



FML: SEC: F-43A(IX)

3<sup>rd</sup> April, 2019

The Secretary,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai- 400 001.

**Scrip Code: 500033**

**Sub.: Results of the Postal Ballot**

Dear Sir / Madam,

In continuation with our earlier communication dated 29<sup>th</sup> March 2019, on the above subject matter; please find attached herewith the revised reports in this regard.

We request you to take the above information on your record.

Thanking you,

Yours faithfully,

For **Force Motors Limited**

  
**Kishore P. Shah**  
Company Secretary & Compliance Officer

Encl.: A/a.

**FORCE MOTORS LIMITED**

CIN : L34102PN1958PLC011172

Regd. Office : Mumbai-Pune Road, Akurdi, PUNE - 411 035, INDIA. Tel. : (+91) 20 27476381

Visit us at : [www.forcemotors.com](http://www.forcemotors.com)

**Scrutiniser's Report**  
**(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies,**  
**(Management and Administration) Rules, 2014, as amended)**

The Managing Director,  
Force Motors Limited,  
(CIN: L34102PN1958PLC011172)  
Mumbai - Pune Road,  
Akurdi, Pune – 411 035.

Dear Sir,

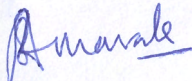
1. I, Sanjay Athavale, a Chartered Accountant in practice, have been appointed by the Board of Directors of Force Motors Limited (the 'Company') as a scrutiniser for the purpose of scrutinising the postal ballot forms and e-voting and ascertaining the requisite majority on voting carried out as per the provisions of Section 110 of the Companies Act, 2013, read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the postal ballot notice dated 13<sup>th</sup> February, 2019 ( the 'Resolutions').
2. The notice dated 13<sup>th</sup> February, 2019 seeking approval of members of the Company along with statement setting out material facts under Section 102(1) of the Companies Act, 2013 and under the Regulation 36(3) of the SEBI (Listing Obligations and Directors Requirements), 2015; was sent to the members in respect of the Resolutions to be passed, through postal ballot. The Company had also provided remote e-voting facility to the members to vote on the resolutions through the electronic voting platform provided by National Securities Depository Limited ('NSDL').
3. My responsibility as a Scrutiniser for the postal ballot forms and remote e-voting is restricted to make a Scrutiniser's report of the votes cast in "favour" or "against" the resolutions and "invalid" and "abstained" votes, based on the postal ballot forms received and the reports generated from the e-voting platform provided by NSDL.
4. Further to the above, I submit my report as under:
  - I. The Company has dispatched postal ballot notice and ballot form along with postage prepaid business reply envelope to its members whose names appeared in the register of members / list of beneficial holders as on Friday, 15<sup>th</sup> February, 2019 (End of Day), through courier or through speed post to the members who have not registered their email IDs.
  - II. The Company has dispatched postal ballot notice and ballot form to its members whose names appeared in the register of members/list of beneficial holders as on Friday, 15<sup>th</sup> February, 2019 (End of Day) through email at their registered email ID.
  - III. The remote e-voting period remained open from Thursday, 28th February, 2019 (9:00 A.M.) to Friday, 29th March, 2019 (5:00 P.M.).
  - IV. The members whose names appeared in the register of members as on the "cut-off" date i.e. Friday, 15th February, 2019, (End of Day) were entitled to vote on the resolutions as set out in the Postal Ballot Notice of the Company.
  - V. The remote e-voting facility was unblocked on Friday, 29<sup>th</sup> March 2019 immediately after the completion of voting hours in the presence of 2 witnesses, Mr. Subhash Jadhav and Mr. Dnyaneshwar Ghadge, who are not in the employment of the Company.



