



FOCE INDIA LIMITED

(Authorized Distributors for India of FOCE Watches)
(Formerly known as Heighten Trading Company Private Limited)
CIN : U33100MH2001PLC130385

Date:01/10/2022

To
National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G Block, Bandra Kurla Complex
Bandra (E)
Mumbai - 400 051

NSE Symbol: FOCE

Respected Sir/Madam,

Dear Sir,

Sub: Voting Results of the 21st Annual General Meeting (AGM) of the Company held on 30th September, 2022.

In compliance with the provisions of the SEBI (LODR) Regulations, 2015 we wish to state that the Annual General Meeting (AGM) of the Members of the Company was held on Friday, 30th September, 2022 at 12.30 P.M. concluding at 1:00 P.M. at the Registered Office of the Company.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed herewith is the voting results along with Scrutinizer's Report for the resolutions set out under Notice of Annual General Meeting.

Kindly take the same on your records and oblige.

Thanking you,

Yours faithfully,

**Yours faithfully,
For Foce India Limited**



Kuntal Sharma
Company Secretary and Compliance Officer
Mem No.: ACS66330

Kind

Than

Registered Office: 4, Kingston, Shastri Nagar, Lokhandwala Complex, Andheri (W), Mumbai - 400 053

Email Id: office@foceindia.com; Phone No: 02226349544

Website: www.foceindia.com

Your
For



BRAJESH GUPTA & Co.

COMPANY SECRETARY IN PRACTICE

ICSI UCN- SS2020752900, PRN-2012/2022

Add: I-74, LIG COLONY, INDORE (M.P.)-452007

Ph. No. +917566666512, email-id: brajesh.cs19@gmail.com

REPORT OF SCRUTINIZER

To,
The Chairperson,
M/s. Foce India Limited,
4 Kingston, Shastri Nagar,
Lokhandwala Complex,
Andheri W, Mumbai -400053

Dear Sir,

Scrutinizer's Report on poll voting conducted pursuant to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through poll voting system at the 21st Annual General Meeting of the Members of M/s. Foce India Limited held on Friday, 30th September, 2022 At 12:30 A.M at 4 Kingston, Shastri Nagar, Lokhandwala Complex, Andheri W, Mumbai -400053.

We, **Brajesh Gupta & Co., Practicing Company Secretaries, Indore**, have been appointed by the Board of Directors of **M/s. Foce India Limited** ("the Company") as Scrutinizer for the purpose of scrutinizing the poll and ascertaining the requisite majority on the voting carried out on the resolutions contained in the Notice of 21st AGM (hereinafter referred to as "the resolutions") of the Company, as per the provisions of 109 of the Companies Act, 2013, read with Rules 21 of the Companies (Management and Administration) Rules, 2014.

The management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules relating to voting through physical ballot process on the resolution contained in the notice of 21st Annual General meeting of the Company. My responsibility as Scrutinizer is restricted to make a Scrutinizer's Report of votes cast by the members for the resolutions contained in the notice based on ballot paper of the 21st Annual General Meeting.

We submit our report as under:


1. The notice has been mailed through electronically to those members who have registered their email addresses with the Company or their Depository Participant and in other cases the Company has dispatched the Notice of the 21st AGM.
2. The Chairman informed to the members present in the 21st AGM that the Company has given facility of Voting through Ballot Paper and company has not provided voting facility through electronic means (E-Voting) due to applicable provision of Companies, Act, 2013 and the SEBI(Listing Obligation and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as per Chapter XB or Chapter XC of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.
3. After the time fixed for closing of the poll by the Chairman, the ballot box kept for polling

4. The locked ballot box was subsequently opened in our presence upon conclusion of meeting and poll paper/ authorization/proxies were diligently scrutinized. The poll papers were reconciled the records maintained by the Company/ Registrar and Transfer Agents of the Company and the poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

5. The votes were unblocked in presence of the two witnesses, who are not in the employment of the Company. They have signed below in conformation of the votes being unblocked in their presence.

A. Trivedi

Witness 1



Witness 2

6. Total 9 members were physically present in the Annual General Meeting of the Company; all the members were physically present who voted in AGM by Poll.

7. I did not found any invalid polling paper.

8. The Company has distributed the physical ballot forms at the venue of the Annual General Meeting of the Company to enable the Shareholders to cast their votes physically.

