



September 29, 2026

To,
The Manager,
Listing Compliance Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra East, Mumbai – 400051, Maharashtra, India

Company Symbol: YAAP

ISIN: INE0U0J01015

Subject: Submission of Proceedings of the 11th Annual General Meeting of the Company

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Proceedings of the 11th (Eleventh) Annual General Meeting ("AGM") of YAAP Digital Limited ("Company"), held on Tuesday, September 29, 2026 at 2:00 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

The AGM Proceedings are enclosed herewith for your information and records.

The above information is being submitted for the information of the shareholders and stakeholders of the Company and is also being made available on the website of the Company.

Kindly take the same on record.

Thanking You,
Yours Faithfully,

**For Yaap Digital Limited
(Formerly known as Yaap Digital Private Limited)**

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SHIVANI SHIVSHANKAR
TIWARI
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**Shivani Shivshankar Tiwari
Company Secretary & Compliance Officer
Membership No.: A54854**

Encl: as above

PROCEEDINGS OF THE 11TH ANNUAL GENERAL MEETING OF YAAP DIGITAL LIMITED

The 11th Annual General Meeting (“AGM”) of the Members of Yaap Digital Limited (“the Company”) was held on Tuesday, September 29, 2026, at 2:00 P.M. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), in compliance with the applicable provisions of the Companies Act, 2013, the rules made thereunder and the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Meeting commenced at 2:00 P.M. through VC/OAVM. The Registered Office of the Company was deemed to be the venue of the Meeting.

Ms. Shivani Tiwari, Company Secretary and Compliance Officer of the Company, welcomed the Members to the 11th AGM. She informed the Members that the Meeting was being conducted through VC/OAVM and that the Members participating through VC/OAVM had been kept on mute by the host to avoid any disturbance during the proceedings. She further informed that the proceedings of the Meeting were being recorded for compliance purposes.

Thereafter, Ms. Shivani Tiwari requested Mr. Laxmiraj Seetharam Nayak to take the Chair and preside over the Meeting.

CHAIRMAN OF THE MEETING:

Mr. Laxmiraj Seetharam Nayak, Chairman and Managing Director of the Company, took the Chair and welcomed the Members to the 11th AGM.

The Chairman noted that the requisite quorum was present and accordingly called the Meeting to order. He also confirmed his presence from the Registered Office of the Company.

The Chairman then requested the Directors attending the Meeting through VC/OAVM to introduce themselves.

Mrs. Vandana Maithani Singh, Independent Director and Chairperson of the Nomination and Remuneration Committee, introduced herself and informed the Members that she was attending the Meeting from Delhi.

Mr. Jagadesh Babu Botta, Independent Director and Chairman of the Audit and Stakeholder Relationship Committee, introduced himself and informed the Members that he was attending the Meeting from Malad, Mumbai.

Mr. Vijaykumar Malpani, Non-Executive Director of the Company, introduced himself and informed the Members that he was attending the Meeting from Malad, Mumbai.

Thereafter, the Company Secretary requested the Senior Officials and other invitees attending the Meeting to introduce themselves.

Mr. Jigesh Shah, Chief Financial Officer of the Company, introduced himself and informed the Members that he was attending the Meeting from the Registered Office at Andheri, Mumbai.

Mr. Mannish Ghia, Partner of M/s. Mannish Ghia and Associates, Scrutinizer appointed for the AGM, introduced himself and informed the Members that he was attending the Meeting from his office at Andheri, Mumbai.

Ms. Priyanka Jaju and Mr. Dinesh Jain, representatives of M/s. Shweta Jain & Co LLP, Statutory Auditors of the Company, introduced themselves and informed the Members that they were attending the Meeting from their office at Mira Road, Mumbai.

Ms. Dipti Sharma, representative of M/s. Prasad and Partners LLP (formerly known as M/s. Alap & Co. LLP), Secretarial Auditors of the Company, introduced herself and informed the Members that she was attending the Meeting from her office at Ahmedabad, Gujarat.

Ms. Ashika Dave, Assistant Company Secretary of the Company, introduced herself and informed the Members that she was attending the Meeting from the Registered Office at Andheri, Mumbai.

Mr. Omprakash Yadav, Authorized Representative of Practicing Company Secretary of the Company, introduced himself and informed the Members that he was attending the Meeting from the Registered Office at Andheri, Mumbai.

Total 8 (Eight) number of shareholder/members were present in the meeting who attended through VC/OAVM.

NOTICE OF THE MEETING AND ANNUAL REPORT

The Company Secretary informed the Members that the Notice convening the 11th AGM along with the Annual Report for the financial year ended March 31, 2026, containing the Audited Standalone and Consolidated Financial Statements, Board's Report, Auditors' Report and other relevant documents, had already been circulated to the Members at their registered email addresses.

