GENERAL INFORMATION DOCUMENT

(This General Information Document is neither a prospectus nor a statement in lieu of prospectus and does not constitute an offer to the public generally to subscribe for or otherwise acquire the debentures or commercial papers to be issued by the issue. This General Information Document has been prepared in conformity with the Securities And Exchange Board Of India (issue and listing of non-convertible securities) Regulations, 2021 issued vide circular number SEBI/LADNRO/GN/2021/39 dated August 09, 2021, as amended from time to time, the Master Circular For Issue And Listing Of Non-Convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities And Commercial Paper issued by SEBI vide circular number SEBI/HO/DDHS/PoD1/P/CIR/2024/54 dated May 22, 2024, as amended from time to time, the master circular for debenture trustees issued by SEBI Vide circular number SEBI/HO/DDHS-POD1/P/CIR/2023/109 dated March 31, 2023, as amended from time to time, the Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 issued vide circular no. SEBI/LAD-NRO/GN/2015-16/013 dated September 02, 2015, as amended from time to time, Master Direction – Reserve Bank Of India (Commercial Paper And Nonconvertible Debentures Of Original Or Initial Maturity up to One Year) Directions, 2024 dated January 03, 2024 bearing reference number fmrd.dird.09/14.02.001/ 2023-24, as amended from time to time, Section 42 of the Companies act, 2013 and the Companies (prospectus and allotment of securities) Rules, 2014, as amended from time to time)

navi

(A public limited company under the Companies Act, 2013)

CIN: U65923KA2012PLC062537 **; PAN**: AAECC7456R Date, and Place of Incorporation: February 14, 2012, Karnataka, Bengaluru;
RBI Registration Number: N- 02.00270
Registered and Corporate Office: Second Floor, Vaishnavi Tech Square, Iballur Village, Begur Hobli, Bengaluru 560 102, Karnataka, India
Telephone No.: 080 45113400; **Website**: www.navi.com/finserv; **Email**: secretarial@navi.com

Particulars	Name	Telephone No.	Email
Compliance Officer and Company Secretary	Thomas Joseph	080 4511 3400	secretarial@navi.com
Chief Financial Officer	Ankit Surana	080 45113400	secretarial@navi.com
Promoter	Navi Technologies Limited	+91 80 4630 6900	cs@navi.com

ISSUE: PRIVATE PLACEMENT BY OUR COMPANY OF SECURED, RATED, LISTED, REDEEMABLE NON-CONVERTIBLE DEBENTURES OF FACE VALUE AND AGGREGATE AMOUNT AS SHALL BE MORE PARTICULARLY SET OUT IN THE RESPECTIVE KEY INFORMATION DOCUMENT(S), IN MULTIPLE TRANCHES / ISSUANCES ("NCDs") AND RATED, LISTED, COMMERCIAL PAPERS ("CPs") TO BE LISTED ON THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED AND/ OR BSE LIMITED (THE "ISSUE"(HEREINAFTER REFERRED TO AS THE "ISSUE") THROUGH THIS GENERAL INFORMATION DOCUMENT..

Please note that this General Information Document is valid for a period of 1 (One) year from the Issue Opening Date Of the first tranche/ series of Debentures or Commercial Papers issued pursuant to this General Information Document

OUR PROMOTER

Our Promoter is Navi Technologies Limited; **Tel**: +91 80 4630 6900; **Email**: cs@navi.com.

GENERAL RISKS

Investment in debt securities involves a degree of risk and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it. Specific attention of investors is invited to statement of risk factors contained under "Risk Factors". These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the debt securities or investor's decision to purchase such securities. This General Information Document has not been and will not be approved by any regulatory authority in India, including the Securities and Exchange Board of India ("**SEBI**"), the Reserve Bank of India ("**RBI**"), RoC or any stock exchange in India nor do they guarantee the accuracy or adequacy of this document. Further, since the Issue is being made on a private placement basis, the provision of Section 26 of the Companies Act shall not be applicable and accordingly, a copy of this General Information Document and the Key Information Document has not been filed with the Registrar of Companies

ISSUER'S ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this General Information Document, contains and will contain all information with regard to our Company and the Issue, which is material in the context of this Issue. The information contained in the General Information Document is true and correct in all material respects and is not misleading in any material respect and that the opinions and intentions expressed herein are honestly stated and that there are no other facts, the omission of which makes this General Information Document as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

CREDIT RATING

The NCDs and/ or Commercial Papers proposed to be issued pursuant to this Issue have been rated at the rating as set out in the relevant Key Information Document, by way of the letters at the dates as set out in the relevant Key Information Document. Ratings issued by relevant rating agency will continue to be valid for the life of the relevant instrument unless withdrawn or reviewed. Instruments with this rating are considered to have adequate degree of safety regarding timely servicing of financial obligations. Such instruments carry low credit risk. The rating provided by the relevant rating agency may be suspended, withdrawn or revised at any time by the assigning rating agency and should be evaluated independently of any other rating. These ratings are not a recommendation to buy, sell or hold securities and investors should take their own decisions.

Link to press release: As set out in the relevant Key Information Document for the relevant issuance of Debt Securities

LISTING

The NCDs and/ or Commercial Papers offered through this General Information Document are proposed to be listed on the Stock Exchange as set out in the relevant Key Information Document for the relevant issuance of the Debentures. Our Company shall obtain an 'in-principle' approval from the Stock Exchange by way of its letter as set out in the relevant Key Information Document for the relevant issuance of Debentures. The Designated Stock Exchange shall be as specified in the relevant Key Information Document for the relevant issuance of Debentures.

COUPON RATE, COUPON PAYMENT FREQUENCY, REDEMPTION DATE, REDEMPTION AMOUNT AND ELIGIBLE INVESTORS

The credit rating used/adopted and all the ratings obtained by the Issuer for the relevant Debenture or Commercial Paper along with details of the relevant rating agency in relation to issuance of the Debentures and Commercial Papers shall be specified in the relevant Key Information Document to be issued with respect to the relevant Series/Tranche of Debentures or Commercial Papers.

DEBENTURE TRUSTEE	REGISTRAR TO THE ISSUE
The Debenture Trustee shall be as set out in the relevant Key Information Document	The Registrar to the Issue shall be as set out in the relevant Key Information Document
Address: As set out in the relevant Key Information Document for the relevant issuance of Debentures **Tel:** As set out in the relevant Key Information Document for the relevant issuance of Debentures **Email**: As set out in the relevant Key Information Document for the relevant issuance of Debentures **Contact Person:** As set out in the relevant Key Information Document for the relevant issuance of Debentures **CIN:** As set out in the relevant Key Information Document for the relevant issuance of Debentures	**Address:** As set out in the relevant Key Information Document **Facsimile:** As set out in the relevant Key Information Document **Tel:** As set out in the relevant Key Information Document **Email**: As set out in the relevant Key Information Document **Website:** As set out in the relevant Key Information Document **Contact Person:** As set out in the relevant Key Information Document
CREDIT RATING AGENCY	**STATUTORY AUDITORS**
The Rating Agency shall be as set out in the relevant Key Information Document **Address:** As set out in the relevant Key Information Document **Tel:** As set out in the relevant Key Information Document **Email**: As set out in the relevant Key Information Document **Contact Person:** As set out in the relevant Key Information Document **CIN:** As set out in the relevant Key Information Document	**Price Waterhouse LLP** **Address:** 5th Floor, Tower D, The Millenia, 1&2 Murphy Road, Ulsoor, Bengaluru 560008, Karnataka, India **Tel:** : + 91 80 4079 5000 **Email**: abdul.majeed@pwc.com **Contact Person:** A.J. Shaikh **Firm Registration No.:** 301112E/E300264 **Peer review certificate no.:** 015949 *(A copy of the peer review certificate is attached as Annexure V of this General Information Document)*

ELECTRONIC BOOK PROVIDER PLATFORM

THE ISSUE SHALL BE OPEN FOR BIDDING AND SUBSCRIBED TO IN ACCORDANCE WITH THE GUIDELINES ISSUED BY SEBI AND THE STOCK EXCHANGE PERTAINING TO THE PROCEDURE OF ELECTRONIC BOOK MECHANISM SET OUT IN THE TERMS SPECIFIED BY THE OPERATIONAL CIRCULAR, AND THE RELATED OPERATIONAL GUIDELINES ISSUED BY THE CONCERNED ELECTRONIC BOOK PROVIDER, AS MAY BE AMENDED, CLARIFIED OR UPDATED FROM TIME TO TIME (COLLECTIVELY, "**ELECTRONIC BOOK MECHANISM GUIDELINES**").

Mode of Allotment	As set out in the relevant Key Information Document
Allotment Size	As set out in the relevant Key Information Document
Manner of Settlement:	As per the process prescribed in chapter VI of the SEBI Master Circular relating to electronic book provider platform
Minimum Bid Lot and Multiple of Single Bid:	Minimum Bid: As set out in the relevant Key Information Document Multiple of single bid: As set out in the relevant Key Information Document
Manner of Bidding	As set out in the relevant Key Information Document
Trading Lot Size	As set out in the relevant Key Information Document
Settlement Cycle (T+1/ T+2) where T refers to the date of bidding/ issue day	As set out in the relevant Key Information Document

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SECTION 1: DEFINITIONS AND ABBREVIATIONS

This General Information Document uses certain definitions and abbreviations which, unless the context otherwise indicates or implies, shall have the meaning ascribed to such definitions and abbreviations set forth. References to any legislation, act, regulation, rules, guidelines, clarifications or policies shall be to such legislation, act, regulation, rules, guidelines, clarifications or policies as amended, supplemented or re-enacted from time to time until the date of this General Information Document, and any reference to a statutory provision shall include any subordinate legislation notified from time to time pursuant to such provision.

The words and expressions used in this General Information Document but not defined herein shall have, to the extent applicable, the same meaning ascribed to such words and expressions under the SEBI NCS Regulations, the Companies Act, 2013, the SCRA, the Depositories Act, the RBI Act and the rules and regulations notified thereunder.

General Terms

Term	Description
Company / Issuer	Navi Finserv Limited, a public limited company incorporated under the provisions of the Companies Act, 2013, having its Registered Office at Second Floor, Vaishnavi Tech Square, Iballur Village, Begur Hobli, Bengaluru 560 102, Karnataka, India
We / us / our	Unless the context otherwise indicates or implies, refers to our Company

Company related terms:

Term	Description
Articles / Articles of Association / AoA	Articles of association of our Company, as amended
Board / Board of Directors	Board of directors of our Company and includes any committee constituted thereof
Borrowings	Includes debt securities and borrowings other than debt securities and subordinated liabilities
CEO	Chief Executive Officer
CFO	Chief Financial Officer
Committee	A committee constituted by the Board, from time to time
Compliance Officer for the Issue	The company secretary of our Company
Debenture Committee	Debenture committee of Board of Directors of our Company, constituted in accordance with applicable laws
Director(s)	Director(s) of our Company
Equity Shares	Equity shares of face value ₹ 10 each of our Company
Executive Chairman	The executive chairman of our Board of Directors
Financial Statements	Standalone Financial Information and Consolidated Financial Information
Group Companies	Navi General Insurance Limited and Navi AMC Limited
Independent Directors(s)	Independent director(s) of our Company
Key Managerial Personnel(s) / KMP(s)	Key managerial personnel(s) of our Company and appointed in accordance with provisions of the Companies Act, 2013

Term	Description
Memorandum/ Memorandum of Association/ MoA	Memorandum of association of our Company
NTL/ Promoter	Navi Technologies Limited
Non-Executive Director(s)	Non-executive director(s) of our Company
Promoter Group	Includes such persons and entities constituting the promoter group of our Company pursuant to Regulation 2 (1) (pp) of the SEBI ICDR Regulations, 2018, as amended
Registered and Corporate Office	Registered and Corporate office of our Company located at Second Floor, Vaishnavi Tech Square, Iballur Village, Begur Hobli, Bengaluru 560 102, Karnataka, India.
Registrar of Companies / RoC	Registrar of Companies, Karnataka at Bangalore
Shareholders	Equity Shareholders of our Company from time to time
Statutory Auditors/ Auditor	Price Waterhouse LLP
Subsidiary	Not applicable

Issue related terms

Term	Description
Allot/ Allotment / Allotted	Unless the context otherwise requires, the issue and allotment of the Debt Securities pursuant to this Issue to the Allottees.
Allottee(s)	The successful Applicant to whom the Debt Securities are Allotted, either in full or in part in terms of this Issue.
Applicant / Investor	The person who applies for issuance and Allotment of NCDs through the Application Form.
Application Amount	The aggregate value of the NCDs applied for, as indicated in the Application Form for the Issue
Application Form	The form in terms of which the Applicant shall make an offer to subscribe to the NCDs.
Base Issue Size/ Base Issue	As set out in the relevant Key Information Document for the relevant issuance of Debentures
Basis of Allotment	The basis on which the Debentures will be allotted to applicants
Coupon/ Interest Rate	The aggregate rate of interest payable in connection with the Debt Securities as set out in the relevant Key Information Document
Credit Rating Agencies	As set out in the relevant Key Information Document
Commercial Papers/ CPs	Commercial Papers to be issued by the Issuer as set out in the relevant Key Information Document such issuance.
Debenture Holder(s) / NCD Holder(s)	The holders of the Secured Debt Securities whose name appears in the database of the relevant Depository and/or the register of NCD Holders (if any) maintained by our Company if required under applicable law.
Debt Securities	Commercial Papers and / or NCDs
Debenture Trust Deed	means in respect of any Debentures issued pursuant to this General Information Document and the relevant Key Information Document for the relevant issuance of Debentures, the

Term	Description
	debenture trust deed executed / to be executed by and between the Debenture Trustee and the Company *inter alia* setting out the terms upon which the Debentures are being issued and shall include representations, warranties and covenants to be provided by the Issuer.
Debenture Trustee Agreement	means, in respect of any series of Debentures issued pursuant to this General Information Document and the relevant Key Information Document for the relevant issuance of Debentures, the debenture trustee agreement executed / to be executed by and between the Debenture Trustee and the Company for the purposes of appointment of the Debenture Trustee to act as debenture trustee in connection with the issuance of the Debentures.
Debenture Trustee / Trustee	Means the Debenture Trustee as set out in the relevant Key Information Document for the relevant issuance of Debentures. The consents obtained from the relevant debenture trustee(s) for appointment along with the copy of consent letter from the debenture trustee would be attached in the relevant Key Information Document for the relevant issuance of Debentures.
Deemed Date of Allotment	The date on which the Board of Directors or the Debenture Committee authorised by the Board approves the Allotment of the Debt Securities for the Issue or such date as may be determined by the Board of Directors/ or the Debenture Committee authorised by the Board thereof and notified to the Designated Stock Exchange. The actual Allotment of Debt Securities may take place on a date other than the Deemed Date of Allotment. All benefits relating to the Debt Securities including interest on Debt Securities shall be available to the Debenture Holders from the Deemed Date of Allotment.
Depository(ies)	National Securities Depository Limited and /or Central Depository Services (India) Limited
Designated Stock Exchange	Means the designated stock exchange as set out in the relevant Key Information Document
DP / Depository Participant	A depository participant as defined under the Depositories Act
Final Settlement Date	The date on which all secured obligations (including all present and future obligations (whether actual or contingent and whether owed jointly or severally or in any capacity whatsoever) of the Company to the holders of the debentures or the debenture trustee under the Transaction Documents in respect of the debentures, including without limitation, the making of payment of any coupon, interest, redemption of principal amounts, the default interest, additional interest, liquidated damages, indemnity payments and all costs, charges, expenses and other amounts payable by the company in respect of the debentures) have been irrevocably and unconditionally paid and discharged in full to the satisfaction of the holders of the debentures, being the date as set out in the relevant Key Information Document for the relevant issuance of Debentures.
Issue	Private placement by our Company of secured, rated, listed, redeemable, non-convertible debentures of face value and aggregate amount as set out in the relevant Key Information Document for the relevant issuance of Debentures ("**Base Issue Size**") with an option to retain oversubscription ("Green Shoe Option") and aggregate amount as set out in the relevant Key Information Document for the relevant issuance of Debentures ("**Issue Size**" or "**Issue Limit**") and issuance of listed Commercial Papers as set out in the relevant Key Information Document for the relevant issuance of Commercial Papers pursuant to this General Information Document and the relevant Key Information Document. The Issue is being made pursuant to the provisions of SEBI NCS Regulations, RBI CP Directions, the Companies Act, 2013 and rules made thereunder as amended to the extent notified and the SEBI Master Circular.
Issue Closing Date	As set out in the relevant Key Information Document
Issue Document	As set out in the relevant Key Information Document
Issue Opening Date	As set out in the relevant Key Information Document
Issue Period	The period between the Issue Opening Date and the Issue Closing Date inclusive of both days, during which prospective Applicants can submit their Application Forms.

Term	Description
Key Information Document	means a separate Key Information Document for each issuance of Debentures pursuant to this General Information Document
Listing Agreement	The uniform listing agreement entered into between our Company and the Stock Exchanges in connection with the listing of debt securities of our Company.
OCB or Overseas Corporate Body	A company, partnership, society or other corporate body owned directly or indirectly to the extent of at least 60% (sixty percent) by NRIs including overseas trusts, in which not less than 60% (sixty percent) of beneficial interest is irrevocably held by NRIs directly or indirectly and which was in existence on October 3, 2003, and immediately before such date had taken benefits under the general permission granted to OCBs under the FEMA. OCBs are not permitted to invest in the Issue.
NCDs / Debentures	secured, rated, listed, redeemable, non-convertible debentures of the face value as set out in the relevant Key Information Document for the relevant issuance of Debentures.
NCD Holders/ Debenture Holder	Any debenture holder who holds the NCDs issued pursuant to this Issue and whose name appears on the beneficial owners list provided by the Depositories.
Option(s)/ Series	An option of NCDs which are identical in all respects including, but not limited to terms and conditions, listing and ISIN and as further stated to be an individual option in this General Information Document. Collectively, the options of NCDs being offered to the Applicants as stated in this General information Document.
Record Date	Means the date as set out in the relevant Key Information Document for the relevant issuance of Debentures or Commercial Papers. In case of redemption of NCDs, the trading in the NCDs shall remain suspended between the Record Date and the date of redemption. In case the Record Date falls on a day when the Stock Exchanges are having a trading holiday, the immediate subsequent trading day or a date notified by our Company to the Stock Exchanges, will be deemed as the Record Date.
Recovery Expense Fund	Our Company has created a recovery expense fund in the manner as specified by SEBI in circular no. SEBI/HO/DDHS-PoD3/P/CIR/2024/46 titled "Master Circular for Debenture Trustees" dated March 16,2024, as amended from time to time and Regulation 11 of the SEBI NCS Regulations with the Designated Stock Exchange and informed the Debenture Trustee regarding the creation of such fund. The recovery expense fund may be utilised by Debenture Trustee, in the event of default by our Company under the terms of the Debenture Trust Deed, for taking appropriate legal action to enforce the security.
Redemption Amount	The principal amount of the Debt Securities along with interest accrued on them, if any, as on the Redemption Date as specified in the relevant Key Information Document for the relevant issuance of Debentures or Commercial Papers.
Redemption Date	The date on which our Company is liable to redeem the Debt Securities in full as specified in this General Information Document.
Register of NCD holder	A register of debenture holders maintained by our Company in accordance with the provisions of the Companies Act, 2013.
Registrar Agreement	Means the agreement entered into between our Company and the Registrar to the Issue, in relation to the responsibilities and obligations of the Registrar to the Issue pertaining to the issuance of Debentures
Registrar to the Issue	As set out in the relevant Key Information Document
Secured borrowings	Debt securities and Borrowings (other than debt securities) secured by way of specific/pari-passu charge on loan assets. This also includes liabilities against securitised assets.
Security	As set out in the relevant Key Information Document
Stock Exchanges	As set out in the relevant Key Information Document

Term	Description
Tenor	Tenor shall mean the tenor of the Debt Securities as specified in relevant Key Information Document for the relevant issuance of Debentures.
Transaction Documents/ Issue Documents	As set out in the relevant Key Information Document
Tripartite Agreements	Means the tripartite agreement entered into between our Company, Registrar to the Issue and NSDL and and the tripartite Agreement entered into between our Company, Registrar to the Issue and CDSL, as set out in the relevant Key Information Document for the relevant issuance of Debentures
Wilful Defaulter	Includes wilful defaulters as defined under Regulation 2(1)(lll) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 which includes a Person or a company categorized as a wilful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the RBI and includes a company whose director or promoter is categorized as a wilful defaulter.
Working Day	Working day means the day in which banks are open for business at the place as set out in the relevant Key Information Document for the relevant issuance of Debentures. In respect of announcement or bid/issue period, working day shall mean all days, excluding Saturdays, Sundays and public holidays, on which commercial banks are open for business. Further, in respect of the time period between the bid/ issue closing date and the listing of the Debt Securities on the Stock Exchanges, working day shall mean all trading days of the Stock Exchanges for Debt Securities, excluding Saturdays, Sundays and bank holidays, as specified by SEBI.

Technical/Industry Related Terms/Abbreviations

Term	Description
ALM	Asset liability management
AML	Anti-money laundering
AUM	Assets under management
CIBIL	TransUnion CIBIL Limited
DPD	Days past due
EMI	Equated monthly instalment
Gross NPA (%) of AUM	Represents the closing balance of the gross carrying amount - Stage 3 – Loans to gross AUM for the relevant business as of the last day of the relevant period.
HFC	Housing finance company
KYC	Know Your Customer
Master Directions	Master Direction – Reserve Bank of India (Non-Banking Financial Company– Scale Based Regulation) Directions, 2023
NBFC	Non-banking financial company registered with the RBI
Net NPA (%) of AUM	Represents the closing balance of the net NPA (gross carrying amount - stage 3 – Loans less impairment loss allowance – stage 3 loans) to net AUM for the relevant business as of the last day of the relevant period.
NPA	Non-performing asset/ Stage 3 loans

Term	Description
PAR	Portfolio at risk
Personal Loan Interested User Base	Users installing the Navi App through personal loan ad campaigns, or clicking on personal loans after opening the Navi App.
RBI	Reserve Bank of India
Secured borrowings	Debt securities and Borrowings (other than debt securities) secured by way of specific/pari-passu charge on loan assets. This also includes liabilities against securitised assets.
SFB	Small finance bank
STT	Securities transaction tax
TAT	Turnaround time
TER	Total expense ratio
TPA	Third-party administrator
Unsecured borrowings	Borrowings other than secured borrowings (as defined above)

Conventional and general terms

Term	Description
₹/ Rs. / INR/ Rupees	The lawful currency of the Republic of India
AGM	Annual general meeting
AS	Accounting standard
AY	Assessment year
BSE	BSE Limited
CARE	CARE Ratings Limited
CDSL	Central Depository Services (India) Limited
Companies Act	The Companies Act, 1956, or the Companies Act, 2013, as applicable
Companies Act, 2013	Companies Act, 2013, and rules made thereunder
COVID-19	Pandemic caused due to the worldwide spread of the novel coronavirus disease
COO	Chief Operating Officer
Depositories Act	The Depositories Act, 1996
DRR	Debenture redemption reserve
EGM	Extraordinary general meeting
EPS	Earnings per share
FEMA	Foreign Exchange Management Act, 1999
Fiscal / Financial Year / FY	Financial year ending March 31
GDP	Gross domestic product

Term	Description
GoI	Government of India
HUF	Hindu undivided family
IBC	Insolvency and Bankruptcy Code, 2016
IFRS	International financial reporting standards
IFSC	Indian financial system code
Ind AS	Indian Accounting Standards
Indian GAAP	Generally accepted accounting principles in India
ISIN	International securities identification number
IST	Indian standard time
IT Act	Income Tax Act, 1961
ITAT	Income Tax Appellate Tribunal
MCA	Ministry of Corporate Affairs, Government of India
MICR	Magnetic ink character recognition
NACH	National automated clearing house
NEFT	National electronic funds transfer
NSDL	National Securities Depository Limited
NSE	National Stock Exchange of India Limited
PAN	Permanent account number
RBI	Reserve Bank of India
RBI Act	Reserve Bank of India Act, 1934
Reserve Bank HFC Directions	Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021, as amended
RBI CP Directions	Master Direction – Reserve Bank of India (Commercial Paper and Non-Convertible Debentures of original or initial maturity upto one year) Directions, 2024 bearing reference number FMRD.DIRD.09/14.02.001/ 2023-24 and dated January 03, 2024, as amended from time to time
RTAs	Registrar and share transfer agents
RTGS	Real time gross settlement
SARFAESI Act	Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act 2002
SCRA	Securities Contracts (Regulation) Act, 1956
SCRR	Securities Contracts (Regulation) Rules, 1957
SEBI	Securities and Exchange Board of India established under Section 3 of the Securities and Exchange Board of India Act, 1992
SEBI Act	Securities and Exchange Board of India Act, 1992

Term	Description
SEBI Debenture Trustee Regulations	Securities and Exchange Board of India (Debenture Trustee) Regulations, 1993
SEBI LODR Regulations/ SEBI Listing Regulations	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time
SEBI NCS Regulations/ Debt Regulations	Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended from time to time
SEBI Master Circular	Circular no. SEBI/HO/DDHS/PoD1/P/CIR/2024/54 dated May 22, 2024 (and as updated on April 13, 2022), issued by SEBI, and as may be amended from time to time
SEBI DT Master Circular	Circular no. SEBI/HO/DDHS-PoD3/P/CIR/2024/46 dated May 16, 2024, issued by SEBI, , as amended from time to time
TDS	Tax deducted at source

SECTION 2: NOTICE TO INVESTORS AND DISCLAIMERS

1. ISSUER'S DISCLAIMER

THE ISSUER ACCEPTS NO RESPONSIBILITY FOR STATEMENTS MADE OTHERWISE THAN IN THIS GENERAL INFORMATION DOCUMENT OR ANY KEY INFORMATION DOCUMENT OR IN ANY ADVERTISEMENT OR ANY OTHER MATERIAL ISSUED BY OR AT THE INSTANCE OF OUR COMPANY AND THAT ANYONE PLACING RELIANCE ON ANY OTHER SOURCE OF INFORMATION WOULD BE DOING SO AT THEIR OWN RISK.

2. DISCLAIMER CLAUSE OF CREDIT RATING AGENCIES

RATINGS ARE OPINIONS ON CREDIT QUALITY AND ARE NOT RECOMMENDATIONS TO SANCTION, RENEW, DISBURSE OR RECALL THE CONCERNED BANK FACILITIES OR TO BUY, SELL OR HOLD ANY SECURITY. THE RATING AGENCY HAS BASED ITS RATINGS ON INFORMATION OBTAINED FROM SOURCES BELIEVED BY IT TO BE ACCURATE AND RELIABLE. THE RATING AGENCY DOES NOT, HOWEVER, GUARANTEE THE ACCURACY, ADEQUACY OR COMPLETENESS OF ANY INFORMATION AND IS NOT RESPONSIBLE FOR ANY ERRORS OR OMISSIONS OR FOR THE RESULTS OBTAINED FROM THE USE OF SUCH INFORMATION. MOST ENTITIES WHOSE BANK FACILITIES/INSTRUMENTS ARE RATED BY THE RATING AGENCY HAVE PAID A CREDIT RATING FEE, BASED ON THE AMOUNT AND TYPE OF BANK FACILITIES/INSTRUMENTS.

