

Action Construction Equipment Ltd.

Corporate Office & Plant-II :
Dudhola Link Road, Dudhola, Distt. Palwal - 121102, Haryana, India



Date: 4th August, 2014

To,

The Manager Listing
Bombay Stock Exchange Ltd.
5th Floor, P.J. Towers,
Dalal Street,
Mumbai-400 001

Scrip Code: 532762

The Manager Listing
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra Kurla Complex, Bandra(E), Mumbai-400 051

CM Quote: ACE

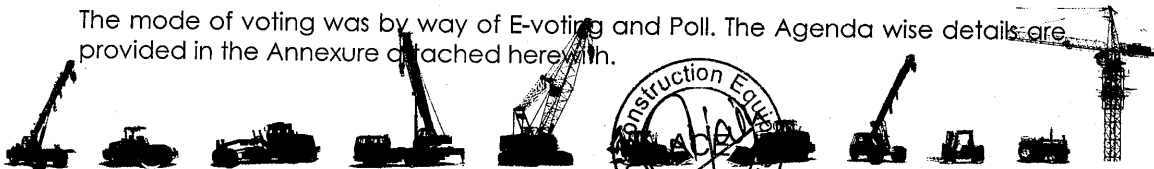
Re.: Submission of details regarding the voting results for 20th Annual General Meeting under Clause 35A of the Listing Agreement.

Dear Sir/Madam,

In Compliance with Clause 35A of the Listing Agreement, we are pleased to submit the following information, in the prescribed format, regarding voting results on the business transacted as per Notice dated 21st May, 2014 of the 20th Annual General Meeting (AGM) of the Company held on 31st July, 2014 at 11:00 a.m. at Sai Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi – 110003.

Date of AGM	31 st July, 2014
Book Closure Date	25 th to 31 st July, 2014 (Both days inclusive)
Total Number of shareholders as on record date	30125
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	8 639
No. of Shareholders attended the meeting through Video Conferencing	Not arranged

The mode of voting was by way of E-voting and Poll. The Agenda wise details are provided in the Annexure attached herewith.



Corporate Office & Plant-II: Phone : +91-1275-280111 (50 Lines), Fax :+91-1275-280133, E-mail : works@ace-cranes.com Regd. Office & Mktg. H.Q.: 5th Floor, "TDI Centre" Jasola, New Delhi - 110025 Phone : +91-11-40549900 (30 Lines), Fax :+91-11-40549922, E-mail : marketing@ace-cranes.com
CIN : L74899DL1995PLC004347

Nothing beats an **ACE**

www.ace-cranes.com

A copy of Scrutinizer's report is also enclosed for your perusal and records.

Yours faithfully,

Yours Sincerely

For Action Construction Equipment Limited


Neeraj Jain
Company Secretary

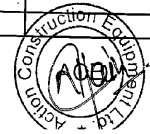


Encl: As Above

ACTION CONSTRUCTION EQUIPMENT LIMITED
 Regd. Office-5th Floor, TDI Centre, Jasola, New Delhi-110025

Details of Voting on business transacted as per notice of 20th AGM of Action Construction Equipment Limited held on 31st July, 2014.

Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Resolution No. 1 : Adoption of Financial Statements for the year ended 31st March 2014 & Adoption of consolidated Financial Statements for the year ended 31st March 2014. (Ordinary Resolution)							
Promoter and Promoter Group	6,75,47,314	6,74,97,314	99.93	6,74,97,314	-	100	-
Public - Institutional Holders	1,07,36,240	33,21,664	30.94	33,21,664	-	100	-
Public-Others	2,06,56,446	20,80,325	10.07	20,80,254	71	100	0
Total	9,89,40,000	7,28,99,303		7,28,99,232	71		
Resolution No. 2: Appointment of Mrs. Surbhi Garg, who retires by rotation. (Ordinary Resolution)							
Promoter and Promoter Group	6,75,47,314	20,000	0.03	20,000	-	100	-
Public - Institutional Holders	1,07,36,240	33,21,664	30.94	26,86,706	6,34,958	81	19
Public-Others	2,06,56,446	20,80,324	10.07	20,80,253	71	100	0
Total	9,89,40,000	54,21,988		47,86,959	6,35,029		
Resolution No. 3: Appointment of Mr. Sorab Agarwal, who retires by rotation (Ordinary Resolution)							
Promoter and Promoter Group	6,75,47,314	20,000	0.03	20,000	-	100	-
Public - Institutional Holders	1,07,36,240	33,21,664	30.94	33,21,664	-	100	-
Public-Others	2,06,56,446	20,80,321	10.07	20,80,250	71	100	0
Total	9,89,40,000	54,21,985		54,21,914	71		
Resolution No. 4: Declare Dividend on Equity Share Capital for F.Y. ended on 31st March 2014. (Ordinary Resolution)							
Promoter and Promoter Group	6,75,47,314	6,74,97,314	99.93	6,74,97,314	-	100	-
Public - Institutional Holders	1,07,36,240	33,21,664	30.94	33,21,664	-	100	-
Public-Others	2,06,56,446	20,80,321	10.07	20,80,250	71	100	0
Total	9,89,40,000	7,28,99,299		7,28,99,228	71		



