

Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L72900MH1999PLC122970

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original

☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	NAZARA TECHNOLOGIES LIMITED	NAZARA TECHNOLOGIES LIMITED
Registered office address	11th Floor, Avighna House,,Dr. A.B. Road,,Worli,Mumbai,Mumbai,Maharashtra,India ,400018	51-54, Maker Chamber 3 Nariman Point, Mumbai City, Mumbai, Maharashtra, India, 400021
Latitude details	18.996518	18.9248887
Longitude details	72.816026	72.8231604

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Photograph of the registered office.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****0A

(c) *e-mail ID of the company

*****iance@nazara.com

(d) *Telephone number with STD code

22*****00

(e) Website	<div style="border: 1px solid black; padding: 2px;">www.nazara.com</div>									
iv *Date of Incorporation (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">08/12/1999</div>									
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	<div style="border: 1px solid black; padding: 2px;">Public company</div>									
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	<div style="border: 1px solid black; padding: 2px;">Company limited by shares</div>									
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	<div style="border: 1px solid black; padding: 2px;">Indian Non-Government company</div>									
vi *Whether company is having share capital (as on the financial year end date)	<input checked="" type="radio"/> Yes <input type="radio"/> No									
vii (a) Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes <input type="radio"/> No									
(b) Details of stock exchanges where shares are listed										
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> <tr> <td style="text-align: center;">2</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code	1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)	2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
S. No.	Stock Exchange Name	Code								
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)								
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)								
viii Number of Registrar and Transfer Agent	<div style="border: 1px solid black; padding: 2px; width: 100px;">1</div>									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 25%;">Name of the Registrar and Transfer Agent</th> <th style="width: 25%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 25%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">U67190MH1999PTC118368</td> <td style="text-align: center;">MUFG INTIME INDIA PRIVATE LIMITED</td> <td>C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083</td> <td style="text-align: center;">INR000004058</td> </tr> </tbody> </table>		CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058	
CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent							
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058							
ix * (a) Whether Annual General Meeting (AGM) held	<input checked="" type="radio"/> Yes <input type="radio"/> No									
(b) If yes, date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">29/09/2025</div>									
(c) Due date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">30/09/2025</div>									
(d) Whether any extension for AGM granted	<input type="radio"/> Yes <input checked="" type="radio"/> No									

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	58	Publishing activities	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

48

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U45203WB2016PTC217543		OPENPLAY TECHNOLOGIES PRIVATE LIMITED	Subsidiary	94.86
2	U93000HR2014PTC051557		NODWIN GAMING PRIVATE LIMITED	Subsidiary	51.83
3	U74120MH2013PTC246788		PAPER BOAT APPS PRIVATE LIMITED	Subsidiary	100
4	U72300TN1995PTC030106		NEXT WAVE MULTIMEDIA PRIVATE LIMITED	Subsidiary	74.88
5	U92412KA2010PTC093814		ABSOLUTE SPORTS PRIVATE LIMITED	Subsidiary	100
6	U74999WB2016PTC251651		HALAPLAY TECHNOLOGIES PRIVATE LIMITED	Subsidiary	64.7

7	U74999KA2013PTC071321		DATAWRKZ BUSINESS SOLUTIONS PRIVATE LIMITED	Subsidiary	55
8		20615	NAZARA TECHNOLOGIES FZ LLC	Subsidiary	100
9		201306429N	NAZARA PTE. LTD.	Subsidiary	100
10		20243057821	NAZARA US INC.	Subsidiary	100
11		15868701	NAZARA TECHNOLOGIES UK LIMITED	Subsidiary	100
12	U80904MH2012PTC227886		FUNKY MONKEYS PLAY CENTERS PRIVATE LIMITED	Subsidiary	60
13		115503	NAZARA TECHNOLOGIES	Subsidiary	100
14		32-0730279	WILDWORKS HOLDCO INC.	Subsidiary	100
15		5364215-0142	WILDWORKS INC.	Subsidiary	100
16		10233309	FUSEBOX GAMES LIMITED	Subsidiary	100
17		87-3778678	MEDIAWRKZ INC.	Subsidiary	55
18		202142961R	MEDIAWRKZ PTE. LTD.	Subsidiary	55
19		15807642	DATAWRKZ UK LTD	Subsidiary	55
20		15882768	DATAWRKZ OPERATIONS UK LTD	Subsidiary	37.81
21		11420565	SPACE & TIME GROUP LIMITED	Subsidiary	37.81
22		09976986	SPACE & TIME HOLDING LIMITED	Subsidiary	37.81
23		02660562	SPACE AND TIME MEDIA LIMITED	Subsidiary	37.81
24		35-2665356	KIDDOPIA INC.	Subsidiary	100
25		35-2756787	SPORTSKEEDA INC.	Subsidiary	100
26		84-1787224	PRO FOOTBALL NETWORK INC.	Subsidiary	73.27
27		2859677	NODWIN GAMING INTERNATIONAL LIMITED	Subsidiary	51.83

