

**Quarterly Compliance Report on Corporate Governance**

Name of the Company: **Action Construction Equipment Limited**

Quarter ending on: **December 31, 2014**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	49 (II)	Yes	
(A) Composition of Board	49(IIA)	Yes	The Company has 4 (Four) Executive Directors and 4 (Four) Non Executive & Independent Directors.
(B) Independent Directors	49(II B)	Yes	The Company has 4 Independent Directors which meet the criteria of independence as per clause 49 (II B).
(C) Non-executive Directors' compensation & disclosures	49(II C)	Yes	Non-Executive Directors are paid only Sitting Fees for attending Board/Committee meetings.
(D) Other provisions as to Board and Committees	49(II D)	Yes	During the Quarter ended 31.12.2014, 1 (One) Board Meeting was held on 08.11.2014.
(E) Code of Conduct	49(II E)	Yes	
(F) Whistle Blower Policy	49(II F)	Yes	
<b>III. Audit Committee</b>	49(III)	Yes	
(A) Qualified & Independent Audit Committee	49(III A)	Yes	Company has an Audit Committee comprising of 4 Directors out of which 3 are Independent, all having required accounting/finance expertise.
(B) Meeting of Audit Committee	49(III B)	Yes	Held on 08.11.2014.
(C) Powers of Audit Committee	49(III C)	Yes	As per law
(D) Role of Audit Committee	49(III D)	Yes	As per law
(E) Review of Information by Audit Committee	49(III E)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49(IV)	Yes	



Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>V. Subsidiary Companies</b>	49(V)	Yes	
<b>VI. Risk Management</b>	49(VI)	Yes	
<b>VII. Related Party Transactions</b>	49(VII)	Yes	
<b>VIII. Disclosures</b>	49(VIII)	Yes	
(A) Related party transactions	49(VIIIA)	Yes	Requisite information forms part in the 20 <sup>th</sup> Annual Report of the Company.
(B) Disclosure of Accounting Treatment	49(VIIIB)	Yes	-----do-----
(C) Remuneration of Directors	49(VIIIC)	Yes	-----do-----
(D) Management	49(VIIID)	Yes	-----do-----
(E) Shareholders	49(VIIIE)	Yes	-----do-----
(F) Proceeds from public issues, rights issue, preferential issues, etc.	49(VIIII)	N.A	
<b>IX. CEO/CFO Certification</b>	49(IX)	Yes	CEO/CFO Certification was placed before the Board in its Meeting held on 21 <sup>st</sup> May, 2014.
<b>X. Report on Corporate Governance</b>	49(X)	Yes	A separate section on report on Corporate Governance included in the 20 <sup>th</sup> Annual Report of the Company.
<b>XI. Compliance</b>	49(XI)	Yes	Certificate regarding compliance of conditions of Corporate Governance included in the 20 <sup>th</sup> Annual Report of the Company.

For Action Construction Equipment Limited

  
Neeraj Jain  
Company Secretary

