



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: <https://corp.nazara.com/>

ADDENDUM NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING

Nazara Technologies Limited had issued Notice dated 25th December, 2020 for convening the Extra-Ordinary General Meeting (“**EGM**”) of the shareholders, scheduled to be held on **19th January, 2021** at **11.00 A.M.** at the Registered Office of the Company situated at 51-57, Maker Chambers 3, Nariman Point, Mumbai – 400021. The EGM Notice has already been circulated to all the Shareholders of the Company in due compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder.

Subsequent to the issuance and circulation of the said notice, the MCA vide its General circular No. 39/2020 dated 31st December 2020, have allowed Companies to convene their EGM through VC/OAVM upto 30th June 2021 in view of the prevailing COVID-19 pandemic.

In view of this and as mentioned in the point No. 6 of the Important Notes to the Notice of the EGM, dated 25th December 2020, the meeting now shall be convened through Video Conferencing/Other Audio-Visual Means (“**VC/OAVM**”) instead of being convened physically at the Registered Office of the Company. Accordingly, addendum to the Important Notes to the Notice dated 25th December, 2020 of convening Extra-Ordinary General Meeting is annexed.

This addendum to the EGM Notice shall form integral part of Notice dated 25th December 2020 circulated to all the shareholder of the Company. Accordingly, all the concerned Shareholders, Depositories, Registrar and Share Transfer Agents, Agencies appointed for E-Voting, other Authorities, Regulators and all other concerned persons are requested to take note of the above change for convening EGM through VC/OAVM.

This addendum will be available on the Website of the Company viz. <https://corp.nazara.com/>.

**By Order of the Board of Directors,
Nazara Technologies Limited**

**Date: 12/01/2021
Place: Mumbai**

**Vikash Mittersain
Chairman & Managing Director
DIN: 00156740**

ADDEDNDUM NOTES TO THE IMPORTANT NOTES:

1. In view of the continuing COVID-19 pandemic, and the consequent restrictions and requirements like social distancing the Ministry of Corporate Affairs (“MCA”) vide Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 followed by Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020 have allowed Companies to hold their Extra-Ordinary General Meeting (“EGM”) through Video Conferencing /Other Audio Visual Means (“VC/OAVM”). In terms of the said circulars read with the applicable provisions of the Companies Act, 2013, the EGM of the Company will be held through VC or OAVM, hereinafter called as Electronic Extra-Ordinary General Meeting (“e-EGM”), and the members can attend and participate in the e-EGM through VC/OAVM only. The detailed procedure for participating in the meeting through VC/OAVM Facility is mentioned hereunder in this notice. The deemed venue for the aforesaid e-EGM shall be the Registered Office of the Company.
2. Since the EGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with, hence Attendance Slip shall not be required for participating in the e-EGM. Also, facility for appointment of proxy by the Members will not be available for the e-EGM, hence members are hereby requested to not to send the Proxy Form. Accordingly point no. 1, 3 and 4 of Important Notes to Notice dated 25th December 2020 stands cancelled herewith.
3. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. This EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 followed by Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020 and Circular No. 39/2020 dated 31st December 2020.
5. All other notes to Notice shall remain the same including the manner for e-voting and e-voting period.

PROCESS AND MANNER FOR ATTENDING THE EXTRA-ORDINARY GENERAL MEETING THROUGH INSTAMEET:

Shareholders/Members are entitled to attend and participate in the Extra-Ordinary General Meeting (“EGM”) through VC/OAVM Facility being provided by Link Intime by following the below mentioned process:

1. Facility for joining the EGM through VC/OAVM shall open 15 minutes before the time scheduled for the EGM and shall be kept open till the expiry of 15 minutes after the schedule time on first come first basis.
2. Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chairpersons of Audit Committee, Nomination, Remuneration & Compensation Committee, Stakeholders Relationship Committee and Auditors etc. may be allowed to the meeting without restrictions of first come first basis.
3. Shareholders/ Members will be provided with InstaMeet facility wherein Shareholders/ Members shall register their details and attend the EGM `as under:
 1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>
 - ▶ Select the “Company” and ‘Event Date’ and register with your following details: -
 - A. **Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No
 - Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**

- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
 - Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company
- B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
- C. Mobile No.:** Enter your mobile number.
- D. Email ID:** Enter your email id, as recorded with your DP/Company.
- ▶ Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

INSTRUCTIONS FOR SHAREHOLDERS/ MEMBERS TO SPEAK DURING THE EXTRA-ORDINARY GENERAL MEETING THROUGH INSTAMEET:

