

Action Construction Equipment Ltd.

Corporate & Regd. Office

Dudhola Link Road, Dudhola, Distt. Palwal - 121102, Haryana, India



Date: June 25, 2018

To,

The Manager Listing
BSE Limited
5th Floor, P.J. Towers,
Dalal Street,
Mumbai-400001
Scrip Code: 532762

To,

The Manager Listing
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
Mumbai-400051
CM Quote: ACE

Subject: Submission of details regarding the voting results of the meeting of Equity Shareholders of the Company held on June 23, 2018 pursuant to order passed by National Company Law Tribunal, Bench at Chandigarh dated May 04, 2018.

Dear Sir/Madam,

In Compliance with Regulation 44 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, please find enclosed herewith the details voting results of the business transacted in the prescribed format in the meeting of equity shareholders of the Company convened by Hon'ble NCLT (Chandigarh Bench) on 23rd June, 2018 at 10:00 a.m. at Aravali Golf Club, New Industrial Town (NIT) Faridabad, Haryana-121001, to approve the Scheme of Amalgamation between Frested Limited ('Frested Ltd') and Action Construction Equipment Limited ('ACE') and their respective Shareholders and Creditors.

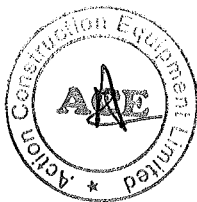
The said Scheme of Amalgamation was approved by the requisite majority of equity shareholders of the Company.

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

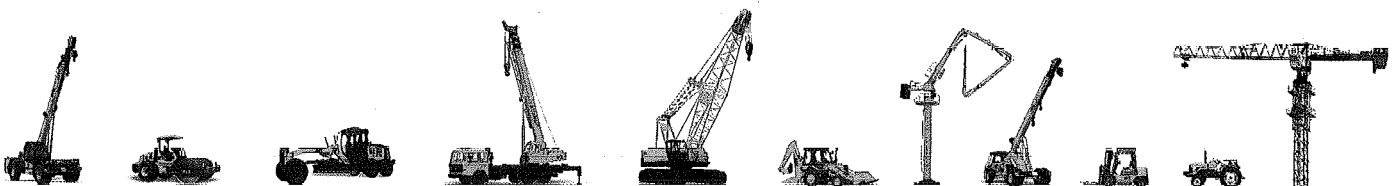
Yours Sincerely

For Action Construction Equipment Limited

Anil Kumar
Company Secretary



Encl: As above



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**VOTING RESULTS OF NCLT CONVENED MEETING OF EQUITY SHAREHOLDERS OF
ACTION CONSTRUCTION EQUIPMENT LIMITED**

Date of NCLT Convened Meeting of Equity Shareholders	23rd June, 2018
Book Closure Date	16th June, 2018 to 23rd June, 2018 (Both days inclusive)
Total Number of shareholders as on record date	34556
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	7
Public:	228
No. of Shareholders attended the meeting through Video Conferencing	Not arranged

DETAILS OF THE AGENDA:

1. To approve the Scheme of Amalgamation between Frested Limited ('Frested Ltd') and Action Construction Equipment Limited ('ACE') and their respective Shareholders and Creditors.

Resolution Required: (Ordinary/Special)						
Whether promoter/promoter group are interested in the agenda/resolution?						
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares(3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)
Promoter and Promoter group	E-voting	80896944	-	-	-	-
	Poll		80845120	99.94	80845120	100
	Total	80896944	80845120	99.94	80845120	100
Public Institutions.	E-voting	5067171	3404914	67.20	3404914	100
	Poll		-	-	-	-
	Total	5067171	3404914	67.20	3404914	100
Public Non Institutions.	E-voting	31358885	5413	0.02	2913	53.81
	Poll		31759	0.10	31744	99.95
	Total	31358885	37172	0.12	34657	93.23
TOTAL		117323000	84287206	71.84	84284691	100.00
						0.00

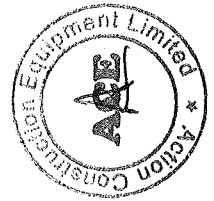
Based on the above, the special resolution has been passed with requisite majority.

Note: Under category of Public Non Institutions (poll) no. of votes polled excluded 490 votes which were invalid.

