Nazara Technologies Limited

October 04, 2023

To,

Listing Compliance Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001.
Scrip Code: 543280

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

Dear Sir/ Madam,

Subject: Disclosure under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations")

Further to our intimations dated September 4, 2023, September 7, 2023 and October 3, 2023 with regards to issuance of equity shares of the Company having face value of Rs. 4 each ("**Equity Shares**") on preferential basis and in accordance with Regulation 30 and other applicable provisions of SEBI Listing Regulations, we wish to inform you that the Company today has executed a share subscription agreement ("**Agreement**") with SBI Funds Management Limited, as asset management company of SBI Mutual Fund with respect to its schemes, namely SBI Multicap Fund, SBI Magnum Global Fund and SBI Technology Opportunities Fund ("**Proposed Allottees**"), for the issuance and allotment of 57,42,296 (Fifty-Seven Lakhs Forty-Two Thousand Two Hundred and Ninety-Six) Equity Shares at a price of Rs. 714/- per Equity Share, aggregating to Rs. 4,099,999,344/- to the Proposed Allottees, for cash, on a preferential basis, in compliance with the applicable provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.

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.

You are requested to kindly take the above intimation on your record.

Yours faithfully,
For Nazara Technologies Limited

VARSHA VALLABH VYAS
Digitally signed by VARSHA VALLABH VYAS
Date: 2023.10.04 18:31:36 +05'30'

Varsha Vyas
Company Secretary & Compliance Officer
M. No. 57238

Annexure A

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

Name(s) of parties with whom the agreement is entered	The Share Subscription Agreement dated October 4, 2023 is entered amongst the Company and SBI Funds Management Limited, as asset management company of SBI Mutual Fund with respect to its schemes namely SBI Multicap Fund, SBI Magnum Global Fund and SBI Technology Opportunities Fund ("**Proposed Allottees**"). ("**Agreement**")
Purpose of entering into the Agreement	To record the terms and conditions for issuance and allotment of 57,42,296 (Fifty Seven Lakh Forty Two Thousand Two Hundred and Ninety Six) Equity Shares to the Proposed Allottees.
Shareholding, if any, in the entity with whom the agreement is executed	Nil
Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	Not Applicable
Whether the said parties are related to promoter/promoter group/group companies in any manner. If yes, nature of relationship	No

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Fax: +91-22-22810606 E-mail: info@nazara.com Website : www.nazara.com CIN : L72900MH1999PLC122970

<table>
<tr><td>Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”</td><td>No</td></tr>
<tr><td>In case of issuance of shares to the parties, details of issue price, class of shares issued</td><td>The Company will allot 57,42,296 Equity Shares of Rs. 4/- each at a price of Rs. 714/- per Equity Share aggregating to Rs. 4,099,999,344/-, for cash, on preferential basis, as per the details mentioned below:

<table>
<tr><th>Sr. No.</th><th>Name of Investor</th><th>Maximum Number of Equity Shares to be allotted</th><th>Consideration Amount (in Rs.)</th></tr>
<tr><td>1</td><td>SBI Multicap Fund (a scheme of SBI Mutual Fund)</td><td>28,01,120</td><td>1,999,999,680</td></tr>
<tr><td>2</td><td>SBI Magnum Global Fund (a scheme of SBI Mutual Fund)</td><td>16,80,672</td><td>1,199,999,808</td></tr>
<tr><td>3</td><td>SBI Technology Opportunities Fund (a scheme of SBI Mutual Fund)</td><td>1,260,504</td><td>899,999,856</td></tr>
</table></td></tr>
<tr><td>Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.</td><td>Nil</td></tr>
</table>

In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): **a) name of parties to the agreement;** **b) nature of the agreement;** **c) date of execution of the agreement;** **d) details of amendment and impact thereof or reasons of termination and impact thereof.**	Not Applicable

For Nazara Technologies Limited

VARSHA VALLABH VYAS

Digitally signed by VARSHA VALLABH VYAS
Date: 2023.10.04 18:32:06 +05'30'

Varsha Vyas
Company Secretary & Compliance Officer
M. No. 57238

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