

RESULTS OF POSTAL BALLOT WHICH CONCLUDED ON 9th AUGUST, 2016

In accordance with the provisions of Section 110 of the Companies Act, 2013 read with The Companies (Management and Administration) Rules, 2014 and other applicable provisions (if any), the Company had sent Notice of Postal Ballot dated 17th June, 2016 to all the shareholders holding shares on the record date i.e. 24th June, 2016 for seeking approval of the shareholders on the Special Resolutions set out in the Postal Ballot Notice. The Postal Ballot commenced from 9.30 a.m. on 11th July, 2016 and concluded on 9th August, 2016 at 5.00 P.M.

I, Ajit Desai, Executive Director and Chief Executive Officer duly authorized to declare the result of postal ballot, hereby declare the result as under:-

Resolution No. 1: Special Resolution pursuant to Sections 196,197,198 and 203 of the Companies Act, 2013 for re-appointment of Mr. Abhijit Rajan (DIN: 00177173) as Chairman and Managing Director of the Company for a period of three years w.e.f 17th May, 2016 and payment of remuneration.

Particulars	No. of Postal Ballots	No. of shares
Total number of physical ballot forms received.	104	61438915
Total number of electronic votes received.	62	13649072
Number of invalid physical ballot forms.	4	6525
Number of physical ballot forms not voted. *	2	8172479
Number of invalid electronic votes.	0	0
Number of electronic votes not casted	0	0
Number of valid physical ballot forms.	100	61432390
Number of valid electronic votes.	62	13649072
Number of valid votes -physical and electronic (excludes votes not casted)	160	66908983
Votes in favour of the resolution (both, physical & electronic)	133	65780954
Votes against the resolution (both, physical & electronic)	27	1128029
Percentage of votes cast in favour of the resolution (both, physical & electronic) : 98.31		
Percentage of votes casted against the resolution (both, physical & electronic) :1.69		

* The shares are held by Mr. Abhijit Rajan, Chairman and Managing Director. Since the resolution was pertaining to his re-appointment, Mr. Rajan has not voted on the said Resolution. However, the resolution is not a 'Material Related Party Transaction' as per Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Resolution No. 2: Special Resolution pursuant to Section 197 of the Companies Act, 2013 for waiver of recovery of excess remuneration paid to Mr. Himanshu Parikh (DIN: 00760181), erstwhile Whole-time Director during the year 1st April, 2011 to 31st March, 2012 and 1st April, 2012 to 31st March, 2013.

Particulars	No. of Postal Ballots	No. of shares
Total number of physical ballot forms received.	104	61438915
Total number of electronic votes received.	62	13649072
Number of invalid physical ballot forms.	4	6525
Number of physical ballot forms not voted.	3	310
Number of invalid electronic votes.	0	0
Number of electronic votes not casted	2	1100000
Number of valid physical ballot forms.	100	61432390

Ajit Desai

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





Number of valid electronic votes.	62	13649072
Number of valid votes –physical and electronic (excludes votes not casted)	157	73981152
Votes in favour of the resolution (both, physical & electronic)	119	73646848
Votes against the resolution (both, physical & electronic)	38	334304
Percentage of votes cast in favour of the resolution (both, physical & electronic) : 99.55		
Percentage of votes casted against the resolution (both, physical & electronic) :0.45		

Based on the aforementioned voting as Issued by the Scrutinizer Mr. Vidyadhar Chakradeo of M/s. V. V. Chakradeo & Co. Company Secretaries, Mumbai (Membership No: F3382) in his Report dated 10th August, 2016 copy of which is annexed hereto, I hereby declare that all the Special Resolutions No. 1 to Special Resolutions No. 2 as aforementioned have been passed with requisite majority. Further as per the Scrutinizer's Report In respect of business transacted vide Special Resolution at item no. 1, Mr. Abhijit Rajan, Chairman and Managing Director has not voted on the said resolution being interested since it pertains to his re-appointment.

For GAMMON INDIA LIMITED

AJIT DESAI
EXECUTIVE DIRECTOR AND CHIEF EXECUTIVE OFFICER

Dated this 10th August, 2016

Encl: Scrutinizer's Report dated 10th August, 2016

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V. V. CHAKRADEO & CO.

