# AUNDE FAZE THREE Autofab Limited

(Formerly known as AUNDE India Limited)
**Corporate Office :** 63-64, 6th Floor, Mittal Court, C Wing, Nariman Point, Mumbai – 400 021, India
Tel :91 (22) 6242 1313/ 4351 4444 Fax:91 (22) 2287 2637 E-mail : info@aundeindia.com Website: www.aundeindia.com


October 01, 2019

Corporate Relationship Department,
BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street,
Fort, Mumbai - 400 001.

Dear Sirs,

**Sub: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: Minutes of 22nd Annual General Meeting of the Company**
**Ref: AUNDE FAZE THREE Autofab Limited (STOCK CODE: 532459)**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of the Minutes of the 22nd Annual General Meeting of the Company held on 30th September, 2019 at 11.30 a.m. at Plot No. 146, Waghdhara Village Road, Dadra – 396 193, UT of Dadra & Nagar Haveli.

Kindly take the same on your records.

Thanking You
Yours faithfully,
For **AUNDE FAZE THREE Autofab Limited**

AUNDE FAZE THREE AUTOFAB LIMITED MUMBAI

**AKRAM SATI**
**Company Secretary & Compliance Officer**
**M No. 50020**

Encl.: A/a

HELD AT _____ ON _____ TIME _____

**MINUTES OF THE 22ND ANNUAL GENERAL MEETING OF THE MEMBERS OF AUNDE FAZE THREE AUTOFAB LIMITED HELD ON MONDAY, 30TH SEPTEMBER, 2019 AT 11.30 A.M. AND CONCLUDED AT 12.05 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO. 146, WAGHDHARA VILLAGE ROAD, DADRA – 396 193, UNION TERRITORY OF DADRA & NAGAR HAVELI.**

**PRESENT**

| | |
|---|---|
| Mr. Ajay Anand | Chairman & Managing Director |
| Mr. Vinit Rathod | Independent Director & Chairman of Audit Committee |
| Mr. V Sivakumar | Chief Financial Officer |
| Mr. Akram Sati | Company Secretary & Compliance Officer |

**INVITEES**

| | |
|---|---|
| Mr. Govind Ram | On behalf of M/s. Thakur Vaidyanath Aiyar & Co. Chartered Accountants – Statutory Auditors. |
| Mr. Akshay Shah | On behalf of M/s. Sanjay Dholakia & Associates Secretarial Auditor and Scrutinizer for e-voting & Poll. |

**CHAIRMAN**

On request of Mr. Ajay Anand, Chairman and Managing Director of the Company and with the approval of the members, Mr. Ankit Madhwani, member of the Company took the Chair and conducted the proceedings of the 22nd Annual General Meeting and welcomed the Members.

**ATTENDANCE AND QUORUM**

After ascertaining the presence of the requisite quorum as per Section 103 of the Companies Act, 2013 and Secretarial Standards - 2 on General Meetings issued by the Institute of Company Secretaries of India and confirmation from the Company Secretary Mr. Akram Sati, the Chairman called the meeting to order.

The Chairman announced that Authorized Representatives of 3 Bodies Corporate holding 25,12,940 Equity Shares recorded their attendance, while 13 members were present in person. There were no proxies registered.

The Chairman then welcomed the Members at the 22nd Annual General Meeting of the Company.

The Chairman then announced that all the Statutory Registers, which are required to be kept open at the Annual General Meeting, are available to Members for inspection throughout the duration of the Meeting.

The Chairman informed the Members that since the Members had already received the Notice for the meeting along with the Annual Report, it may be taken as read. With the consent of the Members present, the Notice of the 22nd Annual General Meeting was taken as read. He further informed the Members that proceedings of this Meeting is being conducted in pursuance of Companies Act, 2013. In view of Section 145 of the Companies Act, 2013 the Auditors Report was also taken as read since there were no qualifications in the same.

The Chairman further announced that the Company has given e-voting facility to Members of the Company by tying up with NSDL and will be distributing ballot forms to the Members present at the AGM who have not voted through e-voting facility provided to cast their vote through poll. The Company has appointed M/s. Sanjay Dholakia & Associates, Practising Company Secretaries as Scrutinizer for e-voting and poll process to be conducted at the AGM to conduct the voting process in fair and transparent manner and the combined report of the Scrutinizer along with the voting results

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CHAIRMAN'S INITIALS

will be posted on the website of the Company as well as on Stock exchange website where the shares of the Company are listed after due scrutiny of the votes cast by the Scrutinizer.

