

GAMMON INFRASTRUCTURE PROJECTS LIMITED

1st October, 2020

To,
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G,
Bandra – Kurla Complex, Bandra (E),
Mumbai – 400 051
Scrip ID – GAMMNINFRA

To,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code – 532959

Dear Sir / Madam,

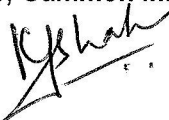
Sub: **Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Scrutinizer's Report of the 19th Annual General Meeting**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements), Regulations, 2015, please find enclosed the Scrutinizer's Report on the business transacted at the 19th Annual General Meeting of the Company held on Wednesday, 30th September 2020 at 12.15 p.m. through Video Conferencing / Other Audio Visual Means.

Please take the same on records.

Yours faithfully

For, **Gammon Infrastructure Projects Limited**



Ms/ Kaushal Shah
Company Secretary & Compliance Officer

Encl: As above

Veeraraghavan. N
Practicing Company Secretary
B. Sc., LLB., A.C.S.

11- H – 304, Neelam Nagar, Phase-2
Mulund East, Mumbai – 400081
Mob: 9821528844
Email: nvr54@ymail.com

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairperson
19th Annual General Meeting of the equity shareholders of
Gammon Infrastructure Projects Limited
held on Wednesday, 30th September, 2020 at 12.15 pm through Video Conferencing (“VC”) /
Other Audio Visual Means (“OAVM”)

Madam,

I, Veeraraghavan. N, a Company Secretary in Practice had been appointed as the Scrutinizer by the Board of Directors of Gammon Infrastructure Projects Limited (CIN: L45203MH2001PLC131728) to scrutinizing the remote e-voting and e-voting Process at the 19th Annual General Meeting (“AGM”) held through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in fair and transparent manner in respect of the resolutions as proposed in the Notice dated August 4, 2020 and hereby submit my report as under:

1. The notice was sent to all the Members who were entitled to vote on the proposed resolutions as mentioned in the Notice of the 19th Annual General Meeting of the Company through electronic mode in accordance with the circulars issued by Ministry of Corporate Affairs.
2. The Company had published a notice in regard to dispatch of Notice through Email and E-voting information in The Free Press Journal in English and Navshakti in Marathi newspapers on September 8, 2020.
3. The Company had availed the e-voting facility offered by the Central Depository Services (India) Limited for conducting remote e-voting and e-voting during the AGM by the shareholders of the Company.
4. The shareholders of the Company holding shares as on cut-off date i.e. September 24, 2020 were entitled to vote on the proposed resolutions.

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5. The remote e-voting facility commenced from 9.00 a.m. on Sunday, 27th September, 2020 to Tuesday, 29th September, 2020 at 5.00 p.m.
6. The shareholders attending the AGM through VC / OAVM who had not cast their vote through remote e-voting could cast their vote for a period of 15 minutes after the conclusion of the AGM.
7. After the conclusion of the e-voting at the AGM, the votes cast under remote e-voting and votes casted through e-voting during the AGM were downloaded and then the votes cast were counted.
8. I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited e-voting system.
9. 42 (Forty Two) shareholders (including three directors who are also shareholders of the Company) attended the AGM through VC / OAVM.
10. The result of the E-Voting at Meeting together is as under:

Resolution 1 - To receive, consider and adopt the Audited financial statements (including the Consolidated Financial Statements) of the Company for the Financial Year ended 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon. Ordinary Resolution

Particulars	Number of			Number of Votes contained in			%
	E-voters	Postal Ballot Forms	Total	E-votes	Postal Ballot Forms	Total	
Assent	108	0	108	195285042	0	195285042	100.00
Dissent	5	0	5	5736	0	5736	0.00
Invalid	0	0	0	0	0	0	0.00

Resolution 2 - To appoint a Director in place of Mr. Chayan Bhattacharjee (DIN-00107640), who retires by rotation and being eligible, offers himself for re-appointment. Ordinary Resolution

