

NAVA /SECTL /464/2024-25

January 16, 2025

Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No.C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
MUMBAI – 400 051  
**NSE Symbol : ‘NAVA’**

Dept. of Corp. Services  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
MUMBAI – 400 001

**Scrip Code : ‘513023’ / ‘NAVA’**

Dear Sirs,

**Sub: Compliance Report on Corporate Governance for the  
quarter ended December 31, 2024**

**--o0o--**

Please find enclosed the Compliance Report on Corporate Governance under Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended December 31, 2024.

Kindly take the same on record and acknowledge the receipt.

Thanking you,

Yours faithfully,  
for **NAVA LIMITED**

VSN Raju  
Company Secretary  
& Vice President

Encl: as above

## Quarterly Compliance Report on Corporate Governance for Q3 ended on December 31, 2024

1.	Name of Listed Entity	NAVA LIMITED
2.	Quarter ending	December 31, 2024

<b>I. Composition of Board of Directors</b>												
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation/ Retirement	Tenure (in months)	Date of Birth	No. of Directorship in listed entities including this listed entity (in reference to Regulation 17A(1))	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	D. Ashok	ABVPD5737F DIN-00006903	Non-Executive Director and Chairman of the Board	Mar 19, 1992	Aug 14, 2024	NA	NA	Dec 3, 1956	1	Nil	Nil	Nil
Mr.	P.Trivikrama Prasad	AENPP0497F DIN-00006887	Managing Director - Executive	Mar 19, 1992	Mar 19, 2022	NA	NA	Apr 25, 1953	1	Nil	1	Nil
Mr.	Ashwin Devineni	AFKPD8669R DIN-00007540	Chief Executive Officer- Executive	Aug 18, 2017	May 29, 2024	NA	NA	Feb 11, 1983	1	Nil	Nil	Nil
Mr.	K. Durga Prasad	AAUPK5014A DIN-07946821	Non-Executive - Independent Director	Aug 06, 2018	Aug 6, 2023	NA	76.84	Feb 26, 1957	2	2	4	3
Mr.	GP Kundargi	ACPPK5726N DIN-02256516	Non-Executive - Independent Director	Aug 06, 2018	Aug 6, 2023	NA	76.84	Aug 15, 1956	2	2	4	2
Mr.	A. Indra Kumar	ABXPA9962D DIN-00190168	Non-Executive - Independent Director	Feb 07, 2019	Feb 7, 2024	NA	70.80	Feb 28, 1962	2	1	1	Nil
Mrs.	B. Shanti Sree	ACEPB2943H DIN-07092258	Non-Executive - Independent Director	Oct 30, 2019	Oct 30, 2024	NA	62	May 17, 1962	6	6	10	3

Mr.	GRK Prasad	ACAPG2272L DIN-00006852	Executive Director	June 28, 2003	June 28, 2023	NA	NA	Aug 05, 1957	1	Nil	3	Nil
Mr.	Nikhil Devineni	AMWPD4181F DIN-08695842	Executive Director	Sep 02, 2024	NA	NA	NA	May 23, 1989	1	Nil	Nil	Nil
Mr.	Mwelwa Chibesakunda	NA DIN-10805023	Non-Executive - Independent Director	Nov 14, 2024	NA	NA	1.56	May 30, 1967	1	1	Nil	Nil

<b>Whether Regular chairperson appointed</b>	<b>Yes</b>
<b>Whether Chairperson is related to managing director or CEO</b>	<b>Yes</b>
<b>Whether special resolution is passed U/R 17 (1A)</b>	<b>Not applicable</b>
<b>Note:</b> No director is disqualified under section 164 of the Companies Act, 2013 and the current status of all directors is "Active" as per MCA website/portal	

