GATEWAY DISTRIPARKS LTD.

14 Aug 2019

Z:\St. Ex\SE Corr 2019.doc

The Stock Exchange, Mumbai
Phiroze Jeejeebjoy Towers
Dalal Street MUMBAI
Ph: 2272 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
Deb Scrip code: 958703/ 958704/ 958705/ 958706/ 958707/ 958708/ 958709/ 958710/ 958711/958712/958713 / 958714 /958715

Re: Voting results under Regulation 44 of the SEBI (LODR) Regulations 2015

The 25th Annual General Meeting (AGM) of the company was held on Tuesday, 13 August 2019 at Navi Mumbai Sports Association, Sector 1A, Vashi, Navi Mumbai - 400703.

In terms of the provisions of the Companies Act, 2013 and Rules made there under and regulations of SEBI (LODR) Regulations, 2015, the Company had provided remote e-voting and voting at the venue of the AGM.

S. N. Ananthasubramanian & Co., Practising Company Secretaries was appointed as the Scrutinizer for remote e-voting and voting at the AGM. The Scrutinizer's report dated 13 August 2019 is attached as Annexure 1. The details of the results of voting through remote e-voting and voting at the AGM are attached as Annexure 2.

All resolutions as set out in the Notice of the 25th AGM dated 14 May 2019 have been passed with requisite majority.

Kindly take the same on record.
For GATEWAY DISTRIPARKS LIMITED

Ishaan Gupta

ISHAAN GUPTA
JOINT MANAGING DIRECTOR

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, Brindaban, Thane (West) – 400 601 | Tel: 25345648, 25432704 | E-mail: snaco@snaco.net | Website: www.snaco.net

13th August, 2019

To,

The Chairman

Gateway Distriparks Limited

CIN: L74899MH1994PLC164024

Sector 6, Dronagiri, Tal: Uran, Dt: Raigad

Navi Mumbai - MH 400707

Dear Sir,

At the outset, we express our gratitude to the Company for appointing us as the Scrutinizer for remote e-voting process and voting by your members at the 25th Annual General Meeting of the Company.

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

S. N. ANANTHASUBRAMANIAN & CO. ★ COMPANY SECRETARIES ★
ASHWINI R. VARTAK
PARTNER
CP No. 16723

Ashwini Vartak
Partner

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, Brindaban, Thane (West) – 400 601 | Tel: 25345648, 25432704 | E-mail: snaco@snaco.net | Website: www.snaco.net

SCRUTINIZER'S REPORT

Name of the Company	**Gateway Distriparks Limited**
Meeting	**25th Annual General Meeting**
Day, Date & Time	**Tuesday, 13th August, 2019 at 11.15 a.m.**
Venue	**Navi Mumbai Sports Association, Near MGM Hospital, Sector 1A, Vashi, Navi Mumbai - 400703**

1. Appointment as Scrutinizer

We were appointed as Scrutinizer for the remote e-voting as well as the voting conducted at the 25th Annual General Meeting (AGM) of **Gateway Distriparks Limited** (hereinafter referred to as **the Company**) held today.

2. Dispatchof Notice convening the AGM

The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of Notice of AGM as under:

- On **13th July, 2019** by **Speed Post** to **1** member in physical form.
- On **15th July, 2019** by **Courier** to **6,631** members and by **Air mail** to **7** members in physical form.
- On **16th July, 2019** by **E-mail** to **27,383** members who had registered their E-mail IDs with the Company/ Depositories.

3. Cut-off date

Voting rights were reckoned as on **Tuesday, 6th August, 2019**, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and voting at the AGM.

S. N. ANANTHASUBRAMANIAN & CO. ★ COMPANY SECRETARIES ★
ASHWINI R. VARTAK
PARTNER
CP No. 16723

4. Remote e-voting process

4.1 **Agency**

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

4.2 **Remote e-voting period**

Remote e-voting platform was open from **09:00 a.m. on Saturday, 10th August, 2019 till 05:00 p.m. on Monday, 12th August, 2019** and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

5. Voting at the AGM

5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, we were provided access by CDSL to only such details relating to members such as their names, DP ID & Client ID/ Folios, number of shares held but not the manner in which they have voted after closure of period of remote e-voting and before the commencement of the Meeting.

5.2 Accordingly, CDSL, the remote e-voting agency provided us with the names, DP Id & Client Id/ folios and shareholding of the members who had cast their votes through remote e-voting.

5.3 The Company provided polling papers to the members who attending the AGM who had not cast their votes through remote e-voting to cast their votes.