- VI. The postal ballot forms were kept under my safe custody in sealed and tamper proof envelopes before commencing the scrutiny of such postal ballot forms.
- VII. All postal ballot forms received up to 5.00 p.m. on Friday, 29<sup>th</sup> March, 2019, being the last date fixed by the Company for the receipt of the forms, were considered for my scrutiny. Envelopes received after Friday, 29<sup>th</sup> March, 2019 were not considered. All votes cast on NSDL e-voting platform upto 5.00 p.m. on Friday, 29<sup>th</sup> March, 2019 were considered for my scrutiny.
- VIII. The postal ballot forms which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- IX. Particulars of all the postal ballot forms received from the members by Friday, 29<sup>th</sup> March, 2019, are manually entered in the register for the purpose.
- X. A total of 45 envelopes containing postal ballot forms were returned undelivered. These envelopes are not opened and are kept separately.
- XI. The details containing, inter alia, votes cast in "favour "or "against" on the resolutions that were put to vote, and whose votes became invalid and number of votes abstained from voting, for remote e-voting report is generated from the e-voting website of NSDL - i.e. <https://www.evoting.nsdl.com/> and the details of postal ballot forms is manually entered by me, Thereafter considering votes through remote e-voting and votes cast through postal ballot forms, the combined result of the voting is given below.

Thanking You,

Yours faithfully,



Sanjay Athavale  
Chartered Accountant  
Membership No. 83374

Pune, 29<sup>th</sup> March, 2019

UDIN : 19083374AAAAA2765

**Resolution No. 1**

Continuation of Directorship of Mr. Nitin R. Desai (DIN: 00140239) as Non – Executive Independent Director, post attainment of age of 75 years (Special Resolution).

Sr. No.	Particulars of Voting	No. of Shareholders			No. of shares			% of total valid votes
		Voted through postal ballot forms	Voted through E-voting	Total	Voted through postal ballot	Voted through E-voting	Total	
1	Total Ballots received	154	259	413	8138664	903472	9042136	-
2	Less : Invalid votes	7	0	7	179	0	179	28
3	Net : Valid votes	147	259	406	8138485	903472	9041957	100%
4	Votes with Assent	139	195	334	8138207	882890	9021097	99.8
5	Votes with Dissent	8	60	68	278	20582	20860	0.2
6	Abstained Votes	0	4	4	0	186	186	0.9

\* Abstained votes are not included in the total votes.

**Resolution No. 2**

Continuation of Directorship of Dr. Indira J. Parikh (DIN: 00143801) as Non – Executive Independent Director, post attainment of age of 75 years (Special Resolution).

Sr. No.	Particulars of Voting	No. of Shareholders			No. of shares			% of total valid votes
		Voted through postal ballot forms	Voted through E-voting	Total	Voted through postal ballot	Voted through E-voting	Total	
1	Total Ballots received	154	259	413	8138664	903444	9042108	
2	Less : Invalid votes	7	0	7	179	0	179	-
3	Net : Valid votes	147	259	406	8138485	903444	9041929	100%
4	Votes with Assent	139	194	333	8138207	893368	9031575	99.89
5	Votes with Dissent	8	60	68	278	10076	10354	0.11
6	Abstained Votes *	0	5	5	0	214	214	0.00

\* Abstained votes are not included in the total votes.



**Resolution No. 3**

Continuation of Directorship of Mr. S. Padmanabhan (DIN: 00001207) as Non – Executive Independent Director, post attainment of age of 75 years (Special Resolution).

Sr. No.	Particulars of Voting	No. of Shareholders			No. of shares			% of total valid votes
		Voted through postal ballot forms	Voted through E-voting	Total	Voted through postal ballot	Voted through E-voting	Total	
1	Total Ballots received *	154	259	413	8138664	408836	8547500	-
2	Less : Invalid votes	7	0	7	179	0	179	-
3	Net : Valid votes	147	259	406	8138485	408836	8547321	100%
4	Votes with Assent	139	195	334	8138207	402956	8541163	99.93
5	Votes with Dissent	8	55	63	278	5880	6158	0.07
6	Abstained Votes *	0	9	9	0	494822	494822	5.79

\*Abstained votes are not included in the total votes.

**Resolution No. 4**

Continuation of Directorship of Mr. Pratap G. Pawar (DIN: 00018985) as Non – Executive Independent Director, post attainment of age of 75 years (Special Resolution).

