

Veeraraghavan .N
Practising Company Secretary

First Maritime Private Limited
201 Gheewala Building
Opp. New India Co-op Bank Limited
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**Secretarial Compliance Report of
Gammon Infrastructure Projects Limited
(CIN: L45203MH2001PLC131728)
for the year ended March 31, 2019**

I, Veeraraghavan N. has examined:

- (a) all the documents and records made available to me and explanation provided by Gammon Infrastructure Projects Limited (“the Listed Entity”),
- (b) the filings/ submissions made by the Listed Entity to the stock exchanges,
- (c) website of the Listed Entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2019 (“Review Period”) in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Subsidiary Capital and Disclosure Requirements) Regulations, 2015;

- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; Not Applicable
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996;

and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:

- (a) The Listed Entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
1.	Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- The Company is required to submit the audited financial results within 60 days from the end of the financial year, i.e., by 30 th May 2018	The said audited financial results were submitted to the stock exchanges with a delay of 14 days.	National Stock Exchange of India Limited had imposed a penalty of Rs. 70,000/- vide its letter dt. 15.6.2018

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.

- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock



Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations / remarks of the Practicing Company Secretary, if any.
1	National Stock Exchange of India Limited	Regulation 33 of SEBI (LODR) Regulations, 2015 – The Company is required to submit the audited financial results within 60 days from the end of the financial year, i.e: by 30 th May 2018. However, the said audited financial results were submitted with the stock exchanges with a delay of 14 days.	National Stock Exchange of India Limited had imposed a penalty of Rs. 70,000/- vide its letter dt. 15.6.2018	The Company has paid the said penalty of Rs. 75,600/- (including taxes) vide NEFT on 28 th June 2018 and intimated vide covering letter Dt.. 30.06.2018

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended...	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
		Not Applicable		

Signature:

[Handwritten Signature]



Veeraraghavan . N
ACS No.: 6911
C P No.: 4334

Mumbai
27th May, 2019

