

## 22<sup>nd</sup> September, 2016

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), Mumbal - 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,

Subject: 94th Annual General Meeting of the Company held on 21st September, 2016.

This is to inform you that the 94<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Wednesday, 21<sup>st</sup> September, 2016 at 3.30 p.m. at Textiles Committee, P. Balu Road, Prabhadevi Chowk, Prabhadevi, Mumbai – 400 025.

Please find enclosed herewith the following disclosures:

- 1. Voting results in respect of the business conducted at the AGM, as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Annexure A);
- 2. Scrutinizer's Report (Annexure B);
- 3. Summary of proceedings of the AGM, as required under Regulation 30, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Annexure C).

Please take the same on records.

Thanking you.

Yours truly,

FOR GAMMON INDIA LIMITED

GITA G. BADE

COMPANY SECRETARY

**GAMMON INDIA LIMITED** 





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Resolution No. 1 - Adoption of Audited Standalone and Consolidated Financial Statements for the eighteen (18) months period ended 31st March. 2016 alonewith	n of Audited St	andalone and C	onsolidated Fit	nancial Statements fo	r the eighteen	(18) months p	eriod ended 31st Mar	ch 2016 alonewith
Reports of Board of Directors and Auditors thereon	ors and Auditor	s thereon.			•			
Date of the AGM/ EGM					21st September, 2016	er, 2016		
Total number of shareholders as on record date	ers as on record	d date			41,711			
No. of shareholders present in the meeting either in person or through proxy	it in the meetin	g either in pers	on or through	proxy				
Promoters and Promoter Group:	r Group:				S			
Public:			:		51			
No. of Shareholders attended the meeting through Video Conferencing	ded the meeting	g through Video	Conferencing		Nil			
Promoters and Promoter Group: Public:	r Group:							
Category	Mode of							
	Voting			% of Votes Polled	No. of	No. of	% of Votes in	
		No. of	No. of votes	on outstanding	Votes – in	Votes	favour on votes	% of Votes against
		shares held	polled	shares	favour	-Against	polled	on votes polled
		Ξ	[2]	[3]={[2]/[1]}*100	[4]	[2]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		0	0.000	0	0	0.0000	0.0000
Promoter and Promoter	Poll		44303699	93.4536	44303699	0	100.0000	0.0000
droin and an analysis		47407154						
5	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		44303699	93.4536	44303699	0	100.0000	0.0000
	E-Voting		11542814	4.6337	11285736	257078	97.7728	2.2272
	Poll		0	0.000	0	0	0.0000	0.0000
Public Institutions	: :	249104014						
	Postal Ballot		0	0.0000	0	0	0.0000	0.000
	Total		11542814	4.6337	11285736	257078	97.7728	2.2272
	E-Voting		88140	0.1206	87503	637	99.2773	0.7227
	Poll		7673379	10,5026	7673379	0	100,0000	0.000
Public Non Institutions		73061937					WANTE OF THE PARTY	
	Postal Ballot		0	0.0000	0	0	0.0000	0.000
	Total		7761519	10.6232	7760882	637	99.9918	0.0082
Total		369573105	63608032	17.2112	63350317	257715	99.5948	0.4052
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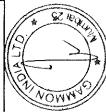
E-Mail: gammon@gammonindia.com