The Chairman requested the members to put forward all queries related to the 22nd AGM agenda items and operations of the Company once all the resolutions are proposed and seconded. The queries were addressed by the Chairman to their satisfaction.

The Chairman then requested Members to propose and second the resolutions as per the agenda.

**ORDINARY BUSINESS**

1. Adoption of audited financial statements for the year ended 31st March, 2019

The Chairman informed that the first resolution was for Adoption of the Audited Financial Statements of the Company for the Financial Year 2018-19 along with the report of the Auditors and Board of Directors thereon to be passed as an **Ordinary Resolution.**

The Chairman requested the members to propose and second the following resolution.

**"RESOLVED THAT** the Audited Financial Statements of the Company including Audited Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss of the Company for the year ended as on that date together with the Auditors' Report and Directors' Report thereon be and are hereby received, considered and adopted."

Mr. Roshan Gandhi proposed the said resolution which was seconded by Mr. Ashutosh Saraiya.

2. Re-appointment of Mr. Ajay Anand (DIN: 00373248) as Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.

The Chairman took up the next item on agenda regarding re-appointment of Mr. Ajay Anand (DIN: 00373248) as a Director of the Company who retires by rotation and being eligible, offer himself for re-appointment. He requested the members present to propose and second the following resolution to be passed as an **Ordinary Resolution.**

The Chairman requested the members to propose and second the following resolution.

**"RESOLVED THAT** Mr. Ajay Anand (DIN: 00373248), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as Director of the Company."

Mr. Ankit Parekh proposed the aforesaid resolution which was seconded by Mr. Hetal Patel.

**SPECIAL BUSINESS**

3. Approval of Related Party Transactions

The Chairman moved to the next item on agenda about approval of Related Party Transaction including material related party transactions entered by the Company with Faze Three Limited, Related party to be passed as an **Ordinary Resolution.**

The Chairman requested the members to propose and second the following resolution.

**"RESOLVED** THAT pursuant to provisions of Regulation 23 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015and Section 188 approval of the Members be and is hereby accorded to the Material Related Party transactions entered into and proposed to be entered into and carried out in ordinary course of business with Faze Three Ltd. having its Registered office at Survey No. 380/1, Khanvel Silvassa Road, Dapada – 396230, Union Territory of Dadra & Nagar Haveli, a "Related Party" as

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defined under Section 2(76) of the Companies Act, 2013 and Regulation 2 (1) (zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in financial year 2019-20"

Mr. Tejas Patel proposed the said resolution as Ordinary Resolution which was seconded by Mr. Manoj Patel.

**4. Appointment of Mrs. Rashmi Anand as Non-Executive Director liable to retire by rotation.**

The Chairman took up the next item on agenda about appointment of Mrs. Rashmi Anand as Non-Executive Director liable to retire by rotation to be passed as **an Ordinary Resolution.**

The Chairman requested the members to propose and second the following resolution.

**"RESOLVED THAT** pursuant to the provisions of Section 149, 152, 161 and other applicable rules and provisions (including any modification and re-enactment thereof), if any, of the Companies Act, 2013, Mrs. Rashmi Anand (DIN: 00366258), who was appointed as an Additional Director with effect from 21st August, 2019, on the Board of the Company and who holds office up to ensuing Annual General Meeting and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013 proposing her candidature for the office of a Director, be and is hereby appointed as a Non- Executive Director of the company, liable to retire by rotation."

Mr. Ashutosh Saraiya proposed the said resolution as Ordinary Resolution which was seconded by Mrs. Manisha Patel.

**5. Re-Appointment of Mr. Ajay Anand as Managing Director of the Company liable to retire by rotation.**

The Chairman took up the next item on agenda about Re-appointment of Mr. Ajay Anand as Managing Director of the Company liable to retire by rotation to be passed as a **Special Resolution.**

The Chairman requested the members to propose and second the following resolution.

**"RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions if any, read with Schedule V of the Companies Act, 2013 ('Act') and pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any modification and re-enactment thereof), if any, of the Companies Act, 2013 Mr. Ajay Anand (DIN: 00373248), be and is hereby re-appointed as Managing Director of the Company for a period of three (3) years commencing from April 01, 2019 up to March 31, 2022 on such terms and conditions as set out in this resolution and explanatory statement annexed hereto and on payment of such remuneration, as maybe determined by the Board or duly constituted committee thereof from time to time."

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute any agreements, documents, instruments and writings as may be required, with power to settle all questions, difficulties or doubts that may arise in regard to the said re-appointment as it may in its sole discretion deem fit and to delegate all or any of its powers conferred herein to any director(s) and / or officer(s) of the Company to give effect to this resolution."

