



FML: SEC: F-43A(VI)

29th September 2016

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

Dear Sir,

Sub: Submission of Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 w.r.t. 57th Annual General Meeting (AGM) held on 28th September 2016.

We wish to inform you that 57th AGM of the Company was held on, Wednesday, 28th September 2016 at 11.30 a.m. at the registered office of the Company at Mumbai – Pune Road, Akurdi, Pune – 411035.

Pursuant to Section 108 of the Companies Act, 2013 read with the Rules made thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility for remote e-voting to the shareholders as on 22nd September 2016 (being the cut-off date for the purpose of voting), to cast their votes on the items of business stated in the AGM notice

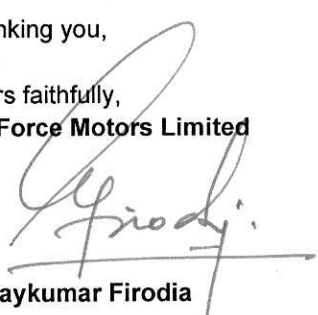
Similarly the Chairman of the said AGM, as per the provisions of Section 109 of the Companies Act, 2013 directed conduct of the Poll. The Chairman of the said meeting held on 28th September 2016 has declared the results of voting. The disclosure of the same is attached as **Annexure 1 as per the prescribed format**. Considering the votes cast in favor of 08 resolutions, all resolutions were carried (passed) with requisite majority.

Report of the Scrutinizer on votes casted by remote e-voting and poll is also attached.

Kindly acknowledge and take the same on record.

Thanking you,

Yours faithfully,
For **Force Motors Limited**


Abhaykumar Firodia
Chairman
DIN: 00025179
Encl:a/a.

FORCE MOTORS LIMITED

CIN : L34102PN1958PLC011172

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

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Format for Voting Results
Annexure I

Date of the AGM/EGM	28th September 2016
Total number of shareholders on record date	45676
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public:	90
No. of Shareholders attended the meeting through Video Conferencing	Nil
Promoters and Promoter Group:	0
Public:	0

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

1) Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March 2016, together with the Board's Report and Auditor's Report thereon

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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)	% 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	7921495	-	-	-	-	-	-
	Poll		7800599	98.47	7800599	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	7921495	7800599	98.47	7800599	-	100.00	-
Public-Institutions	E-Voting	732042	643853	87.95	643853	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	732042	643853	87.95	643853	-	100.00	-
Public Non-Institutions	E-Voting	4522725	1071	0.02	1071	-	13.94	-
	Poll		*6611	0.15	3699	-	48.15	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	4522725	7682	0.17	4770	-	62.09	-
Total		13176262	8452134	64.15	8449222	-	99.97	-

* Includes 2912 shares-voted invalid/abstained

2) Noting the interim dividend as the final dividend for the Financial Year ended on 31st March 2016

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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)	% 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	7921495	-	-	-	-	-	-
	Poll		7800599	98.47	7800599	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	7921495	7800599	98.47	7800599	0	100.00	-
Public-Institutions	E-Voting	732042	643853	87.95	643853	0	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	732042	643853	87.95	643853	0	100.00	-
Public Non-Institutions	E-Voting	4522725	1071	0.02	1025	46	13.34	0.60
	Poll		*6611	0.15	3680	19	47.90	0.25
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	4522725	7682	0.17	4705	65	61.25	0.85
Total		13176262	8452134	64.15	8449157	65	99.96	0.0008

* Includes 2912 shares-voted invalid/abstained

3) Appointment of a director in place of Mr. Sudhir Mehta who retires by rotation and being eligible, offers himself for reappointment

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes, Mr. Abhaykumar Firodia, Chairman and his relatives.						
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)	% 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	7921495	-	-	-	-	0.00	-
	Poll		7800599	98.47	7800599	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	0.00	-
	Total	7921495	7800599	98.47	7800599	80154	87.55	12.45
Public-Institutions	E-Voting	732042	643853	87.95	563699	80154	87.55	12.45
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	732042	643853	87.95	563699	80154	87.55	12.45
Public Non-Institutions	E-Voting	4522725	*1071	0.02	995	46	12.95	0.60
	Poll		*6611	0.15	3699	-	48.15	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	4522725	7682	0.17	4694	46	61.10	0.60
Total		13176262	8452134	64.15	8368992	80200	99.02	0.95

