S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES

10/26, BRINDABAN, THANE – 400 601
Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

To,
The Chairman,
Gateway Distriparks Limited.
[CINL74899MH1994PLC164024]
Sector 6, Dronagiri,
Taluka Uran, District Raigad,
Navi Mumbai- 400707

Dear Sir,

At the outset, we would like to thank you for appointing us as the Scrutinizer for the remote e-Voting and voting by your members, at the 21st Annual General Meeting of your Company held on Friday, 7th August, 2015 at 10:30 a.m.

We are pleased to submit our Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

For S. N. ANANTHASUBRAMANIAN & CO.

S.N. ANANTHASUBRAMANIAN & CO. MALATI KUMAR ASSOCIATE CP NO. 10980 COMPANY SECRETARIES

Malati A - Kumar

Malati Kumar
Associate

Date : 7th August, 2015
Place : Thane

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SCRUTINIZER'S REPORT

NAME OF THE COMPANY	**Gateway Distriparks Limited.**
MEETING	**21st Annual General Meeting**
DATE & TIME	**Friday, 7th August, 2015 at 10:30 a.m.**
VENUE	**Silver Jubilee Hall, Second floor, Navi Mumbai Sports Association, Near MGM Hospital, Sector I A, Vashi, Navi-Mumbai- 400703**

1. Appointment as Scrutinizer:

We were appointed as the Scrutinizer for the remote e-voting as well as the voting to be conducted at the 21st Annual General Meeting of **Gateway Distriparks Limited** hereinafter referred to as **the Company** held on Friday, August 07, 2015 at 10:30 a.m. at Silver Jubilee Hall, Second floor, Navi Mumbai Sports Association, Near MGM Hospital, Sector IA, Vashi, Navi-Mumbai- 400703.

2. Dispatch of Notice convening the Meeting

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the AGM;

- on **26th June, 2015** by email to **22117** Members who had registered their email-ids with Depositories/the Company;

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- on **6th July, 2015** by Registered Post to **29** Members, by Speed Post to **2950** Members and by Courier to **8700** Members in physical form.

3. Cut-off date

The Voting rights were reckoned as on **Friday, 31st July, 2015**, being the Cut-off date for the purpose of deciding the entitlements of Members at the remote e-Voting and voting at the Meeting.

4. Remote E-voting

4.1 Agency:

The Company had appointed CDSL as the agency for providing the remote e-voting platform.

4.2 Remote e-voting:

Remote e-Voting platform was open from **9.00 a.m. on Tuesday, 4th August, 2015 to 5.00 p.m. on Thursday, 6th August, 2015** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolutions, on the e-Voting platform provided by CDSL.

5. Voting at the AGM:

5.1 As prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, CDSL, the e-Voting Agency provided us with the names, DP Id / folio numbers and shareholding of the members who had cast their votes through remote e-voting.

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6. Counting Process

6.1 After the Chairman announced the commencement of voting, **1(one)** ballot box kept for polling was locked in our presence.

6.2 On completion of voting at the Meeting, M/s.Link Intime India Private Limited (Registrar and Transfer Agent of the Company) provided us with the List of Members who had cast their votes at the Meeting, with their holding details and details of vote on each of the Resolutions.

6.3 The Poll Papers were reconciled with the records maintained by the Company and Registrar and Transfer Agents with respect to the authorizations / proxies lodged with the Company.

6.3 I unblocked the remote e-voting results on the CDSL E-voting platform before **S. N. Viswanathan** and **Radhika Patkar** and downloaded the e-voting results.

7. Results

7.1 I observed that
a) **11** members had cast their votes at the meeting; and
b) **205** members had cast their votes through remote e-voting.
c) **No** Ballot Paper was found to be invalid after scrutiny.

7.2 The Consolidated Results with respect to each items on the agenda as set out in the Notice of the 21st AGM dated 29th April, 2015 is enclosed.

7.3 Based on the aforesaid results, Four **Ordinary Resolutions as** contained in **Item No. 1 to Item No. 4** of the Notice dated **29th April, 2015** have been passed with **requisite majority**.

For S. N. ANANTHASUBRAMANIAN & CO.

