GATEWAY DISTRIPARKS LTD.

July 5, 2017
Z:\SI. Ex\SE Corr 2017.docx

The Stock Exchange, Mumbai
Phiroze Jeejeebjoy Towers
Dalal Street MUMBAI
Ph: 22727 1233 /34
Fax: 2272 3121 / 2037/ 2041 /2061/ 2039
Email : corp.relations@bseindia.com

National Stock Exchange of India Ltd.
Exchange Plaza
Bandra Kurla Complex
MUMBAI - 51
Ph: 2659 8452 Fax: 2659 8237 / 38

Dear Sir / Madam,

Company No. : 532622 / GDL

Re: Notice of 23rd Annual General Meeting

Please find enclosed Notice of 23rd Annual General Meeting of the Company scheduled to be held on Wednesday, 2 August 2017 at Silver Jubilee Hall, Second floor, Navi Mumbai Sports Association, Near MGM Hospital, Sector 1A, Vashi, Navi Mumbai - 400703 at 2.30 p.m.

Kindly take a note of the same and communicate the same to the members of the Exchange.

Yours faithfully,
For GATEWAY DISTRIPARKS LIMITED

R. Kumar
Dy. Chief Executive Officer and
Chief Finance Officer -cum - Company Secretary
Encl:a/a

Sector 6, Dronagiri, Taluka Uran, District Raigad, Navi Mumbai - 400 707
CIN: L74899MH1994PLC164024
Tel. No.: +91 22 2724 6500 | Fax No.: +91 22 2724 6538
Website: www.gateway-distriparks.com

NOTICE

NOTICE is hereby given that the 23rd Annual General Meeting of the Members of Gateway Distriparks Limited (Company) will be held on Wednesday, 2 August 2017 at Silver Jubilee Hall, 2nd Floor, Navi Mumbai Sports Association, Near MGM Hospital, Sector 1A, Vashi, Navi Mumbai - 400703 at 2.30 p.m. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31st March 2017 together with, the Reports of the Directors and Auditors thereon.
2. To confirm the interim dividends declared by the Board of Directors for the financial year ended March 31, 2017.
3. To appoint Auditors and in this connection, to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

   RESOLVED THAT pursuant to the provisions of section 139 and all the other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or re-enactment thereof, for the time being in force) M/s. S.R. Batliboi & Co. LLP (FRN 301003E/E300005), Chartered Accountants, being eligible for appointment, be and are hereby appointed as Statutory Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the 28th Annual General Meeting to be held in the calendar year 2022, subject to ratification by the members of their appointment at the Annual General Meeting to be held in each calendar year till 2022), on a remuneration of such sum as may be fixed by the Board of Directors / any Committee of the Board of Directors plus service tax and reimbursement of out of pocket expenses as may be incurred in the performance of their duties.
4. To re-appoint Mrs. Mamta Gupta (DIN: 00160916), who retires by rotation in the Annual General Meeting, and being eligible, offers herself for re-appointment as Director.

SPECIAL BUSINESS:

5. To consider and, if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

   RESOLVED THAT pursuant to the provisions of Sections 196,197, 198, and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the relevant provisions of the Articles of Association of the Company, Mr. Ishaan Gupta (DIN: 05298583), be and is hereby appointed as Joint Managing Director of the Company for a period of five years commencing from February 8, 2017 on the terms and conditions including remuneration and sitting fees for attending Board / Committee meetings as set out hereunder with full liberty to the Board of Directors of the Company to modify or revise from time to time the said terms and conditions of appointment and remuneration as may be recommended by the Nomination, Remuneration and ESOP Committee of the Board within the limits specified under Section 197 read with Schedule V to the aforesaid Act:

   A. Salary: NIL

   B. Commission: Such amount not exceeding five percent of the net profits of the Company (calculated in accordance with the provisions of Section 196, 197 and 198 of the Companies Act, 2013) for each financial year, as determined by the Board of Directors.

   C. Perquisites: NIL

   D. Sitting fees as decided by the Board.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper and expedient to give effect to the intent of the above resolution.

