GAMMON INFRASTRUCTURE PROJECTS LIMITED

July 2, 2014

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

Dear Sirs,

Sub: Proceedings of the Annual General Meeting of the Company

Scrip Code: 532959 & Scrip ID: GAMMONINFR

We enclose proceedings of the 13th Annual General Meeting of the Company held on Monday, the 30th day of June, 2014 at 3.30 p.m. at Ravindra Natya Mandir, Ground Floor, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai 400025. The summary of the voting results (resolution wise) in the format prescribed under clause 35A of the Listing Agreement is as follows:

Sr. No.	Particulars	Details
1	Date of Annual General Meeting	June 30, 2014
2	Book Closure Date	June 30, 2014
3	Total number of shareholders	
4	Number of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	50 2 48
5	Number of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public	Not Arranged

Agenda –wise details:

The mode of voting was e-voting and poll at the Annual General Meeting.

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

(1)

Resolution No.1 : Adoption of Balance sheet, Statement of Profit and Loss account, Report of Board of Directors and Auditors for the financial year ended December 31, 2013.

Category of Shareholders	No. of Shares held	No. of Shares Voted	% of votes polled	No. of votes in favour	No. of votes against	% of shares voted in favour	% of shares voted agaisnt
Promoter & Promoter Group	528000000	528000000	100	528000000	0	100	0
Public-Institutional Holders	21103742	20860742	98.85	20860742	0	100	0
Public-Others	4304328	4304328	100.00	4252969	51359	98.81	1.193
	553408070	553165070	99.96	553113711	51359	99.99	0.009

Resolution No.2 : Appoint a director in place of Mr. Abhijit Rajan, who retires by rotation and being eligible, seeks re-appointment

Category of Shareholders	No. of Shares held	No. of Shares Voted	% of votes polled	No. of votes in favour	No. of votes against	% of shares voted in favour	% of shares voted agaisnt
Promoter & Promoter Group	528000000	528000000	100.00	528000000	0	100	0
Public-Institutional Holders	21103742	20860742	98.85	20860742		100	0
Public-Others	4304328	4304329	100.00	4252764	51565	98.80	1.20
	553408070	553165071	99.96	553113506	51565	99.99	0.01

Resolution No.3: Appoint M/s. Natvarlal Vepari & Co. and M/s. S. R. Batliboi & Co. LLP as the Auditors of the Company.

Category of Shareholders	No. of Shares held	No. of Shares Voted	% of votes polled	No. of votes in favour	No. of votes against	% of shares voted in favour	% of shares voted agaisnt
Promoter & Promoter Group	528000000	528000000	100.00	528000000	0	100	0
Public-Institutional Holders	21103742	20860742	98.85	0	20860742	0	100
Public-Others	4304328	4304328	100.00	4252969	51359	98.81	1.19
	553408070	553165070	99.96	532252969	20912101	96.22	3.78

Corporate Office : Orbit Plaza, 5th Floor, Plot No. 952/954, New Prabhadevi Road, Prabhadevi, Mumbai - 400 025, INDIA
Tel. : 91 - 22 - 6748 7200 • Fax : 91 - 22 - 6748 7201• E-mail : info@gammoninfra.com
Website : www.gammoninfra.com CIN:L45203MH2001PLC131728
Registered Office : Gammon House, Veer Savarkar Marg, Prabhadevi, Mumbai - 400 025. INDIA.

Resolution No.4: Appoint Ms. Homai A. Daruwalla as an Independent Director for five consecutive years from the 13th Annual General Meeting.

Category of Shareholders	No. of Shares held	No. of Shares Voted	% of votes polled	No. of votes in favour	No. of votes against	% of shares voted in favour	% of shares voted agaisnt
Promoter & Promoter Group	528000000	528000000	100.00	528000000	0	100	0
Public-Institutional Holders	21103742	20860742	98.85	20860742	0	100	0
Public-Others	4304123	4304123	100.00	4251116	53007	98.77	1.23
	553407865	553164865	99.96	553111858	53007	99.99	0.01

Resolution No.5: Resolution not to fill up the vacancy caused by the retirement by rotation of Ms. Homai Daruwalla.