Mr. Roshan Gandhi proposed the said resolution as a Special Resolution which was seconded by Mr. Urvesh Champaneri.

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CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

**6. Approval to change the name of the Company from Aunde Faze Three Autofab Limited to Faze Three Autofab Limited**

The Chairman took up the last item on agenda regarding Approval to Change the name of the Company from Aunde Faze Three Autofab Limited to Faze Three Autofab Limited to be passed as a **Special Resolution**.

The Chairman requested the members to propose and second the following resolution.

**"RESOLVED THAT** subject to the approval of the Central Government under Section 13 and other applicable provisions if any of the Companies Act, 2013 and the BSE Limited and such other statutory authorities the name of the company be changed from "Aunde Faze Three Autofab Limited" to "Faze Three Autofab Limited.

**RESOLVED FURTHER THAT** wherever the name of "Aunde Faze Three Autofab Limited" appears in the Memorandum and Articles of Association of the company or elsewhere, the same be substituted by "Faze Three Autofab Limited".

**RESOLVED FURTHER THAT** Any Director or Company Secretary of the Company be and is hereby authorised to pursue the matter and to perform all necessary acts, deeds and things to give effect to above resolution."

Mr. Urvesh Champaneri proposed the said resolution as a Special Resolution which was seconded by Mr. Ashwin Patel.

The Chairman then invited queries from the Members present. No queries were raised by the members.

Since all the resolutions were proposed and seconded, the Chairman then requested the Members who did not cast their vote through e-voting to cast their vote for the resolutions as set out in items in 1 to 6 of the notice of the 22nd Annual General Meeting through poll i.e. by submitting the ballot paper. The Chairman further informed that voting shall be in proportion to the shares held by the Members as on cut-off date i.e. 23rd September, 2019.

The Chairman then requested Mr. Akshay Shah, representing the Scrutinizer to distribute the ballot papers. The Scrutinizer showed the empty ballot box to all the Members present and thereafter requested all the Members to drop their duly complete and signed ballot/poll papers in the said box. The members casted their vote through ballot papers accordingly.

The Company Secretary of the Company thanked the Members present for their support & trust in the Company and their co-operation in transacting the proceedings of the meeting and sparing their valuable time for attending the meeting. He further informed the Members that the combined result of the E-voting and Poll at this AGM, along with the Scrutinizers' Report(s) will be available on the website of the BSE Limited where the shares of the Company are listed & the website of the Company within two days.

There being no other business to be transacted, the Meeting ended with a vote of thanks to the chair at 12.05 p.m.

**Prepared on:** 1st October, 2019

**Signed on:** 01st October, 2019

**Place : Mumbai**

**Entered on:** 1st October, 2019

**CHAIRMAN**

CHAIRMAN'S INITIALS

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HELD AT _____ ON _____ TIME _____

Results of the Electronic Voting and Poll on the Ordinary Businesses and Special Businesses at the 22nd Annual General Meeting of the Company held on Monday, 30th September 2019.

On the basis of combined Scrutinizers Report for the Electronic Voting commenced on 27th September, 2019, from 9.00 am to 29th September, 2019, till 5.00 pm., and for the poll at the Annual General Meeting, the summary of which is given hereunder, the Chairman announced on the 1st October, 2019 that all the Resolutions for the Businesses as set out in Item No.1 to 6 in the Notice of 22nd Annual General Meeting of the Company have been duly passed by the requisite majority.

**Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015**

| | |
|---|---|
| Date of AGM | 30th September, 2019 |
| Total number of shareholders on record date | 1889 |
| **No. of shareholders present in the meeting** | 16 |
| **Promoters and Promoter Group:** | 8 |
| **Public:** | 8 |
| **No. of Shareholders attended the meeting through Video Conferencing:** | 0 |

**RESOLUTION - 1 : Adoption of Financial Statements.**

| Resolution required: (Ordinary/ Special) | | | Ordinary | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/ resolution? | | | No | | | | | |
| **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 | 8014201 | 8014051 | 100.00 | 8014051 | 0 | 100.000 | 0.000 |
| | Poll | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | **8014201** | **8014051** | **100.00** | **8014051** | **0** | **100.000** | **0.000** |
| Public Institutions | E-voting | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | **300** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| Public Non-Institutions | E-voting | 2708706 | 1463593 | 54.03 | 1462743 | 850 | 99.940 | 0.060 |
| | Poll | 2708706 | 4 | 0.00 | 4 | 0 | 100.000 | 0.000 |
| | Postal Ballot | 2708706 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | **2708706** | **1463597** | **54.03** | **1462747** | **850** | **99.940** | **0.060** |
| Total | | **10723207** | **9477648** | **88.38** | **9476798** | **850** | **99.991** | **0.009** |

