

Date: 25th May, 2022

To
The Department of Corporate Services
BSE Limited
Floor No. 25, P.J Towers,
Dalal Street, Mumbai- 400001

Scrip Code: 543351

Dear Sir/Madam,

Subject: Outcome of Board Meeting held on 25th May, 2022

Pursuant to the regulation 30 and 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of Naapbooks Limited, at its meeting held today i.e. 25th May, 2022 at 05:15 PM.

The following agendas have been discussed and approved in the Board Meeting:

1. Approved the Audited Financial Results (Standalone) of the Company for the half year and year ended on 31st March, 2022.
2. Approved appointment of Mr. Sahul Jotaniya as a Company Secretary and Compliance Officer of the company. The brief profile of the CS Sahul Jotaniya is attached as an **Annexure-A**.
3. Approved appointment of Mr. Sidharth Soni as an Additional Director of the company. The brief profile of the Mr. Sidharth Soni is attached as an **Annexure-B**.

We enclosed herewith the Audited Financial Results (Standalone) of the Company for the half year and year ended on 31st March, 2022.

The Board Meeting commenced at 04:00 P.M and concluded at 5:15 P.M.

The details required under Regulation 30 of the Listing Regulations read with SEBI Circular No. CIP/CFD/CMD/4/2015, dated September 09, 2015, are enclosed as **Annexure- A & B**.

Please take the above information on your records.

For, **Naapbooks Limited**

Yaman Saluja
Whole- Time Director
DIN: 07773205

CIN : L72900GJ2017PLC096975

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Law Garden, Ahmedabad - 380006

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INDEPENDENT AUDITOR'S REPORT

TO THE BOARD OF DIRECTORS OF NAAPBOOKS LIMITED

Report on the audit of the Standalone Financial Results

Opinion

We have audited the accompanying standalone annual financial results of Naapbooks Limited (the company) for the year ended 31st March, 2022 attached herewith, being submitted by the company pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us these standalone financial results:

- i. Are presented in accordance with the requirements of Regulation 52 of the Listing Regulations in this regard; and
- ii. Give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of the net profit/loss and other financial information for the year ended 31st March, 2022

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibilities for the Standalone Financial Results

These quarterly financial results as well as the year to date standalone financial results have been prepared on the basis of the interim financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit/loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 52 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting

[Handwritten Signature]



Head Office : 216, Madhupura Vyapar Bhawan, Nr. Gunj Bazar, Madhupura, Ahmedabad-380004

Tel.: 079-22164423 Cel : 098250 20844 e-mail : phkhandelwal@rediffmail.com Website : phkhandelwal.com

BRANCHES : NAVSARI | MANDVI

records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors. Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we

M. S. Patel



conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

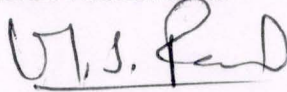
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matter

The standalone annual financial results include the results for the Half Year ended 31 March 2022 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited figures for the first half year of the current financial year.

For Purushottam Khandelwal & Co
Chartered Accountants



CA Mahendrasingh S Rao
Partner
M. No. 154239
UDIN: 22154239AJPGPF5927



Place: Ahmedabad
Date: 25th May, 2022

Naapbooks Limited**(Formerly Known as Naapbooks Private Limited)**THIRD FLOOR, BUSINESS BROADWAY CENTER ABOVE V-MART,
LAW GARDEN AHMEDABAD
CIN - L72900GJ2017PLC096975**Audited Balance Sheet**