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			Gam	Gammon India Limited	nited			
Resolution No. 2 - Appointment of Director in place of Mr. Ajit B. Desai, Executive Director and CEO (DIN: 00105836) who retires by rotation and being eligible, offers himself for re-appointment.	nent of Directo tment.	r in place of Mr	. Ajit B. Desai,	Executive Director an	d CEO (DIN: 00	105836) who r	etires by rotation and	being eligible,
Date of the AGM/ EGM		4			21st September, 2016	er, 2016	A STATE OF THE STA	
Total number of shareholders as on record date	ers as on record	l date			41,711		Water and the second	And the state of t
No. of shareholders present in the meeting either in person or through proxy	t in the meetin	g either in pers	on or through	proxy				
Promoters and Promoter Group:	. Group:				ı, ı			
					51			
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group:	ed the meeting · Group:	through Video	Conferencing		Ξ.			
Public:								
Category	Mode of							
	Voting			% of Votes Polled			% of Votes in	
		No. of	No. of votes	on outstanding	No. of Votes No. of Votes	No. of Votes	favour on votes	% of Votes against
		shares held	polled	shares	- in favour	-Against	polled	on votes poiled
		[1]	[2]	[3]={[5]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		0	0.000	0	0	0.0000	0.0000
Promoter and Promoter	Poll		44303699	93,4536	44303699	0	100.0000	0.0000
Group		47407154						
<u>.</u>	Postal Ballot		0	0.0000	0	0	0.0000	0.000
	Total		44303699	93.4536	44303699	0	100.0000	0.0000
	E-Voting		11542814	4.6337	11504843	37971	99.6710	0.3290
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions		249104014						
	Postal Ballot		0	0.0000	0	0	0.000	0.0000
	Total		11542814	4.6337	11504843	37971	99.6710	0.3290
	E-Voting		88140	0.1206	87403	737	99.1638	0.8362
	Poli		7668879	10.4964	7668879	0	100.0000	0.0000
Public Non Institutions		73061937						
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
and the state of t	Total		7757019	10.6170	7756282	737	99.9905	0.0095
Total		369573105	63603532	17.2100	63564824	38708	1626.66	0.0609



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E-Mail: gammon@gammonindia.com • Website: www.gammonindia.com





			Gamı	Gammon India Limited	nited		- Application of the control of the	
Resolution No. 3 - Ratification of appointment of	on of appointn		varlal Vepari 8	M/s Natvarial Vepari & Co., Chartered Accountants (Firm Registration No. 106971W) as the Statutory Auditors of	untants (Firm R	egistration No.	106971W) as the Sta	stutory Auditors of
the Company.								
Date of the AGM/ EGM					21st September, 2016	r, 2016		
Total number of shareholders as on record date	ers as on record	date			41,711			
No. of shareholders present in the meeting eithe	t in the meetin	g either in perso	r in person or through proxy	roxy				
Promoters and Promoter Group:	· Group:				ŧΛ			
Public:					51			
No. of Shareholders attended the meeting through Video Conferencing	ed the meeting	through Video	Conferencing		Nil			
Promoters and Promoter Group: Public:	Group:							
Category	Mode of							
	Voting.			% of Votes Polled			% of Votes in	
		No. of	No. of votes	on outstanding	No. of Votes No. of Votes	No. of Votes	favour on votes	% of Votes against
		shares held	polled	shares	- in favour	-Against	polled	on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		0	0.0000	0	0	0.0000	0.0000
Total Land State Control	Poli		44303699	93.4536	44303699	0	100.0000	0.0000
בוסוווסיבו מווח בוסוווסיבו		47407154						
3	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		44303699	93.4536	44303699	0	100.0000	0.0000
	E-Voting		11542814	4.6337	11542814	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.000	0.000
Public Institutions	-	249104014	1		,			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11542814	4.6337	11542814	0	100.000	0.0000
	E-Voting		88140	0.1206	88138	2	7766.66	0.0023
	Poll		7673379	10.5026	7673379	0	100.0000	0.0000
Public Non Institutions		73061937						
	Postal Ballot		0	0.000	0	0	0.000	0.0000
	Total		7761519	10.6232	7761517	2	100.000	0.0000
Total		369573105	63608032	17.2112	63608030	2	100.000	0.000