1. Shareholders who would like to speak during the meeting must register their request in advance with the company on the cs@nazara.com created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

INSTRUCTIONS FOR SHAREHOLDERS/ MEMBERS TO VOTE DURING THE EXTRA-ORDINARY GENERAL MEETING THROUGH INSTAMEET:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Extra-Ordinary General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Extra-Ordinary General Meeting will be eligible to attend/ participate in the Extra-Ordinary General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

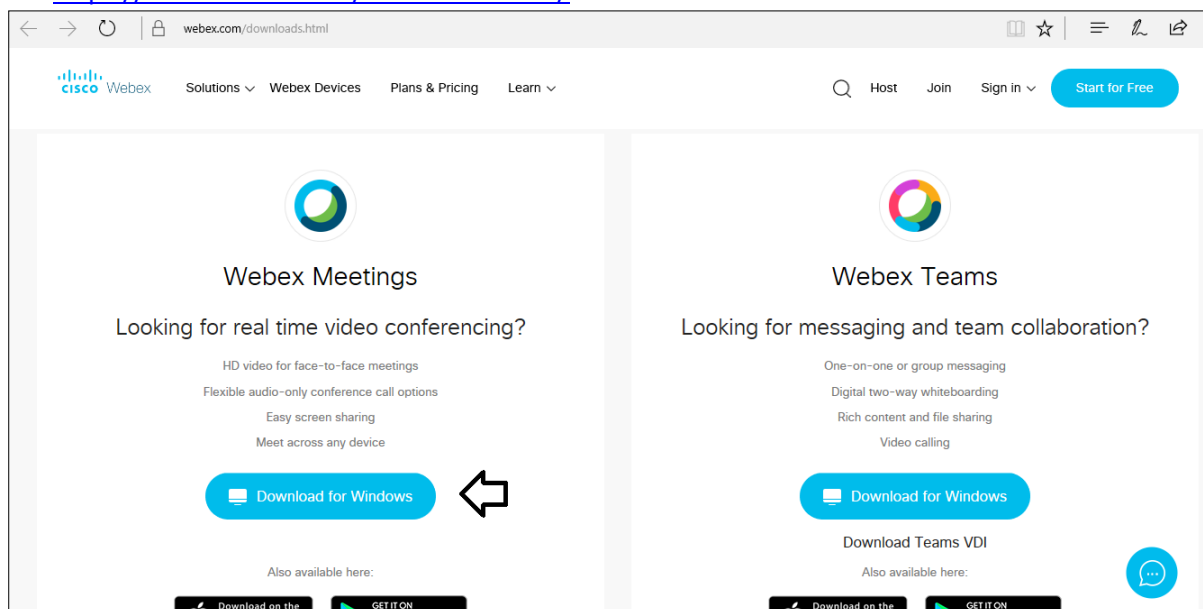
Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience. Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting. Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