3. DISCLAIMER CLAUSE OF SEBI

IT IS TO BE DISTINCTLY UNDERSTOOD THAT FILING OF THE GENERAL INFORMATION DOCUMENT TO THE SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI) SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED THAT THE SAME HAS BEEN CLEARED OR APPROVED BY SEBI. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME FOR WHICH THE ISSUE IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THE GENERAL INFORMATION DOCUMENT. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING INVESTMENT IN THE PROPOSED ISSUE.

4. DISCLAIMER CLAUSE OF STOCK EXCHANGES

AS REQUIRED, A COPY OF THIS GENERAL INFORMATION DOCUMENT HAS BEEN FILED WITH THE RELEVANT STOCK EXCHANGE IN ACCORDANCE WITH THE SEBI LISTING REGULATIONS. IT IS TO BE DISTINCTLY UNDERSTOOD THAT SUBMISSION OF THIS GENERAL INFORMATION DOCUMENT TO THE BSE SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED TO MEAN THAT THIS GENERAL INFORMATION DOCUMENT HAS BEEN REVIEWED, CLEARED, OR APPROVED BY THE BSE; NOR DOES THE BSE IN ANY MANNER WARRANT, CERTIFY OR ENDORSE THE CORRECTNESS OR COMPLETENESS OF ANY OF THE CONTENTS OF THIS GENERAL INFORMATION DOCUMENT, NOR DOES THE STOCK EXCHANGE WARRANT THAT THE ISSUER'S DEBENTURES WILL BE LISTED OR WILL CONTINUE TO BE LISTED ON THE STOCK EXCHANGE; NOR DOES THE STOCK EXCHANGE TAKE ANY RESPONSIBILITY FOR THE SOUNDNESS OF THE FINANCIAL AND OTHER CONDITIONS OF THE ISSUER, ITS PROMOTERS, MANAGEMENT OR ANY SCHEME OF THE ISSUER.

5. DISCLAIMER CLAUSE OF RBI

THE COMPANY HAS A VALID CERTIFICATE OF REGISTRATION DATED MAY 18, 2022 ISSUED BY THE RESERVE BANK OF INDIA UNDER SECTION 45I-A OF THE RBI ACT,

1934. A COPY OF THE GENERAL INFORMATION DOCUMENT HAS NOT BEEN FILED WITH OR SUBMITTED TO THE RESERVE BANK OF INDIA ("RBI"). IT IS DISTINCTLY UNDERSTOOD THAT THIS GENERAL INFORMATION DOCUMENT (AND THE RELEVANT KEY INFORMATION DOCUMENT) SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED TO BE APPROVED OR VETTED BY RBI. RBI DOES NOT ACCEPT ANY RESPONSIBILITY OR GUARANTEE ABOUT THE PRESENT POSITION AS TO THE FINANCIAL SOUNDNESS OF THE ISSUER OR FOR THE CORRECTNESS OF ANY OF THE STATEMENTS OR REPRESENTATIONS MADE OR OPINIONS EXPRESSED BY THE ISSUER AND FOR DISCHARGE OF LIABILITY BY THE ISSUER. RBI NEITHER ACCEPTS ANY RESPONSIBILITY NOR GUARANTEE FOR THE PAYMENT OF ANY AMOUNT DUE TO ANY INVESTOR IN RESPECT OF THE PROPOSED DEBT SECURITIES.

6. DISCLAIMER IN RESPECT OF JURISDICTION

THE ISSUE IS BEING MADE IN INDIA, TO INVESTORS FROM CATEGORY I, CATEGORY II, CATEGORY III AND CATEGORY IV. THIS GENERAL INFORMATION DOCUMENT (INCLUDING THE RELEVANT KEY INFORMATION DOCUMENT) WILL NOT, HOWEVER CONSTITUTE AN OFFER TO SELL OR AN INVITATION TO SUBSCRIBE FOR THE NCDS OFFERED HEREBY IN ANY JURISDICTION OTHER THAN INDIA TO ANY PERSON TO WHOM IT IS UNLAWFUL TO MAKE AN OFFER OR INVITATION IN SUCH JURISDICTION. ANY PERSON INTO WHOSE POSSESSION THIS GENERAL INFORMATION DOCUMENT (AND THE RELEVANT KEY INFORMATION DOCUMENT) COMES IS REQUIRED TO INFORM HIMSELF OR HERSELF ABOUT, AND TO OBSERVE, ANY SUCH RESTRICTIONS.

Investors are advised to read the risk factors carefully before taking an investment decision, investors must rely on their own examination of the Issuer and the offer including the risks involved. The securities have not been recommended or approved by any regulatory authority in India, including Securities and Exchange Board of India (SEBI) nor does SEBI guarantee the accuracy or adequacy of this General Information Document and the relevant Key Information Document in relation to the relevant issuance of Debentures. Specific attention of investors is invited to the statement of 'Risk Factors' disclosed under the 'Section 3: Risk Factors' of this General Information Document.

7. DISCLAIMER CLAUSE OF THE DEBENTURE TRUSTEE

THE DEBENTURE TRUSTEE IPSO FACTO DOES NOT HAVE THE OBLIGATIONS OF A BORROWER OR A PRINCIPAL DEBTOR OR A GUARANTOR AS TO THE MONIES PAID/INVESTED BY INVESTORS FOR THE NCDS. EACH PROSPECTIVE INVESTOR SHOULD MAKE ITS OWN INDEPENDENT ASSESSMENT OF THE MERIT OF THE INVESTMENT IN THE NCDS AND THE ISSUER. PROSPECTIVE INVESTORS ARE REQUIRED TO MAKE THEIR OWN INDEPENDENT EVALUATION AND JUDGMENT BEFORE MAKING THE INVESTMENT AND ARE BELIEVED TO BE EXPERIENCED IN INVESTING IN DEBT MARKETS AND ARE ABLE TO BEAR THE ECONOMIC RISK OF INVESTING IN SUCH INSTRUMENTS.

8. Undertaking by the Issuer

The Issuer, having made all reasonable inquires, accepts responsibility for, and confirms that this General Information Document and the relevant Key Information Document contains all information with regard to the Issuer and the Issue, that the information contained in the General Information Document (including the relevant Key Information Document) is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which make this General Information Document (including the relevant Key Information Document) as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

The Issuer has no side letter with any debt securities holder except the one(s) disclosed in the General Information Document and the relevant Key Information Document for the relevant issuance of Debentures. Any covenants later added shall be disclosed on the stock exchange website where the debt is listed.

9. Eligible Investors

For NCDs:

The Issue of NCDs is a domestic issue and is being made in India only. This General Information Document and the relevant Key Information Document and the contents hereof are restricted for only the intended recipient(s) who have been addressed directly through a communication by the Company and only such recipients are eligible to apply for the NCDs. Subject to applicable law, the categories of investors eligible to subscribe to the NCDs in this Issue, when addressed directly, are:

1. Scheduled Commercial Banks;
2. Financial Institutions;
3. Qualified Institutional Buyer;
4. Primary/ State/ District/ Central Co-operative Banks (subject to permission from RBI);
5. Regional Rural Banks;
6. Mutual Funds;
7. Companies, Bodies Corporate authorised to invest in NCDs;
8. Provident Funds, Gratuity, Superannuation, subject to their investment guidelines;
9. Insurance companies, NBFCs and Alternative Investment Funds, subject to their investment guidelines;
10. High Net Worth Individuals;
11. Foreign Portfolio Investors; and
12. any other investor category eligible to invest subject to current applicable laws, rules, act etc.

By signing the Application Form and making an application to subscribe to the NCDs to be issued by the Issuer, all Debenture Holders under any particular ISIN and any Debenture Holders who acquire the NCDs in the secondary market shall be deemed to have irrevocably given their consent to the Issuer to add such additional securities (for such additional amounts as may be issued by the Issuer from time to time) to the existing ISIN from time to time, subject to applicable laws. Please note that the abovementioned list of eligible investors above is an indicative list and may change according to the type of NCDs being issued by the Company in terms of the relevant Key Information Document from time to time. In case, in view of the applicable law, the list of eligible investors requires modification with respect to any NCDs proposed to be issued by the Company, the same would be modified and indicated in the Key Information Document to be issued for such NCDs.

Note: Participation by potential investors in the Issue may be subject to statutory and/or regulatory requirements applicable to them in connection with subscription to Indian securities by such categories of persons or entities. Applicants are advised to ensure that they comply with all regulatory requirements applicable to them, including exchange controls and other requirements. Applicants ought to seek independent legal and regulatory advice in relation to the laws applicable to them. Please also refer to the Section on **'Who Can Apply'** below for details in relation to the NCDs.

For Commercial Papers:

All resident Indians are eligible to invest in this issue of Commercial Papers. All NRIs which are permitted under the Foreign Exchange Management Act, 1999 and the relevant rules/ regulations/ circulars issued thereunder to invest in Commercial Papers are, subject to compliance with FEMA Act/ rules/ regulations/ circulars, are eligible to invest in this issue of Commercial Papers. However, no person can invest in the Commercial Papers issued by related parties either in the primary or secondary market. Further, investment by any regulated financial sector entities will be subject to such conditions as the concerned regulator may impose.

By signing the Application Form and making an application to subscribe to the Commercial Papers to be issued by the Issuer, all holders of the Commercial Papers under any particular ISIN and any holders who acquire the Commercial Papers in the secondary market shall be deemed to have irrevocably given their consent to the Issuer to add such additional securities (for such additional amounts as may be issued by the Issuer from time to time) to the existing ISIN from time to time, subject to applicable laws. Please note that pursuant to the provisions of the SEBI Regulations, as on the date of this General Information Document, it is not mandatory to follow the Electronic Book Mechanism Guidelines for issuance of Commercial Papers and accordingly, the Issuer may choose to not undertake issuance of the Commercial Papers on the Electronic Book Provider Platform.

IT IS HEREBY CLARIFIED THAT ALL TERMS SET OUT UNDER THIS GENERAL INFORMATION DOCUMENT WHICH ARE SPECIFIC TO AND / OR APPLICABLE TO NON-CONVERTIBLE SECURITIES WILL NOT BE APPLICABLE TO THE COMMERCIAL PAPERS, UNLESS SPECIFIED OTHERWISE HEREIN OR WHICH MAY BE APPLICABLE PURSUANT TO APPLICABLE LAW. ALL TERMS IN RELATION TO COMMERCIAL PAPERS PROPOSED TO BE ISSUED UNDER THIS GENERAL INFORMATION DOCUMENT SHALL BE CAPTURED UNDER THE RELEVANT KEY INFORMATION DOCUMENT TO BE ISSUED BY THE COMPANY FOR EACH ISSUANCE OF THE COMMERCIAL PAPERS, RESPECTIVELY

10. Forward looking statements

Certain statements in this General Information Document that are not statements of historical fact constitute "forward-looking statements". Investors can generally identify forward-looking statements by terminology such as *"aim", "anticipate", "believe", "continue", "could", "estimate", "expect", "intend", "may", "objective", "plan", "potential", "pursue", "shall", "seek", "should", "will", "would",* or other words or phrases of similar import. Similarly, statements that describe strategies, objectives, plans or goals are also forward-looking statements.

All statements regarding expected financial conditions, results of operations, business plans and prospects are forward-looking statements. These forward-looking statements include statements as to business strategy, revenue and profitability, new business and other matters discussed in this General Information Document that are not historical facts. All forward-looking statements are subject to risks, uncertainties and assumptions about us that could cause actual results to differ materially from those contemplated by the relevant forward-looking statement. Important factors that could cause actual results, including financial conditions and results of operations to differ from expectations include, but are not limited to, the following:

a. Reliance of lending business operations intensively on substantial capital;

b. Volatility in interest rates in both our Company's lending and treasury operations;

c. Inability to sustain our Company's growth or manage it effectively;

d. Any defaults by the customers of our Company or our Subsidiary in their repayment obligations;

e. The inability of our Company to meet their obligations, including financial and other covenants under our financing arrangements;

f. Regulatory changes pertaining to the NBFC industry; and

g. Inability to maintain our capital adequacy ratio could adversely affect our business.

For further discussion of factors that could cause our actual results to differ, see "*Risk Factors*".

All forward-looking statements are subject to risks, uncertainties and assumptions about our Company that could cause actual results and valuations to differ materially from those contemplated by the relevant statement.

The forward-looking statements contained in this General Information Document are based on the beliefs of our management, as well as the assumptions made by and information currently available to our management. Although our Company believes that the expectations reflected in such forward-looking statements are reasonable at this time, it cannot assure investors that such expectations will prove to be correct or will hold good at all times. Given these uncertainties, investors are cautioned not to place undue reliance on such forward-looking statements. If any of these risks and uncertainties materialise, or if any of our Company's underlying assumptions prove to be incorrect, our actual results of operations or financial condition could differ materially from that described herein as anticipated, believed, estimated or expected. All subsequent forward-looking statements attributable to us are expressly qualified in their entirety by reference to these cautionary statements.

By their nature, certain market risk disclosures are only estimate(s) and could be materially different from what actually occurs in the future. As a result, actual future gains or losses could materially differ from those that have been estimated. Neither our Company, our Directors and officers, nor any of our respective affiliates have any obligation to update or otherwise revise any statements reflecting circumstances arising after the date hereof or to reflect the occurrence of underlying events, even if the underlying assumptions do not come to fruition. In accordance with SEBI NCS Regulations, as amended, our Company will ensure that investors are informed of material developments between the date of filing this General Information Document with the RoC and the date of receipt of listing and trading permission being obtained from the Stock Exchanges for the NCDs.

SECTION 3: RISK FACTORS

Investment in the Debentures and, or Commercial Papers involves a certain degree of risk. You should carefully consider all the information contained in this General Information Document and the relevant Key Information Document, including the risks and uncertainties described below, before making an investment in the Debentures and, or Commercial Papers. The risk factors set forth below do not purport to be complete or comprehensive in terms of all the risk factors that may arise in connection with the business of the Issuer or any decision to purchase, own and / or dispose of the Debentures and, or Commercial Papers. All of these factors are contingencies which may or may not occur and the Issuer is not in a position to express a view on the likelihood of their occurrence. The risk factors set forth below are determined on the basis of their materiality. In determining the materiality of risk factors, the Issuer has considered risks which may not be material individually but may be material when considered collectively, which may have a qualitative impact though not quantitative, which may not be material at present but may have a material impact in the future.

If any one of the following stated risks actually occurs, the Company's business, financial condition, cash flows and results of operations may suffer and therefore the value of the Debentures and, or Commercial Papers may decline and / or the Company's ability to meet its obligations in relation to the Debentures and, or Commercial Papers may be affected. Additional risks, which are currently unknown, if materialised, may in the future have a material adverse effect on the Issuer's business, financial condition, cash flows and results of operations. As a result of these risk factors, as well as other risks inherent in any investment, you may lose all or part of your investment.

Unless specified or quantified in the relevant risk factors below, the Issuer is not in a position to quantify the financial or other implication of any of the risks described in this section. The prospective investors must rely upon their own examination of the Company and this Issue, including the risks and uncertainties involved, in making a decision to invest in the Debentures and, or Commercial Papers.

This General Information Document also contains forward looking statements that involve risks and uncertainties, including statements concerning our plans, objectives, goals, strategies, future events, future revenues or financial performance, capital expenditures, financing needs, plans or intentions relating to acquisitions, our competitive strengths and weaknesses, our business strategy and the trends we anticipate in the industry and the political and legal environment, and geographical locations, in which we operate, and other information that is not historical information. Words such as "aims", "anticipate", "believe", "could", "continue", "estimate", "expect", "future", "goal", "intend", "is likely to", "may", "plan", "predict", "project", "seek", "should", "targets", "will", "would" and similar expressions, or variations of such expressions, are intended to identify forward-looking statements but are not the exclusive means of identifying such statements. The results of the Issuer could differ materially from those anticipated in these forward-looking statements as a result of certain factors / events described below and elsewhere in this General Information Document or otherwise.

The following are the risks envisaged by the management of the Company relating to the Company, the Debentures and, or Commercial Papers and the market in general. Potential investors should carefully consider the risks and uncertainties described below for evaluating the Company and its business and the Debentures, in addition to the other information contained in this General Information Document and the relevant Key Information Document before making any investment decision relating to the Issue. The Company believes that the factors described below represent the principal risks inherent in investing in the Debentures and, or Commercial Papers but does not represent that the statements below regarding the risks of holding the Debentures and, or Commercial Papers are exhaustive. These risks and uncertainties described in this section are not the only issues that the Company faces. Additional risks and uncertainties not presently known to the Company or that the Company currently believes to be immaterial may also have a material adverse effect on its financial condition or business or results of operations.

I. RISKS RELATED TO THE BUSINESS OF THE ISSUER

1. The lending business of our Company relies intensively on substantial capital and any disruption in our sources of capital could adversely affect our liquidity and financial condition.

The liquidity and profitability of the lending business of our Company depends, in large part, on our timely access to, and the costs associated with financing. Our financing requirements historically have been met from various sources, including loans from non-banking financial companies, bank loans and working capital facilities, non-convertible debentures, commercial paper and equity. As such, our lending business depends and will continue to depend on our ability to access a variety of sources of capital. For the nine months ended December 31, 2023 and the Financial Years 2023, 2022 and 2021, the capital adequacy ratio of our Company was 27.09%, 28.37%, 30.73% and 38.04%, respectively. We may require additional capital for our business operations. The actual amount and timing of our future capital requirements may differ from estimates as a result of, among other things, changes in business plans due to prevailing economic conditions, unanticipated expenses and regulatory changes, including any changes to RBI's monetary policies which are applicable to us or unforeseen delays in developing our products. To the extent our capital requirements exceed our available resources, we will be required to seek additional debt or equity capital. Additional debt financing could increase our interest costs and require us to comply with additional restrictive covenants in our financing agreements.

Our ability to obtain financing on favourable terms, if at all, will depend on a number of factors, including our profitability and cash flows, asset quality, market interest rates, vintage of our business and the prevailing macroeconomic and other conditions. For instance, our Promoter, NTL, proposes to infuse funds into our Company out of the proceeds of a proposed initial public offer, which is contingent on various factors including receipt of requisite regulatory approvals and market conditions. In addition, the cost and availability of debt capital depends in part on our short-term and long-term credit ratings. Our Company's long-term debt is rated IND A (Stable) and CRISIL A (Stable) by India Ratings and CRISIL respectively, and commercial papers are rated Ind A1 by India Ratings AND CARE A1 by CARE. There is no guarantee that we will be able to maintain such ratings in the future. We have not experienced downgrades in our credit ratings in the past. Any downgrade in our credit ratings could increase borrowing costs and adversely affect our access to capital and debt markets, as well as increase the probability that our lenders may impose additional terms and conditions to any financing or refinancing arrangements we enter into in the future. Any downgrade in our credit ratings may also trigger an event of default or acceleration of certain of our current or future borrowings.

Further, any additional financing that we require on an ongoing basis for our capital requirements may place restrictions on us, which may, inter alia, limit our ability to pursue our growth plans or require us to dedicate a substantial portion of our cash flow from operations to service our debt obligations, or limit our flexibility in planning for, or reacting to changes in our business and our industry, either through the imposition of restrictive financial or operational covenants or otherwise.

We cannot assure you that we will be able to raise financing on acceptable terms in a timely manner or at all. Our failure to raise financing could adversely impact our business, financial condition and results of operations.

2. We are affected by volatility in interest rates in both our lending and treasury operations, which could cause our net interest income to vary and consequently affect our profitability.

Our results of operations from our lending businesses depend substantially on the level of our net interest income, which is the difference between our interest income and other fees, and interest expense and other borrowing costs. Further, the rate of interest that we charge on our loans impacts the market demand of the loans.

Our interest income is affected by any volatility in interest rates in our lending businesses. Interest rates are highly sensitive to many factors beyond our control, including the monetary policies of the Reserve Bank of India ("**RBI**"), deregulation of the financial sector in India, domestic and international economic and political conditions and other factors. For example, the RBI announced a sixth repo rate hike to 6.50% (an increase of 25 basis points) with immediate effect on February 8, 2024. Moreover, if

we have to pass on any increase in the interest rates we pay on our borrowings to our customers, we may find it difficult to compete with our competitors, who may have access to low-cost funds or lower cost deposits.

Further, to the extent our borrowings are linked to market interest rates, we may have to pay interest at a higher rate than lenders that borrow only at fixed interest rates. In a declining interest rate environment, if our cost of funds does not decline simultaneously or to the same extent as the yield on our interest-earning assets, it could lead to a reduction in our net interest income and net interest margin.

Fluctuations in interest rates may also adversely affect our treasury operations. In a rising interest rate environment, especially if the rise is sudden or sharp, we could be adversely affected by the decline in the market value of our securities portfolio and other fixed income securities. To protect against interest rate volatility, we have recently obtained approval from the Board of Directors of our Company to enter into overnight interest rate swaps. Our inability to effectively and efficiently manage interest rate variations and our failure to pass on increased interest rates on our borrowings to our customers, may cause our net interest income to decline, which would decrease our return on assets and could adversely affect our business, financial condition, results of operations and cash flows.

3. We have experienced significant growth in recent periods, and we may not be able to sustain our growth or manage it effectively.

We have experienced significant growth in recent periods. Our Company's total revenue from operations has grown to ₹12,830.16 million in the Financial Year 2023 and ₹ 4,571.19 million in the Financial Year 2022 from ₹ 3,366.83 million in the Financial Year 2021, representing a CAGR of 95.21% from Financial Year 2021 to Financial Year 2023. As part of our growth strategy, we plan to build on the wallet shares of our existing customer base of digitally savvy customers by launching adjacent lending products. Sustained growth will require significant investments in technology and digital marketing by us and our Promoter, NTL, and will also put pressure on our ability to effectively manage and control historical and emerging risks. Such further expansion will increase the size of our business and the scope and complexity of our operations, and this could put a strain on our internal control framework and processes. We may not be able to effectively manage this growth or achieve the desired profitability in the expected timeframe or at all and may not be able to reflect improvement in other indicators of financial performance from the expansion.

If we increase our credit exposure too rapidly or fail to make proper assessments of credit risks associated with new customers, a higher percentage of our loans may become non-performing, which would have an adverse effect on the quality of our assets and our financial condition. In addition, if we enter into strategic alliances or undertake inorganic acquisitions as part of our growth strategy, we may not be able to manage integration of the acquired businesses effectively. Our inability to effectively manage any of these issues may adversely affect our business growth and, as a result, impact our businesses, prospects, financial condition and results of operations.

Growth through geographical expansion or other methods

In addition, as we enter new markets and geographical regions, we are likely to compete with not only banks, MFIs, HFCs and other financial institutions but also the local unorganised or semi-organised private financiers, who are more familiar with local regulations, business practices and customs, and may have stronger relationships with target customers. For instance, a number of states in India have enacted laws to regulate money lending transactions. These laws establish a maximum rate of interest that can be charged. There is ambiguity on whether NBFCs are required to comply with provisions of these state money lending laws. There are severe civil and criminal penalties for non-compliance with the relevant money lending statutes. If it is judicially determined or clarified by relevant authorities that such statutes apply to NBFCs, our expansion in such states could be hindered.

Factors such as competition, customer requirements, regulatory regimes, business practices and customs in new markets may differ from those in our existing markets, and our experience in our existing markets may not be applicable to new markets.

As we expand our business or the geographic footprint of our lending businesses, we may be exposed to additional challenges, including, without limitation:

- obtaining necessary governmental approvals in relation to entering new geographies or new lines of business, or launching new products which are regulated;
- in respect of our businesses with a physical footprint, identifying and collaborating with local business partners with whom we may have no existing relationship;
- successfully marketing our products and attracting customers in markets or for new lines of business in which we have no familiarity, significant experience or visibility;
- in respect of our businesses with a physical footprint, being subject to additional local taxes;
- managing the rapid growth of our employee base;
- attracting and retaining new employees;
- expanding our technological infrastructure; and
- maintaining standardised systems and procedures.

To address these challenges, we may have to make significant investments that may not yield desired results or incur costs that we may not be able to recover. There can be no assurance that we will be able to continue to successfully implement our growth strategies, and our inability to do so may adversely affect our business, financial condition, results of operations and cash flows.

4. If our customers default in their repayment obligations, our business, results of operations, financial condition and cash flows may be adversely affected.

Our customers may default on their obligations to us due to a variety of factors, including as a result of their bankruptcy, lack of liquidity, government or other regulatory intervention, other reasons such as their inability to adapt to changes in the macro business environment or any other factors which impact their incomes. Additionally, some customers may intentionally default on their repayment obligations. Historically, customers in our loans business have been adversely affected by economic conditions in varying degrees. Such adverse impact may limit our ability to recover the dues from such customers and the predictability of our cash flows. Increasing credit losses due to financial difficulties of customers in our lending business in the future could adversely affect our business, financial condition, results of operations and cash flows.

We also provide loans to customers who are self-employed. Self-employed customers are often considered to be higher credit risk customers due to their increased exposure to fluctuations in cash flows particularly in adverse economic conditions. To the extent we are unable to successfully manage the risks associated with lending to self employed customers, it may become difficult for us to recover outstanding loan amounts from such customers. We cannot assure you that our risk management controls will be sufficient to prevent future losses on account of customer defaults, which may adversely affect our business, results of operations and financial condition.

Our ability to manage the credit quality of our loans, which we measure in part through Stage 3 Assets, is a key driver of our results of operations. As of September 30, 2023 *(basis the half-yearly financial statements for the half-year ended September 30, 2023)*, March 31, 2023 and March 31, 2022, our Company's Stage 3 Assets were ₹1,952.95 million, ₹1,134.98 million and ₹ 229.64 million, respectively. For the same periods, our Company's provision for non-performing assets amounted to ₹1,763.44 million, ₹ 934.97 million and ₹ 221.50 million, respectively, and our Company's Net NPA to net AUM was 0.29%, 0.33% and 0.03%, respectively. We believe that the risk of delinquency in our loans typically emerges from four to 12 months from disbursement. Our risk performance index is based on vintage curves as our book maturity from risk of delinquency is on the lower end. We cannot assure you that we will be able to maintain or reduce our current levels of Stage 3 Assets in the future.

Further, as NBFCs, we are regulated by the RBI and are required to adhere to the prudential norms on income recognition, asset classification and provisioning ("**IRACP**") notified by the RBI from time to time, in addition to the Ind AS accounting and provisioning requirements applicable to our Company in the ordinary course. For instance, on November 12, 2021, the RBI issued a circular titled "Prudential norms on Income Recognition, Asset Classification and Provisioning pertaining to Advances – Clarifications" ("**November 12 Circular**") with a view to ensuring uniformity in the implementation of IRACP norms across all lending institutions. The November 12 Circular, among other matters, requires borrower accounts to be flagged as overdue by lending institutions as part of their day-end processes for the due date, irrespective of the time of running such processes. Similarly, classification of borrower accounts as special mention accounts ("**SMA**") as well as NPA is required to be undertaken as part of day-end processes for the relevant date, such that the date of SMA/ NPA shall reflect the asset classification status of an account at the day-end of that calendar date. The November 12 Circular clarifies that the SMA classification requirement for borrower accounts is applicable to all loans, including retail loans, irrespective of size of exposure of the lending institution. Further, the November 12 Circular provides that accounts classified as NPAs may be upgraded to 'standard' only if the entire arrears of interest and principal are paid by the borrower, as opposed to such upgradation being undertaken upon payment of only interest overdues. We cannot assure that the impact of the November 12 Circular will not impact our current levels of NPAs in the future. Further, as our loan portfolio grows, our NPAs may increase and the current level of our provisions may not adequately cover any such increases. General economic slowdown or financial difficulties faced by our customers could unexpectedly increase delinquency rates. We cannot assure you that there will not be a significant increase in the portion of our loans that are classified as NPAs (based on November 12 Circular) as our loan portfolio matures or that any of the steps taken by us in avoiding repeat delay and / or default of loan repayments by our borrowers will be sufficient.

