41,987 | 99.2828 |
| E-voting AGM | at | 6 | 32,178 | 0.0080 |
| Total | | 141 | 39,97,74,165 | 99.2908 |

(ii) Voted against the resolution:

| | | Number of Members voted through electronic voting system | Number of votes cast against the resolution | % of total number of valid votes cast |
|---------------|----|--|---|---------------------------------------|
| Remote voting | E- | 6 | 28,55,650 | 0.7092 |
| E-voting AGM | at | 0 | 0 | 0.000 |
| Total | | 6 | 28,55,650 | 0.7092 |

(iii) Invalid Votes:

| Total number of members whose votes were declared invalid | Total numbers of votes cast by them |
|---|-------------------------------------|
| 0 | 0 |

Votes Abstained - 400 (1 Member)



Handwritten signature

1. The register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairperson considers, approves and signs the minutes of the AGM of the Company and the same are handed over to the Company Secretary of the Company for safe keeping.

2. Restriction on use

The report has been issued at the request of the Company for (i) submission to the Stock Exchanges, (ii) to be placed on the website of the Company. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior permission.

Thanking You,

Yours faithfully,
For **SGS Associates LLP**
Firm Regn No. L2021DE011600


D P Gupta
Managing Partner
FCS 2411, CP No. 1509
ICSI UDIN F002411E001050711



Place: New Delhi
Dated: 21st September 2023

Countersigned by:

(Prem Kishan Dass Gupta)
Chairman of the Meeting
DIN No. 00011670