Sr. No.	Particulars of Voting	No. of Shareholders			No. of shares			% of total valid votes
		Voted through postal ballot forms	Voted through E-voting	Total	Voted through postal ballot	Voted through E-voting	Total	
1	Total Ballots received	154	259	413	8138664	408863	8547527	-
2	Less : Invalid votes	7	0	7	179	0	179	-
3	Net : Valid votes	147	259	406	8138485	408863	8547348	100%
4	Votes with Assent	138	186	324	8137707	387145	8524852	99.74
5	Votes with Dissent	9	66	75	778	21718	22496	0.00
6	Abstained Votes *	0	7	7	0	494795	494795	0.058

\*Abstained votes are not included in the total votes.

**Resolution No. 5**

Continuation of Directorship of Lt. General (Dr.) D.B. Shekatkar (DIN: 02676828) as Non – Executive Independent Director, post attainment of age of 75 years (Special Resolution).

Sr. No.	Particulars of Voting	No. of Shareholders			No. of shares			% of total valid votes
		Voted through postal ballot forms	Voted through E-voting	Total	Voted through postal ballot	Voted through E-voting	Total	
1	Total Ballots received	154	259	413	8138662	902792	9041454	-
2	Less : Invalid votes	7	0	7	179	0	179	-
3	Net : Valid votes	147	259	406	8138483	902792	9041275	100%
4	Votes with Assent	137	198	335	8138176	897655	9035831	99.94
5	Votes with Dissent	10	54	64	307	5137	5444	0.06
6	Abstained Votes	0	7	7	0	866	866	0.01

\*Abstained votes are not included in the total votes.

**Resolution No. 6**

Appointment of Mr. Anant J. Talaulicar (DIN: 00031051) as Non-Executive Independent Director (Ordinary Resolution).

Sr. No.	Particulars of Voting	No. of Shareholders			No. of shares			% of total valid votes
		Voted through postal ballot forms	Voted through E-voting	Total	Voted through postal ballot	Voted through E-voting	Total	
1	Total Ballots received	154	259	413	8138662	903505	9042167	-
2	Less : Invalid votes	7	0	7	179	0	179	-
3	Net : Valid votes	147	259	406	8138483	903505	9041988	100%
4	Votes with Assent	144	232	376	8138404	901780	9040184	99.98
5	Votes with Dissent	3	23	26	79	1725	1804	0.02
6	Abstained Votes *	0	4	4	0	153	153	0%

\*Abstained votes are not included in the total votes.

Thanking You,  
Yours faithfully,



Sanjay Athavale  
Chartered Accountant  
Membership No. 83374

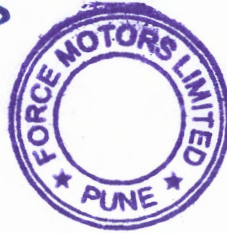
Pune; 29<sup>th</sup> March, 2019

Based on the foregoing, I hereby declare that the Resolutions have been passed with the requisite majority.

*For Force Motors Limited*



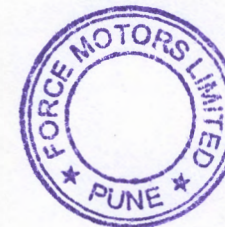
Prasana Firodia  
Managing Director  
DIN: 00029664



Pune; 29<sup>th</sup> March, 2019

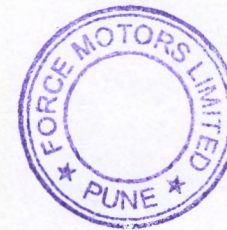


Force Motors Limited									
Resolution Required : (Special)			1 - Continuation of Directorship of Mr. Nitin R. Desai (DIN: 00140239), as Non - Executive Independent Director, post attainment of age of 75 years.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	8150347	0	0.0000	0	0	0.0000	0.0000	0
	Poll			0.0000			0.0000	0.0000	
	Postal Ballot		8109438	99.4981	8109438	0	100.0000	0.0000	0
	<b>Total</b>		<b>8109438</b>	<b>99.4981</b>	<b>8109438</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1015115	891301	87.8030	876655	14646	98.3568	1.6432	0
	Poll			0.0000			0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>891301</b>	<b>87.8030</b>	<b>876655</b>	<b>14646</b>	<b>98.3568</b>	<b>1.6432</b>	<b>0</b>
Public Non Institutions	E-Voting	4010800	12171	0.3035	6235	5936	51.2283	48.7717	0
	Poll			0.0000			0.0000	0.0000	
	Postal Ballot		29047	0.7242	28769	278	99.0429	0.9571	179
	<b>Total</b>		<b>41218</b>	<b>1.0277</b>	<b>35004</b>	<b>6214</b>	<b>84.9241</b>	<b>15.0759</b>	<b>179</b>
<b>Total</b>		<b>13176262</b>	<b>9041957</b>	<b>68.6231</b>	<b>9021097</b>	<b>20860</b>	<b>99.7693</b>	<b>0.2307</b>	<b>179</b>



