

Nazara Technologies Limited

(Formerly known as Nazara Technologies Private Limited)



Nazara™

November 04, 2021

**Head, Listing Compliance Department
BSE Limited**

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001.

Scrip Code: 543280

**Head Listing Compliance Department
National Stock Exchange of India Limited**

Exchange Plaza, Plot No. C/1. G Block,
Bandra -Kurla Complex, Bandra (East),
Mumbai- 400051.

Scrip Symbol: NAZARA

Sub: Proceedings of the Extraordinary General Meeting of the Company held on Wednesday, November 03, 2021

Dear Sirs/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we wish to inform you that the Extraordinary General Meeting (EGM) of the Company was held on Wednesday, November 03, 2021 at 11:25 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in accordance with the applicable circular(s) issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

In this regard, we enclose herewith the proceedings of the said Extraordinary General Meeting of the Company.

You are requested to kindly take the same on record.

Thanking You,

Yours Faithfully,

For **Nazara Technologies Limited**

**Rakesh Shah
Chief Financial Officer**

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Summary of the proceedings of the Extraordinary General Meeting of Nazara Technologies Limited

The Extraordinary General Meeting ('EGM') of the Members of the Nazara Technologies Limited ('the Company') was held on Wednesday, 3rd November, 2021 through Video Conference or Other Audio-Visual Means (VC / OAVM). The meeting commenced at 11:25 A.M. (IST) and concluded at 12: 16 P.M (IST) (including the time allowed for e-voting).

Mr. Vikash Mittersain, Chairman & Managing Director, chaired the proceedings of the meeting. The requisite quorum being present, the Meeting was called in order.

With the permission of Chairman, Mr. Rakesh Shah, Chief Financial Officer (CFO), of the Company informed that the Meeting was held through VC / OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India. He further informed that the Company had tied up with Central Depository Services Limited (CDSL) to provide facility for voting through remote e-voting, e-voting during the EGM and participation in the EGM through VC / OAVM facility. He then informed that remote e-voting commenced at 9:00 a.m. (IST) on Friday, October 29, 2021 and concluded at 5:00 p.m. (IST) on Tuesday, November 2, 2021.

The members were also informed that the Company has appointed CS Mannish. L. Ghia, Partner of M/s. Manish Ghia & Associates, Company Secretaries, as the scrutinizer to scrutinise the voting through electronic means (i.e. remote e-voting and voting at the meeting through electronic voting system).

He then appraised the Members that pursuant to the clarification sought by National Stock Exchange of India Limited ('NSE') and BSE Limited ('BSE') (collectively, the 'Stock Exchanges'), the Company had obtained an addendum (dated October 25, 2021) to the Valuation Reports dated October 06, 2021, which inter alia sets out the other additional method of valuation and values derived under all the different methods considered relevant for the valuation by both the Registered Valuers and Merchant Banker in their above referred Valuation Reports. The same was noted by the Members.

Mr. Rakesh Shah, CFO, of the Company then informed the Members that the Notice convening the EGM including addendum to the Notice circulated to the members were taken as read.

The following items of business as set out in the Notice dated October 6, 2021 read in conjunction with the addendum to the notice dated October 26, 2021 were transacted through e-voting / remote e-voting at the meeting:

Sr. No.	Details of the Resolutions	Type of Resolution	Mode of voting
1	Issuance of upto 14,29,266 Equity shares on preferential basis to investors for cash.	Special	Remote e-voting and e-voting at EGM
2	Issuance of upto 6,48,125 Equity shares for consideration other than cash on preferential basis	Special	Remote e-voting and e-voting at EGM

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Thereafter, Mr. Manish Agarwal, Chief Executive Officer (CEO), invited the speaker shareholders, who had done prior registrations, to express their views and ask questions, if any. The Members were given an opportunity to speak in the order in which they had registered their names. After giving sufficient time to all Members who wished to speak, the Mr. Manish Agarwal, CEO, appropriately responded to each queries raised by them.

Mr. Rakesh Shah, CFO, then informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting.

With the permission of Chairman, Mr. Rakesh Shah announced that the e-voting results along with the consolidated Scrutinizer's Report shall be placed on the website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and would also be placed on the website of the Company i.e. www.nazara.com and website of CDSL i.e. www.evotingindia.com within 2 (two) working days of the conclusion of the meeting.

Thereafter Mr. Manish Agarwal, CEO, thanked all for attending the Meeting and declared the Meeting to be concluded at 12:16 P.M after being open for 30 minutes for e-voting to be completed.

Notes:

- 1) The Company will separately intimate the voting results (remote e-voting and voting at the meeting through electronic voting system) to the Stock Exchanges.
- 2) This document does not constitute minutes of the proceedings of the Extraordinary General Meeting of the Company.

This is for your information and records.

For **Nazara Technologies Limited**

Rakesh Shah
Chief Financial Officer

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