



GATEWAY DISTRI PARKS LTD.



11 April 2019

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The Stock Exchange, Mumbai
Phiroze Jeejeebjoy Towers
Dalal Street MUMBAI
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Email : corp.relations@bseindia.com

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 Governancé Report for the quarter ended 31-Mar-2019

Enclosed please find the Corporate Governance report for the quarter ended 31-Mar-2019

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, Near Mumbai - 400 707

Tel. : +91-22-2724 6500 to 12 (Board) • Fax : +91-22 2724 6538 • E-mail: gdcls@gateway-distriparks.com • Website : 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 - **31-Mar-2019**

i. Composition Of Board Of Director

Title (Mr./Ms.)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	PREM KISHAN DASS GUPTA	00011670	AAKP G2127J	C,ED	MD	06-Apr-1994			2	4	1	AC,SC ,NRC	
Mr.	ISHAAN GUPTA	05298583	APFP G1166F	ED	MD	26-May-2012			1	0	0		
Mr s.	MAMTA GUPTA	00160916	AAAP G3773E	NED		29-Oct-2015			2	0	0		
Mr.	SHABBI R HASSAN BHAI	00268133	AAAP H5019E	ID		22-Sep-2016		60	2	5	2	AC,SC ,NRC	
Mr.	BHASKAR AVULA REDDY	06554896	AAMP R9542A	ID		01-May-2016		60	2	4	1	AC,SC ,NRC	
Mr s.	ARUN KUMAR GUPTA	06571270	AAAP G4063H	ID		27-Apr-2016		60	2	4	0	AC,SC ,NRC	

Company Remarks	
Whether Permanent chairperson appointed	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	ARUN KUMAR GUPTA	ID	Member	10-Nov-2016	
2	PREM KISHAN DASS GUPTA	C,ED	Member	10-Nov-2016	
3	SHABBIR HASSANBHAI	ID	Chairperson	10-Nov-2016	
4	BHASKAR AVULA REDDY	ID	Member	10-Nov-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes



b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	ARUN KUMAR GUPTA	ID	Member	10-Nov-2016	
2	PREM KISHAN DASS GUPTA	C,ED	Member	10-Nov-2016	
3	SHABBIR HASSANBHAI	ID	Member	10-Nov-2016	
4	BHASKAR AVULA REDDY	ID	Chairperson	10-Nov-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee – NOT APPLICABLE

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	BHASKAR AVULA REDDY	ID	Chairperson	10-Nov-2016	
2	SHABBIR HASSANBHAI	ID	Member	10-Nov-2016	
3	PREM KISHAN DASS GUPTA	C,ED	Member	10-Nov-2016	
4	ARUN KUMAR GUPTA	ID	Member	10-Nov-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter
01-Oct-2018	24-Jan-2019
30-Oct-2018	06-Feb-2019
24-Dec-2018	15-Mar-2019
	30-Mar-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	36



iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	29-Oct-2018	06-Feb-2019	4	Yes
Stakeholders Relationship Committee	29-Oct-2018	05-Feb-2019	4	Yes
Nomination & Remuneration Committee		05-Feb-2019	4	Yes
Company Remarks				
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	99			

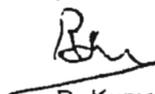
v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
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	
Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	Purchase of empty handler from subsidiary company at prevailing market price at arms length	

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
Secretary
R. KUMAR



Name : R. KUMAR
Designation : Company Secretary & Compliance Officer

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
Details of business	Yes		www.gateway-distriparks.com
Terms and conditions of appointment of	Yes		www.gateway-distriparks.com
Composition of various committees of	Yes		www.gateway-distriparks.com
Code of conduct of board of directors and	Yes		www.gateway-distriparks.com
Details of establishment of vigil mechanism/	Yes		www.gateway-distriparks.com
Criteria of making payments to non-	Yes		www.gateway-distriparks.com
Policy on dealing with related party	Yes		www.gateway-distriparks.com
Policy for determining 'material' subsidiaries	Yes		www.gateway-distriparks.com
Details of familiarization programs imparted	Yes		www.gateway-distriparks.com
Contact information of the designated officials of the listed	Yes		www.gateway-distriparks.com
email address for grievance redressal and	Yes		www.gateway-distriparks.com
Financial results	Yes		www.gateway-distriparks.com
Shareholding pattern	Yes		www.gateway-distriparks.com
Details of agreements entered into with the media companies and/or	Not Applicable		
New name and the old name of the listed	Not Applicable		
II Annual Affirmations			
Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) &	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	



Approval for material related party transactions	23(4)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
Maximum Directorship & Tenure	25(1) & (2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - Yes

Other Information	
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For Gateway Distriparks Ltd.



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



Name : R. KUMAR
Designation : Company Secretary & Compliance Officer