



FOCE INDIA LIMITED

(Authorized Distributors for India of FOCE Watches)
(Formerly known as Heighten Trading Company Private Limited)
CIN: L33100MH2001PLC130385

Date: 01st February, 2025

To,
National Stock Exchange of India Limited
Exchange Plaza Block G, C 1,
Bandra Kurla Complex,
G Block BKC, Bandra East,
Mumbai, Maharashtra 400051

Symbol: FOCE

Dear Sir,

Sub: Declaration of Voting Result under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 of Extra Ordinary General Meeting of the Company held on Thursday, 30th January, 2025 at 12.30 p.m. and concluded at 01.30 p.m. at the Registered Office of the Company.

Dear Sir/Madam,

With reference to above, we would like to state that the Extra Ordinary General Meeting of the Company held on Thursday, 30th January, 2025 at 12.30 p.m. and concluded at 01.30 p.m. at the Registered Office of the Company.

Please find enclosed herewith:

1. Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015;
2. Scrutinizer Report on E-Voting as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014;

Kindly take the same on your records and oblige.

Thanking you,
Yours faithfully,
Foce India Limited

Sd/-
Ankit Pandit
Company Secretary

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

[Home](#)[Validate](#)[Import XML](#)

General information about company

Scrip code	
NSE Symbol	FOCE
MSEI Symbol	
ISIN	INE017D01019
Name of the company	Foce India Limited
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-01-2025
Start time of the meeting	12:30 PM
End time of the meeting	01:30 PM

[Prev](#)[Next](#)

[Home](#)[Validate](#)

Scrutinizer Details

Name of the Scrutinizer	BRAJESH GUPTA
Firms Name	BRAJESH GUPTA & CO
Qualification	CS
Membership Number	33070
Date of Board Meeting in which appointed	26-12-2024
Date of Issuance of Report to the company	31-01-2025

[Prev](#)[Next](#)

[Home](#)[Validate](#)

Voting results	
Record date	23-01-2025
Total number of shareholders on record date	173
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	2
b) Public	9
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	Add Notes

[Prev](#)

Home

Validate

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt increase in Authorised Share Capital of the Company, by passing ratification in the previous resolution passed by shareholders in AGM on 30th September 2024				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3602625	0	0.0000	0	0	0	0
	Poll		3492525	96.9439	3492525	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3602625	3492525	96.9439	3492525	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1290300	0	0.0000	0	0	0	0
	Poll		54900	4.2548	54900	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1290300	54900	4.2548	54900	0	100.0000	0.0000
Total		4892925	3547425	72.5011	3547425	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Home

Validate

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and Amend the Article of Association of the Company for giving power to board for capitalization of Free Reserve securities premium account and a capital redemption reserve account.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3602625	0	0.0000	0	0	0	0
	Poll		3492525	96.9439	3492525	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3602625	3492525	96.9439	3492525	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1290300	0	0.0000	0	0	0	0
	Poll		54900	4.2548	54900	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1290300	54900	4.2548	54900	0	100.0000	0.0000
Total		4892925	3547425	72.5011	3547425	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



REPORT OF SCRUTINIZER

To,
The Chairman,
Foce India Limited
4, Kingston, Shastri Nagar, Lokhandwala Complex,
Andheri (W), Mumbai - 400 053

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 Extra Ordinary General Meeting of the Members of M/s FOCE India Limited held on Thursday, 30th, January 2025 at 12:30 PM at registered office of Company.

Dear Sir,

I, **Brajesh Gupta, Practicing Company Secretary (Membership No.ACS-33070), 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 Extra Ordinary General Meeting (hereinafter referred to as "the resolutions") of the company, as per the provisions of Sections 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 made there under and the Listing Agreements with the Stock Exchanges, relating to voting through physical ballot process on the resolution contained in the notice of Extra Ordinary 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 **Extra Ordinary General Meeting**.

I submit my report as under:

1. As per confirmation given by the Company, the Company has dispatched the **Extra Ordinary General Meeting** to the Shareholders of the Company through Courier as determined by the Cutoff date for dispatch of Notice to the Shareholders of the Company.
2. The Chairman informed to the members present in the **Extra Ordinary General Meeting** 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. 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.
4. After the time fixed for closing of the poll by the Chairman, the ballot box kept for polling were locked in our presence with due identification marks placed by me.
5. 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.

6. Total 11 members were physically present in the **Extra Ordinary General Meeting** of the Company, all members physically present voted in EOGM by Poll.

7. I did not found any invalid polling paper.

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

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

Resolution No. : 1

Nature of Resolution : Ordinary Resolution

Subject Matter : To consider and adopt Increase in Authorised Share Capital of the Company, by passing ratification in the previous resolution passed by shareholders in AGM on 30th September,2024.

(i) **Voted in favour of the resolution:**

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0
Physical Poll	11	3547425	100
Total	11	3547425	100

(ii) **Voted against the resolution:**

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0
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
Remote E-Voting	0	0
Physical Poll	0	0
Total	0	0

Resolution No. : 2

Nature of Resolution : Special Resolution

Subject Matter : To consider and Amend the Article of Association of the Company for giving power to board for capitalization of Free Reserve securities premium account and a capital redemption reserve account.

(i) **Voted in favour of the resolution:**

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
------	-----------------------------	------------------------------	---------------------------------------

Remote E-Voting	0	0	0
Physical Poll	11	3547425	100
Total	11	3547425	100

(i) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0
Physical Poll	0	0	0
Total	0	0	0

(ii) Invalid votes:

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

The polling paper and all other relevant records relating to the voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman signs the Minutes.

Note: The Company is SME Listed company, further the Company has not provided E-Voting facility to the members of the Company as required Companies Act 2013 and SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, as per Chapter XB Chapter XC of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2019

For Brajesh Gupta & Company



Brajesh Gupta
Practicing Company Secretary
Membership No.: 33070
UDIN: A033070F003843681

Place: Indore
Date: 31/01/2025