GATEWAY DISTRIPARKS LTD.

28 September 2020

BSE Limited	**National Stock Exchange of India Ltd.**
Phiroze Jeejeebjoy Towers	Exchange Plaza, C-1, Block G,
Dalal Street	Bandra Kurla Complex, Bandra (East)
Mumbai 400 001	Mumbai – 400 051
Scrip Code: 532622	Trading Symbol: GDL

Deb Scrip code: 958703/ 958704/ 958705/ 958706/ 958707/ 958708/ 958709/ 958710/ 958711/958712/958713 / 958714 /958715

Dear Sir / Madam,

SUB: Intimation pursuant to Regulation 51(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to Regulation 51(1) of the Listing Regulations, we wish to inform the BSE Limited and National Stock Exchange of India Limited (collectively, "**Stock Exchanges**") that the Board of Directors of the Company ("**Board**") at its meeting held on 28 September 2020 have approved the proposed composite scheme of amalgamation for: (i) amalgamation (merger by absorption) of Gateway East India Private Limited ("**GEIPL**") with Gateway Distriparks Limited ("**Company**"); and (ii) amalgamation (merger by absorption) of the Company (post amalgamation of GEIPL with the Company) with Gateway Rail Freight Limited ("**GRFL**") and their respective shareholders ("**Scheme**") under Sections 230 to 232 read with other applicable provisions of the Companies Act 2013 ("**Companies Act**") and rules framed thereunder.

The Scheme shall be subject to the approvals of the Stock Exchanges, Securities and Exchange Board of India, the respective shareholders, creditors, debenture holders and any other stakeholders (if required) of the companies, approval / sanction of the Scheme by the Hon'ble National Company Law Tribunal, Mumbai Bench ("**NCLT**"), and such other regulatory authority, as may be necessary.

As part of the Scheme, all non-convertible debentures of face value of INR 10,00,000 issued by the Company ("**NCDs**") shall stand transferred to and vested in GRFL. Further, post the Scheme becomes effective, the outstanding NCDs issued by the Company as of the date of effectiveness of the Scheme, which shall stand transferred to GRFL pursuant to the Scheme shall be listed and admitted to trading on the Wholesale Debt Market Segment of BSE Limited, where the NCDs are currently listed.

The Company and GEIPL shall be dissolved without being wound up in accordance with the Scheme.

The Scheme shall be effective from opening of business hours on April 1, 2020 (for all the Parts as mentioned in the Scheme) or from such other date as may be approved by the NCLT.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For **Gateway Distriparks Limited**

VEENA NAIR
COMPANY SECRETARY

GATEWAY DISTRIPARKS LIMITED

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