

April 22, 2021

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

**Scrip Code: 543280**

**National Stock Exchange of India Limited**

Exchange Plaza,  
Plot No. C/1, G Block, Bandra – Kurla Complex,  
Bandra (East),  
Mumbai – 400 051

**Trading Symbol: NAZARA**

**Sub: Outcome of Board Meeting under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“SEBI Listing Regulations”)**

Dear Sir/Madam,

Pursuant to SEBI Listing Regulations, we wish to inform you that the Board of Directors of the Company at their meeting held today i.e. April 22, 2021, has *inter-alia* transacted the following business:

**1. Constitution of Risk Management Committee:**

Pursuant to Regulation 21 of the SEBI Listing Regulations, the Company being part of the top 500 listed entities determined on the basis of market capitalization, as at the end of the immediate previous financial year i.e. March 31, 2021, the Board constituted the Risk Management Committee of the Company consisting of members viz. Mr. Nitish Mittersain (Joint Managing Director), Mr. Kuldeep Jain (Non-Executive Independent Director), Mr. Sasha Mirchandani (Non-Executive Independent Director) and Mr. Rakesh Shah (Chief Financial Officer).

2. Approved the appointment of M/s. Manish Ghia & Associates, Practicing Company Secretary, as the Secretarial Auditor of the Company for the financial year 2020-21. A brief profile of M/s. Manish Ghia & Associates, Practicing Company Secretaries, is annexed herewith.

3. The Board has given its In-principle approval to Halaplay Technologies Private Limited (“Halaplay”), a Subsidiary of a Company, for raising fund to the tune of INR 18.02 Crores by way issue of its shares in one or more tranches to the identified investors, subject to all the requisite approvals. Post completion of the said transaction, the stake of the Company in Halaplay will be diluted from 74.02% to 64.70%, on a fully diluted basis. Further, there is no change in the management and control of Halaplay upon completion of the aforesaid transaction.

4. Further, Company has also entered into a Share Purchase Agreement on April 22, 2021 with Mr. Sankalp Sharma and Absolute Sports Private Limited (“ASPL”) for acquisition of further stake of 1.40% equity stake (on fully diluted basis) for a consideration of Rs.96.16 Lacs in ASPL, a subsidiary of the Company. Post completion of the said transaction, the stake of the Company in ASPL shall increase from 63.90 % to 65.30 %.

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# Nazara Technologies Limited

(Formerly known as Nazara Technologies Private Limited)



The disclosure required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 is given in the enclosed **Annexure I**

Further, please note that the said meeting commenced at 3.30 p.m and concluded at 4.35p.m.

The above is for your information and records.

Thanking you.

Yours faithfully,  
For **Nazara Technologies Limited**

**Pratibha Mishra**  
Company Secretary & Compliance Officer

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## ANNEXURE I

### Disclosure under Regulation 30 of SEBI Listing Regulations pertaining to appointment of M/s. Manish Ghia & Associates, Practicing Company Secretaries

#### PARTICULARS PERTAINING TO APPOINTMENT OF SECRETARIAL AUDITOR.

Name of the Firm	M/s Manish Ghia & Associates
Membership No.	6252
Certificate of Practice No.	3531
Address and Email id of the Auditor	04, Chandan Niwas, 1 <sup>st</sup> Floor, Mathuradas VasANJI Road, behind Andheri Gymkhana, Andheri (East), Mumbai – 400069 Email id: <a href="mailto:mg@mgconsulting.in">mg@mgconsulting.in</a>
Reason for appointment	Pursuant to Section 204 of the Companies Act 2013 and the rules made thereunder and in accordance with the provisions of Securities Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.
Date of appointment and Term of appointment	April 22,2021
Brief Profile	<p>M/s. Manish Ghia &amp; Associates, was founded in the year 2000 by Mr. Manish L. Ghia, a Fellow Member of the Institute of Company Secretaries of India, offers a wide range of specialized, multi-disciplinary professional services to meet the immediate and long term business needs of its clients.</p> <p>Its team consist of Qualified Company Secretaries, equipped with requisite business and technical skills, experience and knowledge, deliver customized solutions to our valued clients.</p> <p>Mr. Manish L. Ghia has more than 21 years of experience in the field of Advisory and Consultancy Services under Corporate laws comprising of Companies Act, Securities Laws, Listing regulations, NBFC Guidelines, SEBI Rules and Regulations.</p> <p>M/s. Manish Ghia &amp; Associates has accorded consent to act as Secretarial Auditor of the Company and is qualified and eligible for appointment in accordance with the requirements of the Companies Act, 2013.</p>