



22nd January, 2016

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 31st December, 2015

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 31st December, 2015.

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.



V. V. CHAKRADEO & CO.

COMPANY SECRETARIES

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

TEL 26116821

EMAIL: vvchakra@gmail.com CELL 9820048732

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/- divided into 74,710,000,000 equity shares of Rs.2/- each aggregating to Rs. 149,420,000,000 and 30,00,000, 6% Optionally Convertible Preference Shares of Rs.350/- each aggregating to Rs. 1,050,000,000/-

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, 2015 that :

1.	For Quarter Ended	31-12-2015
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 288,409,341
11.	Listed capital (Exchange wise as per company's records)	286,828,801



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As on 31.12.2015% Of Total Capital i.e.(Item no. 15)

12.	Held in dematerialised form in CDSL	13,430,469	4.67
13.*	Held in dematerialised form in NSDL	113,659,125	39.53
13A*	Held in dematerialised form in temporary ISIN - NSDL	151,054,133	52.53
14.	Physical	9,410,874	3.27
15.	Total No. of shares (12 + 13 + 14)	287,554,601	100.00

16. Reasons for difference if any, between (10&11), (10&15)& (11&15)

FOR ITEM NOS. 10 & 11

1. 8,54,740 shares are forfeited
2. 7,25,800 shares are held in abeyance

FOR ITEM NOS. 10 & 15

1. 8,54,740 shares are forfeited

FOR ITEM NOS. 11 & 15

1. 7,25,800 shares are held in abeyance.

*The Company has allotted 151,054,133 equity shares of Rs. 2/- each at a premium of Rs.9.89/- per share on 29th December,2015 by virtue of notice dated 18th December,2015 & 28th December,2015 received from ICICI Bank Limited acting as Monitoring Institution on behalf of all CDR Lenders for conversion of debt into equity under the Strategic Debt Restructuring Scheme of the Company. Accordingly said shares were credited to the respective Allottee's NSDL Account on 31st December, 2015 with a temporary ISIN and so NSDL permanent ISIN Account is not reflecting the aforesaid allotment.

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)
Preferential Issue to CDR lenders on conversion of loan into equity capital	151,054,133	Trading approval received on 04 th January, 2016	The National Stock Exchange of India BSE Limited	Yes	Yes	N.A.

***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.	Reference of previous quarter with regards to excess dematerialised shares,if any.	NOT APPLICABLE



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20.	Has the Company resolved the matter mentioned in point no.19 above in the current quarter? If not, reason why?	NOT APPLICABLE
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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.24300221
23.	Name, Address, Tel. & Fax No., Regn. No. of the Auditor	V VChakradeo & 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
V. V. CHAKRADEO

FCS No: 3382
COP No.1705

Place: Mumbai
Date: 22nd January, 2016