

Action Construction Equipment Ltd.

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



Dated: 18th July, 2014

To,

The Manager Listing
Bombay Stock Exchange Limited
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 Postal Ballot under Clause 35A of the Listing Agreement.

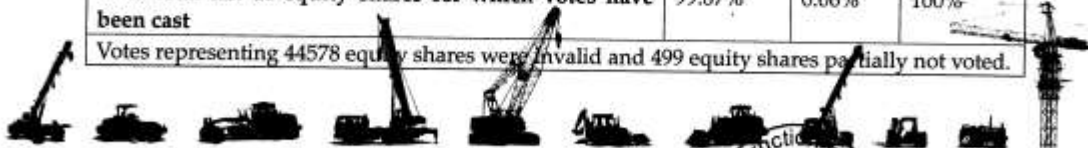
Dear Sir/Madam,

This is to inform that the results of Four Special Resolutions proposed to be passed by way of Postal Ballot in terms of the Notice for Passing of Resolution by Postal Ballot dated 7th June, 2014 were declared on 18th July, 2014. The details of voting and results are as under:-

Out of 30,133 shareholders, 378 numbers of shareholders (including 39 numbers of shareholders voted through e-voting) holding 6,55,83,010 equity shares (including 51,20,507 equity shares voted through e-voting), being 66.29% of paid-up share capital, exercised their right to vote through Postal Ballot.

Based on the Scrutinizer's Report dated 18th July, 2014 Submitted by Mr. Amit Agarwal, the Scrutinizer, the Voting on Four Special Resolutions by Postal Ballot casted through Postal ballot forms and e-voting are as follows:

SPECIAL RESOLUTION No. 1	In Favour	Against	Total
Limits of Borrowing u/s 180(1)(c) of the Companies Act, 2013			
No. of Equity shares embodying the votes cast	65496400	41533	65583010
% to total no. of equity shares for which votes have been cast	99.87%	0.06%	100%
Votes representing 44578 equity shares were invalid and 499 equity shares partially not voted.			



Corporate Office & Plant-II: Phone : +91-1275-280111 (50 Lines), Fax : +91-1275-280133, E-mail : works2@acecranes.com, Plant Office & Mktg. H.Q.: 5th Floor, "TDI Centre" Jasola, New Delhi - 110025 Phone : +91-11-40549900 (30 Lines) Fax : +91-11-40549902, E-mail : marketing@acecranes.com
CIN : L74899DL1995PLC064347

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SPECIAL RESOLUTION No. 2	In Favour	Against	Total
Providing Security u/s 180(1)(a) of the Companies Act, 2013 in connection with the borrowings of the Company			
No. of Equity shares embodying the votes cast	65493310	41533	65583010
% to total no. of equity shares for which votes have been cast	99.86%	0.06%	100%
Votes representing 44578 equity shares were invalid and 499 equity shares partially not voted.			

SPECIAL RESOLUTION No. 3	In Favour	Against	Total
Transactions with Related Parties u/s 188 of the Companies Act, 2013			
No. of Equity shares embodying the votes cast	4647758	109571	65583010
% to total no. of equity shares for which votes have been cast	7.09%	0.17%	100%
Votes representing 44578 equity shares were invalid and 499 equity shares partially not voted.			

SPECIAL RESOLUTION No. 4	In Favour	Against	Total
Shifting of Registered office from State of Delhi to State of Haryana			
No. of Equity shares embodying the votes cast	65508904	29039	65583010
% to total no. of equity shares for which votes have been cast	99.89%	0.04%	100%
Votes representing 44578 equity shares were invalid and 499 equity shares partially not voted.			

Based on the foregoing four Special Resolutions indicated above, as circulated to the members vide Postal Ballot Notice dated 7th June, 2014 were declared as duly passed by the Requisite Majority.

A copy of Scrutinizer's report has been enclosed for your perusal and records.

Thanking you,

Yours Sincerely

For Action Construction Equipment Limited

Rajan Luthra

CFO & Company Secretary



Encl: As Above



Amit B.K. Agrawal & Company
Chartered Accountants

K-1/119, C.R. Park, (Kashy Road) New Delhi-110019 Telefax: 011-26279175 Cell: 9872009175, 9470009175
Email: ca.amitbkagrwal@gmail.com, agrawal_amit11@rediffmail.com

SCRUTINIZER'S REPORT

The Chairman,
Action Construction Equipment Limited
6th Floor, TDI Centre, Jeebda,
New Delhi-110025.

