

20th January, 2012

Bombay Stock Exchange Limited
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

The National Stock Exchange of India Ltd.
The Listing Department
Exchange Plaza, 5th Floor,
Plot NO.C/1, G Block, Bandra - Kurla Complex,
Bandra (East),
Mumbai - 400 051

Dear Sir,

Re: Share Capital Reconciliation Audit Report for the Quarter ended 31.12.2011.

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 Practising Company Secretary for the quarter ended 31st December, 2011.

You are requested to take the same on record.

Thanking you,

**Yours faithfully,
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



V. V. CHAKRADEO & CO.
COMPANY SECRETARIES

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

TEL. NO. 26116821
CELL NO. 98200 48732

Email vvchakra@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 : 11-997
Authorised Capital : Rs.176,00,00,000/- (35,50,00,000 equity shares of Rs.2/- each and
30,00,000, 6% Non Convertible Non Cumulative
Redeemable Preference Shares of Rs.350/- each)
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 December 2011 that :

1 For Quarter Ended	31-12-2011
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 / 67444000 Fax No.24300529
8 Email address	gita.bade@gammonindia.com



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9 Names of the Stock Exchanges where the company's securities are listed :	1. Bombay Stock Exchange Limited 2. National Stock Exchange of India Limited.
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10 Issued Capital	Number of Shares
	13,73,36,488
11 Listed capital (Exchange wise as per company's records)	13,57,55,948

As on 31.12.2011 % Of Total Capital ie.(Item no. 15)		
12 Held in dematerialised form in CDSL	16,54,237	1.21
13 Held in dematerialised form in NSDL	12,52,68,695	91.78
14 Physical	95,58,816	7.01
15 Total No. of shares (12+13+14)	13,64,81,748	100.000

16 Reasons for difference if any, between (10&11), (10&15)	FOR ITEM NO. 10 & 11
	1. 8,54,740 shares are forfeited 2. 7,25,800 shares are held in abeyance
	FOR ITEM NO. 10 & 15
	1. 8,54,740 shares are forfeited
	FOR ITEM NO. 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***	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)
NIL	NIL	NIL	NIL-	NIL	NIL	NIL

***Rights, Bonus, Preferential issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction Forfeiture, Any other (to specify)



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18 Register of Members is updated (Yes/No)If not,
update upto which date YES

19 with regards to excess dematerialised Not Applicable
shares if any.Reference of previous quarter

20. Has the Company resolved the matter Not Applicable
mentioned in point no.19 above in the current
quarter ? if not, reason why ?

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.24300529
23 Name, Address, Tel. & Fax No., Regn. No. of the Auditor.	V V Chakradeo & Co. Company Secretary, B-301, Matorshi 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

Place: Mumbai
Date : 20th January, 2012

Signature

V. V. CHAKRADEO
COP No.1705

