

THAKUR, VAIDYANATH AIYAR & CO.
CHARTERED ACCOUNTANTS
NEW DELHI, MUMBAI, KOLKATTA, PATNA,
CHENNAI, CHANDIGARH AND SECUNDERABAD

PHONE: 2284 25 02, 2287 00 67
FAX NO. 2204 63 86
11 - B, VATSA HOUSE,
JANMABHOOMI MARG, FORT,
MUMBAI --- 400 001.
Email-tvamum@gmail.com

LIMITED REVIEW REPORT

To
The Board of Directors
Faze Three Ltd.,
Shiv Smriti Chambers,
Dr. Annie Besant Road, Worli
Mumbai 400 018.

Introduction

We have reviewed the unaudited Standalone Financial results of Faze Three Ltd. for the Quarter and Nine Months ended December 31, 2013 prepared by the Company pursuant to Clause 41 of the Listing Agreement with the Stock Exchanges in India, which has been initialed by us for identification purposes. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the statement based on our review.

Scope of Review

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.



Thakur, Vaidyanath Aiyar & Co

Basis for Qualified Opinion

The company has not restated its foreign exchange assets and liabilities at the exchange rate prevailing as on 31-12-2013, as required by Accounting Standard 11 (AS-11) relating to Company's credit facilities with banks, liability for corporate guarantee given for foreign subsidiary, bank balances kept in foreign currency, outstanding Foreign Currency Convertible Bonds and trade receivables. Consequently the profit is overstated by Rs.226.90 lacs, short term borrowings overstated by Rs439.30 lacs, trade receivables are overstated by Rs,9.84 lacs, Bank balances understated by Rs.2.66 lacs and other current liabilities are understated by Rs.659.02 lacs.

Conclusion

Based on our review with the exception of the matters described in the preceding paragraph and read further with notes forming integral part of the financial results, nothing has come to our attention that causes us to believe that the statement prepared, fairly in all material respect, in accordance with the Accounting Standards notified pursuant to the Companies (Accounting Standards) Rules 2006 as per section 211(3c) of the Companies Act, 1956 and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

Further, we also report that we have only traced the disclosures regarding "Public Shareholding" and Promoters and Promoter Group Shareholding in the Statement from the disclosures made by the Management and are therefore not expressing a review opinion thereon.



Place: Mumbai
Date: 14.02.2014

Thakur, Vaidyanath Aiyar & Co

For THAKUR, VAIDYANATH AIYAR & CO.
CHARTERED ACCOUNTANTS
Firm Registration No. 000038 N

C.V. PARAMESWAR
PARTNER
Membership No. 11541