

Date: 03rd March, 2023

To,
The Chief General Manager
Listing Operation,
BSE Limited,
P. J. Towers, Dalal Street,
Fort, Mumbai – 400 001

Ref: Naapbooks Limited (Security Id: NBL, Security Code: 543351)

Dear Sir/Madam,

Sub: Corrigendum to Notice of an Extra-Ordinary General Meeting of the Company to be held on Tuesday, March 14, 2023 at 04:30 P.M.

This is to inform you that Notice dated 13.02.2023 dispatched on 18.02.2023 for convening an Extra-Ordinary General Meeting of the members of the Company (EGM Notice) on **Tuesday, March 14, 2023 at 04:30 P.M.**

This Corrigendum to the said EoGM Notice is to give or provide additional or amended details as attached with this letter as per the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

This Corrigendum to the EGM Notice shall form an integral part of the EGM Notice, which has already been circulated to the Shareholders of the Company and on and from the date hereof, the EGM Notice shall always be read in conjunction with this Corrigendum. This Corrigendum is also be made available on website of the Bombay stock exchange i.e. BSE and on the website of the Company at <https://www.naapbooks.com/wp-content/uploads/2023/03/Corrigendum-to-EGM-Notice.pdf>. All other contents of the EGM Notice, save and except as modified or supplemented by this Corrigendum, shall remain unchanged.

This is for your information and record.

Thanking you.

Yours Truly

For, **Naapbooks Limited**

CS Sahul Jotaniya
Company Secretary & Compliance Officer
(Mem. No. : A43006)

CIN : L72900GJ2017PLC096975

☎ 079-4894 0505

✉ info@naapbooks.com

🌐 www.naapbooks.com

📍 3rd Floor, Broadway Business Center,
Law Garden, Ahmedabad - 380006

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CORRIGENDUM TO THE NOTICE OF EXTRA ORDINARY GENERAL MEETING

Naapbooks Limited (“Company”) had issued a notice of an Extra-Ordinary General Meeting dated 13.02.2023 dispatched on 18.02.2023 for convening an Extra-Ordinary General Meeting of the members of the Company (EGM Notice) on **Tuesday, March 14, 2023 at 04:30 P.M.** at the registered office of the Company situated at Third Floor, Broadway Business Center, Law Garden, Ahmedabad - 380006. The Notice of the EGM was dispatched to the shareholders of the Company in due compliance with the provisions of the Companies Act, 2013, and rules made thereunder, read with circulars issued by Ministry of Corporate Affairs and Securities Exchange Board of India.

This Corrigendum is being issued to give notice to amend/ provide additional details as mentioned herein and pursuant to the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018:

1. In Explanatory Statement of Item No. 2, Point 2 of “It may be noted that’ paragraph is being replaced from the following:

“Proposed Allotees does not hold Equity Shares in the Company.”

TO:

“One of our proposed allottees, Mr. Natvarsing Takhuji Chavda holds 1600 Equity shares as pre preferential holding.”

2. In Explanatory Statement of Item No. 2, Point 5(c) is being replaced from the following:

“The price determined by the valuation report dated February 10, 2023 issued by CS Abhishek Chhajed, Registered Valuer (IBBI Registration No. IBBI/RV/03/2020/13674): Rs.71/- per share.

TO:

Considering that the allotment through this preferential issue shall be more than 5% of the post issue fully diluted share capital of the Company, to an allottee or to allottees acting in concert, the price of Rs.70.60/- per equity share rounded off to Rs.71/- per share to be issued and allotted to the proposed allottees has been determined taking into account the valuation report dated February 10, 2023 issued by CS Abhishek Chhajed, Registered Valuer (IBBI Registration No. IBBI/RV/03/2020/13674) in accordance with Regulation 166A of the SEBI (ICDR) Regulations, 2018 (“Valuation Report”).

The Valuation Report will be available for inspection at registered office of the Company during business hours, considering the proposed preferential issue, and the same is also available on the website of the Company at <https://www.naapbooks.com/wp-content/uploads/2023/03/Valuation-Report.pdf>.”

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The Board proposes to issue the share at a price of Rs. 72/- per Equity Share, which is not less than the above floor price determined in accordance with SEBI ICDR Regulations. The Board found it justified considering current scenario of the Company etc.”

