



September 04, 2024

To,

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

Sub: Outcome of Board Meeting held today i.e. September 04, 2024

In compliance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”), we wish to inform you that, the Board of Directors of the Company at its meeting held today i.e. September 04, 2024 have, inter alia, considered and approved the following:

1. Formation of private and irrevocable trust by the name of Faze Three Employee Trust (“Trust”) for implementation of any employee stock plan or share based employee benefit plan which may be introduced by the Company from time to time;
2. The introduction, adoption and implementation of Faze Three Employee Stock Option Scheme 2024 (“Faze3 ESOP Scheme 2024”/ “Scheme”), subject to the approval of the members of the Company. The disclosure pursuant to SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed herewith as **Annexure-A**;
3. Extension of the benefits of the Faze3 ESOP Scheme 2024 to the employees of the Group Companies including the subsidiary or associate companies, in India or Outside India, subject to the approval of the members of the Company;
4. Implementation of Faze3 ESOP Scheme 2024 through Trust by way of primary and/or secondary acquisition of shares of the Company, subject to the approval of the members of the Company;
5. Provision of money by the Company for the purchase of its own shares by the Trust/Trustees for the benefit of employees under the Faze3 ESOP Scheme 2024, subject to the approval of the members of the Company;
6. Revised Notice of the 39th Annual General Meeting to be held on September 27, 2024 at 05.00 p.m. through video conferencing.

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



The meeting of the Board of Directors commenced at 5.00 p.m. and concluded at 5.45 p.m.

Thanking you,

Yours Sincerely,
For **Faze Three Limited**

Akram Sati
Company Secretary and Compliance Officer
M. No. A50020

Encl: a/a

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Annexure A

Sr. No.	Particulars	Details
1.	Brief details of options proposed to be granted	<p>Faze3 ESOP 2024 contemplates the grant of not exceeding 10,94,355 (Ten Lakhs Ninety-Four Thousand Three Hundred and Fifty-Five) options which shall entitle 1 (one) fully paid-up equity share of face value of ₹10/- (Rupee Ten) each against each option exercised (to be proportionately adjusted due to corporate action(s), if any).</p> <p>The Scheme is being recommended to the shareholders for their approval at their ensuing AGM and will be implemented post the said approval.</p> <p>This scheme shall be valid during the lifetime of the Company till such time all the Options granted under the scheme have been exercised or till such other time determined by the Board or Committee as per applicable provisions of the Law.</p>
2.	Whether the scheme is in terms of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	Faze Three Employee Stock Option Scheme 2024 shall be in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
3.	Total number of shares covered by these options	10,94,355 (Ten Lakhs Ninety-Four Thousand Three Hundred and Fifty-Five) options are contemplated to be granted under Faze3 ESOP 2024, which shall entitle 1 (one) fully paid-up equity share of face value of ₹10/- (Rupee Ten) each against each option exercised (to be proportionately adjusted due to corporate action(s), if any).
4.	Pricing formula	The Exercise price shall be determined by the Compensation Committee which shall not be lesser than the face value of Shares as on date of Grant.
5.	Options vested	Not applicable at this stage.
6.	Time within which option may be exercised	The Exercise Period in respect of a Vested Option shall be a period commencing from the relevant Vesting date of such Option and shall be at the discretion of Compensation Committee subject to maximum period of 10 (Ten) years from the date of respective vesting of such Option.
7.	Options exercised	Not applicable at this stage.
8.	Money realized by exercise of options	Not applicable at this stage.

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9.	The total number of shares arising as a result of exercise of option	Not applicable at this stage.
10.	Options lapsed	Not applicable at this stage.
11.	Variation of terms of options	Not applicable at this stage.
12.	Brief details of significant terms	Significant terms will be disclosed in the explanatory statement forming part of 39 th AGM Notice. Same will be made available on the website of the Company.
13.	Subsequent changes or cancellation or exercise of such options	Not applicable at this stage.
14.	Diluted earnings per share pursuant to issue of equity shares on exercise of options.	Not applicable at this stage.

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