

Nazara Technologies Limited

(Formerly known as Nazara Technologies Private Limited)



September 21, 2021

**Head, Listing Compliance Department
BSE Limited**

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001.

Scrip Code: 543280

**Head 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

Sub: Proceedings of the 22nd Annual General Meeting of the Company held on September 20, 2021

Dear Sirs/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the 22nd Annual General Meeting (AGM) of the Company was held on Monday, September 20, 2021 at 12:00 noon. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in accordance with the circular(s) issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

In this regard, we enclose herewith the proceedings of the 22nd Annual General Meeting of the Company.

You are requested to take the above information on record.

Thanking You,

Yours Faithfully,

For **Nazara Technologies Limited**

A handwritten signature in black ink, appearing to read "Rakesh Shah".

**Rakesh Shah
Chief Financial Officer**



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Gist of proceedings of the 22nd Annual General Meeting of Nazara Technologies Limited

The 22nd Annual General Meeting ('AGM') of the Members of the Nazara Technologies Limited ('the Company') was held on Monday, 20th September, 2021 at 12:00 Noon. (IST) through Video Conference or Other Audio-Visual Means (VC / OAVM) in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms. The meeting commenced at 12:00 Noon. (IST) and concluded at 1:05 P.M. (IST)

Mr. Vikash Mittersain, Chairman & Managing Director, chaired the proceedings of the meeting.

With the permission of Chairman, Mr. Rakesh Shah, Chief Financial Officer of the Company informed that the Meeting was held through VC / OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India. He further informed that the Company had tied up with Central Depository Services Limited (CDSL) to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility.

The requisite quorum being present, the Meeting was called in order.

With the permission of Chairman, Mr. Rakesh Shah, Chief Financial Officer of the Company informed that remote e-voting commenced at 9:00 a.m. (IST) on Wednesday, September 15, 2021 and concluded at 5:00 p.m. (IST) on Sunday, September 19, 2021.

Mr. Rakesh Shah, Chief Financial Officer of the Company also informed the members that M/s. Manish Ghia & Associates, Company Secretaries was appointed as the scrutinizer to scrutinise the voting through electronic means (i.e. remote e-voting and voting at the meeting through electronic voting system).

Mr. Rakesh Shah, Chief Financial Officer of the Company then informed the Members that the Report of Board of Directors, the Accounts for the financial year ended 31st March, 2021 and the Notice convening the 22nd AGM were taken as read as the same had already been circulated to the Members. As there were no qualifications in the Audit Report, it was not required to be read.

The following items of business as set out in the Notice dated August 21, 2021 were transacted through e-voting / remote e-voting at the meeting:

Sr. No.	Details of the Resolutions	Type of Resolution	Mode of voting
A	Ordinary Business		
1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of the Auditors thereon.	Ordinary	Remote e-voting and e-voting at AGM

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2	To appoint a Director in place of Mr. Rajiv Ambrish Agarwal (DIN: 00379990), who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary	Remote e-voting and e-voting at AGM
B	Special Business		
3	Approval for increase in Loan and Investment Limits from Rs. 400 Crore to Rs. 550 Crore under Section 186 of the Companies Act, 2013	Special	Remote e-voting and e-voting at AGM

After all the above agenda items were taken up, Mr. Rakesh Shah requested Mr. Manish Agarwal, Chief Executive Officer to open the floor for the shareholders to express their views and ask questions, if any.

Thereafter, Mr. Manish Agarwal, Chief Executive Officer invited the speaker shareholders, who had done prior registrations, to express their views and ask questions, if any. The Members were given an opportunity to speak in the order in which they had registered their names. After giving sufficient time to all Members who wished to speak, Mr. Manish Agarwal, Chief Executive Officer appropriately responded to each queries raised by them.

Mr. Rakesh Shah, Chief Financial Officer then informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting.

With the permission of Chairman, Mr. Rakesh Shah announced that the e-voting results along with the consolidated Scrutinizer's Report shall be placed on the website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and would also be placed on the website of the Company i.e. www.nazara.com and website of CDSL i.e. www.evotingindia.com not later than 48 hours of the conclusion of the meeting.

Mr. Probir Roy, Independent Director of the Company thanked everybody for attending the 22nd AGM.

Thereafter the Mr. Nitish Mittersain, Joint Managing Director of the Company thanked all for attending the Meeting and declared the Meeting to be concluded at 01:05 P.M after being open for 15 minutes for e-voting to be completed.

Notes:

- 1) The Company will separately intimate the voting results (remote e-voting and voting at the meeting through electronic voting system) to the Stock Exchanges.
- 2) This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

This is for your information and records.

For **Nazara Technologies Limited**

A handwritten signature in blue ink, appearing to read "Rakesh Shah".

Rakesh Shah (Chief Financial Officer)



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