

FAZE THREE Autofab Limited

(Formerly known as AUNDE FAZE THREE Autofab Limited and AUNDE India Limited)

(CIN: L17120DN1997PLC000196)

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@fazethreeauto.com Website: www.fazethreeautofab.com

December 07, 2019

Corporate Service Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort, Mumbai – 400 001.

Dear Sir / Madam,

**Sub. : Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:
Proceedings of Extra Ordinary General Meeting of the Company**

Ref. : 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 proceedings of the Extra Ordinary General Meeting of the Members of the FAZE THREE Autofab Limited held on Saturday on December 07, 2019 at 10.00 a. m. at Conference Room, FAZE THREE Autofab Limited, Plot No. 146, Waghdhara Village Road, Dadra – 396 193, Union Territory of Dadra & Nagar Haveli.

You are requested to kindly take the same on record and bring it to the notice of your constituents.

Thanking you.

Yours faithfully,

For **FAZE THREE Autofab Limited**


Akram Sati
Company Secretary
M No. 50020



Encl. A/a

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PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING OF FAZE THREE AUTOFAB LIMITED HELD ON SATURDAY, 7TH DECEMBER, 2019 AT 10.00 A.M. AT CONFERENCE HALL, FAZE THREE AUTOFAB LIMITED, PLOT NO. 146, WAGHDHARA VILLAGE ROAD, DADRA- 396 193. UNION TERRITORY OF DADRA & NAGAR HAVEL.

The Extra Ordinary General Meeting ('EGM') of the Members of the FAZE THREE Autofab Limited was held on Saturday on December 07, 2019 at 10.00 a. m. and concluded at 10.45 a.m. at Conference Room, FAZE THREE Autofab Limited, Plot No. 146, Waghdhara Village Road, Dadra – 396 193, Union Territory of Dadra & Nagar Haveli.

In the absence of Mr. Ajay Anand, Chairman, Members present at the meeting proposed and appointed Mr. Ankit Madhwani, Member as Chairman of the meeting.

Mr. Ankit Madhwani occupied the chair and conducted the proceedings of the EGM.

The Chairman declared the meeting as validly convened on the basis of advice from the Company Secretary that the requirement of the quorum as per Section 103 of the Companies Act, 2013 was fulfilled.

The Chairman announced that the Statutory Registers, Proxy Registers and various Certificates as mentioned in Notice conveying EGM and other inspection documents as required under the Companies Act, 2013, SEBI LODR Regulations and other statutory legislature were available for inspection during the EGM.

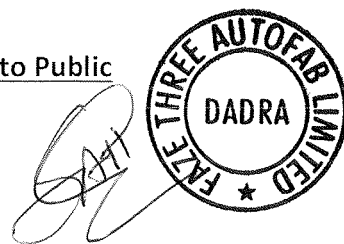
With the consent of the members, the notice convening the EGM was taken as read.

The Chairman informed the members that pursuant to the provisions of the Companies Act, 2013, and rules framed thereunder and the SEBI (LODR) Regulation, 2015, the Company had extended the remote e-voting facility to the members of the Company in respect of the resolution to be passed at the meeting. The remote evoting commenced at 9.00 a.m. on 4th December, 2019 and ended at 5.00 p.m. on 6th December, 2019. He further informed that the members who did not cast their votes through e-voting may cast their votes through poll paper at the meeting.

The Chairman thereafter proceeded with the Agenda mentioned in the Notice of the EGM and the following resolution was proposed and seconded by the members. The Brief description of the resolution is as follows:

SPECIAL BUSINESS

1. **Reclassification of status of Aunde Achter & Ebels GmbH from Promoter to Public**



Regd. Office: Plot No. 146, Waghdhara Village Road, Dadra – 396 193, UT of D&NH

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The Chairman provided opportunity to the Members of the Company present to seek clarifications and/or offer comments related to the item of business. The clarification/ information sought were satisfactorily responded to by the Chairman.

The Chairman then announced the voting to be cast through poll papers after which few shareholders cast their votes through poll at the meeting.

