



## GATEWAY DISTRI PARKS LIMITED

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

# NOTICE

**NOTICE** is hereby given that the 27th Annual General Meeting of the Members of Gateway Distriparks Limited (**Company**) will be held on Monday, 6th September 2021 at 11.30 a.m. ("IST"), through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility (the registered office of the Company will be the deemed venue of the Meeting) to transact following:

### 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 2021 together with, the Reports of the Directors' and Auditor's thereon.
2. To confirm the interim dividends declared by the Board of Directors for the financial year ended March 31, 2021.
3. To re-appoint Mr. Samvid Gupta (DIN: 05320765) Director, who retires by rotation at the Annual General Meeting, and being eligible, offers himself for re-appointment as Director.

### SPECIAL BUSINESS

4. Re-appointment of Mr. Arun Kumar Gupta (DIN: 06571270) as an Independent Director of the Company:

To consider and if thought fit, pass the following resolution as **Special resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013("the Act") read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Arun Kumar Gupta (DIN: 06571270), who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member, signifying his intention to propose Mr. Arun Kumar Gupta's candidature for the office of Director, be and is hereby re-appointed as an Independent Director (not liable to retire by rotation) of the Company, for a second term of 5 consecutive years commencing from 27th April, 2021 up to 26th April 2026."

5. Appointment of Mr. Anil Aggarwal (DIN: 01385684) as an Independent Director of the Company:

To consider and if thought fit, pass the following resolution as **an Ordinary resolution**:

**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration

## Gateway Distriparks Limited

Committee and the Board of Directors, Mr. Anil Aggarwal (DIN : 01385684), who was appointed as an Additional Director in the capacity of a Non-Executive Independent Director with effect from 27th April 2021 be and is hereby appointed as a Non-Executive Independent Director (not liable to retire by rotation) of the Company, for a term of five years commencing from 27th April 2021 up to 26th April 2026.

**By order of the Board of Directors  
For Gateway Distriparks Limited**

**Place: New Delhi  
Date: 28 July, 2021**

**PREM KISHAN DASS GUPTA  
CHAIRMAN & MANAGING DIRECTOR**

### Registered Office:

Sector 6, Dronagiri, Taluka Uran, District: Raigad  
Navi Mumbai - 400707, Maharashtra, India  
CIN: L74899MH1994PLC164024  
Email: investor@gateway-distriparks.com

### Notes:

- i. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated January 13, 2021 read together with circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and circular No. 20/2020 dated May 5, 2020, followed with Circular No. 02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs and SEBI Circular SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). The deemed venue for the AGM shall be the Registered Office of the Company.
- ii. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Businesses to be transacted at the Annual General Meeting (AGM) is annexed hereto.
- iii. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
- iv. Corporate and Institutional members shall be entitled to vote through their authorized representatives. Corporate and institutional members are requested to send a certified copy of authorization (board resolution / authority/ letter/ power attorney, etc.) in favour of their authorized representatives to the Company at investor@gateway-distriparks.com with a copy marked to the Scrutinizer at scrutinizer@snaco.net.
- v. The Register of Members and Share Transfer Register of the Company will remain closed from Tuesday 31 August 2021 to Monday, 6 September 2021 (both days inclusive).
- vi. M/s. S.R. Batliboi and Co. LLP (Firm Registration No. 301003E/E300005), were appointed as statutory auditors of the Company, to hold office from the conclusion of 23rd Annual General Meeting (AGM) until the conclusion of the 28th AGM, subject to ratification by members every year. Pursuant to Companies Amendment Act, 2017 read

with the Companies (Audit and Auditors) Second Amendment Rules, 2018, with effect from 7th May, 2018, the requirement for placing the matter relating to Appointment of Statutory Auditors for ratification by members at every Annual General Meeting, during the term of their appointment, has been done away with. In view of the above M/s. S. R. Batliboi and Co. LLP (Firm Registration No. 301003E/E300005), continues to be the Statutory Auditors of the Company, till the conclusion of the 28th AGM to be held in the calendar year 2022.

