

September 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: Outcome of Board Meeting held on Thursday, September 12, 2024

Reference: Intimation under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations")

Dear Sir/Madam,

Further to our letter dated September 09, 2024 and in accordance with Regulation 30 and other applicable regulations of the Listing Regulations, we wish to inform you that the Board of Directors ("**Board**") of Nazara Technologies Limited (the "**Company**"), at its meeting held today i.e., Thursday, September 12, 2024, inter-alia, considered and approved the following matters:

1. To make strategic investment by way of secondary acquisition of 18,96,674 (Eighteen Lakhs Ninety Six Thousand Six Hundred and Seventy Four) fully paid-up equity shares of INR 10/- each, representing 47.71% of the equity share capital, on fully diluted basis, of Moonshine Technology Private Limited ("**Target Company**" / "**MTPL**"), from its existing shareholders (i.e. PSM Group Limited, Bellerive Capital (BCP) 6 Limited, Shells and Shores Consultancy & Holdings LLP, Influencers Interactive Inc. (I3), Puneet Singh, Navkiran Singh, Avneet Rana, Varun Ganjoo, Anirudh Chaudhry and Gurjeet Kaur) (collectively referred to as "**Sellers**"), for an aggregate consideration not exceeding INR 831.51 crores, payable by the Company a.) partly by way of cash consideration of INR 592.26 crores and b.) the balance of INR 239.25 crores by way of a share swap through issuance of fully paid-up equity shares of the Company on preferential basis, in accordance with Chapter V of the SEBI ICDR Regulations, the Companies Act, 2013 and other applicable laws, and subject to approval of the shareholders of the Company, and such other regulatory/ statutory approvals as may be required.

The Company also has entered into the definitive agreements for the purpose of said acquisition of 47.71% of the equity share capital, on fully diluted basis of Moonshine from the Sellers (collectively "**Proposed Transaction**") and to record the terms & conditions and other matters in connection therewith.

The Proposed Transaction is subject to the terms and conditions mutually agreed in the definitive agreements and fulfillment of certain customary conditions precedent and other terms and conditions as set forth in the definitive agreements. Upon completion of the Proposed Transaction, Moonshine will become an Associate of the Company.

The details in this regard, pursuant to Regulation 30 of the Listing Regulations read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular No. SEBI/HO/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure-A** to this letter.

2. Further, approved the proposal to infuse primary funds not exceeding INR 150 crores into Moonshine by way of subscription to its Compulsory Convertible Preference Shares ("**CCPS**") to be issued by Moonshine, on such terms and conditions, as mutually agreed in the Securities Subscription Agreement proposed to be entered into between the Founders of Moonshine, the Company, and Moonshine, subject to compliance with the applicable laws.

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The Company has also entered into Securities Subscription Agreement dated September 12, 2024 with Moonshine and its Founders for the purpose of said investment and to record the terms & conditions and other matters in connection therewith.

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 B**.

3. To seek shareholders' approval to make investment upto an amount not exceeding INR 831.51 crores in the fully paid-up equity shares of Moonshine under Section 186 of the Companies Act, 2013.
4. Approved Issuance of up to 25,07,146 (Twenty Five Lakhs Seven Thousand One Hundred and Forty Six) fully paid up equity shares of the Company having face value of INR 4/- each, at an issue price of INR 954.27 per equity share aggregating to INR 2,39,24,94,213.42 /- (Indian Rupees Two Thirty Nine Crores Twenty Four Lakhs Ninety Four Thousand Two Hundred and Thirteen and Forty Two Paise Only), to the existing shareholders of Moonshine, as consideration other than cash, for the acquisition of 13.61% of the equity share capital, on fully diluted basis, of Moonshine pursuant to the Share Purchase Agreements dated September 12, 2024, on a preferential basis ("Preferential Issue"), in accordance with Chapter V of SEBI ICDR Regulations, Companies Act, 2013 and other applicable laws. The above preferential issue is subject to the approval of shareholders of the Company and such regulatory/statutory authorities as may be applicable.

The details in this regard, pursuant to Regulation 30 of the Listing Regulations read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular No. SEBI/HO/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure C** to this letter.

5. The Board, in the aforesaid connection, approved the notice convening the Extra-Ordinary General Meeting ("EGM") of the shareholders of the Company to be held on Saturday, October 12, 2024 through video conferencing or other audio visual means, for seeking necessary approval of the shareholders for the aforesaid matters. The notice of the said EGM shall be submitted to the Stock Exchanges in due course in compliance with the provisions of the Listing Regulations.

The above can be accessed on the website of the Company at the link www.nazara.com.

