



Date: March 23, 2017

To,
Corporate Relationship Department
The BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street,
Fort, Mumbai – 400 001.

Dear Sir,

Sub: Details regarding voting results Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref: Scrip Code- 530079

Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the details of voting results of Extra Ordinary General Meeting of the Company held on 22nd March 2017 in the prescribed format and the Scrutinizers Report for your information and record.

Thanking you.

Yours faithfully,

For FAZE THREE LIMITED


ANKIT PAREKH
Company Secretary



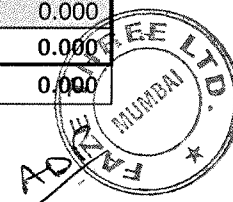
Voting Results
Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of EOGM	March 22, 2017
Total number of shareholders on record date	4336
No. of shareholders present in the meeting either in person or through proxy:	28
Promoters and Promoter Group:	4
Public:	24
No. of Shareholders attended the meeting through Video Conferencing:	0
Promoters and Promoter Group:	

Details of Agenda:

Mode of Voting: Remote Evoting as provided by NSDL and the polling process at the EOGM
RESOLUTION - 1 - To issue Equity Shares on Preferential basis to Non-Promoter Individuals (Investors)

Resolution required: (Ordinary/ Special)			Special Resolution					
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
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	6619494	6619244	100.00	6619244	0	100.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	6619494	6619244	100.00	6619244	0	100.000	0.000
Public Institutions	E-voting	0.00	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	0	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	13669303	8724836	63.83	8724836	0	100.000	0.000
	Poll		120	0.00	119	1	99.167	0.833
	Postal Ballot			0.00			0.000	0.000
	Total	13669303	8724956	63.83	8724955	1	100.000	0.000
Total		20288797	15344200	75.63	15344199	1	100.000	0.000



RESOLUTION - 2 - To issue Convertible Equity Warrants on Preferential basis to Non-Promoter Individuals (Investors)

Resolution required: (Ordinary/ Special)			Special Resolution					
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
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	6619494	6619244	100.00	6619244	0	100.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	6619494	6619244	100.00	6619244	0	100.000	0.000
Public Institutions	E-voting	0.00	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	0	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	13669303	8724836	63.83	8724836	0	100.000	0.000
	Poll		120	0.00	118	2	98.333	1.667
	Postal Ballot			0.00			0.000	0.000
	Total	13669303	8724956	63.83	8724954	2	100.000	0.000
Total		20288797	15344200	75.63	15344198	2	100.000	0.000



RESOLUTION - 3 - To issue Convertible Equity Warrants on Preferential basis to Promoter of the Company

Resolution required: (Ordinary/ Special)			Special Resolution					
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
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	6619494	6619244	100.00	6619244	0	100.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	6619494	6619244	100.00	6619244	0	100.000	0.000
Public Institutions	E-voting	0.00	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	0	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	13669303	8724836	63.83	8724836	0	100.000	0.000
	Poll		120	0.00	118	2	98.333	1.667
	Postal Ballot			0.00			0.000	0.000
	Total	13669303	8724956	63.83	8724954	2	100.000	0.000
Total		20288797	15344200	75.63	15344198	2	100.000	0.000

Accordingly the above mentioned resolutions have been passed with requisite majority.
Kindly take the above on record.

Thanking you,

Yours faithfully,
For FAZE THREE LIMITED

A. D. Parekh
ANKIT PAREKH
Company Secretary





213, Gr. Floor, Raghuleela Mall,
Behind Painsur Bus Depot,
Kandivali (West), Mumbai - 400 067.