28		202033875M	NODWIN GAMING INTERNATIONAL PTE. LTD .	Subsidiary	51.83
29	U74999DL2022PTC392667		RUSK DISTRIBUTION PRIVATE LIMITED	Subsidiary	26.43
30	U74999MH2015PTC265120		SUPERHERO BRANDS PRIVATE LIMITED	Subsidiary	51.83
31	U92490HR2022PTC100986		UNPAUSE ENTERTAINMENT PRIVATE LIMITED	Subsidiary	51.83
32	U22100HR2011PTC137143		COMIC CON INDIA PRIVATE LIMITED	Subsidiary	51.83
33	U72900DL2020PTC361890		TRINITY GAMING INDIA PRIVATE LIMITED	Subsidiary	51.83
34		201300294C	BRANDED PTE LIMITED	Subsidiary	26.43
35		100486707100003	NODWIN GAMING MENA FZ LLC (formerly known as PUBLISHME GLOBAL FZ LLC)	Subsidiary	51.83
36		HRB 132556 B	FREAKS 4U GAMING GMBH	Subsidiary	51.83
37		64131910	STAR LADDER LIMITED	Subsidiary	51.83
38		33-4212987	NODWIN GAMING USA INC.	Subsidiary	51.83
39		54327881	FREAKS 4U GAMING (ASIA) LTD	Subsidiary	51.83
40		201618710129	FREAKS 4U GAMING LLC	Subsidiary	51.83
41		841 662 539	FREAKS 4U GAMING SAS	Subsidiary	51.83
42		21093211	FREAKS 4U GAMING D.O.O. NI	Subsidiary	51.83
43		HRB 158195 B	SPREE CONNECTION (UG)	Subsidiary	51.83
44		HRA 56465	FREAKS 4U BRANDS GMBH & CO. KG	Subsidiary	51.83
45		60245752	INZZIDE ESPORTS GMBH	Subsidiary	51.83
46		0080095266900001	ARRAKIS TANITIM ORGANIZASYON PAZARLAMA SAN. TIC. LTD. A.S.	Subsidiary	51.83

47	U72900DL2013PTC251144		MOONG LABS TECHNOLOGIES PRIVATE LIMITED	Associate	29.38
48	U72900DL2017PTC314668		MOONSHINE TECHNOLOGY PRIVATE LIMITED	Associate	46.07

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	125000000.00	87616256.00	87616256.00	87616256.00
Total amount of equity shares (in rupees)	500000000.00	350465024.00	350465024.00	350465024.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	125000000	87616256	87616256	87616256
Nominal value per share (in rupees)	4	4	4	4
Total amount of equity shares (in rupees)	500000000.00	350465024.00	350465024	350465024

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

Number of classes

0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
<input type="text"/>				
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	2071790	74469850	76541640.00	306166560	306166560	
Increase during the year	0.00	11074638.00	11074638.00	44298552.00	44298552.00	10505769804.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	11012668	11012668.00	44050672	44050672	10465008020
v ESOPs	0	61948	61948.00	247792	247792	40761784
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify <div>Dematerialised during the year</div>	0	22	22.00	88	88	
Decrease during the year	22.00	0.00	22.00	88.00	88.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div>Dematerialised during the year</div>	22		22.00	88	88	
At the end of the year	2071768.00	85544488.00	87616256.00	350465024.00	350465024.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify <div>-</div>	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div>-</div>	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE418L01021

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☒ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