Dear Sir,

Sub: **Passing of Special Resolutions by way of Postal Ballot pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Companies Act, 2013 and the rules made there under in terms of the Notice dated 7th June, 2014 for passing four special resolutions as set out below:**

- i. Special Resolution vis 180(1)(c) of the Companies Act, 2013 for approving the Limits of Borrowings (Hereinafter referred to as "SPECIAL RESOLUTION NO.1");
- ii. Special Resolution vis 180(1)(e) of the Companies Act, 2013 for providing security in connection with the borrowings of the Company (Hereinafter referred to as "SPECIAL RESOLUTION NO.2");
- iii. Special Resolution vis 188 of the Companies Act, 2013 for Transactions with related Parties (Hereinafter referred to as "SPECIAL RESOLUTION NO.3");
- iv. Special Resolution vis 12 and 13 of the Companies Act, 2013 for shifting of registered office from one state to other and consequently amendment in Clause II of Memorandum and Articles of Association of the Company (Hereinafter referred to as "SPECIAL RESOLUTION NO.4");

1. The Board of Directors of the Company at its meeting held on 07th June, 2014 has appointed me Scrutinizer for conducting the postal ballot voting process for the above purpose.

2. I submit my report as under:



- 2.1 The Company has completed on 11 June 2014 the dispatch of postal ballot forms and PIN MAILERS along with postage prepaid business reply envelopes to its members whose name(s) appeared on the Register of Members' List of beneficiaries as on 30th May, 2014.
- 2.2 Particulars of all the Postal Ballots forms received from the members and the votes cast by electronic mode have been entered in the Register separately maintained for the purpose.
- 2.3 The Postal Ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
- 2.4 The postal ballot boxes were opened on 15th July, 2014 in my presence.
- 2.5 All postal Ballot forms received upto the last date fixed by the company for receipt of forms were considered for my scrutiny.
- 2.6 Envelopes containing postal ballot forms received on or after 11 July 2014 were not considered for my scrutiny. However no such envelopes found to be received after 1st July 2014.
- 2.7 Envelopes containing postal ballot forms returned undelivered aggregated to 304 vide Serial no. 1 to 304. These envelopes were also not opened and they are separately kept.
- 2.8 I did not find any defaced or mutilated ballot paper. All extraneous papers found in the envelopes received back were not considered.
- 2.9 I have received a complete record of votes cast by electronic mode from Karvy Computershare Private Limited (KRV), the agency for providing and supervising electronic platform upto 1st July 2014.
- I have also received a Certificate dated 18th July 2014 from Ms. Karvy Computershare Private Limited, Hyderabad the Registrar & Share Transfer Agents of the Company an aggregate of summary of physical and voting by electronic means.



Total paid up equity capital of the company as on date is 9894000 equity shares of Rs. 2 each fully paid.

3.1 SPECIAL RESOLUTION NO.1

THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms (in case of Postal Ballot) and No. of shareholders voted through electronic means	No. of Votes	% of Total net Paid Up equity capital	% of Total net Paid Up equity capital
A	Total Votes Received	378	65583010	66.29	
B	Less: Invalid Votes (As per Register)	10	44578	0.0455	
C	Less Voted		499	0.0005	
D	Net Valid Votes (as per Register)	368	65537933	66.2400	
E	Votes with Assent for the Resolution	215	65496400	66.1980	99.94
F	Votes with Dissent for the Resolution	153	41533	0.04197	0.06

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

Sr. No.	Particulars	No. of Postal Ballot Forms	Shares of No. of	% of Total shares of	% of Paid Up equity capital of valid ballots
A	Total Postal Ballot Forms Received	339	60462503	61.1102	
B	Less: Invalid Postal Ballot Forms (As per Register)	10	44578	0.04505	
C	Net Valid Postal Ballot Forms (as per Register)	329	60417925	61.0652	

D	Postal Ballot Forms with Assent for the Resolution	180	80418392	\$1.0836	99.8974
E	Postal Ballot Forms with Dissent for the Resolution	149	1533	0.0015	0.0025

SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr. No.	Particulars	No. of Shareholders who voted through electronic means	No. of Shares	% of Total Paid Up equity capital	% of total shares of valid ballots
A	Total Votes cast by electronic mode	38	5120607	5.1753	
B	Less: Invalidated Votes (As per Register)	0	0	-	
C	Less Voted	0	498	0.0005	
D	Net Valid Votes (as per Register)	38	5120008	5.1748	
E	Votes with Assent for the Resolution	35	5080008	5.1344	99.2187
F	Votes with Dissent for the Resolution	4	40000	0.0404	0.7812

3.2 SPECIAL RESOLUTION NO.2

THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms (in case of Postal Ballot) and No. of shareholders who voted through electronic means	No. of Votes	% of Total Paid Up equity capital	% of net valid votes
A	Total Votes Received	378	65583410	66.2856	

Sr. No.	Particulars	No. of Shareholders	No. of Shares	% of Total Paid Up equity capital	% of total shares of valid ballots
A	Total Votes cast by electronic mode	39	5120507	5.175000	
B	Less: Invalidated Votes (As per Register)	0	0		