- vii. In compliance with the MCA Circulars and SEBI Circular dated January 15, 2021 read with Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2020-21 is being sent to all the members whose email ids are registered with the Company/Depositories for communication purposes. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website [www.gateway-distriparks.com](http://www.gateway-distriparks.com) and websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of Link Intime India Pvt Ltd at [www.linkintime.co.in](http://www.linkintime.co.in).
- viii. Members desirous of receiving communication from the Company in electronic form, may register their email address with their respective DP, as per the process defined by them. If, however, shares are held in physical form, Members are advised to register their e-mail address with the RTA by sending communication on [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) along with their folio no. and valid e-mail address for registration.
- ix. Members holding shares in dematerialised mode are requested to intimate all changes pertaining to their bank details/NECS/ mandates, nominations, power of attorney, change of address/name, Permanent Account Number ('PAN') details, email id, etc. to their Depository Participant only. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and its RTA provide efficient and better service to the Members.

In case, Members holding shares in physical form, such information is required to be provided to the Company's RTA in physical mode or in electronic mode at [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in). Members are requested to notify promptly any change in address to the Registrars at the following address:

M/s. Link Intime India Private Limited.  
Unit : Gateway Distriparks Limited.  
C 101, 247 Park,  
L B S Marg, Vikhroli West,  
Mumbai - 400 083  
Tel No: +91 22 49186000 Fax: +91 22 49186060

- x. As per Regulation 40 of the Listing Regulations, securities of listed companies can be transferred only in dematerialised form with effect from 1st April, 2019, except in case of request received for transmission or transposition of securities. In view of this, Members holding shares in physical form are requested to consider converting their holdings to dematerialised form.
- xi. In terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standards issued by the Institute of Company Secretaries of India, additional information on directors recommended for appointment / re-appointment at the Annual General Meeting and directors liable to retire by rotation and seeking re-election is provided separately.
- xii. 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.

## Gateway Distriparks Limited

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](http://www.gateway-distriparks.com) under the section 'Investor Relations'.

- xiii. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- xiv. 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.

### xv. VOTING THROUGH ELECTRONIC MEANS

- a. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Link Intime India Pvt Ltd, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
- b. A person, whose name is recorded in the Register of Members holding shares either in physical form or in dematerialized form, as on Monday, 30 August 2021 (Cut-off date), shall be entitled to vote in respect of the shares held, by availing the facility of remote e-voting prior to the AGM or e-voting at the AGM.**
- c. The remote e-voting period commences on Friday, 3 September 2021 (9:00 a.m. IST) and ends on Sunday, 5 September 2021 (5:00 p.m. IST). The e-voting module shall be disabled by Link Intime India Pvt Ltd for voting thereafter. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.**
- d. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- e. A person who is a Member as on the Cut-off Date shall be entitled for availing the facility of remote e-voting or e-voting at the Meeting. A person who is not a Member as on the Cut-off Date should treat this Notice for information purpose only.
- f. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as on the cut-off date, may obtain the notice and e-voting instructions, by sending a request at [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) / [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in)
- g. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- h. The Board of Directors has appointed M/s. S N ANANTHASUBRAMANIAN & CO, Practicing Company Secretaries as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

### Remote e-Voting Instructions for shareholders

- I. Pursuant to SEBI circular dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their respective demat account / website of Depositories / DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for shareholders holding securities in demat mode/ physical mode is given below:

Type of members	Login Method
<p><b>Members holding securities in demat mode with NSDL</b></p>	<p><b>1. User already registered for NSDL IDEAS facility</b></p> <ul style="list-style-type: none"> <li>i. Please visit the e-Services website of NSDL at the URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>.</li> <li>ii. Once the home page of e-Services is launched, click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDEAS' section.</li> <li>iii. On the new screen, please enter your User ID and Password.</li> <li>iv. After successful authentication, you will be able to see e-voting services. Click on 'Access to e-voting' under e-voting services.</li> <li>v. On the e-voting page, you will see Company's name or e-voting service provider's name. Click on Company name or that of the e-voting service provider.</li> <li>vi. You will be re-directed to e-voting service provider's website for casting your vote during the remote e-voting period or for joining virtual Meeting and voting during the Meeting.</li> </ul> <p><b>2. User not registered for NSDL IDEAS facility</b></p> <ul style="list-style-type: none"> <li>i. Option to register is available at the link <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>.</li> <li>ii. Select 'Register Online for IDEAS' or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>iii. Visit the e-voting website of NSDL and follow the steps given in point 1 under this section.</li> </ul> <p><b>3. Alternatively by directly accessing the e-voting</b></p> <ul style="list-style-type: none"> <li>i. Open web browser by typing the URL viz. <a href="https://www.evoting.nsd.com">https://www.evoting.nsd.com</a>.</li> <li>ii. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder/Member' section.</li> <li>iii. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL starting with IN – DP ID and Client ID), password/OTP and a verification code as shown on the screen.</li> <li>iv. After successful authentication, you will be redirected to NSDL's website wherein you can see e-voting page. Click on the Company's name or e-voting service provider's name and you will be redirected to e-voting service provider's website for casting your vote during the remote e-voting period or for joining virtual Meeting and voting during the Meeting.</li> </ul>

Type of members	Login Method
<p><b>Members holding securities in demat mode with CDSL</b></p>	<p><b>1. Existing users who have opted for Easi / Easiest</b></p> <ul style="list-style-type: none"> <li>i Please visit the e-Services website of CSDL at the URL: <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a>, thereafter, please click on New System 'Myeasi'.</li> <li>ii On the new screen, please enter your User ID and Password for accessing Easi / Easiest.</li> <li>iii After successful login of Easi / Easiest you will also be able to see the e-voting menu. The menu will have links of e-voting service provider's i.e. Link Intime, NSDL, CDSL and KFinTech. Click on e-voting service provider's name to cast your vote.</li> </ul> <p><b>2. If the user is not registered for Easi/Easiest</b></p> <ul style="list-style-type: none"> <li>i An option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>.</li> <li>ii Then visit the e-voting website of CSDL and follow the steps given in point 1 under this section.</li> </ul> <p><b>3. Alternatively by directly accessing the e-voting page</b></p> <ul style="list-style-type: none"> <li>i You can directly access e-voting page by providing demat Account Number and PAN from the link <a href="http://www.cdslindia.com">www.cdslindia.com</a>.</li> <li>ii. The system will authenticate your details by sending OTP on registered mobile and email ID as recorded in the demat Account.</li> <li>iii. After successful authentication, you will enter the e-voting module of CDSL. Click on the e-voting link available against Company's name or e-voting service provider's name and you will be re-directed to the e-voting page of service provider to cast your vote.</li> </ul>
<p><b>Members (holding securities in demat mode) and login through their DPs</b></p>	<ul style="list-style-type: none"> <li>1. Members can also login using the login credentials of his/her demat account through their DP registered with NSDL/CDSL for e-voting facility.</li> <li>2. After logging in to the DPs portal, you will be able to see e-voting option. Upon clicking on e-voting option, you will be redirected to respective depository's website after successful authentication to the e-voting feature.</li> <li>3. Click on the Company's name or e-voting service provider's name and you will be redirected to e-voting service provider's website for casting your vote during the remote e-voting period or for joining virtual Meeting and voting during the Meeting.</li> </ul>

