

September 05, 2024

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

Subject: Outcome of Board Meeting held on Thursday, September 05, 2024

Reference - Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “Listing Regulations”)

Dear Sir/Madam,

Pursuant to Regulation 30 and other applicable regulation of the 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 Thursday, September 05, 2024, has considered and approved the following businesses:

1. Based on the recommendation of the Audit Committee, the Board approved the appointment of M/s. M S K C & Associates, Chartered Accountants (Firm Registration No. 001595S), as the Statutory Auditors of the Company to hold office for a term of 5 (five) consecutive years, i.e., from the conclusion of the ensuing 25th Annual General Meeting till the conclusion of the 30th Annual General Meeting, subject to the approval of the Members of the Company at the ensuing 25th Annual General Meeting.

The details in this regard, as required under the Listing Regulations read with the SEBI Circular No. SEBI/HO/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023, are enclosed herewith as **Annexure A**.

2. Approved the convening of the ensuing 25th Annual General Meeting of the Members of the Company on **Monday, September 30, 2024**, through Video Conferencing / Other Audio-Visual Means, pursuant to and in compliance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The 25th Annual Report for the Financial Year 2023-24 of the Company, along with the Notice convening the 25th Annual General Meeting, shall be dispatched shortly to all eligible shareholders of the Company and will also be available on the Company’s website www.nazara.com in due course.

3. Approved the re-constitution of the Audit Committee (“**AC**”) and the Nomination, Remuneration and Compensation Committee (“**NRC**”) of the Board of Directors of the Company with effect from September 06, 2024. The details with respect to the new composition of aforesaid Committees are enclosed herewith as **Annexure B**.

The meeting of the Board of Directors of the Company commenced at 6:00 P.M. and concluded at 6:55 P.M. The above can be accessed on the website of the Company at the link www.nazara.com.

This is for your information and records.

Yours faithfully,

For **Nazara Technologies Limited**

RAKESH
CHANDRAKANT
SHAH

Digitally signed by RAKESH
CHANDRAKANT SHAH
Date: 2024.09.05 19:02:19
+05'30'

Rakesh Shah
Chief Financial Officer

Encl. As above

India | Middle East | Africa | Europe

ANNEXURE A

The details as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “Listing Regulations”) read with the SEBI Circular No. SEBI/HO/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 is as under:

Sr. No.	Particulars	Details
1.	Name of the new Statutory Auditors & Firm Registration No.	M/s. M S K C & Associates, Chartered Accountants (Firm Registration No. 001595S)
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	<p>M/s. Walker Chandiok & Co LLP will complete their first term of 5 (five) consecutive years as the Statutory Auditors of the Company at the conclusion of the ensuing 25th Annual General Meeting of the Company.</p> <p>In view of the above, based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of M/s. M S K C & Associates, Chartered Accountants (Firm Registration No. 001595S) as the Statutory Auditors of the Company to hold office for a term of 5 (five) consecutive years, i.e., from the conclusion of the ensuing 25th Annual General Meeting till the conclusion of the 30th Annual General Meeting of the Company, subject to approval of the Members at the ensuing 25th Annual General Meeting.</p>
3.	Date of Appointment / cessation (as applicable) & terms of appointment	From the conclusion of the ensuing 25 th Annual General Meeting till the conclusion of the 30 th Annual General Meeting of the Company, subject to approval of the Members at the ensuing 25 th Annual General Meeting.
4.	Brief profile	<p>M/s. M S K C & Associates, Chartered Accountants (Firm Registration No. 001595S) is an Indian partnership firm registered with the Institute of Chartered Accountants of India (ICAI).</p> <p>The Firm provides a wide range of services which include Audit & Assurance, Taxation and Accounting Advisory. The Firm's Audit and Assurance team has significant experience in audit of various industries.</p>
5.	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable

ANNEXURE B

The details with respect to the new composition of the Audit Committee and the Nomination, Remuneration and Compensation Committee of the Board of Directors of the Company with effect from September 06, 2024, is as follows:

A. The Audit Committee:

Sr. No.	Name of the Committee Member	Position	Category
1.	Mr. Probir Roy	Chairperson	Non-Executive & Independent Director
2.	Ms. Shobha Jagtiani	Member	Non-Executive & Independent Director
3.	Mr. Nitish Mittersain	Member	Executive Director

B. The Nomination, Remuneration and Compensation Committee:

Sr. No.	Name of the Committee Member	Position	Category
1.	Mr. Probir Roy	Chairperson	Non-Executive & Independent Director
2.	Ms. Shobha Jagtiani	Member	Non-Executive & Independent Director
3.	Mr. Rajiv Agarwal	Member	Non-Executive Director