

NAVA

Nava Limited

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POST BUY-BACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF NAVA LIMITED

This Public Announcement (the "Post-Buyback Public Announcement") is being made in compliance with Regulation 24(vi) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended from time to time ("SEBI Buyback Regulations").

This post-Buyback public announcement should be read in conjunction with the Public Announcement dated February 20, 2025 ("Public Announcement"), the Letter of Offer dated March 03, 2025 ("Letter of Offer") and the Corrigendum to the Letter of offer dated March 10, 2025, issued in connection with the Buyback. Unless specifically defined herein, capitalized terms and abbreviations used herein have the same meaning as ascribed to them in the Public Announcement.

1. The Buyback

- Nava Limited ("the Company") has announced the Buyback of up to 72,00,000 (Seventy Two Lakhs) fully paid-up equity shares of the Company of the face value ₹ 1/- each ("Equity Shares") from the shareholders / beneficial owners of Equity Shares as on February 28, 2025 (the "Record Date"), on a proportionate basis, through the "Tender Offer" process using stock exchange mechanism, in accordance with the Article 17 of the articles of association of the Company, Sections 68, 69 and 70, and other applicable provisions of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof (the "Companies Act") and applicable rules thereunder including the Companies (Share Capital and Debentures) Rules, 2014, the SEBI Buyback Regulations, at a price of ₹ 500/- (Rupees Five Hundred only) per Equity Share ("Buyback Price") payable in cash, for an aggregate amount not exceeding ₹ 360,00,00,000/- (Rupees Three Hundred and Sixty Crores only) (the "Buyback Size") excluding ("Transaction Costs") (such amount hereinafter referred to as the "Buyback Size") as prescribed under the SEBI Buyback Regulations and the Companies Act ("Buyback"). The Buyback Size represents 9.87% and 5.78% of the aggregate of the total paid-up Equity Share capital and free reserves (including securities premium account) of the Company based on the latest standalone and consolidated audited financial statements of the Company as at March 31, 2024, respectively.
- The Company adopted the tender offer route for the purpose of the Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" issued by SEBI vide circular no. CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 and circular no. CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 and circular SEBI/HO/CFD/DCR/III/CIR/P/2021/615 dated August 13, 2021, and SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 08, 2023 including any amendments or statutory modifications for the time being in force. For the purpose of the Buyback, BSE Limited was the designated stock exchange.
- The Company opened the Buy-back offer on March 06, 2025 (Thursday) and closed on March 12, 2025 (Wednesday).

2. Details of the Buy-back

- The Company bought back 72,00,000 (Seventy-Two Lakhs) Equity Shares at a price of ₹ 500/- (Rupees Five Hundred only) per Equity Share.
- The total aggregate amount utilized in the Buyback is ₹ 360,00,00,000/- (Rupees Three Hundred and Sixty Crores only) excluding Transaction costs.
- The Registrar to the Buyback i.e., KFin Technologies Limited (the "Registrar") considered 9,851 valid bids for 18,526,469 Equity Shares in response to the Buyback, resulting in the subscription of approximately 2.57 times the maximum number of Equity Shares proposed to be bought back. The details of valid bids received by the Registrar to the Buyback Offer are as follows:

Particulars	No. of Equity Shares available for Buy-Back	Total No. of Bids received in this Category	Total Equity Shares bid in for this Category	Total Valid bids received in this category	Tendered rejected more than RD holding **	Total valid bids received in this Category **	No. of times (total valid Equity shares received in the category to the no. of Equity Shares proposed to be bought buyback)
General Category	6,120,000	1,764	17,787,502	1,764	240	17,787,262	2.91
Not in Master*	0	43	1,341	0	0	0	0
Small Shareholder Category	1,080,000	8,087	740,847	8,087	1,640	739,207	0.68
Total	7,200,000	9,894	18,529,690	9,851	1,880	18,526,469	2.57

* 43 bids for 1,341 Equity Shares were not considered since they were not shareholders as on record date.

** Excludes 39 shareholders who have tendered 1,640 Equity Shares in Small Shareholder category and 3 shareholders who have tendered 240 Equity Shares in General category more than their shareholding as on Record Date. These Equity Shares have not been considered for acceptance

- All valid bids were considered for the purpose of Acceptance in accordance with the SEBI Buyback Regulations and the Letter of Offer. The communication of acceptance/ rejection was dispatched by the Registrar, via email, to the relevant Eligible Shareholders (who have their email IDs registered with the Company or the Depositories) on March 20, 2025.
- The settlement of all valid bids was completed by the Clearing Corporation on March 20, 2025. The Clearing Corporation has made direct funds payout to Eligible Shareholders whose Equity Shares have been accepted under the Buyback. If bank account details of any Eligible Shareholders were not available or if the funds transfer instructions were rejected by RBI or relevant bank, due to any reason, then the amounts payable to the Eligible Shareholders were transferred to the concerned Seller Member for onward transfer to such Eligible Shareholders holding Equity Shares in dematerialized form.
- Demat Equity Shares accepted under the Buyback were transferred to the Company's demat account on March 20, 2025. The unaccepted demat Equity Shares have been returned to respective Eligible Shareholders/ lien removed by the Clearing Corporation on March 20, 2025. If the securities transfer instruction is rejected in the depository system, due to any issue then such securities will be transferred to the Seller Member's depository pool account for onward transfer to the Eligible Shareholder. There were no Physical Shares tendered in the Buyback
- The extinguishment of 72,00,000 Equity Shares (all in dematerialized form) accepted under the Buyback is currently under process and shall be completed on or before April 01, 2025.
- The Details of Equity Shareholders/Beneficial Owners from whom Equity shares exceeding one percent of the total equity shares that were offered and bought back (72,00,000 equity shares) are as follows:

Sr. No.	Name of the Eligible Shareholder	No. of Equity Shares accepted under the Buy Back	Equity Shares accepted as a % of the total Equity Shares bought back	Equity Shares accepted as a % of the total post Buy Back Equity Share Capital
1	City of New York Group Trust	72,983	1.01	0.03
2	LSV Emerging Markets Small Cap Equity Fund LP	93,273	1.30	0.03
3	Thrift Savings Plan	98,229	1.36	0.03
4	Harshil Kantilal Kothari	1,09,350	1.52	0.04
5	Teachers' Retirement system Mutual fund (through its multiple schemes)	1,36,445	1.89	0.05
6	Public Employees Retirement System Of Ohio	1,42,010	1.97	0.05
7	Chhattisgarh Investments Limited	1,65,355	2.30	0.06
8	Abu Dhabi Investment Authority - Monsoon	2,14,569	2.98	0.07
9	Sri Krishna Devaraya Hatcheries Pvt Ltd	2,19,588	3.05	0.08
10	UI BVK Kapitalverwaltungsgesellschaft MBH On Behal	2,43,763	3.39	0.08
11	State Street Emerging Markets Mutual Fund (Through its multiple schemes)	2,65,375	3.69	0.09
12	Dimensional Emerging Markets Value Fund (Through its multiple schemes)	4,18,868	5.81	0.14
13	Ishares Core MSCI Emerging Markets ETF	4,64,369	6.45	0.16
14	Wisdomtree India Investment Mutual Fund (Through its multiple schemes)	5,78,163	8.03	0.20
15	Emerging Markets Mutual Fund (Through its multiple schemes)	7,98,906	11.1	0.27

3. Capital Structure and Shareholding Pattern

- The capital structure of the Company, pre and post Buyback, is as under:

Particulars	Pre- Buyback	Post Buyback
Authorised Capital	₹ 5,000 Lakhs (50,00,00,000 Equity Shares of ₹ 1/- each)	₹ 5,000 Lakhs (50,00,00,000 Equity Shares of ₹ 1/- each)
Issued and subscribed capital	₹ 2,907.04 Lakhs (29,07,04,226 Equity Shares of ₹ 1 each fully paid up)	₹ 2835.04 Lakhs (28,35,04,226 Equity Shares* of ₹ 1/- each)
Paid up capital	₹ 2,903.27 Lakhs (29,02,01,276 Equity Shares of ₹ 1/- each fully paid up each and amount of ₹ 1.26 lakhs originally paid on 5,02,950 forfeited shares of ₹ 1/- each)	₹ 2,831.27 Lakhs (28,30,01,276 Equity shares* of ₹ 1/- each fully paid up and (amount of ₹ 1.26 lakhs originally paid on 5,02,950 forfeited shares of ₹ 1/- each)

* Subject to extinguishment of 72,00,000 Equity Shares bought back.

- The shareholding pattern of the Company pre and post Buyback, is as under:

Category of Shareholder	Pre Buyback		Post Buyback*	
	No. of Shares	% to the existing Equity Share capital	No. of Shares	% to the existing Equity Share Capital
Promoters and Promoter Group	14,18,78,388	48.89	14,18,78,388	50.13
Foreign Investors (OCBs/FIIs/NRIs/Non-residents/Non- domestic companies)	3,53,90,894	12.20	14,11,22,888	49.87
Indian Financial Institutions/Banks/ Mutual Funds /Govt. Companies	5,32,667	0.18		
Public including other Bodies Corporate	11,23,99,327	38.73		
Total	290,201,276	100.00	283,001,276	100.00

* The Company is in the process of extinguishing 72,00,000 Equity Shares bought back.

4. Manager to the Buy-Back



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Contact Person: Mr. P.Balraj
SEBI Registration No: INM000010478

5. Director's Responsibility

As per Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors of the Company accepts full responsibility for the information contained in this Post Buyback Public Announcement and confirms that such document contains true, factual and material information and does not contain any misleading information

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

Sd/-	Sd/-	Sd/-
G R K Prasad Executive Director DIN: 0006852	D Nikhil Executive Director DIN: 08695842	VSN Raju Company Secretary & Vice President Mem. No. A11701

Place: Hyderabad
 Date: March 21, 2025