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

S. N. ANANTHASUBRAMANIAN & CO. ★ COMPANY SECRETARIES ★
ASHWINI R. VARTAK
PARTNER
CP No. 16723

10/26, Brindaban, Thane (West) – 400 601 | Tel: 25345648, 25432704 | E-mail: snaco@snaco.net | Website: www.snaco.net

6. Counting Process

6.1 On completion of voting at the AGM, CDSL provided us with the list of members who had cast their votes, their holding details and details of vote cast on the resolutions.

6.2 Votes were reconciled with the records maintained by the Company and Link Intime India Private Limited, the Registrar and Share Transfer Agent of the Company (RTA) with respect to the authorizations/ proxies lodged with the Company.

6.3 We unblocked the remote e-voting results on the CDSL remote e-voting platform in the presence of Ms. Shivangi Abhyankar and Mr. Deepak Shadambikar and downloaded the remote e-voting results.

7. Results

7.1 We observed that:

a) **4** Members had cast their votes at the AGM.
b) **144** Members had cast their votes through remote e-voting.

7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 14th May, 2019 is enclosed herewith.

7.3 Based on the aforesaid results, we report that 3 Ordinary Resolutions as set out in Item Nos. 1 to 3 and 1 Special Resolution as set out in Item No. 4 of the Notice of the AGM dated 14th May, 2019 have been passed with requisite majority.

S. N. ANANTHASUBRAMANIAN & CO. ★ COMPANY SECRETARIES ★
ASHWINI R. VARTAK
PARTNER
CP No. 16723

Ashwini Vartak
Partner
ACS : 29463
COP No. : 16723
13th August, 2019
Thane

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, Brindaban, Thane (West) – 400 601 | Tel: 25345648, 25432704 | E-mail: snaco@snaco.net | Website: www.snaco.net

CONSOLIDATED RESULTS

Item No. 1: Adoption of audited financial statements for the year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	138	7,20,86,939	4	125	142	7,20,87,064	99.9999
Dissent	4	38	0	0	4	38	0.0001
Total	142	7,20,86,977	4	125	146	7,20,87,102	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No.1** of the Notice of the AGM dated 14th May, 2019 has been **passed with requisite majority.**

S. N. ANANTHASUBRAMANIAN & CO. ★ COMPANY SECRETARIES ★
ASHWINI R. VARTAK
PARTNER
CP No. 16723

Ashwini Vartak
Partner
ACS : 29463
COP No. : 16723
13th August, 2019

Thane

S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

10/26, Brindaban, Thane (West) – 400 601 | Tel: 25345648, 25432704 | E-mail: snaco@snaco.net | Website: www.snaco.net

CONSOLIDATED RESULTS

Item No. 2: To confirm Interim Dividend paid for the financial year ended 31st March, 2019

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	140	7,26,12,215	4	125	144	7,26,12,340	99.9999
Dissent	4	38	0	0	4	38	0.0001
Total	144	7,26,12,253	4	125	148	7,26,12,378	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 14th May, 2019 has been **passed with requisite majority.**

S. N. ANANTHASUBRAMANIAN & CO. ★ COMPANY SECRETARIES ★
ASHWINI R. VARTAK
PARTNER
CP No. 16723

Ashwini Vartak
Partner
ACS : 29463
COP No. : 16723
13th August, 2019

Thane

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, Brindaban, Thane (West) – 400 601 | Tel: 25345648, 25432704 | E-mail: snaco@snaco.net | Website: www.snaco.net

CONSOLIDATED RESULTS

Item No. 3: Re-appointment of Mrs. Mamta Gupta (DIN: 00160916) as Director of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	133	7,10,52,228	4	125	137	7,10,52,353	97.8516
Dissent	11	15,60,025	0	0	11	15,60,025	2.1484
Total	144	7,26,12,253	4	125	148	7,26,12,378	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated 14th May, 2019 has been **passed with requisite majority.**

S. N. ANANTHASUBRAMANIAN & CO. ★ COMPANY SECRETARIES ★
ASHWINI R. VARTAK
PARTNER
CP No. 16723

Ashwini Vartak
Partner
ACS : 29463
COP No. : 16723
13th August, 2019

Thane

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, Brindaban, Thane (West) – 400 601 | Tel: 25345648, 25432704 | E-mail: snaco@snaco.net | Website: www.snaco.net

