



NAVA /SECTL /41/2025-26

April 25, 2025

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th 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: Quarterly Compliance Report on Corporate Governance and Statement of Investor
Complaints for Q4 ended on March 31, 2025**

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Please find enclosed the Quarterly Compliance Report on Corporate Governance and Statement of Investor Complaints as per SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 for Q4 ended on March 31, 2025.

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 and Statement of Investor Complaints for
Q4 ended on March 31, 2025**

1.	Name of Listed Entity	NAVA LIMITED
2.	Quarter ending	March 31, 2025
3.	Scrip Code/ NSE symbol	513023/ NAVA
4.	ISIN	INE725A01030
5.	Market Capitalization as per immediate previous Financial Year	Top 1000 listed entities
6.	SCORES Registration ID	n00054

I. Applicability of provisions

Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure of Loans/ Guarantees/ Comfort Letters/ Securities Etc is Applicable to the entity?	No
Risk Management Committee	Yes

II. Composition of Board of Directors

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	Non-Executive	Mar 19, 1992	Aug 14, 2024	NA	NA	Dec	1	Nil	Nil	Nil

		DIN-00006903	Director and Chairman of the Board					3,1956				
Mr.	P.Trivikrama Prasad	AENPP0497F DIN-00006887	Non-Executive Director	Mar 19, 1992	March 19, 2025	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	79.84	Feb 26, 1957	3	3	4	3
Mr.	GP Kundargi	ACPPK5726N DIN-02256516	Non-Executive - Independent Director	Aug 06,2018	Aug 6,2023	NA	79.84	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	73.80	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	65	May 17, 1962	5	5	8	1
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	DHZPC3213C DIN-10805023	Non-Executive - Independent Director	Nov 14, 2024	NA	NA	4.56	May 30, 1967	1	1	Nil	Nil

Whether Regular chairperson appointed	Yes
Whether Chairperson is related to managing director or CEO	Yes
Whether special resolution is passed U/R 17 (1A)	Not applicable
Note: 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	

III. 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	N.A N.A N.A N.A
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
7. Buy-Back Committee	No	Mr. GRK Prasad Mr. P. Trivikrama Prasad Mr. K. Durga Prasad	Member Member Member	Executive Non-Executive-Non Independent Non-Executive- Independent	Feb 19, 2025 Feb 19, 2025 Feb 19, 2025	N.A N.A N.A

IV. Meeting of Board of Directors					
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)
November 14, 2024	February 07, 2025	Yes	10	5	84 days
	February 19, 2025	Yes	6	5	11 days

V. Meeting of Committees:					
(a) Audit Committee					
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
February 07, 2025	Yes	3	3	November 14, 2024	84 days
(b) Nomination Remuneration Committee					
January 10, 2025	Yes	3	3	November 14, 2024	56 days
(c) Stakeholders' Relationship Committee					
February 19, 2025	Yes	3	2	November 14, 2024	96 days
(d) Corporate Social Responsibility Committee					
--	--	--	--	--	--
(e) Risk Management Committee					
--	--	--	--	November 14, 2024	--
(f) Buy-Back Committee					
February 20, 2025	Yes	3	1	--	--
March 03, 2025	Yes	3	1	--	10 days
March 10, 2025	Yes	3	1	--	6 days
March 21, 2025	Yes	3	1	--	10 days

VI. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	No
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
There were no Material Transactions during the Quarter to be reported	

VII. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: **YES**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015;
 - a. Audit Committee: **YES**
 - b. Nomination & Remuneration committee: **YES**
 - c. Stakeholders' relationship committee: **YES**
 - d. Risk management committee: **YES**
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: **YES**
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: **YES**
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: **YES, No Comments from the Board of directors**
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: **No**
7. Disclosure on website in terms of LODR Regulations: **as per Annexure-I**
8. Annual Affirmations: **as per Annexure-I**

Note: 1) The designation of Mr. P. Trivikrama Prasad (DIN:00006887) has been changed from Managing Director to Non-Executive Director with effect from March 19, 2025.

VIII. Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

For Nava Limited

VSN Raju
Company Secretary &
Compliance Officer

Date: 25-04-2025

ANNEXURE I

I. Disclosure on website in terms of Listing Regulations				
S. No	Item	Compliance status (Yes/No/NA)	Company Remark	Website
	As per regulation 46(2) of the LODR:			
1.1	Details of business	Yes	--	https://www.navalimited.com/
1.2	Memorandum of Association and Articles of Association	Yes	--	https://www.navalimited.com/investors/stock-exchange-disclosures/reg-46-of-lodr/
1.3	Brief profile of Board of Directors including directorship and full-time positions in body corporates	Yes	--	https://www.navalimited.com/investors/stock-exchange-disclosures/reg-46-of-lodr/
2	Terms and conditions of appointment of independent directors	Yes	--	https://www.navalimited.com/investors/independent-directors/
3	Composition of various committees of board of directors	Yes	--	https://www.navalimited.com/about/leadership/board-committees/
4	Code of conduct of board of directors and senior management personnel	Yes	--	https://www.navalimited.com/investors/stock-exchange-disclosures/reg-46-of-lodr/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	--	https://www.navalimited.com/investors/stock-exchange-disclosures/reg-46-of-lodr/
6	Criteria of making payments to non-executive directors	Yes	--	https://www.navalimited.com/investors/independent-directors/
7	Policy on dealing with related party transactions	Yes	--	https://www.navalimited.com/investors/stock-exchange-disclosures/reg-46-of-lodr/
8	Policy for determining 'material' subsidiaries	Yes	--	https://www.navalimited.com/investors/stock-exchange-disclosures/reg-46-of-lodr/
9	Details of familiarization programmes imparted to independent directors	Yes	--	https://www.navalimited.com/investors/stock-exchange-disclosures/reg-46-of-lodr/