Particulars	Number of			Number of Votes contained in			%
	E-voters	Ballot Forms	Total	E-votes	Ballot Forms	Total	
Assent	96	0	96	195135126	0	195135126	99.93
Dissent	16	0	16	142244	0	142244	0.07
Invalid	1	0	1	51342	0	51342	0.00

(The votes cast by Mr. Chayan Bhattacharjee, being interested, is treated as invalid)

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Resolution 3 - To appoint Mr. Mr. Jaysingh Ashar (DIN - 07015068), Additional Director, as a Non-Executive Director of the Company, liable to retire by rotation. Ordinary Resolution

Particulars	Number of			Number of Votes contained in			%
	E-voters	Ballot Forms	Total	E-votes	Ballot Forms	Total	
Assent	102	0	102	195237005	0	195237005	99.98
Dissent	9	0	9	31486	0	31486	0.02
Invalid	0	0	0	0	0	0	0.00

Resolution 4 - Appointment and remuneration of Mr. Chayan Bhattacharjee (DIN: 00107640) as the 'Whole Time Director' of the Company: Special Resolution

Particulars	Number of			Number of Votes contained in			%
	E-voters	Ballot Forms	Total	E-votes	Ballot Forms	Total	
Assent	97	0	97	195135226	0	195135226	99.93
Dissent	15	0	15	142144	0	142144	0.07
Invalid	1	0	1	51342	0	51342	0.00

(The votes cast by Mr. Chayan Bhattacharjee, being interested, is treated as invalid)

Resolution 5 - variation of terms of appointment of Mr. Kishore Kumar Mohanty as the Managing Director of the Company: Special Resolution

Particulars	Number of			Number of Votes contained in			%
	E-voters	Ballot Forms	Total	E-votes	Ballot Forms	Total	
Assent	100	0	100	195158968	0	195158968	99.91
Dissent	13	0	13	169744	0	169744	0.09
Invalid	0	0	0	0	0	0	0.00

Resolution 6 - Appointment of Mr. Sunilbhai Chhabaria (DIN: 07162678), Additional Director, as an Independent Director, not liable to retire by rotation: Ordinary Resolution

Particulars	Number of			Number of Votes contained in			%
	E-voters	Ballot Forms	Total	E-votes	Ballot Forms	Total	
Assent	101	0	101	195212056	0	195212056	99.94
Dissent	12	0	12	116656	0	116656	0.06
Invalid	0	0	0	0	0	0	0.00

Resolution 7 - Appointment of Mr. Vinod Behari Sahai (DIN: 01184471), Additional Director, as an Independent Director, not liable to retire by rotation: Special Resolution

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Particulars	Number of			Number of Votes contained in			%
	E-voters	Ballot Forms	Total	E-votes	Ballot Forms	Total	
Assent	103	0	103	195237226	0	195237226	99.94
Dissent	11	0	11	113552	0	113552	0.06
Invalid	0	0	0	0	0	0	0.00

Resolution 8 - To enter into contracts / arrangements towards repayment of Inter Corporate Deposit to Vizag Seaport Private Limited, material subsidiary of the Company: Ordinary Resolution

Particulars	Number of			Number of Votes contained in			%
	E-voters	Ballot Forms	Total	E-votes	Ballot Forms	Total	
Assent	104	0	104	1302984	0	1302984	95.04
Dissent	9	0	9	67994	0	67994	4.96
Invalid	2	0	2	193999800	0	193999800	0.00

(The votes cast by the promoters in this Resolution have been considered as invalid, since they are deemed to be interested in this resolution)

11. All of the above mentioned resolutions have been passed with requisite majority.

You are requested to kindly declare the said results to the shareholders of the Company.

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Veeraraghavan. N
Scrutinizer
C. P. No. 4334
UDIN:A006911B000839215

Dated: 1st October, 2020