

October 22, 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

Dear Sir/Madam,

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”)

In terms of Regulation 30, read with Schedule III of Listing Regulations, we hereby inform you that Nazara Technologies UK Limited (“Nazara UK”), a wholly-owned subsidiary of the Company, has entered into a Loan Agreement (“the Agreement”) with Kiddopia Inc. (“Kiddopia”), the wholly-owned subsidiary of Paper Boat Apps Private Limited, a wholly-owned subsidiary of the Company, on Monday, October 21, 2024, to avail an unsecured loan for an aggregate amount not exceeding GBP 68,00,000 (equivalent to ~INR 75 crores), in one or more tranches, for business purposes and repayment of its existing loans, subject to compliance with the applicable laws.

The details in relation to the above, as required under the Listing Regulations, read with the SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and the SEBI Circular No. SEBI/HO/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023, is enclosed herewith as “**Annexure - A**”.

Kindly take the above information on record.

Thanking You.

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 (the “Listing Regulations”), read with the SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and the SEBI Circular No. SEBI/HO/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023:

Sr. No.	Particulars	Details
1.	Name(s) of parties with whom the agreement is entered	The Loan Agreement (“the Agreement”) has been entered into between Nazara Technologies UK Limited (“Borrower”), a wholly-owned subsidiary of the Company and Kiddopia Inc. (“Lender”), the wholly-owned subsidiary of Paper Boat Apps Private Limited, a wholly-owned subsidiary of the Company.
2.	Purpose of entering into the agreement	Nazara Technologies UK Limited has entered into the said Agreement with Kiddopia Inc. to avail a loan for an aggregate amount not exceeding GBP 68,00,000 (equivalent to ~INR 75 crores), in one or more tranches, for business purposes and repayment of its existing loans, subject to compliance with the applicable laws.
3.	Size of agreement	Aggregate amount not exceeding GBP 68,00,000 (equivalent to ~INR 75 crores).
4.	Shareholding, if any, in the entity with whom the agreement is executed	The Company is not a party to the Agreement. However, the Company holds 100% stake in Nazara Technologies UK Limited and Paper Boat Apps Private Limited, a wholly-owned subsidiary of the Company, holds 100% stake in Kiddopia Inc.
5.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	Not applicable.
6.	a.) Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship b.) Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length	Nazara Technologies UK Limited is a wholly-owned subsidiary of the Company and Kiddopia Inc. is the wholly owned subsidiary of Paper Boat Apps Private Limited, a wholly-owned subsidiary of the Company, hence the aforesaid transaction falls under the purview of Related Party Transactions as per the provisions of the Listing Regulations. Further, the transaction is between two wholly-owned subsidiaries of the Company. Therefore, it is exempted under Regulation 23(5)(c) of the Listing Regulations. Further, the promoter / promoter group / group companies of the Company do not have any interest in the said transaction. Further, the said transaction is on arm’s length basis.

8.	In case of issuance of shares to the parties, details of issue price, class of shares issued	Not Applicable.
9.	In case of loan agreements, details of lender/borrower, nature of the loan, total amount of loan granted/taken, total amount outstanding, date of execution of the loan agreement/sanction letter, details of the security provided to the lenders / by the borrowers for such loan or in case outstanding loans lent to a party or borrowed from a party become material on a cumulative basis	<p>Lender: Kiddopia Inc.</p> <p>Borrower: Nazara Technologies UK Limited</p> <p>Nature of Loan: Unsecured Loan</p> <p>Total amount of loan: Aggregate amount not exceeding GBP 68,00,000 (equivalent to ~INR 75 Crores), in one or more tranches, subject to compliance with the applicable laws.</p> <p>Date of execution of Loan Agreement: October 21, 2024</p> <p>Details of security provided to lender: Nil</p> <p>Amount of loan outstanding as on date of disclosure: Nil</p>
10.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements	Not Applicable.
11.	<p>In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s):</p> <p>a) name of parties to the agreement;</p> <p>b.) nature of the agreement;</p> <p>c.) date of execution of the agreement;</p> <p>d.) details of amendment and impact thereof or reasons of termination and impact thereof.</p>	Not Applicable.