With the consent of the Members present at the Meeting, the Notice convening the AGM was taken as read.

The Members were further informed that the Statutory Auditors' Report did not contain any qualification, reservation, adverse remark or disclaimer and, accordingly, the same was not required to be read at the Meeting.

The Company Secretary also informed the Members that the Register of Directors and Key Managerial Personnel and the Register of Contracts or Arrangements, as applicable, were available for inspection by the Members during the Meeting.

The Company Secretary informed the Members that no questions or queries had been received from the Members in advance in relation to the business proposed to be transacted at the Meeting. Accordingly, no question-and-answer session was required to be conducted.

CHAIRMAN'S ADDRESS

Thereafter, the Chairman addressed the Members and delivered his speech. The Chairman briefly apprised the Members of the performance and activities of the Company during the financial year ended March 31, 2026, and also shared his views on the Company's business and future outlook.

The Chairman thanked the Members for their continued support and for attending the AGM.

E-VOTING

Thereafter, the Company Secretary informed the Members that, in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting to its Members through National Securities Depository Limited ("NSDL") to enable them to cast their votes electronically on the resolutions set out in the Notice of the AGM.

The Company Secretary informed the Members that the remote e-voting facility had been made available to the Members during the prescribed period prior to the AGM.

It was further informed that Members who had already cast their votes through remote e-voting could participate in the AGM but would not be entitled to vote again at the Meeting.

The Members who had not cast their votes through remote e-voting were given an opportunity to cast their votes electronically during the AGM.

The Company Secretary further informed the Members that, since the resolutions had already been put to vote through remote e-voting, there was no requirement for proposing and seconding the resolutions at the Meeting.

BUSINESS TRANSACTED AT THE MEETING

The Company Secretary thereafter took up the items of business as set out in the Notice convening the 11th AGM.

Item No. 1 - Adoption of Audited Financial Statements

The Company Secretary read out the resolution relating to the adoption of the Audited Standalone and Consolidated 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.

Item No. 2 – Re-appointment of Mr. Sudhir Menon

The Company Secretary thereafter took up the resolution relating to the re-appointment of Mr. Sudhir Menon (DIN: 02487658), Director, who retired by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offered himself for re-appointment.

Item No. 3 – Appointment of Mr. Laxmiraj Seetharam Nayak as Chairman and Managing Director

The Company Secretary thereafter took up the resolution relating to the confirmation of appointment of Mr. Laxmiraj Seetharam Nayak (DIN: 01828278) as the Chairman and Managing Director of the Company for a period of three years.

Item No. 4 – Appointment of Mr. Vijaykumar Bhanwarlal Malpani as Non-Executive Director

The Company Secretary thereafter took up the resolution relating to the confirmation of appointment of Mr. Vijaykumar Bhanwarlal Malpani (DIN: 08182663) as Non-Executive Director of the Company for a period of three years.

Item No. 5 – Material Related Party Transaction with Gozoop Online Private Limited

The Company Secretary thereafter took up the resolution relating to the approval of the Material Related Party Transaction with Gozoop Online Private Limited.

The Company Secretary informed the Members that the detailed resolutions, along with the explanatory statement, had already been provided in the Notice of the AGM circulated to the Members.

VOTING DURING THE AGM

The Company Secretary informed the Members that the e-voting facility would remain open for 15 minutes to enable those Members who had not cast their votes through remote e-voting to cast their votes during the AGM.

The Members were requested to cast their votes through the NSDL e-voting platform in accordance with the instructions provided in the Notice of the AGM.

The Company Secretary further informed the Members that Mr. Mannish Ghia, Partner of M/s. Mannish Ghia and Associates, Scrutinizer, would scrutinize the votes cast through remote e-voting as well as the votes cast during the AGM and submit his consolidated report thereon.

The Scrutinizer was requested to submit his report after completion of the voting process.

CONCLUSION OF THE MEETING

There being no other business to be transacted, the Chairman thanked the Members for their participation and for taking the time to attend the AGM.

The Chairman also placed on record his appreciation for the support extended by the Members, Directors, employees, Auditors and other stakeholders of the Company.

The 11th Annual General Meeting was thereafter concluded at **02:33 P.M.** after completion of the e-voting formalities.

The consolidated results of the remote e-voting and e-voting conducted during the AGM, along with the Scrutinizer's Report, would be declared within the prescribed time and would be submitted to the Stock Exchange and placed on the website of the Company and NSDL.

For Yaap Digital Limited

(Formerly Known as Yaap Digital Private Limited)

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Date: 2026.09.29
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Shivani Shivshankar Tiwari

Company Secretary & Compliance Officer

Membership No: A54854

Place: Mumbai