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Resolution No. 4 - Ratification of appointment of M/s. Vinod Modi & Associates Chartered Accountants (Firm Registration No. 111515W) & M/s. M. G. Shah & Associates Chartered Accountants (Firm Registration No. 112561W) as the Joint Branch Auditors of "Gammon India Limited –Transmission Business" at Nagpur and other offices of T&D business located in India and abroad.	on of appointm intants (Firm Re	lent of M/s. Vin egistration No. 3	od Modi & Ass 112561W) as tl	M/s. Vinod Modi & Associates Chartered Accountants (Firm Registration No. 111515W) & M/s. M. G. Shah & tion No. 112561W) as the Joint Branch Auditors of "Gammon India Limited –Transmission Business" at Nagpud abroad.	countants (Firn ors of "Gammo	n Registration I in India Limited	No. 111515W) & M/s I –Transmission Busin	. M. G. Shah & less" at Nagpur and
Date of the AGM/ EGM					21st September, 2016	1, 2016		
Total number of shareholders as on record date	ers as on record	date			41,711			
No. of shareholders present in the meeting either in person or through proxy	t in the meeting	g either in perso	on or through p	roxy				
Promoters and Promoter Group:	. Group:				ın i			
Public	,				To !!			
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	ed the meeting r Group:	through Video	Conferencing		<b>=</b>			
Category	Mode of							
	Voting			% of Votes Polled			% of Votes in	
		No. of	No. of votes	on outstanding	No. of Votes No. of Votes	No. of Votes	favour on votes	% of Votes against
		shares held	polled	shares	– in favour	-Against	polled	on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[2]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		0	0.0000	0	0	0.0000	0.0000
Dromotor and Dromotor	Poll		44303699	93.4536	44303699	0	100.0000	0.0000
Fromoter and Fromoter		47407154						
dono	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		44303699	93.4536	44303699	0	100.0000	0.0000
	E-Voting		11542814	4.6337	11542814	0	100.0000	0.0000
	Poll		0	0.000	0	0	00000	0.0000
Public Institutions		249104014						
	Postal Ballot	•	0	0.000	O	0	0.0000	0.0000
	Total		11542814	4.6337	11542814	0	100.0000	0.0000
	E-Voting		88140	0.1206	88048	92	93.8956	0.1044
	Poli		7673379	10.5026	7673379	0	100.0000	0.0000
Public Non Institutions		73061937					1	1
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7761519	10.6232	7761427	92	8866-66	0.0012
Total		369573105	63608032	17.2112	63607940	92	99.999	0.0001
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E-Mail: ganmon@ganmanindia.com • Website: www.gammonindia.com

