

NOTICE

Notice is hereby given that 16th Annual General Meeting of the Members of **GATEWAY RAIL FREIGHT LIMITED** will be held on Thursday, 2nd September, 2021, at 11:30 a.m. I.S.T. through video conferencing, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the Financial Year ended 31st March, 2021 along with the report of Board of Directors and Auditors' thereon.
2. To appoint a Director in place of Mr. Sachin Surendra Bhanushali (DIN:01479918), who retires by rotation and being eligible offers himself for re-appointment.

Place: New Delhi
Date: 5th August, 2021

By Order of the Board of Directors
For Gateway Rail Freight Limited

Registered Office: Sector-6, Dronagiri,
Taluka Uran, District Raigad,
Navi Mumbai,
Maharashtra - 400707



Prem Kishan Dass Gupta
Chairman & Managing Director
Din:00011670

NOTES:

1. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) has, vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 and General Circular 02/0201 dated 13th January, 2021 (collectively "MCA Circulars"), permitted companies to conduct Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the MCA Circulars and applicable provisions of Companies Act, 2013, the 16th AGM of the Company is being convened and conducted through VC.
2. The Meeting shall be deemed to be held at the Registered office of the Company at Sector-6, Dronagiri, TalukaUran, District Raigad, Navi Mumbai, Maharashtra, - 400707
3. As per the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf. Since, the 16th AGM is being held through VC as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the 16th AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. As per the provisions under the MCA Circulars, Members attending the 16th AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. The Company shall be making the Zoom Video Conferencing Facility available for the members to attend the 16th AGM through VC.
6. The details of the process and manner for using the Zoom VC Facility are explained herein below:

Prerequisites:

Each meeting has a unique 9, 10, or 11-digit number called a meeting ID that will be required to join a Zoom meeting

I. If you are joining through Laptop/Desktop/Tab, using Windows / MAC:

1. Open the Zoom desktop client.
2. Join a meeting using one of these methods:
 - 2.1 Click Join a Meeting if you want to join without signing in. or
 - 2.2 Sign in to Zoom then click Join.
3. Enter the meeting ID number and your display name.

4. If you're not signed in, enter a display name.
5. Select if you would like to connect audio and/or video and click Join.

II. If you are joining through Android app:

1. Open the Zoom mobile app. If you have not downloaded the Zoom mobile app yet, you can download it from the Google Play Store.
2. Join a meeting using one of these methods:
 - 2.1 Tap Join a Meeting if you want to join without signing in. or
 - 2.2 Sign in to Zoom then tap Join.
3. Enter the meeting ID number and your display name.
 - 3.1 If you're signed in, change your name if you don't want your default name to appear.
 - 3.2 If you're not signed in, enter a display name.
4. Select if you would like to connect audio and/or video and tap Join Meeting.

III. If you are joining through IOS:

1. Open the Zoom mobile app. If you have not downloaded the Zoom mobile app yet, you can download it from the App Store.
2. Join a meeting using one of these methods:
 - 2.1 Tap Join a Meeting if you want to join without signing in. or
 - 2.2 Sign in to Zoom then tap Join.
3. Enter the meeting ID number and your display name.
 - 3.1 If you're signed in, change your name if you don't want your default name to appear.
 - 3.2 If you're not signed in, enter a display name.
4. Select if you would like to connect audio and/or video and select Join.

Or you can refer the below mentioned link for any help in using the Zoom VC facility

Help with joining Zoom meetings - <https://support.zoom.us/hc/en-us/articles/201362193-Joining-a-meeting>

7. Members will be required to grant access to the web-cam to enable two-way video conferencing.
8. Further, Members will be required to use Internet with a good speed to avoid any

disturbance during the meeting.

9. Please note that Members connecting from mobile devices or tablets or through laptops etc connecting via mobile hotspot, may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
10. The login ID and password / Link for joining the meeting shall be circulated with the Notice of the 16th AGM.
11. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
12. The facility for joining the AGM shall be kept open 15 minutes before the time scheduled to start the meeting and shall not be closed till the expiry of 15 minutes after such scheduled time.
13. During the meeting, in case a poll on resolution is required / demand is made by the members, the members can only cast their vote on the resolutions only by sending e-mails through their email addresses which are registered with the Company. The said email shall be sent to the following designated email address of the Company – "Secretarial@gatewayrail.in"
14. The following documents will be available for inspection by the Members electronically during the 16th AGM. Members seeking to inspect such documents can send an email to "Secretarial@gatewayrail.in".
 - a. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013.
 - b. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013.
15. In line with the MCA Circulars, the notice of the 16th AGM along with the Annual Report 2020-21 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories.
16. The Notice for the Annual General Meeting shall also be available on the Company's website at www.gatewayrail.in for inspection and downloading by the shareholders of the Company.
17. All documents referred to in the accompanying Notice and the Explanatory Statement shall be available for inspection electronically. Members seeking to inspect such documents can send an email to "Secretarial@gatewayrail.in".
18. Corporate Members are required to scan and send a certified copy of the Board resolution authorizing their representative to attend the AGM through VC and vote on

their behalf.

19. In case of any queries regarding the Annual Report, the Members may write to secretarial@gatewayrail.in to receive an email response.

20. As the 16th AGM is being held through VC, the route map is not annexed to this Notice.

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