

April 09, 2025

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: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (the “Listing Regulations”) – Incorporation of a step-down subsidiary in the State of Delaware, United States of America.

Dear Sir/Madam,

With reference to captioned subject and pursuant to Regulation 30 read with Part A of Schedule III of the Listing Regulations and based on the intimation dated April 08, 2025, received from Nodwin Gaming Private Limited (“Nodwin Gaming”), a material subsidiary of the Company, we wish to inform you that, NODWIN Gaming International Pte Ltd (“Nodwin Gaming Singapore”), a wholly owned subsidiary of Nodwin Gaming, has incorporated a wholly owned subsidiary in the State of Delaware, United States of America under the name and style of “**Nodwin Gaming USA Inc.**”.

The details in this regard, pursuant to Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD-PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as **Annexure A**.

You are requested to take the above intimation on your records.

Thanking you,

Yours faithfully,
For **Nazara Technologies Limited**

Arun Bhandari
Company Secretary and Compliance Officer

Encl.: As above

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Annexure A

The details as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”) read with SEBI Master Circular No. SEBI/HO/CFD-PoD2/CIR/P/0155 dated November 11, 2024 is as under:

Sr. No.	Particulars	Details
1	Name of the Target Entity details in brief such as size, turnover, etc.	<p>Nodwin Gaming USA Inc. (“Nodwin Gaming USA”) is a company incorporated in the State of Delaware, United States of America.</p> <p>Authorized Share Capital: USD 100 (10,000,000 Shares of USD 0.00001 per share)</p> <p>Turnover: Not Applicable, since it is a newly incorporated company and is yet to commence its business operations.</p>
2.	<p>Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired?</p> <p>If yes, nature of interest and details thereof and whether the same is done at “arm’s length”</p>	<p>Nodwin Gaming USA is incorporated as a wholly owned subsidiary of NODWIN Gaming International Pte Ltd (“Nodwin Gaming Singapore”), which is a wholly owned subsidiary of Nodwin Gaming Private Limited (“Nodwin Gaming”), a material subsidiary of the Company and therefore, Nodwin Gaming USA is a related party of the Company.</p> <p>This transaction does not fall within related party transactions of the Company.</p> <p>The promoters / promoter group / group companies of the Company do not have any interest in this transaction.</p>
3	Industry to which the entity being acquired belongs	E-Sports
4	Objects and impact of acquisition (including but not limited to, disclosure of reasons for investment in target entity if the business is outside the main line of business of the listed entity).	Nodwin Gaming USA has been incorporated by Nodwin Gaming Singapore to run, operate and expand E-sports in the United States of America.
5	Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable
6	Indicative time for completion of acquisition	Not Applicable

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7	Nature of consideration - whether cash consideration or share swap and details of the same;	100% subscription to the share capital by Nodwin Gaming Singapore in Nodwin Gaming USA will be in cash.
8	Cost of acquisition or the price at which shares are acquired	The cost of subscription of shares would be USD 90.00 (9,000,000 Shares of USD 0.00001 per share)
9	Percentage of shareholding / control acquired and / or number of shares acquired;	100%
10	Brief background about the entity acquired in terms of product/ line of business acquired, date of incorporation, history of last three years turnover, country in which acquired entity has presence and other significant information	<p>Nodwin Gaming USA has been incorporated by Nodwin Gaming Singapore to run, operate and expand E-sports in the United States of America.</p> <p>Date of Incorporation: March 24, 2025</p> <p>Turnover: Not Applicable, since it is a newly incorporated company and is yet to commence its business operations.</p> <p>Country: United States of America</p>

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