June 22, 2023

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, Mumbai - 400 001.	Bandra Kurla Complex, Bandra (East),
	Mumbai – 400 051.
Scrip Code: 543280	**Scrip Symbol: NAZARA**

Dear Sir/Madam,

Subject: Intimation under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Voting Results of the Postal Ballot through remote e-voting

This is in furtherance to our intimation dated May 20, 2023 and pursuant to Regulation 30 and 44 of the Listing Regulations, we wish to inform you that the below resolution have been passed by the members of the Company with requisite majority on June 20, 2023, being the last date for remote e-voting:

1. To approve the Nazara Technologies Employee Stock Option Scheme 2023

In this regard, we herein submit the details of Voting Results as ***"Annexure A"*** and the Scrutinizer's Report dated June 21, 2023 received by the Company as ***"Annexure B"*** for the Postal Ballot process conducted by the Company**.**

The Voting Results and the Scrutinizer's Report for the Postal Ballot process will also be made available on the website of the Company at www.nazara.com and website of Central Depository Services (India) Limited at www.evotingindia.com.

We request you to kindly take the above information on record.

Thanking You,

Yours faithfully,
For Nazara Technologies Limited

PRAVESH PALOD Digitally signed by PRAVESH PALOD Date: 2023.06.22 14:02:38 +05'30'

Pravesh Palod
Company Secretary and Compliance Officer
M. No.: A57964
Encl: As above

Annexure A

Voting Results of Postal Ballot through remote e-voting

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

Name of the Company	Nazara Technologies Limited
Date of ~~AGM/EGM/~~Postal Ballot (End Date of Voting)	Tuesday, June 20, 2023
Total No. of Shareholders as on Cut-off date for voting purpose i.e., Friday, May 12, 2023	190248
No. of shareholders present in meeting either in person or through proxy: **Promoter & Promoter Group** **Public Shareholders**	Not Applicable
No. of shareholders attended the meeting through Video Conferencing: **Promoter & Promoter Group** **Public Shareholders**	Not Applicable
No. of Resolutions	1
Resolution required	Special Resolution
Mode of voting	Remote e-voting

Regd.Office: 51-54, Maker Chamber III, Nariman Point Mumbai - 400021. Tel. : +91-22-40330800 / 22810303 / 22813030
Fax:+91-22-22810606 E-mail:info@nazara.com Website:www.nazara.com CIN:L72900MH1999PLC122970

Nazara Technologies Limited								
Resolution Required : (Ordinary)			**1. To approve the Nazara Technologies Employee Stock Option Scheme 2023.**					
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	12606656	12584436	99.8237	12584436	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		**12584436**	**99.8237**	**12584436**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	11122641	6065602	54.5338	4111747	1953855	67.7879	32.2121
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**6065602**	**54.5338**	**4111747**	**1953855**	**67.7879**	**32.2121**
Public Non Institutions	E-Voting	42444795	20859026	49.1439	20850747	8279	99.9603	0.0397
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**20859026**	**49.1439**	**20850747**	**8279**	**99.9603**	**0.0397**
Total		**66174092**	**39509064**	**59.7047**	**37546930**	**1962134**	**95.0337**	**4.9663**
Result: We report that the number of votes cast in favour of the aforesaid Resolution is three times more than the number of votes cast against accordingly the resolution may be considered as passed with requisite majority.								

Invalid Votes: There were no invalid votes.

manish ghia & associates

COMPANY SECRETARIES

Manish Ghia & Associates

: +91 22 6902 5400

: info@mgconsulting.in

: www.mgconsulting.in

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and 22 of Companies (Management and Administration) Rules, 2014]

To,

The Chairman/Company Secretary
Nazara Technologies Limited
51-54, Maker Chambers 3,
Nariman Point,
Mumbai - 400021

Dear Sir(s),

Sub: Scrutinizer's Report for passing of resolution through Postal Ballot (remote e-voting).

I, CS Mannish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai, was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the process of voting through postal ballot ("remote e-voting") in terms of the provisions of Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and Rule 22 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 Regulations') in a fair and transparent manner, for passing of the resolution as mentioned under in the Notice of Postal Ballot dated 09th May, 2023 ("Notice") issued by the Company in accordance with General Circular No. 14/2020 dated 08th April, 2020, Circular No. 17/2020 dated 13th April, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated 28th September, 2020, Circular No. 39/2020 dated 31st December, 2020, Circular No. 10/2021 dated 23rd June, 2021, Circular No. 20/2021 dated 08th December, 2021, Circular No. 3/2022 dated 05th May, 2022, and Circular No. 11/2022 dated December 28, 2022, respectively issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars").

1. The Postal Ballot conducted through remote e-voting in terms of MCA 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 above-mentioned MCA Circulars and the Regulations. Our responsibility as Scrutinizer is restricted to make Scrutinizer's Report of the votes cast 'in favor' and 'against' the resolution(s) stated in the Notice.

Regd. Office : 4, Chandan Niwas (Old), M.V. Road, Off Andheri Kurla Road, Opp. Vishal Hall, Andheri (E), Mumbai-400069, Maharashta, India.

1.2 The Company had availed the e-voting platform/facility offered by Central Depository Services (India) Limited (hereinafter referred to as 'CDSL') for conducting Postal Ballot process through remote e-voting.

1.3 The Company on Saturday, 20th May, 2023, 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 the cut-off date being, Friday, 12th May, 2023.

1.4 As per applicable provisions of the rules, the Company had published an advertisement about completion of dispatch of Notice as above, provision of remote e-voting facility and other mandated particulars in English Newspaper "Financial Express" and Marathi Newspaper "Loksatta" on Sunday, 21st May, 2023.

1.5 The remote e-voting period commenced on Monday, 22nd May, 2023, 9:00 a.m. (IST) onwards and ended on Tuesday, 20th June, 2023 at 5.00 p.m. (IST).

1.6 Votes cast through remote e-voting till 5.00 p.m. on Tuesday, 20th June, 2023, being the last date and time fixed by the Company for voting, are considered for my scrutiny.

1.7 The e–voting module was disabled by CDSL on Tuesday, 20th June, 2023 after 5.00 p.m. and as required under the rules the votes cast under the remote e-voting facility during the Postal Ballot period, were unblocked in the presence of Mr. Dhiraj Poojary and Ms. Dhwani Shah who are not in employment with the Company; thereafter the data of remote 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 i.e., Friday, 12th May, 2023.

1.8 The remote e-voting data was scrutinized for verification of votes cast in favor and against the resolution.

2. The summary of the voting through remote e-voting is as follows:

SPECIAL BUSINESS

Resolution No.1: Special Resolution

To approve the Nazara Technologies Employee Stock Option Scheme 2023

(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
374	37546930	95.03

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
95	1962134	4.97

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

You may accordingly declare the result of the remote e-voting by Postal Ballot.

Thanking You,

For Manish Ghia & Associates
Company Secretaries
(Unique ID: P2006MH007100)

CS Mannish L. Ghia
Partner
M. No. FCS 6252 C. P. No. 3531
PR 822/2020

Place: Mumbai
Date: 21st June, 2023
#UDIN:

#As the UDIN Portal of The Institute of Company Secretaries of India is facing technical issues and is down, hence the UDIN will be generated as and when the portal is restored and becomes functional.

Countersigned by

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

Place: Mumbai
Date: 22nd June, 2023