



IPAMC/31(III)/21-22

February 16, 2022

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Dear Sir/Madam

Sub: Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011

This is with reference to the reporting done by us under regulation 29(1) on February 15, 2022.

As highlighted in the filing, ICICI Prudential Mutual Fund (the Fund) under its various schemes was holding 1,04,22,208 shares of Gateway Distriparks Limited (former entity) as on January 4, 2022 i.e. 8.35% of its paid up capital.

Pursuant to the amalgamation of Gateway East India Private Limited and Gateway Distriparks Limited (the Transferor Company) into Gateway Rail Freight Limited (the Transferee Company), 4,16,88,832 shares of Gateway Rail Freight Limited, were allotted to the schemes of the Fund (shares were credited in the Demat account of the Fund on February 12, 2022). Subsequently, name of the Transferee Company was changed to Gateway Distriparks Limited. As a result of the corporate action, the shareholding of the Fund has shall be in excess of 5% of the paid-up capital of the Transferee Company.

In the aforesaid filing, we had considered the paid up share of the Transferee Company from the website of Ministry of Corporate Affairs i.e. 49,73,00,250. On February 16, 2022 we have received an email communication the Company Secretary of the Transferee Company informing that the paid up share capital of the Transferee Company should be considered as 49,96,43,836. Based on the information, we are hereby filing the revised report. Kindly consider this as disclosure under regulation 29 (1).

The holdings by schemes of the Fund are from an investment perspective and not with the objective of seeking any controlling interest. However, the disclosures in this regard under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is enclosed herewith.

Please let us know if any disclosure is required under SEBI (Prohibition of Insider Trading) Regulations, 2015. If you require any further information, please feel free to contact us.

Thanking you.

For ICICI Prudential Asset Management Company Limited


Rakesh Shetty
Head – Compliance & Company Secretary
Encl: As above



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Format for Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

PART – A – Details of the Acquisition

Name of the Target Company (TC)	Gateway Distriparks Limited (Transferee Company) Gateway East India Private Limited (Transferor Company 1) and Gateway Distriparks Limited (Transferor Company 2) was amalgamated into Gateway Rail Freight Limited. Subsequently, the name of Gateway Rail Freight Limited was changed to Gateway Distriparks Limited.		
Name(s) of the acquirer/Seller and Person Acting in Concert (PAC) with the acquirer	ICICI Prudential Mutual Fund (the Fund)		
Whether the acquirer/Seller belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Shares of Transferee Company are proposed to be listed on BSE Limited and National Stock Exchange Limited, subject to requisite approvals of Stock Exchanges/ SEBI		
Details of the acquisition/disposal as follows	Number	% w.r.t. total shares /voting capital wherever applicable(*)	% w.r.t. total diluted share / voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	--	--	--
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	--	--	--
c) Voting rights (VR) otherwise than by equity shares	--	--	--
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	--	--	--
e) Total (a+b+c+d)	--	--	--



Details of acquisition			
a) Shares carrying voting rights acquired.	4,16,88,832	8.34%	--
b) VRs acquired otherwise than by equity shares	--	--	--
c) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	--	--	--
d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	--	--	--
e) Total (a+b+c+/-d)	4,16,88,832	8.34%	--
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	4,16,88,832	8.34%	--
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	--	--	--
c) VRs otherwise than by equity shares	--	--	--
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	--	--	--
e) Total (a+b+c+d)	4,16,88,832	8.34%	--
(Note: the percentages have been rounded off to the nearest number)			
Mode of purchase (e.g. open market/public issue/rights issue/preferential allotment/inters transfer/encumbrance, etc.)	Corporate Action - Amalgamation (4 shares of Transferee Company were received against 1 share of Transferor Company 2 held by the Fund)		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	N.A.		
Date of purchase of/date of receipt of intimation of allotment of shares/VR/warrants/convertible securities/any other instrument that entitles the acquirer/seller to receive shares in the TC.	February 12, 2022 (Date of credit in Demat account of the Fund)		
Equity share capital/total voting capital	The Fund was not holding equity shares of the		



of the TC before the said acquisition	Transferee Company and hence not applicable.
Equity share capital/total voting capital of the TC after the said acquisition	49,96,43,836 (As per details provided by the Transferee Company)
Total diluted share/voting capital of the TC after the said acquisition	49,96,43,836
<i>Note.—</i> (*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Registrar of Companies. (**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.	
Signature of the acquirer/seller/Authorized Signatory	
Place : Mumbai	Date : February 16, 2022