CIN: L74999MH1922PLC000997



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		a d	Gamı	Gammon India Limited	nited			
Resolution No. 5 - Ratification of payment of remuneration to the Cost Auditor viz. Mr. R. Srinivasaraghavan for the financial period ended 31st March, 2016 and financial year 2016-17.	ion of payment	of remuneratio	in to the Cost A	luditor viz. Mr. R. Srir	ıivasaraghavan	for the financi	al period ended 31st	March, 2016 and
Date of the AGM/ EGM					21st September, 2016	اد, 2016	жини	
Total number of shareholders as on record date	ers as on record	l date			41,711			
No. of shareholders present in the meeting either in person or through proxy	nt in the meetin	g either in pers	on or through p	roxy			The state of the s	
Promoters and Promoter Group:	r Group:				S.			
Public:					51		*****	
No. of Shareholders attended the meeting throu	led the meeting	through Video	gh Video Conferencing		Nii			,
Promoters and Promoter Group: Public:	r Group:							
Category	Mode of							
	Voting			% of Votes Polled			% of Votes in	
		No. of	No. of votes	on outstanding	No. of Votes No. of Votes	No. of Votes	favour on votes	% of Votes against
		shares held	polled	shares	– in favour	-Against	polled	on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		0	0.0000	0	0	0.0000	0.0000
or soft many of the second	Poll		44303699	93.4536	66980877	0	100.0000	0.0000
FIGUROLEI AIIG FIGUROLEI		47407154						
dino in	Postal Ballot		0	0.000	0	0	0.0000	0.000
	Total		44303699	93.4536	44303699	0	100.000	0.0000
	E-Voting		11542814	4.6337	11542814	0	100.0000	0.0000
	Poll		0	0.000	0	0	0.0000	0.0000
Public Institutions		249104014						
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11542814	4.6337	11542814	0	100.000	0.0000
	E-Voting		88140	0.1206	88138	2	99.9977	0.0023
	Polí		7673379	10.5026	7673379	0	100.0000	0.000
Public Non Institutions		73061937						
	Postal Ballot		0	0.0000	0	0	0000'0	0.0000
	Total		7761519	10.6232	7761517	2	100.0000	0.0000
Total		369573105	63608032	17.2112	63608030	2	100.0000	0.000
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Promoter and Pro				Gam	Gammon India Limited	nited			
the AGNV EGNn through Conferencing and Promoter Group:  Category Voting No. of Mode of Institutions Polled Fee and Promoter Group:  E-Voting Postal Ballot Total Ballot Institutions Postal Ballot Indiana (1990)  E-Voting Postal Ballot Indiana (	Resolution No. 6 - Special R	esolution unde	r Section 20 of	the Companies	. Act, 2013 authorisin	g Company to	harge for servi	ce of documents to n	nembers of the
the AGM/ EGM  Induce of Shareholders as on record date  A1,711  Category  Voting  E-Voting  Postal Ballot  Total  Postal Ballot  F-Voting  Foll  Fortal  Postal Ballot  Fortal  Fo	Сотрапу.								
Postal Ballot   Postal Ballot   Postal Ballot	Date of the AGM/ EGM					21st Septembe	ەر, 2016		
Part Hough Proxy Inches and Promoter Group:         5 Inches Proceed in the meeting either in person or through proxy of cores and Promoter Group:         5 Inches Promoter Group:         Section Promoter Group:         A of Votes Polled States Polled Shares Po	Total number of shareholde	ers as on record	date			41,711			
Category   Mode of   No. of votes	No. of shareholders present	t in the meeting	g either in pers	on or through p	oroxy				
Category         Mode of voting         No. of votes holled         % of votes polled         No. of votes polled         % of votes polled         % of votes polled         % of votes in a shares         % of votes in	Promoters and Promoter	r Group:				ហេដ			
Category         Mode of voting         No. of votes sheld         % of votes Polled shares         % of votes in a shares         Polled         % of votes in a shares         Polled         % of votes in a shares         % of votes in a shares         Polled         % of votes in a shares         % of votes in a shares         Polled         % of votes in a shares	No. of Shareholders attended	ed the meeting	through Video	Conferencing		Nil			