* Includes 2942 shares-voted invalid/abstained



4) Appointment of Auditors and to fix their remuneration									
Resolution required: (Ordinary/ Special)			Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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)	% 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	7921495	-	-	-	-	-	-	
	Poll		7800599	98.47	7800599	-	100.00	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		7921495	7800599	98.47	7800599	-	100.00	-
Public-Institutions	E-Voting	732042	643853	87.95	643853	-	100.00	-	
	Poll		-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		732042	643853	87.95	643853	-	100.00	-
Public Non-Institutions	E-Voting	4522725	*1071	0.02	995	46	12.95	0.60	
	Poll		*6611	0.15	3699	-	48.15	-	
	Postal Ballot (if applicable)		-	-	-	0	-	0.00	-
	Total		4522725	7682	0.17	4694	46	61.10	0.60
Total		13176262	8452134	64.15	8449146	46	99.96	0.0005	

* Includes 2942 shares-voted invalid/abstained

5) Authorising to the Board of Directors for contributing to charitable and other other funds								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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)	% 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	7921495	-	-	-	-	-	-
	Poll		7800599	98.47	7800599	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		7921495	7800599	98.47	7800599	-	100.00
Public-Institutions	E-Voting	732042	643853	87.95	505916	137937	78.58	21.42
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		732042	643853	87.95	505916	137937	78.58
Public Non-Institutions	E-Voting	4522725	1071	0.02	975	96	12.69	1.25
	Poll		*6611	0.15	3699	-	48.15	-
	Postal Ballot (if applicable)		-	-	-	0	-	-
	Total		4522725	7682	0.17	4674	96	60.84
Total		13176262	8452134	64.15	8311189	138033	98.33	1.63

* Includes 2912 shares-voted invalid/abstained

6) Fixing remuneration of M/s. Joshi Apte & Associates, Cost Accountants, Pune								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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)	% 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	7921495	-	-	-	-	-	-
	Poll		7800599	98.47	7800599	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		7921495	7800599	98.47	7800599	-	100.00
Public-Institutions	E-Voting	732042	643853	87.95	643853	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		732042	643853	87.95	643853	-	100.00
Public Non-Institutions	E-Voting	4522725	*1071	0.02	995	46	12.95	0.60
	Poll		*6611	0.15	3699	-	48.15	-
	Postal Ballot (if applicable)		-	-	-	0	-	-
	Total		4522725	7682	0.17	4694	46	61.10
Total		13176262	8452134	64.15	8449146	46	99.96	0.0005

* Includes 2942 shares-voted invalid/abstained

7) To authorise the Board of Directors to invite and accept deposits from members and public								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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)	% 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	7921495	-	-	-	-	-	-
	Poll		7800599	98.47	7800599	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		7921495	7800599	98.47	7800599	-	100.00
Public-Institutions	E-Voting	732042	643853	87.95	571159	72694	88.70953463	11.29046537
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		732042	643853	87.95	571159	72694	88.70953463
Public Non-Institutions	E-Voting	4522725	1071	0.02	975	96	12.69	1.25
	Poll		*6611	0.15	3699	-	48.15	-
	Postal Ballot (if applicable)		-	-	-	0	-	-
	Total		4522725	7682	0.17	4674	96	60.84
Total		13176262	8452134	64.15	8376432	72790	99.10	0.86

* Includes 2912 shares-voted invalid/abstained

(A)

8) Appointment of Mr. Arving Mahajan as Independent Director								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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)	% 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		-	-	0	-	-	-
	Poll	7921495	7800599	98.47	7800599	-	100.00	-
	Postal Ballot (if applicable)		-	-	0	-	-	-
	Total	7921495	7800599	98.47	7800599	-	100.00	-
Public-Institutions	E-Voting		643853	87.95	643853	-	100.00	-
	Poll	732042	-	-	0	-	-	-
	Postal Ballot (if applicable)		-	-	0	-	-	-
	Total	732042	643853	87.95	643853	-	100.00	-
Public Non-Institutions	E-Voting		*1071	0.02	995	46	12.95	4.30
	Poll	4522725	*6611	0.15	3699	-	48.15	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	4522725	7682	0.17	4694	46	61.10	4.30
Total	13176262	8452134	64.15	8449146	46	99.96	0.005	

* Includes 2942 shares-voted invalid/abstained

(M)

by



Result of voting – Annual General Meeting held on 28th September 2016.

Attached is the result of voting, in respect of 08 resolutions, considered by the Members of the Company, as per notice dated 30th July 2016.

