



21<sup>st</sup> October, 2016

**BSE Limited**  
1<sup>st</sup> floor, New Trading Ring,  
Rotunda Building,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001  
**BSE CODE: 509550**

**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**

Dear Sir,

**Sub: Voting results of Postal Ballot of Gammon India Limited**

**Ref: Scrip Code: 509550 & Scrip ID: GAMMONIND**

This is to inform you that pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has issued a Postal Ballot Notice dated 13<sup>th</sup> September, 2016 along with the Postal Ballot Form to all Members for seeking their assent/dissent to the Special Resolutions provided in the Postal Ballot Notice.

The Board of Directors had appointed Mr. V.V. Chakradeo & Co., Company Secretaries, Mumbai as the Scrutinizer for conducting the Postal Ballot Process. The Postal Ballot commenced at 9.30 a.m. on 21<sup>st</sup> September, 2016 and concluded on 20<sup>th</sup> October, 2016 at 5.00 p.m. The Postal Ballot Forms were duly scrutinized by the Scrutinizer and the Report dated 21<sup>st</sup> October, 2016 was submitted by him. The said results were declared by Mr. Abhijit Rajan – Chairman and Managing Director on 21<sup>st</sup> October, 2016 based on the report submitted by the Scrutinizer on 21<sup>st</sup> October, 2016.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we reproduce below the voting results (both e-voting & Physical Postal Ballot) of the business which were transacted by means of Postal ballot as set out in the Notice dated 13<sup>th</sup> September, 2016.

The Special Resolutions as mentioned in the aforementioned Notice were passed by requisite majority. Enclosed herewith is the Result of the Postal Ballot in the format as specified by the said Regulations:

Sr. no.	Particulars	Details
1.	Date of the AGM/EGM	21 <sup>st</sup> October, 2016 since the Postal Ballot results declared on said date.
2.	Total number of Shareholders as on record date (cut-off date i.e. 9 <sup>th</sup> September, 2016)	41,610
3.	No. of Shareholders present in the meeting either in person or through proxy:	Not Applicable
4.	No. of Shareholders attended the meeting through Video Conferencing	Not Applicable



**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

CIN: L74999MH1922PLC000997



## SUMMARY OF VOTING RESULTS

1 - Special Resolution pursuant to Section 180(1)(a) and 186 of the Companies Act, 2013 authorizing the Board of Directors to sell, dispose, hive-off and transfer part of the Civil EPC undertaking of the Company to M/s Gammon Engineers and Contractors Private Limited, an indirect wholly owned step down subsidiary of the Company.

Resolution Required : (Special)	No									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={{[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={{[4]/[2]}*100	% of Votes against on votes polled [7]={{[5]/[2]}*100		
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000		
	Poll	47407154	44303699	93.4536	44303699	0	100.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>44303699</b>	<b>93.4536</b>	<b>44303699</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		
Public Institutions	E-Voting		51366361	20.6104	51328390	37971	99.9261	0.0739		
	Poll	249225669	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>51366361</b>	<b>20.6104</b>	<b>51328390</b>	<b>37971</b>	<b>99.9261</b>	<b>0.0739</b>		
Public Non Institutions	E-Voting		616999	0.8459	599559	17440	97.1734	2.8266		
	Poll	72940282	7174162	9.8357	7174152	10	99.9999	0.0001		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>7791161</b>	<b>10.6816</b>	<b>7773711</b>	<b>17450</b>	<b>99.7760</b>	<b>0.2240</b>		
<b>Total</b>		<b>369573105</b>	<b>103461221</b>	<b>27.9948</b>	<b>103405800</b>	<b>55421</b>	<b>99.9464</b>	<b>0.0536</b>		



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## SUMMARY OF VOTING RESULTS

2 - Special Resolution pursuant to Section 180(1)(a) of the Companies Act, 2013 and Regulation 24 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for divestment of 75% stake held by the Company in its indirect wholly owned step down subsidiary of the Company.