Type of members	Login Method
<p><b>Members holding securities in Physical mode and e-voting service provider is LINKINTIME (RTA)</b></p>	<ol style="list-style-type: none"> <li>1. Open the internet browser and launch the URL: <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a>.</li> <li>2. Click on <b>'Sign Up'</b> under <b>'SHAREHOLDER'</b> tab and register with your following details:               <ol style="list-style-type: none"> <li>A. <b>User ID:</b> Members holding shares in physical form shall provide Event No + Folio Number registered with the Company.</li> <li>B. <b>PAN:</b> Enter your 10-digit PAN (Members who have not updated their PAN with the RTA/ Company shall use the sequence number provided, if applicable).</li> <li>C. <b>Date of Birth (DOB) / Date of Incorporation (DOI):</b> Enter the DOB/ DOI (as recorded with your RTA / Company - in DD/MM/YYYY format)</li> <li>D. <b>Bank Account Number:</b> Enter your Bank Account Number (last four digits), as recorded with the RTA/Company.  Members holding shares in <b>physical form</b> but have not provided or updated the information at 'C' or 'D' with their RTA/ Company, should provide their Folio number in 'D' above.</li> </ol> </li> <li>3. Set the password of your choice (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).</li> <li>4. Click on "confirm" to generate your new password.</li> <li>5. Click on 'Login' under <b>'SHAREHOLDER'</b> tab.</li> <li>6. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on <b>'Submit'</b>.</li> <li>7. After successful login, you will be able to see the notification for e-voting. Select <b>'View'</b> icon.</li> <li>8. E-voting page will appear on the screen.</li> <li>9. Refer the resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour/Against'.</li> <li>10. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.</li> <li>11. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, Members can login any number of times till you have voted on the resolution(s) for a particular "Event"</li> </ol>

### **Institutional shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as **'Custodian /**

**Mutual Fund / Corporate Body**. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the **'Custodian / Mutual Fund / Corporate Body'** login for the Scrutinizer to verify the same.

**Members holding securities in Physical mode & HAVE FORGOTTEN THE PASSWORD:**

- i. Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- ii. Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on 'Submit'.
- iii. In case Member is having valid email address, password will be sent to his/ her registered e-mail address. Else, Member can set the password of his/her choice by providing the information about the particulars of the security question & answer, PAN, DOB/ DOI, dividend bank details, etc. and confirm. (The password should contain minimum 8 characters, with at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

**Important note:**

- Please note that these details can only be used for voting on the resolutions contained in this Notice.
- It is strongly recommended not to share password with any other person and take utmost care to keep it confidential.

**Members holding securities in demat mode with NSDL/ CDSL HAVE FORGOTTEN THE PASSWORD:**

Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

**Important note:**

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

**Contact details of helpdesk:**

Members may contact the respective helpdesk, as per the details given below:

<b>Login type</b>	<b>Helpdesk details</b>
Members holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>i. Please send a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a>; or</li> <li>ii. Please call at toll free no.: 1800 1020 990 and 1800 22 44 30.</li> </ol>
Members holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>i. Please send a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or</li> <li>ii. Please contact at 022- 23058738 or 022-23058542-43</li> </ol>
LINKINTIME	Members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the <b>Frequently Asked Questions ('FAQs')</b> and <b>InstaVote e-Voting manual</b> available at <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a> , under <b>Help</b> section or send an email to <a href="mailto:enotices@linkintime.co.in">enotices@linkintime.co.in</a> or contact on: - Tel: 022 -4918 6000.



**II. Instructions for Members to Vote during the AGM through InstaMeet (VC/OAVM):**

Once the electronic voting is activated by the Scrutiniser during the Meeting, the Members who have not exercised their vote(s) through the remote e-voting can cast their vote(s) as under:

- i. On the Member's page/VC page, click on the link for e-voting "Cast your vote".
- ii. Enter demat account no. / folio no. and OTP (One Time Password), received on the registered mobile number/ registered e-mail ID, during registration for InstaMeet and click on 'Submit'.
- iii. After successful login, see "Resolution Description" and against the same the options "Favour/ Against" for voting.
- iv. Cast vote by selecting appropriate option i.e. Favour/Against, as desired.
- v. Enter the number of shares (which represents no. of votes) as on the Cut-off Date under 'Favour/ Against'. You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour/Against'.
- vi. After selecting the appropriate option i.e. Favour/ Against as desired, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
- vii. Once the vote is confirmed on the resolution, any modification or change is not allowed subsequently.