The meeting of the Board of Directors of the Company commenced at 7:00 P.M. and concluded at 11:05 P.M.

This is for your information and records.

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, 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 of the Target Entity details in brief such as size, turnover, etc.	<p>Moonshine Technology Private Limited (“MTPL” or “Moonshine” or “Target Company”).</p> <p>MTPL is the holding company which has the following subsidiaries under it:</p> <ul style="list-style-type: none"> (i) Ross Technologies Private Limited; (ii) Baazi Networks Private Limited; (iii) Baazi Games Private Limited; and (iv) SBN Gaming Network Private Limited. <p>(collectively, “Target Group”).</p> <ul style="list-style-type: none"> - The Target Group operates online poker platform viz. PokerBaazi, through its 100% subsidiary Baazi Networks Private Limited (BNPL). - MTPL has sports and casual gaming vertical under the brand name, SportsBaazi (a step down subsidiary of MTPL). SportsBaazi runs online sports, casual and fantasy games. - Pokerbaazi accounted for ~87% and Sportsbaazi accounted for ~12% of net revenue of the Target Group in FY24. <p>Issued Share Capital: INR 3.9 crores</p> <p>The consolidated turnover and EBITDA figures of the Target Group is as follows:</p> <p style="text-align: right;"><i>(Figures in INR crores)</i></p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>FY22</th> <th>FY23</th> <th>FY24 (provisional)*</th> </tr> </thead> <tbody> <tr> <td>Turnover</td> <td>102.3</td> <td>268.0</td> <td>414.9</td> </tr> <tr> <td>EBITDA</td> <td>(8.6)</td> <td>27.0</td> <td>41.2</td> </tr> </tbody> </table> <p>*FY24 financials are not audited</p>	Particulars	FY22	FY23	FY24 (provisional)*	Turnover	102.3	268.0	414.9	EBITDA	(8.6)	27.0	41.2
Particulars	FY22	FY23	FY24 (provisional)*											
Turnover	102.3	268.0	414.9											
EBITDA	(8.6)	27.0	41.2											
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”	The proposed acquisition does not fall within the purview of related party transactions and the promoter / promoter group / group companies of the Company do not have any interest in Moonshine whose shares are being acquired.												
3.	Industry to which the entity being acquired belongs	Skill based Online Gaming Industry.												

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)	PokerBaazi is India's biggest Poker online gaming platform and contributes to more than 85% to Moonshine's net revenue, while its fantasy sports platform- SportsBaazi contributes more than 12%. Moonshine had ~340,000 monthly active users as of May 2024. The company's success is attributed to its dynamic and forward-thinking leadership team, led by Founder & CEO Navkiran Singh and Co-Founders Puneet Singh, Varun Ganjoo, Avneet Rana, and Anirudh Chaudhry, whose combined efforts are driving the transformation of India's poker ecosystem.												
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	None.												
6.	Indicative time period for completion of acquisition	Within 60 days.												
7.	Nature of consideration - whether cash consideration or share swap and details of the same;	Aggregate consideration not exceeding INR 831.51 crores, shall be payable by the Company a.) partly by way of cash consideration of INR 592.26 crores and b.) the balance of INR 239.25 crores by way of a share swap through issuance of fully paid-up equity shares of the Company on preferential basis, in accordance with Chapter V of the SEBI ICDR Regulations, the Companies Act, 2013 and other applicable laws, and subject to approval of the shareholders of the Company, and such other regulatory/ statutory approvals as may be required.												
8.	Cost of Acquisition or the price at which shares are acquired	Not exceeding INR 831.51 Crores.												
9.	Percentage of shareholding / control acquired and / or number of shares acquired	18,96,674 fully paid-up equity shares of INR 10/- each, representing 47.71% of the equity share capital, on fully diluted basis, of Moonshine.												
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>Moonshine operates online gaming platform via mobile / website application.</p> <p>PokerBaazi is India's biggest Poker platform and contributes to more than 85% to Moonshine's net revenue, while its fantasy sports platform- SportsBaazi contributes more than 12%. Moonshine had ~340,000 monthly active users as of May 2024. The company's success is attributed to its dynamic and forward-thinking leadership team, led by Founder & CEO Navkiran Singh and Co-Founders Puneet Singh, Varun Ganjoo, Avneet Rana, and Anirudh Chaudhry, whose combined efforts are driving the transformation of India's poker ecosystem.</p> <p>Date of Incorporation: 17.03.2017.</p> <p>The consolidated turnover and EBITDA figures of the Target Group is as follows:</p> <p style="text-align: right;"><i>(Figures in INR crores)</i></p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>FY22</th> <th>FY23</th> <th>FY24 (provisional)*</th> </tr> </thead> <tbody> <tr> <td>Turnover</td> <td>102.3</td> <td>268.0</td> <td>414.9</td> </tr> <tr> <td>EBITDA</td> <td>(8.6)</td> <td>27.0</td> <td>41.2</td> </tr> </tbody> </table> <p>*FY24 financials are not audited.</p> <p>Country in which acquired entity has presence: India</p>	Particulars	FY22	FY23	FY24 (provisional)*	Turnover	102.3	268.0	414.9	EBITDA	(8.6)	27.0	41.2
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Annexure B

