



September 29, 2014

Corporate Relationship Department,
The Bombay Stock Exchange Limited,
New Trading Wing,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Dear Sirs,

Sub: Outcome of the 29th Annual General Meeting & Declaration of E-voting Results
Ref: STOCK CODE 530079 (FAZE THREE LIMITED)

This is to inform you that the 29th Annual General Meeting of the Company was held on Saturday, 27th September 2014 at the Registered Office of the Company and the shareholders have passed all the resolutions as mentioned in the Notice of the AGM with requisite majority.

In compliance with the provisions of Section 108 of the Companies Ad, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided E-voting facility through NSDL for its Shareholders to enable them to cast their votes electronically on the proposed resolutions in the notice. Since the E-voting facility was provided, no voting by show of hands was done at the AGM.

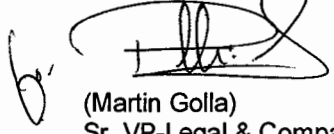
Mr. Sanjay Dholakia, Practicing Company Secretary (Membership No. FCS 2655 and Certificate of Practice No.1798) had been appointed as the Scrutinizer to scrutinize the E-voting process in a fair and transparent manner.

The results of the E-voting were declared at the Annual General Meeting of the Company. We are enclosing the details regarding the E-voting results of the AGM held on 27th September 2014 in the prescribed format as per Clause 35A of the Listing Agreement.

This is for your kind information and records please. Kindly acknowledge receipt.

Thanking you,

Yours faithfully,
For Faze Three Limited



(Martin Golla)
Sr. VP-Legal & Company Secretary



Encl: As Above



Annexure I

In terms of Clause 35A of the Listing Agreement, the details of the business transacted by the Company through electronic voting is given below

S. No.	Particulars				
1.	Date of the Annual General Meeting	Saturday, 27 th September 2014			
2.	Total number of shareholders on record date i.e. 29 th August 2014 (for the purpose of e-voting)	4190			
3.	Number of Shareholders present in the Meeting either in Person or through Proxy	No. of Shareholders		Total	
		Present in Person	Present through Proxy / Corporate Representation		
		Promoter and Promoter Group	3	NIL	3
		Public	15	NIL	15
	Total	18	NIL	18	
4.	Number of Shareholders attended the meeting through Video Conferencing	No Video Conferencing facility was provided			

For Faze Three Limited

(Martin Golla)
Sr. VP-Legal & Company Secretary



FAZE THREE LIMITED

(CIN: L99999DN1985PLC000197)

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

Corporate Office 1-2 Shiv Smruti Chambers, 49-A, Dr. Annie Besant Road, Worli, Mumbai – 400 018

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Annexure II:

RESOLUTION: 1

Approval of Audited Balance Sheet as at 31 March 2014 and the Statement of Profit & Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.

Resolution required: Ordinary
Mode of voting: E-voting

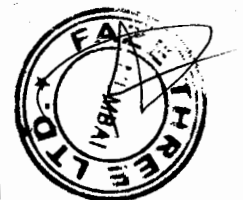
Promoter/ Public	No. of shares held (1)	No. of votes through E- voting (2)	% of votes through E- voting on outstandin g shares (3)=[(2)/(1)]*100	No. of votes in - favour (4)	No. of votes – against (5)	% of votes in favour on votes through E- voting (6)=[(4)/(2)] *100	% of votes against on votes through E- voting (7)=[(5)/(2)]*100
Promoter and Promoter Group	6566744	5764689	87.52	5764689	NIL	100.00	NIL
Public- Institutional holders	250	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	5621803	347463	6.18	347453	10	99.99	0.01
Total (A)	12188797	6112152	50.15	6112142	10	99.99	0.01

RESOLUTION: 2

Re- appointment of Rajiv Rai Sachdev, Director liable to retire by rotation.

Resolution required: Ordinary
Mode of voting: E-voting

Promoter/ Public	No. of shares held (1)	No. of votes through E- voting (2)	% of votes through E- voting on outstandin g shares (3)=[(2)/(1)]*100	No. of votes in - favour (4)	No. of votes – against (5)	% of votes in favour on votes through E- voting (6)=[(4)/(2)] *100	% of votes against on votes through E- voting (7)=[(5)/(2)]*100
Promoter and Promoter Group	6566744	5764689	87.52	5764689	NIL	100.00	NIL
Public- Institutional holders	250	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	5621803	347463	6.18	347453	10	99.99	0.01
Total (A)	12188797	6112152	50.15	6112142	10	99.99	0.01



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RESOLUTION: 3

Reappointment of M/s. Thakur Vaidyanath Aiyar & Co., Chartered Accountants as Statutory Auditors of the Company.

