



15th October, 2015

The National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra - Kurla Complex,
Bandra (East),
Mumbai - 400 051.

Scrip Code: GAMMONIND

Bombay Stock Exchange Limited

1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Scrip Code: 509550

Dear Sir,

Sub: Share Capital Reconciliation Audit Report for the quarter ended 30th September, 2015 and Certificate under Clause 47(c) of the Listing Agreement.

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 Practicing Company Secretary for the quarter ended 30th September, 2015.

Further, we are also enclosing herewith the Compliance Certificate issued by a Practicing Company Secretary pursuant to Clause 47(c) of the Listing Agreement for the half year ended 30th September, 2015 in the prescribed format.

You are requested to take the aforesaid certificates on record.

Thanking you,

**Yours truly,
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

CIN: L74999MH1922PLC000997



V. V. CHAKRADEO & CO.

COMPANY SECRETARIES

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

**TEL 26116821
CELL 9820048732**

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 / CIN : L74999MH1922PLC000997

Authorised Capital : Rs.150,470,000,000/- (74,710,000,000 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 / FITC / 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 30th June,2015 that :

1.	For Quarter Ended	30-09-2015
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 Fax No.24300529
8.	Email address	gita.bade@gammonindia.com
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.
10.	Issued Capital	Number of Shares 13,73,55,208
11.	Listed capital (Exchange wise as per company's records)	13,57,74,668



V. V. CHAKRADEO & CO.

COMPANY SECRETARIES

B – 301, MATOSHREE RESIDENCY CHS., 65, PRARTHANA SAMAJ ROAD,
VILE PARLE EAST, MUMBAI 400 057.TEL 26116821
CELL 9820048732EMAIL: vvchakra@gmail.com

As on 30.09.2015		% Of Total Capital i.e. (Item no. 15)	
12.	Held in dematerialised form in CDSL	12,469,062	9.13
13.	Held in dematerialised form in NSDL	114,615,887	83.97
14.	Physical	9,415,519	6.90
15.	Total No. of shares (12 + 13 + 15)	136,500,468	100.00%

16. Reasons for difference if any, between (10 & 11), (10 & 15)	<p>FOR ITEM NOS. 10 & 11</p> <p>1. 8,54,740 shares are forfeited</p> <p>2. 7,25,800 shares are held in abeyance</p> <p>FOR ITEM NOS. 10 & 15</p> <p>1. 8,54,740 shares are forfeited</p> <p>FOR ITEM NOS. 11 & 15</p> <p>1. 7,25,800 shares are held in abeyance.</p>
---	--

17. Certifying the details of changes in share capital during the quarter under consideration as per Table Below:

NOT APPLICABLE

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)

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

18.	Register of Members is updated (Yes/No)If not, update upto which date	YES
19.	With regards to excess dematerialised shares if any. Reference of previous quarter	NOT APPLICABLE
20.	Has the Company resolved the matter mentioned in point no.19 above in the current quarter? If not, reason why?	NOT APPLICABLE

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



V. V. CHAKRADEO & CO.

COMPANY SECRETARIES



**B – 301, MATOSHREE RESIDENCY CHS., 65, PRARTHANA SAMAJ ROAD,
VILE PARLE EAST, MUMBAUI 400 057.**

**TEL 26116821
CELL 9820048732**

EMAIL: vychakra@gmail.com

22.	Name, Telephone & Fax No. of the Compliance Officer of the Company.	Ms. Gita Bade, Company Secretary Tel: 61154050, Extn: 4050. Fax No.24300221
23.	Name, Address, Tel. & Fax No., Regn. No. of the Auditor	V V Chakradeo & Co. Company Secretary, B-301, Matoshree 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

Signature



V. V. CHAKRADEO
FCS No: 3382
COP No.1705

Place: Mumbai
Date : 15th October,2015

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

CERTIFICATE UNDER CLAUSE 47 (C) OF THE LISTING AGREEMENT

FOR THE HALF YEAR ENDED 30th SEPTEMBER, 2015

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to Gammon India Limited ("the Company") a company registered under The Companies Act, 1913 bearing number L74999MH1922PLC000997 as maintained by Company's Registrar and Share Transfer Agents **Link Intime India Pvt. Ltd.** pertaining to transfer of Equity Shares of the Company for the period from **1st April, 2015 to 30th September, 2015** for the purpose of issuing a Certificate as per Clause 47 (C) of the Listing Agreement entered into by the Company with BSE Limited (BSE) and National Stock Exchange of India Limited (NSE).

On the basis of my examination and on the information / explanation provided by the Company / Registrar and Share Transfer Agent, I hereby certify that the Company has delivered the Share/ Debenture Certificate(s) relating to transfer of Share/ Debenture received during the period from **1st April, 2015 to 30th September, 2015** as entered in the Memorandum of Transfers within fifteen days from the date of lodgement for transfer. I further certify that the Company has not received any request for subdivision, consolidation, renewal, exchange, endorsement of call/allotment monies on the share certificate or for issuance of the duplicate and/or split certificates during the period from **1st April, 2015, to 30th September, 2015**



V. V. CHAKRADEO

FCS No. : 3382

COP No.1705

Place: Mumbai

Date : 15th October, 2015