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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)	PokerBaazi is India's biggest Poker platform and contributes to more than 85% to Moonshine's net revenue, while its fantasy sports platform- SportsBaazi contributes more than 12%. Moonshine had ~340,000 monthly active users as of May 2024. The company's success is attributed to its dynamic and forward-thinking leadership team, led by Founder & CEO Navkiran Singh and Co-Founders Puneet Singh, Varun Ganjoo, Avneet Rana, and Anirudh Chaudhry, whose combined efforts are driving the transformation of India's poker ecosystem. The primary funds will be used for general business purposes by Moonshine.												
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	None.												
6.	Indicative time period for completion of acquisition	Within 60 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	Not exceeding INR 150 Crores.												
9.	Percentage of shareholding / control acquired and / or number of shares acquired	The Company will hold 100% Compulsory Convertible Preference Shares of Moonshine. The CCPS are convertible at a future date as per the condition mentioned in the 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>Moonshine operates online gaming platform via mobile / website application.</p> <p>PokerBaazi is India's biggest Poker platform and contributes to more than 85% to Moonshine's net revenue, while its fantasy sports platform- SportsBaazi contributes more than 12%. Moonshine had ~340,000 monthly active users as of May 2024. The company's success is attributed to its dynamic and forward-thinking leadership team, led by Founder & CEO Navkiran Singh and Co-Founders Puneet Singh, Varun Ganjoo, Avneet Rana, and Anirudh Chaudhry, whose combined efforts are driving the transformation of India's poker ecosystem.</p> <p>Date of Incorporation: 17.03.2017</p> <p>The consolidated turnover and EBITDA figures of the Target Group is as follows:</p> <p style="text-align: right;"><i>(Figures in INR crores)</i></p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>FY22</th> <th>FY23</th> <th>FY24 (provisional)*</th> </tr> </thead> <tbody> <tr> <td>Turnover</td> <td>102.3</td> <td>268.0</td> <td>414.9</td> </tr> <tr> <td>EBITDA</td> <td>(8.6)</td> <td>27.0</td> <td>41.2</td> </tr> </tbody> </table> <p>*FY24 financials are not audited.</p> <p>Country in which acquired entity has presence: India</p>	Particulars	FY22	FY23	FY24 (provisional)*	Turnover	102.3	268.0	414.9	EBITDA	(8.6)	27.0	41.2
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Sr. No.	Particulars	Details																														
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity shares of face value of INR 4/- each.																														
2.	Type of Issuance	Preferential Issue in accordance with the Companies Act, 2013 and rules made thereunder and Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.																														
3.	Total number of securities proposed to be issued and the total amount for which the securities will be issued (approximately)	Upto 25,07,146 (Twenty Five Lakhs Seven Thousand One Hundred and Forty Six) fully paid up equity shares of the Company having face value of INR 4/- each, at an issue price of INR 954.27 per equity share (including premium of INR 950.27/- per equity share) aggregating INR 2,39,24,94,213.42/- (Indian Rupees Two Thirty Nine Crores Twenty Four Lakhs Ninety Four Thousand Two Hundred and Thirteen and Forty Two Paise Only), being consideration other than cash (i.e. share swap in accordance with Regulation 163(3) of the SEBI ICDR Regulations), for discharge of the purchase consideration for acquisition of 13.61% of the equity share capital, on fully diluted basis, of Moonshine Technology Private Limited (“MTPL” or “Moonshine” or “Target Company”).																														
4.	Additional Information in case of Preferential Issue																															
I.	Name of the Investor	<table border="1"> <thead> <tr> <th>Sr. No</th> <th>Name of the proposed Investors</th> <th>Maximum Number of Equity Shares to be allotted</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Navkiran Singh</td> <td>2,61,269</td> </tr> <tr> <td>2</td> <td>Avneet Rana</td> <td>51,968</td> </tr> <tr> <td>3</td> <td>Varun Ganjoo</td> <td>20,785</td> </tr> <tr> <td>4</td> <td>Anirudh Chaudhry</td> <td>1,03,942</td> </tr> <tr> <td>5</td> <td>Gurjeet Kaur</td> <td>2,61,258</td> </tr> <tr> <td>6</td> <td>Bellerive Capital (BCP) 6 Limited</td> <td>10,64,800</td> </tr> <tr> <td>7</td> <td>Shells and Shores Consultancy & Holdings LLP</td> <td>2,88,918</td> </tr> <tr> <td>8</td> <td>Influencers Interactive Inc. (I3)</td> <td>4,54,206</td> </tr> <tr> <td colspan="2" style="text-align: center;">Total</td> <td>25,07,146</td> </tr> </tbody> </table>	Sr. No	Name of the proposed Investors	Maximum Number of Equity Shares to be allotted	1	Navkiran Singh	2,61,269	2	Avneet Rana	51,968	3	Varun Ganjoo	20,785	4	Anirudh Chaudhry	1,03,942	5	Gurjeet Kaur	2,61,258	6	Bellerive Capital (BCP) 6 Limited	10,64,800	7	Shells and Shores Consultancy & Holdings LLP	2,88,918	8	Influencers Interactive Inc. (I3)	4,54,206	Total		25,07,146
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Total		25,07,146																														