6. To consider and, if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

   RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the relevant provisions of the Articles of Association of the Company, Mr. Prem Kishan Dass Gupta (DIN: 00011670), Chairman & Managing Director of the Company be and is hereby re-appointed as the Managing Director of the Company for a further period of five years commencing from July 20, 2017 on the terms and conditions including remuneration and sitting fees for attending Board / Committee meetings as set out hereunder with full liberty to the Board of Directors of the Company to modify or revise from time to time the said terms and conditions of appointment and remuneration as may be recommended by the Nomination, Remuneration and ESOP Committee of the Board within the limits specified under Section 197 read with Schedule V to the aforesaid Act:

   A. Salary: NIL

   B. Commission: Such amount not exceeding five percent of the net profits of the Company (calculated in accordance with the provisions of Section 196, 197 and 198 of the Companies Act, 2013) for each financial year, as determined by the Board of Directors.

   C. Perquisites: NIL

   D. Sitting fees as decided by the Board.

   RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper and expedient to give effect to the intent of the above resolution.

7. To consider and, if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

   RESOLVED THAT pursuant to the provisions of Section 196, 197, 198 and other applicable provisions, of the Companies Act, 2013 and other applicable Rules and Regulations, the Articles of Association of the Company, approval be and is hereby given to the payment of Commission to Non-Executive Directors not exceeding 1% of the Net Profits of the Company calculated in accordance with the provisions of Sections 197, 198 and other applicable provisions of the Companies Act, 2013, in such amounts or proportions and in such manner and in all respects as may be recommended by the Nomination, Remuneration and ESOP Committee of the Board and decided by the Board of Directors, for each financial year and such payments shall be made in respect of the profits of the Company.

By order of the Board

R. Kumar
Dy. CEO & CFO-cum-Company Secretary

Registered Office:
Sector 6, Dronagiri, Taluka Uran, District Raigad, Navi Mumbai - 400 707
Ph: +91 22 2724 6500 to 12 Fax: +91 22 27246538
Email: investor@gateway-distriparks.com Website: www.gateway-distriparks.com
CIN: L74899MH1994PLC164024

Place: New Delhi
Dated: 18 May 2017

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND PROXY NEED NOT BE A MEMBER OF THE COMPANY.

2. Proxies in order to be effective, should be completed, stamped and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

   A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. A proxy form is annexed to this Report. Proxies submitted on behalf of limited companies, societies etc. must be supported by an appropriate resolution/authority as applicable.

3. The Register of Members and Share Transfer Register of the Company will remain closed from Monday, 24 July 2017 to Wednesday, 2 August 2017, both days inclusive.

4. Members who are holding shares in physical form are requested to notify the changes, if any, in their respective addresses or bank details to the Registrar and Share Transfer Agent of the Company and always quote their folio numbers in all correspondence with the Company. In respect of holding in electronic form, members are requested to notify any change in addresses or bank details to their respective Depository Participants.

5. Pursuant to Section 125 of the Companies Act, 2013, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to the Company's Unpaid Dividend Account, will be transferred, to the Investor Education and Protection Fund (IEPF) set up by the Government of India. Pursuant to Section 124 and 125 of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), as amended, all the shares in respect of which dividend has remained unpaid/unclaimed for seven consecutive years or more are required to be transferred to an IEPF Demat Account notified by the Authority. The Company has sent individual notices to all the shareholders whose dividends are lying unpaid/unclaimed against their name for seven consecutive years or more and also advertised on the Newspapers seeking action from the shareholders. Shareholders are requested to claim the same as per procedure laid down in the Rules. In case the dividends are not claimed by the due date(s), necessary steps will be initiated by the Company to transfer shares held by the members to IEPF without further notice. Please note that no claim shall lie against the Company in respect of the dividend/shares so transferred to IEPF. Details of the unclaimed dividend and particulars with respect to corresponding shares due for transfer to the IEPF are available on the Company's website www.gateway-distriparks.com under the section 'Investor Relations

6. Members desirous of obtaining any information as regards Accounts are requested to write to the company at least one week before the meeting so that the information required will be made available at the meeting.

