



FOCE INDIA LIMITED

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

Date: 16.04.2026

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/Madam,

Sub: Outcome of Postal Ballot under Regulation 30 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is in continuance of our letter dated 16th March, 2026 wherein we intimated about the initiation of the Postal Ballot Process by the Company for seeking approval of the Members, for resolutions to be passed through remote e-voting (E-voting') in respect of Items as set out in the Postal Ballot Notice dated 13th March, 2026.

The E-voting period for Postal Ballot commenced on Tuesday, 17th March, 2026 at 09:00 a.m. (IST) and concluded on Wednesday, 15th April, 2026 at 05:00 p.m. (IST).

The Board of Directors of the Company had appointed CS Brajesh Gupta, Practising Company Secretary (CP No. 21306) as the scrutinizer for conducting the Postal Ballot and submit the Report.

Please note that the Resolutions mentioned in the Notice of Postal Ballot dated March 13, 2026, have been passed by the shareholders with requisite majority. The Resolutions are deemed to have been approved on the last date of e-voting i.e., April 15, 2026. In this regard, please find enclosed the following:

- i. Voting results of the Postal Ballot by way of e-voting as required under Regulation 44 of the Listing Regulations; and
- ii. Scrutinisers Report on e-voting dated 16th April, 2026 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.



FOCE INDIA LIMITED

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

The voting results and Scrutinizer's Report are being placed on the Company's website www.foceindia.com and on the website of Purva Sharegistry (India) Pvt. Ltd <https://evoting.purvashare.com>.

This is for your information and records.
Thanking you,

For Foce India Limited

Ankit Pandit
Company Secretary & Compliance Officer
Membership No: 65833



FOCE INDIA LIMITED

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

Details as per the SEBI Circular no. CIR/CFD/CMD/8/2015 dated November 4, 2015 read with SEBI Master Circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026
– Format For Submission of Voting Results:

Date of the AGM/EGM	Not Applicable
Date of Postal Ballot Notice	13.03.2026
Total number of shareholders on record date	479
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable (Resolution passed through Postal Ballot)
Promoters and Promoter Group	-
Public:	-
No. of Shareholders attended the meeting through Video Conferencing:	Not Applicable (Resolution passed through Postal Ballot)
Promoters and Promoter Group	-
Public:	-

General information about company

Scrip code	000000
NSE Symbol	FOCE
MSEI Symbol	NOTLISTED
ISIN	INE0I7D01019
Name of the company	FOCE INDIA LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	15-04-2026
Start time of the meeting	
End time of the meeting	

Scrutinizer Details

Name of the Scrutinizer	Brajesh Gupta
Firms Name	Brajesh Gupta & Co.
Qualification	CS
Membership Number	A33070
Date of Board Meeting in which appointed	13-03-2026
Date of Issuance of Report to the company	16-04-2026

Voting results

Record date	13-03-2026
Total number of shareholders on record date	479
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval/ Ratification for material related party transaction(s) with Mr. Manoj Kumar Agarwal				
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	8646300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8646300	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	3096720	18960	0.6123	18960	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3096720	18960	0.6123	18960	0	100
Total		11743020	18960	0.1615	18960	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

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

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval/ Ratification For Material Related Party Transaction(S) With Tremont Luggage Manufacturing Private Limited				
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	8646300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8646300	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	3096720	18960	0.6123	18960	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3096720	18960	0.6123	18960	0	100
Total		11743020	18960	0.1615	18960	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

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



REPORT OF SCRUTINIZER

**[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies
(Management and Administration) Rules, 2014]**

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

Sub: Scrutinizer's Report on Postal Ballot for remote E- Voting Process conducted pursuant to the provisions of Section 110 of the Companies Act, 2013 ('the Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

Dear Sir,

I, **Brajesh Gupta**, Company Secretary in Practice have **Membership No. ACS 33070, CP 21306**, and proprietor of **M/s. Brajesh Gupta & Co**, Company Secretaries in Indore has been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on **13th March, 2026** as required under Section 110 of the Companies Act, 2013 ('the Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the Postal Ballot process through remote e-voting as contained in the notice dated 13th March, 2026, in a fair and transparent manner

- (i) Remote e-voting process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014; and
- (ii) Section 110 of the Companies Act, 2013 ('the Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the Postal Ballot process through remote e-voting as contained in the notice dated 13th March, 2026, in a fair and transparent manner.