The members were informed that the combined result of the e-voting and poll along-with the Scrutinizer's report would be intimated to the Stock exchange and shall also be uploaded on the website of the Company within 48 hours of the conclusion of the EGM.

The meeting concluded with a vote of thanks to the Chairman.

For **Faze Three Autofab Limited**


Akram Sati
Company Secretary
M No. 50020



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December 09, 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: Revised Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Ref: 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 results as revised after minor correction in voting particulars break-up for the Extra-Ordinary General Meeting of the Company held on Saturday, 07th December, 2019. Further to inform that there is no change in the total votes cast and votes cast in favour of or against the resolution and the Scrutinizer's report issued.

1. Report pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure I.
2. Consolidated report of Scrutinizer dated December 09, 2019 on remote e-voting and voting through Ballot at the EGM.

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

Yours faithfully

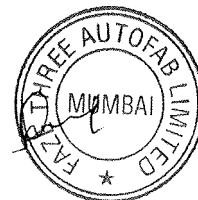
For FAZE THREE Autofab Limited


AKRAM SATI
COMPANY SECRETARY
M No. 50020



Encl.: A/a

Faze Three Autofab Limited								
Resolution Required : (Ordinary)			1 - Reclassification of status of Aunde Achter & Ebels GmbH from Promoter to Public.					
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	99.9981	8014051	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		8014051	99.9981	8014051	0	100.0000	0.0000
Public Institutions	E-Voting	300	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2708706	1294476	47.7895	1294471	5	99.9996	0.0004
	Poll		24	0.0009	24	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1294500	47.7904	1294495	5	99.9996	0.0004
Total		10723207	9308551	86.8075	9308546	5	99.9999	0.0001





SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Painsur 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
Extraordinary General Meeting (EGM) of the Members of
FAZE THREE Autofab Limited
(Formerly known as AUNDEFAZE THREE Autofab Limited and AUNDE India Limited)
held on Saturday, 07th December, 2019 at 10.00 A.M. at
Conference Room, FAZE THREE Autofab Limited,
Plot No. 146, Waghdhara Village Road,
Dadra - 396 193, Union Territory of Dadra & Nagar Haveli.

Dear Sir,

1. The Board of Directors of the Company at its meeting held on 05th November, 2019, has appointed me as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and polling process conducted at the EGM, for all the Resolutions as set out in the Notice of the EGM.
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 the Resolution as set out in the Notice of the said EGM.
3. Further, the facility for voting through Ballot Paper was also made available at the EGM for those Members / proxy holders who attended the EGM 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 EGM held on Saturday, 07th December, 2019 at 10.00 A.M. At Conference Room, FAZE THREE Autofab Limited, Plot No. 146, Waghdhara Village Road, Dadra, - 396 193 Union Territory of Dadra & Nagar Haveli.
 - 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.





SANJAY DHOLAKIA & ASSOCIATES

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- 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 30th November, 2019.
- 4.6 I did not find any defaced or mutilated Ballot Papers.
- 4.7 The voting period for remote e-voting commenced on Wednesday, 04th December, 2019 (9:00 a.m.) and ended on Friday, 06th December, 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 06th December, 2019 from NSDL, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 07th December, 2019 at 11.30 a.m.(IST) in the presence of two witnesses, Ms. Pooja Sanghavi and Mr. Tejendra Singh Jadeja who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Name: Pooja Sanghavi


Name: Tejendra Singh Jadeja

- 4.9 The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolution, as set in the Notice of the EGM.
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 Resolutions set out in the Notice of the EGM have been passed by the Shareholders of the Company with the requisite majority.





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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

Dholakia Sanjay

Sanjay Dholakia
Practising Company Secretary
Proprietor
Membership No. 2655 CP No. 1798



Date: 09th December, 2019
Place: Mumbai

UDIN: F002655A000373619

Annexure 1

RESOLUTION 1- Re-classification of status of Aunde Achter & Ebels GmbH from Promoter to Public:

Particulars	Remote E-voting		Polling at the EGM		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	9308522	9	24	33	9308546	100
Against the Resolution	3	5	-	-	3	5	0
Invalid votes	-	-	-	-			