9. The combined result of the Poll is as under:

Resolution No. : 1
Nature of Resolution : Ordinary Resolution
Subject Matter : Adoption of Standalone & Consolidated Financial Statements
(xxviii) Voted in favour of the resolution:

Mode	Number of members who voted	Number of votes cast by them	of total number valid votes cast
Physical Poll	9	2868272	100
Total	9	2868272	100

(xxix) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	of total number valid votes cast
Physical Poll	0	0	0
Total	0	0	0

(xxx) Invalid votes:

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical Poll	0	0
Total	0	0

Resolution No. : 2
Nature of Resolution : Ordinary Resolution
Subject Matter : To appoint a director in place of Mr. Utkarsh Agarwal (DIN: 08021945), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

(i) Voted in favour of the resolution:

Mode	Number of members who	Number of votes cast by them	of total number valid votes cast
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	voted		
Physical Poll	9	2868272	100
Total	9	2868272	100

(ii) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	of total number valid votes cast
Physical Poll	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical Poll	0	0
Total	0	0

Based on the above results I report that both the above resolutions have been passed unanimously. The data and all other relevant records relating to the poll are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairperson signs the Minutes.

Note: The Company has not provided E-voting facility to the members of the Company as required Companies, Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as per Chapter XB Chapter XC of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009) not required to provide the facility to vote by electronic means.

For Brajesh Gupta and Co.,



Brajesh Gupta
Practicing Company Secretaries
C. P. No:21306
Membership No.: 33070
UDIN: A033070D001110025

Date: 01/10/2022
Place: Indore

FOCE INDIA LIMITED

(CIN: U33100MH2001PLC130385)

Registered Office: Registered Address: 4 Kingston, Shastrri Nagar, Lokhandwala Complex, Andheri West, MUMBAI-400053

Email: office@foceindia.com; Website: www.foceindia.com; Tel No. 9820053986

Voting Results

Date of AGM :	September 30, 2022
Total No. of Shareholders on record date:	181
No. of Shareholders present in the meeting either in person or through proxy:	9
Promoters & Promoter Group :	1
Public :	8
No. of Shareholders attending the meeting through Video Conferencing:	NA
Promoters and Promoter Group :	N.A.
Public :	N.A.

Agenda - wise disclosure (to be disclosed separately for each agenda item)

ITEM NO. 1: To receive, consider and adopt the Standalone & Consolidated Audited Financial Statements of the Company for the year ended March 31, 2022 together with the reports of the Board of Directors and Auditors thereon.

Resolution required :	Whether promoter/promoter group are interested in the agenda/resolution? :	Category	Mode of Voting	No. of shares held	(1)	Ordinary					
						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)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		Promoter and Promoter Group	E-Voting Poll	36,02,625	0	2792525	0.00	0	0	0.00	0.00
			Postal Ballot (if applicable)	0	0	0	0.00	0	0	100.00	0.00
		Total		36,02,625	0	2792525	77.51	0	0	0.00	0.00
		Public - Institutions	E-Voting Poll	0	0	2792525	77.51	0	0	100.00	0.00
			Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		Total		0	0	2792525	77.51	0	0	0.00	0.00
		Public - Non Institutions	E-Voting Poll	12,90,300	0	75747	5.87	0	0	0.00	0.00
			Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		Total		12,90,300	0	75747	5.87	0	0	0.00	0.00
				48,92,925	28,68,272	58.62	58.62	0	0	100.00	0.0000

ITEM NO. 2: To appoint a director in place of Mr. Utkarsh Agarwal (DIN: 08021945), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

Resolution required: Whether promoter/promoter group are interested in the agenda/resolution? Category	Ordinary		No		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)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	No	(1)	No	(1)						
Promoter and Promoter Group	E-Voting	36,02,625	0	0	2792525	77.51	2792525	0	100.00	0.00
	Poll	0	0	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0.00	0	0	0.00	0.00
Total		36,02,625			2792525	77.51	2792525	0	100.00	0.00
Public - Institutions	E-Voting	0	0	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0.00	0	0	0.00	0.00
Total		0			0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	12,90,300	0	0	75747	5.87	75747	0	100.00	0.00
	Poll	0	0	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0.00	0	0	0.00	0.00
Total		12,90,300			75747	5.87	75747	0	100.00	0.00
Total		48,92,925			28,68,272	58.62	28,68,272	0	100.00	0.0000

Kuntal

Kuntal Sharma
Company Secretary and Compliance Officer
Mem No.: 66330