**RESOLUTION - 2: Appointment of a Director in place of Mr. Ajay Anand (DIN: 00373248), who retires by rotation.**

| Resolution required: (Ordinary/ Special) | | | Ordinary | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/ resolution? | | | No | | | | | |
| **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 | 8014201 | 8014051 | 100.00 | 8014051 | 0 | 100.000 | 0.000 |
| | Poll | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | **8014201** | **8014051** | **100.00** | **8014051** | **0** | **100.000** | **0.000** |
| Public Institutions | E-voting | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | **300** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| Public Non-Institutions | E-voting | 2708706 | 1463593 | 54.03 | 1462743 | 850 | 99.940 | 0.060 |
| | Poll | 2708706 | 4 | 0.00 | 4 | 0 | 100.000 | 0.000 |
| | Postal Ballot | 2708706 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | **2708706** | **1463597** | **54.03** | **1462747** | **850** | **99.940** | **0.060** |
| Total | | **10723207** | **9477648** | **88.38** | **9476798** | **850** | **99.991** | **0.009** |

CHAIRMAN'S INITIALS

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**RESOLUTION - 3: Approval of Related Party Transactions.**

| Resolution required: (Ordinary/ Special) | | | Ordinary | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/ resolution? | | | Yes | | | | | |
| 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 | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| Public Institutions | E-voting | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| Public Non-Institutions | E-voting | 2708706 | 1463593 | 54.03 | 1462743 | 850 | 99.940 | 0.060 |
| | Poll | 2708706 | 4 | 0.00 | 4 | 0 | 100.000 | 0.000 |
| | Postal Ballot | 2708706 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | 2708706 | 1463597 | 54.03 | 1462747 | 850 | 99.940 | 0.060 |
| Total | | 10723207 | 1463597 | 13.65 | 1462747 | 850 | 99.942 | 0.058 |

**RESOLUTION - 4: Appointment of Mrs. Rashmi Anand as Non-Executive Director liable to retire by rotation.**

| Resolution required: (Ordinary/ Special) | | | Ordinary | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/ resolution? | | | No | | | | | |
| 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 | 8014201 | 8014051 | 100.00 | 8014051 | 0 | 100.000 | 0.000 |
| | Poll | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | 8014201 | 8014051 | 100.00 | 8014051 | 0 | 100.000 | 0.000 |
| Public Institutions | E-voting | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| Public Non-Institutions | E-voting | 2708706 | 1463593 | 54.03 | 1462743 | 850 | 99.940 | 0.060 |
| | Poll | 2708706 | 4 | 0.00 | 4 | 0 | 100.000 | 0.000 |
| | Postal Ballot | 2708706 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | 2708706 | 1463597 | 54.03 | 1462747 | 850 | 99.940 | 0.060 |
| Total | | 10723207 | 9477648 | 88.38 | 9476798 | 850 | 99.991 | 0.009 |

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CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

**RESOLUTION - 5: Re-Appointment of Mr. Ajay Anand as Managing Director of the Company liable to retire by rotation.**

| Resolution required: (Ordinary/ Special) | | Special | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/ resolution? | | No | | | | | | |
| 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 | 8014201 | 8014051 | 100.00 | 8014051 | 0 | 100.000 | 0.000 |
| | Poll | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | **8014201** | **8014051** | **100.00** | **8014051** | **0** | **100.000** | **0.000** |
| Public Institutions | E-voting | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | **300** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| Public Non-Institutions | E-voting | 2708706 | 1463593 | 54.03 | 1462743 | 850 | 99.940 | 0.060 |
| | Poll | 2708706 | 4 | 0.00 | 4 | 0 | 100.000 | 0.000 |
| | Postal Ballot | 2708706 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | **2708706** | **1463597** | **54.03** | **1462747** | **850** | **99.940** | **0.060** |
| Total | | **10723207** | **9477648** | **88.38** | **9476798** | **850** | **99.991** | **0.009** |

