



May 23, 2024

<b>BSE Limited</b> Phiroze Jeejeebjoy Towers Dalal Street Mumbai 400 001 <b>Scrp Code: 543489</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East) Mumbai – 400 051 <b>Trading Symbol: GATEWAY</b>
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**Sub: Annual Secretarial Compliance Report for the year ended March 31, 2024**

Dear Sir/ Madam,

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed herewith Annual Secretarial Compliance Report for the year ended March 31, 2024, issued by M/s. Oberoi & Associates, Company Secretaries in Practice.

Kindly take the above information on record.

Thanking You  
Yours faithfully,

**For Gateway Distriparks Limited**

**Divyang Jain**  
**Company Secretary &**  
**Compliance Officer**

**Encl. as above**

**GATEWAY DISTRI PARKS LIMITED**

**Registered Office:** Sector 6, Dronagiri, Taluka Uran, District Raigarh, Navi Mumbai, Maharashtra 400707, India

**Corporate Office:** 4<sup>th</sup> Floor, Prius Platinum, Saket District Centre, New Delhi – 110017, India

**T:** +91 11 4055 4400 **F:** +91 11 4055 4413 **W:** www.gatewaydistriparks.com **CIN:** L60231MH2005PLC344764

To

**GATEWAY DISTRI PARKS LIMITED**

Registered office: Sector 6, Dronagiri, Taluka Uran, Raigarh,  
Navi Mumbai, Maharashtra, India, 400707.

We have been engaged by **GATEWAY DISTRI PARKS LIMITED** (hereinafter referred to as "the Company") bearing CIN: L60231MH2005PLC344764 whose equity shares are listed on the National Stock Exchange of India Limited and BSE Limited to conduct the verification in terms of SEBI's Circular No. CIR/CFD/CMD 1/27/2019 dated 08<sup>th</sup> February 2019 and to issue the Annual Secretarial Compliance Report for the financial year 2023-2024.

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

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

Based on the guidelines issued by the Institute of Company Secretaries of India (ICSI), we conducted the audit of secretarial compliance under Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by way of distant/remote/e-audit process and reviewed all the required documents and records pertaining to the period April 01, 2023, to March 31, 2024, through virtual as well as physical mode.

We have examined the secretarial records including minutes, documents, intimation sent to the stock exchanges other records, and returns related to the applicable laws on the Company, etc. The management has confirmed that the records submitted to us are true and correct and in this regard, the management has confirmed us by way of giving a representation.

Annual Secretarial Compliance Report is enclosed herewith.

**For OBEROI & ASSOCIATES;**

*Company Secretaries*

  
**FCS Harsh Oberoi**

*Practicing Company Secretary*

MEMBERSHIP No.: F11088 | CP No.: 17834

PR Code: 938/2020

UDIN: F011088F000423874

UDIN Generation Date 22.05.2024

Date of Signing: 23.05.2024

Place: Sonipat

**OBEROI & ASSOCIATES, COMPANY SECRETARIES**

Address : UGB-118A, Roman Court, Ansal Sushant City, Sec-61, Kundli, Sonipat-131029, Haryana, (India)

Contact No. +91 8930138515, 9991452565, 0130-6650208

Email : harsh@oberoiassociates.com, oberoi.pcs@gmail.com, Website : www.oberoiassociates.com



ANNUAL SECRETARIAL COMPLIANCE REPORT OF GATEWAY DISTRIIPARKS  
LIMITED FOR THE FINANCIAL YEAR ENDED 31.03.2024

We, OBEROI & ASSOCIATES, Company Secretaries have examined: -

- (a) all the documents and records made available to us and the explanation provided by GATEWAY DISTRIIPARKS LIMITED ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the financial year ended as on 31.03.2024 ("Review Period") in respect of compliance with the provisions of: -

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the regulations, circulars, and guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the regulations, circulars, and guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations, 2015");
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; - *(Not Applicable to the Company during the Review Period)*
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - *(Not Applicable to the Company during the Review Period)*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - *(Not Applicable to the Company during the Review Period)*
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; - *(Not Applicable to the Company during the Review Period)*
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

2.  
OBEROI & ASSOCIATES, COMPANY SECRETARIES

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- (h) The Depositories Act, 1996, and the Regulations and bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with clients to the extent of securities issued, if any;
- (j) The Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009; and to the extent applicable;

