

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



# Annual Return

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L45203MH2001PLC131728

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCG8641H

(ii) (a) Name of the company

GAMMON INFRASTRUCTURE P

(b) Registered office address

GAMMON HOUSE, VEER SAVARKAR MARG,  
PRABHADEVI,  
MUMBAI  
Maharashtra  
400025

(c) \*e-mail ID of the company

compliances@gammoninfra.cc

(d) \*Telephone number with STD code

02267487200

(e) Website

www.gammoninfra.com

(iii) Date of Incorporation

23/04/2001

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	A (Bombay & National Stock Exchange)	1,025

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted  Yes  No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

Pre-fill

(e) Extended due date of AGM after grant of extension

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	F	Construction	F2	Roads, railways, Utility projects	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
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1	GAMMON POWER LIMITED	U40108MH2008PLC186403	Holding	56.06
2	GAMMON INDIA LIMITED	L74999MH1922PLC000997	Holding	0
3	BIRMITRAPUR BARKOTE HIGHV	U45200DL2012PTC234342	Subsidiary	100
4	COCHIN BRIDGE INFRASTRUCT	U45200MH1999PLC122317	Subsidiary	97.66
5	CHITTOOR INFRA COMPANY PR	U74990MH2010PTC210401	Subsidiary	100
6	EARTHLINK INFRASTRUCTURE	U74990MH2010PTC210405	Subsidiary	100
7	GAMMON LOGISTICS LIMITED	U45309MH2007PLC171578	Subsidiary	100
8	GAMMON PROJECTS DEVELOP	U45200MH2006PLC159107	Subsidiary	100
9	GAMMON RENEWABLE ENERG	U74990MH2009PLC194805	Subsidiary	100
10	GAMMON ROAD INFRASTRUC	U74990MH2009PLC194822	Subsidiary	100
11	GAMMON SEAPORT INFRASTR	U74990MH2009PLC194663	Subsidiary	100
12	GHAGGAR RENEWABLE ENERG	U40108DL2010PTC210979	Subsidiary	100
13	HARYANA BIOMASS POWER LI	U40102MH2007PLC173416	Subsidiary	100
14	JAGUAR PROJECTS DEVELOPE	U70102MH2008PLC185427	Subsidiary	100
15	LILAC INFRAPROJECTS DEVELC	U45203DL2010PLC202526	Subsidiary	100
16	MARINE PROJECT SERVICES LIM	U61100MH2007PLC168759	Subsidiary	100
17	PATNA HIGHWAY PROJECTS LI	U74999DL2009PLC197265	Subsidiary	100
18	PRAVARA RENEWABLE ENERGY	U45202MH2008PLC185428	Subsidiary	100
19	RAS CITIES AND TOWNSHIPS P	U70102TG2005PTC047148	Subsidiary	100
20	RAJAHMUNDRY GODAVARI BR	U45203MH2008PLC185941	Subsidiary	75.28
21	SATLUJ RENEWABLE ENERGY P	U40108DL2010PTC202832	Subsidiary	100
22	SEGUE INFRASTRUCTURE PROJ	U74900MH2010PTC210430	Subsidiary	100
23	SIDHI SINGRAULI ROAD PROJE	U74999DL2012PLC234738	Subsidiary	100
24	SIKKIM HYDRO POWER VENTU	U40100DL2005PLC257673	Subsidiary	100
25	TADA INFRA DEVELOPMENT CO	U45400MH2008PLC186002	Subsidiary	100

26	TANGRI RENEWABLE ENERGY P	U40108DL2010PTC210977	Subsidiary	100
27	TIDONG HYDRO POWER LIMITI	U40101HP2007PLC030774	Subsidiary	51
28	VIJAYAWADA GUNDUGOLANU	U74990DL2012PTC232205	Subsidiary	100
29	VIZAG SEAPORT PRIVATE LIMIT	U45203AP2001PTC038955	Subsidiary	73.76
30	YAMUNA MINOR MINERALS PF	U40108DL2010PTC210978	Subsidiary	100
31	YAMUNANAGAR PANCHKULA	U74999DL2012PTC234340	Subsidiary	100
32	YOUNGTHANG POWER VENTU	U40101HP2008PLC030953	Subsidiary	100
33	INDIRA CONTAINER TERMINAL	U63032MH2007PTC174100	Joint Venture	50
34	SEZ ADITYAPUR LIMITED.	U45200JH2006PLC012633	Joint Venture	38
35	MODERN TOLLROADS PRIVATE	U45203MH2007PTC173503	Associate	49
36	ATSL INFRASTRUCTURE PROJE	U45400MH2007PLC169995	Associate	48.9
37	EVERSUN SPARKLE MARITIME S	U60210AP2004PTC044374	Associate	30.9

#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	1,250,000,000	942,640,974	942,640,974	941,830,724
Total amount of equity shares (in Rupees)	2,500,000,000	1,885,281,948	1,885,281,948	1,883,661,448