344150179

ii * Net worth of the Company

26811258782

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	2051096	2.34	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	5642450	6.44	0	0.00
10	Others <div></div>	0	0.00	0	0.00
	Total	7693546.00	8.78	0.00	0

Total number of shareholders (promoters)

11

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	26271032	29.98	0	0.00
	(ii) Non-resident Indian (NRI)	8360876	9.54	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	400	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	794121	0.91	0	0.00
4	Banks	182	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	11425231	13.04	0	0.00
7	Mutual funds	8404782	9.59	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	23692765	27.04	0	0.00
10	Others	973321	1.11	0	0.00
	AIF, Clr. Mbr, Trust				
	Total	79922710.00	91.21	0.00	0

Total number of shareholders (other than promoters)

130661

Total number of shareholders (Promoters + Public/Other than promoters)

130672.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	28481
2	Individual - Male	60169
3	Individual - Transgender	0
4	Other than individuals	42022
	Total	130672.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
As per Annexure	As per Annexure	31/03/2025	India	11425231	13.04

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**[Details of Promoters, Members (other than promoters), Debenture holders]**

Details	At the beginning of the year	At the end of the year
Promoters	11	11
Members (other than promoters)	169470	130661
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	2	0	2	0	2.31	0
B Non-Promoter	0	5	0	6	0.00	0.01
i Non-Independent	0	1	0	2	0	0
ii Independent	0	4	0	4	0	0.01
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0

v Others	0	0	0	0	0	0
Total	2	5	2	6	2.31	0.01

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

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B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
VIKASH PRATAPCHAND MITTERSAIN	00156740	Managing Director	500	
NITISH VIKASH MITTERSAIN	02347434	Managing Director	2022906	
RAJIV AMBRISH AGARWAL	00379990	Director	0	13/08/2025
SASHA GULU MIRCHANDANI	01179921	Director	0	
PROBIR KUMAR ROY	00111961	Director	4000	
SHOBHA HARESH JAGTIANI	00027558	Director	0	
ARUN VIJAYKUMAR GUPTA	05131228	Director	0	
VIVEK CHOPRA	10240558	Director	0	
NITISH VIKASH MITTERSAIN	AJVPM0526D	CEO	2022906	
RAKESH CHANDRAKANT SHAH	AAOPS2644G	CFO	2	
ARUN SHIVA BHANDARI	AEPPB8118K	Company Secretary	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

7

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
VIVEK CHOPRA	10240558	Additional Director	13/08/2024	Appointment
VIVEK CHOPRA	10240558	Director	30/09/2024	Change in designation
ARUN SHIVA BHANDARI	AEPPB8118K	Company Secretary	17/12/2024	Appointment

VARSHA VALLABH VYAS	AITPV9889R	Company Secretary	20/08/2024	Cessation
KULDEEP JAIN	02683041	Director	18/09/2024	Cessation
ARUN VIJAYKUMAR GUPTA	05131228	Additional Director	17/12/2024	Appointment
ARUN VIJAYKUMAR GUPTA	05131228	Director	13/02/2025	Change in designation

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

3

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	30/09/2024	147504	39	23.24
EXTRAORDINARY GENERAL MEETING	12/10/2024	146396	57	22.06
EXTRAORDINARY GENERAL MEETING	13/02/2025	133803	50	32.53

B BOARD MEETINGS

*Number of meetings held

18

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/05/2024	7	7	100
2	31/05/2024	7	5	71.43
3	03/07/2024	7	7	100
4	19/07/2024	7	7	100

5	29/07/2024	7	5	71.43
6	08/08/2024	7	6	85.71
7	13/08/2024	7	5	71.43
8	05/09/2024	8	6	75
9	12/09/2024	8	6	75
10	18/09/2024	8	7	87.5
11	14/11/2024	7	6	85.71
12	02/12/2024	7	7	100
13	17/12/2024	8	8	100
14	14/01/2025	8	8	100
15	20/01/2025	8	6	75
16	10/02/2025	8	7	87.5
17	13/02/2025	8	8	100
18	07/03/2025	8	8	100

