

## RESULT OF POSTAL BALLOT

Pursuant to the provisions of Section 192A of the Companies Act, 1956, read with the Companies (Passing of Resolutions by Postal Ballot) Rules, 2001, Notice dated 13<sup>th</sup> May, 2010 was dispatched by the Company to all the Members along with the Postal Ballot form for seeking their assent/dissent to the following Resolutions:

1. Special Resolution pursuant to Section 81(1A) of the Companies Act, 1956, for grant of employee stock options and issue of equity shares upon exercise of the employee stock options to the employees and Directors of the Company.
2. Special Resolution pursuant to Section 81(1A) of the Companies Act, 1956, for grant of employee stock options and issue of equity shares upon exercise of the employee stock options to the employees and Directors of the subsidiaries of the Company.
3. Special Resolution pursuant to Section 372A of the Companies Act, 1956, authorizing the Board of Directors to make investments in, acquire by way of subscription, purchase or otherwise the securities of any other body corporate, make / give loans / deposits / guarantees / securities to any other body corporate and in particular to the Companies mentioned in the Notice accompanying the Postal Ballot.
4. Ordinary Resolution pursuant to Section 293(1)(d) of the Companies Act, 1956, authorizing the Board of Directors to borrow in excess of the aggregate of the paid-up share capital and free reserves of the Company.
5. Ordinary Resolution pursuant to Section 293(1)(a) of the Companies Act, 1956, authorizing the Board of Directors to create charge / mortgage / hypothecation on all or any of the immovable properties of the Company.

The Board of Directors had appointed M/s. Chaitanya C. Dalal & Co., Chartered Accountants as the Scrutinizer for conducting the Postal Ballot process. The Postal Ballots were duly scrutinized by the Scrutinizer and the Report dated 2<sup>nd</sup> July, 2010 was submitted by him. Based on the said Report of the Scrutinizer, the results of voting by Postal Ballot are declared as hereunder:

## GAMMON INDIA LIMITED

An ISO 9001 Company

Particulars	Resolution No. 1		Resolution No. 2		Resolution No. 3		Resolution No. 4		Resolution No. 5	
	No. of Postal Ballots	No. of shares	No. of Postal Ballots	No. of shares	No. of Postal Ballots	No. of shares	No. of Postal Ballots	No. of shares	No. of Postal Ballots	No. of shares
Number of votes cast in favour of the resolution	311	4,26,82,537	305	4,26,79,421	322	4,42,74,532	306	4,26,35,840	301	4,26,33,108
Number of votes cast against the resolution	28	15,95,521	34	15,98,637	17	3,526	33	16,42,218	38	16,44,950
Number of invalid postal ballot forms	14	796	14	796	14	796	14	796	14	796

On the basis of the report submitted by the Scrutinizer, I, Mr. Abhijit Rajan, Chairman & Managing Director hereby declare the above resolutions from No. 1 to No. 5 as passed by requisite majority.

For Gammon India Limited

Sd/-

Abhijit Rajan

Chairman & Managing Director

Place: Mumbai

Date: 2<sup>nd</sup> July, 2010