Resolution No. 5: Appointment of M/s Rajan Chhabra & co., Chartered Accountants, as Statutory Auditors and Fixing their Remuneration. (Ordinary Resolution)

Promoter and Promoter Group	6,75,47,314	6,74,97,314	99.93	6,74,97,314	-	100	-
Public – Institutional Holders	1,07,36,240	33,21,664	30.94	33,21,664	-	100	-
Public-Others	2,06,56,446	20,80,321	10.07	20,80,250	71	100	0
Total	9,89,40,000	7,28,99,299		7,28,99,228	71		

Resolution No. 6: Appointment of Mr. Subhash Verma, as an Independent Director, who retires by rotation. (Special Resolution)

Promoter and Promoter Group	6,75,47,314	6,74,97,314	99.93	6,74,97,314	-	100	-
Public – Institutional Holders	1,07,36,240	33,21,664	30.94	33,21,664	-	100	-
Public-Others	2,06,56,446	20,80,322	10.07	20,80,251	71	100	0
Total	9,89,40,000	7,28,99,300		7,28,99,229	71		

Resolution No. 7: Appointment of Mr. Girish Narain Mehra, as an Independent Director, who retires by rotation. (Special Resolution)

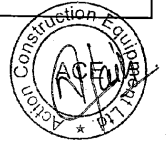
Promoter and Promoter Group	6,75,47,314	6,74,97,314	99.93	6,74,97,314	-	100	-
Public – Institutional Holders	1,07,36,240	33,21,664	30.94	33,21,664	-	100	-
Public-Others	2,06,56,446	20,80,321	10.07	20,80,250	71	100	0
Total	9,89,40,000	7,28,99,299		7,28,99,228	71		

Resolution No. 8: Appointment of Mr. Keshav Chandra Agarwal, as an Independent Director, who retires by rotation. (Special Resolution)

Promoter and Promoter Group	6,75,47,314	6,74,97,314	99.93	6,74,97,314	-	100	-
Public – Institutional Holders	1,07,36,240	33,21,664	30.94	33,21,664	-	100	-
Public-Others	2,06,56,446	20,80,321	10.07	20,80,250	71	100	0
Total	9,89,40,000	7,28,99,299		7,28,99,228	71		

Resolution No. 9: Appointment of Dr. Amar Singhal, as an Independent Director, who retires by rotation. (Special Resolution)

Promoter and Promoter Group	6,75,47,314	6,74,97,314	99.93	6,74,97,314	-	100	-
Public – Institutional Holders	1,07,36,240	33,21,664	30.94	33,21,664	-	100	-
Public-Others	2,06,56,446	20,80,321	10.07	20,80,250	71	100	0
Total	9,89,40,000	7,28,99,299		7,28,99,228	71		



Resolution No. 10: Approval received from Central Government in Respect of Remuneration of Mr. Vijay Agarwal, chairman and Managing Director and Mrs. Mona Agarwal, Whole Time Director. (Special Resolution)

Promoter and Promoter Group	6,75,47,314	20,000	0.03	20,000	-	100	-
Public - Institutional Holders	1,07,36,240	33,21,664	30.94	26,86,706	6,34,958	81	19
Public Others	2,06,56,446	20,80,323	10.07	20,80,252	71	100	0
Total	9,89,40,000	54,21,987		47,86,958	6,35,029		