torting         No. of No. of No. of Notes         % of Votes Polled shares         No. of Votes Polled shares         No. of Votes In Favour         % of Votes in Polled shares         % of Votes In Polled shares         No. of Votes In In Polled shares         No. of Votes In Polled shares         No. of Votes In In In Polled shares         No. of Votes In In In In Polled shares         No. of Votes In	Category	Mode of					· · · · · · · · · · · · · · · · · · ·		
ter and Promoter Politic Polit		Voting			% of Votes Polled			% of Votes in	
Fer and Promoter Tetrand Promoter Pr			No. of	No. of votes	on outstanding	No. of Votes	No. of Votes	favour on votes	% of Votes against
Fer and Promoter Training Legistry         Feature Found From the From the Found From the Found From the Found From the From the From the Found From the F			shares held	polled	shares	– in favour	-Against	polled	on votes polled
ter and Promoter Poll Poll A7407154 A1303699 93.4536 44303699 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0 0.0000 0 0 0 0 0 0.0000 0 0 0 0 0 0 0 0 0.0000 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0			[1]	[2]	[3]={[2]/[1]}*100	[4]	[2]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
ter and Promoter		E-Voting		0	0.0000	0	0	0.0000	0.0000
Postal Ballot Total         47407154 Postal Ballot Total         47407154 Postal Ballot Postal	Organization Control	Poll		44303699	93.4536	44303699	0	100.000	0.0000
Postal Ballot Total         0         0.0000         0 <td>בייטווסרבן שוות בוסווסרבן</td> <td></td> <td>47407154</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>	בייטווסרבן שוות בוסווסרבן		47407154						
Institutions         E-Voting         44303699         93.4536         44303699         0         100           Institutions         Postal Ballot Postal Ballot Postal Ballot Institutions         249104014         4.6337         11542814         0         0.0000         0	2500	Postal Ballot		0	0.0000		0	0.0000	0.0000
E-Voting		Total		44303699	93.4536	44303699	0	100.000	0.0000
Institutions         Postal Ballot Total         249104014         0         0.0000         0 <td></td> <td>E-Voting</td> <td></td> <td>11542814</td> <td>4.6337</td> <td></td> <td>0</td> <td>100.000</td> <td>0.0000</td>		E-Voting		11542814	4.6337		0	100.000	0.0000
Institutions         Postal Ballot rotal         249104014         0         0.0000         0 <td></td> <td>Poll</td> <td></td> <td>0</td> <td>0.0000</td> <td></td> <td>0</td> <td>0.0000</td> <td>0.000</td>		Poll		0	0.0000		0	0.0000	0.000
Postal Ballot         0         0.0000         0	Public Institutions		249104014	•			:	1	
Total Polis         11542814         4.6337         11542814         0         10           E-Voting Polis         88140         0.1206         87503         637         9           Non Institutions Postal Ballot Total         73061937         0         0.0000         0 <td< td=""><td></td><td>Postal Ballot</td><td></td><td>0</td><td>0.000</td><td>0</td><td>0</td><td>0.0000</td><td>0.000</td></td<>		Postal Ballot		0	0.000	0	0	0.0000	0.000
E-Voting Poll 73061937 88140 0.1206 87503 637 69 69 69 69 69 69 69 69 69 69 69 69 69		Total		11542814	4.6337	11542814	0	100.000	0.0000
Non Institutions Poll 73061937 7673379 10.5026 7672939 440 9 9 73061937 0 0.0000 0 0.0000 0 0 0 0 0 0 0 0 0 0		E-Voting		88140		87503	637	99.2773	7227
c Non Institutions Postal Ballot		Poll		7673379	10.5026	7672939	440	99.9943	0.0057
Postal Ballot         0         0.0000         0	Public Non Institutions		73061937						
Total         7761519         10.6232         7760442         1077           369573105         63608032         17.2112         63606955         1077		Postal Ballot		0	0.0000	0	0	0.0000	0.0000
369573105 63608032 17.2112 63606955 1077		Total		7761519	10.6232	7760442	1077	1986.66	0.0139
			369573105	63608032	17.2112	63606955	1077	99.9983	0.0017

