eMANAGING TECHNOLOGY

Date: September 08, 2026

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

Sub- Intimation of Notice of 09th Annual General Meeting.

Ref: Scrip Code: 543351, Scrip Id: NBL

Dear Sir/Ma'am,

This has further reference to our Board meeting outcome dated September 04, 2024.

We are submitting herewith the Notice of 09th Annual General Meeting scheduled to be held on **Wednesday, September 30, 2026 at 12:00 P.M. (IST)** of the company for the financial year 2025-26, which is being sent in electronic mode to the Members whose E-mail ids were registered with Company/Depository Participants(s).

In this regard, the list of members for dispatch of Annual Report 2025-26 and Notice of 09th AGM will be taken as on **Friday, September 04, 2026**. Members whose E-mail ids were not registered as on **Friday, September 04, 2026**in the Register of Member/ list of Beneficial Owners received from National Securities Depository Limited (NSDL) /Central Depository Services (India) Limited (CDSL), the company has sent whatsup messages and physical copy of an intimation letter containing the web link and QR for downloading Integrated Annual Report 2025-26 along with Notice of 09th Annual General Meeting in the permitted mode.

Kindly take the same on record.

For, **Naapbooks Limited**

SURBHI AGRAWAL
Digitally signed by SURBHI AGRAWAL
Date: 2026.09.08 19:11:10 +05'30'

CS Surbhi Agrawal
Company Secretary & Compliance Officer
Mem. No.: A56353

Enclosure: Copy of notice of 09th Annual General Meeting

Notice of the 9th Annual General Meeting

The Notice of the 09 Annual General Meeting Notice of NAAPBOOKS LIMITED ("Company" or "NBL") will be held on Wednesday, September 30, 2026, at 12:00 P.M. (IST) at the registered office of the company situated at 901, Shivarth The ACE, Sindhu Bhavan Road, Bodakdev, Ahmedabad, Gujarat-380054, India to transact the following businesses:

Ordinary Business

Item No. 1

To receive, consider and adopt

a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon; and

b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Auditors thereon.

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year 2025-26 comprising of Balance Sheet as on 31st March, 2026 and Profit and Loss Statement for the financial year ended on 31st March, 2026 together with all annexure and attachment thereto including Directors Report and Auditors Report thereon, which have already been circulated to the Members and as laid before this meeting, be and are hereby approved and adopted."

"RESOLVED FURTHER THAT the Audited Consolidated Financial Statements of the Company for the financial year 2025-26 comprising of Balance Sheet as on 31st March, 2026 and Profit and Loss Statement for the financial year ended on 31st March, 2026 together with all annexure and attachment thereto which have already been circulated to the Members and as laid before this meeting, be and are hereby approved and adopted."

Item No. 2

Appointment of Mr. Ashish Jain (DIN: 07783857) as a director, liable to retire by rotation To appoint a Director in place of - Mr. Ashish Jain (DIN: 07783857), who retires by rotation in terms of section 152(6) of the companies act, 2013 and, being eligible, seeks reappointment.

Explanation: Based on the terms of appointment, Executive directors and the Non- Executive are subject to retirement by rotation. Mr. Ashish Jain (DIN: 07783857), Directo, whose office of directorship is liable to retire at the ensuing AGM, being eligible, seeks reappointment as a director. Based on the performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board recommends his reappointment as a director.

To consider and if thought fit, to pass, with or without modification(s), the following resolutions as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of members of the Company, be and is hereby accorded to reappoint Mr. Ashish Jain (DIN: 07783857) as a director, who is liable to retire by rotation."

Item No. 3

To approve existing as well as new material related party transactions with Proex Advisors LLP

To consider and if thought fit, to pass, with or without modification(s), the following resolutions as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 ("Act") read with Rules made thereunder, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/Agreement (s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise,) with Proex Advisors LLP, related party falling within the definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, during financial year 2026-27 on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between related party and the Company, such that the maximum value of the Related Party Transactions with such party, in aggregate, does not exceed value as detailed in the explanatory statement provided that the said Transaction (s) / Contract (s)/Arrangement(s)/Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis."

" RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include the Audit Committee of the Company and any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

Item No. 4

To approve existing as well as new material related party transactions with Proex Consulting

To consider and if thought fit, to pass, with or without modification(s), the following resolutions as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 ("Act") read with Rules made thereunder, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the

Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/Agreement (s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise,) with Proex Consulting, related party falling within the definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, during financial year 2026-27 on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between related party and the Company, such that the maximum value of the Related Party Transactions with such party, in aggregate, does not exceed value as detailed in the explanatory statement provided that the said Transaction (s) / Contract (s)/Arrangement(s)/Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis."

"RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include the Audit Committee of the Company and any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

Item No. 5

To approve existing as well as new material related party transactions with SANCHAL PROJECTS PRIVATE LIMITED

To consider and if thought fit, to pass, with or without modification(s), the following resolutions as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 ("Act") read with Rules made thereunder, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/Agreement (s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise,) with SANCHAL PROJECTS PRIVATE LIMITED, related party falling within the definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, during financial year 2026-27 on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between related party and the Company, such that the maximum value of the Related Party Transactions with such party, in aggregate, does not exceed value as detailed in the explanatory statement provided that the said Transaction (s) / Contract (s)Arrangement(s)/Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis."

"RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include the Audit Committee of the Company and any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT all actions taken this resolution." by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

Naapbooks Limited	By order of the Board of Directors
CIN: L72900GJ2017PLC096975	For, Naapbooks Limited
901, Shivarth- The Ace, Sindhu Bhavan Road, Bodakdev, Ahmedabad, Gujarat-380054	
Tel: 079-48940505	Sd/-
compliance@naapbooks.com	Mr. Yaman Saluja
www.naapbooks.com	Whole Time Director and CFO
	September 08, 2026

NOTES

1) The details concerning the appointment or re-appointment of directors, along with the Explanatory Statement as required under Section 102 of the Companies Act, 2013, are included herewith. This information also complies with Secretarial Standard II on General Meetings and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as well as Regulation 163 of the SEBI ICDR Regulations. These documents outline the important facts and justifications related to the Special Businesses mentioned in the notice of the Annual General Meeting (AGM).

2) The 9th Annual General Meeting (AGM) of the company will take place in person at the company's registered office. For your convenience, the attendance slip, proxy form, polling paper, and route map are included with this notice. Additionally, these documents can be accessed on the company's website at www.naapbooks.com.

3) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.

A person may serve as a proxy for up to fifty (50) members of the company, provided that the total share capital represented by these members does not exceed ten percent of the company's total share capital.

To be valid, the proxy form must be fully completed, signed, stamped, and delivered to the company's registered office at least 48 hours prior to the start of the meeting. Enclosed with this notice is a proxy form for your convenience. When proxies are submitted on behalf of organizations such as companies or societies, they must be accompanied by the relevant resolution or authorization, as required.

Members have the right to inspect the proxies submitted to the company starting 24 hours before the scheduled beginning of the meeting and continuing until the meeting concludes. This inspection can be conducted at any time during the company's business hours within this period.

4) All of the company's equity shares are held in dematerialized form, meaning that no shares are held in physical certificates. Consequently, shareholders who hold their shares in dematerialized form are asked to provide their Client ID and DP ID numbers for identification purposes. Additionally, members or their proxies are requested to bring their completed attendance slips with them to the meeting to facilitate the registration process.

5) In accordance with Section 113 of the Companies Act, 2013 (referred to as the "Act"), along with the applicable rules, corporate members who plan to send their authorized representatives to attend the meeting are requested to follow a specific procedure. They should email a certified copy of the board resolution that authorizes their representative to attend and vote on their behalf at the meeting. This email should be sent either to the company's email address at compliance@naapboks.com or to the scrutinizer at niravsoni003@gmail.com.