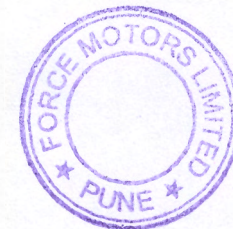


Force Motors Limited									
Resolution Required : (Special)			2 - Continuation of Directorship of Dr. Indira J. Parikh (DIN: 00143801), as Non - Executive Independent Director, post attainment of age of 75 years						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	8150347	0	0.0000	0	0	0.0000	0.0000	0
	Poll			0.0000			0.0000	0.0000	
	Postal Ballot		8109438	99.4981	8109438	0	100.0000	0.0000	0
	<b>Total</b>		<b>8109438</b>	<b>99.4981</b>	<b>8109438</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1015115	891301	87.8030	887268	4033	99.5475	0.4525	0
	Poll			0.0000			0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>891301</b>	<b>87.8030</b>	<b>887268</b>	<b>4033</b>	<b>99.5475</b>	<b>0.4525</b>	<b>0</b>
Public Non Institutions	E-Voting	4010800	12143	0.3028	6100	6043	50.2347	49.7653	0
	Poll			0.0000			0.0000	0.0000	
	Postal Ballot		29047	0.7242	28769	278	99.0429	0.9571	179
	<b>Total</b>		<b>41190</b>	<b>1.0270</b>	<b>34869</b>	<b>6321</b>	<b>84.6540</b>	<b>15.3460</b>	<b>179</b>
<b>Total</b>		<b>13176262</b>	<b>9041929</b>	<b>68.6229</b>	<b>9031575</b>	<b>10354</b>	<b>99.8855</b>	<b>0.1145</b>	<b>179</b>



## Force Motors Limited

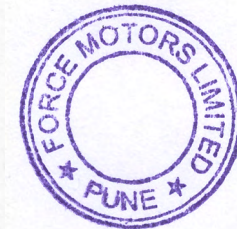
Resolution Required : (Special)		3 - Continuation of Directorship of Mr. S. Padmanabhan (DIN: 00001207), as Non - Executive Independent Director, post attainment of age of 75 years.							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. 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	No. of votes Invalid
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$	[8]
Promoter and Promoter Group	E-Voting	8150347	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0.0000				0.0000	0.0000	0
	Postal Ballot		8109438	99.4981	8109438	0	100.0000	0.0000	0
	<b>Total</b>		<b>8109438</b>	<b>99.4981</b>	<b>8109438</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1015115	396722	39.0815	396722	0	100.0000	0.0000	0
	Poll		0.0000				0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>396722</b>	<b>39.0815</b>	<b>396722</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	4010800	12114	0.3020	6234	5880	51.4611	48.5389	0
	Poll		0.0000				0.0000	0.0000	0
	Postal Ballot		29047	0.7242	28769	278	99.0429	0.9571	179
	<b>Total</b>		<b>41161</b>	<b>1.0262</b>	<b>35003</b>	<b>6158</b>	<b>85.0392</b>	<b>14.9608</b>	<b>179</b>
<b>Total</b>		<b>13176262</b>	<b>8547321</b>	<b>64.8691</b>	<b>8541163</b>	<b>6158</b>	<b>99.9280</b>	<b>0.0720</b>	<b>179</b>