**RESOLUTION - 6: Approval to Change the name of the Company from Aunde Faze Three Autofab Limited to Faze Three Autofab Limited**

| Resolution required: (Ordinary/ Special) | | Special | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/ resolution? | | No | | | | | | |
| 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 | 8014201 | 8014051 | 100.00 | 8014051 | 0 | 100.000 | 0.000 |
| | Poll | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | **8014201** | **8014051** | **100.00** | **8014051** | **0** | **100.000** | **0.000** |
| Public Institutions | E-voting | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | **300** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| Public Non-Institutions | E-voting | 2708706 | 1463593 | 54.03 | 1463593 | 0 | 100.000 | 0.000 |
| | Poll | 2708706 | 4 | 0.00 | 4 | 0 | 100.000 | 0.000 |
| | Postal Ballot | 2708706 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Total | **2708706** | **1463597** | **54.03** | **1463597** | **0** | **100.000** | **0.000** |
| Total | | **10723207** | **9477648** | **88.38** | **9477648** | **0** | **100** | **0.000** |

Entered on: 01st October 2019

CHAIRMAN

CHAIRMAN'S INITIALS

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# AUNDE FAZE THREE Autofab Limited

(Formerly known as AUNDE India Limited)
**Corporate Office :** 63-64, 6th Floor, Mittal Court, C Wing, Nariman Point, Mumbai – 400 021, India
Tel :91 (22) 6242 1313/ 4351 4444 Fax:91 (22) 2287 2637 E-mail : info@aundeindia.com Website: www.aundeindia.com


October 01, 2019

Corporate Relationship Department,
BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street,
Fort, Mumbai - 400 001.

Dear Sirs,

**Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: Details regarding Voting Results at 22nd Annual General Meeting of the Company**
**Ref: AUNDE FAZE THREE Autofab Limited (STOCK CODE: 532459)**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the following Voting Report for 22nd Annual General Meeting of the Company held on Monday, 30th September, 2019.

1. Report Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure 1.

2. Consolidated report of Scrutinizers dated 1st October, 2019 on remote e-voting and voting through Ballot at the AGM.

We request you to kindly take same on record and bring it to the notice of the stakeholders.

For **AUNDE FAZE THREE Autofab Limited**

AUNDE FAZE THREE AUTOFAB LIMITED MUMBAI

**AKRAM SATI**
**Company Secretary & Compliance Officer**
**M No. 50020**

Encl.: A/a

Annex - 1

**Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015**

| | |
|---|---|
| Date of AGM | 30th September, 2019 |
| Total number of shareholders on record date | 1889 |
| **No. of shareholders present in the meeting** | 16 |
| **Promoters and Promoter Group:** | 8 |
| **Public:** | 8 |
| **No. of Shareholders attended the meeting through Video Conferencing:** | 0 |

**RESOLUTION - 1 : Adoption of Financial Statements.**

| Resolution required: (Ordinary/ Special) | | **Ordinary** | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/ resolution? | | **No** | | | | | | |
| **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 | 8014201 | 8014051 | 100.00 | 8014051 | 0 | 100.000 | 0.000 |
| | Poll | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | **Postal Ballot** | **8014201** | **0** | **0.00** | 0 | **0** | **0.000** | **0.000** |
| | Total | **8014201** | **8014051** | **100.00** | **8014051** | **0** | **100.000** | **0.000** |
| Public Institutions | E-voting | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | **Postal Ballot** | **300** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| | Total | **300** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| Public Non-Institutions | E-voting | 2708706 | 1463593 | 54.03 | 1462743 | 850 | 99.940 | 0.060 |
| | Poll | 2708706 | 4 | 0.00 | 4 | 0 | 100.000 | 0.000 |
| | **Postal Ballot** | **2708706** | **0** | **0.00** | **0** | 0 | **0.000** | **0.000** |
| | Total | **2708706** | **1463597** | **54.03** | **1462747** | **850** | **99.940** | **0.060** |
| Total | | **10723207** | **9477648** | **88.38** | **9476798** | **850** | **99.991** | **0.009** |

**RESOLUTION - 2: Appointment of a Director in place of Mr. Ajay Anand (DIN: 00373248), who retires by rotation.**

| Resolution required: (Ordinary/ Special) | | **Ordinary** | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/ resolution? | | **No** | | | | | | |
| **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 | 8014201 | 8014051 | 100.00 | 8014051 | 0 | 100.000 | 0.000 |
| | Poll | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | **Postal Ballot** | **8014201** | 0 | **0.00** | **0** | **0** | **0.000** | **0.000** |
| | Total | **8014201** | **8014051** | **100.00** | **8014051** | **0** | **100.000** | **0.000** |
| Public Institutions | E-voting | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | **Postal Ballot** | **300** | 0 | **0.00** | **0** | **0** | **0.000** | **0.000** |
| | Total | **300** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| Public Non-Institutions | E-voting | 2708706 | 1463593 | 54.03 | 1462743 | 850 | 99.940 | 0.060 |
| | Poll | 2708706 | 4 | 0.00 | 4 | 0 | 100.000 | 0.000 |
| | **Postal Ballot** | **2708706** | 0 | **0.00** | 0 | 0 | **0.000** | **0.000** |
| | Total | **2708706** | **1463597** | **54.03** | **1462747** | **850** | **99.940** | **0.060** |
| Total | | **10723207** | **9477648** | **88.38** | **9476798** | **850** | **99.991** | **0.009** |