3. In Explanatory Statement of Item No. 2, Point 16 is replaced from the following:

(16) The Equity Shares are proposed to be allotted to persons belonging to promoter group and to persons other than promoter and Promoter Group of the Company. No change in control or management of the Company is contemplated consequent to the proposed preferential issue of Equity Shares. The pre and post issue holding of the proposed allottees are as under:

Name of the Proposed allottee	Category	Present pre-issue shareholding		Post issue shareholding*		Ultimate beneficial owners
		Pre-issue holding	% of total Equity capital	Post issue holding	% of total equity capital	
Ranjeet Mechatronics Limited	Public	0	0	3,00,000	9.97804829	1. Rakesh Vallabhbbhai Swadia 2. Nitaben Rakeshbhai Swadia 3. Devarshibhai Rakeshbhai Swadia
Proex Advisors LLP	Promoter Group	0	0	7,50,000	24.9451207	1. Ashish Jain (DP) 2. Yaman Saluja (DP) 3. Anita Saluja (P) 4. Ruchita Jain (P)
Pathan Altab Usmanbhai	Public	0	0	50,000	1.66300805	N.A.
Natvarsing Takuji Chavda	Public	0	0	50,000	1.66300805	N.A.

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TO:

“(16) Identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post Preferential Issue capital that may be held by them and change in control, if any, in the Company consequent to the Preferential Issue.

The Equity Shares are proposed to be allotted to persons belonging to promoter group and to persons other than promoter and Promoter Group of the Company. No change in control or management of the Company is contemplated consequent to the proposed preferential issue of Equity Shares. The pre and post issue holding of the proposed allottees are as under:”

Name of the Proposed allottee	Category	Present pre-issue shareholding		Post issue shareholding*		Ultimate beneficial owners
		Pre-issue holding	% of total Equity capital	Post issue holding	% of total equity capital	
Ranjeet Mechatronics Limited	Public	0	0	3,00,000	9.98	1. Rakesh Vallabhbbhai Swadia 2.Nitaben Rakeshbhai Swadia 3.Devarshibhai Rakeshbhai Swadia
Proex Advisors LLP	Promoter Group	0	0	7,50,000	24.95	1.Ashish Jain (DP) 2.Yaman Saluja (DP) 3.Anita Saluja (P) 4.Ruchita Jain (P)
Pathan Altab Usmanbhai	Public	0	0	50,000	1.66	N.A.
Natvarsing Takhuji Chavda	Public	1600	0.09	51,600	1.72	N.A.

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4. In Explanatory Statement of Item No. 2, Point 20 is being replaced from the following:

20) The current and proposed status of the allottee(s) post Preferential Issue namely, promoter or non-promoter

Sr. No.	Name of Specified Investors	Current Status	Proposed Status
1	Ranjeet Mechtronics Limited	-	Non Promoter
2	Proex Advisors LLP	-	Promoter Group
3	Pathan Altab Usmanbhai	-	Non Promoter
4	Natvarsing Takhuji Chavda	-	Non Promoter

TO:

The current and proposed status of the allottee(s) post Preferential Issue namely, promoter or non-promoter

Sr. No.	Name of Specified Investors	Current Status	Proposed Status
1	Ranjeet Mechtronics Limited	-	Non Promoter
2	Proex Advisors LLP	-	Promoter Group
3	Pathan Altab Usmanbhai	-	Non Promoter
4	Natvarsing Takhuji Chavda	Non Promoter	Non Promoter

5. In Explanatory Statement of Item No. 2, Point 23 (b) is replaced from the following:

b)“Proposed allottees do not hold any share prior to the date of Notice of this Postal Ballot, hence lock-in of pre-allotment holding is not applicable.”

TO:

b): “The entire pre-preferential holding, of the proposed Allottees, shall be locked in as per Chapter V of the SEBI ICDR Regulations.”

This Corrigendum to the EGM Notice shall form an integral part of the EGM Notice, which has already been circulated to the Shareholders of the Company and on and from the date hereof, the EGM Notice shall always be read in conjunction with this Corrigendum. This Corrigendum is also be made available on website of the Bombay stock exchange i.e. BSE and on the website of the Company at <https://www.naapbooks.com/wp-content/uploads/2023/03/Corrigendum-to-EGM-Notice.pdf>. All other contents of the EGM Notice, save and except as modified or supplemented by this Corrigendum, shall remain unchanged.

BY ORDER OF THE BOARD,

For, NAAPBOOKS LIMITED

Jotaniya

Sahul

Natvarbhai

Digitally signed by

Jotaniya Sahul

Natvarbhai

Date: 2023.03.03

18:29:10 +05'30'

SAHUL NATAVARBHAI JOTANIYA

COMPANY SECRETARY AND COMPLIANCE OFFICER

PLACE : AHMEDABAD

DATE : 03.03.2023

CIN : L72900GJ2017PLC096975

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