**Note:**

Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will not be eligible to vote again during the meeting. However, they will be eligible to attend/participate in the Annual General Meeting through InstaMeet.

In case the shareholders/members have any queries or issues regarding e-voting, you can email at [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or Call at - Tel : (022-49186175)

**xvi. INSTRUCTIONS FOR SHAREHOLDERS/MEMBERS TO ATTEND THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:**

**Procedure to attend the Annual General Meeting through InstaMeet (VC/OAVM) by shareholders / member entitled to attend the AGM are as under:**

- a) Facility for joining the Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and will be available to the Members on first come first serve basis.
- b) Members can log in and join 15 (fifteen) minutes prior to the schedule time of the meeting and window for joining shall be kept open till the end of Meeting
- c) Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chair Persons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. may be allowed to the meeting without restrictions of first-come-first serve basis.
- d) Shareholders/ Members will be provided with InstaMeet facility wherein Shareholders/ Member shall register their details and attend the Annual General Meeting as under:
  - I. Open the internet browser and launch the URL for InstaMeet <https://instameet.linkintime.co.in> and register with your following details:
    - a) Demat Account No. or Folio No.: Enter your 16 digit Demat Account No. or Folio Number registered with the Company

## Gateway Distriparks Limited

- b) PAN: Enter your 10 digit Permanent Account Number (PAN)
  - c) Mobile No.
  - d) Email ID
- II. Click “Go to Meeting”  
(You are now registered for InstaMeet and your attendance is marked for the meeting)

### Note:

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case the members have any queries or issues regarding Instameet, you can write an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or Call us: - Tel : (022-49186175).

### Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.:

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

- a) Please download and install the Webex application by clicking on the link [https://www.webex.com / downloads.html](https://www.webex.com/downloads.html) / or
- b) if you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Enter your First Name, Last Name and Email ID and click on Join Now.

- If you have already installed the Webex application on your device, join the meeting by clicking on Join Now
- If Webex application is not installed, a new page will appear giving you an option to either: Add Webex to chrome or Run a temporary application. Click on Run a temporary application, an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now

### xvii. INSTRUCTIONS FOR MEMBERS TO REGISTER THEMSELVES AS SPEAKERS DURING ANNUAL GENERAL MEETING:

Shareholders/ Members who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/folio number, email id, mobile number at [investor@gateway-distriparks.com](mailto:investor@gateway-distriparks.com) from 31st August 2021(9.00 a.m. IST) to 02nd September 2021 (5.00 p.m. IST).

### Note:

Those shareholders/members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the Annual General Meeting.

Shareholders/ Members should allow to use camera and are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

**xviii. OTHER INSTRUCTIONS**

1. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
2. The result declared along with the Scrutinizer's Report shall be placed on the Company's website [www.gateway-distriparks.com](http://www.gateway-distriparks.com) and on the website of Link Intime India Pvt Ltd <https://instavote.linkintime.co.in/> immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.
3. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

**ANNEXURE TO NOTICE**

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

**Item No. 4: Appointment of Mr. Arun Kumar Gupta, (DIN: 06571270) as a Non-Executive independent Director of the Company:**

The Members, at their meeting held on 22 September 2016, had appointed Mr. Arun Kumar Gupta as an Independent Director of the Company pursuant to Section 149 of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014 from 27 April 2021 to 26 April 2026.

The Nomination Committee of the Board based on the performance evaluation on various criteria including attendance, contribution and interventions and inter-personal relationships have recommended the re-appointment of Mr. Arun Kumar Gupta for a second term of five years. The Board of Directors have subject to the approval of Members appointed Mr. Arun Kumar Gupta as an Independent Director for a second term commencing from 27 April 2021 to 26 April 2026.