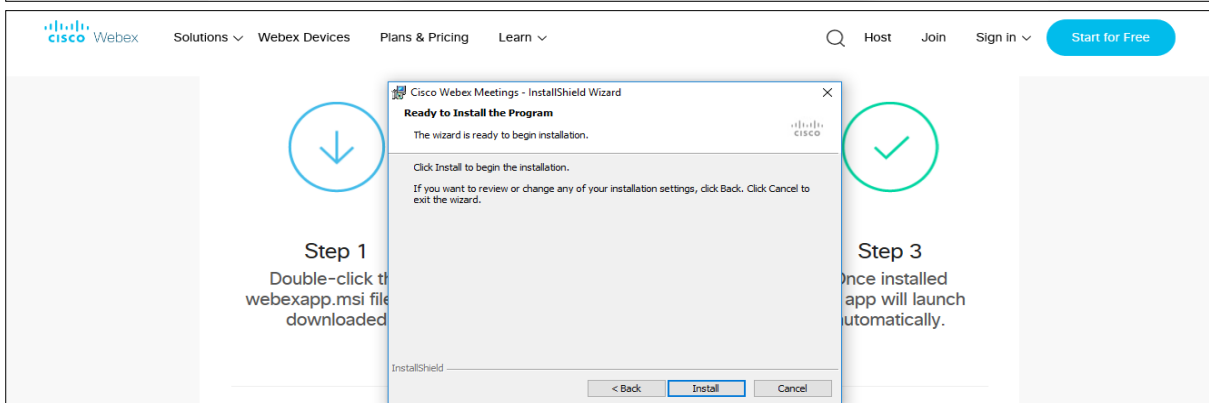
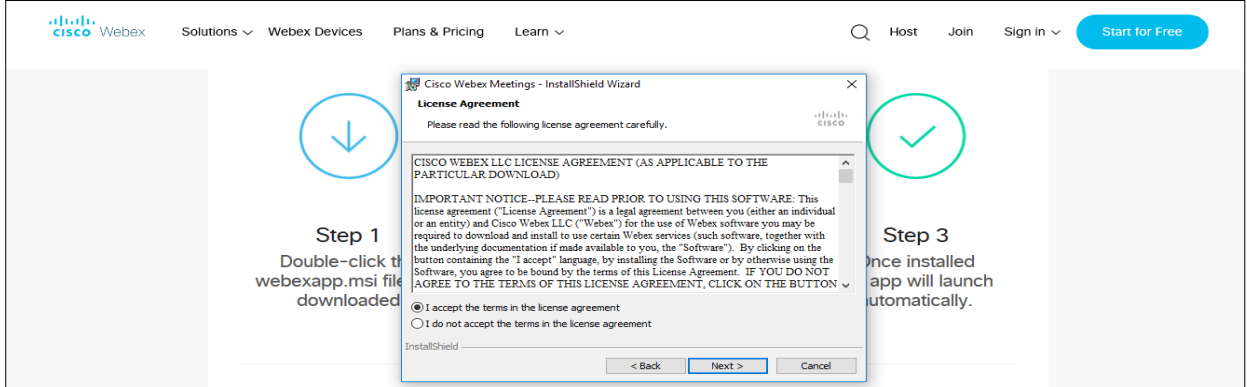
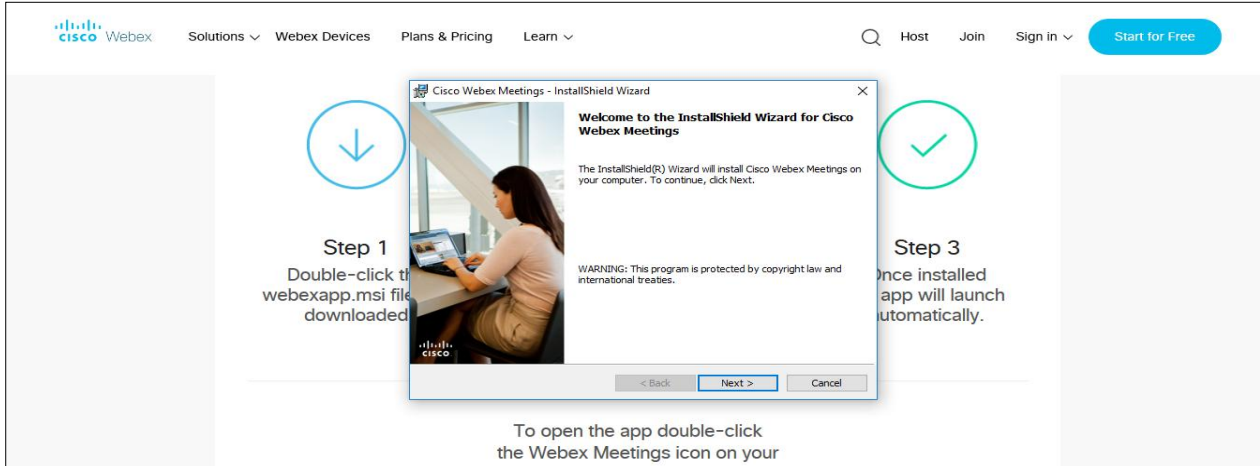
GUIDELINES TO ATTEND THE EGM PROCEEDINGS OF LINK INTIME INDIA PVT. LTD.: INSTAMEET

For a smooth experience of viewing the EGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

- a) Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>



Step 1 Enter your First Name, Last Name and Email ID and click on Join Now.



or

b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Step 1 Enter your First Name, Last Name and Email ID and click on Join Now.

1 (A) If you have already installed the Webex application on your device, join the meeting by clicking on Join Now

1 (B) If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or [Run a temporary application](#).

Click on [Run a temporary application](#), an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now

Event Information:

Event status:

Date and time:

Duration:

Description:

By joining this event, you are accepting the Cisco Webex [Terms of Service](#) and [Privacy Statement](#).

Join Event Now

You cannot join the event now because it has not started.

First name:

Last name:

Email address:

Event password:

[Join by browser](#) **NEW!**

If you are the host, [start your event](#).