6) A detailed route map to the meeting venue is included at the end of this notice for your convenience.

7) We strongly encourage all members to support our dedication to environmental conservation by opting to receive the Company’s communications via email. For those who hold shares in dematerialized form and have not yet provided their email addresses, we kindly request that you register your email address with your respective Depository Participant (DP) as soon as possible. This simple action will help us reduce paper usage and contribute to our shared goal of protecting the environment.

8) We are pleased to inform you that the Notice for the 9th Annual General Meeting, together with the Integrated Annual Report for the fiscal year 2025-26, is being distributed to all shareholders. This includes those whose names are recorded in the Register of Members or listed as Beneficial Owners, as per the information received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) on Friday, September 04, 2026.

9) An electronic version of the Notice for the 9th Annual General Meeting, along with the Integrated Annual Report for 2025-26, is being distributed to all members who have registered their email addresses with the Company or Depository Participants for communication purposes. If any member has requested a hard copy of these documents, they will receive the printed version instead.

10) If any members have not received the email containing the Notice of the 8 Annual General Meeting and the Integrated Annual Report for 2025-26 in electronic format, they are encouraged to contact the company at compliance@naapbooks.com. We will provide them a copy of both the Notice and the Integrated Annual Report for 2024- 25 in electronic mode upon request.

11) Members who have not registered their email address, physical copy of the intimation letter containing the web link for downloading Integrated Annual Report 2025-26 along with Notice of 9th Annual General Meeting are being sent in the permitted mode.

12) In accordance with MCA Circular No. 20/2020, dated May 5, 2020, which specifies in Clause II of Para 3-B that "The company shall take all necessary steps to register the email addresses of all persons who have not registered their email addresses with the company," the company has made significant efforts to reach out to its members. To facilitate communication, the company utilized the WhatsApp platform to send the link to the Notice of the 9th Annual General Meeting (AGM) and the Integrated Annual Report for 2025-26 to shareholders whose mobile numbers were on record.

13) For those members whose mobile number and email address both were not available on record, a physical copy of the intimation letter was dispatched. This letter contained a web link or QR code for downloading the Notice of the 8 AGM and the Integrated Annual Report for 2025-26, in accordance with permitted modes of communication.

14) Members whose names appear in the Register of Members or the Register of Beneficial Owners, as maintained by the Depositories, as of the Cut-off date i.e. Saturday, September 19, 2026 will be eligible to cast their votes at the Annual General Meeting (AGM) by means of a poll. If you receive the Notice of the 9th AGM but do not possess voting rights as of the Cut-off date, please consider this Notice as an informational update only, and not as an invitation to vote.

15) Members are advised that the Notice of the 9th Annual General Meeting and the Integrated Annual Report for 2025-26 are available for download on the Company's website at www.naapbooks.com. Additionally, physical copies of these documents can be inspected at the Company's Registered Office during regular business hours on working days. Even if members have opted for e-communication, they can still request to receive physical copies of these documents by post at no additional cost. For any inquiries or to request physical copies, shareholders may contact the Company's investor relations team via email at compliance@naapbooks.com.

16) According to Section 108 of the Companies Act, 2013, as interpreted alongside the Companies (Management and Administration) Amendment Rules, 2015, the Company is not obligated to offer an e-voting facility to its shareholders. Therefore, the voting process for the 9th Annual General Meeting will be conducted

via a physical poll. A polling paper, in the form of MGT-12, has been included with this notice to facilitate the voting procedure.

17) The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.

18) The Register of Contracts or Arrangements in which Directors have an interest, as mandated by Section 189 of the Companies Act, 2013, will be open for review by members during the Annual General Meeting. This register provides transparency regarding the nature of any contracts or arrangements involving the directors, allowing members to inspect it and ensure proper governance.