7. Members are requested to notify promptly any change in address to the Registrars at the following address:

   M/s. Link Intime India Pvt. Ltd.
   Unit : Gateway Distriparks Limited.
   C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400083

8. The Notice of the AGM , Annual Report 2016-17 and attendance slip, is being sent by electronic mode to those Members whose e-mail addresses are registered with the depository participant (s), except those members who have requested for a physical copy. Physical copy of the notice of AGM, Annual Report 2016-17 and attendance slip are being sent to those members who have not registered their e-mail addresses with the depository participant (s). Members who have received the notice of AGM, Annual Report and attendance slip in electronic mode are requested to print the Attendance slip and submit a duly filled Attendance Slip at the registration counter to attend the AGM.

9. In compliance with the provisions of section 108 of the Companies Act, 2013 and the Rules framed thereunder, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all resolutions set forth in this Notice.

   The instructions for shareholders voting electronically are as under:

   (i) The voting period begins on Sunday, 30 July 2017 (9.00 a.m. IST) and ends on Tuesday, 1 August 2017 (5.00 p.m. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as

on the cut-off date (record date) of Wednesday, 26 July 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Any person, who acquires shares of the Company and becomes a shareholder of the Company after dispatch of the notice of AGM and holds shares as on the cut-off date ie. Wednesday, 26 July 2017, may obtain the sequence number by sending a request at rnt.helpdesk@linkintime.co.in.

(iii) The shareholders should log on to the e-voting website: www.evotingindia.com

(iv) Click on Shareholders / Members

(v) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members, who have not updated their PAN with the Company/Depository Participant, are requested to use the sequence number which is printed on Attendance Slip, in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN "Gateway Distriparks Limited" on which you choose to vote.

(xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote or cast the vote again.

(xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xviii) If a demat account holder has forgotten the changed login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xx) Note for Non - Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com

(xxii) All grievances connected with the facility for voting by electronic means may be addressed to Mr. Mehboob Lakhani, Assistant Manager, Central Depository Services (India) Limited, 16th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001, or send an email to helpdesk.evoting@cdslindia.com or call 18002005533.

(xxiii) Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again at the meeting.

10. The Company has appointed M/s. S N ANANTHASUBRAMANIAN & CO., Practising Company Secretaries, to act as the Scrutinizer for conducting the electronic voting process in a fair and transparent manner.

    The Scruitinizer shall immediately upon conclusion of the e-voting at the general meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in presence of at least two witnesses not in the employment of the Company. Thereafter, the Scruitinizer shall, within 48 hours days of the conclusion of the meeting, prepare a consolidated Scruitinizer Report of the total votes cast in favour or against the items on the agenda contained in this Notice, if any, and submit it forthwith to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same. The Chairman or the person authorized by him in writing, as the case may be, shall declare the result of the voting forthwith.

    The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.gateway-distriparks.com and on the website of CDSL and communicated to the BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed immediately after the result of the meeting is declared.

11. Redressal of complaints of Investor: The Company has designated an e-mail id: investor@gateway-distriparks.com to enable Investors to register their complaints, if any.

ANNEXURE TO NOTICE

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 5

Aged, 28 years, Mr. Ishaan Gupta, was appointed as Joint Managing Director of the Company on recommendation of the Nomination, Remuneration & ESOP Committee on 7 February 2017 and the approval of the Board of Directors on 8 February 2017. His term of appointment is for 5 years with effect from 8 February 2017. He is related to Mr. Prem Kishan Dass Gupta, Chairman and Managing Director and Mrs. Mamta Gupta, Director.

Mr. Ishaan Gupta holds a degree in Bachelor of Science in Business Administration (BSBA) from Boston University. He has made valuable contribution towards the operations and strategy of the Company and is deeply involved in all the three verticals of the Group. Enthusiastic and pro-active, he remains focused towards bringing seamless synergy within the group. He is also a Director in Perfect Communications Private Limited (Promoter Company) and Gateway Rail Freight Ltd.

The consent of the members is sought for the appointment of Mr. Ishaan Gupta as the Joint Managing Director.

