February 7, 2023

To

BSE Limited
Phiroze Jeejeebhoy Towers Dalal Street,
Mumbai - 400 001.

corp.relations@bseindia.com
Scrip Code: 543280

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

Dear Sir(s)/ Madam,

Sub: Disclosure under Regulation 29(1) & (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI SAST Regulations")

Ref: Nazara Technologies Limited ("Target Company")

With reference to the above captioned subject, we are enclosing herewith the disclosure in the prescribed format as required under Regulation 29(1) & (2) of the SEBI SAST Regulations in respect to the indirect acquisition of equity shares of Target Company by Mr. Nitish Mittersain and Mr. Vikash Mittersain, Promoters of the Company, pursuant to change in the partner's interest of Mitter Infotech LLP (Promoter of the Company) by way of execution of re-constitution agreement dated February 03, 2023.

Kindly take the same on record and acknowledge.

Thank you,

Yours Faithfully,

Nitish Mittersain
Acquirer

Vikash Mittersain
Acquirer

Encl.: Disclosures under Regulation 29(1) & 29(2) of the Takeover Regulations.

cc:
The Company Secretary
Nazara Technologies Limited
51-54, Maker Chambers 3, Nariman Point,
Mumbai 400021.
Email id: cs@nazara.com

Disclosures under Regulation 29(1) and 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011:

Name of the Target Company (TC)	Nazara Technologies Limited
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	The disclosure is pursuant to inter-se transfer amongst the promoter and promoter group in the partner's interest of Mitter Infotech LLP. **Acquirers:** Nitish Mittersain (Promoter) Vikash Mittersain. (Promoter) **Transferor:** Sandhya Mittersain (Promoter Group) **Person Acting in Concert (PAC) with the Acquirers i.e. other shareholders of Nazara belonging to promoter and promoter group:** Mitter Infotech LLP Neerja Mittersain Vishal Chiripal Kanta Pratapchand Jain Kavita N. Saraogi Meena Gupta Rajesh Pratapchand Jain Vedprakash Chiripal Rahul Balkrishna Goyal
Whether the acquirer belongs to Promoter/Promoter group	Yes (Promoters)
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited

Details of the acquisition / disposal 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 Acquirers with Persons Acting in Concert :			
a) Shares carrying voting rights Mr. Nitish Mittersain Mr. Vikash Mittersain Persons Acting in Concert	 20,22,906 500 1,05,82,800	 3.06% 0.00% 15.99%	 3.06% 0.00% 15.99%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	1,26,06,206	19.05%	19.05%
Details of acquisition/~~sale~~			
a) Shares carrying voting rights acquired/~~sold~~	Please refer below note.		
b) VRs acquired /~~sold~~ otherwise than by shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/~~sold~~ d) Shares encumbered / invoked/released by the acquirer	-		
e) Total (a+b+c+/-d)	Please refer below note.		
After the acquisition/sale, holding of Acquirers with Persons Acting in Concert :			
a) Shares carrying voting rights Mr. Nitish Mittersain Mr. Vikash Mittersain Persons Acting in Concert	 20,22,906 500 1,05,82,800	 3.06% 0.00% 15.99%	 3.06% 0.00% 15.99%
b) Shares encumbered with the acquirer c) VRs otherwise than by shares d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-		
e) Total (a+b+c+d)	1,26,06,206	19.05%	19.05%
Mode of acquisition ~~/ sale~~ (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-se transfer between the promoters and promoter group of the Target Company in the partners interest of Mitter Infotech LLP (Promoter of the Company).		

Date of acquisition ~~/ sale of shares / VR or date of receipt of intimation of allotment of shares,~~ whichever is applicable	February 3, 2023
Equity share capital / total voting capital of the TC before the said acquisition / sale	6,61,74,092 Equity Shares of Rs. 4/- each aggregating to Rs 26,46,96,368
Equity share capital/ total voting capital of the TC after the said acquisition / sale	6,61,74,092 Equity Shares of Rs. 4/- each aggregating to Rs 26,46,96,368
Total diluted share/voting capital of the TC after the said acquisition	6,61,74,092 Equity Shares of Rs. 4/- each aggregating to Rs 26,46,96,368

Signature of the Acquirers

Nitish Mittersain
Date: February 7,2023
Place: Mumbai

Vikash Mittersain
Date: February 7,2023
Place: Mumbai

Note:

Mitter Infotech LLP, a limited liability partnership and promoter of Nazara Technologies Limited ("Target Company") holds 1,05,26,450 equity shares representing 15.91% of the paid share capital of the Target Company. Further Ms. Sandhya Mittersain, Mr. Vikash Mittersain and Mr. Nitish Mittersain holds 82.27%, 10.12% and 2.61% respectively in the partners contribution and share in profit & loss of Mitter Infotech LLP.

Pursuant to the change in the partner's contribution of Mitter Infotech LLP by way of re-constitution agreement dated February 03,2023, the revised partner's interest of Mitter Infotech LLP is as follows:

Sr. No.	*Name of the Partner*	*Share in profit and loss*
1.	Mr. Nitish Vikash Mittersain	50%
2.	Mr. Vikash Pratapchand Mittersain	20%
3.	Mrs. Sandhya Vikash Mittersain	30%
Total:		**100%**

Further, pursuant to abovementioned re-constitution of Mitter Infotech LLP, the partners interest of Ms. Sandhya Mittersain in Mitter Infotech LLP is reduced and the share of her son and spouse, Mr. Nitish Mittersain and Mr. Vikash Mittersain respectively is increased. Accordingly, Mr. Nitish Mittersain and Mr. Vikash Mittersain share in the profit and loss of Mitter Infotech LLP is increased by 47.39% share and 9.88% share respectively and the proportionate percentage of indirect increase in shareholding in Target Company is 7.54% and 1.57% respectively. The shareholding pattern of Target Company is intact before and after the transaction. Regulation 10(1)(a)(i) of Takeover Regulations provides that acquisition pursuant to inter se transfer of shares amongst immediate relatives is exempt from obligation of making open offer under the Takeover Regulations. For the purpose of this form, Mr. Nitish Mittersain and Mr. Vikash Mittersain has been regarded as Acquirers and Ms. Sandhya Mittersain has been considered as transferor. This may be deemed as disclosure by Ms.Sandhya Mittersain for the indirect change in the shareholding of the Target Company pursuant to the change in her partner's interest of Mitter Infotech LLP.