Resolution No. 11: Adoption of New Article of Association of company containing regulations in conformity with the Companies Act, 2013. (Special Resolution)

Promoter and Promoter Group	6,75,47,314	6,74,97,314	99.93	6,74,97,314	-	100	-
Public - Institutional Holders	1,07,36,240	33,21,664	30.94	33,21,664	-	100	-
Public Others	2,06,56,446	20,80,322	10.07	20,80,251	71	100	0
Total	9,89,40,000	7,28,99,300		7,28,99,229	71		





Amit B.K. Agrawal & Company
Chartered Accountants

K-1/119, C.R. Park, (Main Road) New Delhi-110019 Telefax : 011-26279175 Cell : 9873009175, 8470009175
Email : ca.amitbkagrwal@gmail.com, agrawal_amit11@yahoo.co.in

Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies
(Management and Administration) Rules, 2014]


To,

The Chairman,
20th Annual General Meeting of the Equity Shareholders of
Action Construction Equipment Limited, held on 31st day of July, 2014,
at 11:00 a.m. at Sri Satya Sai Auditorium,
New Delhi-110003.

Dear Sir,

I, Amit Agarwal, prop. of Amit B.K. Agarwal & Co., Chartered Accountants, having its registered office at K-1/119, Ground Floor, C.R. Park, New Delhi- 110019, have been appointed by the board of Directors of Action Construction Equipment Limited ("the Company"), as Scrutinizer for the purpose of scrutinizing the E- Voting process in a fair and transparent manner and ascertaining the requisite majority of E-Voting carried out, as per the provisions of the Companies act, 2013 and rule 20 of companies (Management and Administration) Rules, 2014, on the resolutions set out in the Notice dated 21st May 2014 of the 20th Annual General Meeting of the Equity Shareholders of Action Construction Equipment Limited, held on 31st day of July, 2014 at 11:00 a.m. at Sri Satya Sai Auditorium, New Delhi- 110003. Accordingly, I submit the report, on completion of E-Voting process, as under:-

1. The Company has engaged the services of Karvy Computershare Private Limited ('Karvy') as the Authorised Agency to provide secured system for E-Voting Process.
2. The E-Voting Period remained open from 09:30 a.m. (IST) on July 14, 2014 up to 05:30 p.m. (IST) on July16, 2014.


Name: Ms Priyanka Rawat


Name: Ms Ankita Agarwal

3. The Cut-off date (i.e. the record date) for the purpose of determining the entitlement for E-Vote on the proposed resolution is May 30, 2014.
4. The votes cast electronically were unblocked on 16th July, 2014 around 6:15 p.m. after the E-Voting finished, in the presence of two witnesses, Ms. Priyanka Rawat, Type-III/80, NCERT campus, Sri Aurbindo Marg, New Delhi-110016 and Ms. Ankita Agarwal, J-4/39A, Flat No. B-6, Khirki extension, Malviya Nagar, New Delhi-110017 who are not in the employment of the Company. They have signed below in confirmation of the E-Vote being unblocked in their presence.
5. Thereafter the details containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the resolutions, were generated from E-Voting website of Karvy and based on such report the result of E-Voting on each resolution are given hereunder:

- a) Resolution No. 1: Adoption of Financial Statements for the year ended 31st March 2014 & Adoption of consolidated Financial Statements for the year ended 31st March 2014.

- (i) Voted '**FOR**' the resolution:

Number of members voted through electronic voting system.	Number of voted cast in 'Favour' of resolution	% of total number of valid votes cast
6	1766	100

- (ii) Voted '**AGAINST**' the resolution:

Number of members voted through electronic voting system.	Number of voted cast in ' Against ' of resolution	% of total number of valid votes cast
0	0	0

- (iii) Votes '**INVALID**':

Total number of members whose votes were declared ' Invalid '	Total number of votes cast by them declared ' Invalid '
0	0

- b) Resolution No. 2: Appointment of Mrs. Surbhi Garg, who retires by rotation.

(i) Voted 'FOR' the Resolution:

Number of members voted through electronic system.	Number of voted cast in 'Favour' of resolution	% of total number of valid votes cast
6	1766	100

(ii) Voted 'AGAINST' the resolution:

Number of members voted through electronic system.	Number of voted cast in 'Against' of resolution	% of total number of valid votes cast
0	0	0

(iii) Votes 'Invalid':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
0	0

c) Resolution No. 3: Appointment of Mr. Sorab Agarwal, who retires by rotation.