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 Regulations issued, voting by electronic means. Our 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 report generated from the electronic platform provided by Purva Sharegistry (India) Pvt. Ltd, the authorized agency to provide e-voting facilities, engaged by the Company.

I submit my report as under:

1. As per the confirmation given by the Company, the Notice along with the statement setting out material facts under Section 102 of the Companies Act, 2013 has been mailed by the company through electronic mode to those members who have registered their email addresses with the Company or their Depository Participant in compliance with the aforesaid MCA Circulars and SEBI Circular, the company has also informed that the Company has also given the publication in the Daily English and Vernacular language for Notice of Postal Ballot.
2. The E-voting period remained open from **9:00 a.m. (IST) on Tuesday, March 17, 2026** and ends on **5:00 p.m. (IST) on Wednesday, April 15, 2026** and the shareholders holding shares as on the "cut-off" date i.e., **March 13, 2026** were entitled to vote on the proposed resolutions Item no. 1 to 2 as set out in the Notice of the Postal Ballot of the Company.
3. The votes cast through electronic means received up to (05:00 P.M. IST) on Wednesday, April 15, 2026 being the last time and date fixed by the company for receipt of the votes cast through electronic means were considered for my scrutiny.

4. The votes casted through remote E-voting were unblocked by me on Wednesday, April 15, 2026 at 6.05 p.m. and downloaded from the E-voting website of Purva Sharegistry viz. <https://evoting.purvashare.com/> and the Postal Ballot Forms, if any, duly completed and signed were received by me on or before 5.00 p.m. (IST) on Wednesday, April 15, 2026 in the presence of 2 (two) witnesses, Ms. Nisha Gahlod and Ms. Kajal Sharma, neither of whom are in the employment of the Company.
5. A Summary of votes cast through electronic means is placed for consideration by the Members are given below: -

Resolution No. : 1
Nature of Resolution : Special Resolution
Subject Matter : approval/ ratification for material related party transaction(s) with Mr. Manoj Kumar Agarwal;

(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
Physical Poll	-	-	-
E-Voting	6	18960	100
Postal Ballot (if applicable)	-	-	-
Total	6	18960	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
Physical Poll	0.00	0.00	0.00
E-Voting	0.00	0.00	0.00
Postal Ballot (if applicable)	0.00	0.00	0.00
Total	0.00	0.00	0.00

(iii) Invalid votes:

Mode	Number of members who voted	Number of votes cast by them
Physical Poll	0	0
E-Voting	0	0
Postal Ballot (if applicable)	0	0
Total	0	0

Resolution No. : 2
Nature of Resolution : Special Resolution
Subject Matter : Approval/ Ratification For Material Related Party Transaction(S) With Tremont Luggage Manufacturing Private Limited:-,

(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
Physical Poll	-	-	-
E-Voting	6	18960	100
Postal Ballot (if applicable)	-	-	-
Total	6	18960	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
Physical Poll	0.00	0.00	0.00
E-Voting	0.00	0.00	0.00
Postal Ballot (if applicable)	0.00	0.00	0.00
Total	0.00	0.00	0.00

(iii) Invalid votes:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical Poll	0.00	0.00	0.00
E-Voting	0.00	0.00	0.00
Postal Ballot (if applicable)	0.00	0.00	0.00
Total	0.00	0.00	0.00

All relevant records of electronic voting received will remain in our safe custody until the Managing Director considers, approves, and signs the minutes. Then, they will be handed over to the Company Secretary for safe keeping.

Restriction of Use: This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) to be placed at the website of the Company. This report is not to be used for any other purpose or to be distributed to any other person. Accordingly, I do not accept or assume any liability or any duty of care for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Result: The aforesaid Resolution has the requisite majority of votes, the resolution may be considered to have been passed. The Chairperson / Managing Director accordingly declares the result of voting.

For Brajesh Gupta & Co.
Practicing Company Secretaries

Place: Indore
Date: 16.04.2026


Brajesh Gupta, Proprietor
Practicing Company Secretary
Membership No.: 33070 COP-21306
UDIN:- A033070H000120322

Received By