19) Members are encouraged to reach out to the Registrar and Share Transfer Agent of the Company, KFin Technologies Limited, for assistance with any address changes or inquiries regarding their shares. For address updates or any questions related to share ownership, please contact KFin Technologies Limited directly.

20) All documents that are proposed for approval, as mentioned in the Notice above, as well as those detailed in the Explanatory Statement, are available for inspection at the Company's Registered Office. These documents can be reviewed between 10:00 a.m. and 12:00 p.m. on all working days, excluding Saturdays, Sundays, and public holidays, up until the date of the Annual General Meeting (AGM).

21) After completing the scrutiny of the poll votes cast during the Annual General Meeting (AGM) via Poll papers (MGT-12), the Scrutinizer is required to submit their report to the Chairman of the Company or to an authorized representative designated by the Chairman. The Scrutinizer require to submit his report to the chairman within two working days following the conclusion of the AGM. Once the Scrutinizer’s report is finalized and the results are declared, the information will be communicated to the stock exchange. Additionally, the results and the Scrutinizer’s report will be made available on the Company’s official website, www.naapbooks.com.

22) To safeguard against fraudulent transactions, it is crucial for members to practice vigilance and promptly inform the Company of any changes to their address or the death of any member. Additionally, members should avoid leaving their demat accounts inactive for extended periods. It is advisable to regularly obtain and review periodic statements of holdings from the relevant Depository Participant to ensure that all entries are accurate and up to date.

23) The Securities and Exchange Board of India (SEBI) has implemented a new regulation requiring all participants in the securities market to submit their Permanent Account Number (PAN). This measure is designed to enhance transparency and streamline financial transactions within the market. Consequently, individuals who hold shares in electronic form are urged to promptly provide their PAN details to their respective Depository Participants. These are the entities with whom they maintain their dematerialized (demat) accounts. Ensuring that this information is submitted will help in adhering to SEBI's regulations and facilitating smooth market operations.

Naapbooks Limited	By order of the Board of Directors
CIN: L72900GJ2017PLC096975	For, Naapbooks Limited

901, Shivarth- The Ace, Sindhu Bhavan Road, Bodakdev, Ahmedabad, Gujarat-380054

Tel: 079-48940505
compliance@naapbooks.com
www.naapbooks.com

Sd/-
Mr. Yaman Saluja
Whole Time Director and CFO
September 08, 2026

Explanatory Statement

As required by Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 3 to 5 of the accompanying Notice:

Item No. 3

Pursuant to section 188 of the companies Act, 2013 and rules thereunder, the threshold limit for determination of material Related Party Transactions is lower of ₹121.83 Lacs (Rupees One Twenty One Lacs and Eighty Three Thousand) or 10% (ten percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity and such material related party transactions exceeding the limits, would require prior approval of Members by means of an ordinary resolution. Based on current applicable threshold for determining the related party transactions that require prior Shareholders approval and to facilitate seamless contracting and rendering/availing of product and services between the Company and "related parties", the Company seeks the approval of the shareholders to approve entering into contracts/arrangements within the thresholds and conditions mentioned in the resolutions. All the contracts/arrangements and the transactions with "related parties" are reviewed and approved by the Audit Committee. Further, the transactions that require testing of arm's length pricing are reviewed by our statutory auditors for being at arm's length. Pursuant to Rule 15 of Companies (Meetings of Board and its Powers) Rules 2014 as amended till date particulars of the transactions with related parties are as follows:

Material Related Party transactions with Proex Advisors LLP

Sr. No	Description	Particulars
1	Name of the related party	Proex Advisors LLP (AAJ-8215)
2	Name of the director or key managerial personnel who is related, if any;	Mr. Ashish Jain and Mr. Yaman Saluja
3	Nature of relationship	Director's Firm (LLP)- common directors/ designated partners
4	Monetary Value	The estimated aggregate value of contracts/arrangements value for the matters proposed in the resolution shall not exceed ₹ 15 Crores in the F.Y. 2025-26
5	Nature, material terms and particulars of the contract or arrangements;	Nature of Transactions to be enter: 1) Rendering or availing of IT/ITE Services including IT, Infrastructure, Cloud, IOT and Digital Engineering, Digital Transformation, Analytics, Cyber Security, and such related areas 2) Giving or taking Loan/ Advances/ inter- corporate deposits/investments 3) Reimbursement of expenses 4) Leasing of property 5) Any transfer of resources, services or obligations to meet its objectives/ requirements. However such transactions would be in the ordinary/normal course of the Company's business and at arm's length basis with terms and conditions that are generally prevalent in the industry segments that the Company operates in.
6	Any advance paid or received for the contract or arrangement, if any;	₹ 1128.76 Lacs As per industry norms customs and usages.
7	Tenure of contracts/ arrangement	F.Y. 2026-27
8	Any other information relevant or important for the members to take a decision on the proposed resolution	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

Item No. 4

Material Related Party transactions with Proex Consulting

Sr.No	Description	Particulars
1	Name of the related party	Proex Consulting (Proprietorship firm)
2	Name of the director or key managerial personnel who is related, if any;	Mr. Ashish Jain
3	Nature of relationship	Director’s Proprietorship Firm
4	Monetary Value	The estimated aggregate value of contracts/arrangements value for the matters proposed in the resolution shall not exceed ₹ 5 Crores in the F.Y. 2025-26.
5	Nature, material terms and particulars of the contract or arrangements;	Nature of Transactions to be enter: 1) Rendering or availing of IT/ITE Services including IT, Infrastructure, Cloud, IOT and Digital Engineering, Digital Transformation, Analytics, Cyber Security, and such related areas 2) Giving or taking Loan/ Advances/ inter- corporate deposits/investments 3) Reimbursement of expenses 4) Any transfer of resources, services or obligations to meet its objectives/ requirements However, such transactions would be in the ordinary/normal course of the Company’s business and at arm’s length basis with terms and conditions that are generally prevalent in the industry segments that the Company operates in.
6	Any advance paid or received for the contract or arrangement, if any;	Nil
7	Tenure of contracts/ arrangement	F.Y. 2026-27
8	Any other information relevant or important for the members to take a decision on the proposed resolution	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

Item No. 5

Material Related Party transactions with SANCHAL PROJECTS PRIVATE LIMITED

Sr.No	Description	Particulars
1	Name of the related party	SANCHAL PROJECTS PRIVATE LIMITED
2	Name of the director or key managerial personnel who is related, if any;	Mr. Abhishek Jain
3	Nature of relationship	Entity in which Director is interested
4	Monetary Value	The estimated aggregate value of contracts/arrangements value for the matters proposed in the resolution shall not exceed ₹ 5 Crores in the F.Y. 2025-26.
5	Nature, material terms and particulars of the contract or arrangements;	Nature of Transactions to be enter: 1) Rendering Services including IT, Infrastructure, Cloud, IOT and Digital Engineering, Digital Transformation, Analytics, Cyber Security, and such related areas 5) Purchase of Furniture and fittings and other related items 2) Giving or taking Loan/ Advances/ inter- corporate deposits/investments 3) Take services related to Interior and Architecture 4) Any transfer of resources, services or obligations to meet its objectives/ requirements. However, such transactions would be in the ordinary/normal course of the Company’s business and at arm’s length basis with terms and conditions that are generally prevalent in the industry segments that the Company operates in.
6	Any advance paid or received for the contract or arrangement, if any;	0.27 Lacs

7	Tenure of contracts/ arrangement	F.Y. 2026-27
8	Any other information relevant or important for the members to take a decision on the proposed resolution	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

Shareholders' approval sought for the material Related Party Transactions entered during FY 2025-26 as given in Item Nos. 3 to 5, shall be valid up to the date of next AGM. None of the Directors or Key Managerial Personnel of the Company or their respective relatives, other than as mentioned above, are concerned or interested in the respective resolutions.

