



14<sup>th</sup> July, 2015

**The National Stock Exchange of India Ltd.,**  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block,  
Bandra - Kurla Complex,  
Bandra (East),  
Mumbai - 400 051

NSE CODE: GAMMONIND

**Bombay Stock Exchange Limited**  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

BSE CODE:509550

Dear Sir,

**Sub: Corporate Governance Report as per Clause 49 of the Listing Agreement.**

With reference to Clause 49 of the Listing Agreement, we enclose herewith the Quarterly Compliance Report on Corporate Governance for the quarter ended 30<sup>th</sup> June, 2015.

Kindly take the same on record.

Thanking you,

**Yours truly,  
For GAMMON INDIA LIMITED**

  
**GITA BADE  
COMPANY SECRETARY**

Encl: As above.

**GAMMON INDIA LIMITED**

An ISO 9001 Company



Name of the Company: GAMMON INDIA LIMITED  
 Quarter ending on: 30<sup>th</sup> June, 2015



Particulars	Clause of Listing Agreement	Compliance Status Yes / No	Remarks
<b>II. Board of Directors</b>	49 (II)	Yes	-
(A) Composition of Board	49 (IIA)	Yes	-
(B) Independent Directors	49 (IIB)	Yes	-
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	-
(D) Other provisions as to Board and Committees	49 (IID)	Yes	-
(E) Code of Conduct	49 (IIE)	Yes	-
(F) Whistle Blower Policy	49 (IIF)	Yes	-
<b>III. Audit Committee</b>	49 (III)	Yes	-
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	-
(B) Meeting of Audit Committee	49 (IIIB)	Yes	-
(C) Powers of Audit Committee	49 (IIIC)	Yes	-
(D) Role of Audit Committee	49 (IIID)	Yes	-
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	-
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	-
<b>V. Subsidiary Companies</b>	49 (V)	Yes	-
<b>VI. Risk Management</b>	49 (VI)	Yes	-
<b>VII. Related Party Transaction</b>	49 (VII)	Yes	No material Related Party Transaction was entered into during the quarter ended 30 <sup>th</sup> June, 2015.
<b>VIII. Disclosures</b>	49 (VIII)	Yes	-
(A) Related party transactions	49 (VIIIA)	Yes	No material Related Party Transaction was entered into during the quarter ended 30 <sup>th</sup> June, 2015
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	-
(C) Remuneration of Directors	49 (VIII C)	Yes	-
(D) Management	49 (VIII D)	Yes	-
(E) Shareholders	49 (VIII E)	Yes	-
(F) Proceeds from public issues, right issue, preferential issues, etc.	49 (VIII F)	N.A.	-
<b>IX. CEO / CFO Certification</b>	49 (IX)	Yes	Complied for the nine months period ended 30 <sup>th</sup> September, 2014.  Will be complied with at the time of preparation of annual audited accounts for the next financial year.
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	Complied for the nine months period ended 30 <sup>th</sup> September, 2014.  Will be complied with at the time of preparation of annual audited accounts for the next financial year.
<b>XI. Compliance</b>	49 (XI)	Yes	Complied for the nine months period ended 30 <sup>th</sup> September, 2014.  Will be complied with at the time of preparation of annual audited accounts for the next financial year.

FOR GAMMON INDIA LIMITED

GITA BADE  
 COMPANY SECRETARY

**GAMMON INDIA LIMITED**

An ISO 9001 Company

GAMMON HOUSE, VEER SAVARKAR MARG, P. O. BOX NO. 9129, PRARHADEVI, MUMBAI-400 025, INDIA