On December 14, 2021, the RBI issued a circular titled "Prompt Corrective Action (PCA) Framework for Non-Banking Financial Companies (NBFCs)" ("PCA Framework Circular") to enable supervisory intervention and implement remedial measures of NBFCs, including NBFC-NDs, on the basis of tracking certain indicators such as CRAR, Tier I Capital Ratio and Net NPA Ratio. Pursuant to the PCA Framework Circular, the PCA framework for NBFCs will come into effect from October 1, 2022, based on the financial position of NBFCs on or after March 31, 2022. We cannot assure you that in the future, we will be able to maintain the thresholds prescribed by the RBI under the PCA Framework Circular.

Our unsecured personal loans present a higher risk of loss in case of a credit default as compared to loans to customers in other asset-backed financing products. In addition, there can be no assurance that our models will be able to successfully predict the default behaviour of our personal loan customers or that our loan loss reserves will be sufficient to cover any actual losses.

Further, we offer unsecured loan products with a larger ticket size, longer tenor and lower interest rate options for repeat customers. If there is a default by customers on repayment of such unsecured loans or if we are unable to recover our principal and interest through legal proceedings, we may experience increased levels of NPAs and we may be required to make related provisions and write-offs that may have an adverse effect on our business, financial condition, results of operations and cash flows. In respect of our home loans, in the event of default by our customers, there can be no assurance that we will be able to sell the property secured as collateral at all or at a price sufficient to recover the amounts under default due to among other things, unforeseen delays in our ability to take immediate action, winding up and foreclosure proceedings, defects in title, defects in perfection of the collateral or documentation relevant to the assets, fraudulent transfers by our customers and/or builders and the necessity of obtaining regulatory approvals and/or court orders for the enforcement of our collateral over those assets.

Further, certain ownership documents of the immovable properties that are mortgaged to us may not be duly registered or adequately stamped. Failure to adequately stamp and register a document may render the document inadmissible in evidence. Consequently, should any default arise in relation to home loans, we may be unable to, or may incur additional expenses to, enforce our rights in relation to such mortgaged properties. In addition, for home loans extended for properties that are still under construction, we may

face risks of non-payment in the event that the builders do not complete construction of the properties on time, or at all, due to cashflow or other issues.

Further, if any of our customers take recourse to arbitration or litigation against our claims, it may cause a further delay in our recovery process leading to depreciation of the collateral. A failure or delay in recovering the expected value from sale of collateral could expose us to a potential loss. Any such losses could adversely affect our business prospects, financial condition and results of operations. Further, we are required to adhere to provisioning requirements pursuant to the Master Direction – Reserve Bank of India (Non-Banking Financial Company– Scale Based Regulation) Directions, 2023, as amended ("**Master Directions**"). If future regulations require us to increase our provisions for any reason, our profits may be adversely affected. Also, our ability to raise additional capital and debt financing as well as our results of operations and financial condition could be adversely affected as a result thereof. The amount of our reported NPAs may increase in the future due to the aforementioned factors and other factors beyond our control, and we cannot assure you that we will be able to effectively control or reduce the level of the impaired loans in our total AUM. If we are unable to manage our NPAs or adequately recover our loans, our business, financial condition and results of operations will be adversely affected. In addition, our current loan loss reserves may not be adequate to cover an increase in the amount of NPAs or any future deterioration in the overall credit quality of our total AUM. If the quality of our loan portfolio deteriorates, we may be required to increase our loan loss reserves. If such provisions are not sufficient to provide adequate cover for loan losses that may occur, this could have an adverse effect on our business, financial condition and results of operations.

5. Our inability to meet our obligations, including financial and other covenants under our financing arrangements could adversely affect our business, results of operations and financial condition.

Our ability to meet our debt service obligations and repay our outstanding borrowings will depend primarily on the cash generated by our business, which depends on the timely repayment by our customers. Our financing agreements contain several restrictive covenants and we are required to obtain prior approval from our lenders for undertaking various actions, including:

- Change in capital structure of our Company without the prior approval of the lender;
- Change in management control of our Company without the prior approval of the lender;
- Change in the constitutional documents of our Company without the prior approval of the lender;
- Undertaking or permitting any merger, de-merger, consolidation, reorganisation, scheme of arrangement or compromise between our Company and its creditors or shareholders or effecting any scheme of amalgamation or reconstruction including creation of any subsidiary or permitting any company to become a subsidiary of our Company without the prior approval of the lender;
- Declaration or payment of dividends, or authorising or making any distribution to the Shareholders pending repayment of the outstanding dues to lenders without the prior approval of the lender; and
- Making any equity investments in the primary or secondary markets.

Under some of these financing agreements, certain lenders require us to maintain certain financial ratios at the end of certain reporting periods, including end of fiscal quarters and fiscal years. Some of our financing agreements also contain cross-default clauses, which are triggered in the event of a default by us under our respective financing agreements. Our failure to meet our obligations under our financing agreements, including *inter alia* creation of security as per terms agreed, default in payment of interest, default in redemption or repayment, non-creation of debenture redemption reserve, default in payment of penal interest wherever applicable could have an adverse effect on our business, results of operations and financial condition.

Our future borrowings may also contain similar or more stringent restrictive provisions. If we fail to meet our debt service obligations or covenants provided under the financing agreements, the relevant lenders could declare us to be in default under the terms of our agreements and/ or accelerate the maturity of our obligations. We cannot assure you that, in the event of any such acceleration, we will have sufficient resources to repay the borrowings.

6. We are subject to laws and regulations governing the lending and financial services industry in India and changes in laws and regulations governing us could adversely affect our business, financial condition, results of operations and cash flows.

The laws and regulations governing the lending and financial services industry in India have become increasingly complex and are continuously evolving. The requirement to comply with increasing regulations may continue to adversely affect our business and the industries in which we operate in general.

In relation to our lending business, as an NBFC, our Company is subject to regulations by government authorities, including the RBI. For example, we are subject to the RBI's guidelines on financial regulation of NBFCs, including capital adequacy, exposure provisioning and other master directions. The RBI also regulates the credit flow by banks to NBFCs and provides guidelines to commercial banks with respect to their investment and credit exposure norms for lending to NBFCs. The RBI, from time to time, amends the regulatory framework governing NBFCs to address concerns arising from certain divergent regulatory requirements for banks and NBFCs. The laws and regulations governing the banking and financial services industry in India have become increasingly complex and cover a wide variety of issues, such as interest rates, liquidity, investments, ethical issues, money laundering and privacy. These laws and regulations can be amended, supplemented or changed at any time such that we may be required to restructure our activities and incur additional expenses to comply with such laws and regulations, which could adversely affect our business and our financial performance.

In the regular course of our business, we may receive queries, clarifications and observations from the RBI and other statutory or regulatory authorities. Failure to address or satisfactorily address these queries and clarifications in a timely manner or at all may result in us being subject to statutory and/or regulatory actions. Further, responding to these regulatory actions, regardless of their seriousness or ultimate outcome, requires a significant investment of resources and management's time and effort. Moreover, our provisions, defences, grounds or interpretations against regulatory actions may be inadequate. Given the uncertainties and complexity of many of these regulatory actions, their outcome generally cannot be predicted with any reasonable degree of certainty and may have adverse effects on our operations.

Further, our Company qualified as a 'high value debt listed entity' as per the thresholds set out under the SEBI Listing Regulations in November, 2021. As a 'high value debt listed entity', Chapter IV of the SEBI Listing Regulations will be applicable to our Company six months from the date of it being categorised as such, on a 'comply or explain' basis until March 31, 2023 and thereafter on a mandatory basis. Accordingly, the required compliance with Chapter IV of the SEBI Listing Regulations may cause additional compliance and legal costs for our Company and any non-compliance in relation to this may attract penalties, which may affect our financials adversely. The laws and regulations governing the banking and financial services industry in India have become increasingly complex and cover a wide variety of issues, such as interest rates, liquidity, investments, ethical issues, money laundering and privacy. These laws and regulations can be amended, supplemented or changed at any time such that we may be required to redesign our activities and incur additional expenses to comply with such laws and regulations, which could adversely affect our business and our financial performance.

Further, we are required to comply with various statutory requirements in relation to payment of gratuity, minimum wages, employee state insurance and provident fund payments to such employees. Changes in the compensation requirements for our employees may increase our costs or otherwise negatively affect our business, results of operations, financial condition and cash flows.

In relation to our digital offerings for personal loans and home loans, we are subject to Guidelines on Digital Lending issued by the RBI on September 2, 2022, which are applicable to all, inter alia, all NBFCs.

Our ability to function in the lending and financial services industry will depend on our ability to constantly monitor and promptly react to legislative and regulatory changes. Any change to the existing legal or regulatory framework may require us to allocate additional resources to our business, which may increase our regulatory compliance costs and direct management attention, and consequently affect our business, financial condition, results of operations and cash flows. To the extent that we enter new geographies or new product markets, the complexity of our regulatory environment will increase, potentially increasing the cost of compliance and the risk of noncompliance. Further, if the interpretation of the regulators and authorities varies from our interpretation, we may be subject to penalties and our business could be adversely affected. If we fail to comply with these requirements or are interpreted by the regulators as not having complied with these requirements, we may be subject to penalties and compounding proceedings.

7. Our inability to maintain our capital adequacy ratio could adversely affect our business.

The Master Directions currently require NBFCs to comply with a capital to risk (weighted) assets ratio, or CRAR, consisting of Tier I and Tier II capital. Under these requirements, Tier I and Tier II capital should not be less than 15% of the sum of the NBFC's risk-weighted assets on-balance sheet and of risk adjusted value of off-balance sheet items, as applicable. In addition, our Tier I capital, at any point in time, shall not be less than 10%.

For the nine-month period and quarter ending December 31, 2023 and the Financial Years 2023, and 2022, the capital adequacy ratio of our Company was 27.09%, 28.37%, 30.73% and 38.04%, respectively. We cannot assure you that we will be able to raise adequate capital in the future on terms favourable to us, or at all, which may adversely affect the growth of our business. Further, the RBI may also in the future require compliance with other prudential norms and standards, which may require us to alter our business and accounting practices or take other actions that could adversely affect our business and operating results. Specifically, as the Company complies with the ICAAP (Internal Capital Adequacy Assessment Process) expectations applicable as part of the scale based regulations, there may be additional capital requirements to material risks incremental to the base Risk Weighted Assets computed.

8. Non-compliance with RBI inspections, or other regulatory compliance requirements by us may have an adverse effect on our business, financial condition or results of operation. Any adverse observations from such regulators could have an adverse effect on our business, financial condition, results of operation and cash flows.

We are subject to periodic inspections by the RBI under the Banking Regulation Act and the RBI Act, pursuant to which the RBI issues observations, directions and monitorable action plans, on issues related to various operational risks and regulatory non-compliances.

In its inspection report for the Financial Year ended March 31, 2021, RBI has made certain observation regarding the business and operations of our Company, in relation to, but not limited to: (i) limited performance review of investment portfolio of company, (ii) involvement of the holding company in areas related to technology operations, (iii) observations around Board composition for the last three Financial Years and an oversight on key operations, (iv) no detailed Board review of customer grievance redressal provided by Company, (v) certain gaps in regulatory guidelines on KYC, (vi) observations related to regulatory guidelines on direct assignment transactions, and (vii) instance of a breach of single borrower limit. We are currently in the process of finalising responses to such RBI observations within the timelines stipulated by RBI.

In its inspection report for the Financial Year ended March 31, 2020, RBI has made certain observations regarding the business and operations of our Company, in relation to, but not limited to: (i) lack of an outsourcing framework and procedures to evaluate the risk and materiality for existing and prospective arrangements; (ii) deficiencies in information technology systems; (iii) certain deficiencies in AML and KYC framework; (iv) deficiencies in the fair practice code; (v) absence of internal supervisory assessment process for facilitating due diligence on directors, nomination and remuneration committees and certain other committees for determination of fit and proper criteria; (vi) committee composition

requirements for risk management committee; and (vii) absence of requisite systems of stress testing for liquidity stress scenarios.

Pursuant to the past RBI inspections and these observations, we have responded to or are in the process of responding to the RBI, as applicable, with corrective actions, including, review of audit of internal accounts, review of AML and KYC frameworks, introduction of system based controls and integration of information technology systems to rectify any deficiencies. While we attempt to be in compliance with all regulatory provisions applicable to us, we cannot assure you that the RBI or any other regulatory or statutory authority will not find any deficiencies in future inspections or the RBI will not make similar or other observations in the future. In the event that we are unable to comply with the observations made or fail to address or satisfactorily address these queries and clarifications in a timely manner or at all, we could be subject to regulatory actions and penalties. Imposition of any penalty or adverse finding by the RBI during any future inspection may have an adverse effect on our reputation, business, financial condition, results of operations and cash flows.

9. Our business depends on the trust our customers place in us and our brand, and any failure to maintain, protect, enhance and promote such trust would adversely affect our business, financial condition, results of operations and cash flows.

As a technology-driven financial products and services company, protecting, maintaining, enhancing and promoting the trust our customers place in us and the 'Navi' brand is critical to expanding our customer base. The loan products of our Company are distributed only through the 'Navi' app. We do not own the trademark and the logo associated with "Navi" brand name and our lending products are distributed only through the "Navi" app, which has been developed by our Promoter, NTL, and which our Company utilises pursuant to the Outsourcing Agreement. Many factors could undermine or damage the trust in us, the Navi brand or the Navi App, including:

- failure to satisfy the expectations of the quality or reliability of our financial products and services, including temporary downtime or software bugs affecting the Navi App;
- inadequate protection of user information, commercially sensitive or other important information, or inadequate protection of users' rights over their sensitive personal information;
- negative perceptions of the effectiveness of our compliance functions including legal, secretarial, regulatory and internal policy related compliance;
- failure in the effectiveness of the Navi App's decision-making processes and risk management processes; and
- other incidents of non-compliances, litigations, or other claims or investigation proceedings.

In addition, we rely on mobile operating systems and mobile application stores for customers on the Navi App. If we do not operate effectively with or receive favourable placements within such mobile application stores or maintain high customer reviews and scores, our usage or brand recognition could decline. If we do not successfully maintain customers' trust in us and our brand, our business, financial condition, results of operations and cash flows would be adversely affected.

10. The technology-driven underwriting, risk management and collection processes on which our Promoter, NTL, and our Company relies, may not be able to effectively identify, monitor or mitigate the risks in our lending operations.

Our Promoter, NTL, which provides the technology infrastructure to enable our lending operations. If any of these decision-making systems contain programming or other errors, the criteria or parameters used for the analysis of customers credit profiles are inaccurate, the risk management models are flawed or ineffective or the customer insights developed or received for credit assessment are incorrect or stale, the credit assessment process related to our loans could be negatively affected, resulting in incorrect approvals, incorrect denials of loans, mispriced loans or biased rejection rates for potential customers. Further, the underwriting models developed by NTL are dependent on data from various sources and our

inability to access such data (on account of regulatory or other changes in the ecosystem) could negatively impact the efficacy of such models. In addition, as the customer journeys for our personal and home loans businesses are largely digital, we face risks associated with not meeting our customers in person, including contactability and traceability issues in the collections process. If any of the foregoing were to occur, the performance of our credit assessment will be compromised. As a result, our business, brand, reputation, results of operations and financial condition may be adversely affected.

11. Our business processes a large amount of data, including personal data, and the improper collection, hosting, use or disclosure of data could harm our reputation and have an adverse effect on our business, financial condition, results of operations and cash flows.

Our business processes a large quantity of personal data (with our users' consent) and analyses this data to generate user and user group profiles. Our privacy policies concerning the collection, use and disclosure of personal data (and users' rights thereto) are consented to by our customers and made accessible for their reference at any point in time. We face risks inherent in handling and protecting a large volume of data, especially user data. In particular, we face several challenges relating to data security and privacy, including but not limited to:

- protecting the data in and hosted on our system, including against attacks on our system by outside parties, data leakage, fraudulent behaviour or improper use by our employees;
- addressing concerns, challenges, negative publicity and litigation related to data security and privacy, collection, use and actual or perceived data sharing (including sharing among our own businesses, with business partners, vendors or regulators), and other factors that may arise from our existing businesses or new businesses and new technology; and
- complying with applicable laws and regulations relating to the collection, use, storage, transfer, disclosure and security of personal data, including requests from data subjects.

The improper collection, use or disclosure of our user data could result in a loss of customers, business, partner financial institutions and other potential participants on the Navi App, loss of confidence or trust in the Navi App, litigation, regulatory investigations, penalties or actions against us, significant damage to our reputation, and have an adverse effect on our business, financial condition, results of operations and cash flows.

Moreover, we share a limited amount of user data with third-party service providers in accordance with applicable laws and regulations and are subject to stringent data security and privacy requirements. We also rely on certain third-party service providers in relation to the sourcing of data for potential customers. We have certain vendors who provide or enable, *inter alia* PAN verification with the National Securities Depository Limited ("**NSDL**"), and Aadhaar XML download from the Unique Identification Authority of India ("**UIDAI**"). During the course of providing such services, customer data may be accessed. If such third-party service providers engage in activities that are negligent, fraudulent, illegal or otherwise harm the trustworthiness and security of the Navi App, including by improper disclosure or use of user data, or if our business partners otherwise fail to meet their data security and privacy obligations, we may be subject to user complaints and suffer reputational harm, even if the actions or activities are not related to, attributable to or caused by us, or within our control. For example, in the past, : (a) there has been an instance of bulk messages being sent to our prospective customers by one of our third-party service providers where customers' information which was not otherwise available in the public domain was visible in the message; and (b) unauthorised tele-callers had fraudulently reached out to our customers and impersonated Navi customer care / collection representatives. While we have taken steps, including reprimanding the third-party vendors, augmenting control measures to ensure communications sent on behalf of our Company are pre-approved, filing police complaints for unauthorised use of the "Navi" name and sharing messages to customers informing them about our official contact details, to address such issues in the past, we cannot assure you that we will be able to completely stop such instances from occurring in the future, or whether the mitigating steps taken by us will be prompt or sufficient. Further, while no regulatory or legal action has been taken against us in relation to such instances in the past, we cannot assure you that we will not be subject to any regulatory or legal action for such instances in the future.

12. We may face information security threats attempting to exploit our network to disrupt our services and support services to customers and/ or theft of sensitive confidential company information, which may cause damage to our reputation and adversely affect our business and financial performance.

We interact with and offer our products and services to our customers through a range of digital channels including the Navi App, which is our core front-end platform for our personal loans and home loans businesses. Our business collects, processes, and stores personal data of our customers pursuant to their consent. This includes contact information, spending patterns, mobile application usage and behaviour, geolocation, demographic data and device data. Consequently, we face various risks in handling and protecting such large volumes of data, including risks associated with attacks on our systems by third parties or fraudulent misappropriation of data by our employees; as well as risks associated with privacy concerns, and with the transmission, sharing and other security measures relating to such data. Therefore, we are exposed to various information security threats including (i) phishing, vishing and trojans targeting our customers, wherein fraudsters through unsolicited mails/calls to our customers, attempt to defraud by, *inter alia*, impersonating Navi representatives; (ii) hacking, wherein attackers seek to hack into our website and system with the primary intention of causing reputational damage to us by disrupting services; and (iii) data theft or ransomware, wherein cyber criminals may attempt to enter our network with the intention of stealing our data or information or encrypting some or all of our data and then demand a ransom for its restoration. We have in the past received phishing emails, for which we have implemented systems to intercept and block such phishing attempts.

Information security risks for technology-focussed companies and financial services organisations have significantly increased in recent years in part because of the proliferation of new technologies, increased digitization of our products and services and the use of the internet and telecommunications technologies to conduct financial transactions. Information security risks may further increase in the future as we continue to increase our mobile-payment and other digital-based services and product offerings and expand our internal usage of digital/ web-based services/products and applications.

In addition, information security risks have significantly increased in recent years in part due to the increased sophistication and activities of organised crime affiliates, terrorist organisations, hostile foreign governments, disgruntled employees or vendors, activists and other external parties, including those involved in corporate espionage. Even the most advanced internal control environment may be vulnerable to compromise. Targeted social engineering attacks and "spear phishing" attacks are becoming more sophisticated and are extremely difficult to prevent. Persistent attackers may succeed in penetrating defences given enough resources, time, and motive. The techniques used by information criminals change frequently, may not be recognized until launched and or until well after a breach has occurred. The risk of a security breach caused by an information security attack has also increased in recent years. Additionally, the existence of information security attacks or security breaches at third-party vendors with access to our data may not be disclosed to us in a timely manner.

13. We operate in a highly competitive industry and our inability to compete effectively may adversely affect our business.

We operate in a highly competitive industry. Given the diversity of our businesses, and the range of products and services that we offer, we face competition from the full spectrum of public sector banks, private sector banks (including foreign banks), financial institutions, captive finance affiliates of players in various industries, SFBs, HFCs and other NBFCs. Competition across our business lines depends on, among other things, the ongoing evolution of government policies, the entry of new participants and the extent to which there is consolidation among banks and financial institutions in India.

In particular, margins from our personal loans and home loans are affected in part by our ability to continue to secure low-cost financing and charge optimum interest rates at which we lend to our customers. As a result, our ability to maintain or increase our margins will be dependent on our ability to pass on increases in the rates of financing on our interest-bearing liabilities to our customers. Moreover, any increases in the interest rates on the loans we extend may also result in a decrease in business. Many of our competitors have greater resources than we do, may be larger in terms of business volume and may have significantly lower cost of funds compared to us. Many of them may also have

greater geographical reach, long-standing partnerships and may offer their customers other forms of financing that we may not be able to provide, thus affecting our ability to compete with them effectively. In addition to NBFCs, we believe that the competition we face from banks is increasing as more banks are targeting products and services similar to ours.

14. We depend on the services of our management team and employees. Our inability to retain existing members of our management team and recruit new members for our management team may adversely affect our business.

Our future success depends substantially on the continued service and performance of members of our management team and employees and also upon our ability to manage key issues relating to human resources by hiring, retaining and developing key managerial personnel. Competition in hiring professionals with the necessary experience, reputation and relationships in our industry is intense and we may not be successful in recruiting and retaining the required personnel that perform our critical functions. There can be no assurance that we will not experience any disruptions to our operations due to disputes or other problems with our employees, which may adversely affect our business and results of operations.

If we cannot hire additional or retain existing management personnel and employees, our ability to expand our business will be impacted and our revenue could be adversely affected. While we have an incentive-based remuneration structure, employee stock option schemes and training and development programs designed to encourage employee retention, our inability to attract and retain talented professionals, or the resignation or loss of key management personnel, may have an adverse impact on our business and future financial performance.

High attrition rates could also have significant impacts on our business continuity. Failure to effectively train and motivate our relationship officers may result in an increase in attrition rates thus affecting our loan origination and collection rates, increasing our exposure to high-risk credit and imposing significant costs on us.

15. We depend on the accuracy and completeness of information about customers and counterparties for certain key elements of our credit assessment and risk management process. Any misrepresentation, errors in or incompleteness of such information not detected by our information systems could adversely affect our business and financial performance.

For certain key elements of our credit assessment process, we rely on information furnished to us by or on behalf of customers (including in relation to their financial transactions and past credit history). We may also rely on certain representations from our customers as to the accuracy and completeness of that information. Moreover, the availability of accurate and comprehensive credit information on retail customers in India is relatively less than that for larger corporate customers, which reduces our ability to accurately assess the credit risk associated with such lending.

For example, for ascertaining the creditworthiness and encumbrances on collateral in our home loans business, we may depend on the respective registrars and sub-registrars of assurances, credit information companies or credit bureaus, and on independent valuers in relation to the value of the collateral, and our reliance on any misleading information given may affect our judgement of credit-worthiness of potential customers, and the value of and title to the collateral. We may receive inaccurate or incomplete information as a result of negligence or fraudulent misrepresentation. In the past, such information has included non-disclosure of material information, inaccurate, incomplete or forged income and financial statements and incorrect, intentionally tampered with KYC documents. Our risk management measures may not be adequate to prevent or deter such activities in all cases, which may adversely affect our business, financial condition, results of operations and cash flows.

In addition, we are subject to the risk of fraudulent activity on the Navi App. Our resources, technologies and fraud detection tools may be insufficient to accurately detect and prevent fraud. Significant increases in fraudulent activity could negatively impact our reputation and may render it necessary to take additional steps to reduce fraud risk, which could increase our costs and expenses.

In our personal loans business, we also face the risk of fraudulent borrowers being issued loans using forged documents. As a result, we also face the risk of defrauded individuals (who have been impersonated by such fraudulent borrowers) filing complaints against us with jurisdictional authorities. While we have implemented and continue to improve measures aimed at detection and prevention of frauds, sales misrepresentations, money laundering and other misconduct by our employees, customers and external parties (including intermediaries), we may not be able to timely detect or prevent such misconduct, which could harm our reputation and have an adverse effect on our business, financial condition, results of operations and prospects.

We may also not receive updated information regarding any change in the financial condition of our customers or may receive inaccurate or incomplete information as a result of any fraudulent misrepresentation by our customers or employees. Moreover, the availability of accurate and comprehensive credit information on retail customers in India is more limited than for larger corporate customers, which reduces our ability to accurately assess the credit risk associated with such lending.

Difficulties in assessing credit risks associated with our day-to-day lending operations may lead to an increase in the level of our non-performing and restructured assets. While we are implementing measures aimed at minimising the inaccuracy and incompleteness of information provided by or on behalf of our customers, intermediaries and counterparties, we may not be able to minimise such inaccuracies and incompleteness, which could lead us to evaluate risks incorrectly or lead to regulatory action and have an adverse effect on our business, financial condition, results of operations and prospects, and result in a violation of laws, including anti-money laundering laws.

16. Our ability to establish and maintain current accounts with scheduled commercial banks and payment banks may be restricted on account of guidelines issued by the RBI. Any restrictions on our ability to maintain these accounts, or establish new current accounts, could adversely impact our growth, business and financial condition.