C COMMITTEE MEETINGS

Number of meetings held

23

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMMITTEE	24/05/2024	4	4	100
2	AUDIT COMMITTEE	19/07/2024	4	4	100
3	AUDIT COMMITTEE	13/08/2024	4	3	75
4	AUDIT COMMITTEE	05/09/2024	4	3	75
5	AUDIT COMMITTEE	12/09/2024	3	3	100
6	AUDIT COMMITTEE	18/09/2024	3	3	100
7	AUDIT COMMITTEE	14/11/2024	3	3	100

8	AUDIT COMMITTEE	02/12/2024	3	3	100
9	AUDIT COMMITTEE	20/01/2025	3	3	100
10	AUDIT COMMITTEE	13/02/2025	3	3	100
11	AUDIT COMMITTEE	07/03/2025	4	4	100
12	NRC COMMITTEE	31/05/2024	3	2	66.67
13	NRC COMMITTEE	13/08/2024	3	2	66.67
14	NRC COMMITTEE	14/11/2024	3	3	100
15	NRC COMMITTEE	17/12/2024	3	3	100
16	NRC COMMITTEE	13/02/2025	3	3	100
17	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	24/05/2024	4	4	100
18	STAKEHOLDER RELATIONSHIP COMMITTEE	24/05/2024	3	3	100
19	STAKEHOLDER RELATIONSHIP COMMITTEE	13/08/2024	3	2	66.67
20	STAKEHOLDER RELATIONSHIP COMMITTEE	14/11/2024	3	2	66.67
21	STAKEHOLDER RELATIONSHIP COMMITTEE	13/02/2025	3	3	100
22	RISK MANAGEMENT COMMITTEE	26/04/2024	4	4	100
23	RISK MANAGEMENT COMMITTEE	14/11/2024	4	4	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								29/09/2025 (Y/N/NA)
1	VIKASH PRATAPCHAND MITTERSAIN	18	15	83	5	4	80	Yes

2	NITISH VIKASH MITTERSAIN	18	18	100	14	14	100	Yes
3	RAJIV AMBRISH AGARWAL	18	17	94	5	5	100	Not applicable
4	SASHA GULU MIRCHANDANI	18	16	88	2	2	100	Yes
5	PROBIR KUMAR ROY	18	18	100	20	20	100	Yes
6	SHOBHA HARESH JAGTIANI	18	16	88	23	19	82	Yes
7	ARUN VIJAYKUMAR GUPTA	6	6	100	0	0	0	Yes
8	VIVEK CHOPRA	11	8	72	0	0	0	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	VIKASH MITTERSAIN	Managing Director	7891404			7358800	15250204.00
2	NITISH MITTERSAIN	Managing Director	27357696			12008047	39365743.00
	Total		35249100.00	0.00	0.00	19366847.00	54615947.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	RAKESH CHANDRAKANT SHAH	CFO	12962496			6000000	18962496.00
2	ARUN BHANDARI	Company Secretary	1371586			87097	1458683.00
3	Varsha Vyas	Company Secretary	403353				403353.00
	Total		14737435.00	0.00	0.00	6087097.00	20824532.00

C *Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SASHA GULU MIRCHANDANI	Director	0			1660000	1660000.00
2	SHOBHA HARESH JAGTIANI	Director	0			2170000	2170000.00
3	PROBIR KUMAR ROY	Director	0			2400000	2400000.00
4	RAJIV AMBRISH AGARWAL	Director	0			1850000	1850000.00
5	KULDEEP JAIN	Director	0			650000	650000.00
6	ARUN VIJAYKUMAR GUPTA	Director	0			600000	600000.00
7	VIVEK CHOPRA	Director	0			0	0.00
	Total		0.00	0.00	0.00	9330000.00	9330000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/ DIRECTORS/OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

130672

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

Clarification_MGT-7.pdf
Nazara_MGT-8.pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

NAZARA TECHNOLOGIES
LIMITED

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Mannish L. Ghia

Date (DD/MM/YYYY)

26/12/2025

Place

Mumbai

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

3*3*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

* (a) DIN/PAN/Membership number of Designated Person

8754

* (b) Name of the Designated Person

ARUN SHIVA BHANDARI

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 23 dated* (DD/MM/YYYY) 09/05/2023 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

***DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0*3*7*3*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☐ Associate ☒ Fellow

Membership number

8*5*

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AC0283557

eForm filing date (DD/MM/YYYY)

29/12/2025

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company