For Action Construction Equipment Limited

Anil Kumar

Anil Kumar
Company Secretary



Date: 25.06.2018
Place: Palwal

Add.: #5756, Duplex House, Modern Housing
Complex, Manimajra
Chandigarh – 160 101
E-mail: vpachd@gmail.com

**Scrutinizers Report
(Equity Shareholders)**

ACTION CONSTRUCTION EQUIPMENT LIMITED

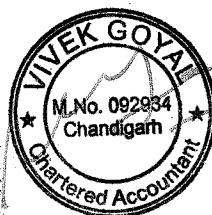
To,
Mr. Justice Ashutosh Mohunta (Retd.),
Chairman appointed by National Company Law Tribunal, Chandigarh Bench ("Tribunal")
For the Meeting of the Equity Shareholders of Action Construction Equipment Limited
Registered Office: Dudhola Link Road, Dudhola, District – Palwal, Haryana – 121102

Dear Sir,

I, Vivek Goyal, Practicing Chartered Accountant (ICAI Membership. No. 092934), was appointed by the Tribunal vide order dated May 04, 2018 as Scrutinizer to scrutinize the voting process (i.e. remote e-Voting and voting through ballot paper (Poll) at Meeting) at the meeting of Equity Shareholders of Action Construction Equipment Limited ("Company") held on June 23, 2018 at 10:00 A.M. at Aravali Golf Club, New Industrial Township (NIT), Faridabad, Haryana – 121001.

I submit a report as under

1. The Company had provided equity shareholders with the facility for casting their vote by way of remote e-voting using e-voting platform of Karvy Computershare Private Limited (Karvy). Further the equity shareholders who have not cast their vote by remote e-voting, were provided the facility of attending the Tribunal convened meeting for Equity Shareholders and voting by way of polling papers at the Tribunal convened meeting for Equity Shareholders.
2. The Equity Shareholders of the Company holding shares as on June 16, 2018 ("Cut-off date") were entitled to vote on the resolution as contained in the notice of the Tribunal Convened Meeting of the Equity Shareholders. The total paid up equity capital of the Company as on the Cut-off date was Rs. 234,646,000/- (Rupees Twenty Three Crores Forty Six Lakhs and Forty Six Thousand Only) divided into 117,323,000 (Eleven Crores Seventy Three Lakhs Twenty Three Thousand Only) Equity Shares of Rs. 2/- each fully paid up.
3. The remote e-voting period commenced on Tuesday, June 19, 2018 at 08:30 A.M. and ended on Friday, June 22, 2018 at 05:00 P.M. on the designated website of Karvy i.e. <https://evoting.karvy.com>. The remote e-voting module was disabled for voting by Karvy thereafter.
4. At the Tribunal convened meeting, as per directions of the Chairperson appointed by the Tribunal, voting through ballot papers was conducted.

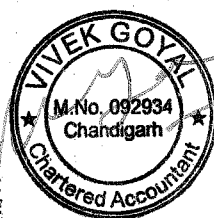


5. One empty ballot box was kept for polling was locked in my presence with due identification marks placed by me.
6. After completion of voting through ballot paper at the Tribunal convened meeting the Ballot box was opened in my presence and ballots were diligently scrutinized. Thereafter, ballot papers were reconciled with the attendance records of the meeting and the Authorizations/Proxies lodged with the Company.
7. The votes cast through remote e-voting were also unblocked after completion of voting through ballot paper at the Tribunal convened meeting in the presence of two witnesses, Mr. Rakesh Kumar R/o Village Bhanakpur Teh., Ballabgargh, District – Faridabad and Mr. Pratap Kaushik R/o A-71, Saurabh Vihar, Badarpur, Jaitpur, Delhi who were not in the employment of the Company.
8. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and were kept separately. Further, e-votes cast by members were also considered with their shareholding as on cut-off date as per the RTA records.
9. The Consolidated Summary of votes in favor or against on the following resolution) is as below:

Resolution:-

Approval of Scheme of Amalgamation between Frested Limited ('Frested Ltd' or 'Amalgamating Company') and Action Construction Equipment Limited ('ACE' or 'Amalgamated Company') and their respective shareholders and creditors ('the Scheme')

Particulars	Remote E-Voting		Voting at the Tribunal convened meeting		Total		(%)
	Number	Votes	Number	Votes	Number	Votes	
Total equity shareholders whose attendance was recorded in person or through proxy/ authorization representative	NA	NA	235	80,888,552	235	80,888,552	
Total equity shareholders who abstained from voting	NA	NA	81	11,183	81	11,183	
Total equity shareholders who voted through in person/proxy	45	3,410,327	154	80,877,369	199	84,287,696	
Invalid votes	NA	NA	66	490	66	490	
Valid votes	45	3,410,327	88	80,876,879	133	84,287,206	
Voting in favour	44	3,407,827	87	80,876,864	131	84,284,691	99.997
Voting against	1	2500	1	15	2	2,515	0.003



Conclusion:

Basis the above table, it can be concluded that the said Scheme of Amalgamation has been approved by 98.5% in number and 99.997% in value of the Equity Shareholders of Amalgamated Company present and voting either in person or by proxy or through remote e-Voting which were valid votes in accordance with provisions of the Companies Act, 2013.

Signature of the Scrutinizer:



(CA. Vivek Goyal)

ICAI Membership No.- 092934

Date: June 23, 2018

Place: Faridabad

