August 31, 2026

To	
Listing Compliance Department	**Listing Compliance Department**
BSE Limited	**National Stock Exchange of India Limited**
Phiroze Jeejeebhoy Towers	Exchange Plaza, Plot No. C/1. G Block,
Dalal Street,	Bandra -Kurla Complex, Bandra (East),
Mumbai - 400 001.	Mumbai- 400051.
Scrip Code: 543280	**Scrip Symbol: NAZARA**

Subject: Intimation under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations") - Voting Results of the Extraordinary General Meeting of Nazara Technologies Limited ("the Company") held on Sunday, August 30, 2026 along with Consolidated Scrutinizer's Report

Dear Sir / Madam,

We wish to inform you that the Extraordinary General Meeting (EGM) of the Company was held on Sunday, August 30, 2026 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in accordance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India in this regard.

The Company had appointed CS Sandhya R. Malhotra, Partner of M/s. Manish Ghia & Associates, Practicing Company Secretaries, as the Scrutinizer to scrutinize the entire voting process. As per the Consolidated Scrutinizers' Report, the resolutions contained in the Notice of the EGM dated August 06, 2026 have been duly passed by the Members with requisite majority.

Pursuant to applicable provisions of the Listing Regulations, we enclose herewith the following:

1. Consolidated Scrutinizers' Report on remote e-voting and e-voting as "**Annexure A**".
2. Details of Voting Results pursuant to Regulation 44 of the Listing Regulations as "**Annexure B**".

The Report of the Scrutinizer including consolidated e-voting result is being hosted on the website of the Company - www.nazara.com

This is for your information and records.

Yours faithfully,
For **Nazara Technologies Limited**

ARUN SHIVA BHANDARI
Digitally signed by ARUN SHIVA BHANDARI
Date: 2026.08.31 22:29:17 +05'30'

Arun Bhandari
Company Secretary and Compliance Officer

Encl.: As above

Manish Ghia & associates
COMPANY SECRETARIES

Manish Ghia & Associates
: +91 22 2682 6286/87/88
: info@mgconsulting.in
: www.mgconsulting.in

CONSOLIDATED SCRUTINIZER REPORT
[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of Companies (Management and Administration) Rules, 2014]

To
The Chairman
Nazara Technologies Limited
11th Floor, Avighna House,
Dr. A.B. Road, Worli, Mumbai – 400018

Dear Sir,

Sub: Consolidated Scrutinizer's Report for passing of resolutions through remote e-voting & e-voting by the Members during the Extraordinary General Meeting ("EGM"), pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 at the EGM of the Members of Nazara Technologies Limited ('the Company') held on Sunday, August 30, 2026 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

I, CS Sandhya R. Malhotra, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as the Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the process of voting through electronic means ("e-voting") in terms of the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rules') as amended from time to time and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the SEBI Listing Regulations') in a fair and transparent manner, for passing of the resolutions as mentioned under item number 1 to 3 as set out in the Notice of EGM dated August 06, 2026 ("Notice") issued by the Company in accordance with General Circulars No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") and applicable circulars issued by the Securities and Exchange Board of India ("SEBI"), in this regard and in compliance with the provisions of the Act and the SEBI Listing Regulations, for convening the EGM of its members through VC / OAVM on Sunday, August 30, 2026 at 11:30 A.M. (IST).

1. The e-voting conducted in term of MCA Circulars and applicable SEBI Circulars, has been completed and now I submit my report as under:

1.1. The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules made thereunder including the abovementioned MCA Circulars and the regulations. Our responsibility as the Scrutinizer is restricted to make a Scrutinizer's Report of the votes cast "in favor" and "against" the resolutions stated in the Notice.

2. As per the confirmation received from the Company:

2.1. The Company had availed the e-voting platform/facility offered by Central Depository Services (India) Limited ("CDSL") for conducting e-voting facility prior and during the EGM.

2.2. As per MCA Circulars, the Company has published advertisements in the English Newspaper "Financial Express" and Marathi Newspaper (Vernacular language) "Loksatta" on Friday, August 07, 2026, regarding the compliance with the said circulars in relation to the EGM of the Company.

2.3. The Company on Saturday, August 08, 2026, completed the dispatch of the Notice only through electronic mode to those members whose e-mail addresses were registered with the Company/Depositories as on Monday, August 03, 2026.

2.4. As per applicable provisions of the rules, the Company had published an advertisement about completion of dispatch of the Notice as above, provision of e-voting facility and other mandated particulars in English Newspaper "Financial Express" and Marathi Newspaper (Vernacular language) "Loksatta" on Sunday, August 09, 2026.

2.5. The remote e-voting period commenced on Wednesday, August 26, 2026 at 9:00 A.M. (IST) and ended on Saturday, August 29, 2026 at 5:00 P.M. (IST).

2.6. Votes casted through remote e-voting till 5:00 P.M. on Saturday, August 29, 2026 being the last date and time fixed by the Company for remote e-voting and e-voting during the EGM, are considered for my scrutiny.

