



Date: April 30, 2026

To,  
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: Outcome of the Board Meeting held on Thursday, April 30, 2026.**

**Reference: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “Listing Regulations”).**

Dear Sir/Madam,

Further to our intimation dated April 27, 2026 and March 30, 2026 and in accordance with Regulation 30 of the Listing Regulations, we wish to inform you that the Board of Directors of Yaap Digital Limited (“Company”), at its meeting held today i.e. Thursday, April 30, 2026, has inter-alia, considered and approved the following matters:

1. Issuance of upto 4,43,103 (Four Lakhs Forty Three Thousand One Hundred and Three) fully paid up equity shares of the Company having face value of INR 10/- (Rupees Ten Only) each at an issue price of INR 172.89/- (Indian Rupees One Hundred Seventy Two and Eighty Nine Paise Only) (including premium of INR 162.89/-) per Equity Share, aggregating to INR 7,66,08,077.67/- (Indian Rupees Seven Crores Sixty Six Lakhs Eight Thousand Seventy Seven and Sixty Seven Paise Only), to certain existing shareholders of Gozoop Online Private Limited (“Gozoop”), for consideration other than cash, towards acquisition of 8.02% of the equity share capital, on fully diluted basis, of Gozoop pursuant to the Share Purchase Cum Shareholders’ Agreement (“SPSHA”) dated March 30, 2026, on a preferential basis (“Preferential Issue”), in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”), Companies Act, 2013 and other applicable laws. The above preferential issue is subject to the approval of shareholders of the Company and other requisite statutory and regulatory approvals.

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

CIN: U74900MH2016PLC274104

Registered Office: 802, 8th Floor “Signature (By Lotus)” at Veera Desai Road Ext.,  
Andheri (West), Mumbai 400 053. e-mail: info@yaap.in, Ph.: +91 93191 94152.

[www.yaap.in](http://www.yaap.in)

The details, in accordance with the SEBI Master Circular No. HO/49/14/14(7)2025-CFD POD2/I/3762/2026 dated January 30, 2026, is enclosed herewith as Annexure-A;

2. a) Material Related Party Transactions with Gozoop Online Private Limited (Subsidiary), subject to approval of the shareholders of the Company;
- b) Material Related Party Transactions with Yaap Digital FZ LLC (Step Down subsidiary), subject to approval of the shareholders of the Company;
3. Convening of an Extra-Ordinary General Meeting (“EGM”) of the shareholders of the Company on Monday, May 25, 2026, through video conferencing or other audio-visual means, for seeking necessary approval of the shareholders, inter-alia, for the matters covered at point no. 1 and 2 above. The notice of the EGM shall be submitted to the Stock Exchanges in due course in compliance with applicable laws.

The meeting of the Board of the Company commenced at 04:30 pm and concluded at 05:30 pm.

The above can be accessed on the website of the Company at [www.yaap.in](http://www.yaap.in).

You are requested to take the above on record.

**Thanking you,  
Yours faithfully,**

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

**Shivani Shivshankar Tiwari  
Company Secretary & Compliance Officer  
Membership No.: A54854  
Place: Mumbai**

**Encl: As above**

### Annexure-A

The details as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”) read with the SEBI Master Circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are as under:

Sr. No	Particulars	Details		
1	Type of securities proposed to be issued	Equity Shares of face value of INR 10/- each.		
2	Type of issuance	Preferential Allotment in accordance with Chapter V of SEBI ICDR Regulations, the Companies Act, 2013 and other applicable laws.		
3	Total number of securities proposed to be issued or amount for which the securities will be issued.	Upto 4,43,103 (Four Lakhs Forty Three Thousand One Hundred and Three) Equity Shares at an issue price of INR 172.89/- per Equity Share (including premium of INR 162.89/- per Equity Share), aggregating to INR 7,66,08,077.67/- (Indian Rupees Seven Crores Sixty Six Lakhs Eight Thousand Seventy Seven and Sixty Seven Paise Only), being consideration other than cash (i.e. share swap in accordance with Regulation 163(3) of the SEBI ICDR Regulations), for discharge of the purchase consideration for acquisition of 8.02% of the equity share capital of Gozoop, on a fully diluted basis.		
4	<b>Additional Information in case of Preferential Issue:</b>			
i.	Names of the Investors	Sr. No.	Name of the proposed Investors	Maximum Number of Equity Shares to be allotted
		1	Ahmed Naqvi	2,21,552
		2	Rohan Bhansali	1,18,304
		3	Rupa Bhansali	1,03,247
		<b>Total</b>		<b>4,43,103</b>

ii.	<b>Post Allotment of Securities: Outcome of Subscription</b>	<p>The Equity Shares are proposed to be allotted to the identified Investors, details of the shareholding of the Investors in the Company, prior to and after the proposed Preferential Issue, are as under:</p> <table border="1" data-bbox="781 514 1456 955"> <thead> <tr> <th rowspan="2">Name of Investors</th> <th colspan="2">Pre-Preferential Issue</th> <th colspan="2">Post- Preferential Issue</th> </tr> <tr> <th>No. of Shares</th> <th>% of holding</th> <th>No. of Shares</th> <th>% of holding</th> </tr> </thead> <tbody> <tr> <td>Ahmed Naqvi</td> <td>0</td> <td>0</td> <td>2,21,552</td> <td>1.04</td> </tr> <tr> <td>Rohan Bhansali</td> <td>0</td> <td>0</td> <td>1,18,304</td> <td>0.55</td> </tr> <tr> <td>Rupa Bhansali</td> <td>0</td> <td>0</td> <td>1,03,247</td> <td>0.48</td> </tr> <tr> <td><b>Total</b></td> <td><b>0</b></td> <td><b>0</b></td> <td><b>4,43,103</b></td> <td><b>2.07</b></td> </tr> </tbody> </table>	Name of Investors	Pre-Preferential Issue		Post- Preferential Issue		No. of Shares	% of holding	No. of Shares	% of holding	Ahmed Naqvi	0	0	2,21,552	1.04	Rohan Bhansali	0	0	1,18,304	0.55	Rupa Bhansali	0	0	1,03,247	0.48	<b>Total</b>	<b>0</b>	<b>0</b>	<b>4,43,103</b>	<b>2.07</b>
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iii.	<b>Issue Price / Allotted Price (in case of convertibles)</b>	<p>INR 172.89/- (including premium of INR 162.89/-) per Equity Share</p> <p>The price at which the Equity Shares shall be issued is not lower than the floor price determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.</p>																													
iv.	<b>Number of Investors</b>	3 (Three)																													
v.	<b>In case of convertibles, intimation on conversion of securities or on lapse of the tenure of the instrument</b>	Not applicable																													

5	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable
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