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SCRUTINIZER'S REPORT

To,

The Chairperson of

Extra Ordinary General Meeting (EOGM) of the Members of

Faze Three Limited held on Wednesday, 22nd March, 2017 at 10.00 a.m. at

Plot No 146, Waghdhara Village Road, Dadra - 396 193,

Union Territory of Dadra & Nagar Haveli

Dear Sir,

1. The Board of Directors of the Company at its meeting held on 24th February 2017, has appointed me as the Scrutinizer for the purpose of scrutinizing the Remote e-Voting process and polling process conducted at the EOGM, for all the Resolutions as set out in the Notice of the EOGM.
2. In compliance with the provisions of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company had provided its Members the Remote e-voting facility as provided by National Securities Depository Limited (NSDL) for all the Resolutions as set out in the Notice of the said EOGM.
3. Further, the facility for voting through Ballot Paper was also made available at the EOGM for those Members / proxy holders who attended the EOGM and have not cast their vote by Remote e-voting.
4. I submit my report as under:
 - 4.1 The Company has given the Ballot Paper to the Members who were present at the EOGM held on Wednesday, 22nd March, 2017 at 10.00 a.m. at Plot No 146, Waghdhara Village Road, Dadra - 396 193, Union Territory of Dadra & Nagar Haveli
 - 4.2 Particulars of all the Ballot Papers received from the Members and the votes cast by electronic mode have been entered in register maintained for the purpose.
 - 4.3 The Ballot Papers were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such Ballot Papers.





SANJAY DHOLAKIA & ASSOCIATES

COMPANY SECRETARIES

B.COM. LL.B. F.C.S.

213, Gr. Floor, Raghuleela Mall,
Behind Painsur Bus Depot,
Kandivali (West), Mumbai - 400 067.

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E-mail : sanjayrd65@yahoo.com

- 4.4 The ballot box was opened in my presence.
- 4.5 The ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company as on 15th March, 2017.
- 4.6 I did not find any defaced or mutilated Ballot Papers.
- 4.7 The Remote e-Voting period had commenced on Sunday, 19th March, 2017 (9:00 am) and ended on Tuesday, 21st March, 2017 (5:00 pm).
- 4.8 I have also received a complete record of votes cast through electronic mode, upto 5:00 p.m. on 21st March, 2017, from NSDL, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 22nd March, 2017 11.34 a.m. (IST) in the presence of two witnesses, Mr. Chandan Jha and Mr. Akshay Shah who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Chandan Jha

Name: Akshay Shah

- 4.9 The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolutions, as set in the Notice of the EOGM.
5. A summary of the combined voting results of the votes cast through Ballot Papers received and Remote e-voting is given as Annexure 1.
6. I have handed over the Ballot Papers and other related papers/ registers and records for the safe custody to the Chairperson who has been authorized by the Board to supervise the Ballot process.
7. On the basis of the scrutiny of the votes cast by Ballot Papers and through Remote e-voting, the Resolution no. 1 to Resolution no. 3 as set out in the Notice of the EOGM have been passed by the Shareholders of the Company with the requisite majority.





SANJAY DHOLAKIA & ASSOCIATES

COMPANY SECRETARIES

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8. You may accordingly declare the aforesaid voting result of votes cast through Ballot Papers and Remote e-voting.

Thanking you,

For Sanjay Dholakia & Associates
Practising Company Secretary

Dholakia Sanjay

Sanjay Dholakia

Proprietor

Membership No. 2655 /CP No. 1798

Date: 23rd March, 2017

Place: Mumbai



Annexure 1

RESOLUTION 1- TO ISSUE EQUITY SHARES ON PREFERENTIAL BASIS TO NON-PROMOTER INDIVIDUALS (INVESTORS)

Particulars	Remote E-voting		Polling at the EOGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	25	15344080	15	119	40	15344199	100.00
Against the Resolution	-	-	1	1	1	1	0.00

Invalid votes	-	-	-	-
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RESOLUTION 2 - TO ISSUE CONVERTIBLE EQUITY WARRANTS ON PREFERENTIAL BASIS TO NON PROMOTER INDIVIDUALS (INVESTORS).

Particulars	Remote E-voting		Polling at the EOGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	25	15344080	14	118	39	15344198	100.00
Against the Resolution	-	-	2	2	2	2	0.00

Invalid votes	-	-		
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RESOLUTION 3 – TO ISSUE CONVERTIBLE EQUITY WARRANTS ON PREFERENTIAL BASIS TO PROMOTER OF THE COMPANY

Particulars	Remote E-voting		Polling at the EOGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	25	15344080	14	118	39	15344198	100.00
Against the Resolution	-	-	2	2	2	2	0.00
Invalid votes	-	-	-	-			