(i) Voted 'FOR' the Resolution:

Number of members voted through electronic system.	Number of voted cast in 'Favour' of resolution	% of total number of valid votes cast
6	1766	100

(ii) Voted 'AGAINST' the resolution:

Number of members voted through electronic system.	Number of voted cast in 'Against' of resolution	% of total number of valid votes cast
0	0	0

(iii) Votes 'Invalid':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'

0	0
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d) Resolution No. 4: Declare Dividend on Equity Share Capital for F.Y. ended on 31st March 2014.

(i) Voted 'FOR' the Resolution:

Number of members voted through electronic system.	Number of voted cast in 'Favour' of resolution	% of total number of valid votes cast
6	1766	100

(ii) Voted 'AGAINST' the resolution:

Number of members voted through electronic system.	Number of voted cast in 'Against' of resolution	% of total number of valid votes cast
0	0	0

(iii) Votes 'Invalid':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
0	0

e) Resolution No. 5: Appointment of M/s Rajan Chhabra & co., Chartered Accountants, as Statutory Auditors and Fixing their Remuneration.

(i) Voted 'FOR' the Resolution:

Number of members voted through electronic system.	Number of voted cast in 'Favour' of resolution	% of total number of valid votes cast
6	1766	100

(ii) Voted 'AGAINST' the resolution:

Number of members voted through electronic system.	Number of voted cast in 'Against' of resolution	% of total number of valid votes cast
0	0	0

(iii) Votes 'Invalid':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
0	0

f) Resolution No. 6: Appointment of Mr. Subhash Verma, as an Independent Director, who retires by rotation.

(i) Voted 'FOR' the Resolution:

Number of members voted through electronic system.	Number of voted cast in 'Favour' of resolution	% of total number of valid votes cast
6	1766	100

(ii) Voted 'AGAINST' the resolution:

Number of members voted through electronic system.	Number of voted cast in 'Against' of resolution	% of total number of valid votes cast
0	0	0

(iii) Votes 'Invalid':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
0	0

g) Resolution No. 7: Appointment of Mr. Girish Narain Mehra, as an Independent Director, who retires by rotation.

(i) Voted 'FOR' the Resolution:

Number of members voted through electronic system.	Number of voted cast in 'Favour' of resolution	% of total number of valid votes cast
6	1766	100

(ii) Voted '**AGAINST**' the resolution:

Number of members voted through electronic system.	Number of voted cast in ' Against ' of resolution	% of total number of valid votes cast
0	0	0

(iii) Votes '**Invalid**':

Total number of members whose votes were declared ' Invalid '	Total number of votes cast by them declared ' Invalid '
0	0

h) Resolution No. 8: Appointment of Mr. Keshav Chandra Agarwal, as an Independent Director, who retires by rotation.

(i) Voted '**FOR**' the Resolution:

Number of members voted through electronic system.	Number of voted cast in ' Favour ' of resolution	% of total number of valid votes cast
6	1766	100

(ii) Voted '**AGAINST**' the resolution:

Number of members voted through electronic system.	Number of voted cast in ' Against ' of resolution	% of total number of valid votes cast
0	0	0

(iii) Votes '**Invalid**':

Total number of members whose votes were declared ' Invalid '	Total number of votes cast by them declared ' Invalid '
0	0

i) Resolution No. 9: Appointment of Dr. Amar Singhal, as an Independent Director, who retires by rotation.



(i) Voted 'FOR' the Resolution:

Number of members voted through electronic system.	Number of voted cast in 'Favour' of resolution	% of total number of valid votes cast
6	1766	100

(ii) Voted 'AGAINST' the resolution:

Number of members voted through electronic system.	Number of voted cast in 'Against' of resolution	% of total number of valid votes cast
0	0	0

(iii) Votes 'Invalid':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
0	0

j) Resolution No. 10: Approval received from Central Government in Respect of Remuneration of Mr. Vijay Agarwal, chairman and Managing Director and Mrs. Mona Agarwal, Whole Time Director.