The reports of Mr. Sanjay Athavale, Chartered Accountant and the Scrutinizer containing summary of e-votes and votes casted through poll by the members are received on Wednesday, 28th September 2016 and are attached herewith as file nos. 1 and 2 respectively.

On the basis of the above, I declare that all the 08 resolutions were passed with requisite majority.

For **Force Motors Limited**


Abhaykumar Firodia

Chairman

DIN: 00025179

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 | www.forceone.co.in

Report of Scrutinizer- remote e-voting

To
Chairman
Force Motors Limited
Mumbai Pune Road,
Akurdi,
Pune - 411035.

Dear Sir,

I, Sanjay Athavale, Chartered Accountant, (Membership no.83374) was appointed as the Scrutinizer for electronic voting in respect of 08 resolutions, to be considered by the Members of the Force Motors Limited (the Company) in their Annual General Meeting, as per the Notice dated 30th July 2016.

As per the register generated by me on unlocking of electronic votes on 28th September 2016, following is the result of the electronic voting -

(a) Resolution

ITEM NO.1 - Adoption of Financial Statements for the Financial Year ended 31st March 2016 and the Board's and Auditors' Report thereon.

(i) Voted in favour of the resolution:

Category	Number of members present and voting	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	30	643853	99.83%
Public	27	1071	0.17%
Total	57	644924	100.00%

(ii) Voted against the resolution:

Category	Number of members present and voting	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	-	-	-
Public	-	-	-
Total	-	-	-



(iii) Invalid votes: Nil

Category	Total number of members whose votes were declared invalid	Total number of votes cast by them	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	-	-	-
Public	-	-	-
Total	-	-	-

(b) Resolution

ITEM NO.2 - Noting of interim dividend as the final dividend for the Financial Year ended on 31st March 2016.

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

Category	Number of members present and voting	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	30	643853	99.83%
Public	26	1025	0.16%
Total	56	644878	99.99%

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

Category	Number of members present and voting	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	-	-	-
Public	1	46	0.01%
Total	1	46	0.01%

(iii) Invalid votes: Nil

Category	Total number of members whose votes were declared invalid	Total number of votes cast by them	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	-	-	-
Public	-	-	-
Total	-	-	-

(c) **Resolution**

ITEM NO.3 - Appointment of Director in place of Mr. Sudhir Mehta, who retires by rotation and being eligible offers himself for reappointment.

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

Category	Number of members present and voting	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	14	563699	87.41%
Public	25	995	0.15%
Total	39	564694	87.56%

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

Category	Number of members present and voting	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	16	80154	12.43%
Public	1	46	0.01%
Total	17	80200	12.44%

(iii) **Invalid** votes: [Not Voted]

Category	Total number of members whose votes were declared invalid	Total number of votes cast by them	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	-	-	-
Public	1	30	0.00%
Total	1	30	0.00%

(d) **Resolution**

ITEM NO.4 - Appointment of M/s. P. G. Bhagwat, Chartered Accountants, as Auditors and to fix their remuneration.

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

Category	Number of members present and voting	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	30	643853	99.83%
Public	25	995	0.15%
Total	55	644848	99.99%

(ii) Voted against the resolution:

Category	Number of members present and voting	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	-	-	-
Public	1	46	0.01%
Total	1	46	0.01%

(iii) Invalid votes: [Not Voted]

Category	Total number of members whose votes were declared invalid	Total number of votes cast by them	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	-	-	-
Public	1	30	0.00%
Total	1	30	0.00%

(e) Resolution

ITEM NO.5 - Resolution relating to permission to the Board to contribute to charitable and other funds.

(i) Voted in favour of the resolution:

Category	Number of members present and voting	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	7	505916	78.45%
Public	25	975	0.15%
Total	32	506891	78.60%

(ii) Voted against the resolution:

Category	Number of members present and voting	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	23	137937	21.39%
Public	2	96	0.01%
Total	25	138033	21.40%

(iii) Invalid votes: Nil

Category	Total number of members whose votes were declared invalid	Total number of votes cast by them	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	-	-	-
Public	-	-	-
Total	-	-	-

(f) Resolution

ITEM NO.6 - Resolution relating to fix remuneration of M/s. Joshi Apte & Associates, the Cost Accountants, Pune.

(i) Voted in favour of the resolution:

Category	Number of members present and voting	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	30	643853	99.83%
Public	25	995	0.15%
Total	55	644848	99.99%

(ii) Voted against the resolution:

Category	Number of members present and voting	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	-	-	-
Public	1	46	0.01%
Total	1	46	0.01%

(iii) Invalid votes: [Not Voted]

Category	Total number of members whose votes were declared invalid	Total number of votes cast by them	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	-	-	-
Public	1	30	0.00%
Total	1	30	0.00%

(g) **Resolution**

ITEM NO.7 - Resolution relating to permission to the Board to invite and accept deposits.