**RESOLUTION - 3: Approval of Related Party Transactions.**

| Resolution required: (Ordinary/ Special) | | | Ordinary | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/ resolution? | | | Yes | | | | | |
| **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 | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | **Postal Ballot** | **8014201** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| | Total | **8014201** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| Public Institutions | E-voting | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | **Postal Ballot** | **300** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| | Total | **300** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| Public Non-Institutions | E-voting | 2708706 | 1463593 | 54.03 | 1462743 | 850 | 99.940 | 0.060 |
| | Poll | 2708706 | 4 | 0.00 | 4 | 0 | 100.000 | 0.000 |
| | **Postal Ballot** | **2708706** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| | Total | **2708706** | **1463597** | **54.03** | **1462747** | **850** | **99.940** | **0.060** |
| Total | | **10723207** | **1463597** | **13.65** | **1462747** | **850** | **99.942** | **0.058** |

**RESOLUTION - 4: Appointment of Mrs. Rashmi Anand as Non-Executive Director liable to retire by rotation.**

| Resolution required: (Ordinary/ Special) | | | Ordinary | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/ resolution? | | | No | | | | | |
| **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 | 8014201 | 8014051 | 100.00 | 8014051 | 0 | 100.000 | 0.000 |
| | Poll | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | **Postal Ballot** | **8014201** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| | Total | **8014201** | **8014051** | **100.00** | **8014051** | **0** | **100.000** | **0.000** |
| Public Institutions | E-voting | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | **Postal Ballot** | **300** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| | Total | **300** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| Public Non-Institutions | E-voting | 2708706 | 1463593 | 54.03 | 1462743 | 850 | 99.940 | 0.060 |
| | Poll | 2708706 | 4 | 0.00 | 4 | 0 | 100.000 | 0.000 |
| | **Postal Ballot** | **2708706** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| | Total | **2708706** | **1463597** | **54.03** | **1462747** | **850** | **99.940** | **0.060** |
| Total | | **10723207** | **9477648** | **88.38** | **9476798** | **850** | **99.991** | **0.009** |

**RESOLUTION - 5: Re-Appointment of Mr. Ajay Anand as Managing Director of the Company liable to retire by rotation.**

| Resolution required: (Ordinary/ Special) | | | Special | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/ resolution? | | | No | | | | | |
| **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 | 8014201 | 8014051 | 100.00 | 8014051 | 0 | 100.000 | 0.000 |
| | Poll | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | **Postal Ballot** | **8014201** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| | Total | **8014201** | **8014051** | **100.00** | **8014051** | **0** | **100.000** | **0.000** |
| Public Institutions | E-voting | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | **Postal Ballot** | **300** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| | Total | **300** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| Public Non-Institutions | E-voting | 2708706 | 1463593 | 54.03 | 1462743 | 850 | 99.940 | 0.060 |
| | Poll | 2708706 | 4 | 0.00 | 4 | 0 | 100.000 | 0.000 |
| | **Postal Ballot** | **2708706** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| | Total | **2708706** | **1463597** | **54.03** | **1462747** | **850** | **99.940** | **0.060** |
| Total | | **10723207** | **9477648** | **88.38** | **9476798** | **850** | **99.991** | **0.009** |

**RESOLUTION - 6: Approval to Change the name of the Company from Aunde Faze Three Autofab Limited to Faze Three Autofab Limited**

| Resolution required: (Ordinary/ Special) | | | Special | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/ resolution? | | | No | | | | | |
| **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 | 8014201 | 8014051 | 100.00 | 8014051 | 0 | 100.000 | 0.000 |
| | Poll | 8014201 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | **Postal Ballot** | **8014201** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| | Total | **8014201** | **8014051** | **100.00** | **8014051** | **0** | **100.000** | **0.000** |
| Public Institutions | E-voting | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | 300 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | **Postal Ballot** | **300** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| | Total | **300** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| Public Non-Institutions | E-voting | 2708706 | 1463593 | 54.03 | 1463593 | 0 | 100.000 | 0.000 |
| | Poll | 2708706 | 4 | 0.00 | 4 | 0 | 100.000 | 0.000 |
| | **Postal Ballot** | **2708706** | **0** | **0.00** | **0** | **0** | **0.000** | **0.000** |
| | Total | **2708706** | **1463597** | **54.03** | **1463597** | **0** | **100.000** | **0.000** |
| Total | | **10723207** | **9477648** | **88.38** | **9477648** | **0** | **100** | **0.000** |

