



September 30, 2022

To,
Department of Corporate Services,
BSE Limited,
P. J. Towers, Dalal Street,
Mumbai – 400 001.

Dear Sir/Ma'am,

Sub: Proceedings of the 37th Annual General Meeting (AGM) of the Company

Ref: Faze Three Limited (STOCK CODE: 530079)

Pursuant to Regulation 30 of the Securities and Exchange Board of India ('SEBI') (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the summary of the proceedings of the 37th Annual General Meeting of the Company held on Friday, September 30, 2022 at 10:30 a.m. through Video Conferencing facility.

You are requested to kindly take the same on record.

Thanking You,

Yours faithfully,

For Faze Three Limited

NIKHIL

DAGA

Digitally signed by
NIKHIL DAGA
Date: 2022.09.30
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Nikhil Daga

Company Secretary & Compliance officer

FAZE THREE LIMITED

(CIN: L99999DN1985PLC000197)

Regd. Office: Survey 380/1, Khanvel Silvassa Road, Dapada, Silvassa – 396 230, UT of D&NH

Corporate Office: 63/64, 6th Floor, Wing C, Mittal Court, Nariman Point, Mumbai - 400021.

Tel. : 91 (22) 43514444, 66604600 * Fax : 91 (22) 24936811 * E-mail : cs@fazethree.com * Website : www.fazethree.com



PROCEEDINGS / OUTCOME OF THE 37th ANNUAL GENERAL MEETING (AGM) OF FAZE THREE LIMITED

The 37th AGM of the Members of Faze Three Limited ('the Company') was held on Friday, September 30, 2022 at 10.30 a.m. (IST) through Video Conferencing ('VC') facility. The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA'), applicable provisions of Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

53 (Fifty Three) shareholders attended the Meeting through Video Conferencing Mode to form the quorum.

Mr. Nikhil Daga, Company Secretary of the Company, welcomed the Members to the Meeting and briefed them on the details relating to their participation at the Meeting through VC.

He informed the members that, since the physical attendance of members is not required at the meeting, the facility for appointment of proxies by shareholders has not been made available. He also informed that, the registers required to be maintained under the Companies Act, 2013 had been made available for inspection of the Members and the members who wish to inspect the same may write to cs@fazethree.com.

Mr. Nikhil Daga, then introduced the Board of Directors, Senior Management Team and Auditors of the Company who were attending the meeting through VC to the members. The following Directors/officers/Auditors were attending the meeting:

Mr. Ajay Anand	Chairman and Managing Director
Mr. Sanjay Anand	Whole Time Director
Mr. Ankit Madhwani	Chief Financial Officer
Mr. Vinit Rathod	Independent Director and Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee
Mr. Manan Shah	Independent Director
Mr. Kartik Jethwa	Independent Director
Mrs. Rashmi Anand	Non-Executive Director
Mr. Maninder Singh Pannu	Authorized Representative of M/s. MSKA & Associates, Chartered Accountants, Mumbai., the Statutory Auditors of the Company
Mr. Sanjay Dholakia	Proprietor at M/s. Sanjay Dholakia & Associates, Practicing Company Secretaries, who is the Secretarial Auditor of the Company & also the Scrutinizer for this meeting.

Thereafter, the Company Secretary requested Mr. Ajay Anand, Chairman and Managing Director of the Company to commence the meeting by addressing the members as the necessary quorum being present.

Mr. Ajay Anand then took the Chair and welcomed the Members of the Company. On confirmation of the requisite quorum being present for the meeting, Mr. Ajay Anand called the meeting to order.

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The Chairman briefed the shareholder on the significant improvement in the financial performance for the F.Y. 2021-22, the expansion plans undertaken, the existing customer base and the future outlook of the Company. After concluding his speech, he requested the Company Secretary to take the meeting forward.

On the request of Mr. Ajay Anand, the Company Secretary proceeded further with the meeting.

The Company Secretary apprised the Members that, the Company had provided the Shareholders, the opportunity to send their queries through email to be answered at the AGM and in response to that, the Company had received queries/questions from the shareholders which were satisfactorily addressed at the AGM by Mr. Ankit Madhwani.

Further, he called upon the members who had registered themselves as the speakers and present at the meeting, to share their views and ask questions, which were also satisfactorily addressed by Mr. Ankit Madhwani.

Members were further informed that in compliance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Company had extended the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting. For this purpose, the Company had availed the services of National Securities Depository Limited (NSDL) for the E-voting arrangements. The Remote e-voting period commenced on September 27, 2022 at 09.00 a.m. and ended on September 29, 2022 at 5.00 p.m. Members who did not cast their votes through remote e-voting and who had participated in the meeting were given an opportunity to cast their votes during the meeting.

He apprised the Members about the appointment of Mr. Sanjay Dholakia, Proprietor at M/s. Sanjay Dholakia & Associates, Practicing Company Secretaries, as the scrutinizer for remote e-voting and e-voting at the AGM.

He further informed that, the Report of the Board of Directors, the Audited Financial Statements for the financial year ended 31st March, 2022 and the Notice convening the 37th AGM were taken as read, as the same were already circulated to the Members. Further there were no observations, adverse comments, reservation or remarks, in the Statutory Auditor's Report on the Audited Financial Statements for the financial year ended 31st March, 2022 and the observation/remark in the Secretarial Auditor's Report for the financial year ended 31st March, 2022 was self-explanatory, hence the same were not required to be read.

Mr. Nikhil Daga then took up the below mentioned agenda items as set out in the Notice of 37th AGM:

Item No.	Agenda	Resolution Type
1.	To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the financial year ended 31 st March, 2022 together with the Reports of the Auditors and Board of Directors thereon.	Ordinary
2.	To appoint a Director in place of Mrs. Rashmi Anand (DIN: 00366258) who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary

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3.	To re-appoint M/s. MSKA & Associates, Chartered Accountants as the Statutory Auditors of the Company and to fix their remuneration.	Ordinary
4.	Approval for payment of remuneration to Mr. Vishnu Anand, President Marketing, holding the place of profit.	Ordinary

He further announced that, the e-voting results along with the Scrutinizers' Report would be intimated to the Stock Exchange and also uploaded on the website of the Company and NSDL within two working days after the conclusion of the Meeting.

Thereafter he thanked the Members, Board of Directors, Senior Management and the Auditors for taking out their time for attending the Meeting and after covering all the agenda items and disseminating other information to the members the meeting was concluded.

The e-voting facility was kept open for 15 minutes post conclusion of the meeting to enable the Members to cast their vote.

The meeting commenced at 10.30 a.m. and concluded at 11.11 a.m. (including time allowed for e-voting post AGM).

For **Faze Three Limited**

NIKHIL DAGA Digitally signed by NIKHIL DAGA
Date: 2022.09.30 19:04:36 +05'30'

Nikhil Daga
Company Secretary & Compliance officer

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