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E-Mail: gammon@gammonindia.com

Website: www.gammonindia.com



# V V CHAKRADEO & CO

### COMPANY SECRETARIES

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

TEL 26116821 CELL 98200 48732 EMAIL vvchakra@gmail.com

#### REPORT OF SCRUTINIZER

(pursuant to the Section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014

22<sup>nd</sup> September, 2016

To The Chairman, Gammon India Limited Veer Savarkar Marg, Prabhadevi Mumbai – 400 025

Subject: 94<sup>th</sup> Annual General Meeting of the Equity Shareholders of Gammon India Limited Held on Wednesday, 21<sup>st</sup> September, 2016 at Textiles Committee, P. Balu Road, Prabhadevi Chowk, Prabhadevi, Mumbai – 400 025 at 3.30 P.M.

Dear Sir,

Report of the Scrutinizer in respect of the votes cast through remote e-voting and poll on the resolutions mentioned in the Notice of the 94<sup>th</sup> Annual General Meeting of the Equity Shareholders of Gammon India Limited held on 21<sup>st</sup> September, 2016.

I, V. V. Chakradeo, Practising Company Secretary, having office at B-301, Matoshree Residency CHS., 65, Prarthana Samaj Road, Vile Parle East, Mumbai 400 057, being appointed as the Scrutiniser by the Board of Directors of Gammon India Limited (the Company) at its meeting held on 21st July, 2016 for scrutinizing e-voting process of the 94th Annual General Meeting of the Equity shareholders of Gammon India Limited held on 21st September, 2016 at 3.30 p.m. at Textiles Committee, P. Balu Road, Prabhadevi Chowk, Prabhadevi, Mumbai – 400 025 on the below mentioned resolutions thereat, submit my report as under:

#### In respect of votes cast through E-voting facility:

- In accordance with the Notice of the 94<sup>th</sup> Annual General Meeting dated 21<sup>st</sup> July, 2016 sent to the shareholders and the Advertisement published pursuant to the Rule 20 (3) (v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) on 30<sup>th</sup> August, 2016 in Free Press Journal in English and Navshaktti in Marathi, the E-voting commenced at 9.00 a.m. on Sunday, 18<sup>th</sup> September, 2016 and remained open upto 5.00 p.m. on Tuesday, 20<sup>th</sup> September, 2016.
- 2. The equity shareholders holding shares as on  $13^{th}$  September, 2016, cut-off date, were entitled to vote on the resolutions stated in the Notice of the  $94^{th}$  Annual General Meeting of the Company.
- 3. The votes were unblocked at 5.00 p.m. on 20<sup>th</sup> September, 2016 in the presence of Mr. Ronald F Fernandes (Client ID/DP ID 120270000061384) and Mrs. Smita Shah (Client ID / DP ID 1302820000002514) who are not employees of the Company and who have signed below as witness to the unblocking of the votes.
- 4. The e-voting results/list of equity shareholders who have voted "For or Against" were downloaded from the e-voting website of Central Depository Services Limited (https://www.evoting.cdslindia.com/).

In respect of votes cast through poll at the 94th Annual General Meeting of the Company:

5. After the time fixed for the poll by the Chairman, a ballot box kept for polling was locked in the presence of Mr. Ronald F Fernandes (Client ID/DP ID - 120270000061384) and Mrs. Smita Shah (Client ID / DP ID 1302820000002514) with due identification marks duly placed.

# V V CHAKRADEO & CO

### **COMPANY SECRETARIES**

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

TEL 26116821 CELL 98200 48732

EMAIL vvchakra@gmail.com

- 6. The locked ballot box was subsequently opened in the presence of Mr. Ronald F Fernandes (Client ID/DP ID-120270000061384) and Mrs. Smita Shah (Client ID/DP ID 130282000002514) and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.
- 7. I hereby state that I have recorded details of all the votes cast by the shareholder by poll and have also checked and verified the same. I have also carried out full count of the votes.
- 8. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The combined results of the votes cast through e-voting and poll are as under:

Item	Particulars/ Heading of the	Mode	No. of V	otes Cast	% of V	otes Cast
No.	resolution		Favour	Against	Favour (%)	Against (%)
1.	Adoption of Audited Standalone and Audited Consolidated Financial	Remote E-voting	11373239	257715	97.78	2.22
	Statements, Report of Board of Directors' and Auditors for the	Poll	51977078	0	100	0
	financial period ended March 31, 2016.	Total	63350317	257715	99.59	0.41
2.	Appointment of Director in place of Mr. Ajit B. Desai, Executive	Remote E-voting	11592246	38708	99.67	0.33
	Director and CEO (DIN: 00105836) who retires by rotation and being	Poll	51972578	0	100	0
	eligible, offers himself for reappointment.*	Total	63564824	38708	99.94	0.06
3.	Ratification of appointment of M/s Natvarlal Vepari & Co., Chartered	Remote E-voting	11630952	2	100	0
	Accountants (Firm Registration No.	Poll	51977078	0	100	0
	106971W) as the Statutory Auditors of the Company.	Total	63608030	2	100	0
4.	Ratification of appointment of M/s. Vinod Modi & Associates Chartered Accountants (Firm Registration No. 111515W) & M/s. M. G. Shah &	Remote E-voting	11630862	92	100	0
		Poll	51977078	0	100	0
	Associates Chartered Accountants (Firm Registration No. 112561W) as the Joint Branch Auditors of "Gammon India Limited – Transmission Business" at Nagpur and other offices of T&D business located at India and abroad.	Total	63607940	92	100	0
5.	Ratification of payment of remuneration to the Cost Auditor	Remote E-voting	11630952	2	100	0
	viz. Mr. R. S. Raghavan for the financial period ended 31 <sup>st</sup> March	Poll	51977078	0	100	0
	2016 and financial year 31 <sup>st</sup> March, 2017.	Total	63608030	2	100	0
6.	Special Resolution under Section	E-voting	11630317	637	99.99	0.01
	20 of the Companies Act, 2013 authorising Company to charge for	Poll	51976638	440	99.99	0.01
	service of documents to members of the Company.	Total	63606955	1077	99.99	0.01

<sup>\*</sup>Mr. Ajit B. Desai being interested in this resolution did not vote on this resolution.