II	Post Allotment of Securities: Outcome of Subscription	<p>The Equity Shares are proposed to be allotted to the Investors. Details of the shareholding of Investors in the Company, prior to and after the proposed Preferential Issue, are as under:</p> <table border="1" data-bbox="579 409 1441 1032"> <thead> <tr> <th rowspan="2">Name of Investor</th> <th colspan="2">Pre-Preferential Issue</th> <th colspan="2">Post- Preferential Issue *</th> </tr> <tr> <th>No of Equity Shares</th> <th>%</th> <th>No of Equity Shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>Navkiran Singh</td> <td>-</td> <td>-</td> <td>2,61,269</td> <td>0.33</td> </tr> <tr> <td>Avneet Rana</td> <td>-</td> <td>-</td> <td>51,968</td> <td>0.07</td> </tr> <tr> <td>Varun Ganjoo</td> <td>-</td> <td>-</td> <td>20,785</td> <td>0.03</td> </tr> <tr> <td>Anirudh Chaudhry</td> <td>-</td> <td>-</td> <td>1,03,942</td> <td>0.13</td> </tr> <tr> <td>Gurjeet Kaur</td> <td>-</td> <td>-</td> <td>265538</td> <td>0.33</td> </tr> <tr> <td>Bellerive Capital (BCP) 6 Limited</td> <td>-</td> <td>-</td> <td>2,61,258</td> <td>1.35</td> </tr> <tr> <td>Shells and Shores Consultancy & Holdings LLP</td> <td>-</td> <td>-</td> <td>10,64,800</td> <td>0.37</td> </tr> <tr> <td>Influencers Interactive Inc. (I3)</td> <td>-</td> <td>-</td> <td>2,88,918</td> <td>0.57</td> </tr> <tr> <td>Total</td> <td>-</td> <td>-</td> <td>25,07,146</td> <td>3.17</td> </tr> </tbody> </table> <p>*The Company has granted 1,50,593 Employee Stock Options (“ESOPs”), in the event of allotment of equity shares, upon exercise of ESOPs, the post preferential issue % holding shall stand modified to the extent of the shares allotted by the Company.</p>	Name of Investor	Pre-Preferential Issue		Post- Preferential Issue *		No of Equity Shares	%	No of Equity Shares	%	Navkiran Singh	-	-	2,61,269	0.33	Avneet Rana	-	-	51,968	0.07	Varun Ganjoo	-	-	20,785	0.03	Anirudh Chaudhry	-	-	1,03,942	0.13	Gurjeet Kaur	-	-	265538	0.33	Bellerive Capital (BCP) 6 Limited	-	-	2,61,258	1.35	Shells and Shores Consultancy & Holdings LLP	-	-	10,64,800	0.37	Influencers Interactive Inc. (I3)	-	-	2,88,918	0.57	Total	-	-	25,07,146	3.17
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III	Issue Price	<p>Rs. 954.27 per Equity Share (including a premium of Rs. 950.27 per Equity Share).</p> <p>The price at which the Equity Shares shall be issued is not lower than the floor price as on the relevant date i.e. September 12, 2024 determined in accordance with Chapter V of the SEBI ICDR Regulations.</p>																																																						
IV	Number of Investors	8																																																						
V	In case of convertibles, intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable																																																						
5.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable																																																						