(i) Voted 'FOR' the Resolution:

Number of members voted through electronic system.	Number of voted cast in 'Favour' of resolution	% of total number of valid votes cast
6	1766	100

(ii) Voted 'AGAINST' the resolution:

Number of members voted through electronic system.	Number of voted cast in 'Against' of resolution	% of total number of valid votes cast
0	0	0

(iii) Votes 'Invalid':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'

0	0
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k) Resolution No. 11: Adoption of New Article of Association of company containing regulations in conformity with the Companies Act, 2013.

(i) Voted 'FOR' the Resolution:

Number of members voted through electronic system.	Number of voted cast in 'Favour' of resolution	% of total number of valid votes cast
6	1766	100

(ii) Voted 'AGAINST' the resolution:

Number of members voted through electronic system.	Number of voted cast in 'Against' of resolution	% of total number of valid votes cast
0	0	0

(iii) Votes 'Invalid':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
0	0

6. The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the company Secretary for safe keeping.

Thanking You,

(AMIT AGRAWAL)

Membership No. 401456
 Proprietor of Amit B K Agrawal & Co.
 Chartered Accountants
 FRN: 022872N

Place: New Delhi

Date: 01/08/2014



Amit B.K. Agrawal & Company
Chartered Accountants

K-1/119, C.R. Park, (Main Road) New Delhi-110019 Telefax : 011-26279175 Cell : 9873009175, 8470009175

Email : ca.amitbkagrwal@gmail.com, agrawal_amit11@yahoo.co.in

FORM NO. MGT-13

REPORT OF SCRUTINIZER

To,

The Chairman,

20th Annual General Meeting of the Equity Shareholders of
Action Construction Equipment Limited, held on 31st day of July, 2014,
at 11:00 a.m. at Sri Satya Sai Auditorium,
New Delhi-110003.


Dear Sir,

I, Amit Agrawal, prop. of Amit B.K. Agrawal & Co., Chartered Accountants, having its registered office at K-1/119, Ground Floor, C.R. Park, New Delhi- 110019, appointed as Scrutinizer by the Chairman of the 20th Annual General Meeting (AGM) of Action Construction Equipment Limited ("the Company"), as Scrutinizer for the purpose of poll taken on the resolutions set out in the Notice dated 21st May, 2014 for the 20th Annual General Meeting of the Equity Shareholders of Action Construction Equipment Limited, to be held on 31st day of July, 2014 at 11:00 a.m. at Sri Satya Sai Auditorium, New Delhi- 110003, submit my report as under:-

1. After the declaration of poll by the chairman, Two ballot boxes kept for polling were locked in my presence with due identification mark placed by me.
2. The locked ballot boxes were subsequently opened in my presence along with two witnesses, Ms. Priyanka Rawat, Type-III/80, NCERT campus, Sri Aurbino Marg, New Delhi-110016 and and Ms. Ankita Agarwal, J-4/39A, Flat no. B-6, Khirki Extension, Malviya Nagar, New Delhi-110017 The witnesses has signed below in the confirmation of the Ballot boxes being unlocked in their presence. The poll papers were reconciled with the records maintained by the Company/ Registrar & Transfer Agents of the company M/S Karvy Computershare Private Limited ('Karvy') and the authorizations / proxies lodged with the company.



Name: Ms Priyanka Rawat





Name: Ms Ankita Agarwal

3. The poll papers, which were incomplete and/ or which otherwise found defective have been treated as invalid and kept separately.

4. The result of poll is under:

a) Resolution No. 1: Adoption of Financial Statements for the year ended 31st March 2014 & Adoption of consolidated Financial Statements for the year ended 31st March 2014.

(i) Voted '**FOR**' the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
315	72897466	99.99

(ii) Voted '**AGAINST**' the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in ' Against ' of resolution	% of total number of valid votes cast
58	71	0.0001

(iii) Votes '**INVALID**':

Total number of members whose votes were declared ' Invalid '	Total number of votes cast by them declared ' Invalid '
8	539

b) Resolution No. 2: Appointment of Mrs. Surbhi Garg, who retires by rotation.

(i) Voted '**FOR**' the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
306	4785193	6.5642

(ii) Voted '**AGAINST**' the resolution:

Number of members present and voting (in person or by proxy)	Number of voted cast in ' Against ' of resolution	% of total number of valid votes cast

59	635029	0.8711
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(iii) Votes 'Invalid':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
16	67477854

c) Resolution No. 3: Appointment of Mr. Sorab Agarwal, who retires by rotation.

