GAMMON INFRASTRUCTURE PROJECTS LIMITED

September 26, 2011

To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Mumbai – 400 050

Dear Sir,

Sub: Proceedings of the Annual General Meeting of the Company

Pursuant to clause 31(d) of the Listing Agreement, we enclose proceedings of the 10th Annual General Meeting of the Company held on Monday, 26th September, 2011 at 11.00 a.m. at Ravindra Natya Mandir, Ground Floor, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai 400025.

Proper quorum was present at the Meeting where the resolutions relating to the following business were passed by the Members:

1. APPROVAL OF ACCOUNTS

Members considered and approved the Audited Balance Sheet as at 31st March, 2011, the Profit and Loss Account for the year ended as on that date together with Reports of the Board of Directors and Auditors thereon.

2. RE- APPOINTMENT OF MR. HIMANSHU PARIKH

Members have re-appointed Mr. Himanshu Parikh as a director of the Company, who retired by rotation and being eligible offered himself for re-appointment.

3. RE- APPOINTMENT OF MR. SANJAY SACHDEV

Members have re-appointed Mr. Sanjay Sachdev as a director of the Company, who retired by rotation and being eligible offered himself for re-appointment.

4. RE-APPOINTMENT OF AUDITORS

Members have re-appointed M/s. Natvarlal Vepari & Co., Chartered Accountants, Mumbai and M/s. S. R. Batliboi & Co., Chartered Accountants as the Auditors of the Company, who shall hold the office upto the conclusion of the next Annual General Meeting of the Company.

5. APPOINTMENT OF MR. KUNAL SHROFF

Members have appointed Mr. Kunal Shroff as a director of the Company, liable to retire by rotation.

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6. APPOINTMENT OF MR. RAJEEVKUMAR MALHOTRA

Members have appointed Mr. Rajeevkumar Malhotra as a director of the Company, liable to retire by rotation.

7. APPOINTMENT OF MR. KISHOR KUMAR MOHANTY

Members have appointed Mr. Kishor Kumar Mohanty as a director of the Company, liable to retire by rotation.

8. APPOINTMENT OF MR. PARAG PARIKH

Members have appointed Mr. Parag Parikh as a director of the Company, liable to retire by rotation.

9. APPOINTMENT OF MR. RAJEEVKUMAR MALHOTRA AS A 'DIRECTOR IN WHOLE TIME EMPLOYMENT' OF THE COMPANY

Members approved the appointment of Mr. Rajeevkumar Malhotra as a 'Director in Whole Time Employment' of the Company for a period of three years commencing from 1st April, 2011 and approved the terms and conditions of his appointment and remuneration.

10. APPOINTMENT OF MR. KISHOR KUMAR MOHANTY AS A MANAGING DIRECTOR OF THE COMPANY

Members have appointed Mr. Kishor Kumar Mohanty, as a Managing Director of the Company for a period of three years commencing from 12th April, 2011and approved terms and conditions of his appointment and remuneration.

11. APPOINTMENT OF MR. PARAG PARIKH AS A 'DIRECTOR IN WHOLE TIME EMPLOYMENT' OF THE COMPANY

Members have appointed Mr. Parag Parikh, as a 'Director in Whole Time Employment' of the Company for a period of three years commencing from 25th August, 2011 and approved terms and conditions of his appointment and remuneration.

The meeting concluded with vote of thanks to the Chairman.

Kindly take the same on your records.

Thanking you,

For **Gammon Infrastructure Projects Limited**

G. Sathis Chandran
Company Secretary