



Date: September 04, 2023

To,  
**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: Outcome of Board Meeting held on September 04, 2023 under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**

Dear Sir/Madam,

Further to our letter dated August 30, 2023 and in accordance with Regulation 30 and other applicable regulations of the SEBI Listing Regulations, we wish to inform you that the Board of Directors ("**Board**") of Nazara Technologies Limited ("**Company**"), at its meeting held today i.e. on Monday, September 04, 2023, inter-alia, considered and approved the following businesses:

1. Issuance of upto 14,00,560 (Fourteen Lakhs Five Hundred and Sixty only) Equity shares of face value of Rs. 4/- each of the Company, for cash, at an issue price of Rs. 714/- per Equity Share aggregating to an amount of Rs.99,99,99,840/- (Rupees Ninety Nine Crores Ninety Nine Lakhs Ninety Nine Thousand Eight Hundred and Forty Only) to M/s Kamath Associates (Partnership firm represented by its partners Nikhil Kamath and Nithin Kamath) and M/s NKSquared (Partnership firm represented by its partners Nikhil Kamath and Nithin Kamath) (Collectively known as "**Investors**"), not belonging to the promoter or promoter group of the Company, on a preferential basis ("**Preferential Issue**") in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**SEBI ICDR Regulations**"), as amended, the Companies Act, 2013 and other applicable laws, each as amended. and this is subject to the approval of the shareholders of the Company and such regulatory/ statutory authorities as may be applicable.

The details in this regards pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular No. SEBI/HO/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure-A** to this letter.

2. Convening of 24<sup>th</sup> Annual General Meeting ("**AGM**") of the shareholders of the Company on Friday, September 29, 2023 through Video-Conferencing or other audio-visual means, for seeking the approval of the shareholders pertaining to items specified in the AGM Notice including the proposed Preferential Issue.

The notice of the said AGM shall be submitted to the Stock Exchanges in due course in compliance with the provisions of the Listing Regulations.

The meeting of the Board of the Company commenced at 8.30 am. and concluded at **8:50** am.

You are requested to take the above intimation on record.

Yours faithfully,  
**For Nazara Technologies Limited**

**Varsha Vyas  
Company Secretary and Compliance Officer  
M. No.: 57238**

**Encl: As above**

India | Middle East | Africa | Europe

## Annexure-A

The details as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are given as under:

Sr. No.	Particulars	Details																			
1	Type of securities	Equity Shares of Rs. 4/- each																			
2	Type of issuance	Preferential Issue in accordance with Chapter V of SEBI ICDR Regulations and other applicable laws																			
3	Total number of securities proposed to be issued and amount for which the securities will be issued.	Up to 14,00,560 Equity Shares at a price of Rs. 714/- per Equity Share (including premium of Rs. 710/- per Equity Share), for an aggregate consideration of Rs 99,99,99,840/- (Rupees Ninety Nine Crores Ninety Nine Lakhs Ninety Nine Thousand Eight Hundred Forty only).																			
4	<b>Additional Information in case of Preferential Issue</b>	:																			
I	Name of the Investor	<table border="1"> <thead> <tr> <th>Sr. No</th> <th>Name of the proposed Investors</th> <th>Maximum Number of Equity Shares to be allotted</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Kamath Associates</td> <td>7,00,280</td> </tr> <tr> <td>2</td> <td>NKSquared</td> <td>7,00,280</td> </tr> </tbody> </table>	Sr. No	Name of the proposed Investors	Maximum Number of Equity Shares to be allotted	1	Kamath Associates	7,00,280	2	NKSquared	7,00,280										
Sr. No	Name of the proposed Investors	Maximum Number of Equity Shares to be allotted																			
1	Kamath Associates	7,00,280																			
2	NKSquared	7,00,280																			
ii.	Post Allotment of Securities: Outcome of Subscription	<p>The Equity Shares are proposed to be allotted to the Investors. Details of the shareholding of Investors in the Company, prior to and after the proposed Preferential Issue, are as under:</p> <table border="1"> <thead> <tr> <th rowspan="2">Name of Investor</th> <th colspan="2">Pre-Preferential Issue as on 01.09.2023</th> <th colspan="2">Post- Preferential Issue</th> </tr> <tr> <th>No of Equity Shares</th> <th>%</th> <th>No of Equity Shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>Kamath Associates</td> <td>2,21,707</td> <td>0.34</td> <td>9,21,987</td> <td>1.36</td> </tr> <tr> <td>NKSquared</td> <td>2,17,174</td> <td>0.33</td> <td>9,17,454</td> <td>1.36</td> </tr> </tbody> </table>	Name of Investor	Pre-Preferential Issue as on 01.09.2023		Post- Preferential Issue		No of Equity Shares	%	No of Equity Shares	%	Kamath Associates	2,21,707	0.34	9,21,987	1.36	NKSquared	2,17,174	0.33	9,17,454	1.36
Name of Investor	Pre-Preferential Issue as on 01.09.2023			Post- Preferential Issue																	
	No of Equity Shares	%	No of Equity Shares	%																	
Kamath Associates	2,21,707	0.34	9,21,987	1.36																	
NKSquared	2,17,174	0.33	9,17,454	1.36																	
iii.	Issue Price	Rs. 714/- per Equity Share (including a premium of Rs. 710/- per Equity Share) The price at which the Equity Shares shall be issued is not lower than the floor price calculated in accordance with Chapter V of the SEBI ICDR Regulations																			
iv	Number of Investors	2																			
v	In case of convertibles, intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable																			

**For Nazara Technologies Limited**

**Varsha Vyas**  
**Company Secretary and Compliance Officer**  
**M. No: 57238**

India | Middle East | Africa | Europe

Regd. Office: 51-54, Maker Chamber III, Nariman Point Mumbai - 400021. Tel. : +91-22-40330800 / 22810303 / 22813030  
 Fax: +91-22-22810606 E-mail: info@nazara.com Website: www.nazara.com CIN: L72900MH1999PLC122970