Resolution Required : (Resolution)		No									
Whether promoter/ promoter group are interested in the agenda/resolution?		No									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]}*100$	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]}*100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]}*100$			
Promoter and Promoter Group	E-Voting	47407154	0	0.0000	0	0	0.0000	0.0000			
	Poll		44303699	93.4536	44303699	0	100.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>44303699</b>	<b>93.4536</b>	<b>44303699</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public Institutions	E-Voting	249225669	51366361	20.6104	51328390	37971	99.9261	0.0739			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>51366361</b>	<b>20.6104</b>	<b>51328390</b>	<b>37971</b>	<b>99.9261</b>	<b>0.0739</b>			
Public Non Institutions	E-Voting	72940282	616999	0.8459	606959	10040	98.3728	1.6272			
	Poll		7174062	9.8355	7173960	102	99.9986	0.0014			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>7791061</b>	<b>10.6814</b>	<b>7780919</b>	<b>10142</b>	<b>99.8698</b>	<b>0.1302</b>			
<b>Total</b>		<b>369573105</b>	<b>103461121</b>	<b>27.9948</b>	<b>103413008</b>	<b>48113</b>	<b>99.9535</b>	<b>0.0465</b>			



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## SUMMARY OF VOTING RESULTS

3 - Special Resolution pursuant to Section 180(1)(a) of the Companies Act, 2013 for creation of mortgage/charge on immovable and movable properties of the Civil EPC undertaking for the debts being transferred to M/s Gammon Engineers and Contractors Private Limited.

Resolution Required : (Special)	No									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled		
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100		
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000		
	Poll		44303699	93.4536	44303699	0	100.0000	0.0000		
	Postal Ballot	47407154								
	<b>Total</b>				<b>44303699</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		
Public Institutions	E-Voting		51147254	20.5225	51109283	37971	99.9258	0.0742		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	249225669								
	<b>Total</b>				<b>51147254</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>		
Public Non Institutions	E-Voting		616999	0.8459	607059	9940	98.3890	1.6110		
	Poll		7174062	9.8355	7173960	102	99.9986	0.0014		
	Postal Ballot	72940282								
	<b>Total</b>				<b>7791061</b>	<b>10042</b>	<b>99.8711</b>	<b>0.1289</b>		
<b>Total</b>		<b>369573105</b>	<b>103242014</b>	<b>27.9355</b>	<b>103194001</b>	<b>48013</b>	<b>99.9535</b>	<b>0.0465</b>		



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## SUMMARY OF VOTING RESULTS

Resolution Required : (Special)

4 - Special Resolution pursuant to Section 186 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to provide security and corporate guarantee to the lenders of Gammon Engineers and Contractors Private Limited.

Whether promoter/ promoter group are interested in the agenda/resolution? No

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	47407154	44303699	93.4536	44303699	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>44303699</b>	<b>93.4536</b>	<b>44303699</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		51147254	20.5225	51109283	37971	99.9258	0.0742
	Poll	249225669	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>51147254</b>	<b>20.5225</b>	<b>51109283</b>	<b>37971</b>	<b>99.9258</b>	<b>0.0742</b>
Public Non Institutions	E-Voting		616999	0.8459	599559	17440	97.1734	2.8266
	Poll	72940282	7174062	9.8355	7174052	10	99.9999	0.0001
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7791061</b>	<b>10.6814</b>	<b>7773611</b>	<b>17450</b>	<b>99.7760</b>	<b>0.2240</b>
<b>Total</b>		<b>369573105</b>	<b>103242014</b>	<b>27.9355</b>	<b>103186593</b>	<b>55421</b>	<b>99.9463</b>	<b>0.0537</b>



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On the basis of the report as issued by the Scrutinizer Mr. Vidhyadhar Chakradeo of M/s. V.V. Chakradeo & Co. Company Secretaries, Mumbai (Membership No. F3382) in his Report dated 21<sup>st</sup> October, 2016, copy of which is annexed hereto, the above Special Resolutions are hereby declared as passed by requisite majority.