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,250,000,000	942,640,974	942,640,974	941,830,724
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	2,500,000,000	1,885,281,948	1,885,281,948	1,883,661,448

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>				
<b>At the beginning of the year</b>	941,770,724	1,883,541,448	1,883,541,448	
<b>Increase during the year</b>	60,000	120,000	120,000	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	60,000	120,000	120,000	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				

<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	941,830,724	1,883,661,448	1,883,661,448	

### Preference shares

#### At the beginning of the year

#### Increase during the year

##### i. Issues of shares

##### ii. Re-issue of forfeited shares

##### iii. Others, specify

#### Decrease during the year

##### i. Redemption of shares

##### ii. Shares forfeited

##### iii. Reduction of share capital

##### iv. Others, specify

#### At the end of the year

### (ii) Details of stock split/consolidation during the year (for each class of shares)

0
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Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor				<input type="text"/>		
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>			
	Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>			
	Surname		middle name		first name	

**(iv) \*Indebtedness including debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			1,472,076,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			39,822,000
Deposit			0
<b>Total</b>			<b>1,511,898,000</b>

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**



Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

## V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)

### (i) Turnover

1,898,202,213

### (ii) Net worth of the Company

7,317,606,148

## VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	550,400,000	58.4393762	0	

10.	Others	0	0	0	
	<b>Total</b>	550,400,000	58.44	0	0

**Total number of shareholders (promoters)**

2

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	133,457,893	14.1700509	0	
	(ii) Non-resident Indian (NRI)	4,711,709	0.50027132	0	
	(iii) Foreign national (other than NRI)	2,059	0.00021862	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	9,208,118	0.97768291	0	
5.	Financial institutions	198,189	0.02104295	0	
6.	Foreign institutional investors	52,022,114	5.52350998	0	
7.	Mutual funds	125,798,644	13.35682101	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	48,259,299	5.12398861	0	
10.	Others Directors, Trusts, Clearing M	17,772,699	1.88703751	0	
	<b>Total</b>	391,430,724	41.56	0	0

**Total number of shareholders (other than promoters)**

51,065

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

51,067

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	48,103	51,065
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL****(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	1	5	1	5	0.2764	0.6425
(i) Non-Independent	1	2	1	2	0.2764	0.6371
(ii) Independent	0	3	0	3	0	0.0054
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	5	1	5	0.2764	0.6425

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

8

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Kishor Kumar Mohanty	00080498	Managing Director	2,603,456	
Homai Daruwalla	00365880	Director	541	
Sushil Chandra Tripathi	00941922	Director	0	
Abhijit Rajan	00177173	Director	6,000,000	
Naresh Chandra	00015833	Director	0	09/07/2017
Chandrabhas Charandas	00178583	Director	50,000	29/09/2017
Renuka Nikhil Shitut	AKJPM7778A	Company Secretary	721	10/11/2017
Kaushik Chaudhuri	AAMPC9178M	CFO	60,000	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Monesh Ravivadan Bha	AAEPB6693G	CFO	22/04/2016	Cessation
Kaushik Chaudhuri	AAMPC9178M	CFO	30/05/2016	Appointment

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/09/2016	49,013	38	58.76

**B. BOARD MEETINGS**

\*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2016	6	6	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	06/06/2016	6	5	83.33333333
3	25/08/2016	6	6	100
4	30/09/2016	6	5	83.33333333
5	14/12/2016	6	5	83.33333333
6	07/02/2017	6	6	100

### C. COMMITTEE MEETINGS

Number of meetings held

8

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	30/05/2016	4	4	100
2	Audit Committee	06/06/2016	4	3	75
3	Audit Committee	25/08/2016	4	4	100
4	Audit Committee	14/12/2016	4	4	100
5	Audit Committee	07/02/2017	4	4	100
6	Audit Committee	14/03/2017	4	4	100
7	Nomination & I	30/05/2016	3	3	100
8	Nomination & I	07/02/2017	3	3	100

### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	19/12/2017
								(Y/N/NA)
1	Kishor Kumar	6	6	100	0	0	0	Yes
2	Homai Daruwa	6	6	100	8	8	100	Yes
3	Sushil Chandr	6	6	100	8	8	100	Yes
4	Abhijit Rajan	6	4	66.66666667	0	0	0	No
5	Naresh Chand	6	6	100	6	6	100	Not Applicable
6	Chandrasah C	6	5	83.33333333	8	7	87.5	Not Applicable

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Kishor Kumar M	Managing Direct	22,872,200	0	0	720,000	23,592,200
	Total		22,872,200	0	0	720,000	23,592,200

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Kaushik Chaudh	CFO	6,195,286	0	0	152,290	6,347,576
2	Mr. Monesh Raviva	CFO	563,413	0	0	14,667	578,080
3	Ms. Renuka Nikhil S	Company Secre	1,550,440	0	0	40,320	1,590,760
	Total		8,309,139	0	0	207,277	8,516,416