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

Category	Number of members present and voting	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	16	571159	88.56%
Public	25	975	0.15%
Total	41	572134	88.71%

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

Category	Number of members present and voting	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	14	72694	11.27%
Public	2	96	0.01%
Total	16	72790	11.29%

(iii) **Invalid** votes: Nil

Category	Total number of members whose votes were declared invalid	Total number of votes cast by them	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	-	-	-
Public	-	-	-
Total	-	-	-

(h) **Resolution**

ITEM NO.8 - Appointment of Mr. Arvind Mahajan as an Independent Director.

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

Category	Number of members present and voting	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	30	643853	99.83%
Public	25	995	0.15%
Total	55	644848	99.99%

(ii) Voted against the resolution:

Category	Number of members present and voting	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	-	-	-
Public	1	46	0.01%
Total	1	46	0.01%

(iii) Invalid votes: [Not Voted]

Category	Total number of members whose votes were declared invalid	Total number of votes cast by them	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	-	-	-
Public - Institutional Holders	-	-	-
Public	1	30	0.00%
Total	1	30	0.00%

All electronic data, copied on compact disc in respect of this voting is available and enclosed.

All records would be handed over as directed.

Thanking you,

Yours faithfully,



SANJAY ATHAVALE

Place :Pune

Dated : 28th September 2016

Name/s and Signature/s of the Scrutinizer/s

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

Chairman
Force Motors Limited
Mumbai Pune Road,
Akurdi,
Pune – 411035.

57th Annual General Meeting of the Equity Shareholders of Force Motors Limited, Mumbai Pune Road, Akurdi, Pune - 411035 held on Wednesday, the 28th day of September 2016 11.30 a.m. at the Registered Office of the Company at Mumbai-Pune Road, Akurdi, Pune 411 035.

Dear Sir,

I, Sanjay Athavale, Chartered Accountant, Membership no.83374, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of Force Motors Limited, held on Wednesday, the 28th day of September 2016 11.30 a.m. at the Registered Office of the Company at Mumbai-Pune Road, Akurdi, Pune 411 035, submit my report as under:

- 1 After the time fixed for closing of the poll by the Chairman, **one** ballot box kept for polling was locked in my presence with due identification marks placed by me.
- 2 The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 3 The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

OR

I/We did not find any poll papers invalid. (Whichever is applicable) – N. A.

- 4 The result of the Poll is as under:

(a) **Resolution**

ITEM NO.1 - Adoption of Financial Statements for the Financial Year ended 31st March 2016 and the Board's and Auditors' Report thereon.

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

Category	Number of members present and voting (in person or by proxy)	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	10	7800599	99.95%
Public – Institutional holders	0	0	0.00%
Public	27	3699	0.05%
Total	37	7804298	100.00%

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

Category	Number of members present and voting (in person or by proxy)	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	0	0	0.00%
Public –Institutional holders	0	0	0.00%
Public	0	0	0.00%
Total	0	0	0.00%

(iii) Invalid votes:

Category	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Promoter & Promoter Group (as per list provided by the Company)	0	0
Public –Institutional holders	0	0
Public	5	2912
Total	5	2912

(b) **Resolution**

ITEM NO.2 - Noting of interim dividend as the final dividend for the Financial Year ended on 31st March 2016.

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

Category	Number of members present and voting (in person or by proxy)	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	10	7800599	99.95%
Public –Institutional holders	0	0	0.00%
Public	26	3680	0.05%
Total	36	7804279	100.00%

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

Category	Number of members present and voting (in person or by proxy)	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	0	0	0.00%
Public –Institutional holders	0	0	0.00%
Public	1	19	0.00%
Total	1	19	0.00%

(iii) Invalid votes:

Category	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Promoter & Promoter Group (as per list provided by the Company)	0	0
Public –Institutional holders	0	0
Public	5	2912
Total	5	2912

(b) **Resolution**

ITEM NO.3 - Appointment of Director in place of Mr. Sudhir Mehta, who retires by rotation and being eligible offers himself for reappointment.