2.7. The remote e–voting module was disabled by CDSL on August 29, 2026 after 5:00 P.M. and as required under the rules the votes cast under the e-voting facility during the remote e-voting period and e-voting during the EGM, were unblocked in the presence of Ms. Sneha Yadav and Ms. Amruta Zeple who are not in employment with the Company; thereafter the data of e-voting was downloaded and the shareholding was matched/confirmed with the Register of Members of the Company/List of Beneficiaries maintained by the Company/its Registrar and Share Transfer Agents / Depositories as on the cut-off date for remote e-voting and e-voting during EGM i.e., Sunday, August 23, 2026.

2.8. The data of remote e-voting and e-voting during the EGM was scrutinized for verification of votes cast "in favor" and "against" the resolutions.

2.9. There were no invalid votes either in the remote e-voting or during the e-voting at the EGM.

3. The summary of the voting through remote e-voting and e-voting during the EGM is as follows:

Special Business:

Resolution No. 1: Ordinary Resolution

Increase in authorised share capital of the Company and consequential amendment to Clause V of the Memorandum of Association:

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
235	160687852	99.998

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
07	2709	0.002

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-

Resolution No. 2: Special Resolution

To approve the issue of equity shares on a preferential basis:

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
224	160067634	99.612

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	622927	0.388

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-

Resolution No. 3: Special Resolution

Appointment of Mr. Con Anthony Conlon (DIN: 03200461) as an Independent Director of the Company:

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
234	160689948	99.9996

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	613	0.0004

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-

Result:

1. For Resolution No. 1 (**Ordinary Resolution**) -We report that the number of votes cast in favour are more than the number of votes cast against.

2. For Resolution No. 2 and 3 (**Special Resolutions**) - We report that the number of votes cast in favour are more than three times the number of votes cast against.

Accordingly, the Ordinary Resolution and special resolutions as contained in the Notice may be considered as passed with requisite majority.

You may accordingly declare the result of the remote e-voting and e-voting during the EGM.

For Manish Ghia & Associates
Company Secretaries

Manish Ghia & Associates MUMBAI Company Secretaries

SANDHYA ROHIT MALHOTRA Digitally signed by SANDHYA ROHIT MALHOTRA Date: 2026.08.31 20:36:25 +05'30'

CS Sandhya R. Malhotra
Partner
M. No. FCS 6715, C.P. No. 9928
Peer Review No.: - PR 6759/2025
(FRN/Unique ID: P2006MH007100)

Place: Mumbai
Date: August 31, 2026
UDIN: F006715H001322381

Countersigned by

Vikash Pratapchand Mittersain Digitally signed by Vikash Pratapchand Mittersain Date: 2026.08.31 22:05:09 +05'30'

Vikash Mittersain
Founding Chairman
DIN: 00156740
Nazara Technologies Limited

Place: Mumbai
Date: August 31, 2026

Voting Results of Extraordinary General Meeting

Disclosure as per Regulation 44(3) of SEBI (LODR) Regulations, 2015

Name of the Company	Nazara Technologies Limited
Date of Extra Ordinary General Meeting	Sunday, August 30, 2026
Total No. of Shareholders as on Cut-off date for voting purpose i.e. Sunday, August 23, 2026.	95818
No. of shareholders present in meeting either in person or through proxy:	
Promoter & Promoter Group	Not Applicable
Public Shareholders	Not Applicable
No. of shareholders attended the meeting through Video Conferencing:	
Promoter & Promoter Group	09
Public Shareholders	44

1. SPECIAL BUSINESS

Resolution No. 1

Particulars			**Ordinary Resolution:** **Increase in authorised share capital of the Company and consequential amendment to Clause V of the Memorandum of Association.**					
Whether promoter/ promoter group are interested in the agenda/resolution?			**No**					
Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled**	**% of Votes Polled on outstanding shares**	**No. of Votes – in favour**	**No. of Votes – Against**	**% of Votes in favour on votes polled**	**% of Votes against on votes polled**
		[1]	**[2]**	**[3]={[2]/[1]}*100**	**[4]**	**[5]**	**[6]={[4]/[2]}*100**	**[7]={[5]/[2]}*100**
Promoter and Promoter Group	E-Voting	126881212	108882008	85.8141	108882008	0	100.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**108882008**	**85.8141**	**108882008**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	59449907	33008399	55.5230	33008399	0	100.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**33008399**	**55.5230**	**33008399**	**0**	**100.0000**	**0.0000**
Public Non Institutions	E-Voting	184133905	18800154	10.2100	18797445	2709	99.9856	0.0144
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**18800154**	**10.2100**	**18797445**	**2709**	**99.9856**	**0.0144**
Total		**370465024**	**160690561**	**43.3754**	**160687852**	**2709**	**99.9983**	**0.0017**
Result: We report that the number of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against, accordingly, the resolution may be considered as passed with requisite majority.								

***E-voting at EGM**

Invalid Votes: There were no invalid votes.