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ms. Homai Daruwal	Director	0	300,000	0	750,000	1,050,000
2	Mr. Sushil Chandra	Director	0	300,000	0	750,000	1,050,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	Mr. Abhijit Rajan	Director	0	0	0	200,000	200,000
4	Mr. Naresh Chandra	Director	0	300,000	0	600,000	900,000
5	Mr. Chandrabhas Ch	Director	0	300,000	0	650,000	950,000
	Total		0	1,200,000	0	2,950,000	4,150,000

**XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES**

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

**XII. PENALTY AND PUNISHMENT - DETAILS THEREOF**

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

(In case of 'No', submit the details separately through the method specified in instruction kit)

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Ms. Parmy Kamani

Whether associate or fellow

Associate  Fellow

Certificate of practice number

13919

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director



KISHORE  
KUMAR  
MOHANTY

DIN of the director

00080498

**To be digitally signed by**



KAMANI  
PARMY  
SHAILESH

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number



**Attachments**

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

GIPL - Order for Extention of AGM - 2017.p  
GIPL-MGT-8-FY 16-17.pdf

**Remove attachment**

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Modify

Check Form

Prescrutiny

Submit

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**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**



सत्यमेव जयते

**GOVERNMENT OF INDIA  
MINISTRY OF CORPORATE AFFAIRS**

Office of the Registrar of Companies  
Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

DATED : 14-09-2017

IN THE MATTER OF M/S GAMMON INFRASTRUCTURE PROJECTS LIMITED CIN  
I.45203MH2001PLC131728  
AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

The Company has closed its accounting year on 31-03-2017 and the Annual general meeting of the company is due to be held on 30-09-2017 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN G52448289 on 08-09-2017 requesting for an extension of time for the purpose of holding AGM on the following grounds

The Company has submitted an application seeking extension of time for three months. The Company has further stated that due to completion of tenure of St. auditors, new St. Auditors are still to be appointed and the Chairman of the company also expired in m/o July, 2017. Therefore the accounts could not be filaised, hence request for AGM is made. The reasons submitted by the company appears to be reasonable, therefore, the request of the company for extension of three months is granted.

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 3 months 0 days is considered.

**ORDER**

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 3 months 0 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.



Yours faithfully,

**SATYA PARKASH KUMAR**  
Registrar of Companies (STS)  
Registrar of Companies

RoC - Mumbai

Mailing Address as per record available in Registrar of Companies office:

GAMMON INFRASTRUCTURE PROJECTS LIMITED  
GAMMON HOUSE, VEER SAVARKAR MARG,, PRABHADEVI,, MUMBAI,  
Maharashtra, India, 400025



**Note:** This letter is to be generated only when the application is approved by RoC office

**Form No. MGT-8**

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

I have examined the registers, records and books and papers of **GAMMON INFRASTRUCTURE PROJECT LIMITED** bearing Corporate Identification Number (CIN) **L45203MH2001PLC131728** as required to be maintained under the Companies Act, 2013 (the Act) and the Rules made thereunder for the financial year ended on **MARCH 31, 2017**.

In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents

**I certify that:**

(A) The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

(B) during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1. Its status under the Act;

2. Maintenance of registers/records & making entries therein within the time prescribed therefor;

- As represented by the Company, we were informed that the said entries were made at appropriate times.

3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;

4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;

5. Closure of Register of Members / Security holders, as the case may be;
6. There was no advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7. All Contracts/arrangements with related parties as specified in section 188 of the Act has been duly recorded as stated at Audited Financial Accounts of the Company for the F.Y.2016-17;
8. Issue or allotment or transfer or transmission of security certificates in all instances; There was no case for buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9. There were no case for keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. Company has not Declare dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. Signing of audited financial statements as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
  - (a) **The Company had made an application to the Ministry of Corporate Affairs, for waiver of refund of the excess managerial remuneration paid during the periods 1st January 2014 to 30th September 2014 and 1st October 2014 to 31st March 2016 which was rejected by the Ministry. The Company has again submitted its representation to the Ministry to reconsider its decision and allow the waiver of recovery of the said excess managerial remuneration paid.**
  - (b) **For the current financial year, the managerial remuneration is in excess of the limits specified in the Act and the Rules thereunder. The Company is in the process of making necessary application to the Ministry for approval/ waiver of recovery of the excess remuneration.**

# PARMY KAMANI & CO.,

*Practicing Company Secretary*

Y/603, Veena Dynasty, Last stop of Evershine City, Vasai-(E)

Email:parmykamani@gmail.com

Cell:7758038915

M. No. A 27788

COP: 13919

13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act, wherever applicable;
15. There were no acceptance/renewal/ repayment of deposits;
16. There were no Borrowings from its Members; However borrowing from directors, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
18. As represented by the Company, Company has not altered its Memorandum and/ or Articles of Association of the Company;

**Place: Mumbai**

**Date: 30.01.2018**

For **PARMY KAMANI & CO.,**  
PRACTICING COMPANY SECRETARY



**Proprietor**

**M.No. A 27788**

**COP No. 13919**