



**GATEWAY DISTRI PARKS LTD.**



3 Oct 2017

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The Stock Exchange, Mumbai  
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National Stock Exchange of India Ltd.  
Exchange Plaza  
Bandra Kurla Complex  
MUMBAI - 51  
Ph: 2659 8235 Fax: 2659 8237 / 38

Dear Sir / Madam,

Company No. : 532622 / GDL

Sub: Corporate Governance Report for the quarter ended 30-Sept-2017

Enclosed please find the Corporate Governance report for the quarter ended 30-Sept-2017.

Thanking You.

Yours faithfully,

For GATEWAY DISTRI PARKS LIMITED

R. Kumar  
Dy. CEO & CFO cum Company Secretary  
Encl : a/a

Registered Office :

Sector 6, Dronagiri, Taluka Uran, District Raigad, Navi Mumbai - 400 707  
Tel. : +91-22-2724 6500 to 12 (Board) • Fax : +91-22-2724 6538 • E-mail: [gdclfs@gateway-distriparks.com](mailto:gdclfs@gateway-distriparks.com) • Website : [www.gateway-distriparks.com](http://www.gateway-distriparks.com)  
CIN : L74899MH1994PLC164024

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - Gateway Distriparks Limited  
2. Quarter ending - 30-Sep-2017

I. Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category	Date of Appointment	Date of Cessation	Tenure	No of Directorships in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of seats of Chairperson, Audit, Stakeholder Committee, etc. held across including this listed entity
Mr.	PREM KISHAN DASS GUPTA*	00011670	AAKPG2127J	C & ED	06-Apr-1994			2	4	1
Mrs.	MAMTA GUPTA	00160916	AAAPG3773E	NED	29-Oct-2015			2	0	0
Mr.	ISHAAN GUPTA**	05298583	APFPG1166F	ED	26-May-2012			1	0	0
Mr.	SHABBIR HAKIMUDDIN HASSANBHAI	00268133	AAAPH5019E	ID	22-Sep-2016	21-Sep-2021	5	2	5	2
Mr.	BHASKAR AVULA REDDY	06554896	AAMP9542A	ID	01-May-2016	30-Apr-2021	5	2	4	1
Mr.	ARUN KUMAR GUPTA	06571270	AAAPG4063H	ID	27-Apr-2016	26-Apr-2021	5	2	4	0

\* At the Annual General Meeting of the company held on 2 August 2017, the shareholders approved the re-appointment of Mr. Prem Kishan Dass Gupta's term as the Managing Director for a term of 5 years from 20 July 2017.

\*\* At the Annual General Meeting of the company held on 2 August 2017, the shareholders approved the appointment of Mr. Ishaan Gupta's term as the Joint Managing Director for a term of 5 years from 8 February 2017.

**II. Composition of Committees**

Audit Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	SHABBIR HAKIMUDDIN HASSANBHAI	ID	Chairperson
2	BHASKAR AVULA REDDY	ID	Member
3	PREM KISHAN DASS GUPTA	C & ED	Member
4	ARUN KUMAR GUPTA	ID	Member

Stakeholders Relationship Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	BHASKAR AVULA REDDY	ID	Chairperson
2	SHABBIR HAKIMUDDIN HASSANBHAI	ID	Member
3	PREM KISHAN DASS GUPTA	C & ED	Member
4	ARUN KUMAR GUPTA	ID	Member



<b>Risk Management Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
NOT APPLICABLE			

<b>Nomination and Remuneration Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	SHABBIR HAKIMUDDIN HASSANBHAI	ID	Member
2	BHASKAR AVULA REDDY	ID	Chairperson
3	PREM KISHAN DASS GUPTA	C & ED	Member
4	ARUN KUMAR GUPTA	ID	Member

<b>III. Meeting of Board of Directors</b>		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
18-May-2017	11-Aug-2017	84

<b>IV. Meeting of Committees</b>				
<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
Audit Committee	10-Aug-2017	YES	17-May-2017	84
Stakeholders Relationship Committee	10-Aug-2017	YES	17-May-2017	

<b>V. Related Party Transactions</b>	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable

**Note:**

The Board of Directors of the Company at its meeting held on 11 Aug 2017, have approved the following related party transactions:

- 1) availing transport services from related party- Gateway Rail Freight Ltd, at prevailing market prices.
- 2) leasing of 2,750 sq. mts of land bearing Sy. No. 1085, Thatiparthipalem (Village), Venkatachalam (Mandal), Krishnapatnam, to related party Snowman Logistics Limited, for a period of 5 years.



**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:

**For Gateway Distriparks Ltd.**



**R. Kumar**  
**Dy. Chief Executive Officer and**  
**Chief Finance Officer-Cum-Company**

Name : **Secretary R Kumar**  
Designation : **Company Secretary**



### ANNEXURE III

#### Affirmations

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

#### Note:

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

**For Gateway Distriparks Ltd.**



**R. Kumar**  
**Dy. Chief Executive Officer and**  
**Chief Finance Officer-Cum-Company**  
**Secretary**



**Name** : **R. Kumar**  
**Designation** : **Company Secretary**