S. N. ANANTHASUBRAMANIAN & CO. MALATI KUMAR ASSOCIATE CP NO. 10980 COMPANY SECRETARIES

Malati A. Kumar

Malati Kumar

Associate

Date: 7th August, 2015

Place: Thane

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Consolidated Results

Item No. 1	Adoption of Annual Accounts for the Financial Year ended 31st March 2015						
Particulars	Number of Votes contained in						Percentage
	Remote e-Votes		Voting at the AGM		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	204	7,36,27,656	11	547	215	7,36,28,203	99.71
Dissent	0	0	0	0	0	0	0.00
Abstain	*4	2,14,000	0	0	4	2,14,000	0.29
Total	*208	7,38,41,656	11	547	219	7,38,42,203	100.00

** includes 1 case where no votes were cast and 3 cases wherein votes cast were less than the shareholding.*

Based on the aforesaid results, **Ordinary Resolution** as contained in **Item No. 1** of the Notice dated **29th April 2015**, has been passed with **requisite majority.**

For S. N. ANANTHASUBRAMANIAN & CO.

S. N. ANANTHASUBRAMANIAN & CO. COMPANY SECRETARIES MALATI KUMAR ASSOCIATE CP NO. 10980

Malati A. Kumar

Malati Kumar
Associate
Date: 7th August, 2015
Place: Thane

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Consolidated Results

Item No. 2	To confirm the interim dividend for the financial year ended 31st March, 2015						
Particulars	Number of Votes contained in						Percentage
	Remote e-Votes		Voting at the AGM		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	205	7,37,31,656	11	547	216	7,37,32,203	99.85
Dissent	0	0	0	0	0	0	0.00
Abstain	*3	1,10,000	0	0	3	1,10,000	0.15
Total	*208	7,38,41,656	11	547	219	7,38,42,203	100.00

**includes 3 cases wherein votes cast were less than the shareholding.*

Based on the aforesaid results, **Ordinary Resolution** as contained in **Item No. 2** of the Notice dated **29th April 2015**, has been passed with **requisite majority.**

For S. N. ANANTHASUBRAMANIAN & CO.

S. N. ANANTHASUBRAMANIAN & CO. COMPANY SECRETARIES
MALATI KUMAR
ASSOCIATE
CP NO. 10980

Malati A. Kumar

Malati Kumar
Associate
Date: 7th August, 2015
Place: Thane

S. N. ANANTHASUBRAMANIAN & CO.
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Consolidated Results

Item No. 3	To re-appoint M/s Price Waterhouse, Firm Registration No. 301112E, Chartered Accountants as the Auditors						
Particulars	Number of Votes contained in						Percentage
	Remote e-Votes		Voting at the AGM		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	179	6,76,57,821	11	547	190	6,76,58,368	91.63
Dissent	23	55,13,835	0	0	23	55,13,835	7.47
Abstain	*6	6,70,000	0	0	6	6,70,000	0.90
Total	*208	7,38,41,656	11	547	219	7,38,42,203	100.00

** includes 1 case where no votes were cast and 3 cases wherein votes cast were less than the shareholding.*

Based on the aforesaid results, **Ordinary Resolution** as contained in **Item No. 3** of the Notice dated **29th April 2015** has been passed with **requisite majority.**

For S. N. ANANTHASUBRAMANIAN & CO.



Malati A. Kumar

Malati Kumar
Associate

Date: 7th August, 2015
Place: Thane

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Consolidated Results

Item No. 4	To re-appoint Mr. Ishaan Gupta (DIN: 05298583) as Director.						
Particulars	Number of Votes contained in						Percentage
	Remote e-Votes		Voting at the AGM		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	199	7,35,57,934	11	547	210	7,35,58,481	99.62
Dissent	6	1,73,722	0	0	6	1,73,722	0.24
Abstain	*3	1,10,000	0	0	3	1,10,000	0.14
Total	*208	7,38,41,656	11	547	219	7,38,42,203	100.00

** includes 3 cases wherein votes cast were less than the shareholding.*

Based on the aforesaid results, **Ordinary Resolution** as contained in **Item No. 4** of the Notice dated **29th April 2015** has been passed with **requisite majority.**

For S. N. ANANTHASUBRAMANIAN & CO.

S. N. ANANTHASUBRAMANIAN & CO. MALATI KUMAR ASSOCIATE CP NO. 10980 COMPANY SECRETARIES

Malati A. Kumar

Malati Kumar
Associate

Date: 7th August, 2015
Place: Thane