## II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (member/ chairperson)	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment	Date of Cessation/ Re-constitution
1. Audit Committee	Yes	Mr. K. Durga Prasad Mr. A. Indra Kumar Mrs. B. Shanthi Sree	Chairperson Member Member	Non-Executive - Independent Non-Executive - Independent Non-Executive - Independent	Apr 19, 2019 Apr 19, 2019 Aug 04, 2021	N.A N.A N.A
2. Nomination & Remuneration Committee	Yes	Mr. K. Durga Prasad Mr. A. Indra Kumar Mr. GP Kundargi	Chairperson Member Member	Non-Executive - Independent Non-Executive - Independent Non-Executive - Independent	Apr 19, 2019 Apr 19, 2019 Aug 04, 2021	N.A N.A N.A
3. Risk Management Committee	Yes	Mr. Ashwin Devineni Mr. Nikhil Devineni Mr. GRK Prasad Mrs. B. Shanti Sree	Chairperson Member Member Member	Executive Executive Executive Non-Executive - Independent	June 17, 2021 Nov 14, 2024 June 17, 2021 June 17, 2021	Date of re-constitution: Nov 14, 2024
4. Stakeholders Relationship Committee	Yes	Mr. K. Durga Prasad Mr. P. Trivikrama Prasad Mr. GP Kundargi	Chairperson Member Member	Non-Executive - Independent Executive Non-Executive - Independent	Apr 19, 2019 Apr 10, 2008 Apr 19, 2019	N.A N.A N.A

5. Corporate Social Responsibility Committee	Yes	Mr. D. Ashok Mr. K. Durga Prasad Mrs. B. Shanthi Sree	Chairperson Member Member	Non-Executive-Non Independent Non-Executive - Independent Non-Executive - Independent	May 30, 2014 Aug 08, 2019 Aug 04, 2021	N.A N.A N.A
6. Investment Committee	Yes	Mr. D. Ashok Mr. P.Trivikrama Prasad Mr. Ashwin Devineni Mr. GRK Prasad	Chairperson Member Member Member	Non-Executive-Non Independent Executive Executive Executive	Nov 09, 2021 Nov 09, 2021 Nov 09, 2021 Nov 09, 2021	N.A N.A N.A N.A

<b>III. Meeting of Board of Directors</b>					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met Yes / No	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive (in number of days)
August 08, 2024	November 14, 2024	Yes	9	4	97 days

<b>IV. Meeting of Committees:</b>					
<b>(a) Audit Committee</b>					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details) Yes / No	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
November 14, 2024	Yes	3	3	August 07, 2024	98 days
<b>(b) Nomination Remuneration Committee</b>					
November 14, 2024	Yes	3	3	August 07, 2024	98 days
<b>(c) Stakeholders' Relationship Committee</b>					
November 14, 2024	Yes	3	2	--	--
<b>(d) Corporate Social Responsibility Committee</b>					
--	--	--	--	July 11, 2024	--
<b>(e) Risk Management Committee</b>					
November 14, 2024	Yes	3	1	July 22, 2024	114 days

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
Whether prior approval of audit committee obtained	<b>Yes</b>
Whether shareholder approval obtained for material RPT	<b>NA</b>
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	<b>Yes</b>
<b>There were no Material Transactions during the Quarter to be reported</b>	
<b>VI. Affirmations</b>	
<ol style="list-style-type: none"> <li>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: <b>YES</b></li> <li>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015; <ol style="list-style-type: none"> <li>a. Audit Committee: <b>YES</b></li> <li>b. Nomination &amp; Remuneration committee: <b>YES</b></li> <li>c. Stakeholders' relationship committee: <b>YES</b></li> <li>d. Risk management committee: <b>YES</b></li> </ol> </li> <li>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015: <b>YES</b></li> <li>4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015: <b>YES</b></li> <li>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments / observations / advice of Board of Directors may be mentioned here: <b>YES, No Comments from the Board of directors</b></li> <li>6. Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter: <b>No</b></li> </ol>	
<b>Note:</b> 1) Mr. Mwelwa Chibesakunda (DIN:10805023) has been appointed as an Independent director w.e.f. November 14, 2024.	
<b>For NAVA LIMITED</b>	
<p>VSN Raju Company Secretary &amp; Vice President</p>	
Date: January 16, 2025	