Mr. Arun Kumar Gupta has given a declaration to the Board that he satisfies the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, the Director fulfils the conditions specified in the Act and the Rules framed there under for appointment as an Independent Director and that the Director is independent of the management.

In compliance with the provisions of Section 149, 150 and Schedule IV of the Act, the appointment of Mr. Arun Kumar Gupta as Independent Director is being placed before the Shareholders for approval.

The Company received a notice from a Member under Section 160 of the Companies Act, 2013, signifying his intention to propose the candidature of Mr. Arun Kumar Gupta, (DIN: 06571270) for the office of Independent Director of the Company.

## Gateway Distriparks Limited

Brief profile of Mr. Arun Kumar Gupta is as under:

### Disclosure required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements), 2015

<b>Date of Birth</b>	24-March-1961
<b>Date of Appointment</b>	27-April-2021
<b>A Brief Resume of the Director &amp; Nature of his Expertise in Specific Functional Areas;</b>	Mr. Arun Kumar Gupta has over 30 years work experience, and has performed management roles at renowned organizations such as Saxo Bank, CSC, Syntel, Sapien, NIIT, and TCS. Currently, he serves as Additional Director on the board of a leading ITES company. He graduated in Mechanical Engineering from Delhi College of Engineering, did his MBA from Faculty of Management Studies (FMS), Delhi, and completed an executive leadership development program from Cornell University, USA.
<b>Details of Remuneration</b>	Mr. Arun Kumar Gupta is entitled to Sitting Fees and Commission (as payable to Non-Executive Directors)
<b>Disclosure of Relationships Between Directors and Key Managerial Personnel Inter-Se;</b>	Nil
<b>No. of Shares held in the Company</b>	540

### Other Companies in which Mr. Arun Kumar Gupta holds directorship\* and committee membership

Sr. No.	NAME OF THE COMPANY	NATURE OF INTEREST
1	Gateway Rail Freight Limited	Director Member (Audit Committee) Member (Nomination & Remuneration Committee) Member (CSR Committee)
2	Snowman Logistics Limited	Director Member (Stakeholders relationship Committee) Member (Nomination & Remuneration Committee) Member (CSR Committee)
3	Silver Skills Private Limited	Director Member (CSR Committee) Member (Share Transfer Committee) Member (Lending /Borrowing Committee)
4	Gateway Distriparks (Kerala) Limited	Director Member (Audit Committee) Member (Nomination & Remuneration Committee)

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

A copy of draft Letter for the Appointment of Mr. Arun Kumar Gupta setting out terms and conditions of appointment of the Director is available on the web-site of the Company ([www.gateway-distriparks.com](http://www.gateway-distriparks.com))

Your Directors recommend the resolution proposed at Item No. 4 for the approval of shareholders by way of a Special Resolution.

**Item No. 5: Appointment of Mr. Anil Aggarwal (DIN: 01385684) as an Independent Director of the Company:**

Based on the recommendation of the Nomination, Remuneration and ESOP Committee, the Board of Directors had appointed Mr. Anil Aggarwal (DIN: 01385684) as Independent Director for a period of 5 years, w.e.f. 27 April 2021, subject to the approval of the Members of the Company.

Mr. Anil Aggarwal has given a declaration to the Board that he satisfies the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, the Director fulfils the conditions specified in the Act and the Rules framed there under for appointment as an Independent Director and that the Director is independent of the management.

The Company has received a notice from a Member under Section 160 of the Companies Act, 2013, signifying his intention to propose the candidature of Mr Anil Aggarwal (DIN: 01385684) for the office of Independent Director of the Company.