PROFILE:

1	Name	Mr. Ishaan Gupta
2	Age	28
3	Qualification	Bachelor of Science in Business Administration
4	Expertise	Experience in newsprint trading
5	Tenure	Tenure of appointment is 5 years from 8 February 2017.
6	Other Directorship / Partnership:	
	Gateway Rail Freight Limited	Director & Nominee Shareholder
	Gateway East India Pvt. Ltd	Director
	RockSolid Enterprises Pvt. Ltd	Director & Shareholder
	Perfect Communications Private Limited	Director
	Newsprint Trading & Sales Corporation	Partner
7	No. of shares held in the Company	100,000

The terms of remuneration of Mr. Ishaan Gupta are set out below, subject to any variation or alteration by the Nomination, Remuneration & ESOP Committee and the Board of Directors from time to time:-

a) Salary: Nil

b) Commission: such amount not exceeding five percent of the net profits of the Company (calculated in accordance with the provisions of Sections 196, 197 and 198 of the Act) for each financial year, as determined by the Board of Directors.

c) Perquisites : Nil

d) Sitting fees as decided by the Board

The above statement may be treated as an abstract of the terms of contract with the Joint Managing Director and the memorandum of interest as required under Section 196 of the Companies Act, 2013.

None of the Directors except Mr. Prem Kishan Dass Gupta, Mr. Ishaan Gupta and Mrs. Mamta Gupta are interested or concerned in the proposed resolution. The Directors recommend the proposed resolution for approval.

Item No. 6

Aged 59 years, Mr. Prem Kishan Dass Gupta, Chairman & Managing Director, has been rendering valuable services to the Company since inception. Mr. Gupta is the Chairman & Managing Director of Gateway Rail Freight Ltd and Chairman of Snowman Logistics Ltd.

Mr. Gupta also runs his newsprint business - Newsprint Trading & Sales Corporation since 1978 and represents internationally reputed newsprint manufacturers from USA, Canada and Europe with strong tie ups in South-East Asia in India. He controls his investments through the NBFC Prism International Ltd.

Mr. Prem Kishan Dass Gupta is related to Mr. Ishaan Gupta, Joint Managing Director and Mrs. Mamta Gupta, Director.

Mr. Gupta's term as the Managing Director of the Company will expire on 19 July, 2017. Based on the recommendations of the

Nomination, Remuneration & ESOP Committee, at their meeting held on 17 May 2017, the Board of Directors, at their meeting held on 18 May 2017, have unanimously approved the re-appointment of Mr. Prem Kishan Dass Gupta as the Managing Director for a further term of five years. The consent of the members is sought for the re-appointment of Mr. Prem Kishan Dass Gupta as the Managing Director.

PROFILE:

1	Name	Mr. Prem Kishan Dass Gupta
2	Age	59
3	Qualification	B.Sc
4	Expertise	Experience in the business of newsprint trading
5	Tenure	Director of the company since inception. Tenure of appointment is 5 years from July 20, 2017.
6	Other Directorship / Partnership:	
i)	Gateway Rail Freight Limited	Chairman & Managing Director
ii)	Snowman Logistics Limited	Director & Shareholder (Member - Audit Committee & Stakeholders Relationship Committee)
iii)	Gateway Distriparks (Kerala) Limited	Director
iv)	Gateway East India Private Limited	Director & Nominee Shareholder
v)	Chandra CFS & Terminal Operators Private Limited	Director & Nominee Shareholder
vi)	Prism International Private Limited	Director & Shareholder
vii)	Perfect Communications Private Limited	Director & Nominee Shareholder
viii)	Star Cineplex Private Limited	Director & Shareholder
ix)	Prestige Infracon Private Limited	Director & Shareholder
x)	Newsprint Trading & Sales Corporation	Partner
xi)	Edutech Informatics India Limited	Shareholder
7	No. of shares held in the Company	400,000

The terms of remuneration of Mr. Prem Kishan Dass Gupta are set out below, subject to any variation or alteration by the Remuneration Committee and the Board of Directors from time to time:-

e) Salary : Nil

f) Commission: such amount not exceeding five percent of the net profits of the Company (calculated in accordance with the provisions of Sections 196, 197 and 198 of the Act) for each financial year, as determined by the Board of Directors.

g) Perquisites : Nil

h) Sitting fees as decided by the Board

The above statement may be treated as an abstract of the terms of contract with the Managing Director and the memorandum of interest as required under Section 196 of the Companies Act, 2013. The Board of Directors of the Company has also unanimously approved the appointment of Mr. Prem Kishan Dass Gupta as the Managing Director of Gateway Rail Freight Limited, a joint venture of the Company with effect from 20 July 2017.