On August 06, 2020, the RBI issued a circular titled 'Opening of Current Accounts by Banks-Need for discipline' to scheduled commercial banks and payments banks. Instructions in the Circular include that "(i) No bank shall open current accounts for customers who have availed credit facilities in the form of cash credit (CC)/ overdraft (OD) from the banking system and all transactions shall be routed through the CC/OD account. (ii) Where a bank's exposure to a borrower is less than 10 per cent of the exposure of the banking system to that borrower, while credits are freely permitted, debits to the CC/OD account can only be for credit to the CC/OD account of that borrower with a bank that has 10 per cent or more of the exposure of the banking system to that borrower. (iii) Where a bank has a share of 10 per cent or more in the total exposure of the banking system to the borrower, it can provide CC/OD facility as hitherto. (iv) Banks should not route drawal from term loans through current accounts. Since term loans are meant for specific purposes, the funds should be remitted directly to the supplier of goods and services. (v) Expenses incurred by the borrower for day to day operations should be routed through CC/OD account, if the borrower has a CC/OD account, else through a current account. (vi) As regards existing current and CC/OD accounts, banks shall ensure compliance with the above instructions within a period of three months from the date of this circular." On October 29, 2021, RBI, relaxed the restriction on opening of current account in respect of borrowers where exposure of the banking system is ₹ 5 crore or more wherein such borrower can maintain current accounts with any one of the banks with which it has CC/OD facility, provided that the bank has at least 10 percent of the exposure of the banking system to that borrower. All our branches maintain current accounts with various banks for withdrawal of cash for lending and deposit of surplus cash. These circulars will restrict the ability of NBFCs to establish new current accounts and maintain current accounts with multiple scheduled commercial banks and payments banks and could disrupt our ongoing business and conduct of operations of the Company.

17. Any failure or significant weakness of our internal controls system could cause operational errors or incidents of fraud, which would adversely affect our profitability and reputation.

We are responsible for establishing and maintaining adequate internal measures commensurate with the size and complexity of operations. Our internal or concurrent audit functions make an evaluation of the adequacy and effectiveness of internal controls on an ongoing basis so that business units adhere to our

policies, compliance requirements and internal guidelines. While we periodically test and update, as necessary, our internal controls systems, we are exposed to operational risks arising from the potential inadequacy or failure of internal processes or systems, and our actions may not be sufficient to guarantee effective internal controls in all circumstances. Given the size of our operations, it is possible that errors may repeat or compound before they are discovered and rectified.

Our management information systems and internal control procedures that are designed to monitor our operations and overall compliance may not identify every instance of non-compliance or every suspicious transaction. If internal control weaknesses are identified, our actions may not be sufficient to correct such internal control weaknesses. Failures or errors in our internal controls systems may lead to transaction errors, pricing errors, inaccurate financial reporting, fraud and failure of critical systems and infrastructure. Such instances may also adversely affect our reputation, business and results of operations. There can also be no assurance that we would be able to prevent frauds in the future or that our existing internal mechanisms to detect or prevent fraud will be sufficient. Any fraud discovered in the future may have an adverse effect on our reputation, business, results of operations and financial condition.

18. We utilize the services of certain third parties for parts of our operations. Any deficiency or interruption in the third parties' services and invocation of indemnity obligations could adversely affect our business and reputation.

We engage third-party service providers for certain parts of our operations including, *inter alia*, (a) third-party collection and recovery agents, (b) for contractual staffing, managing and facilitating recruitment requirements, (c) to avail financial technology related services, and (d) marketing. Our agreements with such third parties typically do not provide for any exclusivity, and accordingly, they can work with other companies, including our competitors. In the event any of these third parties were to terminate their contractual relationships with us or fail to provide the agreed services to us for any reason, our business, results of operations and cash flows may be disrupted and we may be held liable legally or suffer reputational damage on account of any deficiency of services on the part of such service providers.

If our third-party service providers, or the third-party service providers engaged by our Promoter, NTL, are subject to data breaches which have the effect of any leaks in customer or operational data, mismanagement of the customer interface, or failure to operate or comply with applicable regulations or governance standards, our business could suffer reputational harm and may be subjected to regulatory actions.

We also cannot guarantee that our agents that interface directly with customers, such as our third-party collection agents, will behave appropriately with our customers despite having in place codes of conduct and other policies. This may expose us to customer complaints to regulatory authorities or legal action by such customers, which would require us to expend resources to resolve and could lead to penalties and generate legal fees. This could also expose us to reputational harm.

19. Our Company depends significantly on the technological capabilities of our Promoter, NTL.

Our Company depends significantly on the technological capabilities of our Promoter, NTL, for our products and services, and in the event that our Promoter is unable to provide our Company with the quality or extent of services as per the current levels, or is unable to scale its technological capabilities in tune with the growth of our business for any internal or external reasons, it may adversely impact our business and results of operations. Further, in the event that our Promoter is unable to provide services to us at the current levels, or at all, we cannot assure you that we will be able to replace our Promoter with other service providers within the requisite timelines or on terms which are commercially favourable to us, which may have an impact on our business, financial condition and results of operations.

20. There is outstanding litigation pending against us, our Promoter, Directors and Group Companies which, if determined adversely, could affect our business, results of operations and financial condition.

In the ordinary course of business, we, our Promoter, our Directors and our Group Companies are involved in certain legal proceedings, at different levels of adjudication before various courts, tribunals

and statutory, regulatory and other judicial authorities in India, and, if decided against us, could adversely affect our reputation, business, results of operations and financial condition. We cannot assure you that the currently outstanding legal proceedings will be decided favourably or that no further liability will arise from these claims in the future. Please see the disclosures regarding material adverse litigation under Section 5 (*Regulatory Disclosures*) of this General Information Document.

If any new developments arise, such as a change in Indian law or rulings against us by appellate courts or tribunals, we may need to make provisions in our financial statements that could increase our expenses and current liabilities. An adverse decision in any of these proceedings may have an adverse effect on our business, results of operations and financial condition.

21. We require certain statutory and regulatory approvals for conducting our business. Failure to obtain or renew approvals, licenses, registrations and permits to operate our business in a timely manner, or at all, may adversely affect our business, financial condition, results of operations and cash flows.

We operate in a heavily regulated industry and are required to obtain and maintain a number of approvals and licenses from governmental and regulatory authorities, including the RBI.

Some of these approvals are granted for a limited duration and are subject to numerous conditions. We cannot assure you that these approvals would not be suspended or revoked in the event of non-compliance or alleged non-compliance with any terms or conditions thereof, or pursuant to any regulatory action. There is no assurance that the approvals and licenses that we require will be granted or renewed in a timely manner or at all by the relevant governmental or regulatory authorities. Failure to obtain or renew such approvals and licenses in a timely manner would render our operations non-compliant with applicable laws and may subject us to penalties by relevant authorities. While our Company has obtained the required approvals for our operations, certain approvals for which we have submitted applications are currently pending in the ordinary course of business.

Our licenses, approvals and accreditations are subject to periodic renewals, various maintenance and compliance requirements and governmental investigations and reviews, which could be time-consuming and may incur substantial expenditure. If our compliance systems and processes are deemed inadequate or fail and such investigations or reviews find any non-compliance or violations, we may suffer brand and reputational harm and become subject to regulatory actions or litigation, which could adversely affect our business, cash flows, operating results or financial position. We may be required to change our business practices, and we may have to pay fines or be subject to other penalties, including the revocation of permits and licenses, and the modification, suspension or discontinuation of our operations. This would impose additional operating costs and capital expenditures on us, and adversely affect our reputation.

We, our directors, executive officers and employees may also face criminal charges. Furthermore, any investigation or legal and regulatory proceedings in connection with alleged violations could result in the imposition of further financial or other obligations or restrictions on us and generate negative publicity for our business. Changes to existing public policies, laws, regulations, guidelines and licensing requirements could also impose additional compliance costs that may adversely affect our profitability and business. We cannot assure you that the approvals, licenses, registrations or permits issued to us may not be suspended or revoked in the event of non-compliance or alleged non-compliance with any terms or conditions thereof, or pursuant to any regulatory action. In addition, any suspension, revocation or termination of one or more of our operational licenses may also lead to consequences under the terms of our other licenses.

As we expand our business under the evolving regulatory landscape, there may be additional approvals or licenses that are or become required for our operations. If we fail to obtain or renew any applicable approvals, accreditations, licenses, registrations or consents in a timely manner, or at all, we may not be able to perform certain activities that may be necessary for us, which may affect our business, cash flows or results of operations.

22. Our non-convertible debentures are listed on the BSE & NSE and we are subject to rules and regulations with respect to such listed non-convertible debentures. If we fail to comply with such rules

and regulations, we may be subject to certain penal actions, which may have an adverse effect on our business, results of operations, financial condition and cash flows.

Our non-convertible debentures are listed on the debt segment of BSE & NSE. We are required to comply with various applicable rules and regulations, including the applicable SEBI regulations and applicable provisions of the Listing Regulations, in terms of our listed non-convertible debentures. If we fail to comply with such rules and regulations, we may be subject to certain penal actions, including, without limitation, restrictions on the further issuance of securities and the freezing of transfers of securities, which may have an adverse effect on our business, results of operations, financial condition and cash flows.

23. Any non-compliance with mandatory Anti-Money Laundering and Know Your Customer policies could expose us to additional liability and harm our business and reputation.

In accordance with the requirements applicable to us, we are mandated to comply with AML, anti-terrorism laws, KYC and other regulations in India. These laws and regulations require us, among other things, to adopt and enforce AML and KYC policies and procedures. In the ordinary course of our operations, we run the following risks: (i) risk of failing to comply with the prescribed KYC procedures; (ii) the consequent risk of fraud and money laundering by fraudulent customers; and (iii) risk of assessment of penalties or imposition of sanctions against us for such compliance failures despite having implemented systems and controls designed to prevent the occurrence of these risks. Although we believe that we have adequate internal policies, processes and systems in place to prevent and detect any AML activity and ensure KYC compliance, we cannot assure you that we will be able to fully control instances of any potential or attempted violation by other parties. Any inability on our part to detect such activities fully and on a timely basis, may subject us to regulatory actions including imposition of fines and penalties and adversely affect our business and reputation.

24. We derive a significant portion of our revenue from certain business lines, and any decrease in demand for such business lines could reduce our revenues and adversely affect our business, financial condition and results of operations.

Any downturn in the performance of this business line may result in an adverse change in our business, financial condition, results of operations and cash flows.

25. Changes in the tenor of our loan products could result in asset liability mismatches and expose us to interest rate and liquidity risks, which may adversely affect our business, financial condition, results of operations and cash flows.

Assets and liabilities mismatches, which represent a situation when the financial terms of assets and liabilities do not match, are a key financial parameter. We face liquidity risk due to varying periods over which our assets and liabilities mature. We borrow through different instruments of different tenures and rely on short to medium term instruments such as commercial papers, non-convertible debentures, etc. While we aim to diversify our funding sources, and we pay careful attention to the maturity of liabilities while creating financial assets, extending the duration of our financial liabilities as needed, the maturity of our loan assets may not match the maturity of our liabilities. Consequently, our inability to raise further credit facilities or renew our existing facilities in a timely and cost-effective manner or at all, may lead to mismatches in our assets and liabilities. Further, mismatches between our assets and liabilities are compounded in case the assets are restructured and we need to give customers longer tenor loans. Such mismatches could adversely affect our business, financial condition, results of operations and cash flows.

26. There have been certain instances of non-compliances, including with respect to certain secretarial/ regulatory filings for corporate actions taken by our Company in the past. Consequently, we may be subject to regulatory actions and penalties for any such non-compliance and our business, financial condition and reputation may be adversely affected.

We manage our internal compliance by monitoring and evaluating internal controls and ensuring all relevant statutory and regulatory compliances. However, there can be no assurance that deficiencies in

our internal controls will not arise, or that we will be able to implement, and continue to maintain, adequate measures to rectify or mitigate any such deficiencies in our internal controls, in a timely manner or at all.

Accordingly, we cannot assure you that we will not be subject to any legal proceedings or regulatory actions, including monetary penalties by statutory authorities on account of any inadvertent discrepancies in our secretarial filings and/or corporate records in the future, which may adversely affect our business, financial condition and reputation.

Our Board of Directors and Shareholders, through their resolution dated April 11, 2023 and April 24, 2023, respectively, have approved an amendment to the Articles of Association of our Company. As of the date of this General Information Document, our Company is in the process of filing form MGT - 14 with the Ministry of Corporate Affairs, and such amendment to our Articles of Association will be effective from the date of filing of form MGT - 14. We cannot assure you that this form filing will be made in a timely manner.

27. **Our Company has resorted to some direct assignments and securitization transactions. Any deterioration in the performance of any pool of receivables assigned or securitized to banks and other institutions may adversely impact our financial performance.**

As part of our means of raising and/or managing our funds, we do assign or securitise a small portion of the receivables from our loan portfolio to banks and other institutions. Such assignment or securitisation transactions are conducted on the basis of our internal estimates of our funding requirements, which may vary from time to time.

For such transactions, in the event that a relevant bank or institution or NBFC does not realize the receivables due under loans that have been securitized/ assigned, the relevant bank or NBFC can enforce the underlying credit enhancements assured by us, it could have a material adverse effect on our results of operations, financial condition and/or cash flows. Further, any deterioration in the performance of any batch of receivables assigned to banks and NBFCs could adversely affect our credibility and therefore our ability to conduct further assignments and securitizations. We may also be named as a party in legal proceedings initiated by an assignee in relation to the securitized assets. Should a substantial portion of our securitized/ assigned loans be put back to us, it could have an adverse effect on our financial condition and results of operations.

The commercial viability of assignment and securitization transactions has been significantly affected by changes and developments relating to regulation governing such transactions. Such changes include (a) prohibition on carrying out securitization/ assignment transactions at rates lower than the prescribed base rate of the bank; (b) prohibition on NBFCs such as our Company from offering credit enhancements in any form and liquidity facilities in the case of loan transfers through direct assignment of cash flows; and (c) minimum holding period or 'seasoning' and minimum retention requirements of assignment and securitization loans.

Any adverse changes in the policy and/or regulations in connection with securitisation of assets by NBFCs and/or new circulars and/or directions issued by the RBI in this regard, affecting NBFCs or the purchasers of assets, would affect the securitisation market in general and our ability to securitise and/or assign our assets.

28. ***Our inability to recover the full value of collateral or amounts outstanding under defaulted loans under our Company's home loans business, in a timely manner, or at all, could adversely affect our business, results of operations and financial condition.***

Under our Company's home loans business, we extend (i) home loans for ready to move-in, under-construction and self-constructed properties, and (ii) loans against property for constructed properties, where the collateral is the underlying residential real estate. The value of the collateral, however, may decline during the term of the loan for a variety of reasons, including due to adverse market conditions prevalent in the real estate sector. As a result, if our customers default, we may not be able to fully recover

the outstanding loan balance by liquidating the collateral under the relevant financing facility, and, in turn, incur losses, even where we are able successfully repossess and liquidate the collateral.

Following the introduction of the SARFAESI Act in 2002, we may now foreclose on collateral after 60 days' notice to a borrower whose loan has been classified as non-performing. However, the actual time taken for full foreclosure generally ranges between 90 to 180 days. Further, in a case before the Supreme Court of India in 2004, while the constitutional validity of the SARFAESI Act was affirmed, the right of a defaulting borrower to appeal to the Debt Recovery Tribunal ("**DRT**") was also affirmed. The DRT has the power to issue a stay order prohibiting the lender from selling the assets of a defaulted borrower. As a result, we cannot assure you that any foreclosure proceedings would not be stayed by the DRT. In addition, we may be unable to realise the full value of our collateral, as a result of factors including delays in foreclosure proceedings. Further, in case insolvency proceedings are initiated under the Insolvency and Bankruptcy Code, 2016 against one of our borrower, we may not have complete control over the recovery of amounts due to us.

We may also encounter difficulties in repossessing and liquidating collateral. When a customer defaults under a financing facility, we typically repossess and then sell the collateral through an auction. However, we cannot assure you that we will be able to successfully repossess the collateral in the event of default under a loan agreement. We may also face challenges in title verification of the collateral provided by the customer, as there is no central land registry in India and title to the property can be disputed, including on account of local land records not being duly updated, or not being maintained in a legible manner, or only being available in the local vernacular languages, or alleged short payment of stamp duty or registration fees (which may render the title documents inadmissible in evidence, unless stamped prior to enforcement with payment of requisite penalties).

Moreover, we may also not be able to sell the collateral at a price sufficient to cover the amount owed under the housing loan, or at all. We may face additional delay and expense in conducting an auction to sell the collateral and may face significant delay in repossessing collateral, as litigation against defaulting customers, even if governed by an arbitration clause, can be slow and expensive in India. In the event of any inability or delay in the repossession and liquidation of the collateral securing loans in default, we may incur losses, which could adversely affect our business, results of operations and financial condition.

29. Our Company's insurance coverage may not be sufficient or may not adequately protect us against any or all hazards, which may adversely affect our business, results of operations, financial condition and cash flows.

We maintain insurance coverage for our operations in the normal course of business. Our Company's insurance policies, however, may not provide adequate coverage in certain circumstances and are subject to certain deductibles, exclusions and limits on coverage. We cannot, assure you that the terms of our insurance policies will be adequate to cover any damage or loss suffered by us or that such coverage will continue to be available on reasonable terms or will be available in sufficient amounts to cover one or more large claims, or that the insurer will not disclaim coverage as to any future claim.

We cannot assure you that any claim under the insurance policies maintained by us will be honoured fully, in part or on time, or that we have obtained sufficient insurance to cover all our losses. In addition, our insurance coverage expires from time to time. We apply for the renewal of our insurance coverage in the normal course of our business, but we cannot assure you that such renewals will be granted in a timely manner, or at acceptable cost, or at all.

30. Our inability to protect or use our intellectual property rights may adversely affect our business.

Our name and trademarks are significant to our business and operations. The use of our brand name or logo by third parties could adversely affect our reputation, which could in turn adversely affect our financial performance. We rely on our Promoter, NTL, for the usage of the "Navi" trademark, which is the trademark for our primary business operations. Whilst we rely on this trademark for our business, our Company has not entered into any agreements with our Promoter for the usage of the trademark. It is possible that third parties may copy or otherwise infringe on our rights, which may have an adverse effect on our business, results of operations, cash flows and financial condition. Our Promoter may not

be able to prevent infringement of such trademarks and a passing off action may not provide sufficient protection until such time the applicable registrations are granted. Further, our trademark applications may fail to result in trademarks being issued in a timely manner or at all. We may also be susceptible to claims from third parties asserting infringement and other related claims. Any of the foregoing could have an adverse effect on our business, results of operations and financial condition.

31. We may be subject to labour disputes which could adversely affect our business, financial condition, results of operations and cash flows.

India has stringent labour legislations that protect the interests of workers, which includes legislation that sets forth detailed procedures for the establishment of labour unions, dispute resolution and employee removal and legislation that imposes certain financial obligations on employers upon retrenchment of employees. Even though our employees are not unionised, in the event that employees seek to unionise, our costs may increase and our business could be adversely affected. While we have not experienced any strikes or labour unrest in the past, occurrence of strikes and work-stoppage in the future could adversely affect our reputation, business, financial condition, results of operations and cash flows.

32. Our business is subject to seasonal variations that could result in fluctuations in our results of operations.

Our business is seasonal in nature. Generally, the period from October to March is the peak period in India for retail economic activity. This increased, or seasonal, activity is the result of several holiday periods, improved weather conditions and crop harvests. Our revenues are generally higher during the second half of each Financial Year as compared to first half of the Financial Year. Any significant event such as unforeseen floods, earthquakes, political instabilities, epidemics or economic slowdowns during this peak season would adversely affect our results of operations and growth. During these periods, we may continue to incur operating expenses, but our income from operations may be delayed or reduced. This seasonality can also be expected to cause quarterly fluctuations in our revenue, profit margins and earnings.

33. All of our offices and other key properties, including our Registered Office and Corporate Office, are located in leased premises.

As on the date of this General Information Document, all of our offices (including our Registered Office and Corporate Office) and branches, and other key properties to our business are located on leased premises. If any of the owners of these premises do not renew the agreements under which we occupy the premises, or if they seek to renew such agreements on terms and conditions unfavourable to us, or if they terminate the agreement we may suffer a disruption in our operations or increased costs, or both, which may adversely affect our business, financial condition, results of operations and cash flows.

34. We have in the past entered into related-party transactions and may continue to do so in the future, which may potentially involve conflicts of interest.

We have entered into certain transactions with related parties and are likely to continue to do so in the future. Although all related-party transactions that we may enter into are subject to approval by our Audit Committee, Board or shareholders, and are at arm's length, as required under the Companies Act, we cannot assure you that such transactions, individually or in aggregate, will not have an adverse effect on our financial condition and results of operations or that we could not have achieved more favourable terms if such transactions had not been entered into with related parties. Such related-party transactions may potentially involve conflicts of interest which may be detrimental to our interest and we cannot assure you that such transactions, individually or in the aggregate, will always be in the best interests of our minority shareholders and will not have an adverse effect on our business, financial condition and results of operations.

35. We continue to be controlled by our Promoter and it will continue to have the ability to exercise significant control over us. We cannot assure you that exercise of control by our Promoter will always favour our best interest.

Our Promoter holds 100% of our outstanding Equity Shares as on December 31, 2023. Our Promoter exercises significant control over us, including being able to control the composition of our Board and determine matters requiring shareholder approval or approval of our Board. Our Promoter may take or block actions with respect to our business, which may conflict with our interests or the interests of our minority shareholders. By exercising their control, our Promoter could delay, defer or cause a change of our control or a change in our capital structure, delay, defer or cause a merger, consolidation, takeover or other business combination involving us, discourage or encourage a potential acquirer from making a tender offer or otherwise attempting to obtain control of us which may not favour our best interest.

Risks relating to the Issue and the Debt Securities

36. Changes in interest rate may affect the price of our Debt Securities. Any increase in rate of interest, which frequently accompanies inflation and/or a growing economy, are likely to have a negative effect on the price of our Debt Securities.

All securities where a fixed rate of interest is offered, such as our NCDs and, or Commercial Papers, are subject to price risk. The price of such securities will vary inversely with changes in prevailing interest rates, i.e., when interest rates rise, prices of fixed income securities fall and when interest rates drop, the prices increase. The extent of fall or rise in the prices is a function of the existing coupon, days to maturity and the increase or decrease in the level of prevailing interest rates. Increased rates of interest, which frequently accompany inflation and/or a growing economy, are likely to have a negative effect on the price of our NCDs and, or Commercial Papers.

37. There may be no active market for the Debt Securities on the retail debt market/capital market segment of the Stock Exchanges. As a result, the liquidity and market prices of the NCDs and, or Commercial Papers may fail to develop and may accordingly be adversely affected.

There can be no assurance that an active market for the Debt Securities will develop. If an active market for the NCDs fails to develop or be sustained, the liquidity and market prices of the Debt Securities may be adversely affected. The market price of the Debt Securities would depend on various factors inter alia including (i) the interest rate on similar securities available in the market and the general interest rate scenario in the country, (ii) the market for listed debt securities, (iii) general economic conditions, and, (iv) our financial performance, growth prospects and results of operations. The aforementioned factors may adversely affect the liquidity and market price of the Debt Securities, which may trade at a discount to the price at which you purchase the Debt Securities and/or be relatively illiquid.

38. Credit ratings may not reflect all risks. Any downgrading in credit rating of our Debt Securities may adversely affect the value of NCDs and thus our ability to raise further debts.

The Debt Securities proposed to be issued under the Issue have been rated as set out in the relevant Key Information Document relating to the relevant issuance of Debentures or Commercial Papers. Credit rating may not reflect the potential impact of all risks related to structure, market, additional factors discussed here, and other factors that may affect the value of the Debt Securities.

The rating provided by India Ratings may be suspended, withdrawn or revised at any time by the assigning rating agency and should be evaluated independently of any other rating. These ratings are not a recommendation to buy, sell or hold securities and investors should take their own decisions. Please refer to the Key Information Document for rating letters and rationale for the above rating

39. Security on our NCDs may rank pari passu with our Company's secured indebtedness in the future.

Substantially all of our Company's current assets represented by the receivables are being used to secure our Company's debt.While the security on our NCDs is exclusive as of the date of this General Information Document, the terms of the NCDs do not prevent our Company from incurring additional

debt subject to maintenance of minimum security cover. In the event that we incur additional debt in the future which is secured against our assets, the NCDs may rank pari passu to the future indebtedness and other secured liabilities and obligations of our Company.

40. You may not be able to recover, on a timely basis or at all, the full value of the outstanding amounts and/or the interest accrued thereon in connection with the NCDs. Failure or delay to recover the expected value from a sale or disposition of the assets charged as security in connection with the NCDs could expose you to a potential loss.

Our ability to pay interest accrued on the NCDs and/or the principal amount outstanding from time to time in connection therewith would be subject to various factors inter-alia including our financial condition, profitability and the general economic conditions in India and in the global financial markets. We cannot assure you that we would be able to repay the principal amount outstanding from time to time on the NCDs and/or the interest accrued thereon in a timely manner or at all. Although, if applicable, our Company will create appropriate security in favour of the Debenture Trustee for the NCD holders on the assets adequate to ensure security cover for the NCDs at the time of allotment of NCDs, which shall be free from any encumbrances, any decrease in assets provided as security in future might result in Company not meeting the security cover stipulated as per the respective term sheet. This can adversely affect the ability of our Company to meet its payment obligations. Further, the realisable value of the assets charged as security, when liquidated, may be lower than the outstanding principal and/or interest accrued thereon in connection with the NCDs.

If the debenture is secured against a charge of the principal and interest amount in favour of debenture trustee, then it is the duty of the debenture trustee to monitor that the security is maintained, however, the possibility of recovery of 100.00% of the amount shall depend on the market scenario prevalent at the time of enforcement of the security.

A failure or delay to recover the expected value from a sale or disposition of the assets charged as security in connection with the NCDs could expose you to a potential loss.

41. The rights over the security provided will not be granted directly to holders of the NCDs.

The rights over the security securing the obligations of our Company under the NCDs and the Trust Deed will not be granted directly to the NCD holders, but will be granted only in favour of the Debenture Trustee. As a consequence, NCD holders will not have direct security and will not be entitled to take enforcement action in respect of the security for the NCDs, except through the Debenture Trustee.

42. Payments to be made on the NCDs will be subordinated to certain tax and other liabilities preferred by law. In the event of bankruptcy, liquidation or winding-up, there may not be sufficient assets remaining to pay amounts due on the NCDs.

The NCDs will be subordinated to certain liabilities preferred by law such as the claims of the Government on account of taxes, and certain liabilities incurred in the ordinary course of our business. In particular, in the event of bankruptcy, liquidation or winding-up, our Company's assets will be available to pay obligations on the NCDs only after all of those liabilities that rank senior to these NCDs have been paid as per section 327 of the Companies Act, 2013. In the event of bankruptcy, liquidation or winding-up, there may not be sufficient assets remaining to pay amounts due on the NCDs.

43. Security provided for the Issue may not be enforceable if the security provided for the Issue is classified as 'Assets' under the IT Act and will be void as against any claim in respect of any tax or any other sum payable by our Company.

Under section 281 of the IT Act and circular bearing number 04/2011 dated July 19, 2011, our Company is not required to obtain prior consent of the assessing officer to create the security provided for the Issue to the extent classified as assets under section 281 of the IT Act, during the pendency of such proceedings. While the Security provided for the Issue is not classified as 'assets' under section 281 of the IT Act, in the event there are any proceedings against our Company prior to the creation of the security, and in the

event that such consent is not granted, the security provided for the Issue to the extent classified as 'Assets' under section 281 of the IT Act will be void as against any claim in respect of any tax or any other sum payable by our Company, including as a result of the completion of such proceedings.