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

Category	Number of members present and voting(in person or by proxy)	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	10	7800599	99.95%
Public –Institutional holders	0	0	0.00%
Public	27	3699	0.05%
Total	37	7804298	100.00%

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

Category	Number of members present and voting(in person or by proxy)	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	0	0	0.00%
Public –Institutional holders	0	0	0.00%
Public	0	0	0.00%
Total	0	0	0.00%

(iii) **Invalid** votes:

Category	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Promoter & Promoter Group (as per list provided by the Company)	0	0
Public –Institutional holders	0	0
Public	5	2912
Total	5	2912

(c) **Resolution**

ITEM NO.4 - Appointment of M/s. P. G. Bhagwat, Chartered Accountants, as Auditors and to fix their remuneration.

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

Category	Number of members present and voting(in person or by proxy)	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	10	7800599	99.95%
Public –Institutional holders	0	0	0.00%
Public	27	3699	0.05%
Total	37	7804298	100.00%

(ii) Voted against the resolution:

Category	Number of members present and voting (in person or by proxy)	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	0	0	0.00%
Public –Institutional holders	0	0	0.00%
Public	0	0	0.00%
Total	0	0	0.00%

(iii) Invalid votes:

Category	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Promoter & Promoter Group (as per list provided by the Company)	0	0
Public –Institutional holders	0	0
Public	5	2912
Total	5	2912

(d) Resolution

ITEM NO.5 - Resolution relating to permission to the Board to contribute to charitable and other funds.

(i) Voted in favour of the resolution:

Category	Number of members present and voting (in person or by proxy)	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	10	7800599	99.95%
Public –Institutional holders	0	0	0.00%
Public	27	3699	0.05%
Total	37	7804298	100.00%

(ii) Voted against the resolution:

Category	Number of members present and voting (in person or by proxy)	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	0	0	0.00%
Public –Institutional holders	0	0	0.00%
Public	0	0	0.00%
Total	0	0	0.00%

(iii) Invalid votes:

Category	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Promoter & Promoter Group (as per list provided by the Company)	0	0
Public –Institutional holders	0	0
Public	5	2912
Total	5	2912

(e) **Resolution**

ITEM NO.6 - Resolution relating to fix remuneration of M/s. Joshi Apte & Associates, the Cost Accountants, Pune.

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

Category	Number of members present and voting(in person or by proxy)	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	10	7800599	99.95%
Public –Institutional holders	0	0	0.00%
Public	27	3699	0.05%
Total	37	7804298	100.00%

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

Category	Number of members present and voting(in person or by proxy)	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	0	0	0.00%
Public –Institutional holders	0	0	0.00%
Public	0	0	0.00%
Total	0	0	0.00%

(iii) **Invalid** votes:

Category	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Promoter & Promoter Group (as per list provided by the Company)	0	0
Public –Institutional holders	0	0
Public	5	2912
Total	5	2912

(f) **Resolution**

ITEM NO.7 - Resolution relating to permission to the Board to invite and accept deposits.

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

Category	Number of members present and voting(in person or by proxy)	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	10	7800599	99.95%
Public –Institutional holders	0	0	0.00%
Public	27	3699	0.05%
Total	37	7804298	100.00%

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

Category	Number of members present and voting(in person or by proxy)	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	0	0	0.00%
Public –Institutional holders	0	0	0.00%
Public	0	0	0.00%
Total	0	0	0.00%

(iii) **Invalid votes:**

Category	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Promoter & Promoter Group (as per list provided by the Company)	0	0
Public –Institutional holders	0	0
Public	5	2912
Total	5	2912

(g) **Resolution**

ITEM NO.8 - Appointment of Mr. Arvind Mahajan as an Independent Director.

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

Category	Number of members present and voting (in person or by proxy)	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	10	7800599	99.95%
Public –Institutional holders	0	0	0.00%
Public	27	3699	0.05%
Total	37	7804298	100.00%

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

Category	Number of members present and voting (in person or by proxy)	Number of votes	% to number of valid votes casted
Promoter & Promoter Group (as per list provided by the Company)	0	0	0.00%
Public –Institutional holders	0	0	0.00%
Public	0	0	0.00%
Total	0	0	0.00%

(iii) **Invalid votes:**

Category	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Promoter & Promoter Group (as per list provided by the Company)	0	0
Public –Institutional holders	0	0
Public	5	2912
Total	5	2912

- 5 A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6 The poll papers and all other relevant records were sealed and handed over to Mr. Kishore P. Shah, Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Place : Pune.

Dated : 28th September 2016.



SANJAY ATHAVALE

Name/s and Signature/s of the Scrutinizer/s