Thanking you,

**For GAMMON INDIA LIMITED**

  
**GITA G. BADE**  
**COMPANY SECRETARY**

**Encl: Scrutinizer's Report dated 21<sup>st</sup> October, 2016**

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**V. V. CHAKRADEO & CO.**  
**COMPANY SECRETARIES**

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

TEL. NO. 26116821  
CELL NO. 98200 48732

EMAIL: vvchakra@gmail.com

21<sup>st</sup> October, 2016

To  
**Chairman & Managing Director/ Executive Director**  
Gammon India Limited  
Gammon House, Veer Savarkar Marg,  
Prabhadevi,  
Mumbai 400 025.

Dear Sir,

**Sub: Scrutinizer's Report on Postal Ballot results for passing of Special Resolutions proposed vide Notice of Postal Ballot dated 13<sup>th</sup> September, 2016.**

I, Vidyadhar V. Chakradeo, of M/s. V. V. Chakradeo & Co. Company Secretaries, Mumbai the Scrutinizer, was appointed by the Board of Directors of Gammon India Limited vide Board Resolution passed on 13<sup>th</sup> September, 2016 to conduct the Postal Ballot and E-voting process in a fair and transparent manner in respect of the Special Resolutions stated in the Notice of Postal Ballot dated 13<sup>th</sup> September, 2016 proposed to be passed by equity shareholders of the Company and do hereby submit my report on the same as under:

1. Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has, on 20<sup>th</sup> September, 2016 completed the dispatch of the Postal Ballot Notice along with the Postal Ballot Form for seeking members' consent for Special Resolutions provided in the Postal Ballot notice dated 13<sup>th</sup> September, 2016.
2. The Company has provided the e-voting facility as well as facility to vote through physical Postal Ballot to the Members to exercise their vote electronically through the e-voting service facility arranged by Central Depository Services (India) Limited ("CDSL") and also through physical Postal Ballot.
3. The members of the Company holding shares as on the "Cut-off" date of 9<sup>th</sup> September, 2016 were entitled to vote.
4. The voting, both by physical and electronic mode, had commenced on 21<sup>st</sup> September, 2016 (from 9.30 a.m.) and ended on 20<sup>th</sup> October, 2016 (at 5.00 p.m.).
5. The Postal ballot Register was prepared to record equity shareholder's assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them.
6. The Ballot Papers/ e-votes received were scrutinized and reconciled with the records maintained by Registrar and Share Transfer Agent (RTA).

I have scrutinized and reviewed the Postal Ballot and e-voting process in a fair and transparent manner. Please note that one equity share of the Company represent one vote. The Company has in all received 113 physical ballot papers and 59 votes by electronic mode.

I hereby report that the results of the votes cast by postal ballot (E-voting and Physical) are as under:



**V. V. CHAKRADEO & CO.**  
**COMPANY SECRETARIES**

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TEL. NO. 26116821

EMAIL: vvchakra@gmail.com

CELL NO. 98200 48732

**Resolution No. 1: Special Resolution pursuant to Section 180(1)(a) and 186 of the Companies Act, 2013 authorizing the Board of Directors to sell, dispose, hive-off and transfer part of the Civil EPC undertaking of the Company to M/s Gammon Engineers and Contractors Private Limited, an indirect wholly owned step down subsidiary of the Company:**

Particulars	No. of Postal Ballots	No. of shares
Total number of physical ballot forms received.	113	51491941
Total number of electronic votes received.	59	51983360
Number of invalid physical ballot forms.	12	12745
Number of physical ballot forms not voted.	3	1335
Number of invalid electronic votes.	0	0
Number of electronic votes not cast	0	0
Number of valid physical ballot forms.	98	51477861
Number of valid electronic votes.	59	51983360
Number of valid votes –physical and electronic (excludes votes not cast)	158	103461221
Votes in favour of the resolution (both, physical & electronic)	147	103405800
Votes against the resolution (both, physical & electronic)	10	55421
Percentage of votes cast in favour of the resolution (both, physical & electronic):	<b>99.95</b>	
Percentage of votes cast against the resolution (both, physical & electronic):	<b>0.05</b>	

**Resolution No. 2: Special Resolution pursuant to Section 180(1)(a) of the Companies Act, 2013 and Regulation 24 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for divestment of 75% stake held by the Company in its indirect wholly owned step down subsidiary of the Company:**

