



May 05, 2026

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 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 Friday, May 01, 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 Friday, May 01, 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, Company Secretaries, Mumbai, 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 March 30, 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: 2026.05.05
10:51:14 +05'30'

Arun Bhandari

Company Secretary and Compliance Officer

Encl.: As above

Nazara Technologies Limited

CIN: L72900MH1999PLC122970

11th Floor, Avighna House, Dr. A.B. Road,
Worli, Mumbai - 400018.

91-22-40330800 / 22810303 / 22813030

info@nazara.com

www.nazara.com



Annexure A

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 Friday, May 01, 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 and 2 as set out in the Notice of EGM dated March 30, 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 and 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 Friday, May 01, 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 Scrutinizers 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 Tuesday, April 07, 2026, regarding the compliance with the said circulars in relation to the EGM of the Company.
 - 2.3. The Company on Wednesday, April 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 Friday, April 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 Thursday, April 09, 2026.
 - 2.5. The remote e-voting period commenced on Monday, April 27, 2026 at 9:00 A.M. (IST) and ended on Thursday, April 30, 2026 at 5:00 P.M. (IST).
 - 2.6. Votes casted through remote e-voting till 5:00 P.M. on Thursday, April 30, 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 April 30, 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 voting EGM i.e., Friday, April 24, 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: Special Resolution

Approval for increase in the limits to provide loan, guarantee or security or to make investment under Section 186 of the Companies Act, 2013:

- (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
251	221364879	99.39

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
19	1351160	0.61

- (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 issuance of Warrants on 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
250	222026274	99.69

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	689765	0.31

- (iii) **Invalid** votes:

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

Result: For resolution Nos. 1 and 2 (**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 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**



SANDHYA ROHIT MALHOTRA
Digitally signed by
SANDHYA ROHIT
MALHOTRA
Date: 2026.05.04
17:57:43 +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: May 04, 2026
UDIN: F006715H000274191**

Countersigned by Vikash Pratapchand Mittersain
Digitally signed by
Vikash
Pratapchand
Mittersain
Date: 2026.05.05
10:43:14 +05'30'

**Vikash Mittersain
Chairman & Managing Director
DIN: 00156740
Nazara Technologies Limited**

**Place: Mumbai
Date: May 05, 2026**



Annexure B

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	Friday, May 01, 2026
Total No. of Shareholders as on Cut-off date for voting purpose i.e. Friday, April 24, 2026.	100677
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	9
Public Shareholders	34

Nazara Technologies Limited

CIN: L72900MH1999PLC122970
11th Floor, Avighna House, Dr. A.B. Road,
Worli, Mumbai – 400018.
91-22-40330800 / 22810303 / 22813030
info@nazara.com
www.nazara.com





1. SPECIAL BUSINESS

Resolution No. 1

Particulars			Special Resolution: Approval for increase in the limits to provide loan, guarantee or security or to make investment under Section 186 of the Companies Act, 2013.					
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	131356800	125367276	95.4403	125367276	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		125367276	95.4403	125367276	0	100.0000	0.0000
Public Institutions	E-Voting	58403675	50024822	85.6536	48676849	1347973	97.3054	2.6946
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		50024822	85.6536	48676849	1347973	97.3054	2.6946
Public Non Institutions	E-Voting	180704549	47323741	26.1885	47320554	3187	99.9933	0.0067
	Poll*		200	0.0001	200	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		47323941	26.1886	47320754	3187	99.9933	0.0067
Total		370465024	222716039	60.1180	221364879	1351160	99.3933	0.6067

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.

Nazara Technologies Limited

CIN: L72900MH1999PLC122970
 11th Floor, Avighna House, Dr. A.B. Road,
 Worli, Mumbai – 400018.
 91-22-40330800 / 22810303 / 22813030
 info@nazara.com
 www.nazara.com





2. SPECIAL BUSINESS

Resolution No. 2

Particulars			Special Resolution: To approve the issuance of Warrants on Preferential Basis.					
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]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	131356800	125367276	95.4403	125367276	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		125367276	95.4403	125367276	0	100.0000	0.0000
Public Institutions	E-Voting	58403675	50024822	85.6536	49335491	689331	98.6220	1.3780
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		50024822	85.6536	49335491	689331	98.6220	1.3780
Public Non Institutions	E-Voting	180704549	47323741	26.1885	47323307	434	99.9991	0.0009
	Poll*		200	0.0001	200	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		47323941	26.1886	47323507	434	99.9991	0.0009
Total		370465024	222716039	60.1180	222026274	689765	99.6903	0.3097
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.

Nazara Technologies Limited

CIN: L72900MH1999PLC122970
 11th Floor, Avighna House, Dr. A.B. Road,
 Worli, Mumbai – 400018.
 91-22-40330800 / 22810303 / 22813030
 info@nazara.com
 www.nazara.com