(i) Voted 'FOR' the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
305	5420148	7.4352

(ii) Voted 'AGAINST' the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
58	71	0.0001

(iii) Votes 'Invalid':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
18	67477857

d) Resolution No. 4: Declare Dividend on Equity Share Capital for F.Y. ended on 31st March 2014.

(i) Voted 'FOR' the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
312	72897462	99.9992

(ii) Voted 'AGAINST' the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast

person or by proxy)	resolution	
58	71	0.0001

(iii) Votes 'Invalid':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
11	543

e) Resolution No. 5: Appointment of M/s Rajan Chhabra & co., Chartered Accountants, as Statutory Auditors and Fixing their Remuneration.

(i) Voted 'FOR' the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
312	72897462	99.9992

(ii) Voted 'AGAINST' the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
58	71	0.0001

(iii) Votes 'Invalid':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
11	543

f) Resolution No. 6: Appointment of Mr. Subhash Verma, as an Independent Director, who retires by rotation.

(i) Voted 'FOR' the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
313	72897463	99.9992

(ii) Voted '**AGAINST**' the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in ' Against ' of resolution	% of total number of valid votes cast
58	71	0.0001

(iii) Votes '**Invalid**':

Total number of members whose votes were declared ' Invalid '	Total number of votes cast by them declared ' Invalid '
10	542

g) Resolution No. 7: Appointment of Mr. Girish Narain Mehra, as an Independent Director, who retires by rotation.

(i) Voted '**FOR**' the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in ' Favour ' of resolution	% of total number of valid votes cast
312	72897462	99.9992

(ii) Voted '**AGAINST**' the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in ' Against ' of resolution	% of total number of valid votes cast
58	71	0.0001

(iii) Votes '**Invalid**':

Total number of members whose votes were declared ' Invalid '	Total number of votes cast by them declared ' Invalid '
11	543

h) Resolution No. 8: Appointment of Mr. Keshav Chandra Agarwal, as an Independent Director, who retires by rotation.

(i) Voted '**FOR**' the Resolution:

Number of members	Number of votes cast	% of total number of
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present and voting (in person or by proxy)	in 'Favour' of resolution	valid votes cast
312	72897462	99.9992

(ii) Voted '**AGAINST**' the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
58	71	0.0001

(iii) Votes '**Invalid**':

Total number of members whose votes were declared ' Invalid '	Total number of votes cast by them declared ' Invalid '
11	543

i) Resolution No. 9: Appointment of Dr. Amar Singhal, as an Independent Director, who retires by rotation.

(i) Voted '**FOR**' the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
312	72897462	99.9992

(ii) Voted '**AGAINST**' the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
58	71	0.0001

(iii) Votes '**Invalid**':

Total number of members whose votes were declared ' Invalid '	Total number of votes cast by them declared ' Invalid '
11	543

j) Resolution No. 10: Approval received from Central Government in Respect of Remuneration of Mr. Vijay Agarwal, chairman and Managing Director and Mrs. Mona Agarwal, Whole Time Director

(i) Voted **'FOR'** the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
306	4785192	6.5642

(ii) Voted **'AGAINST'** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
59	635029	0.8711

(iii) Votes **'Invalid'**:

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
16	67477855

k) Resolution No. 11: Adoption of New Article of Association of company containing regulations in conformity with the Companies Act, 2013.

(i) Voted **'FOR'** the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
313	72897463	99.9992

(ii) Voted **'AGAINST'** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
58	71	0.0001

(iii) Votes **'Invalid'**:

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
10	542

5. A Compact Disc/Pen drive, containing a list of equity shareholders who voted 'FOR', 'AGAINST' and those whose votes were declared 'INVALID' for each resolution, is enclosed.
6. The poll papers and all the relevant records were sealed and handed over to the Company Secretary/ Director Authorized by the Board for safekeeping.

Thanking You,



(AMIT AGRAWAL)

Membership No. 401456
Proprietor of Amit B K Agrawal & Co.
Chartered Accountants
FRN: 022872N

Place: New Delhi
Date: 01/08/2014