44. Permission to list in any stock exchange in India or abroad.

While none of our securities or debt instruments have been denied permission to list in any stock exchange in India or abroad during the last three years, any such refusal in future might adversely affect tradability as well as price of then existing other listed securities or debt instruments.

45. This General Information Document includes certain unaudited financial information, which has been subjected to limited review, in relation to our Company. Reliance on such information should, accordingly, be limited.

This General Information Document includes unaudited balance sheet and cash flow statement for the quarter ended September 30, 2023 and the profit and loss statement for the quarter ended December 31, 2023 prepared in accordance with Indian Accounting Standards 34 "Interim Financial Reporting", prescribed specified under the Section 133 of the Companies Act, 2013, Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other relevant provisions of the Act and which have been approved by the Board of Directors of our Company at their meeting held on November 8, 2023 and submitted by the Company to the Stock Exchanges pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, any reliance by prospective investors on such unaudited balance sheet and cash flow statement for the quarter ended September 30, 2023 and the profit and loss statement for the quarter ended December 31, 2023 should, accordingly, be limited. Any financial results published in the future may not be consistent with past performance. Further, this General Information Document includes certain unaudited financial information such as information relating to the unaudited balance sheet and cash flow statement for the quarter ended September 30, 2023 and the profit and loss statement for the quarter ended December 31, 2023 which has been subjected to limited review or audit by our Current Statutory Auditors. Accordingly, prospective investors should rely on their independent examination of our financial position and results of operations, and should not place undue reliance on, or base their investment decision solely on the financial information included in this General Information Document**.**

EXTERNAL RISKS

Risks Relating to India

46. Political, economic or other factors that are beyond our control may have an adverse effect on our business and results of operations.

The Indian economy and capital markets are influenced by economic, political and market conditions in India and globally. We are incorporated in India, and all of our assets and employees are located in India. As a result, the performance and growth of our business are necessarily dependent on economic conditions prevalent in India, which may be adversely affected by central or state political instability or regional conflicts, a general rise in interest rates, inflation, and economic slowdown elsewhere in the world or otherwise. The following external risks may have an adverse impact on our business and results of operations, should any of them materialise:

- increase in interest rates may adversely affect our access to capital and increase our borrowing costs, which may constrain our ability to grow our business and operate profitably;

- political instability, resulting from a change in governmental or economic and fiscal policies, may adversely affect economic conditions in India. In recent years, India has implemented various economic and political reforms. Reforms in relation to land acquisition policies and trade barriers have led to increased incidents of social unrest in India over which we have no control;

- change in the government or a change in the economic and deregulation policies could adversely affect economic conditions prevalent in the areas in which we operate in general and our business in particular;

- civil unrest, acts of violence, terrorist attacks, regional conflicts or situations or war;

- India has experienced epidemics, and natural calamities such as earthquakes, tsunamis, floods, and drought in recent years;

- contagious diseases such as the COVID-19 pandemic, the highly pathogenic H7N9, H5N1 and H1N1 strains of influenza in birds and swine. A worsening of the current COVID-19 pandemic or any similar future outbreaks of COVID-19, avian or swine influenza or a similar contagious disease could adversely affect the Indian economy and economic activity in the region.

Consumer confidence, consumer spending, unemployment and overall economic growth rates are among the main factors that often impact the demand for credit. Poor economic conditions and regulatory forbearances or relaxations tend to adversely affect our end-customers' ability and willingness to repay the amounts borrowed, thus increasing delinquencies, charge-offs and provisions for credit losses, and decreasing recoveries. While our results may not necessarily track India's economic growth figures, the Indian economy's performance affects the environment in which we operate. These factors could have an adverse effect on our business, financial condition and results of operations.

Any slowdown or perceived slowdown in the Indian economy, or in specific sectors of the Indian economy, could adversely affect our business, results of operations and financial condition. Further, the global economy is currently undergoing a period of unprecedented volatility, and the future economic environment may continue to be less favourable than that of recent years. Although economic conditions are different in each country, investors' reactions to developments in one country can have adverse effects on the securities of companies in other countries, including India. A loss in investor confidence in the financial systems of other emerging markets may cause increased volatility in Indian financial markets and, indirectly, in the Indian economy in general. Any worldwide financial instability, including the fluctuations in the stock markets in the global stock markets on account of geopolitical tensions or other events, could also have a negative impact on the Indian economy. Our performance and the growth of our business depend on the overall performance of the Indian economy as well as the economies of the regional markets in which we operate.

47. Changing laws, rules and regulations and legal uncertainties, including tax laws and regulations, may adversely affect our business and financial performance.

The regulatory and policy environment in which we operate is evolving and subject to change. Such changes, including the instances mentioned below, may adversely affect our business, results of operations and prospects, to the extent that we are unable to suitably respond to and comply with any such changes in applicable law and policy. For example:

- The Government of India announced the Union Budget for Fiscal 2023 ("**Budget 2023**"), pursuant to which the Finance Bill 2023 has proposed various amendments. The Finance Bill 2023 has received assent from the President of India on March 30, 2023 and has been enacted as the Finance Act 2023. We have not fully determined the impact of these recent and proposed laws and regulations on our business. We cannot predict whether any amendments proposed by the Finance Act, 2023 will have an adverse effect on our business, financial condition and results of operations. Unfavorable changes in or interpretations of existing, or the promulgation of new, laws, rules and regulations including foreign investment and stamp duty laws governing our business and operations could result in us being deemed to be in contravention of such laws and may require us to apply for additional approvals.

- In India, the Supreme Court, in a judgment delivered on 24 August 2017, has held that the right to privacy is a fundamental right. Following this judgment, the Government of India is

considering the enactment of the Digital Personal Data Protection Bill, 2022 on personal data protection for implementing organizational and technical measures in processing personal data and lays down norms for cross-border transfer of personal data and to ensure the accountability of entities processing personal data. The enactment of the aforesaid bill may introduce stricter data protection norms for a company such as us and may impact our processes.

- On September 7, 2021, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 were notified, pursuant to which the SEBI Listing Regulations stand amended. The amended SEBI Listing Regulations, amongst other matters, require entities that have listed non-convertible securities to disclose financial results on a quarterly basis (as opposed to a half yearly basis), including assets and liabilities, and cash flows. This has imposed additional compliance requirements on companies such as our Company, which have listed their non-convertible debentures on the debt segments of the stock exchanges.

- On November 12, 2021, the RBI released the Reserve Bank – Integrated Ombudsman Scheme 2021, pursuant to which all erstwhile Ombudsman schemes (banking, non-banking and digital) were merged into one scheme and which also lists deficiency of service as a ground for filing a complaint, pursuant to which customers of non-banking financial companies can raise complaints with the RBI directly. This may result in an increased number of customer complaints across the industry, including for us.

- On September 2, 2022, the RBI issued the 'Guidelines on Digital Lending' following the 'Recommendations of the Working Group on Digital Lending – Implementation' (the "**Recommendations**") issued by the RBI on August 10, 2022. The Guidelines on Digital Lending require, *inter alia*: (a) all loan disbursals and repayments to be executed only between the bank accounts of the borrower and the regulated entity without any pass- through/ pool account of the loan service provider or any third party; (b) all-inclusive costs of digital loans to be disclosed to the borrower, such as any fees and charges which can be imposed during the term of the loan; (c) a cooling-off period to be provided to borrowers, during which the borrowers can exit digital loans by paying the principal and the proportionate costs without any penalty; (d) the appointment of a nodal grievance officer by loan service providers; (e) reporting of loans to credit information companies. Additionally, the Recommendations have noted some issues for further examination by the RBI, which may be incorporated into the Guidelines on Digital Lending in the future; and (f) regulated entities must provide a Key Fact Statement ("**KFS**") to the borrower before the execution of the contract, for all digital lending products, in the format provided under the Guidelines on Digital Lending. In the Guidelines on Digital Lending, the RBI has also provided that regulated entities engaged in credit delivery through digital lending have time till November 30, 2022 to comply with the lending norms for repeat and top up loans to existing digital lending customers. The Guidelines on Digital Lending have been made applicable for 'existing customers availing fresh loans' and 'new customers getting onboarded' from the date of the circular, i.e., September 2, 2022. The Guidelines on Digital Lending also place the onus on the regulated entities to ensure that any lending service providers ("**LSPs**") engaged by them, are in compliance with the Guidelines on Digital Lending as well, while also imposing enhanced due diligence obligations on the regulated entities with respect to LSPs. The Guidelines on Digital Lending also lay down obligations with respect to collection and storage of data, and data privacy. Our Company is engaged in digital lending within the meaning of the Guidelines on Digital Lending. Failure to comply with the obligations in a timely manner may lead to imposition of penalties, and/or other regulatory action being taken by the RBI against us, which may adversely affect our business operations.

- On August 18, 2023, the RBI issued guidelines to ensure fair lending practices. Through this notification, the regulated entities including NBFCs can now in cases of non-compliance of material terms and conditions of loan, can only apply 'penal charges' as opposed to 'penal interest' earlier, which would result in no further interest being computed on such charges. Such

changes may result in borrowers not maintaining discipline resulting in adverse effect on our cash flows and future financial performance.

Unfavourable changes in or interpretations of existing, or the promulgation of new, laws, rules and regulations including foreign investment and stamp duty laws governing our business and operations could result in us being deemed to be in contravention of such laws and may require us to apply for additional approvals. We may incur increased costs and other burdens relating to compliance with such new requirements, which may also require significant management time and other resources, and any failure to comply may adversely affect our business, results of operations and prospects. Uncertainty in the application, interpretation or implementation of any amendment to, or change in, governing law, regulation or policy, including by reason of an absence, or a limited body, of administrative or judicial precedent may be time consuming as well as costly for us to resolve and may impact the viability of our current business or restrict our ability to grow our businesses in the future.

48. We may be affected by competition law in India and any adverse application or interpretation of the Competition Act could in turn adversely affect our business.

The Competition Act, 2002, as amended (the "**Competition Act**") was enacted for the purpose of preventing practices that have or are likely to have an adverse effect on competition ("**AAEC**") in certain markets in India and has mandated the Competition Commission of India (the "**CCI**") to separate such practices. Under the Competition Act, any arrangement, understanding or action, whether formal or informal, which causes or is likely to cause an AAEC is deemed void and attracts substantial penalties.

Further, any agreement among competitors which directly or indirectly involves determination of purchase or sale prices, limits or controls production, or shares the market by way of geographical area or number of customers in the relevant market is presumed to have an appreciable adverse effect on competition in the relevant market in India and shall be void. Further, the Competition Act prohibits abuse of dominant position by any enterprise. If it is proved that the contravention committed by a company took place with the consent or connivance or is attributable to any neglect on the part of, any director, manager, secretary or other officer of such company, that person shall be guilty of the contravention and liable to be punished.

On March 4, 2011, the Government notified and brought into force the combination regulation (merger control) provisions under the Competition Act which came into effect from June 1, 2011. These provisions require acquisitions of shares, voting rights, assets or control or mergers or amalgamations that cross the prescribed asset and turnover based thresholds to be mandatorily notified to and pre-approved by the CCI. Additionally, on May 11, 2011, the CCI issued the Competition Commission of India (Procedure for Transaction of Business Relating to Combinations) Regulations, 2011, as amended, which sets out the mechanism for implementation of the merger control regime in India.

The Competition Act aims to, among others, prohibit all agreements and transactions which may have an AAEC in India. Consequently, all agreements entered into by us could be within the purview of the Competition Act. Further, the CCI has extra-territorial powers and can investigate any agreements, abusive conduct or combination occurring outside India if such agreement, conduct or combination has an AAEC in India. The impact of the provisions of the Competition Act on the agreements entered into by us cannot be predicted with certainty at this stage. However, if we pursue an acquisition driven growth strategy, we may be affected, directly or indirectly, by the application or interpretation of any provision of the Competition Act, any enforcement proceedings initiated by the CCI, any adverse publicity that may be generated due to scrutiny or prosecution by the CCI, or any prohibition or substantial penalties levied under the Competition Act, which would adversely affect our business, results of operations, cash flows and prospects.

49. Any downgrading of India's debt rating by an international rating agency could have a negative impact on our business.

India's sovereign debt rating could be downgraded due to several factors, including changes in tax or fiscal policy or a decline in India's foreign exchange reserves, all which are outside our control. Any adverse revisions to India's credit ratings for domestic and international debt by international rating agencies may adversely impact our ability to raise additional external financing, and the interest rates and other commercial terms at which such additional financing is available. This could have an adverse effect on our business and future financial performance and our ability to obtain financing for capital expenditures.

50. If the rate of inflation in India increases, our business and results of operations may be adversely affected.

Inflation rates in India have been volatile in recent years, and such volatility may continue. In recent years, India has experienced consistently high inflation, which has increased interest rates and increased costs to our business, including finance costs as well as costs of salaries and other expenses relevant to our business. High fluctuations in inflation rates may make it more difficult for us to accurately estimate or control our costs. Further, high inflation leading to higher interest rates may also lead to a slowdown in the economy and adversely impact credit demand and growth. Consequently, we may also be affected and fall short of business growth and profitability.

While the Government of India through the RBI has previously initiated economic measures to combat high inflation rates, it is unclear whether these measures will remain in effect, and there can be no assurance that Indian inflation levels will not rise in the future. As a result, high inflation in India could have a material adverse effect on our financial condition and results of operations.

51. Our ability to raise foreign debt capital may be constrained by Indian law.

As an Indian company, we are subject to exchange controls that regulate borrowing in foreign currencies. Such regulatory restrictions limit our financing sources and could constrain our ability to obtain financings on competitive terms and refinance existing indebtedness. In addition, we cannot assure you that any required regulatory approvals for borrowing in foreign currencies will be granted to us without onerous conditions, or at all. Limitations on foreign debt may have an adverse effect on our business growth, financial condition and results of operations.

52. Investors may have difficulty in enforcing foreign judgments against us or our management.

We are a limited liability company incorporated under the laws of India. All of our directors and executive officers are residents of India. Many of our assets are located in India. As a result, it may be difficult for investors to effect service of process upon us or such persons in India or to enforce judgments obtained against us or such parties outside India.

India is not a party to any international treaty in relation to the recognition or enforcement of foreign judgments. India has reciprocal recognition and enforcement of judgments in civil and commercial matters with a limited number of jurisdictions, including the United Kingdom, Singapore, UAE, and Hong Kong. A judgment from certain specified courts located in a jurisdiction with reciprocity must meet certain requirements of the Code of Civil Procedure, 1908, as amended ("**Civil Procedure Code**"). The United States has not been notified as a reciprocating territory.

In order to be enforceable, a judgment obtained in a jurisdiction which India recognizes as a reciprocating territory must meet certain requirements of the Civil Procedure Code. Section 13 of the Civil Procedure Code provides that foreign judgments shall be conclusive regarding any matter directly adjudicated on except (i) where the judgment has not been pronounced by a court of competent jurisdiction, (ii) where the judgment has not been given on the merits of the case, (iii) where it appears on the face of the proceedings that the judgment is founded on an incorrect view of international law or refusal to recognize the law of India in cases to which such law is applicable, (iv) where the proceedings in which the judgment was obtained were opposed to natural justice, (v) where the judgment has been obtained by fraud or (vi) where the judgment sustains a claim founded on a breach of any law then in force in India.

Under the Civil Procedure Code, a court in India shall, on the production of any document purporting to be a certified copy of a foreign judgment, presume that the judgment was pronounced by a court of competent jurisdiction, unless the contrary appears on record; such presumption may be displaced by proving want of jurisdiction. The Civil Procedure Code only permits the enforcement of monetary decrees, not being in the nature of any amounts payable in respect of taxes, or other charges of a like nature or in respect of a fine or other penalty and does not provide for the enforcement of arbitration awards even if such awards are enforceable as a decree or judgment. A foreign judgment rendered by a superior court (as defined under the Civil Procedure Code) in any jurisdiction outside India which the Government of India has by notification declared to be a reciprocating territory, may be enforced in India by proceedings in execution as if the judgment had been rendered by a competent court in India. Judgments or decrees from jurisdictions which do not have reciprocal recognition with India cannot be enforced by proceedings in execution in India. Therefore, a final judgment for the payment of money rendered by any court in a non-reciprocating territory for civil liability, whether or not predicated solely upon the general laws of the non-reciprocating territory, would not be enforceable in India. Even if an investor obtained a judgment in such a jurisdiction against us, our officers or directors, it may be required to institute a new proceeding in India and obtain a decree from an Indian court.

However, the party in whose favour such final judgment is rendered may bring a new suit in a competent court in India based on a final judgment that has been obtained in the United States or other such jurisdiction within three years of obtaining such final judgment. It is unlikely that an Indian court would award damages on the same basis as a foreign court if an action is brought in India. Moreover, it is unlikely that an Indian court would award damages to the extent awarded in a final judgment rendered outside India if it believes that the amount of damages awarded were excessive or inconsistent with public policy in Indian. In addition, any person seeking to enforce a foreign judgment in India is required to obtain the prior approval of the RBI to repatriate any amount recovered, and we cannot assure that such approval will be forthcoming within a reasonable period of time, or at all, or that conditions of such approvals would be acceptable. Such amount may also be subject to income tax in accordance with applicable law.

Consequently, it may not be possible to enforce in an Indian court any judgment obtained in a foreign court, or effect service of process outside of India, against Indian companies, entities, their directors and executive officers and any other parties resident in India. Additionally, there is no assurance that a suit brought in an Indian court in relation to a foreign judgment will be disposed of in a timely manner.

SECTION 4: FINANCIAL STATEMENTS

The audited financial statements (i.e. profit and loss statement, balance sheet and cash flow statement, both on standalone and consolidated basis) of the Issuer for the year ended March 31, 2023, March 31, 2022, and March 31, 2021 along with the unaudited financial statements balance sheet and cash flow statements) for the quarter ended September 30, 2023 and the unaudited financial statements (profit and loss statement) for the quarter ended December 31, 2023 are set out in Annexure III (*Financial Statements*) of this General Information Document. .

Please note that although the General Information Document has been filed with the Exchange on [•], the annual audited financial statements and details provided in this General Information Document are as at March 31, 2023 as the audited financial statements for the financial year ended on March 31, 2024 have not been prepared and published. Therefore, the disclosures have been made as per the unaudited balance sheet and cash flow statement for the quarter ended September 30, 2023 and the profit and loss statement for the quarter ended December 31, 2023, wherever applicable, along with the relevant limited review reports.

SECTION 5: REGULATORY DISCLOSURES

The General Information Document is prepared in accordance with the provisions of SEBI NCS Regulations and in this section, the Issuer has set out the details required as per Schedule I of the SEBI NCS Regulations**.**

1. Details of Promoters of the Issuer:

Details of Promoter	Description
Name of Promoter	Navi Technologies Limited
Date of Incorporation	December 10, 2018
Age	N.A.
Registered Office Address	9th Floor, Vaishnavi Tech Square, Iballur Village, Begur Hobli, Bengaluru, Karnataka - 560102
Education Qualifications	N.A.
Experience in the business or employment	N.A.
Positions/posts held in the past by the Promoter	N.A.
Directorships held by the Promoter	N.A.
Other ventures of the Promoter	N.A.
Special achievements	N.A.
Business and financial activities of the Promoter	NTL is a technology-driven financial products and services company in India focusing on the digitally connected young middle-class population of India. NTL is also involved in general insurance business through its subsidiary Navi General Insurance Limited. NTL also operates the asset management business through its subsidiary, Navi AMC Limited.
Photograph/Logo	navi
Permanent Accountant Number	AAICB1598F
Other Details	CIN: U72900KA2018PLC119297

Declaration
The Issuer confirms that (to the extent applicable) the Permanent Account Number, Aadhaar Number, Driving License Number, Bank Account Number(s) and Passport Number of the Promoter and Permanent Account Number of directors have been submitted to the Stock Exchanges on which the Non-Convertible Securities are proposed to be listed, at the time of filing the draft General Information Document.

2. Details of credit rating, along with the latest press release of the Credit Rating Agency in relation to the issue, and a declaration that the rating is valid as on the date of issuance and listing.

As set out in the relevant Key Information Document for the relevant issuance of Debentures or Commercial Papers.

3. **Name(s) of the stock exchange(s) where the non-convertible securities are proposed to be listed and the details of in-principle approval for listing obtained from these stock exchange(s).**

Particulars	Relevant Disclosures
Name of the Stock Exchanges	As set out in the relevant Key Information Document.
In principle approval	As set out in the relevant Key Information Document.
Designated stock exchange, if any	As set out in the relevant Key Information Document.
The stock exchange where the recovery expense fund is being or has been created.	As set out in the relevant Key Information Document.

4. Issue Schedule:

Particulars	Date
Issue Opening Date	As set out in the relevant Key Information Document.
Issue Closing Date	As set out in the relevant Key Information Document.
Pay In Date	As set out in the relevant Key Information Document.
Deemed Date of Allotment	As set out in the relevant Key Information Document.

5. Details of specific entities in relation to the current Issue of Non-Convertible Debentures:

Particulars	Relevant Disclosures	
Legal Counsel (if any)		
	Name	As set out in the relevant Key Information Document
	Address	As set out in the relevant Key Information Document
	Telephone no	As set out in the relevant Key Information Document
	Email	As set out in the relevant Key Information Document
	Contact person	As set out in the relevant Key Information Document
	Website	As set out in the relevant Key Information Document
Guarantor (if any)		
	Name	As set out in the relevant Key Information Document
	Address	As set out in the relevant Key Information Document
	Telephone no	As set out in the relevant Key Information Document
	Email	As set out in the relevant Key Information Document
	Contact person	As set out in the relevant Key Information Document

Particulars	Relevant Disclosures	
	Website	As set out in the relevant Key Information Document
Arranger (if any)	**Name**	As set out in the relevant Key Information Document
	Address	As set out in the relevant Key Information Document
	Telephone no	As set out in the relevant Key Information Document
	Email	As set out in the relevant Key Information Document
	Contact person	As set out in the relevant Key Information Document
	Website	As set out in the relevant Key Information Document

6. About the Issuer: A brief summary of business / activities of the Issuer with the details of branches or units if any and its line of business:

(a) Overview and a brief summary of the business activities of the Issuer:

Overview

We are a non-deposit taking, systemically important NBFC registered with RBI and a wholly owned subsidiary of NTL. NTL is a technology-driven financial products and services company in India focusing on the digitally connected young middle-class population of India. Our Company offers lending products like personal loans and home loans under the "**Navi**" brand.

Our Company was originally incorporated as Chaitanya Rural Intermediation Development Services Private Limited as a private limited company under the Companies Act, 1956, pursuant to a certificate of incorporation issued by the Registrar of Companies, Karnataka at Bangalore ("**RoC**") on February 14, 2012. Our Company has obtained a certificate of registration bearing number N-02.00270 dated March 11, 2016, issued by the RBI to commence/ carry on the business of non-banking financial institution without accepting public deposits under Section 45IA of the RBI Act, 1934. Our Promoter acquired control over our Company on October 23, 2019. The name of our Company was changed to 'Navi Finserv Private Limited' pursuant to a certificate of incorporation issued by the RoC on April 22, 2020. A fresh certificate of registration was issued by RBI on May 15, 2020, pursuant to name change of our Company from Chaitanya Rural Intermediation Development Services Private Limited to Navi Finserv Private Limited. Our Company was converted from a private limited company to a public limited company pursuant to a special resolution passed by our Shareholders on March 5, 2022, and the name of our Company was changed to 'Navi Finserv Limited'. Further, a fresh certificate of incorporation dated April 5, 2022 consequent upon change of name on conversion to a public limited company was granted by the RoC. Further, a revised certificate of registration bearing number N- 02.00270 dated May 18, 2022, was issued by the RBI to our Company pursuant to conversion of the Company from a private limited to a public limited company to commence/ carry on the business of non-banking financial institution without accepting public deposits under Section 45IA of the RBI Act, 1934. Further, we have been categorised as NBFC-Middle Layer as per the Scale Based Regulations.

Our Business

Our Company's lending products (i.e. personal loans and home loans) are exclusively distributed through the 'Navi' app, which is a mobile application developed by our Promoter, NTL ("**Navi App**"). Our Company has entered into an Outsourcing Agreement for, inter alia, technology based services, cash management and loan distribution, operations, collections, and taxation. Any references to "the App" in this section are to be read as references to the Navi

App which is being utilized by our Company pursuant to the Outsourcing Agreement. Some of the information contained in the following discussion, including information with respect to our strengths and strategies, contain forward-looking statements that involve risks and uncertainties. Our actual results may differ materially from those expressed in or implied by these forward-looking statements.

(b) Structure of the Group:

We believe our digital lending process is one of the key differentiators driving business growth. Our Promoter has adopted a mobile-first approach, utilising its strong in-house technology and product expertise to build customer centric products. Our Company has entered into an Outsourcing Agreement with our Promoter for, inter alia, technology based services, cash management and loan distribution, operations, collections, and taxation. Pursuant to the Outsourcing Agreement, our products are exclusively distributed through the Navi App, the digital platform provided by our Promoter.

Navi App provides an easy to use and engaging experience to our personal loan and home loan customers while minimising manual intervention and paperwork.

Note:

(1) We are providing personal loans up to a tenor of 84 months, as permissible under our internal policies.

(2) We are providing home loans within the ticket size of up to ₹100 million, as permissible under our internal policies.

We launched our personal loans product under the "Navi" brand in April 2020. Under this business, we extend instant personal loans up to ₹2.0 million with tenors of up to 84 months through an entirely digital Navi App-only process. .

Our Company's home loans product was launched under the "**Navi**" brand in February 2021 to extend: (a) home loans for ready to move-in, under-construction and self-constructed properties, and (b) loans against property for constructed properties.

(c) A brief summary of the business activities

Not Applicable.

(d) Details of branches or units where the issuer carries on its business activities, if any:

Our Registered and Corporate Office is located at Second Floor, Vaishnavi Tech Square, Iballur Village, , Begur Hobli,
Bengaluru 560102, Karnataka, India, on leased premises.

(e) Project cost and means of financing, in case of funding of new projects:

Not Applicable.