None of the Directors except Mr. Prem Kishan Dass Gupta, Mrs. Mamta Gupta and Mr. Ishaan Gupta are interested or concerned in the proposed resolution. The Directors recommend the proposed resolution for approval.

Item No. 7

At the Extra-ordinary General Meeting of the Company held on 8 March 2013, the members had approved vide Special Resolution, the payment of commission of sum not exceeding 1% per annum of the net profits of the Company to Non-Executive Directors of the Company for a period not exceeding five years commencing from 1st April 2012 to 31st March 2017.

Pursuant to Sections 149, 197 and any other relevant provisions of the Companies Act, 2013, it is proposed to pay remuneration by way of commission, not exceeding 1% per annum of the net profits of the company, in addition to sitting fees for attending the meetings of the Board of Directors or Committees thereof, reimbursement of expenses for participation in the Board and other meetings, as the Board of Directors may from time to time, determine, to any one or more or all of the existing Non-Executive Directors or Non-Executive Directors to be appointed in future.

Approval of the members is sought under the applicable provisions of the Companies Act, 2013 for payment of remuneration to the non-executive Directors.

All Directors may be deemed to be concerned or interested in the resolution set out to the extent of remuneration or fees that may be received by them.

Additional Information about Directors recommended for appointment or seeking reappointment at the Annual General Meeting.

1) Mrs. Mamta Gupta

Mrs. Mamta Gupta, aged 49 years, holds a degree in Bachelor of Commerce. Mrs. Gupta became a member of the Board from 29 October 2015. She is the Chairman of the CSR Committee of the Board and is involved in the CSR initiatives taken by the company. She is a partner in the family business firm - Newsprint Trading and Sales Corporation and is actively involved in its business development.

Mrs. Gupta is related to Mr. Prem Kishan Dass Gupta, Chairman and Managing Director and Mr. Ishaan Gupta, Joint Managing Director.

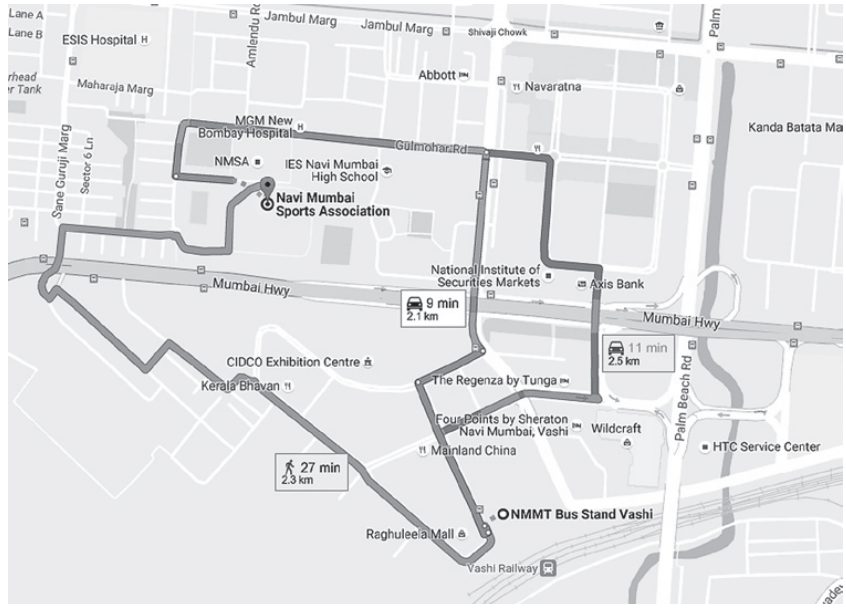
Companies in which Mrs. Mamta Gupta holds directorship and committee membership

Sr. No.	NAME OF THE COMPANY	NATURE OF INTEREST
1	Gateway Distriparks Limited	Director & Shareholder (Chairman-CSR Committee)
2	Gateway Rail Freight Limited	Director (Member -CSR Committee)
3	Snowman Logistics Limited	Director (Member - CSR Committee)
4	Prism International Private Limited	Director & Shareholder (Member - Audit Committee)
5	Perfect Communications Private Limited	Director & Shareholder
6	Star Cineplex Private Limited	Director & Shareholder
7	Prestige Infracon Private Limited	Director & Shareholder
8	Newsprint Trading & Sales Corporation	Partner

*Directorships in Foreign Companies, Trusts, Societies and Companies under Section 8 of the Companies Act, 2013 are not included in the above table.