| Particulars | Audited | Audited |
|---|---|---|
| | As at 31st March 2022 Amount in ₹ | As at 31st March 2021 Amount in ₹ |
| I. EQUITY AND LIABILITIES | | |
| (1) Shareholders' funds | | |
| Share capital | 1,85,66,000 | 1,31,74,000 |
| Reserves and surplus | 4,39,04,184 | 70,69,558 |
| Money received against share warrants | | |
| | 6,24,70,184 | 2,02,43,558 |
| Share application money pending allotment | | |
| (2) Non-current liabilities | | |
| Long-term borrowings | 25,51,938 | 10,94,233 |
| Deferred tax liabilities (Net) | 3,92,966 | 0 |
| | 29,44,904 | 10,94,233 |
| (3) Current liabilities | | |
| Short-term borrowings | 6,34,623 | 22,35,066 |
| Trade payables | | |
| -[A] Total outstanding dues of micro enterprises and small enterprises | 0 | 0 |
| -[B] Total outstanding dues of creditors other than micro enterprises and small enterprises | 1,00,95,676 | 65,66,550 |
| Other current liabilities | 26,42,889 | 26,16,022 |
| Short-term provisions | 1,71,745 | 12,59,176 |
| | 1,35,44,933 | 1,26,76,814 |
| Total | 7,89,60,020 | 3,40,14,604 |
| II. ASSETS | | |
| (1) Non-current assets | | |
| Property Plant & Equipment | | |
| a) Tangible assets | 99,07,912 | 52,31,583 |
| b) Intangible assets | 69,17,022 | 77,08,345 |
| c) Intangible assets under development | 1,32,54,846 | |
| Non Current Investments | 30,000 | 30,000 |
| Deferred Tax Assets | 0 | 1,20,816 |
| Other Non Current Assets | 8,63,608 | 4,64,600 |
| | 3,09,73,388 | 1,35,55,344 |
| (2) Current assets | | |
| Trade receivables | 3,02,42,204 | 1,20,35,634 |
| Cash and cash equivalents | 2,17,016 | 91,426 |
| Short-term loans and advances | 1,71,95,542 | 78,32,200 |
| Other Current Assets | 3,31,871 | 5,00,000 |
| | 4,79,86,633 | 2,04,59,260 |
| Total | 7,89,60,020 | 3,40,14,604 |

For and on behalf of the Board of Directors of
Naapbooks LimitedYaman Saluja
Director & CFO
DIN: 07773205Place: Ahmedabad
Date: 25th May, 2022

Naapbooks Limited
(Formerly Known as Naapbooks Private Limited)
THIRD FLOOR, BUSINESS BROADWAY CENTER ABOVE V-MART,
LAW GARDEN AHMEDABAD
CIN - L72900GJ2017PLC096975

Audited Statement of Financial Results

| Particulars | Audited | Unaudited | Audited | Audited |
|---|---|---|--|--|
| | For the half year ended 31st March 2022 Amount in ₹ | For the half year ended 30th September 2021 Amount in ₹ | For the year ended 31st March 2022 Amount in ₹ | For the year ended 31st March 2021 Amount in ₹ |
| I. Revenue from operations | 1,42,91,663 | 1,37,53,435 | 2,80,45,098 | 2,71,32,705 |
| II. Other income | 1,676 | 197 | 1,873 | 12,041 |
| III. Total Revenue | 1,42,93,339 | 1,37,53,632 | 2,80,46,971 | 2,71,44,747 |
| IV. Expenses | | | | |
| Development expenses | 0 | 3,38,983 | 3,38,983 | 72,27,225 |
| Employee benefits expenses | 67,86,983 | 57,82,851 | 1,25,69,834 | 77,68,930 |
| Finance costs | 6,64,904 | 2,07,945 | 8,72,850 | 6,72,796 |
| Depreciation and Amortisation expenses | 16,46,759 | 29,12,861 | 45,59,620 | 18,77,818 |
| Other expenses | 24,44,453 | 37,48,120 | 61,92,573 | 30,59,309 |
| Total expenses | 1,15,43,100 | 1,29,90,760 | 2,45,33,860 | 2,06,06,078 |
| V. Profit before exceptional and extraordinary items and tax - (III- IV) | 27,50,240 | 7,62,871 | 35,13,111 | 65,38,668 |
| VI. Exceptional items | 0 | 0 | 0 | 0 |
| VII. Profit before extraordinary items and tax (V - VI) | 27,50,240 | 7,62,871 | 35,13,111 | 65,38,668 |
| VIII. Extraordinary items | | | | 0 |
| IV. Profit before tax | 27,50,240 | 7,62,871 | 35,13,111 | 65,38,668 |
| V. Tax expense: | | | | |
| Current tax | 6,47,469 | 1,98,347 | 8,45,816 | 15,94,317 |
| Tax for Earlier Years | -1,72,313 | | -1,72,313 | 0 |
| Deferred tax | 4,36,319 | 77,463 | 5,13,782 | 2,39,669 |
| VI. Profit for the year | 18,38,765 | 4,87,061 | 23,25,826 | 47,04,682 |
| VII. Earnings per equity share: Basic and diluted | 1.14 | 0.35 | 1.44 | 3.93 |
| See accompanying notes to financial statements | | | | |
| Debt Equity Ratio | 0.05 | 0.03 | 0.05 | 0.16 |
| Debt Servive Ratio | 13.87 | NA | 13.87 | 11.57 |
| Interest Service/Coverage Ratio | 5.14 | 4.67 | 5.02 | 10.72 |

