



12<sup>th</sup> January, 2017

**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

**BSE 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 Regulation 27 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

With reference to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Quarterly Compliance Report on Corporate Governance for the quarter ended 31<sup>st</sup> December, 2016.

Kindly take the same on record.

Thanking you.

**Yours truly,  
For GAMMON INDIA LIMITED**

  
**GITA G. BADE  
COMPANY SECRETARY**

Encl: As above.

**GAMMON INDIA LIMITED**

**An ISO 9001 Company**

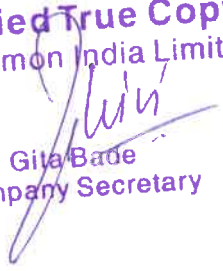
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CIN: L74999MH1922PLC000997



<b>General information about company</b>	
Scrip code	509550
Name of the entity	GAMMON INDIA LIMITED
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Quarterly
Date of Report	31-12-2016
Risk management committee	Not Applicable

**Certified True Copy**  
For Gammon India Limited

  
Gita Bade  
Company Secretary

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Is there any change in information of board of directors compare to previous quarter Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
1	Mr	Abhijit Rajan	AAEPR0342J	00177173	Executive Director	Chairperson	MD	17-05-2016			2	2	0	
2	Mr	Ajit Desai	ABFPD3990E	00105836	Executive Director	Not Applicable	CEO	18-12-2014			1	1	0	
3	Mr	Digambar Bagde	AFZPB5346Q	00122564	Non-Executive - Non Independent Director	Not Applicable		09-07-2012			1	1	0	
4	Mr	Rajul Bhansali	AAKPB0505F	00178558	Executive Director	Not Applicable		30-03-2015			1	1	0	

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## I. Composition of Board of Directors

Sr	Title (Mr/ Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
5	Mr	Chandras Dayal	AABPD0594P	00178583	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	2	2	4	
6	Mr	Naval Choudhary	ADVPC3724D	00192164	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	2	2	0	
7	Mrs	Urvashi Saxena	AAVPS2424D	02021303	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	3	3	1	
8	Mr	Atul Kumar Shukla	AHBPS7974D	00121601	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	2	2	1	

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## I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
9	Mr	Jagdish Sheth	AAFPS4306N	00675344	Non-Executive - Independent Director	Not Applicable		01-04-2014	05-10-2016	31	1	1	0	

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	
Is there any change in information of committees compare to previous quarter	No

<b>Annexure 1</b>			
<b>Annexure 1</b>			
<b>III. Meeting of Board of Directors</b>			
Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	08-07-2016		
2	20-07-2016		11
3	21-07-2016		0
4	13-09-2016		53
5		12-12-2016	89

Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	12-12-2016	Yes	Mr. Chandrahas. C. Dayal, Mr. Naval Choudhary, Mrs. Urvashi Saxena, Mr. Atul Kumar Shukla.		89	
2	Audit Committee	29-12-2016	Yes	Mr. Chandrahas C. Dayal Mr. Naval Choudhary, Mrs. Urvashi Saxena Mr. Atul Kumar Shukla		16	
3	Audit Committee		Yes		18-07-2016		
4	Audit Committee		Yes		20-07-2016		
5	Audit Committee		Yes		21-07-2016		
6	Audit Committee		Yes		13-09-2016		



## Annexure 1

## IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
7	Nomination and remuneration committee	05-10-2016	Yes	Mr. Chandrahas C. Dayal, Mr. Naval Choudhary, Mrs. Urvashi Saxena			
8	Stakeholders Relationship Committee	10-11-2016	Yes	Mr. Chandrahas C. Dayal, Mr. Naval Choudhary, Mr. Atul Kumar Shukla.	29-07-2016	103	
9	Stakeholders Relationship Committee	22-11-2016	Yes	Mr. Chandrahas C. Dayal, Mr. Naval Choudhary, Mr. Atul Kumar Shukla.			
10	Stakeholders Relationship Committee	01-12-2016	Yes	Mr. Chandrahas C. Dayal, Mr. Naval Choudhary, Mr. Atul Kumar Shukla.			

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

<b>Signatory Details</b>	
Name of signatory	Gita G Bade
Designation of person	Company Secretary
Place	Mumbai
Date	12-01-2017