## Force Motors Limited

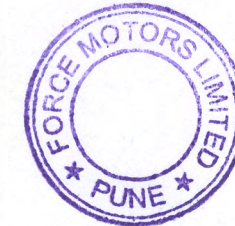
Resolution Required : (Special)			4 - Continuation of Directorship of Mr. Pratap G. Pawar (DIN: 00018985), as Non - Executive Independent Director, post attainment of age of 75 years.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. 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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	8150347	0	0.0000	0	0	0.0000	0.0000	0
	Poll			0.0000			0.0000	0.0000	
	Postal Ballot		8109438	99.4981	8109438	0	100.0000	0.0000	0
	<b>Total</b>		<b>8109438</b>	<b>99.4981</b>	<b>8109438</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1015115	396722	39.0815	382076	14646	96.3082	3.6918	0
	Poll			0.0000			0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>396722</b>	<b>39.0815</b>	<b>382076</b>	<b>14646</b>	<b>96.3082</b>	<b>3.6918</b>	<b>0</b>
Public Non Institutions	E-Voting	4010800	12141	0.3027	5069	7072	41.7511	58.2489	0
	Poll			0.0000			0.0000	0.0000	
	Postal Ballot		29047	0.7242	28269	778	97.3216	2.6784	179
	<b>Total</b>		<b>41188</b>	<b>1.0269</b>	<b>33338</b>	<b>7850</b>	<b>80.9411</b>	<b>19.0589</b>	<b>179</b>
<b>Total</b>		<b>13176262</b>	<b>8547348</b>	<b>64.8693</b>	<b>8524852</b>	<b>22496</b>	<b>99.7368</b>	<b>0.2632</b>	<b>179</b>





## Force Motors Limited

Resolution Required : (Special)			5 - Appointment of Lt. General (Dr.) D. B. Shekatkar (DIN: 02676828) as an Non - Executive Independent Director, post attainment of age of 75 years.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	8150347	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0.0000				0.0000	0.0000	
	Postal Ballot		8109438	99.4981	8109438	0	100.0000	0.0000	0
	<b>Total</b>		<b>8109438</b>	<b>99.4981</b>	<b>8109438</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1015115	891301	87.8030	891301	0	100.0000	0.0000	0
	Poll		0.0000				0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>891301</b>	<b>87.8030</b>	<b>891301</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	4010800	11491	0.2865	6354	5137	55.2954	44.7046	0
	Poll		0.0000				0.0000	0.0000	
	Postal Ballot		29045	0.7242	28738	307	98.9430	1.0570	179
	<b>Total</b>		<b>40536</b>	<b>1.0107</b>	<b>35092</b>	<b>5444</b>	<b>86.5700</b>	<b>13.4300</b>	<b>179</b>
<b>Total</b>		<b>13176262</b>	<b>9041275</b>	<b>68.6179</b>	<b>9035831</b>	<b>5444</b>	<b>99.9398</b>	<b>0.0602</b>	<b>179</b>



## Force Motors Limited

Resolution Required : (Ordinary)			6 - Appointment of Mr. Anant J. Talaulicar (DIN: 00031051) as Non - Executive/Independent Director.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	8150347	0	0.0000	0	0	0.0000	0.0000	0
	Poll			0.0000			0.0000	0.0000	
	Postal Ballot		8109438	99.4981	8109438	0	100.0000	0.0000	0
	<b>Total</b>		<b>8109438</b>	<b>99.4981</b>	<b>8109438</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1015115	891301	87.8030	891301	0	100.0000	0.0000	0
	Poll			0.0000			0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>891301</b>	<b>87.8030</b>	<b>891301</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	4010800	12204	0.3043	10479	1725	85.8653	14.1347	0
	Poll			0.0000			0.0000	0.0000	
	Postal Ballot		29045	0.7242	28966	79	99.7280	0.2720	179
	<b>Total</b>		<b>41249</b>	<b>1.0285</b>	<b>39445</b>	<b>1804</b>	<b>95.6266</b>	<b>4.3734</b>	<b>179</b>
<b>Total</b>		<b>13176262</b>	<b>9041988</b>	<b>68.6233</b>	<b>9040184</b>	<b>1804</b>	<b>99.9800</b>	<b>0.0200</b>	<b>179</b>