7. Expenses of the Issue

Details of the expenses of the issue along with a break up for each item of expense, including details of the fees payable to separately (in terms of amount, as a percentage of total issue expenses and as a percentage of total issue size), as applicable:

Particulars	Amount	Percentage Of Total Issue Expenses And As A Percentage Of Total Issue Size
Fees payable the Registrars to the Issue	As set out in the relevant Key Information Document	As set out in the relevant Key Information Document
Fees payable to the regulators including stock exchanges	As set out in the relevant Key Information Document	As set out in the relevant Key Information Document
Expenses incurred on printing and distribution of issue stationary	As set out in the relevant Key Information Document	As set out in the relevant Key Information Document
Any other fees, commission or payment under whatever nomenclature	As set out in the relevant Key Information Document	As set out in the relevant Key Information Document

8. Key operational and financial parameters for the last 3 audited years on a consolidated basis (wherever applicable) and on a standalone basis:

The following tables set forth certain information relating to the financial performance of our Company prepared in accordance with Ind AS:

(a) Standalone Basis

(₹ in million)

Standalone Basis					
	As of and for the December 31, 2023	**As of and for the September 30, 2023**	**As of and for the FY ended March 31, 2023**	**As of and for the FY ended March 31, 2022**	**As of and for the FY ended March 31, 2021**
Balance Sheet					

Standalone Basis					
	As of and for the December 31, 2023	**As of and for the September 30, 2023**	**As of and for the FY ended March 31, 2023**	**As of and for the FY ended March 31, 2022**	**As of and for the FY ended March 31, 2021**
Assets					
Property, Plant and Equipment	-	276.20	67.95	4.99	3.74
Financial Assets	-	94,149.63	83,078.05	40,572.42	32,895.56
Non- Financial Assets excluding property, plant and equipment	-	2,956.05	2,082.69	825.89	311.45
Total Assets	**-**	**97,381.88**	**85,228**	**41,403.30**	**33,210.75**
Liabilities					
Financial Liabilities					
-Derivative financial instruments	-	-	-	-	-
-Trade Payables	-	2,972.07	751.44	6.94	79.12
-Debt Securities	-	26,860.82	26,572.15	19,636.57	16,718.07
-Borrowings (other than Debt Securities)	-	36,559.60	30,954.53	8,143.72	4,014.57
-Subordinated liabilities	-	99.73	99.64	99.47	99.34
-Other financial liabilities	-	5,832.61	2,833.71	1,354.32	663.03
Non-Financial Liabilities					
-Current tax liabilities (net)	-	47.23	108.21	-	-
-Provisions	-	223.11	160.76	46.53	87.36
-Deferred tax liabilities (net)	-	-	-	-	-
-Other non-financial liabilities	-	193.30	192.49	263.13	23.27
Equity (Equity Share Capital and Other Equity)	-	23,061.68	22,698.64	11,852.62	11,526.00
Total Liabilities and Equity	-	97,381.88	85,228.69	41,403.30	33,210.75
Profit and Loss					

Standalone Basis					
	As of and for the December 31, 2023	**As of and for the September 30, 2023**	**As of and for the FY ended March 31, 2023**	**As of and for the FY ended March 31, 2022**	**As of and for the FY ended March 31, 2021**
Revenue from operations	13,684.16	8,602.64	12,830.16	4,571.19	3,366.83
Other Income	7,074.55	20.82	940.36	27.74	0.52
Total Income	20,758.71	8,623.46	13,770.52	4,598.93	3,367.35
Total Expense	12,681.37	8,124.62	11,791.43	5,485.28	2,053.46
Profit after tax for the year	6,289.69	**370.70**	**1719.86**	**(669.08)**	**975.42**
Other Comprehensive income	9.93	**(7.66)**	0.92	(4.30)	(1.30)
Total Comprehensive Income	6,299.62	**363.04**	1720.78 **]**	(673.38)	974.12
Earnings per equity share (Basic)	20.95	1.23	6.74	(3.94)	6.41
Earnings per equity share (Diluted)	20.05	1.23	6.71	(3.94)	6.41
Cash Flow					
Net cash from / used in (-) operating activities	-	2,569.81	(38,286.91)	(11,669.00)	6,173.63
Net cash from / used in (-) investing activities	-	(2,026.77)	(448.02)	(2.94)	(1.75)
Net cash from / used in (-) financing activities	-	5,846.49	38,082.62	14,386.82	(5,336.33)
Net increase/decrease (-) in cash and cash equivalents	-	6,389.53	(652.31)	2,714.88	835.54
Cash and cash equivalents as per Cash Flow Statement as at end of Half Year	-	9,482.10	3,092.57	3,744.88	1,030.00
Additional Information					
Net Worth	28,238.43	23,061.68	22,698.64	11,852.62	23,061.68
Cash and cash equivalent	-	9,482.10	3,092.57	3,744.88	1,030.00
Loans	-	74,908.58	67,910.07	29,492.66	6,260.63

Standalone Basis					
	As of and for the December 31, 2023	**As of and for the September 30, 2023**	**As of and for the FY ended March 31, 2023**	**As of and for the FY ended March 31, 2022**	**As of and for the FY ended March 31, 2021**
Loans (Principal Amount)	-	72,645.84	66,081.87	29,307.42	4,915.47
Total Debts to Total Assets	0.63	0.65	0.68	0.67	0.63
Interest Income	11,523.42	7,333.18	11,807.85	3,141.85	1,947.24
Interest Expense	4800.15	3,050.67	4,266.47	808.64	122.13
Impairment on Financial Instruments	3,572.46	2,369.46	3,693.10	1,400.40	1,313.29
Bad Debts to Loans	-	2.65%	1.70%	0.87%	4.46%
% Stage 3 Loans on Loans (Principal Amount)	2.70%	2.69%	1.75%	0.88%	4.87%
% Net Stage 3 Loans on Loans (Principal Amount)	0.36%	0.24%	0.31%	0.04%	0.25%
Tier I Capital Adequacy Ratio (%)	26.55%	25.31%	27.19%	29.73%	36.56%
Tier II Capital Adequacy Ratio (%)	0.54%	0.26%	1.18%	1.00%	1.48%

***N.B**. The audited financial statements for the quarter ended December 31, 2023 are not available. Therefore, the disclosures have been made as per the unaudited balance sheet and cash flow statement for the quarter ended September 30, 2023 and the profit and loss statement for the quarter ended December 31, 2023, wherever applicable, along with the relevant limited review reports. The Issuer is also annexing the financial statements for the quarter ended September 30, 2023 and December 31, 2023. Please also refer to risk factor number 45 in connection therewith.*

(b) Consolidated Basis

(₹ in million)

Consolidated Basis			
	As of and for the FY ended March 31, 2023	**As of and for the FY ended March 31, 2021**	**As of and for the FY ended March 31, 2021**
Balance Sheet			
Assets			
Property, Plant and Equipment	210.38	74.31	32.59
Financial Assets	1,22,591.26	62,068.61	43,482.60

Consolidated Basis			
	As of and for the FY ended March 31, 2023	**As of and for the FY ended March 31, 2021**	**As of and for the FY ended March 31, 2021**
Non- Financial Assets excluding property, plant and equipment	2,437.80	984.26	495.52
Total Assets	**125,239.45**	**63,127.18**	**44,010.71**
Liabilities			
Financial Liabilities			
-Derivative financial instruments	-	-	-
-Trade Payables	888.12	4.62	23.73
-Other Payables	-	6.94	57.43
-Debt Securities	28,206.67	21,917.65	19,683.98
-Borrowings (other than Debt Securities)	61,911.51	25,757.66	10,767.78
-Deposits	-	-	-
-Subordinated liabilities	2,133.29	498.63	497.70
-Lease liabilities	912.59	-	-
-Other financial liabilities	4201.98	1,837.14	913.28
Non-Financial Liabilities			
-Current tax liabilities (net)	113.27	-	22.71
-Provisions	394.44	193.20	215.62
-Deferred tax liabilities (net)	-	-	-
-Other non-financial liabilities	311.27	320.46	67.59
Equity (Equity Share Capital and Other Equity)	24,392.28	12,590.88	11,760.89
Non – Controlling interest	1,774.03	-	-
Total Liabilities and Equity	125,239.45	63,127.18	44,010.71
Profit and Loss			
Revenue from operations	20,406.04	8,170.40	5,650.99
Other Income	379.41	28.47	1.37
come	20,785.45	8,198.87	5,652.36
Total Expense	17,439.38	8,382.12	4,086.88
Profit after tax for the year	2,641.61	(146.59)	1,181.66
Other Comprehensive income	(6.01)	(23.42)	21.06

Consolidated Basis			
	As of and for the FY ended March 31, 2023	**As of and for the FY ended March 31, 2021**	**As of and for the FY ended March 31, 2021**
Total Comprehensive Income	2,635.60	(170.01)	1,202.72
Earnings per equity share (Basic)	10.35	(0.86)	7.76
Earnings per equity share (Diluted)	10.30	(0.86)	7.76
Cash Flow			
Net cash from / used in (-) operating activities	(51,271.30)	(20,389.58)	2,156.87
Net cash from / used in (-) investing activities	(546.19)	(75.87)	(23.25)
Net cash from / used in (-) financing activities	52,616.72	24,507.02	(718.54)
Net increase/decrease (-) in cash and cash equivalents	799.23	4,041.58	1,415.08
Additional Information			
Net Worth	24,392.28	12,590.88	11,760.89
Cash and cash equivalent	6,508.78	5,709.55	1,667.98
Loans	106,315.53	52,061.73	18,246.98
Total Debts to Total Assets	0.74	0.76	0.70
Interest Income	18,368.35	6,342.77	4,015.47
Interest Expense	6916.34	2,131.62	871.49
Impairment on Financial Instruments	3,978.77	1,618.92	1,836.15
Bad Debts to Loans	1.19%	1.06%	4.22%

N.B. The audited financial statements on a consolidated basis for the FY 2024 are not available and therefore, the disclosures have been made for the financial year ending March 31, 2021, March 31, 2022 and March 31, 2023.

9. Details of any other contingent liabilities of the Issuer based on the latest audited financial statements including amount and nature of liability:

Particulars	**Nature of Liability**	**As of March 31, 2023 (in ₹ million)**
In respect of Income tax demands where the Company has filed appeal before the relevant authority	Contingent	11
Total		11

10. The amount of corporate guarantee or letter of comfort issued by the Issuer along with details of the counterparty (viz. name and nature of counterparty, whether a subsidiary, joint venture entity, group company etc.) on behalf of whom it has been issued:

As on the date of this General Information Document, there is no corporate guarantee given by the Company except for the default loss guarantees given by the Company under its co-lending arrangements

in the Company's ordinary course of business as per the Reserve Bank of India's "Guidelines on Default Loss Guarantee (DLG) in Digital Lending" Dated June 08, 2023.

11. A brief history of Issuer since its incorporation giving details of its following activities:

(a) Details of share capital as on last quarter end, i.e., March 31, 2024:

Share Capital	Amount (₹)
Authorised Share Capital	
600,000,000 Equity Shares of face value of ₹10 each	6,000,000,000
Preference shares	NIL
Total Authorised Share Capital	6,000,000,000
Issued, Subscribed and Paid-up Share Capital	
285,240,353 Equity Shares of face value of ₹ 10 each	2,852,403,530
Preference shares	NIL
Total Issued, Subscribed and Paid-up Share Capital	2,852,403,530
Securities Premium Account	16,570,243,678

Note: There will be no change in the capital structure and securities premium account due to the issue and allotment of the NCDs.

(b) Changes in its capital structure as at last quarter end i.e. March 31, 2024, of the preceding three financial years and the current year:

Sr. no.	Date of Change (AGM/EGM)	Particulars
1.	September 21, 2021 (AGM)	Increase in authorized share capital from ₹ 1,750,000,000 divided into 175,000,000 Equity Shares of ₹ 10 each to ₹ 2,050,000,000 divided into 205,000,000 Equity Shares of ₹ 10 each
2.	May 21, 2022 (EGM)	Increase in authorized share capital from ₹ 2,050,000,000 divided into 205,000,000 Equity Shares of ₹ 10 each to ₹ 6,000,000,000 divided into 600,000,000 Equity Shares of ₹ 10 each

(c) Details of the Equity Share Capital of the Company, for the preceding three financial years and current financial year:

Date of Allotment	Number of Equity Shares	Face Value (₹)	Issue Price (₹)	Consideration (cash, other than cash, etc.)	Nature of Allotment	Cumulative		
						Number of Equity Shares	Equity Share capital (in ₹)	Equity Shares Premium (in ₹)
March 26, 2021	13,333,333	10	75	Cash	Rights Issue(1)	165,240,353	1,652,403,530	8,774,218,973*
November 30, 2021	13,333,333	10	75	Cash	Rights Issue(2)	178,573,686	1,785,736,860	9,640,885,618**
May 25, 2022	26,266,667	10	75	Cash	Rights Issue(3)	204,840,353	2,048,403,530	11,348,218,973

Date of Allotment	Number of Equity Shares	Face Value (₹)	Issue Price (₹)	Consideration (cash, other than cash, etc.)	Nature of Allotment	Cumulative		
						Number of Equity Shares	Equity Share capital (in ₹)	Equity Shares Premium (in ₹)
May 30, 2022	8,644,339	10	75	Cash	Rights Issue(4)	238,573,686	2,385,736,860	13,540,885,618
	25,088,994	10	75	Other than Cash(5)				
August 24, 2022	40,000,000	10	75	Cash	Rights Issue(6)	278,573,686	2,785,736,860	16,140,885,618
December 22, 2022	6,666,667	10	75	Cash	Rights Issue(7)	285,240,353	2,852,403,530	16,570,243,678

1. *13,333,333 Equity Shares were allotted to Navi Technologies Limited.*
2. *13,333,333 Equity Shares were allotted to Navi Technologies Limited.*
3. *26,266,667 Equity Shares were allotted to Navi Technologies Limited.*
4. *8,644,339 Equity Shares were allotted to Navi Technologies Limited.*
5. *25,088,994 Equity Shares were allotted to Navi Technologies Limited for consideration other than cash wherein the consideration was transferred in the form of non-convertible debentures, market linked debentures and pass through certificates.*
6. *40,000,000 Equity Shares were allotted to Navi Technologies Limited.*
7. *6,666,667 Equity Shares were allotted to Navi Technologies Limited.*

* *Chaitanya Employee Welfare Trust has repaid loan given by our Company to subscribe to Equity Shares of the Company. Accordingly, share premium has been increased by ₹16,184,000.*

** *Transfer from ESOP reserve - ₹16,798,000.*

12. Details of any Acquisition or Amalgamation with any entity in the preceding 1 (one) year:

Our Company has not made any acquisition or amalgamation in the last one year.

13. Details of any reorganization or reconstruction in the preceding 1 (one) year

Our Company has not made any reorganisation or reconstruction in the last one year.

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14. **Details of the shareholding of the Company as at the latest quarter end dated March 31, 2024**

The table below presents the shareholding pattern of our Company as on March 31, 2024

Category (I)	Category of shareholder (II)	Number of shareholders (III)	Number of fully paid-up Equity Shares held* (IV)	Number of Partly paid-up Equity Shares held (V)	Number of shares underlying Depository Receipts (VI)	Total number of shares held (VII) =(IV)+(V)+ (VI)	Shareholding as a % of total number of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			Number of shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)= (VII)+(X) As a % of (A+B+C2)	Number of Locked in shares (XII)	Number of Shares pledged or otherwise encumbered (XIII)	Number of Equity Shares held in dematerialized form (XIV)	
								Number of Voting Rights		Total as a % of (A+B+C)			Number (a)	As a % of total Shares held (b)	Number (a)	As a % of total Shares held (b)
								Class: Equity Shares	Total							
								Class X	Class Y	Total						
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)			(X)	(XI)	(XII)	(XIII)	(XIV)	
(A)	Promoter and Promoter Group	1*	285,240,353	-	-	285,240,353	100.00	285,240,353	285,240,353	100.00	-	-	-	-	285,240,353	100.00
(B)	Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C)	Non Promoter - Non Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C1)	Shares underlying depository receipts	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C2)	Shares held by	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Category (I)	Category of shareholder (II)	Number of shareholders (III)	Number of fully paid-up Equity Shares held* (IV)	Number of Partly paid-up Equity Shares held (V)	Number of shares underlying Depository Receipts (VI)	Total number of shares held (VII) =(IV)+(V)+ (VI)	Shareholding as a % of total number of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			Number of shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)= (VII)+(X) As a % of (A+B+C2)	Number of Locked in shares (XII)	Number of Shares pledged or otherwise encumbered (XIII)	Number of Equity Shares held in dematerialized form (XIV)	
								Number of Voting Rights		Total as a % of (A+B + C)			Number (a)	As a % of total Shares held (b)	Number (a)	As a % of total Shares held (b)
								Class: Equity Shares	Total							
								Class X	Class Y	Total						
	employee trusts															
	Total (A+B+C)	1*	285,240,353	-	-	285,240,353	100.00	285,240,353	285,240,353	100.00	-	-	-	-	285,240,353	100.00

Sachin Bansal, Ankit Agarwal, Rajiv Naresh, Abhishek Dwivedi, Shobhit Agarwal and Apurv Anand hold one Equity Share each of our Company as nominees of our Promoter

Statement showing shareholding pattern of the Promoter and Promoter Group

Category	Category & Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held*	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (VII)+(X) As a % of (A+B+C2)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	
									Class X	Class Y	Total								
	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)				(X)	(XI)	(XII)		(XIII)		(XIV)
(1)	Indian																		
(a)	Individuals/Hindu undivided Family																		
(b)	Central Government/State Government(s)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Financial Institutions/Banks	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Any Other	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Navi Technologies Limited*	AAICB1598F	1*	285,240,353	-	-	285,240,353	100.00	-	-	-	-	-	-	-	-	-	-	285,240,353

Category	Category & Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held*	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (VII)+(X) As a % of (A+B+C2)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	
									Class X	Class Y	Total								
	Sub-Total (A)(1)	-	1*	285,240,353	-	-	285,240,353	100.00	-	-	-	-	-	-	-	-	-	-	285,240,353
(2)	**Foreign**																		
(a)	**Individuals (Non-Resident Individuals/Foreign Individuals**																		
(b)	**Government**	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c)	**Institutions**	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(d)	**Foreign Portfolio Investor**	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(e)	**Any Other**	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Category	Category & Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held*	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (VII)+(X) As a % of (A+B+C2)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	
									Class X	Class Y	Total								
	Sub-Total (A)(2)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	-	1*	285,240,353	-	-	285,240,353	100.00	-	-	-	-	-	-	-	-	-	-	285,240,353

*Sachin Bansal, Ankit Agarwal, Rajiv Naresh, Abhishek Dwivedi, Shobhit Agarwal and Apurv Anand hold one Equity Share each of our Company as nominees of our Promoter.

Statement showing shareholding pattern of public Shareholders

Category	Category & Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	
									Class X	Class Y	Total								
	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)				(X)	(XI)	(XII)		(XIII)		(XIV)
(1)	Institutions	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(a)	Mutual Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(b)	Venture Capital Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Alternate Investment Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(e)	Foreign Portfolio Investors	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(f)	Financial Institutions/Banks	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(g)	Insurance Companies	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Category	Category & Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	
									Class X	Class Y	Total								
(h)	Provident Funds/Pension Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(i)	Any Other	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Others	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub Total (B)(1)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(2)	Central Government/State Government(s)/President of India	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub Total (B)(2)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(3)	Non-Institutions	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(a)	i. Individual shareholders holding nominal share capital up to Rs.2 lakhs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	ii. Individual shareholders holding nominal	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Category	Category & Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	
									Class X	Class Y	Total								
	share capital in excess of ₹2 Lakhs																		
(b)	**NBFCs Registered with RBI**	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c)	**Employee Trusts**	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(d)	**Overseas Depositories (Holding DRs)(Balancing figure)**	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(e)	**Any Other**	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	TRUSTS	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	NON RESIDENT INDIANS	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	CLEARING MEMBERS	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	NON RESIDENT INDIAN NON REPATRIABLE	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Category	Category & Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	
									Class X	Class Y	Total								
	BODIES CORPORATES	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub Total (B)(3)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Statement showing shareholding pattern of non-Promoter – non-public Shareholders

Category	Category & Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	
									Class X	Class Y	Total								
	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)				(X)	(XI)	(XII)		(XIII)		(XIV)
(1)	Custodian/ DR Holder	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(2)	Employee Benefit Trust (under SEBI(Share based Employee Benefit) Regulations 2014)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total Non-Promoter-Non Public Shareholding = I(1)+(C)(2)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

15. List of top ten holders of equity shares of the Company as at the latest quarter end:

Sr. No	Name of the Shareholder	Total number of Equity Shares	Number of Equity Shares held in dematerialized form	Total shareholding as a % of total number of Equity Shares
1.	Navi Technologies Limited*	285,240,353	285,240,353	100.00
	Total	285,240,353	285,240,353	**100.00**

16. Details regarding the Directors of the Company:

As of the date of this General Information Document, we have 5 (five) Directors on our Board of Directors, of which 3 (three) are Independent Directors including 1 (one) woman Director.

(a) Details of the current Directors of the Company:

Name, Designation and DIN	Age	Address	Date of Appointment	Details of other Directorship
Sachin Bansal ***Designation*:** Executive Chairman and CEO **DIN:** 02356346	42	5123, Tower 5, Embassy Pristine Apartments, Suncity Apartments Ln, Ibbaluru, Bellandur, 560102, Bengaluru, Karnataka	February 11, 2022**	● Gpcubs Motorsport Private Limited ● Navi General Insurance Limited; ● Navi Investment Advisors Private Limited; and ● Navi Technologies Limited ● BACQ Technologies Corporation
Ankit Agarwal **Designation:** Managing Director **DIN:** 08299808	40	Flat No. A 402, Mantri Classic Apartments, ST Bed Layout, Koramangala 4th Block, Bengaluru 560 034, Karnataka, India	February 11, 2022*	● Navi MF Sponsor Private Limited; ● Navi AMC Limited; ● Navi General Insurance Limited; ● Navi Investment Advisors Private Limited; ● Navi Securities Private Limited; and ● Navi Technologies Limited
Ranganathan Sridharan **Designation: Independent** Director **DIN: 00868787**	71	E 1702, Crown Tower, Peninsula Heights, 46/1, 17th Main Road, Behind Central Mall, JP Nagar, 2nd Phase, Bengaluru 560 078, Karnataka, India	August 31, 2020***	● NC Energy Limited; and ● Nelcast Limited
Usha A Narayanan **Designation: Independent** Director **DIN: 06939539**	63	1006, 17th Main, BTM Layout, 1st Phase, Bengaluru 560 079, Karnataka, India	July 6, 2020****	● Margo Biocontrols Private Limited; ● Navi Technologies Limited; ● Navi General Insurance Limited; and ● PJ Margo Private Limited;

Name, Designation and DIN	Age	Address	Date of Appointment	Details of other Directorship
Arindam Haraprasad Ghosh **Designation: Independent** Director **DIN:** 01423589	58	Beuna Vista B-5, Baner Pashan Link Road, Baner, Pune 411 045, Maharashtra, India	April 1, 2022*****	• Alphaniti Fintech Private Limited; • Brainstormerz Research and Data Analytics Private Limited; • Navi AMC Limited; and • Torus Alphaniti Private Limited • Torus Alphaniti Technologies Private Limited

**Ankit Agarwal was originally appointed as Non-Executive Director on October 23, 2019*
***Sachin Bansal was originally appointed as Director on October 23, 2019*
****Ranganathan Sridharan is not liable to retire by rotation and appointed for a term of five consecutive years*
*****Usha A Narayanan is not liable to retire by rotation and appointed for a term of five consecutive years*
******Arindam Haraprasad Ghosh is not liable to retire by rotation and appointed for a term of five consecutive years*

(b) Details of changes in our Directors of our Company during the preceding three financial years and current financial year:

The changes in our Board of Directors of our Company in the three years preceding the date of this General Information Document and current financial year are as follows:

Name, Designation and DIN	Date of Appointment/re appointment	Date if Cessation, if applicable	Date of Resignation, if applicable	Remarks
Nandakumar Rachamaduu **Designation:** Independent Director **DIN:** 03313824	June 14, 2019	-	August 31, 2020	Resignation
Ravi Kattemalalavadi Subramanyam **Designation:** Independent Director **DIN:** 01817702	June 14, 2019	-	August 31, 2020	Resignation
Usha Narayanan **Designation:** Independent Director **DIN:** 06939539	July 6, 2020	-	-	Appointment
Ranganathan Sridharan **Designation:** Independent Director **DIN:** 00868787	August 31, 2020	-	-	Appointment
Samit Shankar Shetty **Designation:** Executive Director **DIN:** 02573018	November 4, 2020	-	-	Appointment

Name, Designation and DIN	Date of Appointment/re appointment	Date if Cessation, if applicable	Date of Resignation, if applicable	Remarks
Samit Shankar Shetty **Designation:** Non-Executive Director **DIN:** 02573018	March 1, 2021	-	-	Change in designation from Executive Director to Non-Executive Director
Samit Shankar Shetty **Designation:** Non-Executive Director **DIN:** 02573018	March 1, 2021	-	August 31, 2021	Resignation
Ankit Agarwal **Designation:** Managing Director **DIN:** 08299808	February 11, 2022	-	-	Change in designation from Non-Executive Director to Managing Director
Sachin Bansal **Designation**: Executive Chairman and CEO **DIN:** 02356346	February 11, 2022	-	-	Change in designation from Non-Executive Director to Executive Chairman and CEO
Arindam Haraprasad Ghosh **Designation:** Independent Director **DIN:** 01423589	April 1, 2022	-	-	Appointment

(c) Details of Directors' remuneration, and such particulars of the nature and extent of their interests in the Company (during the current year and preceding three financial years):

Remuneration payable or paid to a Director by the Company	
Name of Director	**Type of Remuneration Received/ Payable**
Financial Year 2021	
Ravi Kattemalalavadi Subramanyam	Sitting fee of ₹0.67 Million
Nandakumar Rachamadugu	Sitting fee of ₹0.67 Million
Usha A Narayanan	Sitting fee of ₹1.06 Million
Sridharan Ranganathan	Sitting fee of ₹1.42 Million
Samit S Shetty	Remuneration of ₹6.39 Million

	Financial Year 2022
	Usha A Narayanan — Sitting fee of ₹2.40 Million
	Sridharan Ranganathan — Sitting fee of ₹2.62 Million
	Financial Year 2023
	Sridharan Ranganathan — Sitting fee of ₹3.50 Million
	Arindam Haraprasad Ghosh — Sitting fee of ₹2.80 Million
	Usha A Narayanan — Sitting fee of ₹2.70 Million
	Financial Year 2024 (From April 1, 2023 till date)
	Sridharan Ranganathan — Sitting fee of ₹ 3.82 Million
	Arindam Haraprasad Ghosh — Sitting fee of ₹ 3.16 Million
	Usha A Narayanan — Sitting fee of ₹ 2.94 Million
Shareholding of the Director in the Company, its subsidiaries and associate companies on a fully diluted basis	Directors' shareholding in the Company as on March 31, 2024, .

Name and Designation	**Number of shares**	**Shareholding percentage (%)**
Sachin Bansal Executive Chairman and Chief Executive Officer	1*	Negligible
Ankit Agarwal	1*	Negligible

**Sachin Bansal and Ankit Agarwal hold one Equity Share each of our Company as nominees of our Promoter*

Appointment of any relatives to an office or place of profit of the Company, its subsidiary or associate company		None of our Directors' relatives have been appointed to an office or place of profit of our Company during the current financial year and during the preceding three financial years.
Full particulars of the nature and extent of interest, if any, of every director:	**A. in the promotion of the issuer company; or**	NA
	B. in any immoveable property acquired by the issuer company in the two years preceding the date of the General Information Document or any	NA

	immoveable property proposed to be acquired by it; or	
	C. where the interest of such a director consists in being a member of a firm or company, the nature and extent of his interest in the firm or company, a statement of all sums paid or agreed to be paid to him or to the firm or company in cash or shares or otherwise by any person either to induce him to become, or to help him qualify as a director, or otherwise for services rendered by him or by the firm or company, in connection with the promotion or formation of the issuer company.	**NA**
Contribution being made by the directors as part of the offer or separately in furtherance of such objects.		**NA**

17. Any financial or other material interest of the directors, promoters, key managerial personnel or senior management in the offer and the effect of such interest in so far as it is different from the interests of other persons:

Except to the extent of remuneration or benefits to which they are entitled to as per their terms of appointment and reimbursement of expenses incurred by them during the ordinary course of business, Equity Shares held by them and otherwise disclosed in this General Information Document, the Key Managerial Personnel and Senior Managerial Personnel of the Company do not have any interest in the

Company. Our Directors, Key Managerial Personnel or Senior Managerial Personnel have no financial or other material interest in the Issue.

