



26th April, 2016

The National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra - Kurla Complex,
Bandra (East),
Mumbai - 400 051.

Scrip Code: GAMMONIND

BSE Limited

1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Scrip Code: 509550

Dear Sir,

Sub: Share Capital Reconciliation Audit Report for the quarter ended 31st March, 2016

In accordance with the Circular No. D&CC/FITTC/CIR-16/2002 dated 31st December, 2002 issued by the Securities and Exchange Board of India; we are enclosing herewith the Share Capital Reconciliation Audit Report issued by a Practicing Company Secretary for the quarter ended 31st March, 2016.

You are requested to take the aforesaid certificates on record.

Thanking you,

**Yours truly,
For GAMMON INDIA LIMITED**


**GITA BADE
COMPANY SECRETARY**

Encl: As above.

GAMMON INDIA LIMITED

An ISO 9001 Company

GAMMON HOUSE, VEER SAVARKAR MARG, P. O. BOX NO. 9129, PRABHADEVI, MUMBAI-400 025. INDIA.
Telephone : 91-22 - 6111 4000 • 2430 6761 • Fax : 91 - 22 - 2430 0221 • 2430 0529
E-Mail : gammon@gammonindia.com • Website : www.gammonindia.com

CIN: L74999MH1922PLC000997



V. V. CHAKRADEO & CO.

COMPANY SECRETARIES

**B – 301, MATOSHREE RESIDENCY CHS., 65, PRARTHANA SAMAJ ROAD,
VILE PARLE EAST, MUMBAI 400 057.**

TEL 26116821
CELL 9820048732

EMAIL: yvchakra@gmail.com

To,
The Board of Directors
GAMMON INDIA LIMITED
"Gammon House",
Veer Savarkar Marg,
Prabhadevi,
Mumbai – 400 025.

SHARE CAPITAL RECONCILIATION AUDIT

Company Registration Number / CIN : L74999MH1922PLC000997

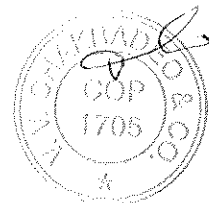
Authorised Capital : Rs.150,470,000,000/- divided into 74,710,000,000 equity shares of Rs.2/- each aggregating to Rs. 149,420,000,000 and 30,00,000, 6% Optionally Convertible Preference Shares of Rs.350/- each aggregating to Rs. 1,050,000,000/-

ISIN : INE 259B01020

I have examined the Register of Members, beneficiary details furnished by the Depositories and other records/ documents maintained by **GAMMON INDIA LIMITED** (hereinafter referred to as 'the Company') and its Registrars and Share Transfer Agents for issuing this certificate, in accordance with circular D&CC / FITTC / CIR- 16 / 2002 dated December 31, 2002 issued by the Securities and Exchange Board of India.

In my opinion and to the best of my information and according to the explanations given to me and based on such verification as considered necessary, I hereby certify, in respect of the quarter ended 31st March, 2016 that :

1.	For Quarter Ended	31-03-2016
2.	ISIN	INE 259B01020
3.	Face value	Rs.2/- each Equity Share
4.	Name of the Company	Gammon India Limited
5.	Registered Office Address	'Gammon House', Veer Savarkar Marg, Prabhadevi, Mumbai-400 025.
6.	Correspondence Address	Same as above
7.	Telephone & Fax Nos.	61153000/61114000 Fax No.24300529
8.	Email address	gita.bade@gammonindia.com
9.	Names of the Stock Exchanges where the company's securities are listed	1. BSE Limited 2. National Stock Exchange of India Limited.
10.	Issued Capital	Number of Shares 366,303,349
11.	Listed capital (Exchange wise as per company's records)	364,722,809



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EMAIL: vychakra@gmail.com

As on 31.03.2016

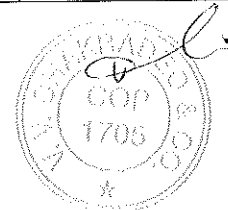
% Of Total Capital i.e. (Item no. 15)

12.	Held in dematerialised form in CDSL	14,096,441	3.86
13.	Held in dematerialised form in NSDL	335,581,546	91.83
14.	Physical	15,770,622	4.31
15.	Total No. of shares (12 + 13 + 14)	365448609	100.00

16. Reasons for difference if any, between (10 & 11), (10 & 15) & (11 & 15)	FOR ITEM NOS. 10 & 11
	1. 8,54,740 shares are forfeited 2. 7,25,800 shares are held in abeyance
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	1. 8,54,740 shares are forfeited
	FOR ITEM NOS. 11 & 15
	1. 7,25,800 shares are held in abeyance.

17. Certifying the details of changes in share capital during the quarter under consideration as per Table Below:

***Particulars (Preferential Issue to CDR lenders on conversion of loan into equity capital)	No. of Shares	Applied/ Not Applied for listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In-principle approval pending for SE (Specify Names)
1. Indian Bank, UCO Bank, IDBI Bank Allotment made on 9 th March, 2016	18,716,981	Final trading permission received on BSE: 14 TH March, 2016 NSE : 21 st March 2016	The National Stock Exchange of India And BSE Limited	Yes	Yes	Final trading permission received
2. Canara Bank - Allotment made on 10 th March, 2016	52,814,769	Final trading permission received on BSE: 17 th March 2016 NSE: 14 th March, 2016	The National Stock Exchange of India And BSE Limited	Yes	Yes	Final trading permission received
3. United Bank of India Allotment made on 16 th March, 2016	6,362,258	Final trading permission received on NSE & BSE : 31 ST March 2016	The National Stock Exchange of India And BSE Limited	Yes	Yes	Final trading permission received



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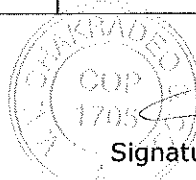
EMAIL: vvchakra@gmail.com*****Rights, Bonus, Preferential issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction Forfeiture, Any other (to specify)**

18.	Register of Members is updated (Yes/No)If not, update upto which date	YES
19.	Reference of previous quarter with regards to excess dematerialised shares, if any.	NOT APPLICABLE
20.	Has the Company resolved the matter mentioned in point no.19 above in the current quarter? If not, reason why?	NOT APPLICABLE

21. Mentioned the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:

Total No. of demat requests	No. of requests	No. of Shares	Reasons for delay
Confirmed after 21 days	Nil	Nil	Not Applicable
Pending for more than 21 days	Nil	Nil	Not Applicable

22.	Name, Telephone & Fax No. of the Compliance Officer of the Company.	Ms. Gita Bade, Company Secretary Tel: 61154050, Extn: 4050. Fax No.24300221
23.	Name, Address, Tel. & Fax No., Regn. No. of the Auditor	V V Chakradeo & Co. Company Secretary, B-301, Matoshree Residency CHS, 65, Prathna Samaj Road, Vile Parle (East), Mumbai 400 057. Tel No. 9820048732. COP No.1705
24.	Appointment of common agency for share registry work	Link Intime India Private Limited C-13, Pannalal Silk Mills Compound, L. B. S. Marg, Bhandup (W), Mumbai - 400 078.
25.	Any other detail that the auditor may like to provide (e.g. BIFR Company, delisting from SE)	NIL



Signature

V. V. CHAKRADEO
FCS No: 3382
COP No.1705

Place: Mumbai

Date: 26th April, 2016