



15th April 2022

BSE Limited Phiroze Jeejeebjoy Towers Dalal Street Mumbai 400 001 Scrip Code: 543489	National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East) Mumbai – 400 051 Trading Symbol: GATEWAY
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Sub: Corporate Governance Report for the quarter ended 31 March 2022

Enclosed please find the Corporate Governance report for the quarter ended 31 March 2022.

Kindly take the information on record.

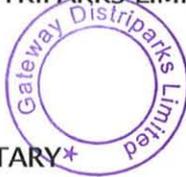
Thanking You,

Yours faithfully,

For GATEWAY DISTRI PARKS LIMITED (formerly known as Gateway Rail Freight Limited)

ANUJ KALIA

COMPANY SECRETARY*



GATEWAY DISTRI PARKS LIMITED

(Formerly Gateway Rail Freight Ltd.)

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

Corporate Office: 206-7, Southern Park, Saket District Centre, New Delhi – 110017, India

T: +91 11 4055 4400 **F:** +91 11 4055 4413 **W:** www.gateway-distriparks.com **CIN:** U60231MH2005PLC344764

General information about company	
Scrip code	543489
NSE Symbol	GATEWAY
MSEI Symbol	LISTED
ISIN	INE079J01017
Name of the entity	GATEWAY DISTRI PARKS LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	PREM KISHAN DASS GUPTA	AAKPG2127J	00011670	Executive Director	Chairperson related to Promoter	MD	22-02-1958	NA		02-05-2006	27-12-2021		0	2	0	2	1		
2	Mr	SAMVID GUPTA	AXOPG2763K	05320765	Executive Director	Not Applicable	MD	30-09-1992	NA		05-11-2015	27-12-2021		0	2	0	2	0		
3	Mr	ISHAAN GUPTA	APFPG1166F	05298583	Executive Director	Not Applicable	MD	22-07-1988	NA		14-08-2012	27-12-2021		0	2	0	0	0		
4	Mr	ANIL AGGARWAL	AABPA5289J	01385684	Non-Executive - Independent Director	Not Applicable		20-05-1958	No		18-04-2020			24	2	2	4	3		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
5	Mr	ARUN KUMAR GUPTA	AAAPG4063H	06571270	Non-Executive - Independent Director	Not Applicable		24-03-1961	No		05-11-2015	05-11-2020		78	2	2	2	0
6	Mrs	VANITA GUPTA	AAIPY1690E	09449130	Non-Executive - Independent Director	Not Applicable		19-01-1971	No		27-12-2021			3	1	1	1	0

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01385684	ANIL AGGARWAL	Non-Executive - Independent Director	Chairperson	18-04-2020		
2	06571270	ARUN KUMAR GUPTA	Non-Executive - Independent Director	Member	05-11-2015		
3	05320765	SAMVID GUPTA	Executive Director	Member	30-03-2019		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06571270	ARUN KUMAR GUPTA	Non-Executive - Independent Director	Chairperson	05-11-2015		
2	00011670	PREM KISHAN DASS GUPTA	Executive Director	Member	28-04-2015		
3	01385684	ANIL AGGARWAL	Non-Executive - Independent Director	Member	18-04-2020		
4	09449130	VANITA GUPTA	Non-Executive - Independent Director	Member	27-12-2021		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01385684	ANIL AGGARWAL	Non-Executive - Independent Director	Chairperson	27-12-2021		
2	05320765	SAMVID GUPTA	Executive Director	Member	27-12-2021		
3	09449130	VANITA GUPTA	Non-Executive - Independent Director	Member	27-12-2021		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05320765	SAMVID GUPTA	Executive Director	Chairperson	27-12-2021		
2	05298583	ISHAAN GUPTA	Executive Director	Member	27-12-2021		
3	06571270	ARUN KUMAR GUPTA	Non Executive- Independent Director	Member	27-12-2021		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05298583	ISHAAN GUPTA	Executive Director	Chairperson	27-12-2021		
2	00011670	PREM KISHAN DASS GUPTA	Executive Director	Member	28-04-2015		
3	06571270	ARUN KUMAR GUPTA	Non-Executive - Independent Director	Member	05-11-2015		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00011670	PREM KISHAN DASS GUPTA	Implementation Committee	Executive Director	Chairperson	
2	05298583	ISHAAN GUPTA	Implementation Committee	Executive Director	Member	
3	05320765	SAMVID GUPTA	Implementation Committee	Executive Director	Member	

Annexure 1							
Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	21-10-2021				Yes	7	2
2	27-12-2021		66		Yes	6	3
3		14-02-2022	48		Yes	6	3
4		25-02-2022	10		Yes	6	3

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)		
1	Audit Committee	21-10-2021				Yes	3	2
2	Audit Committee	27-12-2021	66			Yes	3	2
3	Audit Committee	14-02-2022	48			Yes	3	2
4	Nomination and remuneration committee	27-12-2021				Yes	4	2
5	Risk Management Committee	20-01-2022				Yes	3	1
6	Risk Management Committee	30-03-2022				Yes	3	1

Annexure 1								
IV. Meeting of Committees								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
7	Corporate Social Responsibility Committee	25-02-2022				Yes	3	1
8	Other Committee	25-01-2022		Implementation Committee		Yes	3	0

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	ANUJ KALIA
2	Designation	Company Secretary and Compliance Officer

Annexure II				
Annexure II 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				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.gatewaydistriparks.com
2	Terms and conditions of appointment of independent directors	Yes		www.gatewaydistriparks.com
3	Composition of various committees of board of directors	Yes		www.gatewaydistriparks.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.gatewaydistriparks.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.gatewaydistriparks.com
6	Criteria of making payments to non-executive directors	Yes		www.gatewaydistriparks.com
7	Policy on dealing with related party transactions	Yes		www.gatewaydistriparks.com
8	Policy for determining 'material' subsidiaries	Yes		www.gatewaydistriparks.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.gatewaydistriparks.com

Annexure II				
Annexure II 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				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.gatewaydistriparks.com
11	email address for grievance redressal and other relevant details	Yes		www.gatewaydistriparks.com
12	Financial results	Yes		www.gatewaydistriparks.com
13	Shareholding pattern	Yes		www.gatewaydistriparks.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.gatewaydistriparks.com
16	New name and the old name of the listed entity	Yes		www.gatewaydistriparks.com
17	Advertisements as per regulation 47 (1)	Yes		www.gatewaydistriparks.com
18	Credit rating or revision in credit rating obtained	Yes		www.gatewaydistriparks.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.gatewaydistriparks.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.gatewaydistriparks.com
21	Materiality Policy as per Regulation 30	Yes		www.gatewaydistriparks.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.gatewaydistriparks.com
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.gatewaydistriparks.com

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	NA	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5), (6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided		Textual Information(1)	

Text Block	
Textual Information(1)	The shares of the Company were listed on 22nd March, 2022. The Stakeholder Relation Committee was not held between 22nd March to 31st March, 2022. The meeting will be held in first quarter of f.y. 22-23

Annexure II		
1	Name of signatory	ANUJ KALIA
2	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II		
1	Name of signatory	ANUJ KALIA
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Signatory Details	
Name of signatory	ANUJ KALIA
Designation of person	Company Secretary and Compliance Officer
Place	DELHI
Date	15-04-2022

