



NAZARA TECHNOLOGIES LIMITED

CIN: U72900MH1999PLC122970

Regd. Office: 51-57, Maker Chambers 3, Nariman Point, Mumbai - 400021

Tel.: +91-22-40330800 Fax: +91-22-22810606 Email: info@nazara.com Website: www.nazara.com

Serial No.

POSTAL BALLOT FORM

(Please read carefully the instructions printed overleaf before exercising the vote)

1.	Name and Registered Address of Sole/First named Member (In Block letters)	
2.	Name of the Joint Member(s), if any	
3.	Folio No./DP ID No.*/ Client ID No.* (*Applicable to Members holding shares in dematerialized form)	
4.	Number of shares held	

I / We, hereby exercise my / our vote in respect of the Resolutions to be passed through Postal Ballot as set out in the Postal Ballot Notice dated May 8, 2019 by conveying my/our assent or dissent to the said Resolutions by placing a tick (v) mark in the appropriate box.

Item No.	Brief particulars of the item	Type of Resolution (Ordinary/Special)	No. of equity share(s) held	I/we assent to the resolution (FOR)	I/we dissent to the resolution (AGAINST)
1	Increase in limits of Loans, Investments and Guarantees provided by the company not exceeding sum of Rs. 250 Crores pursuant to Section 186 of the Companies Act 2013.	Special			
2	Issue of equity shares on a private placement basis to Azimuth Investments Limited on cash basis.	Special			
3	Issue of equity shares for consideration other than cash (i.e. Swap of shares of Halaplay Technologies Private Limited with the Equity shares of the Company) on private placement basis to identified persons.	Special			
4	Issue of equity shares for consideration other than cash (i.e. swap of shares of Absolute Sports Private Limited with equity shares of the Company) on private placement basis to identified persons.	Special			

Electronic Voting Particulars

EVENT No.	PAN / Sequence Number
190054	

Note: Kindly read the instructions printed overleaf before exercising the vote through this form or e-voting.

Place:

Date:

(Signature of the Member)

Instructions

1. A Member can opt for only one mode of voting i.e. either through e-voting or by Postal Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Postal Ballot shall be treated as invalid.
2. The notice of Postal Ballot is dispatched/e-mailed to the Members whose names appear on the Register of Members as on Friday, 26th day of April, 2019 and voting rights shall be reckoned on the paid up value of the shares registered in the name of the Members as on the said date.
3. Voting through physical Postal Ballot Form or e-voting cannot be exercised by a proxy.

Process and manner for Members opting to vote by using the Postal Ballot Form:

1. A Member desiring to exercise vote by assent / dissent should complete this Form and send it to the Scrutinizer, M/s. Manish Ghia & Associates, Company Secretaries and send the same in self-addressed business reply envelope (if posted in India) so as to reach the Scrutinizer on or before Sunday, 9th day of June, 2019 (5.00 p.m.). However, envelopes containing Postal Ballot Form, if sent by courier or by registered post / speed post at the expense of the Member will also be accepted. All Postal Ballot Forms received after 5.00 p.m. on Sunday, 9th day of June, 2019 will be strictly treated as if the reply from such Member has not been received.
2. This Form should be completed and signed by the Member (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Member and in his absence, by the next named Member.
3. In respect of shares held by corporate and institutional members (companies, trusts, societies, etc.), the completed Postal Ballot Form should be accompanied by a certified copy of the relevant Board Resolution/appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.
4. The consent must be accorded by recording the assent in the column 'FOR' or dissent in the column 'AGAINST' by placing a tick mark (✓) in the appropriate column in the Postal Ballot Form. The assent or dissent received in any other form shall not be considered valid. The number of shares in respect of which votes are cast should be mentioned in the column, in the absence of which, all the votes shall be deemed to have been cast as per the tick mark placed by the Member in the respective column.
5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
6. There will be one Postal Ballot Form for every Folio / Client ID irrespective of the number of joint holders.
7. Members who have not received the Form and desirous of seeking a duplicate Form, may send a request to the Company at its e-mail id: compliance@nazara.com by mentioning his/ her Folio No / DP ID and Client ID No for obtaining the Notice and Postal Ballot Form in physical form from the Company. The duly completed Postal Ballot Form should reach the Scrutinizer not later than the date specified under instruction no.1 above.
8. Members are requested not to send any other paper along with the Postal Ballot Form. They are also requested not to write anything in the Postal Ballot Form except giving their assent or dissent and putting their signature. If any other paper is sent alongwith the Form the same will be destroyed by the Scrutinizer.
9. Incomplete, unsigned or incorrectly ticked Postal Ballot Forms will be rejected. A Form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature cannot be verified. A Postal Ballot Form which is otherwise complete in all respects and is received by the Scrutinizer within the prescribed time limit but is undated shall be considered valid.
10. The Scrutinizer's decision on the validity of the Postal Ballot Form will be final and binding.