CS

# SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poinsur Bus Depot, Kandivali (West), Mumbai - 400 067.
✆ 2807 3233 / 49713233 / 98700 31365 • E-mail : sanjayrd65@gmail.com / sanjay@srdholakia.com

## SCRUTINIZER'S REPORT

To,
The Chairperson of
**22nd Annual General Meeting (AGM) of the Members of**
**AUNDE FAZE THREE Autofab Limited**
**(formerly known as Aunde India Limited)**
held on Monday, 30th September, 2019 at 11.30 a.m. at
Conference Room, AUNDE FAZE THREE Autofab Limited,
Plot No 146, Waghdhara Village,
Dadra Nagar Haveli - 396193

Dear Sir,

1. The Board of Directors of the Company at its meeting held on 21st August, 2019, has appointed me as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and polling process conducted at the AGM, for all the Resolutions as set out in the Notice of the AGM.

2. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company had provided its Members the Remote e-voting facility as provided by National Securities Depository Limited (NSDL) for all the Resolutions as set out in the Notice of the said AGM.

3. Further, the facility for voting through Ballot Paper was also made available at the AGM for those Members / proxy holders who attended the AGM and have not cast their vote by remote e-voting.

4. I submit my report as under:

   4.1 The Company has given the Ballot Paper to the Members who were present at the AGM held on Monday, 30th September, 2019 at 11.30 a.m. at Conference Room, AUNDE FAZE THREE Autofab Limited Plot No 146, Waghdhara Village, Dadra, Dadra & Nagar Haveli - 396193.

   4.2 Particulars of all the Ballot Papers received from the Members and the votes cast by electronic mode have been entered in register maintained for the purpose.

   4.3 The Ballot Papers were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such Ballot Papers.

   4.4 The ballot box was opened in my presence.

   4.5 The ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company as on 23rd September, 2019.

SANJAY DHOLAKIA & ASSOCIATES * MUMBAI *

# SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poinsur Bus Depot, Kandivali (West), Mumbai - 400 067.
✆ 2807 3233 / 49713233 / 98700 31365 • E-mail : sanjayrd65@gmail.com / sanjay@srdholakia.com


4.6 I did not find any defaced or mutilated Ballot Papers.

4.7 The voting period for remote e-voting commenced on Friday, 27th September, 2019 (9.00 a.m.) and ended on Sunday, 29th September, 2019 (5.00 p.m.).

4.8 I have also received a complete record of votes cast through electronic mode, upto 5:00 p.m. on 29th September, 2019 from NSDL, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 30th September, 2019 at 12.09 p.m. (IST) in the presence of two witnesses, Mr. Akshay Shah and Mr. Hiten Gohil who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Akshay Shah

Name: Hiten Gohil

4.9 The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolutions, as set in the Notice of the AGM.

5. A summary of the combined voting results of the votes cast through Ballot Papers received and Remote e-voting is given as **Annexure 1**.

6. I have handed over the Ballot Papers and other related papers/ registers and records for the safe custody to the Chairperson who has been authorized by the Board to supervise the Ballot process.

7. On the basis of the scrutiny of the votes cast by Ballot Papers and through Remote e-voting, the Resolution no. 1 to Resolution no. 6 as set out in the Notice of the AGM have been passed by the Shareholders of the Company with the requisite majority.

8. You may accordingly declare the aforesaid voting result of votes cast through Ballot Papers and Remote e-voting.

Thanking you,

**For Sanjay Dholakia & Associates**
**Practicing Company Secretary**

Dholakia Sanjay

SANJAY DHOLAKIA & ASSOCIATES * PRACTICING COMPANY SECRETARY * FCS No. 2655 CP No. 1798

**Sanjay Dholakia**
**Proprietor**
**Membership No. 2655/CP No. 1798**
**Date: 1st October, 2019**
**Place: Mumbai**

UDIN F002655A000020684.