Resolution required: Ordinary
Mode of voting: E-voting

Promoter/ Public	No. of shares held (1)	No. of votes through E- voting (2)	% of votes through E- voting on outstandin g shares (3)=[(2)/(1)]*100	No. of votes in - favour (4)	No. of votes – against (5)	% of votes in favour on votes through E- voting (6)=[(4)/(2)] *100	% of votes against on votes through E- voting (7)=[(5)/(2)]*100
Promoter and Promoter Group	6566744	5764689	87.52	5764689	NIL	100.00	NIL
Public- Institutional holders	250	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	5621803	347463	6.18	347453	10	99.99	0.01
Total (A)	12188797	6112152	50.15	6112142	10	99.99	0.01

RESOLUTION: 4

Appointment of Mr. Vasudeva Rao as an Independent Director of the Company to hold office for a term of five years.

Resolution required: Special
Mode of voting: E-voting

Promoter/ Public	No. of shares held (1)	No. of votes through E- voting (2)	% of votes through E- voting on outstandin g shares (3)=[(2)/(1)]*100	No. of votes in - favour (4)	No. of votes – against (5)	% of votes in favour on votes through E- voting (6)=[(4)/(2)] *100	% of votes against on votes through E- voting (7)=[(5)/(2)]*100
Promoter and Promoter Group	6566744	5764689	87.52	5764689	NIL	100.00	NIL
Public- Institutional holders	250	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	5621803	347463	6.18	347453	10	99.99	0.01
Total (A)	12188797	6112152	50.15	6112142	10	99.99	0.01



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RESOLUTION: 5

Appointment of Mr. Ajay Anand as Director of the Company.

Resolution required: Ordinary
Mode of voting: E-voting

Promoter/ Public	No. of shares held (1)	No. of votes through E- voting (2)	% of votes through E- voting on outstandin g shares (3)=[(2)/(1)]*100	No. of votes in - favour (4)	No. of votes – against (5)	% of votes in favour on votes through E- voting (6)=[(4)/(2)] *100	% of votes against on votes through E- voting (7)=[(5)/(2)]*100
Promoter and Promoter Group	6566744	NIL	NIL	NIL	NIL	NIL	NIL
Public- Institutional holders	250	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	5621803	301	0.005	291	10	96.67	3.33
Total (A)	12188797	301	0.002	291	10	96.67	3.33

RESOLUTION: 6

Appointment of Mr. Ajay Anand as Chairman & Managing Director of the Company and payment of remuneration.

Resolution required: Special
Mode of voting: E-voting

Promoter/ Public	No. of shares held (1)	No. of votes through E- voting (2)	% of votes through E- voting on outstandin g shares (3)=[(2)/(1)]*100	No. of votes in - favour (4)	No. of votes – against (5)	% of votes in favour on votes through E- voting (6)=[(4)/(2)] *100	% of votes against on votes through E- voting (7)=[(5)/(2)]*100
Promoter and Promoter Group	6566744	NIL	NIL	NIL	NIL	NIL	NIL
Public- Institutional holders	250	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	5621803	301	0.005	291	10	96.67	3.33
Total (A)	12188797	301	0.002	291	10	96.67	3.33



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RESOLUTION: 7

Appointment of Mr. Sanjay Anand as Whole Time Director of the Company and payment of remuneration.

Resolution required: Special
Mode of voting: E-voting

Promoter/ Public	No. of shares held (1)	No. of votes through E- voting (2)	% of votes through E- voting on outstandin g shares (3)=[(2)/(1)]*100	No. of votes in - favour (4)	No. of votes – against (5)	% of votes in favour on votes through E- voting (6)=[(4)/(2)] *100	% of votes against on votes through E- voting (7)=[(5)/(2)]*100
Promoter and Promoter Group	6566744	NIL	NIL	NIL	NIL	NIL	NIL
Public- Institutional holders	250	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	5621803	301	0.005	291	10	96.67	3.33
Total (A)	12188797	301	0.002	291	10	96.67	3.33

RESOLUTION: 8

Borrowing of funds in excess of paid up capital and free reserves of the Company.

Resolution required: Special
Mode of voting: E-voting

Promoter/ Public	No. of shares held (1)	No. of votes through E- voting (2)	% of votes through E- voting on outstandin g shares (3)=[(2)/(1)]*100	No. of votes in - favour (4)	No. of votes – against (5)	% of votes in favour on votes through E- voting (6)=[(4)/(2)] *100	% of votes against on votes through E- voting (7)=[(5)/(2)]*100
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Public- Institutional holders	250	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	5621803	347463	6.18	347453	10	99.99	0.01
Total (A)	12188797	6112152	50.15	6112142	10	99.99	0.01



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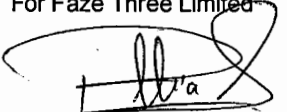
RESOLUTION: 9

Borrowing by way of mortgage/ pledge/ hypothecation

Resolution required: Special
Mode of voting: E-voting

Promoter/ Public	No. of shares held (1)	No. of votes through E- voting (2)	% of votes through E- voting on outstandin g shares (3)=[(2)/(1)]*100	No. of votes in - favour (4)	No. of votes – against (5)	% of votes in favour on votes through E- voting (6)=[(4)/(2)] *100	% of votes against on votes through E- voting (7)=[(5)/(2)]*100
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Public-Others	5621803	347463	6.18	347453	10	99.99	0.01
Total (A)	12188797	6112152	50.15	6112142	10	99.99	0.01

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