CONSOLIDATED RESULTS

Item No. 4: To approve payment of remuneration to Executive Director(s) who are promoters or members of promoter group in excess of (a) INR 5 crores or 2.5% of the net profits of the Company (whichever is higher) individually; or (b) 5% of the net profits of the Company in aggregate, as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	95	5,55,44,388	4	125	99	5,55,44,513	93.6581
Dissent	39	37,61,118	0	0	39	37,61,118	6.3419
Total	134	5,93,05,506	4	125	138	5,93,05,631	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 4** of the Notice of the AGM dated 14th May, 2019 has been **passed with requisite majority.**

S. N. ANANTHASUBRAMANIAN & CO. ASHWINI R. VARTAK PARTNER CP No. 16723 COMPANY SECRETARIES

Ashwini Vartak
Partner
ACS : 29463
COP No. : 16723
13th August, 2019

Thane

Gateway Distriparks Limited

Resolution Required : (Ordinary)			**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 2019 together with, the Reports of the Directors' and Auditor's thereon.**					
Whether promoter/ promoter group are interested in the agenda/resolution?			**No**					
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	32619998	32619998	100.0000	32619998	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**32619998**	**100.0000**	**32619998**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	62511509	38160809	61.0461	38160809	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**38160809**	**61.0461**	**38160809**	**0**	**100.0000**	**0.0000**
Public Non Institutions	E-Voting	13596542	1306170	9.6066	1306132	38	99.9971	0.0029
	Poll		125	0.0009	125	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1306295**	**9.6075**	**1306257**	**38**	**99.9971**	**0.0029**
Total		**108728049**	**72087102**	**66.3004**	**72087064**	**38**	**99.9999**	**0.0001**

Ishaan Gupta

GATEWAY DISTRIPARKS LIMITED

Gateway Distriparks Limited

Resolution Required : (Ordinary)	**2 - To confirm the interim dividend declared by the Board of Directors for the financial year ended March 31, 2019.**
Whether promoter/ promoter group are interested in the agenda/resolution?	**No**

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	32619998	32619998	100.0000	32619998	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**32619998**	**100.0000**	**32619998**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	62511509	38686085	61.8863	38686085	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**38686085**	**61.8863**	**38686085**	**0**	**100.0000**	**0.0000**
Public Non Institutions	E-Voting	13596542	1306170	9.6066	1306132	38	99.9971	0.0029
	Poll		125	0.0009	125	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1306295**	**9.6075**	**1306257**	**38**	**99.9971**	**0.0029**
Total		**108728049**	**72612378**	**66.7835**	**72612340**	**38**	**99.9999**	**0.0001**

Ishaan Gupta

GATEWAY DISTRIPARKS LIMITED

Gateway Distriparks Limited

Resolution Required : (Ordinary)	**3 - To re-appoint Mrs. Mamta Gupta (DIN: 00160916) Director, who retires by rotation at the Annual General Meeting, and being eligible, offers herself for reappointment as Director**
Whether promoter/ promoter group are interested in the agenda/resolution?	**Yes**

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	32619998	32619998	100.0000	32619998	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**32619998**	**100.0000**	**32619998**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	62511509	38686085	61.8863	37129368	1556717	95.9760	4.0240
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**38686085**	**61.8863**	**37129368**	**1556717**	**95.9760**	**4.0240**
Public Non Institutions	E-Voting	13596542	1306170	9.6066	1302862	3308	99.7467	0.2533
	Poll		125	0.0009	125	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1306295**	**9.6075**	**1302987**	**3308**	**99.7468**	**0.2532**
Total		**108728049**	**72612378**	**66.7835**	**71052353**	**1560025**	**97.8516**	**2.1484**

Ishaan Gupta

GATEWAY DISTRIPARKS LIMITED

Gateway Distriparks Limited

Resolution Required : (Special)	**4 - To consider and if thought fit, to pass the following Special resolution: Approve payment of remuneration to Executive Directors who are promoters or members of promoter group in excess of 2.5 % individually and 5% together of the net profits of the Company as required under the SEBI (LODR) Regulations, 2015 as amended.**
Whether promoter/ promoter group are interested in the agenda/resolution?	**yes**

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	32619998	27015000	82.8173	27015000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**27015000**	**82.8173**	**27015000**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	62511509	30984806	49.5666	27224521	3760285	87.8641	12.1359
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**30984806**	**49.5666**	**27224521**	**3760285**	**87.8641**	**12.1359**
Public Non Institutions	E-Voting	13596542	1305700	9.6032	1304867	833	99.9362	0.0638
	Poll		125	0.0009	125	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1305825**	**9.6041**	**1304992**	**833**	**99.9362**	**0.0638**
Total		**108728049**	**59305631**	**54.5449**	**55544513**	**3761118**	**93.6581**	**6.3419**

Ishaan Gupta

GATEWAY DISTRIPARKS LIMITED