# V V CHAKRADEO & CO

### **COMPANY SECRETARIES**

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TEL 26116821 CELL 98200 48732 EMAIL vvchakra@gmail.com

- In view of the aforesaid voting details, I hereby state that all the resolutions from Item No. 1 to 6 as set out in the Notice of the 94<sup>th</sup> Annual General Meeting have been passed with requisite majority.
- 10. All relevant records of vote casted by poll and through e-voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 94<sup>th</sup> Annual General Meeting and thereafter the said records will be handed over to the Company.

Thanking you,

Yours faithfully,

V V Chakradoo

COP 1705

Witnesses:

1) RONALD FERMAND CS 12027000/00061384

3) SMITA SHAH [ 1302820000000 2514 Smith B. Shah,



# Summary of Proceedings of the 94th Annual General Meeting of the Company:

Pursuant to Regulation 30, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we reproduce below the proceedings of the 94<sup>th</sup> Annual General Meeting of Gammon India Limited (the "Company") held on Wednesday, the 21<sup>st</sup> day of September, 2016 at 3.30 p.m. at Textiles Committee, P. Balu Road, Prabhadevi Chowk, Mumbai – 400 025.

### Sitting on the dias

Mr. Abhijit Rajan Chairman & Managing Director

Mr. Digambar C. Bagde Dy. Managing Director – T&D Business

Mr. Ajit B. Desai Executive Director & Chief Executive Officer

Mr. Chandrahas C. Dayal Independent Director & Chairman – Audit Committee

Mr. Atul Kumar Shukla Independent Director
Ms. Urvashi Saxena Independent Director
Ms. Gita Bade Company Secretary

Mr. Vardhan Dharkar President (Finance) & Chief Financial Officer

Mr. N. Jayendran Partner, M/s. Natvarlal Vepari & Co., Statutory Auditors

### **Members Attendance**

Number of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 5

Public: 51

#### **Annual General Meeting Proceeding**

Mr. Abhijit Rajan Chairman of the Board chaired the Meeting.

At the requisite time, the Company Secretary confirmed the presence of the requisite quorum and the Chairman commenced proceedings of the meeting.

The Chairman welcomed all members present, his fellow members on the Board and also Mr. N. Jayendran, Partner - Natvarlal Vepari & Company, Statutory Auditor of the Company.

He read out the Chairman's Speech which was circulated to all the members.

The Chairman informed the members that the Audited Statement of Accounts, Directors' Report and Auditors' Report are laid on the table and the Proxy Register along with the Register of Directors' shareholding are available for inspection.

The Chairman informed the members that a total of 5 representations had been received representing 3,66,81,240 shares (Three Crores Sixty Six Lacs Twenty Eighty One Thousand Two Hundred and Forty) i.e. 9.94 % of the total paid-up capital and total of 1 valid proxy has been received representing 487,832 shares (Four Lacs Eighty Seven Thousand Eight



**GAMMON INDIA LIMITED** 

An ISO 9001 Company

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Hundred and Thirty Two) shares i.e. 0.13% of the total paid-up capital.

With the permission of the members, Notice of the 94<sup>th</sup> Annual General Meeting along with the Explanatory Statement, Director's Report and the accounts for the eighteen (18) months period ended 31<sup>st</sup> March, 2016 were taken as read. The Chairman then invited the Company Secretary to read the Auditors' Report which was read by the Company Secretary.

The Chairman thereafter invited members present for their comments and queries on the financial statements and various items of business on the agenda.