For and on behalf of the Board of Directors of Naapbooks Limited

Place: Ahmedabad
Date: 25th May, 2022

Yaman Saluja
Director & CFO
DIN: 07773205

- i) The above financial results were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 25th May, 2022
- ii) The Company Naapbooks Limited is listed on BSE Start Up Platform on 15th September, 2021. As no half yearly statements were prepared for the earlier periods, past comparative financial data for the half year ended 30th September, 2020 and half year ended 31st March, 2021 is not available. Hence, we have submitted figures for the Half Year ended on 31st March, 2022 (Audited), Half Year ended on 30th September, 2021 (Unaudited) and for the year ended 31st March, 2022 (Audited) and for the year ended 31st March, 2021 (Audited).
- iii) Earning per share (EPS): Earning per share have been calculated on the weighted average of the Share capital outstanding during the year.
- iv) Previous year/period figures have been re-grouped and re-arranged wherever necessary.
- v) The Financial Results have been prepared in accordance with the Generally Accepted Accounting Standards as notified under Section 133 of Companies Act, 2013 and other accounting principles generally accepted in India as amended from time to time. As per MCA Notification dated 16th February, 2015 Companies whose Shares are listed on SME Exchange as referred to in Chapter XB of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, are exempted from the compulsory requirement of adoption of IND-AS.
- vi) The Company has prepared only standalone results, however as provided in Rule 6 of the Companies Accounts Rules, 2014 requirement of Schedule III to the Companies Act, 2013 has been complied with.
- vii) The company has only one business segment therefore as per AS 17 Segment information disclosure is not applicable

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THIRD FLOOR,BUSINESS BROADWAY CENTER ABOVE V-MART,
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Audited Statement of cash Flows

| PARTICULARS | Audited Year ended 31st March 2022 Amount in ₹ | Audited Year ended 31st March 2021 Amount in ₹ |
|--|---|---|
| A CASH FLOW FROM OPERATING ACTIVITIES: | | |
| Profit for the year | 35,13,111 | 65,38,668 |
| Add: | | |
| (a) Depreciation & Amortization | 45,59,620 | 18,77,818 |
| (b) Financial & Interest Expenses | 8,72,850 | 6,72,796 |
| OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES | 89,45,581 | 90,89,282 |
| Add/Deduct: | | |
| (a) Increase/Decrease in Trade Payables | 35,29,126 | 63,55,128 |
| (b) Increase/Decrease in Other Current Liabilities | 26,867 | 7,00,891 |
| (c) Increase/Decrease in Inventories | - | 9,61,700 |
| (d) Increase/Decrease in Trade Receivables | (1,82,06,570) | (53,08,349) |
| (e) Increase/Decrease in Short Term Loans & Advances | (93,63,342) | (35,41,606) |
| (f) Increase/Decrease in Short Term Borrowing | (16,00,444) | 14,27,233 |
| (g) Increase/Decrease in Other Current Assets | 1,68,129 | (5,00,000) |
| Total Working Capital Adujustment | (2,54,46,234) | 94,998 |
| CASH GENERATED FROM OPERATIONS | (1,65,00,653) | 91,84,280 |
| Deduct: | | |
| Direct Taxes Paid (Net) | 17,60,934 | 8,45,242 |
| NET CASH FROM OPERATING ACTIVITIES | (1,82,61,587) | 83,39,038 |
| B CASH FLOW FROM INVESTING ACTIVITIES: | | |
| (a) Purchase of Fixed Assets & Intangible Assets under Development | (2,16,99,471) | (1,13,52,420) |
| (b) Change in Other Non Current Assets | (3,99,008) | (20,000) |
| NET CASH USED IN INVESTING ACTIVITIES | (2,20,98,479) | (1,13,72,420) |
| C CASH FLOW FROM FINANCING ACTIVITIES: | | |
| (a) Share Issue Proceeds | 3,99,00,800 | 24,99,200 |
| (b) Net Increase in Borrowings (Net of Loan Converted to Equity) | 14,57,705 | 10,27,338 |
| (c) Interest exps | (8,72,850) | (6,72,796) |
| NET CASH FROM IN FINANCING ACTIVITIES | 4,04,85,655 | 28,53,742 |
| NET INCREASE(DECREASE) IN CASH AND CASH EQUIVALENTS | 1,25,589 | (1,79,640) |
| OPENING BALANCE- CASH AND CASH EQUIVALENT | 91,426 | 2,71,066 |
| CLOSING BALANCE- CASH AND CASH EQUIVALENT | 2,17,016 | 91,426 |

