



GATEWAY DISTRI PARKS LTD.



09 June 2020

BSE Ltd., 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: Annual Secretarial Compliance Report

Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/ 2019 dated 8 February 2019, enclosed please find the Annual Secretarial Compliance Report for the FY 2019–20.

Please take the same on record.

Yours faithfully,

For GATEWAY DISTRI PARKS LIMITED

Sd/-

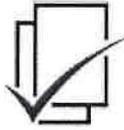
Veena Nair

Company Secretary

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: gdlefs@gateway-distriparks.com • Website : www.gateway-distriparks.com
CIN : L74899MH1994PLC164024



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

10/25-26, 2nd Floor, Brindaban,
Thane (W) - 400 601
T: +91 22 25345648 | +91 22 25432704
E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

To,

Gateway Distriparks Limited
Sector 6, Dronagiri,
Taluka Uran, District Raigad,
Navi Mumbai- 400707

Sir/ Madam,

Annual Secretarial Compliance Report for the Financial Year 2019-20

We have been engaged by **Gateway Distriparks Limited** (hereinafter referred to as 'the Company') bearing CIN: L74899MH1994PLC164024 whose equity shares are listed on National Stock Exchange of India Limited (NSE) (Symbol: GDL) and BSE Limited (BSE) (Security Code: 532622) and 13 series of Non-Convertible Debentures are listed on BSE Limited, to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 08th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose.

The Annual Secretarial Compliance Report in the prescribed format is enclosed

MALATI
ANIL
KUMAR

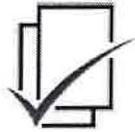
Digitally signed by MALATI ANIL KUMAR
DN: cn=N, o=Personal, tn=MALATI ANIL
KUMAR,
serialNumber=673c0bf3ac23a0499a9
4328c707a9f9f080b0c913d1146c501
35be1155a, postalCode=400610,
2.5.4.20=59a34def0761a7ed0e448f8
008f192a4f28ce501c59004f7a9a3a67d
60816, st=Maharashtra
Date: 2020.06.04 17:03:54 +05'30'

Malati Kumar

Partner

ACS: 15508 | COP: 10980

4th June, 2020 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

10/25-26, 2nd Floor, Brindaban,
Thane (W) - 400 601
T: +91 22 25345648 | +91 22 25432704
E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

SECRETARIAL COMPLIANCE REPORT
OF GATEWAY DISTRI PARKS LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

We have examined:

- all the documents and records made available to us and explanations provided by **Gateway Distriparks Limited** ('the listed entity');
- filings/ submissions made by the listed entity to the stock exchanges;
- website of the listed entity;
- any other document/ filing, as may be relevant, which has been relied upon to make this certification;

for the financial year ended **31st March, 2020** ('Review Period'), in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and the Regulations, circulars, guidelines issued there under; and
- the Securities Contracts (Regulation) Act, 1956 ('SCRA'), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ('SEBI').

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not applicable as there was no reportable event during the financial year under review;**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – **Not applicable as there was no reportable event during the financial year under review;**





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 – **Not applicable as there was no reportable event during the financial year under review;**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 ;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 – **Not applicable as there was no reportable event during the financial year under review;**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued there under;

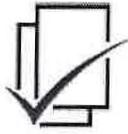
and based on the above examination, we hereby report that, during the review period:

The listed entity has complied with the requirements of SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October 2019 on changes in terms of appointment of Statutory Auditors. The Company has amended the terms of appointment of the Statutory Auditor to give effect to the said Circular;

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Regulation 60(2)	Intimation of record date for payment of interest on debentures not given 7 clear days in advance. Record date- 13-6-2019 Intimation date-13-6-2019 Record date-10-12-2019 Intimation date-06-12-2019	The length of the notice of Record Date is less than the prescribed time limit.
2	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Regulation 60(2)	Intimation of record date for partial redemption of debentures not given 7 clear days in advance. Record date- 2-1-2020 Intimation date-26-12-2019	The length of the notice of Record Date is less than the prescribed time limit.





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my/our examination of those records;
- (c) Following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under:

Sr. No.	Action taken by	Details of violation	Details of action taken [E.g.: fines, warning letter, debarment etc.,]	Observations/ Remarks of the Practicing Company Secretary, if any
NIL				

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports – **Not Applicable since there was no observation in the previous Report and accordingly no action was required to be taken by the Company.**

For **S. N. ANANTHASUBRAMANIAN & Co.**
Company Secretaries
ICSI Unique Code P1991MH040400
Peer Review Cert. No.: 606/2019

**MALATI
ANIL
KUMAR**

Digitally signed by MALATI ANIL
KUMAR
DN: c=IN, o=Personal, cn=MALATI
ANIL KUMAR,
serialNumber=b75cebfa9ec23eb9499a
94329bc7d7a9f9f08b0bc913df1c46c3
0132be1155a, postalCode=400610,
2.5.4.20=c59c34de6f6761a7ed0e448f
808e1109a4726ce5d1c580047e9a3a6
7d8d816, st=Maharashtra
Date: 2020.06.04 17:04:19 +05'30'



Malati Kumar
Partner

ACS : 15508
COP No. : 10980

ICSI UDIN : A015508B000317216

4th June, 2020
Thane