2. SPECIAL BUSINESS

Resolution No. 2

<table>
<tr><td colspan="3">Particulars</td><td colspan="6">Special Resolution:
To approve the issue of equity shares on a preferential basis.</td></tr>
<tr><td colspan="3">Whether promoter/ promoter group are interested in the agenda/resolution?</td><td colspan="6">No</td></tr>
<tr><td rowspan="2">Category</td><td rowspan="2">Mode of Voting</td><td>No. of shares held</td><td>No. of votes polled</td><td>% of Votes Polled on outstanding shares</td><td>No. of Votes – in favour</td><td>No. of Votes – Against</td><td>% of Votes in favour on votes polled</td><td>% of Votes against on votes polled</td></tr>
<tr><td>[1]</td><td>[2]</td><td>[3]={[2]/[1]}*100</td><td>[4]</td><td>[5]</td><td>[6]={[4]/[2]}*100</td><td>[7]={[5]/[2]}*100</td></tr>
<tr><td rowspan="4">Promoter and Promoter Group</td><td>E-Voting</td><td rowspan="4">126881212</td><td>108882008</td><td>85.8141</td><td>108882008</td><td>0</td><td>100.0000</td><td>0.0000</td></tr>
<tr><td>Poll*</td><td>0</td><td>0.0000</td><td>0</td><td>0</td><td>0.0000</td><td>0.0000</td></tr>
<tr><td>Postal Ballot</td><td>0</td><td>0.0000</td><td>0</td><td>0</td><td>0.0000</td><td>0.0000</td></tr>
<tr><td>Total</td><td>108882008</td><td>85.8141</td><td>108882008</td><td>0</td><td>100.0000</td><td>0.0000</td></tr>
<tr><td rowspan="4">Public Institutions</td><td>E-Voting</td><td rowspan="4">59449907</td><td>33008399</td><td>55.5230</td><td>32388833</td><td>619566</td><td>98.1230</td><td>1.8770</td></tr>
<tr><td>Poll*</td><td>0</td><td>0.0000</td><td>0</td><td>0</td><td>0.0000</td><td>0.0000</td></tr>
<tr><td>Postal Ballot</td><td>0</td><td>0.0000</td><td>0</td><td>0</td><td>0.0000</td><td>0.0000</td></tr>
<tr><td>Total</td><td>33008399</td><td>55.5230</td><td>32388833</td><td>619566</td><td>98.1230</td><td>1.8770</td></tr>
<tr><td rowspan="4">Public Non Institutions</td><td>E-Voting</td><td rowspan="4">184133905</td><td>18800154</td><td>10.2100</td><td>18796793</td><td>3361</td><td>99.9821</td><td>0.0179</td></tr>
<tr><td>Poll*</td><td>0</td><td>0.0000</td><td>0</td><td>0</td><td>0.0000</td><td>0.0000</td></tr>
<tr><td>Postal Ballot</td><td>0</td><td>0.0000</td><td>0</td><td>0</td><td>0.0000</td><td>0.0000</td></tr>
<tr><td>Total</td><td>18800154</td><td>10.2100</td><td>18796793</td><td>3361</td><td>99.9821</td><td>0.0179</td></tr>
<tr><td>Total</td><td></td><td>370465024</td><td>160690561</td><td>43.3754</td><td>160067634</td><td>622927</td><td>99.6123</td><td>0.3877</td></tr>
<tr><td colspan="9">Result: We report that the number of votes cast in favour of the aforesaid Resolution are three times more than the number of votes cast against, accordingly, the resolution may be considered as passed with requisite majority.</td></tr>
</table>

E-voting at EGM

Invalid Votes: There were no invalid votes.

3. SPECIAL BUSINESS

Resolution No. 3

Particulars			**Special Resolution:** **Appointment of Mr. Con Anthony Conlon (DIN: 03200461) as an Independent Director of the Company.**					
Whether promoter/ promoter group are interested in the agenda/resolution?			**No**					
Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled**	**% of Votes Polled on outstanding shares**	**No. of Votes – in favour**	**No. of Votes – Against**	**% of Votes in favour on votes polled**	**% of Votes against on votes polled**
		[1]	**[2]**	**[3]={[2]/[1]}*100**	**[4]**	**[5]**	**[6]={[4]/[2]}*100**	**[7]={[5]/[2]}*100**
Promoter and Promoter Group	E-Voting	126881212	108882008	85.8141	108882008	0	100.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**108882008**	**85.8141**	**108882008**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	59449907	33008399	55.5230	33008399	0	100.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**33008399**	**55.5230**	**33008399**	**0**	**100.0000**	**0.0000**
Public Non Institutions	E-Voting	184133905	18800154	10.2100	18799541	613	99.9967	0.0033
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**18800154**	**10.2100**	**18799541**	**613**	**99.9967**	**0.0033**
Total		**370465024**	**160690561**	**43.3754**	**160689948**	**613**	**99.9996**	**0.0004**
Result: We report that the number of votes cast in favour of the aforesaid Resolution are three times more than the number of votes cast against, accordingly, the resolution may be considered as passed with requisite majority.								

***E-voting at EGM**

Invalid Votes: There were no invalid votes.