(i) Mrs. Smita Shah (Client ID / DP ID 1302820000002514), (ii) Mr. Jitendra Sanghavi (Client ID/DP ID. IN30216410009074) (iii) Mr. Bharat Shah (Client ID/DP ID. IN30109810762665) (iv) Mrs. Usha Karnad (Client ID/ DP ID – IN300829119286) (v) Mr. Ronald F Fernandes (Client ID/DP ID – 1202700000061384) (vi) Mr. Vinay Bhide (Client ID/DP ID – IN30075710176064) were the speakers at the Annual General Meeting. They asked several questions on the Company's performance and the accounts laid before the meeting.

The Chairman replied to all the shareholders queries. A few shareholders also thanked the Company Secretary for timely receipt of annual report and for the smooth conduct of the meeting.

The Chairman further informed the members that as per the provisions of the Companies Act, 2013, the Company had provided e-voting facility to enable the members to cast their votes electronically in proportion to their shareholding as on the cut-off date i.e. 13<sup>th</sup> September 2016. The e-voting period commenced at 9.00 a.m. on Sunday, 18<sup>th</sup> September, 2016 and concluded at 5.00 p.m. on Tuesday, 21<sup>st</sup> September, 2016. Mr. Vidyadhar Chakradeo, Practising Company Secretary, was appointed as the scrutinizer for independently carrying out the electronic voting in a fair and transparent manner and has submitted his report on e-voting. Since the Company had provided the e-voting facility to all its members, there was no voting on resolutions by show of hands at the Annual General Meeting.

To facilitate those members present who had not cast their vote earlier through e-voting, the Chairman ordered a Poll. Before commencing the poll proceedings, the Chairman proposed the following resolutions set out in the Notice of the 94<sup>th</sup> AGM which were seconded by members present at the AGM:

Sr. No.	Details of the Agenda	Resolutions Required
1	Adoption of Audited Standalone and Audited Consolidated Financial Statements, Report of Board of Directors' and Auditors for the financial period ended March 31, 2016.	Ordinary
2	Appointment of Director in place of Mr. Ajit B. Desai, Executive Director and CEO (DIN: 00105836) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
3	Ratification of appointment of M/s Natvarlal Vepari & Co., Chartered Accountants (Firm Registration No. 106971W) as the Statutory Auditors of the Company.	Ordinary



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4	Ratification of appointment of M/s. Vinod Modi & Associates Chartered Accountants (Firm Registration No. 111515W) & M/s. M. G. Shah & Associates Chartered Accountants (Firm Registration No. 112561W) as the Joint Branch Auditors of "Gammon India Limited –Transmission Business" at Nagpur and other offices of T&D business located at India and abroad.	Ordinary
5	Ratification of payment of remuneration to the Cost Auditor viz. Mr. R. S. Raghavan for the financial period ended 31 <sup>st</sup> March 2016 and financial year 31 <sup>st</sup> March, 2017.	Ordinary
6	Special Resolution under Section 20 of the Companies Act, 2013 authorising Company to charge for service of documents to members of the Company.	Special

The Chairman thereafter invited Mr. Vidyadhar Chakradeo to conduct the Poll proceeding. He informed the members that those members who have voted electronically are not eligible to vote.

The Chairman also informed the members that the results of voting on each resolution shall be determined by adding the votes of the poll in favour / against the resolution with the electronic votes in favour / against the same resolution.

The Chairman further informed the members that a final report will be submitted by the Scrutinizer on the same day and the results of voting shall be declared immediately on receipt of the Scrutinizer's report. The results will be uploaded on the Company's website www.gammonindia.com together with the Scrutinizer's report.

Thereafter representatives of the scrutinizer distributed the poll papers. Members who had not voted electronically voted on the resolutions and duly dropped the poll papers in the ballot box which was locked.

After the poll was over, the Chairman thanked the members present and declared the meeting as closed. The shareholders proposed vote of thanks to the Chair.

For GAMMON INDIA LIMITED

GITA G. BADE

COMPANY SECRETARY



