

AXANA ESTATES LLP

Date: June 18, 2025

To

The Manager

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai-400001

corp.relations@bseindia.com

Scrip Code: 543280

The Manager

National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1 G Block,

Bandra-Kurla Complex, Bandra (East)

Mumbai-400051

takeover@nse.co.in

Scrip Symbol: NAZARA

Sub: Disclosure in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir/ Madam,

Enclosed is the disclosure in terms of Regulation 29(2) and other applicable regulations/sub-regulations of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, with respect to acquisition of equity shares of **NAZARA TECHNOLOGIES LIMITED**

You are requested to kindly take the same on record and oblige.

Thanking you

Yours faithfully,

For and on behalf of Axana Estates LLP

YASH
SIDDHARTHA
SACHETI

Digitally signed by YASH
SIDDHARTHA SACHETI
Date: 2025.06.18
20:36:46 +05'30'

Yash Siddhartha Sacheti

Designated Partner

DIN: 10502020

Encl: Disclosure under Regulation 29(2) of SEBI (SAST) Regulations.

CC-

The Company Secretary

Nazara Technologies Limited

51-54. Maker Chambers III, Nariman Point,

Mumbai, Maharashtra, 400021

Email id: cs@nazara.com

No 50/2, W.S 7, Cathedral Road, Gopalapuram, Chennai, Tamil Nadu, India, 600086

LLP IDENTIFICATION NUMBER - ACJ-6219

Email ID: chennai-accounts@jaipurgems.com

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A - Details of the Acquisition

Name of the Target Company (TC)	Nazara Technologies Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Axana Estates LLP PAC: 1. Plutus Wealth Management LLP 2. Junomoneta Finsol Private Limited 3. Arpit Khandelwal (Deemed PAC) 4. Mithun Padam Sacheti (Deemed PAC) 5. Siddhartha Sacheti (Deemed PAC)		
Whether the acquirer belongs to Promoter/Promoter group	Please refer Note 1 below		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	NSE Limited and BSE Limited		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of:			
Shares carrying voting rights (a): Acquirer: Axana Estates LLP PAC: Plutus Wealth Management LLP			
	NIL	NIL	NIL
	1,01,07,580	11.54%	11.54%
Junomoneta Finsol Private Limited	15,71,883	1.79%	1.79%
Arpit Khandelwal (Deemed PAC)	68,92,420	7.87%	7.87%
Mithun Padam Sacheti (Deemed PAC)	7,85,941	0.90%	0.90%
Siddhartha Sacheti (Deemed PAC)	7,85,941	0.90%	0.90%
Sub-total (a)	2,01,43,765	22.99%	22.99%
Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) (b)	NIL	NIL	NIL
Voting rights (VR) otherwise than by equity shares (c)	NIL	NIL	NIL
Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) (d)	NIL	NIL	NIL

Total (a+b+c+d)	2,01,43,765	22.99%	22.99%
Details of acquisition			
Shares carrying voting rights acquired * (Please refer Note 2 below)			
Acquirer: Axana Estates LLP	50,00,000	5.40%	5.40%
Sub-total (a)	50,00,000	5.40%	5.40%
VRs acquired otherwise than by equity shares (b)	NIL	NIL	NIL
Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying category) acquired (c)	NIL	NIL	NIL
Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) (d)	NIL	NIL	NIL
Total (a+b+c+-d)	50,00,000	5.40%	5.40%
After the acquisition, holding of acquirer along with PACs of:			
Shares carrying voting rights Acquirer: Axana Estates LLP			
	50,00,000	5.40%	5.40%
PAC: Plutus Wealth Management LLP	1,01,07,580	10.91%	10.91%
Junomoneta Finsol Private Limited	15,71,883	1.70%	1.70%
Arpit Khandelwal (Deemed PAC)	68,92,420	7.44%	7.44%
Mithun Padam Sacheti (Deemed PAC)	7,85,941	0.85%	0.85%
Siddhartha Sacheti (Deemed PAC)	7,85,941	0.85%	0.85%
Sub-total (a)	2,51,43,765	27.15%	27.15%
VRs acquired otherwise than by equity shares (b)	NIL	NIL	NIL
Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying category) acquired (c)	NIL	NIL	NIL
Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) (d)	NIL	NIL	NIL
Total (a+b+c+d)	2,51,43,765	27.15%	27.15%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter se transfer/encumbrance, etc.)	Preferential issue of Equity Shares		
Salient features of the securities acquired including time till redemption, ratio at which it can	NA		

be converted into equity shares, etc.	
Date of acquisition / date of receipt of intimation of allotment of shares / VR / Warrants / Convertible Securities / any other instrument that entitles the acquirer to receive shares in the TC	June 16, 2025
Equity share capital / total voting capital of the TC before the said acquisition	Rs. 35,04,65,024/- consisting of 8,76,16,256 equity shares of face value of Rs.4 each fully paid.
Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 37,04,65,024/- consisting of 9,26,16,256 equity shares of face value of Rs.4 each fully paid.
Total diluted share/voting capital of the TC after the said acquisition (<i>Including Vested ESOPs</i>)	Rs. 37,05,01,024/- consisting of 9,26,25,256 equity shares of face value of Rs.4 each fully paid.

Note:

1. Acquirer along with Plutus Wealth Management LLP and Junomoneta Finsol Private Limited have made a mandatory Open Offer to the Public Shareholders of the TC, in accordance with Regulations 3(1) & 4 read with other applicable regulations of the SEBI (SAST) Regulations, pursuant to the board of directors of the TC passing a resolution ("Board Resolution") on January 20, 2025, authorizing the issue of 50,00,000 (Fifty Lakh) Equity Shares constituting up to 5.40% of the Total Voting Share Capital by way of a Preferential Allotment. On completion of the Preferential Allotment and proposed Open Offer, the Acquirer along with PACs and deemed PACs will be holding substantial Equity Shares and voting rights in the TC, and Acquirer will be classified as 'Promoter' along with existing promoters of the TC in accordance with the applicable laws.
2. In terms of regulation 22(2A) of SEBI (SAST) Regulations, the Equity Shares allotted under this Preferential Issue will not have any voting rights until the completion of the Open Offer and would be held under a separate share escrow account (i.e. demat escrow) as required under the SEBI (SAST) Regulations. On completion of the Open Offer, the Equity Shares allotted under the Preferential Issue would be transferred from this share escrow account to the Acquirer's demat account.

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For Axana Estates LLP

YASH
SIDDHARTHA
SACHETI

Digitally signed by YASH
SIDDHARTHA SACHETI
Date: 2025.06.18 20:37:52
+05'30'

Yash Siddhartha Sacheti
Designated Partner
DIN:10502020

Place: Chennai
Date: June 18, 2025