

SAVITA TREHAN
Company Secretary
2378, SECTOR-16, FARIDABAD
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The Chairman
Action Construction Equipment Limited
(CIN-L74899HR1995PLC053860)
Dudhola Link Road Dudhola Palwal
Faridabad HR 121102 IN

Dear Sir,

Sub: Scrutinizer's Report for passing of Resolutions through Remote e-voting and Poll conducted at the 22nd Annual General Meeting of the Company held on 23rd September, 2016

At the outset, I would like to thank you for appointing me as the Scrutinizer for Remote e-voting and Voting by Poll by the members at the 22nd Annual General Meeting of the Company held on Friday, 23rd September, 2016 at 11.00 am at Aravali Golf Club, New Industrial Township (NIT), Faridabad, Haryana-121001.

I hereby submit my Report on the voting results which is comprehensive and self-explanatory.



Date: 24th September 2016
Place: Faridabad

(SAVITA TREHAN)
COMPANY SECRETARY
C. P. NO. : 2569
Membership No.- 4374

SCRUTINIZER'S REPORT ON VOTING RESULTS

{Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014}

Appointment as Scrutinizer

I, Savita Trehan, a Company Secretary in practice, have been appointed as a scrutinizer by the Board of Directors of **Action Construction Equipment Limited** (the Company) for the purpose of scrutinizing the e-voting process and poll taken on the below mentioned resolutions at the 22nd Annual General Meeting (AGM) of the members of the Company held on Friday, 23rd September, 2016 at 11.00 am at Aravali Golf Club, New Industrial Township (NIT), Faridabad, Haryana- 121001 under the provisions of Section 108 & 109 of the Companies Act, 2013 (the Act) read with the Companies (Management and Administration) Rules, 2014 as amended from time to time.

Dispatch of Notice of AGM

The Company has informed that on the basis of Register of Members and beneficiary details made available by the depositories, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for the purpose of e-voting, the Company completed dispatch of Notice on 16th August, 2016.

Cut-off Date

The Voting rights were reckoned as on 16th September, 2016 being the cut-off date for the purpose of determining entitlements of members for Remote e-voting and voting at the meeting.

Remote E-Voting

- The Company had appointed Karvy Computershare Private Limited as the agency for providing remote e-voting facility.
- The e-voting was open for Four days that commenced on Monday, 19th September, 2016 at 8.30 A.M. and ended on Thursday, 22nd September, 2016 at 5:00 P.M.

Voting at the AGM

As prescribed under Rule 20 (4) (xiii) of the Companies (Management and Administration) Amendments Rules, 2015 for the purpose of ensuring that members, who have cast their votes through remote e-voting do not vote again at the General Meeting, the Scrutinizer shall have access after closure of the remote e-voting and before the start of general meeting to only such details relating to members who have casts their votes through remote e-voting, such as their names, folio nos. etc. but not the manner in which they have voted.

Before starting of the poll by the Chairman, the ballot box kept for polling was locked by me.

After polling process was over, the locked ballot box was subsequently opened by me and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents (RTAs) of the Company and the authorizations/proxies lodged with the Company.

I find 15 poll papers invalid.

I also unblocked the Remote e-voting results from the Karvy Computershare Private Limited e-voting platform before Ms. Priyanka Jhamb & Ms. Simran Khattar downloaded the e-voting details.

As requested by management, I submit herewith my report on the results of voting as under:-

Number of Members present and voting at the meeting				
Resolution 1 (a) Adoption of Annual Audited Financial Statements for the financial year ended 31st March, 2016. (Ordinary Business)				
Particulars	No. of Votes contained in			Percentage
	Remote e-votes	Voting at the AGM	Total	
Assent	1652713	68569351	70222064	100
Dissent	-	-	-	-
Total	1652713	68569351	70222064	100
Abstain	-	8535	8535	-

Resolution 1(b) Adoption of Consolidated Financial Statements for the year ended 31st March, 2016. (Ordinary Business)				
Particulars	No. of Votes contained in			Percentage
	Remote e-votes	Voting at the AGM	Total	
Assent	1652713	68569351	70222064	100
Dissent	-	-	-	-
Total	1652713	68569351	70222064	100
Abstain	-	8535	8535	-

Resolution 2 Appointment of Mrs. Surbhi Garg (DIN No-01558782) who retires by rotation. (Ordinary Business)				
Particulars	No. of Votes contained in			Percentage
	Remote e-votes	Voting at the AGM	Total	
Assent	1652713	1242554	2895267	100
Dissent	-	-	-	-
Total	1652713	1242554	2895267	100
Abstain	-	67335332	67335332	-

***Mrs. Mona Agarwal, Mr. Vijay Agarwal, Mrs. Surbhi Garg & Mr. Sorab Agarwal, being interested, did not cast their vote for the above resolution.**

Resolution 3 Declaration of Dividend on Preference Shares For F.Y. ended on 31st March 2016(Ordinary Business)				
Particulars	No. of Votes contained in			Percentage
	Remote e-votes	Voting at the AGM	Total	
Assent	1652713	68569351	70222064	100
Dissent	-	-	-	-
Total	1652713	68569351	70222064	100
Abstain	-	8535	8535	-

Resolution 4 Ratify and confirm the payment of Interim dividend for the year ended 31st March 2016. (Ordinary Business)				
Particulars	No. of Votes contained in			Percentage
	Remote e-votes	Voting at the AGM	Total	
Assent	1652713	68569351	70222064	100
Dissent	-	-	-	-
Total	1652713	68569351	70222064	100
Abstain	-	8535	8535	-

Resolution5 Ratify the appointment of M/S Rajan Chhabra & CO., Chartered Accountant , as statutory Auditors and to fix their remuneration .(Ordinary Business)				
Particulars	No. of Votes contained in			Percentage
	Remote e-votes	Voting at the AGM	Total	
Assent	1652713	68569351	70222064	100
Dissent	-	-	-	
Total	1652713	68569351	70222064	100
Abstain	-	8535	8535	-

Resolution 6 Approve the remuneration of the cost auditor for the Financial year ended March31, 2017				
Particulars	No. of Votes contained in			Percentage
	Remote e-votes	Voting at the AGM	Total	
Assent	1652713	68569351	70222064	100
Dissent	-	-	-	
Total	1652713	68569351	70222064	100
Abstain	-	8535	8535	-

Resolution 7 Re-appointment Of Mrs. Surbhi Garg ,(DIN NO: 01558782 Executive Director for the period of three years w.e.f. 1st April ,2017 and fixation of her remuneration.				
Particulars	No. of Votes contained in			Percentage
	Remote e-votes	Voting at the AGM	Total	
Assent	1652713	1242554	2895267	100
Dissent	-	-	-	-
Total	1652713	1242554	2895267	100
Abstain	-	67335332	67335332	-

***Mrs Mona Agarwal , Mr Vijay Agarwal ,Mrs Surbhi Garg & Mr Sorab Agarwal , being interested , did not cast their vote for the above resolution.**

All the aforesaid resolutions were passed with requisite majority.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Date: 24th September 2016
Place: Faridabad



(SAVITA TREHAN)
COMPANY SECRETARY
C. P. NO. : 2569
Membership No.- 4374