18. Details regarding the auditors of the Company:

(a) Details of the auditor of the Company:

Name of the Auditor	Address	Date of Appointment
Price Waterhouse LLP *(Peer review certificate no.: 015949)*	5th Floor, Tower D The Millenia, 1&2 Murphy Road, Ulsoor Bengaluru, Karnataka 560008	September 30, 2022

(b) Details of change in auditor for preceding three financial years and current financial year:

Name of the Auditor	Address	Date of Appointment	Date of Cessation, if applicable	Date of Resignation, if applicable
Price Waterhouse LLP	5th Floor, Tower D The Millenia, 1&2 Murphy Road, Ulsoor Bengaluru, Karnataka 560008	September 30, 2022	-	-
Walker Chandiok & Co LLP	11th Floor, Tower II, One Financial Centre, S B Marg, Prabhadevi (W), Mumbai, Maharashtra – 400 013	September 30, 2019	September 30, 2022*	-

**Tenure of the previous statutory auditors elapsed pursuant to RBI guidelines on appointment of Statutory Auditors.*

19. Details of the following liabilities of the Issuer

Details of the following liabilities of the Issuer, as at the end of the last quarter, i.e March 31, 2024, or if available, a later date:

N.B. The audited financial statements for the quarter ended March 31, 2024 are not available. Therefore, the disclosures have been made as per the profit and loss statement for the quarter ended December 31, 2023, wherever applicable, along with the relevant limited review reports. The Issuer is also annexing the financial statements for the quarter ended December 31, 2023. Please also refer to risk factor number 45 in connection therewith.

(a) Details of outstanding secured loan facilities as at the end of the last quarter

Our Company's outstanding secured term loans/facility from banks as on December 31, 2024, amount to INR 23,264.53 million (as per IND AS). The details of the borrowings are set out below:

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
1.	HDFC Bank Limited Date of sanction: February 22, 2022	Term Loan	INR 800.00	INR 445.09	Tenor: 24 months Principal repayment will be made in 24 equal instalments starting from the following month from the date of disbursement. Interest to be serviced on a monthly basis.	First and exclusive charge to be created on stock in trade, book debts and receivables at 1.10x times of the total loan amount (Asset cover to be 1.10x times and should be on POS basis and less than 30 days past due date).	CRISIL A/Stable	Standard
2.	Tata Capital Financial Services Limited Date of sanction: December 29, 2021	Term Loan	INR 400.00	INR 172.04	Tenor: 24 months Principal repayment will be made in 24 equal monthly principal instalments. Interest to be serviced on a monthly basis.	First and exclusive charge on book debts to the extent of 1.10x with PAR (less than 30 days) of loan limit.	CRISIL A/Stable	Standard
3.	IDFC First Bank Limited Date of sanction: November 26, 2021	Term Loan	INR 1,000.00	INR 697.27	Tenor: 36 months Principal repayment will be made in 30 monthly principal instalments after the expiry of moratorium period of 6 months from the date of each disbursement. Interest to be serviced on a monthly basis.	First and exclusive charge by the way of hypothecation on standard book debts and receivables (maximum DPD of 60 days). Minimum security cover of 1.10x to be maintained.	CRISIL A/Stable	Standard
4.	Canara Bank	Term Loan	INR 500.00	INR 289.22	Tenor: 36 months	First and exclusive charge by way of hypothecation of	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
	Date of sanction: December 30, 2021				Principal repayment will be made in 36 principal instalments starting from the next month from date of disbursement. Interest to be serviced on a monthly basis as and when due.	standard book debts/loan receivables which are financed or to be financed by the company out of the loan to the company. Security cover of 1.10x to be maintained.		
5.	State Bank of India Date of sanction: January 17, 2022	Term Loan	INR 300.00	INR 163.08	Tenor: 24 months Principal repayment will be made in 18 monthly principal instalments starting post expiry of moratorium of 6 months from the date of disbursement. Interest to be paid as and when applied to the loan account including during moratorium period.	First and exclusive hypothecation charge over specific pool of receivables/book debts created out of the loan (excluding receivables of assets which are overdue). Asset coverage ratio of 125% to be maintained.	CRISIL A/Stable	Standard
6.	Indian Overseas Bank Date of sanction: March 29, 2022	Term Loan	INR 250.00	INR 213.41	Tenor: 60 months Principal repayment will be made in 54 equal monthly principal instalments starting post a moratorium period of 6 months	First and exclusive hypothecation charge over specific pool of receivables from loan assets. Asset cover at a minimum of 1.10x to be maintained.	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
					from the date of disbursement. Interest to be serviced as and when due.			
7.	The Hongkong Shanghai Banking Corporation Limited Date of sanction: March 25, 2022	Term Loan	INR 500.00	INR 249.07	Tenor: 24 months Principal repayment in 24 equal monthly instalments starting from the date of disbursement. Interest to be services on a monthly basis.	First and exclusive charge on identified personal loan assets created out of the loan to the Company with an asset cover of 1.20x to be maintained and first and exclusive charge on identified home loan assets created out of the loan with an asset cover of 1.05x to be maintained.	CRISIL A/Stable	Standard
8.	CSB Bank Date of sanction: June 01, 2022	Term Loan	INR 280.00	INR 201.50	Tenor: 36 months Principal repayment will be made in 36 equal monthly instalments starting from the following month from the date of disbursement. Interest to be serviced on a monthly basis.	Exclusive charge on specific loan receivables (excluding interest) arising out of the term loan from CSB Bank, excluding accounts overdue for more than 90 days. The Minimum asset cover of 1.10x.	CRISIL A/Stable	Standard
9.	Axis Bank Limited Date of sanction: May 31, 2022	Term Loan	INR 350.00	INR 257.00	Tenor: 24 months Repayment shall be in 24 equal monthly instalments from the end of 6th month	Exclusive charge on receivables of standard asset portfolios, present and future for the amount sanctioned by Axis Bank and undated cheques for	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
					from the date of first disbursement.	the facility amount. Minimum asset cover of 1.20 times. Receivables of DPD of more than 90 days to not be considered for the asset cover.		
10.	Axis Bank Limited Date of sanction: November 18, 2022	Term Loan	INR 500.00	INR 498.58	Tenor: Door to door tenor of 30 months including a moratorium of 6 months. Repayment shall be in 23 equal instalments and a 24th instalment commencing after 6 months of moratorium from the date of first disbursement.	Exclusive charge on receivables of standard asset portfolios, present and future for the amount sanctioned by Axis Bank and undated cheques for the facility amount. Minimum asset cover of 1.20 times. Receivables of DPD of more than 90 days to not be considered for the asset cover.	CRISIL A/Stable	Standard
11.	Hero FinCorp Limited Date of sanction: June 28, 2022	Term Loan	INR 1,000.00	INR 360.12	Tenor: 24 months Repayment will be made in 24 instalments.	First and exclusive charge by the way of Hypothecation on 110% of the book debts. Security cover of 1.10x to be maintained. Two post-dated cheques of INR 50,00,00,000/- have also been provided.	CRISIL A/Stable	Standard
12.	Kisetsu Saison Finance (India) Private Limited (Credit Saison India)	Term Loan	INR 500 (Disbursed in two tranches of INR 350 mn.	INR 389.29	Tenor: 27 months from the date of its drawdown	First and exclusive charge by way of hypothecation over the receivables under the asset portfolio	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
	Date of sanction: August 01, 2022		And INR 150 mn.)		The principal amount of the facility to be repaid in 9 equal instalments payable on a quarterly basis, on the 15th day of the last month of every 3 month period from the date of disbursement.	originated from the proceeds of the term loan granted by Kisetsu Saison Finance (India) Private Limited, any other asset, property or right that the Company acquires using the proceeds of the facility granted by Kisetsu Saison Finance (India) Private Limited. Receivables overdue by 90 days re required to be replaced by the Company. This term loan is also secured by undated cheques issued by the Company. Minimum security cover of 1.10 times the outstanding amount is to be maintained.		
13.	Kisetsu Saison Finance (India) Private Limited (Credit Saison India) Date of sanction: October 26, 2022	Term Loan	INR 270.00	INR 240.05	Tenor: 27 months from the date of its drawdown The principal amount of the facility to be repaid in 9 equal instalments payable on a quarterly basis, on the 15th day of the last month of every 3 month period from the date of disbursement.	First and exclusive charge by way of hypothecation over the receivables under the asset portfolio originated from the proceeds of the term loan granted by Kisetsu Saison Finance (India) Private Limited, any other asset, property or right that the Company acquires using the proceeds of the facility granted by Kisetsu Saison Finance (India) Private Limited. Receivables	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
						overdue by 90 days re required to be replaced by the Company. This term loan is also secured by undated cheques issued by the Company. Minimum security cover of 1.10 times the outstanding amount is to be maintained.		
14.	IDFC First Bank Limited Date of sanction: August 18, 2022	Term Loan	INR 1,000.00	INR 964.06	Tenor: door to door tenor of 36 months Principal amount to be repaid in 30 equal monthly instalments after an initial moratorium of 6 months.	Exclusive charge over present and future book debts and receivables with a cover of 1.10 times. All book debts charged shall not be more than DPD 60.	CRISIL A/Stable	Standard
15.	Cholamandalam Investment and Finance Company Limited Date of sanction: August 10, 2022	Term Loan	INR 150.00	INR 115.85	Tenor: 24 months Repayment shall be in 24 equal monthly instalments.	Exclusive charge by way of hypothecation over specific receivables (<=90 days DPD) with a minimum coverage of 1.10 times.	CRISIL A/Stable	Standard
16.	The Hongkong Shanghai Banking Corporation Limited Date of sanction: December 21, 2022	Term Loan	INR 400.00	INR 347.68	Tenor: 24 months Principal repayment in 24 equal monthly instalments starting from the date of disbursement. Interest to be services on a monthly basis.	First and exclusive charge on identified personal loan assets created out of the loan to the Company with an asset cover of 1.20x to be maintained and first and exclusive charge on identified home loan assets created out of the loan with	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
						an asset cover of 1.05x to be maintained.		
17.	Mahindra and Mahindra Financial Services Limited Date of sanction: June 27, 2022	Term Loan	INR 1,000.00	INR 749.20	Tenor: 24 months Principal repayment in 24 equal monthly instalments starting from the date of disbursement.	First and exclusive charge on receivables / loan assets / book debts with a cover of 1.10x of the outstanding principal to be maintained at all times. Demand promissory note.	CRISIL A/Stable	Standard
18.	HDFC Bank Limited Date of sanction: October 29, 2022	Term Loan	INR 1,500.00	INR 1,315.51	Tenor: 24 months Principal repayment in 24 equal monthly instalments starting from the date of disbursement. Interest to be services on a monthly basis.	First and exclusive charge on the current assets with a cover of 1.10x of the outstanding principal to be maintained at all times.	CRISIL A/Stable	Standard
19.	MAS Financial Services Limited (Term Loan 15, 16, 17 and 18) Date of sanction: September 6, 2022	Term Loan	INR 250.00	INR 167.38	Tenor: 18 months Principal repayment will be made in 18 monthly principal instalments starting from the date of disbursement. Interest to be serviced on a monthly basis.	First and exclusive hypothecation charge over specific pool of receivables from loan assets. Asset coverage ratio of minimum of 1.10x to be maintained. Post dated cheques for each of the term loans have been provided. Demand promissory notes have been provided by the Company.	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
20.	MAS Financial Services Limited (Term Loan 19, 20, 21 and 22) Date of sanction: November 11, 2022	Term Loan	INR 300.00	INR 233.69	Tenor: 18 months Principal repayment will be made in 18 monthly principal instalments starting from the date of disbursement. Interest to be serviced on a monthly basis.	First and exclusive hypothecation charge over specific pool of receivables from loan assets. Asset coverage ratio of minimum of 1.10x to be maintained. Post dated cheques for each of the term loans have been provided. Demand Promissory Notes.	CRISIL A/Stable	Standard
21.	State Bank of India Date of sanction: August 29, 2022	Term Loan	INR 2,500.00	INR 2,470.02	Tenor: 60 months Principal repayment will be made in 18 equal quarterly principal instalments post moratorium period of 6 months. Interest to be serviced on a monthly basis.	First and exclusive hypothecation charge over standard receivables created out of home loan and personal loan assets. Asset coverage ratio of minimum of 1.20x to be maintained. The receivables shall at all times constitute 80% of receivables created out of home loan assets.	CRISIL A/Stable	Standard
22.	Utkarsh Small Finance Bank Limited Date of sanction: August 29, 2022	Term Loan	INR 210.00	INR 148.17	Tenor: 24 months Principal repayment will be made in 24 equal monthly instalments with the first instalment due after a moratorium period of 24 months from the date of disbursement or as mutually agreed	First and exclusive charge on book debts/ loan assets of the Company to the extent of 115% of the exposure created out of Utkarsh Small Finance Bank funding.	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
					upon by the parties on or before the last day of every month.			
23.	Shriram Housing Finance Limited Date of Sanction: September 26, 2022	Term Loan	INR 250.00	INR 220.01	Tenor: 36 months The loan amount including the principal amount, interest and any other charges shall be repaid by way of equal monthly instalments of INR 80,90,292/- as monthly instalment and the first payment date is November 5, 2022.	The whole of Company's present and future current assets including: Hypothecation by way of first exclusive charge (floating) over home loan receivables and book debts of the Company so as to provide a security cover 1.10 times on the principal outstanding. Loans provided by way of security must not be more than 0 DPD.	CRISIL A/Stable	Standard
24.	Jana Small Finance Bank Date of Sanction: September 27, 2022	Term Loan	INR 750.00	INR 596.84	Tenor: 24 months The term loan facilities shall be repaid in 24 equated monthly instalments comprising of principal and interest. Equated monthly instalments will commence from the 3rd of the month following the month in which disbursement has been made.	The facility is secured by way of: An exclusive and first ranking (floating) charge by way of hypothecation over the receivables under each loan extended by the Company and any other asset, property or right that the borrower acquires using the proceeds of the facility. The Company is required to maintain a minimum security cover of 1.10 times.	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
						A demand promissory note and a letter of continuity.		
25.	Manappuram Finance Limited Date of Sanction: September 29, 2022	Term Loan	INR 350.00	INR 299.02	Tenor: 36 months The Company shall repay the principal amount outstanding on the facility by way of instalments of INR 1,14,60,189/- to be paid at the end of every month from the subsequent month of full disbursement. Interest to be paid on a monthly basis.	First and exclusive charge over the unencumbered portfolio of housing loan finance/ personal loan generated by the Company under the facility along with the receivables thereof. The Company is required to maintain a minimum security cover of 1.10 times.	CRISIL A/Stable	Standard
26.	IndusInd Bank Limited Date of Sanction: September 29, 2022	Term Loan	INR 500.00	INR 327.00	Tenor: 18 months The Company shall repay the loan in 6 equal quarterly instalments of INR 83.33 mn. Interest to be paid as and when due (interest shall be serviced at monthly rests).	Exclusive first charge on loan receivables including cash & cash equivalents created out of the disbursed proceeds of the sanctioned facility of IndusInd Bank to cover 1.10 times of the principal outstanding on the facilities availed at all times.	CRISIL A/Stable	Standard
27.	Hinduja Leyland Finance Limited (Term Loan 1) Date of Sanction: December 28, 2022	Term Loan	INR 220.00	INR 200.29	Tenor: 30 months The Company shall repay the facility in 30 equal instalments commencing 1	First and exclusive charge on all unencumbered receivables of the Company under this facility as on disbursement	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
					month after the disbursement date.	date with underlying securities. Minimum security cover of 1.10 times to be maintained.		
28.	Yes Bank Limited Date of Sanction: April 13, 2022	Term Loan	INR 500.00	INR 303.17	Tenor: 20 months The facility is to be repaid in 20 equal monthly instalments starting from the 1st month post disbursement for each tranche.	First and Exclusive charge on all specific standard loan assets/book debts, both present and future assigned/created out of the Yes Bank finance to the extent of 1.20x of the facility amount outstanding at any point of time with DPD of <30.	CRISIL A/Stable	Standard
29.	Ujjivan Small Finance Bank Limited Date of sanction: December 15, 2022	Term Loan	INR 250.00	INR 207.63	Tenor: 18 months Principal repayment shall be made in 5 quarterly instalments after a moratorium period of 1 month calculated from the date of disbursement of the first tranche. Interest to be paid monthly or as and when debited.	First ranking, exclusive and continuing charge on the identified standard loan receivables of the Company originated under this term loan facility including all contractual rights and assets. Book debts overdue by more than 89 days shall not be considered for this purpose. The Company is required to maintain a minimum security cover of 110 %. Undated cheques have been provided.	CRISIL A/Stable	Standard
30.	Aditya Birla Finance Limited	Term Loan	INR 250.00	INR 248.47	Tenor: 18 months	First and exclusive floating charge on the specified	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
	Date of Sanction: March 03, 2023				Repayment shall be made in 18 equal monthly instalments payable on the last working day of each month.	Book debts of the Company which are identified by the Company. The Company is required to maintain a security cover of 1.10 times the facility amount. The Company has also provided a demand promissory note to the extent of the principal amount of the facility.		
31.	Kisetsu Saison Finance (India) Private Limited (Credit Saison India) Date of sanction: February 27, 2023	Term Loan	INR 150.00	INR 150.19	Tenor: 27 months from the date of its drawdown The principal amount of the facility to be repaid in 9 equal instalments payable on a quarterly basis, on the 15th day of the last month of every 3 month period from the date of disbursement. Interest shall be payable on the 15th day of every month from the date of disbursement.	First and exclusive charge by way of hypothecation over the receivables under the asset portfolio originated from the proceeds of the term loan granted by Kisetsu Saison Finance (India) Private Limited, any other asset, property or right that the Company acquires using the proceeds of the facility granted by Kisetsu Saison Finance (India) Private Limited. Receivables overdue by 90 days re required to be replaced by the Company. This term loan is also secured by undated cheques issued by the Company.	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
						Minimum security cover of 1.10 times the outstanding amount is to be maintained.		
32.	Hinduja Leyland Finance Limited (Term Loan 2) Date of Sanction: March 27, 2023	Term Loan	INR 500.00	INR 500.41	Tenor: 24 months The facility shall be repaid in 24 equal monthly instalments starting from the first month of disbursement of the facility.	First and exclusive charge on all unencumbered receivables of the Company originated from this facility. The Company is required to maintain a minimum-security cover of 1.10 times.	CRISIL A/Stable	Standard
33.	ICICI Bank Limited Date of Sanction: February 27, 2023	Term loan	INR 500.00	INR 457.02	Tenor: 12 months The facility shall be repaid in 12 equal monthly instalments commencing from the last date of the first month from the date of disbursement of each tranche.	Exclusive charge on all amounts owing to, and received and/or receivable by, the Company and/or any person on its behalf, all book debts (the book debts not to include amounts overdue beyond 30 days), all cash flows and receivables and proceeds arising from/ in connection with its business, and all rights, title , interest, benefits, claims and demands of the Company whatsoever in, or in respect of all of the aforesaid assets, including but not limited to the Company's cash-in-hand, both present and future. Minimum security cover of 1.10 times (excluding over dues	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
						> 30 days) to be maintained.		
34.	Karur Vysya Bank Date of Sanction: March 31, 2023	Term loan	INR 300.00	INR 297.00	Tenor: Door to door tenor of 24 months The facility shall be repayable in 22 months instalments after a moratorium of 2 months from the date of first disbursement. Interest to be serviced monthly as and when debited.	Exclusive charge b way of hypothecation of the loan receivables and book debts of the Company arising from the loans and advances made by the Company. The Company is required to maintain a minimum security cover of 1.10 times.	CRISIL A/Stable	Standard
35.	Manappuram Finance Limited Date of Sanction: March 29, 2023	Term loan	INR 250.00	INR 249.54	Tenor: 36 months The principal and interest of the facility shall be repayable in equated monthly instalments to be paid at the end of every month from the subsequent month of full disbursement.	First and exclusive charge on identified and unencumbered portfolio of housing loan finance/ personal loan generated by the Company under the facility along with receivables thereunder. The Company is required to maintain a security cover of 1.10 times.	CRISIL A/Stable	Standard
36.	Piramal Enterprises Limited Date of sanction: March 10, 2023	Term loan	INR 500.00	INR 499.87	Tenor: 24 months from the first disbursement of the facility. The facility shall be repaid in 24 equal monthly principal instalments. Interest	Exclusive charge over the allocated/specified book debts of the Company, both present and future, the DPD of which should not be more than 30. The Company is required to	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
					shall be payable monthly from the first month of disbursement of the facility.	maintain a minimum security cover of 110 %.		
37.	Yes Bank Limited Date of Sanction: February 15, 2023	Term loan	INR 635.00	INR 609.73	Tenor: 24 months The repayment shall be made in 24 equal principal instalments. Interest to be paid monthly.	First and Exclusive charge on all specific standard loan assets/book debts, both present and future assigned/created out of the Yes Bank finance to the extent of 1.10x of the facility amount outstanding at any point of time with DPD of <30.	CRISIL A/Stable	Standard
38.	MAS Financial Services Limited (Term Loan 23, 24, 25 and 26) Date of sanction: February 06, 2023	Term loan	INR 250.00	INR 237.06	Tenor: 18 months Principal repayment will be made in 18 monthly principal instalments starting from the date of disbursement. Interest to be serviced on a monthly basis.	First and exclusive hypothecation charge over specific pool of receivables/book debts from loan assets. The Company is required to maintain a minimum security cover of 1.10 times. Post dated cheques for each of the term loans have been provided. Demand Promissory Notes.	CRISIL A/Stable	Standard
39.	State Bank of India Date of sanction: September 15, 2023	Term Loan	INR 2,500.00	INR 2,467.71	Tenor: 48 months and a moratorium of 3 months Principal repayment is to be	First and exclusive charge over present and future unencumbered standard home loan/personal loan	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
					made in 15 equal quarterly instalments of INR 16.67 crores each, after an initial moratorium period of 3 months. Interest to be serviced as and when due	receivables or book debts created out of home loan/persona loan assets (excluding receivables which are overdue) of the Company, out of which 50% of the receivables must be home loan receivables. Security cover of 1.25 times the outstanding principal and interest to be maintained at all times during the tenor of the facility.		
40.	Utkarsh Small Finance Bank Limited Date of sanction: June 14, 2023	Term Loan	INR 250.0	INR 166.37	Tenor: 18 months Principal repayments and interest payments to be made in 18 monthly instalments.	First and exclusive charge over loan assets/book debts of the Company created out of the funding by Utkarsh Small Finance Bank Limited. Security cover of 1.15 times to be maintained. Demand, promissory note, has been provided by the Company	CRISIL A/Stable	Standard
41.	Northern Arc Capital Limited Date of sanction: October 31, 2023	Term Loan	INR 250.00	INR 249.81	Tenor: 24 months Principal repayment to be made in 19 monthly instalments after a moratorium period of 5 months. Interest to be serviced in 24	First and exclusive charge by way of hypothecation over the receivables under the loans disbursed by the Company using the proceeds of this facility from Norther Arc Capital Limited (being	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
					monthly instalments.	personal loans) including any other asset, property or right acquired by the Company from the proceeds of the Norther Arc Capital Limited facility. Security cover of 1.10 times to be maintained at all times. Demand promissory note has been provided by the Company.		
42.	MAS Financial Services Limited (Term Loan 27, 28, 29 and 30) Date of sanction: April 20, 2023	Term loan	INR 250.00	INR 166.65	Tenor: 18 months Principal repayment to be made in monthly instalments after a moratorium period of 2 months. Interest to be serviced monthly.	First and exclusive hypothecation charge over identified receivables. The Company is required to maintain a minimum security cover of 1.10 times. Post dated cheques for each of the term loans have been provided. Demand Promissory Notes have been provided.	CRISIL A/Stable	Standard
43.	Canara Bank Date of sanction: August 23, 2023	Term loan	INR 750.00	INR 660.58	Tenor: Door to door tenor of 36 months Principal repayment to be made in 36 monthly instalments.	Exclusive charge on specific standard book debts/loan receivables of the Company. Security cover of .10 times to be maintained at all times.	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
44.	Bank of Maharashtra Date of sanction: September 21, 2023	Term loan	INR 1,000.00	INR 983.29	Tenor: 36 months and a moratorium of 3 months Principal amount to be repaid in 11 equal quarterly instalments. Interest to be serviced as and when due.	Exclusive charge by way of hypothecation over standard receivables/book debts created out of bank finance excluding overdue receivables. Minimum security cover of 1.15x to be maintained (80% personal loans and 20% home loans asset cover).	CRISIL A/Stable	Standard
45.	AU Small Finance Bank Limited Date of sanction: May 29, 2023	Term loan	INR 740.00	INR 369.46	Tenor: 12 months Principal repayment to be made in 12 monthly instalments from the date of disbursement. Interest to be serviced monthly.	Exclusive charge over present and future loan receivables of the Company. Minimum security cover of 110% of the principal outstanding to be maintained at all times during the tenor. The Company has also provided post dated cheques and demand promissory note to AU Small Finance Bank Limited.	CRISIL A/Stable	Standard
46.	Federal Bank Limited Date of sanction: August 08, 2023	Term loan	INR 500.00	INR 414.45	Tenor: 24 months Principal repayment to be made in 24	First and exclusive charge on specific loan receivables arising out of on- lending by the Company with a maximum DPD of 30 days. Minimum	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
					monthly instalments of INR 2.09 crores each. Interest to be serviced as and when due.	security cover of 1.10 times to be maintained.		
47.	Hinduja Leyland Finance Limited (Term Loan 3) Date of Sanction: September 21, 2023	Term loan	INR 400.00	INR 354.62	Tenor: 24 months Principal repayment and interest payment to be made in 24 equal monthly instalments.	First and exclusive charge on all unencumbered identified receivables of the Company originated from this facility. The Company is required to maintain a minimum-security cover of 1.10 times.	CRISIL A/Stable	Standard
48.	HDFC Bank Limited Date of sanction: June 27, 2023	Term loan	INR 1,500.00	INR 1,181.68	Tenor: 24 months Principal repayment to be made in 24 equal monthly instalments of INR 62.50 million each.	First and exclusive charge on the current assets (loan receivables must have a DPD of less than 30 days) with a cover of 1.10x of the outstanding loan amount to be maintained at all times.	CRISIL A/Stable	Standard
49.	Bandhan Bank Limited Date of sanction: June 27, 2023	Term loan	INR 750.00	INR 653.35	Tenor: 24 months Principal amount to be repaid in 24 equal monthly instalments with no moratorium. Interest to be serviced monthly.	First and exclusive charge on present and future standard receivables of the Company financed out of Bandhan Bank's funding. The Company is required to maintain a security cover of 1.10 times.	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
50.	Axis Bank Limited Date of sanction: October 26, 2023	Term loan	INR 750.00	INR 746.33	Tenor; 30 months including a moratorium of 6 months. Principal repayment to be made in 24 equal monthly instalments after a moratorium period of 6 months from the date of disbursement. Interest to be serviced monthly.	First and exclusive charge on present and future receivables from standard asset portfolio (excluding receivables of DPD of mor than 90 days) with a minimum asset cover of 1.10 times. The Company is also required to provide undated cheques.	CRISIL A/Stable	Standard
51.	Poonawalla Fincorp Limited Date of sanction: September 26, 2023	Term loan	INR 500.00	INR 470.94	Tenor: 36 months Principal repayment and interest payment to be made on a monthly basis	First and exclusive charge over standard loan receivables with a minimum-security cover of 1.15 times of the outstanding principal amount.	CRISIL A/Stable	Standard
52.	ICICI Bank Limited Date of sanction: November 28, 2023	Term loan	INR 900.00	INR 823.70	Tenor: 12 months Principal amount to be repaid in 12 equal monthly instalments. Interest to be serviced on a monthly basis.	Exclusive charge on receivables of the Company (with 0 DPD) with a minimum security cover of 1.10 times.	CRISIL A/Stable	Standard
53.	IDFC First Bank Limited	Term loan	INR 1,400.00	INR 1,396.36	Tenor: 36 months	Exclusive charge on present and future book	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
	Date of sanction: November 24, 2023				Principal repayment to be made in 30 equal monthly instalments after a moratorium of 6 months. Interest to be serviced monthly.	debts and receivables (with DPD of not more than 60 days). Minimum security cover of 1.10 times to be maintained by the Company.		
54.	Kisetsu Saison Finance (India) Private Limited (Credit Saison India) Date of sanction: September 21, 2023	Term loan	INR 200.00	INR 177.52	Tenor: 27 months Principal repayment to be made in 9 equal quarterly instalments Interest to be servied on a monthly basis.	First and exclusive charge by way of hypothecation over the receivables under the asset portfolio originated from the proceeds of the term loan granted by Kisetsu Saison Finance (India) Private Limited, any other asset, property or right that the Company acquires using the proceeds of the facility granted by Kisetsu Saison Finance (India) Private Limited. Receivables overdue by 90 days re required to be replaced by the Company. This term loan is also secured by undated cheques issued by the Company. Minimum security cover of 1.10 times the outstanding amount is to be maintained.	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
55.	Kotak Mahindra Bank Limited Date of sanction: November 16, 2023	Term loan	INR 500.00	INR 469.45	Tenor: 18 months Principal repayment to be made in 18 equal monthly instalments. Interest to be serviced monthly.	Exclusive charge on the standard loan receivables (with a maximum DPD of 30 days) with a minimum security cover of 1.10 times.	CRISIL A/Stable	Standard
56.	MAS Financial Services Limited (Term Loan 31, 32 and 33) Date of sanction: August 25, 2023	Term loan	INR 300.00	INR 233.33	Tenor: 18 months Principal repayment to be made 18 monthly instalments. Interest to be paid monthly.	First and exclusive hypothecation charge over Identified book debts/loan receivables. The Company is required to maintain a minimum security cover of 1.10 times. Post dated cheques for each of the term loans have been provided. Demand Promissory Notes have been provided.	CRISIL A/Stable	Standard
57.	JM Financial Credit Solutions Limited Date of sanction: December 21, 2023	Term loan	INR 2,000.00	INR 1,977.93	Tenor: 18 months Principal repayment and interest payment to be made in 18 monthly instalments.	First and exclusive charge over identified receivables under standard loan assets/book debts of the personal loan portfolio of the Company (with DPD not more than 30 days). The Company is Required to maintain a minimum security cover of 1.10 times the amount outstanding under this facility. Undated cheques	CRISIL A/Stable	Standard

