



January 17, 2025

To,

<b>BSE Limited</b> Department of Corporate Services, P. J. Towers, Dalal Street, Mumbai – 400 001. <b>Scrip Code: 530079</b>	<b>National Stock Exchange of India Limited</b> Listing Compliance Department, Exchange Plaza, Plot No. C/ 1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051. <b>Symbol: FAZE3Q</b>
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Dear Sir/Ma'am,

**Sub: Voting Result pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Regulations and Disclosure Requirements) Regulations, 2015- Details of the Voting Results of the Postal Ballot.**

We enclose herewith the Voting Results, in the prescribed format pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, of the Postal Ballot conducted by the Company through voting through electronic seeking approval of the Members of the Company for the following Special Business:

Sr. No.	Description of the resolution	Type of Resolution
1.	Appointment of Mr. Devajyoti Bhattacharya (DIN: 00868751) as an Independent Director of the Company.	Special

The e-voting period commenced from Wednesday, December 18, 2024 from 9:00 AM (IST) and ended on Thursday, January 16, 2025 at 05:00 PM (IST).

Further, we have also enclosed the Report of the Scrutinizer, Mr. Sanjay Dholakia, Proprietor of M/s. Sanjay Dholakia & Associates, Practicing Company Secretaries, who has carried out the scrutiny of all the votes cast through Postal Ballot by electronic means and has submitted his Report on January 17, 2025. Accordingly, the Resolution as set out in the Notice of Postal Ballot dated November 13, 2024 has been duly approved by the shareholders with requisite majority.

The Voting Results along with the Scrutinizer's Report shall be hosted on the website of the Company at [www.fazethree.com](http://www.fazethree.com)

You are requested to kindly take the same on record.

Yours Sincerely,  
**For Faze Three Limited**

**Akram Sati**  
**Company Secretary & Compliance Officer**  
**M. No.: A50020**



FAZE THREE LIMITED	
Voting results pursuant to Regulation 44(3) of SEBI (LODR) Regulations 2015	
Record date	13-12-2024
Total number of shareholders on record date	12,962
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	Not Applicable
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	Not Applicable
b) Public	

FAZE THREE LIMITED

(CIN: L99999DN1985PLC000197)

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

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

Tel. : 91 (22) 43514444, 66604600 \* Fax : 91 (22) 24936811 \* E-mail : [cs@fazethree.com](mailto:cs@fazethree.com) \* Website : [www.fazethree.com](http://www.fazethree.com)

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Devajyoti Bhattacharya (DIN: 00868751) as an Independent Director of the Company				
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	13657097	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		13657097	100	13657097	0	100	0
	<b>Total</b>		<b>13657097</b>	<b>13657097</b>	<b>100</b>	<b>13657097</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	64075	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		63388	98.93	63388	0	100	0
	<b>Total</b>		<b>71147</b>	<b>63388</b>	<b>98.93</b>	<b>63388</b>	<b>0</b>	<b>100</b>
Public- Non Institutions	E-Voting	10597828	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		4352487	41.07	4350638	1849	99.96	0.04
	<b>Total</b>		<b>10590756</b>	<b>4352487</b>	<b>41.07</b>	<b>4350638</b>	<b>1849</b>	<b>99.96</b>
<b>Total</b>		<b>24319000</b>	<b>18072972</b>	<b>74.32</b>	<b>18071123</b>	<b>1849</b>	<b>99.99</b>	<b>0.01</b>
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	-
Public Insitutions	-
Public - Non Insitutions	-



# SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

## COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poincur Bus Depot, Kandivali (West), Mumbai - 400 067.  
☎ : 31578826 / 49713233 / 98700 31365 • E-mail : sanjayrd65@gmail.com

### REPORT OF SCRUTINIZER

*(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended)*

To,  
The Company Secretary & Compliance Officer  
**FAZE THREE LIMITED**

Dear Sir,

I, Sanjay R. Dholakia, Proprietor of Sanjay Dholakia & Associates, Company Secretaries, pursuant to the resolution passed by the Board of Directors of **FAZE THREE LIMITED** (“**the Company**”) on 13th November, 2024 have been appointed as the Scrutinizer for the purpose of scrutinizing the Postal Ballot process including voting through electronic means (“**e-voting / Remote e-voting**”) in a fair and transparent manner pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (‘Act’) (including any statutory modification or re-enactment thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (‘Rules’), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India (‘SS-2’), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs (‘MCA’) for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December 2021, 03/2022 dated 5th May 2022, 11/2022 dated 28th December 2022, 09/2023 dated 25th September 2023 and 09/2024 dated 19th September, 2024 (collectively the ‘MCA Circulars’) and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and as amended from time to time), in respect of the resolution as set out in the Postal ballot Notice dated 13<sup>th</sup> November, 2024 (“**Postal Ballot Notice**”) seeking approval of the shareholders for below mentioned Agenda:

1. Appointment of Mr. Devajyoti Bhattacharya (DIN: 00868751) as an Independent Director of the Company

### Responsibility of the Management

The management of the Company is responsible to ensure compliance with the requirements of the Act and the Rules made thereunder in relation to exercising of voting rights through Postal Ballot and electronic means on the Resolution, as set out in the Postal Ballot Notice.

### Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the Postal Ballot through Remote E-voting process, is restricted to the preparation of the Scrutinizer's Report on the votes casted “in favour” or “against” the Resolution, as set out in Item No.1 of the Postal Ballot Notice, based on the reports generated from the e-voting system provided by the National Securities Depository Limited (“**NSDL**”), the Authorized Agency engaged by the Company for providing remote e-voting facilities.



# SANJAY DHOLAKIA & ASSOCIATES

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Further in addition to the above, I submit my report as under:

- The Postal Ballot Notice with necessary statement setting out the material facts under Section 102 of the Act were sent through electronic mail to those members whose names appeared in the Register of Members/ List of Beneficiaries as on Friday, December 13, 2024 (“**cut-off date**”) and who had registered their email ID with the Company / RTA / Depositories in compliance with the MCA Circulars. The Company has also placed the notice of the Postal Ballot on the website of the Company.
- The Members of the Company holding shares as on the cut-off date were entitled to vote on the proposed resolution as set out in Item No. 1 of the Postal Ballot Notice.
- The remote e-voting period remained open from Wednesday, December 18, 2024, 9:00 A.M. (IST) to Thursday, January 16, 2025, 05:00 PM (IST). During the said period, the Members of the Company, holding shares as on the cut-off date were entitled to vote on the resolution set out in the Postal Ballot Notice through remote e-voting.
- The e-voting module of NSDL was disabled on Thursday, January 16, 2025, at 05:00 PM (IST). and I, as the Scrutinizer, unblocked the votes casted, on January 16, 2025 at 05.02 PM (IST) in the presence two witnesses who are not in employment of the Company.
- I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of NSDL and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.
- Details of E-voting are as under:

**1. Appointment of Mr. Devajyoti Bhattacharya (DIN: 00868751) as an Independent Director of the Company (Special Resolution):**

Particulars	Voted in favour of the resolution	Voted against the resolution	Total
Number of shareholders who voted	66	6	72
Number of votes cast	18071123	1849	18072972
Invalid votes	-	-	-
% of total number of votes cast	99.99	0.01	100

- Based on the aforesaid result, I report that the Special Resolution as set out in Item No. 1 of the Postal Ballot Notice has been passed by the members through remote E-voting with requisite majority under the provisions of the Act.
- The electronic data and all other relevant records relating to remote e-voting are handed over to Mr. Akram Sati, Company Secretary and Compliance Officer, for safe custody.



# SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

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You may kindly consider the aforesaid position of the votes cast by the Members, through remote e-voting and declare the result accordingly.

Thanking you.

For **SANJAY DHOLAKIA & ASSOCIATES**

Sanjay  
Rasiklal  
Dholakia

Digitally signed  
by Sanjay  
Rasiklal Dholakia  
Date: 2025.01.17  
11:56:02 +05'30'

**Sanjay R Dholakia**  
**Practicing Company Secretary**  
**Proprietor**

**Membership No.: 2655**  
**CP No.:1798**  
**Peer Reviewed Firm No. 2036/2022**

**Place: Mumbai**  
**Date: January 17, 2025**

**UDIN: F002655F003707851**

**COUNTERSIGNED**

For **FAZE THREE LIMITED**

AKRAM  
HASAN  
SATI

Digitally signed  
by AKRAM  
HASAN SATI  
Date: 2025.01.17  
14:30:24 +05'30'

**Akram Sati**  
**Company Secretary**  
**& Compliance Officer**  
**M. No. A50020**

**Place: Mumbai**  
**Date: January 17, 2025**