COMPANY SECRETARIES

**B - 301, Matoshree Residency CHS, 65, Prarthana Samaj Road,
Vile Parle (East), Mumbai 400 057.**

TEL. NO. 26116821

EMAIL: vvchakra@gmail.com

CELL NO. 98200 48732

10th August, 2016

To

Chairman & Managing Director/ Executive Director
Gammon India Limited
Gammon House, Veer Savarkar Marg,
Prabhadevi,
Mumbai 400 025.

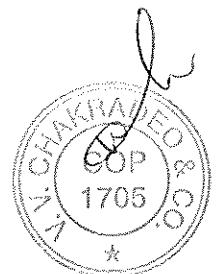
Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot results for passing of Special Resolutions proposed vide Notice of Postal Ballot dated 17th June, 2016.

I, Vidyadhar V. Chakradeo, of M/s. V. V. Chakradeo & Co. Company Secretaries, Mumbai the Scrutinizer, was appointed by the Board of Directors of Gammon India Limited vide Board Resolution passed on 17th June, 2016 to conduct the Postal Ballot and E-voting process in a fair and transparent manner in respect of the Special Resolutions stated in the Notice of Postal Ballot dated 17th June, 2016 proposed to be passed by equity shareholders of the Company and do hereby submit my report on the same as under:

1. Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has, on 9th July, 2016 completed the dispatch of the Postal Ballot Notice along with the Postal Ballot Form for seeking members' consent for Special Resolutions provided in the Postal Ballot notice dated 17th June, 2016.
2. The Company has provided the e-voting facility as well as facility to vote through physical Postal Ballot to the Members to exercise their vote electronically through the e-voting service facility arranged by Central Depository Services (India) Limited ("CDSL") and also through physical Postal Ballot.
3. The members of the Company holding shares as on the "Cut-off" date of 24th June, 2016 were entitled to vote.
4. The voting, both by physical and electronic mode, had commenced on 11th July, 2016 (from 9.30 a.m.) and ended on 9th August, 2016 (at 5.00 p.m.).
5. The Postal ballot Register was prepared to record equity shareholder's assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them.
6. The Ballot Papers/ e-votes received were scrutinized and reconciled with the records maintained by Registrar and Share Transfer Agent (RTA).

I have scrutinized and reviewed the Postal Ballot and e-voting process in a fair and transparent manner. Please note that one equity share of the Company represent one vote. The Company has in all received 104 physical ballot papers and 62 by electronic mode.



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EMAIL: vvchakra@gmail.com

CELL NO. 98200 48732

I hereby report that the results of the votes cast by postal ballot (E-voting and Physical) are as under:

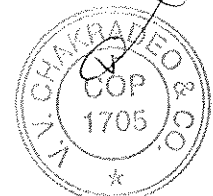
Resolution No. 1: Special Resolution pursuant to Sections 196,197,198 and 203 of the Companies Act, 2013 for re-appointment of Mr. Abhijit Rajan (DIN: 00177173) as Chairman and Managing Director of the Company for a period of three years w.e.f 17th May, 2016 and payment of remuneration.

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RESULT:

As the Special Resolutions mentioned in point no. 1 & 2 above are to be passed by a three fourth majority, in view of the number of votes cast in favour of all the special resolutions, the said Special Resolutions are passed with requisite majority.

You are requested to kindly declare the aforesaid results to the shareholders of the Company on 10th August, 2016 at the Notice Board at Registered Office of the Company and also intimate to National Stock Exchange of India and BSE Limited and display the same on the Company's website and on the website of CDSL.

**For V. V. Chakradeo & Co.
Company Secretaries**



**V. V. Chakradeo
Proprietor
Membership No. 1705**



Place: Mumbai
Date: 10th August, 2016

Witness 1

Name: Nitin Chandrakant Chauhan

Address: Shiv Sena Nagari Bwach
No: 1 J.W. Road
Mumbai : 400015

Signature: 

Witness 2

Name: Smita Suresh Palav

Address: 5/515, Suyash CHS,
Rajabhai Desai Marg,
New Prabhadevi Road,
Mumbai-400025.

Signature: 