

Date: September 30, 2025

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

Ref: Scrip Code: 543351 / Scrip Id: NBL

Subject: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Ma'am,

In accordance with the provisions of the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI (LODR) Regulations"], we hereby inform you that the Shareholders' Naapbooks Limited ("Company") in their Annual General Meeting ("AGM") held on 30th September, 2025 at the Registered office of the company, along with the other businesses forming part of AGM Notice dated 06th September, 2025 have approved the following Special Resolution:

1. Approval for Naapbooks Limited Employees Stock Option Scheme 2025" ("ESOS- 2025"), brief details of which are as under:
 - a. The Option Pool of the Scheme shall be 10,78,620 (Ten Lacs Seventy Right Thousand Six Hundred Twenty) Employee Stock Options ("Options") exercisable into be 10,78,620 (Ten Lacs Seventy Right Thousand Six Hundred Twenty) Equity Shares of face value Rs. 10/- each.
 - b. Each Option is convertible into 1 Equity Share of the Company.
 - c. The Scheme shall be administered by the Nomination and Remuneration Committee of the Company and shall be implemented through direct route for extending the benefits to the Eligible Employees by the way of fresh allotment from the Company.

The disclosure pursuant to **SEBI/HO/CFD/PoD2/CIR/P/0155** dated November 11, 2024, is enclosed herewith as **ANNEXURE-A**.

You are requested to kindly take the above information on record.

CIN : L72900GJ2017PLC096975

☎ 079-4894 0505

✉ info@naapbooks.com

🌐 www.naapbooks.com

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

Naapbooks Limited



For, **NAAPBOOKS LIMITED**

**Khushi
Golani**

Digitally signed
by Khushi Golani
Date: 2025.09.30
18:43:40 +05'30'

CS Khushi Golani
Company Secretary & Compliance officer

CIN : L72900GJ2017PLC096975

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Naapbooks Limited



ANNEXURE A

Details under Regulation 30 of the SEBI Listing Regulations read along with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

Sr. No.	Particulars	Details				
1.	Name of the Scheme	Naapbooks Limited Employees Stock Option Scheme 2025" ("ESOS- 2025")				
2.	Brief details of options granted	<p>The Option Pool of the Scheme shall be 10,78,620 (Ten Lacs Seventy Right Thousand Six Hundred Twenty) Employee Stock Options ("Options") exercisable into be 10,78,620 (Ten Lacs Seventy Right Thousand Six Hundred Twenty) Equity Shares of face value Rs. 10/- each</p> <p>The Scheme shall be administered by the Nomination and Remuneration Committee of the Company and shall be implemented through direct route for extending the benefits to the Eligible Employees by the way of fresh allotment from the Company.</p>				
3.	Whether the Scheme is in terms of SEBI (SBEB & SE) Regulations, 2021 (if applicable)	Yes				
4.	Total number of shares covered by these options	The Option Pool of the Scheme shall be 10,78,620 (Ten Lacs Seventy Right Thousand Six Hundred Twenty) Employee Stock Options ("Options") exercisable into be 10,78,620 (Ten Lacs Seventy Right Thousand Six Hundred Twenty) Equity Shares of face value Rs. 10/- each				
5.	Pricing Formula	<p>The Exercise Price per Option shall be at such discount to the Market Price as below:</p> <table><tr><td>Vesting Period (in Years)</td><td>Discount on the prevailing market price as of the grant date</td></tr><tr><td></td><td></td></tr></table>	Vesting Period (in Years)	Discount on the prevailing market price as of the grant date		
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		<table><tr><td>1 Year</td><td>20%</td></tr><tr><td>2 Years</td><td>30%</td></tr><tr><td>3 Years</td><td>50%</td></tr><tr><td>5 Years</td><td>75%</td></tr></table> <p>However, in any case the Exercise Price shall not be less than the par value of the Shares of the Company</p>	1 Year	20%	2 Years	30%	3 Years	50%	5 Years	75%
1 Year	20%									
2 Years	30%									
3 Years	50%									
5 Years	75%									
6.	Options Vested	Not Applicable, as this outcome is pertaining to date of approval of Shareholders of the Company								
7.	Time within which option may be exercised	The Exercise Period in respect of a Vested Options shall be maximum of 6 (Six) months from the date of Vesting of such Options								
8.	Options exercised	Not Applicable, as this outcome is pertaining to date of approval of shareholders of the Company.								
9.	Money realized by exercise of Options									
10.	The total number of Shares arising as a result of exercise of Option									
11.	Options lapsed									
12.	Variation in terms of Options									
13.	Brief details of significant terms	<p>The Scheme is administered by the Nomination and Remuneration Committee.</p> <p>The Scheme will be implemented by the Direct route where the Company will allot fresh shares directly to the employees.</p> <p>The grant of Options is based upon the eligibility criteria as mentioned in the Scheme.</p> <p>Vesting Period shall commence from a period of 1 (One) year from the Grant Date and shall extend upto a maximum period of 5 (Five) years from the Grant Date,</p>								

		<p>at the discretion of and in the manner prescribed by the Committee and set out in the Grant Letter.</p> <p>The granted Options once vested shall entitle the Option holder to acquire equal number of Equity Shares, upon payment of exercise price, applicable taxes and other charges, if any, in accordance with terms and conditions of the Scheme.</p> <p>All Vested Options shall be respectively exercised in one or more tranches within maximum period of 6 (Six) months from the date of respective vesting.</p>
14.	Subsequent changes or cancellation or exercise of such Options	Not Applicable, as this outcome is pertaining to date of approval of shareholders of the Company
15.	Diluted earnings per share pursuant to the issue of equity shares on exercise of Options	

For, **NAAPBOOKS LIMITED**

Khushi Golani Digitally signed
by Khushi Golani
Date: 2025.09.30
18:43:09 +05'30'

CS Khushi Golani
Company Secretary & Compliance officer

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