**Disclosure required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements), 2015**

<b>Date of Birth</b>	20-May-1958
<b>Date of Appointment</b>	27-April-2021
<b>A Brief Resume of the Director &amp; Nature of his Expertise in Specific Functional Areas;</b>	Mr. Anil Aggarwal, aged 63 years, is a freelance Financial & Management advisor. His expertise ranges from Accounting, Corporate Laws, Direct and Indirect Taxes, Regulatory framework, Internal Control, Implementation of accounting software. He is an Independent Director in other Companies, since 2013. He continues to be a part of several management and transaction advisory assignments. He had held employments with various corporates including Ireo Pvt. Ltd., Punj Lloyd Ltd., Bunge Agribusiness India Pvt. Ltd, and RPG Enterprises Ltd. His experience spans over many sectors including structuring and offshore raising of funds, implementation and integration of accounting software for controlling and accounting for the project work, acquisition and financing, FCCB fund raising.
<b>Details of Remuneration</b>	Mr. Anil Aggarwal is entitled to Sitting Fees and Commission (as payable to Non-Executive Directors)
<b>Disclosure of Relationships Between Directors and Key Managerial Personnel Inter-Se;</b>	Nil
<b>No. of Shares held in the Company</b>	Nil

**Other Companies in which Mr. Anil Aggarwal holds directorship\* and committee membership**

Sr. No.	NAME OF THE COMPANY	NATURE OF INTEREST
1	Vriksh Advisors Pvt. Ltd	CEO
2	Vriksh Partners LLP	Designated Partner
3	Rolling Stove Hospitality Private limited	Director
4	Gluebomb Digital Media Private Limited	Director
5	Incredible Realcon Private Limited	Director
6	Maple Infra InIT Investment Manager Pvt. Ltd.	Director
7	Snowman Logistics Limited	Director Member (Nomination & Remuneration Committee) Member (Stakeholders Relationship Committee)
8	Gateway Rail Freight Limited	Director Chairman (Audit Committee) Member (Nomination & Remuneration Committee)

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

## Gateway Distriparks Limited

A copy of draft Letter for the Appointment of Mr. Anil Aggarwal setting out terms and conditions of appointment of the Director is available on the web-site of the Company ([www.gateway-distriparks.com](http://www.gateway-distriparks.com))

Your Directors recommend the resolution proposed at Item No. 5 for the approval of shareholders by way of an Ordinary Resolution.

### Additional Information about Directors seeking reappointment at the Annual General Meeting.

#### 1) Mr. Samvid Gupta (DIN: 05320765)

Date of Birth	30-September-1992
Date of Appointment	12-March-2020
A Brief Resume of the Director & Nature of his Expertise in Specific Functional Areas;	Mr. Samvid Gupta, aged 28 holds a bachelor's degree in Business Administration from Boston University. Samvid has over 6 years of experience, particularly involved in various aspects of business including Financial Planning, Sales, Projects, Business Analysis and Strategic Planning. He is also managing sales of newsprint and coated paper in Newsprint Trading & Sales Corporation as a partner.
Details of Remuneration	Mr. Samvid Gupta is entitled to Sitting Fees and Commission (as payable to Non-Executive Directors).
Disclosure of Relationships Between Directors and Key Managerial Personnel Inter-Se;	Mr. Samvid Gupta is related to Mr. Prem Kishan Dass Gupta, Chairman & Managing Director, Mrs. Mamta Gupta, Director and Mr. Ishaan Gupta, Joint Managing Director.  None of the other Directors or Key Managerial Personnel or their relatives are interested or concerned in the above resolution.
No. of Shares held in the Company	444,280 equity shares

#### Other Companies in which Mr. Samvid Gupta holds directorship\* and committee membership

Sr. No.	NAME OF THE COMPANY	NATURE OF INTEREST
1	Gateway Rail Freight Limited	Joint Managing Director (Member-Audit Committee)
2	Snowman Logistics Limited	Director (Member- QIP Committee)
3	Perfect Communications Private Limited	Director (Member – CSR Committee)
4	Prism International Private Limited	Director (Member-Audit Committee, Nomination Remuneration Committee, ALCO Committee, Risk Management Committee)
5	Prestige Infracon Private Limited	Director
6	Star Cineplex Private Limited	Director
7	Newsprint Trading and 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