Category of Shareholders	No. of Shares held	No. of Shares Voted	% of votes polled	No. of votes in favour	No. of votes against	% of shares voted in favour	% of shares voted agaisnt
Promoter & Promoter Group	528000000	528000000	100.00	528000000	0	100	0
Public-Institutional Holders	21103742	20860742	98.85	0	20860742	0	100
Public-Others	4304329	4304329	100.00	4246526	57803	98.66	1.34
	553408071	553165071	99.96	532246526	20918545	96.22	3.78

Resolution No.6: Appoint Mr. Chandrahas Charandas Dayal as an Independent Director for five consecutive years from the 13th Annual General Meeting

Category of Shareholders	No. of Shares held	No. of Shares Voted	% of votes polled	No. of votes in favour	No. of votes against	% of shares voted in favour	% of shares voted agaisnt
Promoter & Promoter Group	528000000	528000000	100.00	528000000	0	100	0
Public- Institutional Holders	21103742	20860742	98.85	0	20860742	0	100
Public-Others	4304329	4304329	100.00	4252867	51462	98.80	1.20
	553408071	553165071	99.96	532252867	20912204	96.22	3.78

(3)

Resolution No.7 :Appoint Mr. Naresh Chandra as an Independent Director for five consecutive years from the 13th Annual General Meeting.

Category of Shareholders	No. of Shares held	No. of Shares Voted	% of votes polled	No. of votes in favour	No. of votes against	% of shares voted in favour	% of shares voted agaisnt
Promoter & Promoter Group	528000000	528000000	100.00	528000000	0	100	0
Public- Institutional Holders	21103742	20860742	98.85	0	20860742	0	100
Public-Others	4304314	4304314	100.00	4251307	53007	98.77	1.23
	553408056	553165056	99.96	532251307	20913749	96.22	3.78

Resolution No.8: Appoint Mr. Sushil Chandra Tripathi as an Independent Director for five consecutive years from the 13th Annual General Meeting.

Category of Shareholders	No. of Shares held	No. of Shares Voted	% of votes polled	No. of votes in favour	No. of votes against	% of shares voted in favour	% of shares voted agaisnt
Promoter & Promoter Group	528000000	528000000	100.00	528000000	0	100	0
Public- Institutional Holders	21103742	20860742		20860742	0	100	0
Public-Others	4304314	4304314	100.00	4250871	53443	98.76	1.24
	553408056	553165056	99.96	553111613	53443	99.99	0.01

Resolution No.9: Appoint Mr. Kishor Kumar Mohanty as the managing director of the Company for a period of three years with effect from April 12, 2014

Category of Shareholders	No. of Shares held	No. of Shares Voted	% of votes polled	No. of votes in favour	No. of votes against	% of shares voted in favour	% of shares voted agaisnt
Promoter & Promoter Group	528000000	528000000	100.00	528000000	0	100	0
Public- Institutional Holders	21103742	20860742	98.85	20860742	0	100	0
Public-Others	4304314	4304314	100.00	4252955	51359	98.81	1.19
	553408056	553165056	99.96	553113697	51359	99.99	0.01

Corporate Office : Orbit Plaza, 5th Floor, Plot No. 952/954, New Prabhadevi Road, Prabhadevi, Mumbai - 400 025, INDIA
Tel. : 91 - 22 - 6748 7200 • Fax : 91 - 22 - 6748 7201• E-mail : info@gammoninfra.com
Website : www.gammoninfra.com
CIN:L45203MH2001PLC131728
Registered Office : Gammon House, Veer Savarkar Marg, Prabhadevi, Mumbai - 400 025. INDIA.

Resolution No.10 : Appoint Mr. Parag Parikh as a whole time director of the Company for a period of three years with effect from August 25, 2014.

Category of Shareholders	No. of Shares held	No. of Shares Voted	% of votes polled	No. of votes in favour	No. of votes against	% of shares voted in favour	% of shares voted agaisnt
Promoter & Promoter Group	528000000	528000000	100.00	528000000	0	100	0
Public- Institutional Holders	21103742	20860742	98.85	20860742	0	100	0
Public-Others	4304314	4304314	100.00	4252955	51359	98.81	1.19
	553408056	553165056	99.96	553113697	51359	99.99	0.01

All the aforesaid resolutions were passed with requisite majority.

For Gammon Infrastructure Projects Limited

G. Sathis Chandran
Company Secretary

(5)