**Annexure 1**

**RESOLUTION 1- ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON**

| Particulars | Remote E-voting | | Polling at the AGM | | Consolidated voting Results | | |
|---|---|---|---|---|---|---|---|
| | No. of Members voted | No. of valid votes cast | No. of Members / Proxy voted | No. of Valid votes cast | Total No. of Members voted | Total No. of valid votes cast | % of total number of valid votes cast |
| In favour of the Resolution | 24 | 9476794 | 2 | 4 | 26 | 9476798 | 99.99 |
| Against the Resolution | 1 | 850 | 0 | 0 | 1 | 850 | 0.01 |
| Invalid votes | 0 | 0 | 0 | 0 | | | |

**RESOLUTION2 -APPOINTMENT OF MR. AJAY ANAND (DIN: 00373248) AS A DIRECTOR OF COMPANY WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT**

| Particulars | Remote E-voting | | Polling at the AGM | | Consolidated voting Results | | |
|---|---|---|---|---|---|---|---|
| | No. of Members voted | No. of valid votes cast | No. of Members / Proxy voted | No. of Valid votes cast | Total No. of Members voted | Total No. of valid votes cast | % of total number of valid votes cast |
| Infavour of the Resolution | 24 | 9476794 | 2 | 4 | 26 | 9476798 | 99.99 |
| Against the Resolution | 1 | 850 | 0 | 0 | 1 | 850 | 0.01 |
| Invalid votes | 0 | 0 | 0 | 0 | | | |

SANJAY DHOLAKIA & ASSOCIATES MUMBAI

**RESOLUTION 3 - APPROVAL OF RELATED PARTY TRANSACTIONS**

| Particulars | Remote E-voting | | Polling at the AGM | | Consolidated voting Results | | |
|---|---|---|---|---|---|---|---|
| | No. of Members voted | No. of valid votes cast | No. of Members / Proxy voted | No. of Valid votes cast | Total No. of Members voted | Total No. of valid votes cast | % of total number of valid votes cast |
| In favour of the Resolution | 16* | 1462743 | 2 | 4 | 18 | 1462747 | 99.94 |
| Against the Resolution | 1 | 850 | 0 | 0 | 1 | 850 | 0.06 |
| Invalid votes | 0 | 0 | 0 | 0 | | | |

*Promoter and Promoter Group being interested party in the above resolution, the votes casted by them is not considered.

**RESOLUTION 4 - APPOINTMENT OF MRS. RASHMI ANAND (DIN: 00366258) AS NON-EXECUTIVE DIRECTOR LIABLE TO RETIRE BY ROTATION**

| Particulars | Remote E-voting | | Polling at the AGM | | Consolidated voting Results | | |
|---|---|---|---|---|---|---|---|
| | No. of Members voted | No. of valid votes cast | No. of Members / Proxy voted | No. of Valid votes cast | Total No. of Members voted | Total No. of valid votes cast | % of total number of valid votes cast |
| In favour of the Resolution | 24 | 9476794 | 2 | 4 | 26 | 9476798 | 99.99 |
| Against the Resolution | 1 | 850 | 0 | 0 | 1 | 850 | 0.01 |
| Invalid votes | 0 | 0 | 0 | 0 | | | |

SANJAY DHOLAKIA & ASSOCIATES * MUMBAI *

**RESOLUTION 5 - RE-APPOINTMENT OF MR. AJAY ANAND AS MANAGING DIRECTOR OF THE COMPANY LIABLE TO RETIRE BY ROTATION**

| Particulars | Remote E-voting | | Polling at the AGM | | Consolidated voting Results | | |
|---|---|---|---|---|---|---|---|
| | No. of Members voted | No. of valid votes cast | No. of Members / Proxy voted | No. of Valid votes cast | Total No. of Members voted | Total No. of valid votes cast | % of total number of valid votes cast |
| In favour of the Resolution | 24 | 9476794 | 2 | 4 | 26 | 9476798 | 99.99 |
| Against the Resolution | 1 | 850 | 0 | 0 | 1 | 850 | 0.01 |
| Invalid votes | 0 | 0 | 0 | 0 | | | |

**RESOLUTION 6 - APPROVAL FOR CHANGING THE NAME OF THE COMPANY FROM "AUNDE FAZE THREE AUTOFAB LIMITED" TO "FAZE THREEAUTOFAB LIMITED"**

| Particulars | Remote E-voting | | Polling at the AGM | | Consolidated voting Results | | |
|---|---|---|---|---|---|---|---|
| | No. of Members voted | No. of valid votes cast | No. of Members / Proxy voted | No. of Valid votes cast | Total No. of Members voted | Total No. of valid votes cast | % of total number of valid votes cast |
| In favour of the Resolution | 25 | 9477644 | 2 | 4 | 27 | 6477648 | 100.00 |
| Against the Resolution | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Invalid votes | 0 | 0 | 0 | 0 | | | |

SANJAY DHOLAKIA & ASSOCIATES * MUMBAI *