10	Email address for grievance redressal and other relevant details	Yes	--	https://www.navalimited.com/contact/
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	--	https://www.navalimited.com/contact/
12	Financial results	Yes	--	https://www.navalimited.com/investors/financials/financial-statements/
13	Shareholding pattern	Yes	--	https://www.navalimited.com/investors/stock-exchange-disclosures/share-holding-pattern/
14	Details of agreements entered into with the media companies and/or their associates	Not Applicable		
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes	--	https://www.navalimited.com/investors/financials/investor-conference-call/
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital	Yes	--	https://www.navalimited.com/investors/financials/investor-conference-call/
16	New name and the old name of the listed entity	Yes	--	https://www.navalimited.com/about/history/
17	Advertisements as per regulation 47(1)	Yes	--	https://www.navalimited.com/investors/stock-exchange-disclosures/disclosures/
18	Credit rating or revision in credit rating obtained	Yes	--	https://www.navalimited.com/investors/stock-exchange-disclosures/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	--	https://www.navalimited.com/investors/financials/
20	Secretarial Compliance Report	Yes	--	https://www.navalimited.com/investors/stock-exchange-disclosures/disclosures/
21	Materiality Policy as per Regulation 30(4)	Yes	--	https://www.navalimited.com/investors/policies/corporate-governance/

22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under Regulation 30(5)	Yes	--	https://www.navalimited.com/investors/policies/corporate-governance/
23	Disclosures under regulation 30(8)	Yes	--	https://www.navalimited.com/investors/stock-exchange-disclosures/disclosures/
24	Statements of deviation(s) or variation(s) as specified in regulation 32	Not Applicable		
25	Dividend Distribution policy as per Regulation 43A(1)	Yes	--	https://www.navalimited.com/investors/policies/corporate-governance/
26.1	Annual Return as provided under Section 92 of the Companies Act, 2013	Yes	--	https://www.navalimited.com/investors/financials/annual-reports/
26.2	Employee Benefit Scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	Yes	--	https://www.navalimited.com/investors/policies/corporate-governance/
27	Confirmation that the above disclosures are in separate section as specified in regulation 46(2)	Yes	--	https://www.navalimited.com/investors/stock-exchange-disclosures/reg-46-of-lodr/
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	--	https://www.navalimited.com/investors/

II Annual Affirmations

S. No	Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	Yes	--
2	Board composition	17(1), 17(1A) & 17(1C) 17(1D) & 17(1E)	Yes	--
3	Meeting of Board of directors	17(2)	Yes	--
4	Quorum of Board meeting	17(2A)	Yes	--
5	Review of Compliance Reports	17(3)	Yes	--
6	Plans for orderly succession for appointments	17(4)	Yes	--
7	Code of Conduct	17(5)	Yes	--

8	Fees/compensation	17(6)	Yes	--
9	Minimum Information	17(7)	Yes	--
10	Compliance Certificate	17(8)	Yes	--
11	Risk Assessment & Management	17(9)	Yes	--
12	Performance Evaluation of Independent Directors	17(10)	Yes	--
13	Recommendation of Board	17(11)	Yes	--
14	Maximum number of Directorships	17A	Yes	--
15	Composition of Audit Committee	18(1)	Yes	--
16	Meeting of Audit Committee	18(2)	Yes	--
17	Role of Audit Committee and information to be reviewed by Audit Committee	18(3)	Yes	--
18	Composition of Nomination and Remuneration Committee	19(1) & (2)	Yes	--
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	--
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	--
21	Role of Nomination and Remuneration Committee	19(4)	Yes	--
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	--
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	--
24	Role of Stakeholders Relationship Committee	20(4)	Yes	--
25	Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes	--
26	Meeting of Risk Management Committee	21(3A)	Yes	--
27	Quorum of Risk Management Committee Meeting	21(3B)	Yes	--
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	--
29	Vigil Mechanism	22	Yes	--
30	Policy for related party Transaction	23(1),(1A),(5),(6) & (8)	Yes	--
31	Prior or Omnibus approval of Audit Committee for all related party	23(2), (3)	Yes	--
32	Approval for material related party transactions	23(4)	Yes	--
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	--
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	--
35	Other Corporate Governance requirements with respect to subsidiary of	24(2),(3),(4),(5) & (6)	Yes	--
36	Alternate Director to Independent Director	25(1)	NA	--
37	Maximum Tenure	25(2)	Yes	--

38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	--
39	Meeting of independent directors	25(3) & (4)	Yes	--
40	Familiarization of independent directors	25(7)	Yes	--
41	Declaration from Independent Director	25(8) & (9)	Yes	--
42	D & O Insurance	25(10)	Yes	--
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	--
44	Memberships in Committees	26(1)	Yes	--
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	--
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	--
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	--
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	Yes	--

Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Name : **VSN Raju**
Designation : **Company Secretary & Compliance Officer**
Date : **April 25, 2025**