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of Total Paid Up equity capital	% of valid ballots
A	Total Postal Ballot Forms Received	339	60462503	61.110000	
B	Less: Invalid Postal Ballot Forms (As per Register)	10	44668	0.045000	
C	Net Valid Postal Ballot Forms (as per Register)	329	60417835	61.065000	
D	Postal Ballot Forms with Assent for the Resolution	180	60416302	61.064000	99.9974
E	Postal Ballot Forms with Dissent for the Resolution	149	1533	0.002000	0.0025

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of Total Paid Up equity capital	% of valid ballots
B	Less: Invalid Votes (As per Register)	10	44668	0.45000	
C	Less Voted		499	0.0005	
D	Net Valid Votes (as per Register)	368	65537843	66.239500	
E	Votes with Assent for the Resolution	215	65496310	66.198000	99.9366
F	Votes with Dissent for the Resolution	153	41533	0.042000	0.0633

C	Less Voted	0	499	0.0005	
D	Net Valid Votes (as per Register)	39	5120008	5.174500	
E	Votes with Assent for the Resolution	35	5080008	5.134000	99.2187
F	Votes with Dissent for the Resolution	4	40000	0.040000	0.7812

3.3 SPECIAL RESOLUTION NO.3

THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms (in case of Postal Ballot) and No. of shareholders voted through electronic means	No. of Votes	% of Total Paid Up equity capital	% of net valid votes
A	Total Votes Received	378	65583010	66.2856	
B	Less: Invalid Votes (As per Register)	14	60825182	61.4768	
C	Less Voted	0	499	0.0005	
D	Net Valid Votes (as per Register)	364	4757329	4.807500	
E	Votes with Assent for the Resolution	212	4647758	4.697000	97.6979
F	Votes with Dissent for the Resolution	152	109571	0.111000	2.3032

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of Total Paid Up equity capital	% of shares of valid ballots

Sr. No.	Particulars	No. of Forms (in case of Postal	No. of Votes	% of Total	Paid Up net equity	% of valid
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3.4 SPECIAL RESOLUTION NO. 4
THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Shareholders	Shares	% of Total Paid Up shares	of valid ballots
A	Total Votes cast by electronic mode	39	5120507	5.175000	
B	Less: Invalidated Votes (As per Register)	3	4898414	4.951000	
C	Less Voted	0	499	0.0005	
D	Net Valid Votes (as per Register)	36	221594	0.223500	
E	Votes with Assent for the Resolution	31	113056	0.114000	51.0194
F	Votes with Dissent for the Resolution	5	108538	0.110000	48.9805

(ii) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr. No.	Particulars	No. of Shareholders	Shares	% of Total Paid Up shares	of valid ballots
A	Total Postal Ballot Forms Received	339	60462503	61.110000	
B	Less: Invalid Postal Ballot Forms (As per Register)	11	55926768	56.526000	
C	Net Valid Postal Ballot Forms (as per Register)	328	4535735	4.584000	
D	Postal Ballot Forms with Assent for the Resolution	181	4534702	4.583000	99.9772
E	Postal Ballot Forms with Dissent for the Resolution	147	1033	0.001000	0.0227

	Ballot and No. of shareholders voted through electronic means	capital	votes
A	Total Votes Received	378	65503010 66.2856
B	Less: Invalid Votes (As per Registrar)	9	44588 0.045000
C	Less Voted	0	499 0.0005
D	Net Valid Votes (as per Registrar)	369	65537943 66.2366
E	Votes with Assent for the Resolution	216	65508904 66.211000 99.9557
F	Votes with Dissent for the Resolution	153	29039 0.029000 0.0443

SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of Total Paid Up equity capital	% of shares of valid ballots
A	Total Postal Ballot Forms Received	339	60462503	61.1100	
B	Less: Invalid Postal Ballot Forms (As per Registrar)	9	44588	0.045000	
C	Net Valid Postal Ballot Forms (as per Registrar)	330	60417935	61.065000	
D	Postal Ballot Forms with Assent for the Resolution	180	60416996	61.064000	99.9983
E	Postal Ballot Forms with Dissent for the Resolution	150	1039	0.001000	0.0017

SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr. No.	Particulars	No. of Shareholders	No. of Shares	% of Total	% of total

		voted through electronic means		Paid Up equity capital	shares of valid ballots
A	Total Votes cast by electronic mode	39	5120507	5.175000	
B	Less: Invalidated Votes (As pr Register)	0	0		
C	Less Voted	0	499	0.0005	
D	Net Valid Votes (as per Register)	39	5120008	5.174500	
E	Votes with Assent for the Resolution	36	5092008	5.147000	99.4531
F	Votes with Dissent for the Resolution	3	28000	0.028000	0.5469

4. You may accordingly declare the result of the voting by postal ballot.

Thanking you.

Amit Agrawal
Name of Signaturer of the Scrutinizer
(MEMBERSHIP NO. 401456)
Place: New Delhi
Date: 18.07.2014