Particulars	No. of Postal Ballots	No. of shares
Total number of physical ballot forms received.	113	51491941
Total number of electronic votes received.	59	51983360
Number of invalid physical ballot forms.	12	12745
Number of physical ballot forms not voted.	4	1435
Number of invalid electronic votes.	0	0
Number of electronic votes not cast	0	0
Number of valid physical ballot forms.	97	51477761
Number of valid electronic votes.	59	51983360
Number of valid votes –physical and electronic (excludes votes not cast)	156	103461121
Votes in favour of the resolution (both, physical & electronic)	145	103413008
Votes against the resolution (both, physical & electronic)	11	48113
Percentage of votes cast in favour of the resolution (both, physical & electronic):	<b>99.95</b>	
Percentage of votes cast against the resolution (both, physical & electronic):	<b>0.05</b>	





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TEL. NO. 26116821  
CELL NO. 98200 48732

EMAIL: vvchakra@gmail.com

**Resolution No. 3: Special Resolution pursuant to Section 180(1)(a) of the Companies Act, 2013 for creation of mortgage/charge on immovable and movable properties of the Civil EPC undertaking for the debts being transferred to M/s Gammon Engineers and Contractors Private Limited:**

Particulars	No. of Postal Ballots	No. of shares
Total number of physical ballot forms received.	113	51491941
Total number of electronic votes received.	59	51983360
Number of invalid physical ballot forms.	12	12745
Number of physical ballot forms not voted.	4	1435
Number of invalid electronic votes.	0	0
Number of electronic votes not cast	1	219107
Number of valid physical ballot forms.	97	51477761
Number of valid electronic votes.	58	51764253
Number of valid votes –physical and electronic (excludes votes not cast)	155	103242014
Votes in favour of the resolution (both, physical & electronic)	145	103194001
Votes against the resolution (both, physical & electronic)	10	48013
Percentage of votes cast in favour of the resolution (both, physical & electronic):	<b>99.95</b>	
Percentage of votes cast against the resolution (both, physical & electronic):	<b>0.05</b>	

**Resolution No. 4: Special Resolution pursuant to Section 186 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to provide security and corporate guarantee to the lenders of Gammon Engineers and Contractors Private Limited:**

Particulars	No. of Postal Ballots	No. of shares
Total number of physical ballot forms received.	113	51491941
Total number of electronic votes received.	59	51983360
Number of invalid physical ballot forms.	11	12545
Number of physical ballot forms not voted.	4	1435
Number of invalid electronic votes.	0	0
Number of electronic votes not cast	1	219107
Number of valid physical ballot forms.	97	51477761
Number of valid electronic votes.	58	51764253
Number of valid votes –physical and electronic (excludes votes not cast)	155	103242014
Votes in favour of the resolution (both, physical & electronic)	145	103186593
Votes against the resolution (both, physical & electronic)	10	55421
Percentage of votes cast in favour of the resolution (both, physical & electronic):	<b>99.95</b>	
Percentage of votes cast against the resolution (both, physical & electronic):	<b>0.05</b>	



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**RESULT:**

As the Special Resolutions mentioned in point no. 1 to 4 above are to be passed by a three fourth majority, in view of the number of votes cast in favour of all the special resolutions, the said Special Resolutions are passed with requisite majority.

You are requested to kindly declare the aforesaid results to the shareholders of the Company on 21<sup>st</sup> October, 2016 at the Notice Board at Registered Office of the Company and also intimate to National Stock Exchange of India and BSE Limited and display the same on the Company's website and on the website of CDSL.

**For V. V. Chakradeo & Co.  
Company Secretaries**



**V. V. Chakradeo  
Proprietor  
Membership No. 1705**



Place: Mumbai  
Date: 21<sup>st</sup> October, 2016

**Witness 1**

**Name:** Ms. Prandli Mungelkar  
**Address:** 1/33, Poman Niwas,  
Byculla (West)

**Signature:** 

**Witness 2**

**Name:** Mr. Sanket Mhatre  
**Address:** Nala Lakhodi Nallasoparklest

**Signature:** 