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

(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: -

S. No	1. (Action taken against the listed entity)
COMPLIANCE REQUIREMENTS (REGULATIONS/CIRCULARS/ GUIDELINES INCLUDING SPECIFIC CLAUSE)	Intimation of the Record date w.r.t. the redemption of Non-Convertible Debentures (NCDs).
REGULATIONS/ CIRCULAR NO.	Regulation 60(2) of SEBI LODR Regulation, 2015.
DEVIATIONS	Delay Submission of Intimation of the Record date w.r.t. the redemption of Non-Convertible Debentures (NCDs).
ACTION TAKEN BY	BSE Limited
TYPE OF ACTION	Fine
DETAILS OF VIOLATIONS	The fine is levied on account of not adhering to Regulation 60(2) of the SEBI LODR Regulation, 2015 for the delay in intimation of the Record date w.r.t. the redemption of Non-Convertible Debentures (NCDs). The fine of Rs.10,000/- levied on the following ISINs each of NCD intimated to the Exchange on February 25, 2022, during the Financial Year 2021-22. INE852F07020, INE852F07038, INE852F07046, INE852F07053, INE852F07061, INE852F07095, INE852F07103, INE852F07111, INE852F07129, INE852F07137.
FINE AMOUNT	1,00,000 + 18,000/- GST
OBSERVATIONS/ REMARKS OF THE PRACTICING COMPANY SECRETARY	BSE has issued the Notice and imposed the Fine of Rs. 1,00,000/- + GST of 18,000/-.
MANAGEMENT RESPONSE	The Company has duly paid the fine levied by the BSE Limited.
REMARKS	None



(b) The listed entity has taken the following actions to comply with the observations made in previous reports: -

S. No	Compliance Requirement (Regulations/ circulars/ Guidelines including specific Clause)	Regulations/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violations	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
Nil										

We hereby report that during the review period the Compliance Status of the listed entity with the following requirements: -

S. No	PARTICULARS	COMPLIANCE STATUS (YES/NO/NA)	OBSERVATIONS/ REMARKS BY PCS*
1.	<p><b><u>SECRETARIAL STANDARDS</u></b></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).</p>	Yes	
2.	<p><b><u>ADOPTION AND TIMELY UPDATION OF THE POLICIES:</u></b></p> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of the board of directors of the listed entities.</li> <li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/ guidelines issued by SEBI.</li> </ul>	Yes  Yes	
3.	<p><b><u>MAINTENANCE AND DISCLOSURES ON THE WEBSITE:</u></b></p> <ul style="list-style-type: none"> <li>The Listed entity is maintaining a functional website.</li> <li>Timely dissemination of the documents/ information under a separate section on the website.</li> </ul>	Yes  Yes	

*[Handwritten signature]*

4.



	<ul style="list-style-type: none"> <li>Web links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirect to the relevant document(s)/ section of the website.</li> </ul>	Yes	
4.	<p><b><u>DISQUALIFICATION OF DIRECTOR:</u></b></p> <p>None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	
5.	<p><b><u>DETAILS RELATED TO SUBSIDIARIES OF LISTED ENTITIES HAVE BEEN EXAMINED w.r.t:</u></b></p> <p>(a) Identification of material subsidiary companies.</p> <p>(b) Disclosure requirement of material as well as other subsidiaries.</p>	Yes	During the period under review, the Company does not have any material Subsidiary.
		Yes	Not Applicable
6.	<p><b><u>PRESERVATION OF DOCUMENTS:</u></b></p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per the Policy of Preservation of Documents and Archival Policy prescribed under SEBI LODR Regulations, 2015.</p>	Yes	
7.	<p><b><u>PERFORMANCE EVALUATION:</u></b></p> <p>The listed entity has conducted a performance evaluation of the Board, Independent Directors, and Committees at the start of every financial year/ during the financial year as prescribed in SEBI Regulations.</p>	Yes	
8.	<p><b><u>RELATED PARTY TRANSACTIONS:</u></b></p> <p>(a) The listed entity has obtained prior approval of the Audit Committee for all Related party transactions; or</p>	Yes	The Listed Entity has obtained the prior approval of the Audit Committee, as



	<del>b) The listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained</del>	NA	such this point is not applicable.
9.	<b><u>DISCLOSURE OF EVENTS OR INFORMATION:</u></b> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder	Yes	
10.	<b><u>PROHIBITION OF INSIDER TRADING:</u></b> The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11.	<b><u>ACTIONS TAKEN BY SEBI OR STOCK EXCHANGE(S), IF ANY:</u></b> No actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.	Yes	Except the actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchange as specified in Table (a) as mentioned above.
12.	<b><u>RESIGNATION OF STATUTORY AUDITORS FROM THE LISTED ENTITY OR ITS MATERIAL SUBSIDIARIES:</u></b> In case of resignation of the statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and/or its material subsidiary(ies) has/have complied with paragraph 6.1 and 6.2 of Section V-D of chapter V of the Master Circular on	NA	The auditor(s) of the listed entity and its material subsidiary have not resigned during the review period.



	compliance with the provisions of the LODR Regulations by listed entities.		
13.	<b><u>Additional non-compliances, if any:</u></b>	Yes	No additional non-compliance was observed for applicable SEBI regulations/ circulars/ guidance notes etc.

**Assumptions & Limitations of Scope and Review: -**

1. Compliance with the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based on our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**For OBEROI & ASSOCIATES;**

*Company Secretaries*

**FCS Harsh Oberoi**

*Practicing Company Secretary.*

**MEMBERSHIP No.: F11088 | CP No.: 17834**

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