



14<sup>th</sup> January, 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),  
Mumbai - 400 051

NSE CODE: GAMMONIND

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

BSE CODE:509550

Dear Sir,

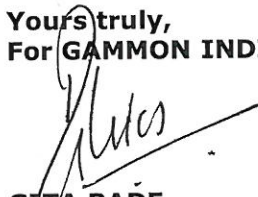
**Sub: Corporate Governance Report as per Regulation 27 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

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 fifth quarter ended 31<sup>st</sup> December, 2015 (As the Company's financial year is a period of 18 months commencing from 1<sup>st</sup> October, 2014 and ending on 31<sup>st</sup> March, 2016).

Kindly take the same on record.

Thanking you.

**Yours truly,  
For GAMMON INDIA LIMITED**



**GITA BADE  
COMPANY SECRETARY**

Encl: As above.

## **GAMMON INDIA LIMITED**

**An ISO 9001 Company**

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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



## Annexure I

Format to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee)	Category 2 (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee)	Category 3 (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee)	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	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
1	Mr	Abhijit Rajan	AAEPR0342J	00177173	Chairperson	Managing Director	Promoter Director	17-05-2011	16-05-2016	60	2	0	0
2	Mr	Ajit Desai	ABFPB6983D	00105836	Whole Time Director	CEO	Non - Independent Director	18-12-2014	17-12-2017	36	1	0	0
3	Mr	Digambar Bagde	AFZPB5346Q	00122564	Whole Time Director	Executive Director	Non - Independent Director	09-07-2012	08-07-2017	60	1	0	0
4	Mr	Rajul Bhansali	AAKPB0505F	00178558	Whole Time Director	Executive Director	Non - Independent Director	30-03-2015	29-03-2018	36	1	0	0
5	Mr	Chandras Dayal	AABPD0594P	00178583	Non - Executive Director	Independent Director		01-04-2014	31-03-2019	60	2	4	4
6	Mr	Atul Dayal	AACPD5682K	00005021	Non - Executive Director	Independent Director		01-04-2014	31-03-2019	60	2	2	0
7	Mr	Naval Choudhary	ADVPC3724D	00192164	Non - Executive Director	Independent Director		01-04-2014	31-03-2019	60	2	3	0
8	Mrs	Urvashi Saxena	AAVPS2424D	02021303	Non - Executive Director	Independent Director		01-04-2014	31-03-2019	60	3	3	1
9	Mr	Atul Shukla	AHBPS7974D	00121601	Non - Executive Director	Independent Director		01-04-2014	31-03-2019	60	2	3	0
10	Mr	Jagdish Sheih	AAFPS4306N	00675344	Non - Executive Director	Independent Director		01-04-2014	31-03-2019	60	1	0	0



Annexure 1					
II. Composition of Committees					
Sr	Name Of Committee	Name of Committee members	Category 1 (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee)	Category 2 (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee)	Category 3 (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee)
1	Audit Committee	Mr. Chandrahas Dayal	Non - Executive Director	Independent Director	Chairperson
2	Audit Committee	1. Mrs. Urvashi Saxena 2. Mr. Naval Choudhary 3. Mr. Atul Kumar Shukla	Non - Executive Director	Independent Director	Member
3	Nomination and remuneration committee	Mr. Chandrahas Dayal	Non - Executive Director	Independent Director	Chairperson
4	Nomination and remuneration committee	1. Mrs. Urvashi Saxena 2. Mr. Naval Choudhary	Non - Executive Director	Independent Director	Member
5	Stakeholders Relationship Committee	Mr. Chandrahas Dayal	Non - Executive Director	Independent Director	Chairperson
6	Stakeholders Relationship Committee	1. Mr. Atul Dayal 2. Mr. Naval Choudhary 3. Mr. Atul Kumar Shukla	Non - Executive Director	Independent Director	Member
7	Corporate Social Responsibility Committee	1. Mr. Chandrahas Dayal 2. Mrs. Urvashi Saxena 3. Mr. Naval Choudhary	Non - Executive Director	Independent Director	Member
8	Other Committee	1. Mrs. Urvashi Saxena (Securities Allotment Committee) 2. Mr. Naval Choudhary (Review Committee)	Non - Executive Director	Independent Director	Chairperson
9	Other Committee	(Securities Allotment Committee) Mr. Chandrahas Dayal	Non - Executive Director	Independent Director	Member
10	Other Committee	(Securities Allotment Committee) Mr. Ajit Desai	Whole Time Director	CEO	Non - Independent Director
11	Other Committee	(Review Committee) 1. Mr. Chandrahas Dayal 2. Mrs. Urvashi Saxena	Non - Executive Director	Independent Director	Member

## Annexure 1

## III. Meeting of Board of Directors

Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
1	14-08-2015	27-10-2015	61
2	27-08-2015	17-11-2015	21
3		17-12-2015	30
4		18-12-2015	1



## 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)
1	Audit Committee	27-10-2015	Yes	1. Mr. Chandrahas Dayal 2. Mrs. Urvashi Saxena 3. Mr. Naval Choudhary 4. Mr. Atul Kumar Shukla	14-08-2015	74
2	Audit Committee	17-11-2015	Yes	1. Mrs. Urvashi Saxena 2. Mr. Naval Choudhary 3. Mr. Atul Kumar Shukla		21
3	Audit Committee	17-12-2015	Yes	1. Mr. Chandrahas Dayal 2. Mrs. Urvashi Saxena 3. Mr. Naval Choudhary 4. Mr. Atul Kumar Shukla		30
4	Audit Committee	18-12-2015	Yes	1. Mr. Chandrahas Dayal 2. Mrs. Urvashi Saxena 3. Mr. Atul Kumar Shukla		1
5	Stakeholders Relationship Committee	07-11-2015		1. Mr. Chandrahas Dayal 2. Mr. Naval Choudhary 3. Mr. Atul Kumar Shukla	29-07-2015, 07-08-2015, 07-09-2015, 29-09-2015	39
6	Other Committee	29-12-2015	Yes	(Securities Allotment Committee) 1. Mr. Chandrahas Dayal 2. Mrs. Urvashi Saxena 3. Mr. Ajit B. Desai		



## Annexure 1

## V. Related Party Transactions

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	
	Any other information to be provided	Textual Information(1)	



**Text Block**

Textual Information(1)

No material related party transaction entered into by the Company during the quarter ended 31st December, 2015.



Annexure 1		
VI. Affirmations		
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)	No
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. Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information (1)





**Text Block**

Textual Information(1)

1. Risk Management Committee - Not Applicable to Gammon India Limited. 2. The Report filed in this quarter will be tabled in the ensuing Board Meeting.



Signatory Details	
Name of signatory	Ms. Gita Bade
Designation of person	Company Secretary
Place	Mumbai
Date	14-01-2016

