

General information about company

Scrip code	543280
NSE Symbol	NAZARA
MSEI Symbol	NA
ISIN	INE418L01021
Name of the entity	Nazara Technologies Limited
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Half Yearly
Date of Report	30-09-2021
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory													Textual Information(1)							
Whether the listed entity has a Regular Chairperson													Yes							
Whether Chairperson is related to MD or CEO													Yes							
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	VIKASH MITTERSAIN	AJVPM0527C	00156740	Executive Director	Chairperson related to Promoter	MD	04-06-1954	NA		08-12-1999	17-01-2018		0	1	0	1	0		
2	Mr	NITISH MITTERSAIN	AJVPM0526D	02347434	Executive Director	Not Applicable	MD	03-03-1979	NA		08-12-1999	17-01-2018		0	1	0	1	0		
3	Mr	KULDEEP JAIN (Refer Note No 2)	AEJPI4284J	02683041	Non-Executive - Independent Director	Not Applicable		27-01-1975	NA		23-11-2020	23-11-2020		10	1	1	0	0		
4	Ms	SHOBHA JAGTIANI	AAFPJ6835R	00027558	Non-Executive - Independent Director	Not Applicable		09-09-1948	NA		04-01-2018	04-01-2018		44	1	1	2	1		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	
5	Mr	PROBIR ROY	ABTPR2700G	00111961	Non-Executive - Independent Director	Not Applicable		12-11-1958	NA		04-01-2018	04-01-2018		44	1	1	2	0
6	Mr	SASHA MIRCHANDANI	AACPM1608G	01179921	Non-Executive - Independent Director	Not Applicable		26-02-1972	NA		04-01-2018	04-01-2018		44	3	3	2	1
7	Mr	RAJIV AGARWAL	AACPA2745E	00379990	Non-Executive - Non Independent Director	Not Applicable		28-03-1971	NA		22-06-2020	22-06-2020		0	2	0	0	0

Text Block

Textual Information(1)

1. Whether Chairman is related to MD and CEO:

Yes, Mr. Vikash Mittersain is the Chairman and Managing Director of the Company and Mr. Nitish Mittersain is the Joint Managing Director of the Company. The Chairman is related to Joint Managing Director of the Company. However, the Chairman is not related to Mr. Manish Agarwal, Chief Executive Officer of the Company.

2. Mr. Kuldeep Jain was appointed as Non-Executive on 20th August, 2013 and he was re-designated as Independent Director w.e.f 23rd November, 2020 for a five years.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01179921	SASHA MIRCHANDANI	Non-Executive - Independent Director	Chairperson	04-01-2018		
2	02347434	NITISH MITTERSAIN	Executive Director	Member	04-01-2018		
3	00111961	PROBIR ROY	Non-Executive - Independent Director	Member	04-01-2018		
4	00027558	SHOBHA JAGTIANI	Non-Executive - Independent Director	Member	04-01-2018		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00111961	PROBIR ROY	Non-Executive - Independent Director	Chairperson	04-01-2018		
2	00027558	SHOBHA JAGTIANI	Non-Executive - Independent Director	Member	04-01-2018		
3	02683041	KULDEEP JAIN (Refer Note No 2)	Non-Executive - Independent Director	Member	04-01-2018		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00027558	SHOBHA JAGTIANI	Non-Executive - Independent Director	Chairperson	04-01-2018		
2	00111961	PROBIR ROY	Non-Executive - Independent Director	Member	04-01-2018		
3	00156740	VIKASH MITTERSAIN	Executive Director	Member	04-01-2018		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02347434	NITISH MITTERSAIN	Executive Director	Chairperson	22-04-2021		
2	01179921	SASHA MIRCHANDANI	Non-Executive - Independent Director	Member	22-04-2021		
3	02683041	KULDEEP JAIN (Refer Note No 2)	Non-Executive - Independent Director	Member	22-04-2021		
4	99999999	RAKESH SHAH	Executive Director	Member	22-04-2021		Textual Information(1)

Sr Text Block

Textual Information(1)

Mr. Rakesh Shah is the Cheif Financial Officer of the Company

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00156740	VIKASH MITTERSAIN	Executive Director	Chairperson	04-01-2018		
2	02347434	NITISH MITTERSAIN	Executive Director	Member	04-01-2018		
3	00027558	SHOBHA JAGTIANI	Non-Executive - Independent Director	Member	04-01-2018		
4	00111961	PROBIR ROY	Non-Executive - Independent Director	Member	04-01-2018		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (other than Independent Director)	No. of Independent Directors attending the meeting*
1	22-04-2021				Yes	4	4
2	28-05-2021		35		Yes	3	4
3		30-07-2021	62		Yes	3	3
4		27-08-2021	27		Yes	3	3
5		17-09-2021	20		Yes	3	4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (other than Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	28-05-2021				Yes	1	3
2	Audit Committee	30-07-2021	62			Yes	1	3
3	Nomination and remuneration committee	27-05-2021				Yes	0	3
4	Nomination and remuneration committee	30-07-2021				Yes	0	2
5	Corporate Social Responsibility Committee	27-05-2021				Yes	1	2
6	Corporate Social Responsibility Committee	30-07-2021				Yes	2	2

Annexure 1**IV. Meeting of Committees**

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (other than Independent Director)	No. of Independent Directors attending the meeting*
7	Stakeholders Relationship Committee	27-05-2021				Yes	0	2
8	Stakeholders Relationship Committee	30-07-2021				Yes	1	2

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1**VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Rakesh Shah
2	Designation	Chief Financial Officer

Annexure III**III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

1	Name of signatory	Rakesh Shah
2	Designation	Chief Financial Officer

Additional Half yearly Disclosure			
Applicability of disclosure		Applicable	
Reason for Non Applicability		Textual Information(1)	
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	Rakesh Shah		
Designation	CFO		
Place	Mumbai		
Date	21-10-2021		

Signatory Details

Name of signatory	Mr. Rakesh Shah
Designation of person	Chief Financial Officer
Place	Mumbai
Date	21-10-2021