The said transaction(s)/contract(s)/arrangement(s) have been recommended by the Audit Committee and Board of Directors of the Company for consideration and approval by the Members. The members may note that as per the provisions of the Companies Act, 2013, all related parties (whether such related party is a party to the above-mentioned transactions or not), shall not vote to approve the resolutions set out at Item Nos. 3 to 5. Since, entire Promoters and Promoters' Group may construe as Related Party to this transaction, all entities falling under the definition of Promoters and Promoters' Group of the Company shall abstain from voting for this resolution. In view of the above, Resolution Nos. 3 to 5 are placed for approval of the Members of the Company.

Annexure I

Annexure for Item No.02

Name of Director	Ashish Jain (DIN: 07783857)
Date of Birth	June 29, 1987
Date of Initial Appointment	April 20, 2017
Date of Appointment (at current term)	January 12, 2021
Educational Qualifications	Bachelor of Engineering Post-graduation diploma in information technology
Expertise in specific functional areas - Job profile and suitability	Mr. Ashish Jain is associated with our Company since its incorporation. He has experience of more than 18 years in Information Technology sector. He is responsible for Execution of assignments and Finance related matters of the company.
Directorships held in other companies (excluding foreign companies, Section 8 companies and Struck oh Companies and our Company)	Designated Partner in Proex Advisors LLP (LLPIN: AAJ-8215)
Memberships / Chairmanships of committees of other public companies	Membership: -1 committee of the Board
Shareholding in the Company:	He is holding 12,00,384 (i.e. 11.08%) number of equity shares at the end of March 31, 2026.
Inter-se Relationship with other Directors	Nil

Attendance Slip

____

Regd. Folio No./DP Id No.*/Client Id No.*	
No. of Shares held	
Name and Address of the First Shareholder (IN BLOCK LETTERS) (Applicable for investor holding shares in electronic form.)	
Name of the Joint holder (if any)	

I/we hereby record my/our presence at the 9th Annual General Meeting of Naapbooks Limited held on Wednesday, September 30, 2026 at 12.00 P.M. at 901, Shivarth The ACE, Sindhu Bhavan Road, Bodakdev, Ahmedabad, Gujarat-380054, India

______ __________________________ ______________________

Member's/Proxy's Name in Block Letters Member's/Proxy's Signature

Notes: 1. Please fill up this attendance slip and hand it over at the entrance of the venue of meeting.

2. Only Member / Proxy holder can attend the Meeting

3. Member intending to appoint a proxy should complete the Proxy Form as below and deposit it at the Company's Registered Office not later than 48 hours before the commencement of the meeting.

FORM MGT-11 — PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19 (3) of the Companies (Management and Administration) Rule, 2014]

NAAPBOOKS LIMITED CIN: L72900GJ2017PLC096975 Registered Office: 901, Shivarth- The Ace, Sindhu Bhavan Road, Bodakdev, Ahmedabad, Gujarat-380054 Tel.: 079-48940505 Website: www.naapbooks.com, E-mail: compliance@naapbooks.com	
Name of the Member(s):	Email Id:
Registered Address:	Folio No / Client ID:
	DP ID:

I/We , being the member(s) of ____ shares of the Naapbooks Limited, hereby appoint:

1) Name: ___________________________Address: ____

E-mail Id: ____Signature

or failing him/her,

2) Name: ___________________________Address: ____

E-mail Id: ____Signature

as my /our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 9th Annual General Meeting of the Company, to be held on September 30, 2026 at 12:00PM at 901, Shivarth The ACE, Sindhu Bhavan Road, Bodakdev, Ahmedabad, Gujarat-380054, India and at any adjournment thereof in respect of such resolution as are indicated below:

Resolutions	For	Against
Ordinary Business		
1) To receive, consider and adopt Audited Consolidated and Standalone Financial Statements for the financial year ended on March 31, 2026 and the reports of Board of Directors and Auditors thereon; -Ordinary Resolution		
2) Appointment of Mr. Ashish Jain as a Director, liable to retire by rotation; -Ordinary Resolution		
Special Business		
3) To approve existing as well as new material related party transactions with Proex Advisors LLP-Ordinary Resolution		
4) To approve existing as well as new material related party transactions with Proex Consulting-Ordinary Resolution		
5) To approve existing as well as new material related party transactions with SANCHAL PROJECTS PRIVATE LIMITED-Ordinary Resolution		

Signed this 30th day of September 2026

________________________ ________________________

Signature of the shareholder Signature of Proxy holder(s)

Affix Re. 1 Revenue Stamp — the proxy is valid only if signed across a revenue stamp.

NOTES:

1. This form of proxy, in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.

2. A proxy need not be a member of the Company and shall prove his identity at the time of attending the meeting.

3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

4. This is only optional. Please put a correct sign in the appropriate column against the resolutions indicated in the Box. If you leave 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote (on poll) at the Meeting in the manner he / she thinks appropriate.

5. Appointing a proxy does not prevent a member from attending the Meeting in person if he / she so wishes. When a Member appoints a proxy and both the member and proxy attend the meeting, the proxy will stand automatically revoked.

6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

7. This form of proxy shall be signed by the appointer or his attorney duly authorized in writing, or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorised by it.

8. This form of proxy will be valid only if it is duly complete in all respects, properly stamped and submitted as per the applicable law. Incomplete form or form which remains unstamped or inadequately stamped or form upon which the stamps have not been cancelled will be treated as invalid.

9. Undated proxy form will not be considered valid.

10. If Company receives multiple proxies for the same holdings of a member, the proxy which is dated last will be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple proxies will be treated as invalid.

Polling Paper

NAAPBOOKS LIMITED
CIN: L72900GJ2017PLC096975
Registered Office: 901, Sindhu Bhavan Marg, PRL Colony, Thaltej,
Ahmedabad, Gujarat 380059
Tel.: 079-48940505
Website: www.naapbooks.com, E-mail: compliance@naapbooks.com

Polling Paper
(Form No. MGT-12)
(Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014)

Name of the Company: Naapbooks Limited

Registered office: 901, Shivarth The ACE, Sindhu Bhavan Road, Bodakdev, Ahmedabad, Gujarat-380054

BALLOT PAPER

Sr.No	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerializedform)	
4.	Class of Share	Equity Shares

I hereby exercise my vote in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution inthe following manner:

Sr. No	Item No.	No. of Shares heldby me	I assent to the resolution	I dissent from the resolution
Ordinary Business				
1.	To receive, consider and adopt Audited Consolidated and Standalone Financial Statements for the financial year ended on March 31, 2026 and the reports of Board of Directors and Auditors thereon; -**Ordinary Resolution**			
2.	Appointment of Mr. Ashish Jain as a Director, liable to retire by rotation; -**Ordinary Resolution**			
Special Business				
3.	To approve existing as well as new material related party transactions with Proex Advisors LLP-**Ordinary Resolution**			
4.	To approve existing as well as new material related party transactions with Proex Consulting-**Ordinary Resolution**			
5..	To approve existing as well as new material related party transactions with SANCHAL PROJECTS PRIVATE LIMITED-**Ordinary Resolution**			

Place: Ahmedabad **(Signature of the shareholder)**
Date:

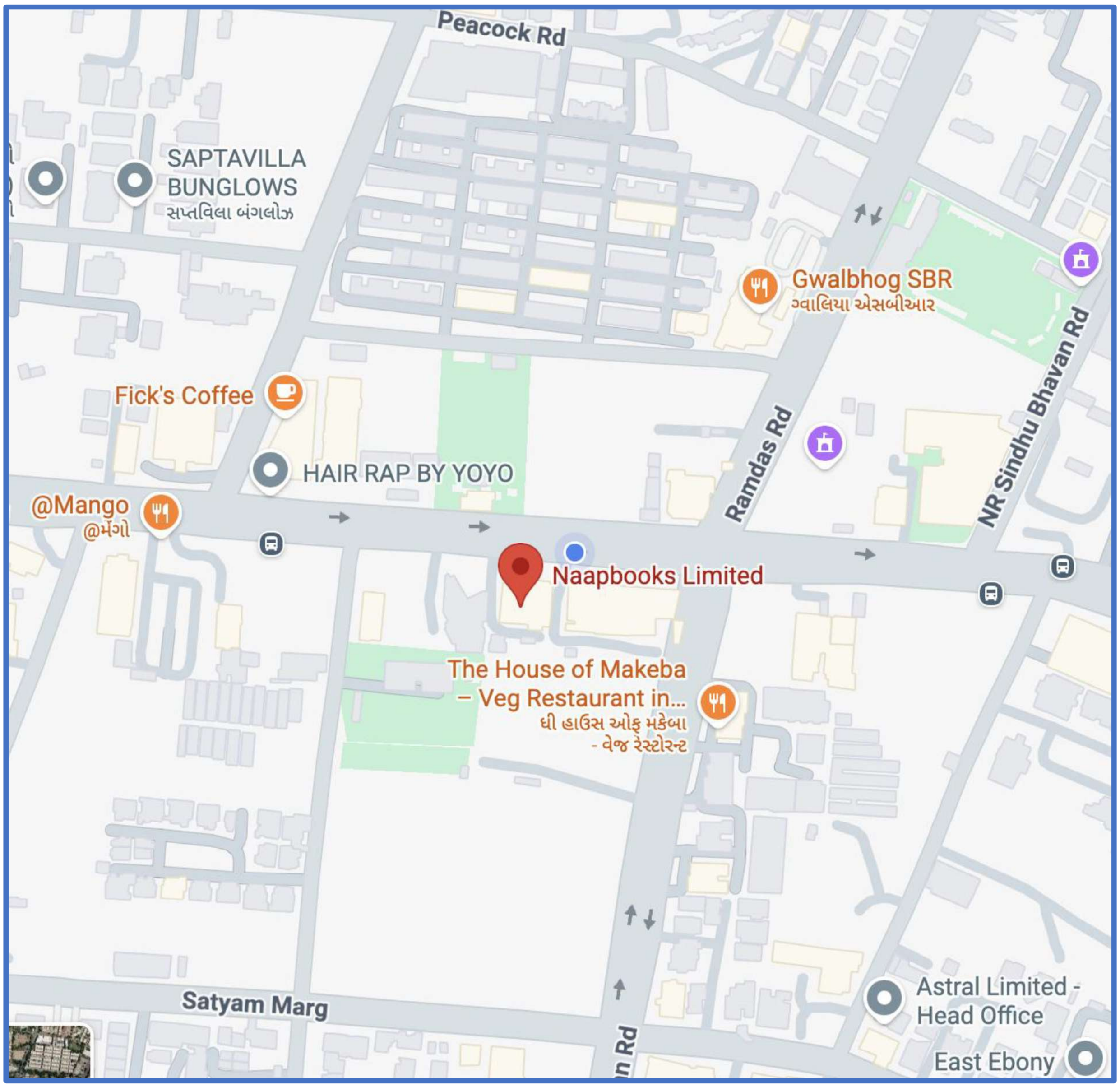
Route Map of the AGM

Email info@naapbooks.com

Phone +91 79 4894 0505

Address: Naapbooks Limited, The AGM 901, Shivarth The Ace, Sindhu Bhavan Road, Bodakdev, Ahmedabad, Gujarat – 380054, INDIA

Location: Click Here



Artificial intelligence is not a substitute for human intelligence. It is a tool to amplify it.

— **Fei-Fei Li**

Co-Director, Stanford Institute for Human-Centered AI

Naapbooks Limited
CIN L72900GJ2017PLC096975 | BSE NBL (543351)
www.naapbooks.com