



December 12, 2024

To,  
**Listing Compliance Department**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001.  
**Scrip Code: 543280**

**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**

**Subject: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “Listing Regulations”)**

Dear Sir/Madam,

With reference to the above and further to our earlier intimation dated December 02, 2024 and in compliance with Regulation 30 read with Schedule III of the Listing Regulations, we hereby inform you that Nazara Technologies Limited (“the Company”) has entered into a Share Subscription Agreement (“SSA”) on December 12, 2024 with Datawrkz Business Solutions Private Limited (“Datawrkz”) a subsidiary of the Company, to subscribe to its 4,959 (Four Thousand Nine Hundred and Fifty Nine), 0.0001% Compulsorily Convertible Cumulative Preference Shares (“CCCPS”) of face value of INR 1/- each, for an aggregate consideration of INR 15,00,00,000/- (Indian Rupees Fifteen Crores Only), to be paid in cash, in one or more tranches by the Company to Datawrkz, in accordance with the terms and conditions as set forth in the SSA and in accordance with the applicable laws, statutory approvals, consents and permissions as may be required.

The details in this regard, pursuant to Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD-PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as **Annexure A** to this letter.

Request you to kindly take the same on record.

Yours faithfully,

**For Nazara Technologies Limited**

**Rakesh Shah**  
**Chief Financial Officer**

**Encl.:** As above

## Annexure A

**The details as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”) read with the SEBI Master Circular No. SEBI/HO/CFD-PoD2/CIR/P/0155 dated November 11, 2024 is as under:**

Sr. No.	Particulars	Details
1.	Name of the Target Entity details in brief such as size, turnover, etc.	Datawrkz Business Solutions Private Limited (“Datawrkz”) Turnover as on March 31, 2024: INR 104.30 Crores (Based on the audited Financial Statements)
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	Datawrkz Business Solutions Private Limited is a subsidiary of the Company and hence, the transaction would fall under related party transactions. Other than above, the promoter / promoter group / group companies of the Company do not have any interest in the said transaction. The transaction is on arm’s length basis.
3.	Industry to which the entity being acquired belongs	Advertising technology company offering programmatic advertising and ad monetization to brands and publishers respectively.
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if the business is outside the main line of business of the listed entity)	The investment in Datawrkz provides growth capital to fuel both organic and inorganic growth, enhancing its capabilities and expanding its footprint in the digital advertising ecosystem.
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	No such approval required.
6.	Indicative time period for completion of acquisition	Within 30 days
7.	Nature of consideration - whether cash consideration or share swap and details of the same;	Cash Consideration
8.	Cost of Acquisition or the price at which shares are acquired	INR 15.00 Crores
9.	Percentage of shareholding / control acquired and / or number of shares acquired	The Company will hold 100% Compulsorily Convertible Cumulative Preference Shares (“CCCPS”) of Datawrkz. The CCCPS are convertible into equity shares at a future date as per the terms and conditions mentioned in the Share Subscription Agreement.



10.	Brief background about the entity proposed to be acquired in terms of product/ line of business acquired, date of incorporation, history of last three years turnover, country in which acquired entity has presence and other significant information	<p>Datawrkz Business Solutions Private Limited is a private limited company incorporated on October 7, 2013 under the provisions of Companies Act, 2013 with its registered office at 2<sup>nd</sup> Floor, No 452, 17<sup>th</sup> Cross, Sector 4, HSR Layout, HSR Layout, Bangalore, Bangalore South, Karnataka, India, 560102.</p> <p>Datawrkz is a leading advertising technology provider for publishers, agencies, and brands. Headquartered in Bengaluru, India with branches in USA and Singapore, the company has products including a Supply Side Platform (SSP) &amp; Real Time Bidding (RTB) platform. Datawrkz also serves as an independent trading desk to power digital media strategy, planning and execution on behalf of its agency and brand clients in a transparent financial model. On the supply side, it drives higher yield for publishers through proprietary programmatic technology.</p> <p>Datawrkz has its own website which can be assessed on <a href="https://www.datawrkz.com">https://www.datawrkz.com</a></p> <p><b>Last 3 years' turnover based on the Audited Financials:</b></p> <table border="1" data-bbox="726 1030 1385 1187"> <thead> <tr> <th>Financial Year</th> <th>Turnover</th> </tr> </thead> <tbody> <tr> <td>2023-24</td> <td>INR 104.3 crores</td> </tr> <tr> <td>2022-23</td> <td>INR 157.0 crores</td> </tr> <tr> <td>2021-22*</td> <td>INR 90.7 crores</td> </tr> </tbody> </table> <p><i>*Based on unaudited proforma combined revenue of Datawrkz Business Solutions Private Limited and Associated entities for CY21</i></p> <p><b>Country of Operation:</b> India, US, Singapore and others.</p>	Financial Year	Turnover	2023-24	INR 104.3 crores	2022-23	INR 157.0 crores	2021-22*	INR 90.7 crores
Financial Year	Turnover									
2023-24	INR 104.3 crores									
2022-23	INR 157.0 crores									
2021-22*	INR 90.7 crores									