*Previous year's figures have been regrouped/reclassified wherever applicable.

For and on behalf of the Board of Directors
of Naapbooks Limited

Place: Ahmedabad
Date: 25th May, 2022

Yaman Saluja
Director & CFO
DIN: 07773205

Note: -

i. Cash Flows from Investing Activities is negative majorly due to the expenditure incurred on Computer Servers as per objects of the Initial Public Offer and Intangible Assets which are under development.

ii. Cash Flows from Operating Activities is majorly due to the increase in Working Capital of the company and the same has been fulfilled by the proceeds of Initial Public Offer

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Additional Information, as required under Schedule III to the Companies Act, 2013 to be read along with Rule 6 of The Companies (Accounts) Rules, 2014, of Enterprises Consolidated As Subsidiary / Associates / Joint Ventures for the year ended 31st March, 2022

| Name of the entity in the Group | Net Assets, i.e., total assets minus total liabilities | | Share in profit or loss | |
|---|---|--------------------|-------------------------------------|------------------|
| | As % of consolidated net assets | Amount | As % of consolidated profit or loss | Amount |
| Parent | | | | |
| Naapbooks Limited | 99.95% | 6,24,40,184 | 100.00% | 23,25,826 |
| Associates (as per proportionate consolidation) | | | | |
| Indian | | | | |
| Ndear Technologies Private Limited | 0.05% | 30,000 | 0.00% | 0 |
| TOTAL | 100% | 6,24,70,184 | 100% | 23,25,826 |

Annexure -A

Brief Profile of Mr. Sahul Jotaniya (Company Secretary and Compliance Officer)

| Sr. No. | Details of events that need to be provided | Information of such event(s) |
|---------|--|--|
| 1. | Reason for change viz. appointment, resignation, removal, death or otherwise; | Appointment |
| 2. | Date of Appointment and Term of Appointment | Appointment is w.e.f. 01 st June, 2022 |
| 3. | Brief Profile (in case of appointment) | <p>CS Sahul Jotaniya is a qualified Company Secretary (Associate Member – A43006) from the Institute of Company Secretaries of India. He has completed Master of Business Administration in HR in June 2015 and Bachelor of Business Administration in June, 2013 from K.S. School of Business Administration, Gujarat University, Ahmedabad, Gujarat.</p> <p>He has worked as a “Company Secretary and Compliance officer” at Bright Solar Limited, SME listed Company for more than 4 years. He is proficient in the field of Compliance and has an experience of more than 7 years in this field.</p> |
| 4. | Disclosure of relationships between directors (in case of appointment of a director) | Mr. Sahul Jotaniya is not related to any of the Existing Directors of the Company. |

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Brief Profile of Mr. Sidharth Soni (Additional Director)

| Sr. No. | Details of events that need to be provided | Information of such event(s) |
|---------|--|--|
| 1. | Reason for change viz. appointment, resignation, removal, death or otherwise; | Appointment |
| 2. | Date of Appointment and Term of Appointment | Appointment is w.e.f. 25 th May, 2022 |
| 3. | Brief Profile (in case of appointment) | Mr. Sidharth Soni, is a Bullion Trader & Merchant with over 12 years of experience in domestic and international trade, having offices across India & in Dubai. Previously, he has successfully managed a Corporate Recruitment firm with 1000+ management placements. He has also been in collaboration with various businesses in real estate and diamond trading. |
| 4. | Disclosure of relationships between directors (in case of appointment of a director) | Mr. Sidharth Soni is not related to any of the Existing Directors of the Company. |

CIN : L72900GJ2017PLC096975

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