Shareholding in the company

Mrs. Mamta Gupta holds 100,000 equity shares in the Company.



GATEWAY DISTRIPARKS LIMITED

Regd. Office : Sector 6, Dronagiri, Tal: Uran, Dt: Raigad, Navi Mumbai 400 707 Ph: +91 22 2724 6500 to 12 Fax: +91 22 2724 6538
Email: investor@gateway-distriparks.com Website: www.gateway-distriparks.com CIN:L74899MH1994PLC164024

ATTENDANCE SLIP

To be handed over at the entrance of the meeting hall, 23rd Annual General Meeting on Wednesday 2 August 2017

Sr. No. :
Name of the member (s) :
Registered address :

Folio No. / Client ID No. :
No of Shares :

I hereby record my presence at the 23rd ANNUAL GENERAL MEETING of the Company at Silver Jubilee Hall, Second floor, Navi Mumbai Sports Association, Near MGM Hospital, Sector 1A, Vashi, Navi Mumbai - 400703 being held on Wednesday, 2 August 2017 at 2.30 p.m.

…… …….. ……..
Member's/Proxy's name in Block Letters Member's/Proxy's Signature

NOTE: Members are requested to bring their copies of the Annual report to the meeting.

EVSN (Electronic Voting Sequence Number)	*Sequence Number
170623001	

** Only Members who have not updated their PAN with the Company / Depository Participant shall use the Sequence Number in the PAN field.*

Note: Please read the instructions printed under Note No. 9 to the AGM Notice dated 18 May 2017. The Voting period starts from 9.00 a.m. on Sunday, 30 July 2017 and ends at 5.00 p.m. on Tuesday, 1 August 2017. The voting module shall be disabled by CDSL for voting thereafter.

GATEWAY DISTRIPARKS LIMITED

Regd. Office : Sector 6, Dronagiri, Tal: Uran, Dt: Raigad, Navi Mumbai 400 707 Ph: +91 22 2724 6500 to 12 Fax: +91 22 2724 6538
Email: investor@gateway-distriparks.com Website: www.gateway-distriparks.com CIN:L74899MH1994PLC164024

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s)
Registered address

Folio No. / Client ID No.:

I/We, being the member (s) of ……. shares of the above named company, hereby appoint:

1) Name: ……..…… Address: ……
E-mail Id: ……..……Signature:…….. or failing him;
2) Name: ……..…… Address: ……
E-mail Id: …… ……..……Signature:…….. or failing him;
3) Name: ……..…… Address: ……
E-mail Id: ……..……Signature:…….. or failing him;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 23rd Annual General meeting of the Company, to be held on Wednesday, 2 August 2017 at Silver Jubilee Hall, Second floor, Navi Mumbai Sports Association, Near MGM Hospital, Sector 1A, Vashi, Navi Mumbai - 400703 at 2.30 p.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

* I / We wish my above proxy(ies) to vote in the manner as indicated in the box below:

Resolutions	Optional*	
Ordinary Business:	**For**	**Against**
1. Adoption of Annual Accounts for the year ended 31st March 2017		
2. Confirm Interim dividends paid for the financial year ended 31st March 2017		
3. Appointment of M/s. S. R. Batliboi & Co., Firm Registration No. 301003E / E300005, Chartered Accountants, as Auditors to hold office until the conclusion of AGM in the year 2022 and fix their remuneration		
4. Re-appointment of Mrs. Mamta Gupta (DIN:00160916), as Director.		
Special Business:		
5. Appointment of Mr. Ishaan Gupta as Joint Managing Director for a period of five years from 8 February 2017.		
6. Re-appointment of Mr. Prem Kishan Dass Gupta as Managing Director for a period of five years from 20 July 2017.		
7. Payment of commission to Non-Executive Directors		

Signed this _____ day of _____2017 Signature of shareholder: _____

Affix Revenue Stamp

_____ _____ _____
Signature of first proxy holder Signature of second proxy holder Signature of third proxy holder

Note: 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting. 2. A Proxy need not be a member of the Company. 3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. **4. *** This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate. **5.** Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes. **6.** In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.