Sr. No.	Name of Lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023 (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
						have also been provided by the Company.		
Total			INR 35, 555.00	INR 23,264.53				

**Note: This table only captures details relating to scheduled payments. Under the financing documents other amounts such as default, penal or additional interest or premium may be payable on the occurrence of (or absence of) certain events, such prepayment, as also other costs, fees, and indemnity payments and reimbursements. The prepayment premium, where payable, is typically in the range of up to 4.0% of the prepaid amount.*

(b) Details of outstanding unsecured loan facilities, as at the end of preceding quarter:

Our Company's outstanding unsecured loans/facility as on December 21, 2023 amounts to INR 99.79 million (as per IND AS). The details of the borrowings are set out below:

Sr. No.	Name of lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Outstanding Amount (as on December 31, 2023) (in mn)	Repayment Date / Schedule	Credit Rating, if applicable
1.	IDFC First Bank Limited (erstwhile Capital First Limited) Date of sanction: December 16, 2017	Subordinated Unsecured Term Loan	INR 100.00	INR 99.64	Tenor: 84 months Principal shall be payable at the end of 84 months from first disbursement.	-
2.	Axis Bank Limited Date of sanction: October 26, 2023	Loan equivalent Risk	INR 500.00	Nil	Tenor: Maximum of up to 5 years	-

(a) Details of Outstanding Non-Convertible Securities:

The total principal amount of outstanding non-convertible securities issued by our Company as on December 31, 2023, is INR 18,909.90 million, the details of which are set forth below:

Sr. No.	Series of NCS	ISIN	Tenor/ Period of Maturity	Coupon	Amount (in mn.)[13]	Date of Allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security
1.	9.50% - Secured, Rated, Listed, Redeemable, Non-convertible Debenture, Date of Maturity – December 31, 2024	INE342T07114	35 months 14 days from the deemed date of allotment	9.50% p.a.	INR 350.00 Outstanding (as on December 31, 2023): INR 115.44	January 18, 2022	December 31, 2024	IND A/Stable	Secured	First ranking and exclusive charge by way of hypothecation over the identified receivables (excluding loans overdue by more than 90 days). Minimum security cover of 1.10x to be maintained.
2.	BSE Sensex Linked, Secured, Rated, Listed, Redeemable, Principal Protected Market Linked Non-convertible Debentures, Date of Maturity – July 31, 2024	INE342T07122	30 months from the deemed date of allotment	9.25% p.a14	INR. 500.00 Outstanding (as on December 31, 2023): INR 498.00	January 28, 2022	July 31, 2024	Ind PP-MLD Aemr /Stable	Secured	First ranking and exclusive charge by way of hypothecation over the identified receivables (excluding loans overdue by more than 90 days). Security cover of 1.10x to be maintained.
3.	G-Sec Linked, Secured, Rated, Listed, Redeemable, Principal Protected, Market Linked Non-convertible Debentures, Date of Maturity - February 23, 2024	INE342T07148	24 months from the deemed date of allotment	8.60% p.a15	INR 1,000.00 and additional green shoe option of INR 500.00 Outstanding (as on December 31, 2023): INR 998.56	February 23, 2022	February 23, 2024	IND PP-MLD Aemr/ stable	Secured	First ranking and exclusive charge by way of hypothecation over the identified standard receivables. Minimum security cover of 1.10x to be maintained.
4.	G-sec Linked, Secured, Rated, Unlisted, Market	INE342T07163	38 months from the deemed	9.90% p.a.	INR 300.00 Outstanding (as on December	March 31, 2022	May 31, 2025	PP MLD Aemr/ Stable	Secured	First ranking and exclusive charge by way of hypothecation over the

Sr. No.	Series of NCS	ISIN	Tenor/ Period of Maturity	Coupon	Amount (in mn.)[13]	Date of Allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security
	Linked, Principal Protected, Non-convertible Debentures, Date of Maturity – May 31, 2025		date of allotment		31, 2023): INR 299.71					identified receivables (excluding loans overdue by more than 90 days). Minimum security cover of 1.10x to be maintained.
5.	G-sec Linked, Secured, Rated, Listed, Redeemable, Principal Protected, Market Linked Non-convertible Debentures, Date of Maturity – March 15, 2024	INE342T07155	24 months from the deemed date of allotment	8.60% p.a.	INR 1,000.00 and additional green shoe option of INR 500.00 Outstanding (as on December 31, 2023): INR 1,497.06	March 15, 2022	March 15, 2024	Ind PP-MLD Aemr /Stable	Secured	First ranking and exclusive charge by way of hypothecation over the identified standard receivables. Minimum security cover of 1.10x to be maintained.
6.	G-sec Linked, Secured, Rated, Listed, Redeemable, Principal Protected, Market Linked Non-convertible Debentures, Date of Maturity- February 28, 2024	INE342T07239	19 months from the deemed date of allotment	8.65% p.a.18	INR 1,000.00 and additional green shoe option of INR 500.00 Outstanding (as on December 31, 2023): INR 997.94	July 28, 2022	February 28, 2024	Ind PP-MLD Aemr /Stable	Secured	First ranking and exclusive continuing charge over certain identified receivables out of the assets under management such that the security cover is maintained at 1.10x.
7.	10.50% Unsecured Rated, Listed, Redeemable, Principal	INE342T08047	2 years, 7 months and 25 days from	10.50% p.a	NR 350.00 Outstanding (as on December	December 06, 2022	July 31, 2025	Ind A/Stable	Unsecured	The issue is currently unsecured but is proposed to be secured by way of an exclusive, first ranking and

Sr. No.	Series of NCS	ISIN	Tenor/ Period of Maturity	Coupon	Amount (in mn.)[13]	Date of Allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security
	Protected, Market Linked Non-convertible Debentures, Date of Maturity- February 28, 2024		the deemed date of allotment		31, 2023): INR 346.17					continuing charge on the identified receivables of the Company within 15 calendar days from the end of 12 months from the deemed date of allotment. Company to maintain a minimum security cover of 1.10 times
	9.90% Secured, Rated, Unlisted, Redeemable, Nonconvertible Debenture, Date of Maturity - January 05, 2024	INE342T07338	1 year and 6 days from the deemed date of allotment	9.90% p.a	INR 1000.00 and additional green shoe option of INR 250.00 Outstanding (as on December 31, 2023): INR 999.82	December 30, 2022	January 05, 2024	Ind A/Stable	Secured	First ranking, exclusive charge over certain identified receivables of the Company together with all rights, title and interest thereto. Company to maintain a security cover of 1.10 times. (Receivables overdue for more than 30 days shall not be considered for this purpose
9.	9.40% Secured, Rated, Listed, Redeemable, Non-convertible Debentures, Series III, Date of Maturity - September 08, 2024 and 9.75% Secured, Rated, Listed, Redeemable, Non-convertible Debentures, Series IV, Date of	Series III: INE342T07205; and Series IV: INE342T0721319	27 months from the deemed date of allotment	Series III: 9.40% p.a. and Series IV: 9.75% p.a.	INR 3,000.00 with an additional green shoe optionof INR 3,000.00 Outstanding (as on December 31, 2023): INR 624.52	June 08, 2022	September 08, 2024	IND A/Stable	Secured	First ranking, exclusive and continuing charge by way of hypothecation on the identified book debts of the Company. The Company is required to maintain a minimum security cover of 1.10x.

Sr. No.	Series of NCS	ISIN	Tenor/ Period of Maturity	Coupon	Amount (in mn.)[13]	Date of Allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security
	Maturity - September 08, 2024									
10.	9.5% Secured, Rated, Listed, Redeemable, Non-convertible Debentures, Date of Maturity - September 30, 2024	INE342T07247	25 months and 6 days from the deemed date of allotment	9.50% p.a.	INR 300.00 Outstanding (as on December 31, 2023): INR 179.07	August 25, 2022	September 30, 2024	IND A/ Stable	Secured	First ranking, exclusive and continuing charge by way of hypothecation over the identified receivables of the Company. A minimum security cover of 1.10x to be maintained.
11.	G-Sec Linked, Secured, Rated, Listed, Redeemable, Principal Protected, Market Linked Non-convertible Debentures, Date of Maturity- May30, 2024	INE342T07312	18 months from the deemed date of allotment	9.00% p.a.20	INR 1,000.00 including a green shoe option of INR 250.00 Outstanding (as on December 31, 2023): INR 994.16	November 30, 2022	May 30, 2024	Ind PP-MLD Aemr/Stable	Secured	First ranking, exclusive and continuous charge by way of hypothecation over the identified receivables of the Company together with.
12.	G-sec Linked, Secured, Rated, Listed, Redeemable, Principal Protected, Market Linked Non-convertible Debentures, Date of Maturity March 27, 2024	INE342T07262	18 months from the deemed date of allotment	9.00% p.a.21	INR 2,000.00 including green shoe option of INR 1,000.00 Outstanding (as on December 31, 2023):	September 28, 2022	March 27, 2024	Ind PP-MLD Aemr/Stable	Secured	First ranking, exclusive and continuous charge by way of hypothecation over the identified receivables of the Company together with all right, title and interest thereto. A minimum-security cover of 1.10x to be maintained.

Sr. No.	Series of NCS	ISIN	Tenor/ Period of Maturity	Coupon	Amount (in mn.)[13]	Date of Allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security
					INR 997.70					
13.	G-sec Linked, Secured, Rated, Unlisted, Redeemable, Principal Protected, Non-convertible Debentures., Date of Maturity - January 30, 2026	INE342T07254	40 months and 4 days from the deemed date of allotment	9.90% p.a.22	INR 450.00 Outstanding (as on December 31, 2023): INR 428.15	September 26, 2022	January 30, 2026	IND PP MLD Aemr/Stable	Secured	First ranking, exclusive and continuous charge by way of hypothecation over the identified receivables of the Company together with all right, title and interest thereto. A minimum security cover of 1.10x to be maintained.
14.	9.50% Secured, Rated, Unlisted, Redeemable, Non-convertible Debentures, Date of Maturity - February 28, 2024	INE342T07346	12 months and 6 days from the deemed date of allotment	9.50 % p.a.	INR 500.00 (including a green shoe option of INR 350.00) Outstanding (as on December 31, 2023): INR 499.31	February 23, 2023	February 28, 2024	Ind A/Stable	Secured	First ranking, exclusive and continuous charge by way of hypothecation over the identified receivables of the Company together with all right, title and interest thereto. A minimum security cover of 1.10x to be maintained.
15.	2% Secured, Rated, Listed, Redeemable, Non-convertible Debentures, Date of Maturity – November 29, 2024	INE342T07361	18 months from the deemed date of allotment	9.25%p.a.23	INR 1,000.00 (including a green shoe option of INR 500.00) Outstanding (as on December 31, 2023): INR 734.59	May 29, 2023	November 29, 2024	India A/Stable	Secured	First ranking, exclusive and continuous charge by way of hypothecation over the identified receivables and book debts of the Company together with all right, title and interest thereto. A minimum security cover of 1.10x to be maintained.
16.	10.25% Secured, Rated, Listed, Redeemable, Non-	INE342T07429	36 months and 20 days from the	10.25% p.a.	INR 1,000.00 (including a green shoe option of INR	December 11, 2023	December 31, 2026	IndRa A/Stable	Secured	First ranking, exclusive and continuous charge by way of hypothecation over the identified receivables and book

Sr. No.	Series of NCS	ISIN	Tenor/ Period of Maturity	Coupon	Amount (in mn.)[13]	Date of Allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security
	convertible Debentures, Date of Maturity – December 31, 2026		deemed date of allotment		500.00) Outstanding (as on December 31, 2023): INR 976.49					debts of the Company together with all right, title and interest thereto. A minimum security cover of 1.10x to be maintained.
17.	9.75% Secured, Rated, Listed, Redeemable, Non - convertible Debentures, Series I, Date of Maturity - January 18, 2025; (ii) 10.25% Secured, Rated, Listed, Redeemable, Non-convertible Debentures, Series II, Date of Maturity– October 18, 2025 (iii) 10.75% Secured, Rated, Listed, Redeemable, Non-convertible Debentures, Series III, Date of Maturity October 18, 2025 (iv) 10.50% Secured, Rated, Listed, Redeemable, Non-convertible Debentures, Series IV, Date of Maturity – July 18, 2026 (v) 11.02% Secured, Rated, Listed,	Series I: INE342T07411, Series II: INE342T07379, Series III: INE342T07395, Series IV: INE342T07387 and Series V: INE342T07403	Series I: 18 months from the deemed date of allotment, Series II:27 months from the deemed date of allotment, Series III: 27 months from the deemed date of allotment, Series IV: 36 months from the deemed date of allotment and Series V: 36 months from the deemed date of allotment	Series I: 9.75% p.a., Series II: 10.25% p.a., Series III: 10.75% p.a., Series IV: 10.50% p.a. ad Series V: 11.02% p.a.	INR 2,500.00 with an additional green shoe option of INR 2,500.00 Outstanding (as on December 31, 2023): INR 4,713.64	July 18, 2023	Series I: January 18, 2025, Series II: October 18, 2025, Series III: October 18, 2025, Series IV: July 18, 2026 and Series V: July 18, 2026	IND A/Stable and CRISIL A/Stable	Secured	First ranking, exclusive and continuing charge by way of hypothecation On the identified book debts of the Company. The Company is required to maintain a minimum security cover of 1.10x.

Sr. No.	Series of NCS	ISIN	Tenor/ Period of Maturity	Coupon	Amount (in mn.)[13]	Date of Allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security
	Redeemable, Non-convertible Debentures, Series V, Date of Maturity – July 18, 2026									
18.	9.50% Unsecured, Unrated, Unlisted, Redeemable, Non -convertible Debentures, Date of Maturity – December 31, 2024	INE342T08062	58 months from the deemed date of allotment	9.50%	INR 18,761.05 Outstanding (as on December 31, 2024	March 30, 2020	December 31, 2024	-	Unsecured	-

(b) Details of commercial papers issuances as on the preceding quarter (as on December 31, 2023):

Sr. No.	Series of NCS	ISIN	Tenor/ Period of Maturity	Coupon	Amount Outstanding (in million)	Date of Allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security	Other details viz. details of Issuing and Paying Agent, details of Credit Rating Agencies
1.	CP-74	INE342T14755	210 days	Discount rate – 9.00% p.a.	INR 475.38	August 21, 2023	March 28, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
2.	CP-77	INE342T14789	104 days	Discount rate – 9.25% p.a.	INR 194.86	September 20, 2023	January 02, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
3.	CP-78	INE342T14797	182 days	Discount rate – 8.90% p.a.	INR 47.88	September 26, 2023	March 26, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE

Sr. No.	Series of NCS	ISIN	Tenor/ Period of Maturity	Coupon	Amount Outstanding (in million)	Date of Allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security	Other details viz. details of Issuing and Paying Agent, details of Credit Rating Agencies
4.	CP-80	INE342T14805	175 days	Discount rate – 10.00% p.a.	INR 190.85	September 29, 2023	March 22, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
5.	CP-81	INE342T14839	120 days	Discount rate – 9.25% p.a.	INR 242.62	October 04, 2023	February 01, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
6.	CP-82	INE342T14821	120 days	Discount rate – 9.25% p.a.	INR 145.57	October 05, 2023	February 02, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
7.	CP-83	INE342T14847	91 days	Discount rate – 9.00% p.a.	INR 264.07	October 06, 2023	January 05, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
8.	CP-84	INE342T14854	162 days	Discount rate – 9.10% p.a.	INR 144.18	October 11, 2023	March 21, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
9.	CP-85	INE342T14862	91 days	Discount rate – 9.00% p.a.	INR 6.36	October 11, 2023	January 10 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
10.	CP-86	INE342T14888	91 days	Discount rate – 9.25% p.a.	INR 97.75	October 20, 2023	January 19, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE

Sr. No.	Series of NCS	ISIN	Tenor/ Period of Maturity	Coupon	Amount Outstanding (in million)	Date of Allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security	Other details viz. details of Issuing and Paying Agent, details of Credit Rating Agencies
11.	CP-87	INE342T14896	153 days	Discount rate – 9.25% p.a.	INR 385.07	October 26, 2023	March 27, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
12.	CP-88	INE342T14870	94 days	Discount rate – 9.25% p.a.	INR 244.18	October 27, 2023	January 29, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
13.	CP-89	INE342T14904	92 days	Discount rate – 9.25% p.a.	INR 244.30	October 30, 2023	January 30, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
14.	CP-90	INE342T14912	120 days	Discount rate – 9.75% p.a.	INR 290.68	October 31, 2023	February 28, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
15.	CP-91	INE342T14920	180 days	Discount rate – 10.00% p.a.	INR 142.95	November 17, 2023	May 15, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
16.	CP-92	INE342T14938	123 days	Discount rate – 9.25% p.a.	INR 96.98	November 17, 2023	March 19, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
17.	CP-93	INE342T14946	97 days	Discount rate – 8.90% p.a.	INR 48.84	December 12, 2023	March 18, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE

Sr. No.	Series of NCS	ISIN	Tenor/ Period of Maturity	Coupon	Amount Outstanding (in million)	Date of Allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security	Other details viz. details of Issuing and Paying Agent, details of Credit Rating Agencies
18.	CP-94	INE342T14953	91 days	Discount rate – 9.25% p.a.	INR 263.91	December 14, 2023	March 14, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
19.	CP-95	INE342T14961	185 days	Discount rate – 9.30% p.a.	INR 95.50	December 22, 2023	June 24, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
20.	CP-95	INE342T14979	100 days	Discount rate – 9.25% p.a.	INR 243.82	December 27, 2023	April 05, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
21.	CP-96	INE342T14987	89 days	Discount rate – 9.25% p.a.	INR 97.79	December 27, 2023	March 25, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
22.	CP-97	INE342T14995	97 days	Discount rate – 9.25% p.a.	INR 195.20	December 28, 2023	April 03, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE
23.	CP-98	INE342T14AA1	97 days	Discount rate – 9.25% p.a.	INR 92.72	December 29, 2023	April 04, 2024	IND A1/CARE A1	Unsecured	-	IPA – HDFC Bank. Credit Agencies – India Ratings and CARE

(c) List of top 10 holders of non-convertible securities in terms of value as on December 31, 2023 (on a cumulative basis):

(₹ in million)

Sr. No	Name of Holder	Category of Holder	Face Value Of Holding	Holding as a % of Total Outstanding Non-Convertible Securities of Issuer
1.	Navi Technologies Limited	Corporate	3,000.56	15.73%
2.	Sundaram Finance Ltd	Corporate	1,000.00	5.24%
3.	Aditya Birla Finance Limited	Corporate	919.55	4.82%
4.	Sporta Technologies Private Limited	Corporate	760.00	3.99%
5.	Vivriti Alpha Debt Fund	AIF	436.21	2.29%
6.	Edge Credit Opportunities Fund	AIF	350.00	1.84%
7.	SK Finance Limited	Corporate	335.30	1.76%
8.	Oxyzo Financial Services Private Limited	Corporate	300.00	1.57%
9.	Northern Arc Capital Limited	Corporate	272.02	1.43%
10.	Northern Arc Money Market Alpha Trust	AIF	253.00	1.33%
	Total		**7,626.64**	**40.00%**

(d) List of top 10 holders of commercial papers in terms of value as on December 31, 2023 (on a cumulative basis):

Sr. No	Name of Holder of Commercial Paper	Category of Holder	Face Value of Holding26 (in millions)	Holding as a % of total commercial paper outstanding of the Company
1.	SK Finance Limited	Corporate	INR 900.00	20.49%
2.	Metro Brands Limited	Corporate	INR 650.00	14.80%

Sr. No	Name of Holder of Commercial Paper	Category of Holder	Face Value of Holding26 (in millions)	Holding as a % of total commercial paper outstanding of the Company
3.	Northern Arc Money Market Alpha Trust	AIF	INR 650.00	14.80%
4.	Raymond Consumer Care Limited	Corporate	INR 500.00	11.39%
5.	Venkatesh Ramarathinam	Individual	INR 450.00	10.25%
6.	Dvara Kshetriya Gramin Financial Services Private Limited	Corporate	INR 250.00	5.69%
7.	Uniparts India Limited	Corporate	INR 250.00	5.69%
8.	India Energy Exchange Limited	Corporate	INR 200.00	4.55%
9.	CE Info Systems Limited	Corporate	INR 100.00	2.28%
10.	V.M. Salgaocar and Brother Private Limited	Corporate	INR 100.00	2.28%
	TOTAL		INR 4,050.00	92.22 %

(e) Details of bank fund based facilities/ rest of the borrowings (if, any including hybrid debt like FCCBs, Optionally Convertible Debentures/ Preference Shares) from financial institutions or financial creditors:

As of December 31, 2023 our Company has no outstanding amounts in relation to hybrid debt like FCCB, optionally convertible debenture/ preference shares.

Our Company's outstanding cash credit, working capital demand loans, overdraft facilities and other facilities as on December 31, 2023, amounts to INR 593.14 million (as per IND AS). The details of the borrowings are set out below:

Sr. No.	Name of lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Amount Outstanding (as on March 31, 2024) (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
1.	Yes Bank Limited Date of	Bank guarantee against 100 % fixed	INR 849.90	Nil[4]	Tenor: up to 12 months	Not applicable as 100 % fixed	-	Standard

Sr. No.	Name of lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Amount Outstanding (as on March 31, 2024) (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
	Sanction: February 15, 2023	deposit margin				deposit margin has been obtained and a lien over the fixed deposits are required to be marked in favour of Yes Bank Limited.		
2.	IndusInd Bank Date of Sanction: September 29, 2022	Working capital demand loan	INR 250.00	INR 246.16	Minimum of 7 (seven) days and maximum of 12 (twelve) months from the date of availment.	Exclusive first charge on loan receivables including cash & cash equivalents created out of the disbursed proceeds of the sanctioned facility of IndusInd Bank to cover 1.10 times of the principal outstanding on the facilities availed at all times.	CRISIL A1	Standard
3.	Bandhan Bank Limited Date of sanction: June 27, 2023	Overdraft	INR 100.00	INR 100.00	Tenor: 12 months Interest to be paid monthly.	First and exclusive charge on both present and future standard receivables of the Company with a minimum security cover of 1.10 times.	CRISIL A1	Standard

Sr. No.	Name of lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Amount Outstanding (as on March 31, 2024) (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
4.	IDFC First Bank Limited Date of sanction: November 24, 2023	Cash credit/Overdraft	INR 10.00	Nil5	Maximum tenor of 12 months. Repayable on demand.	Exclusive charge on Present and Future book debts and receivables (with DPD of not more than 60 days). Minimum security cover of 1.10 times to be maintained by the Company.	-	Standard
5.	Kotak Mahindra Bank Limited November 16, 2023	Overdraft	INR 1.00	Nil6	Repayable on demand.	Fixed deposit to the extent of 100% of the total facility amount.	-	Standard
6.	Bank of Maharashtra Date of sanction: September 30, 2023	Cash credit against deposit	INR 0.09	Nil7	Maximum tenor of up to 12 months.	Fixed deposit to the extent of INR 1 million of the total facility amount lien marked in favour of the bank.	-	Standard
7.	HDFC Bank Limited Date of sanction: November 15, 2023	Cash credit and overdraft	INR 1.00	Nil8	Repayable on demand. Maximum tenor of up to 12 months.	Fixed deposit to the extent of INR 1 million (the total facility amount) lien marked in favour of HDFC Bank.	-	Standard
8.	Yes Bank Limited	Overdraft against 100 % fixed deposit	INR 0.10	Nil9	Tenor: up to 12 months	Fixed deposit to the extent of 100%	-	Standard

Sr. No.	Name of lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Amount Outstanding (as on March 31, 2024) (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
	Date of sanction: February 24, 2023				Repayable on demand Interest shall be computed from the date of disbursement of the facility and shall be payable monthly in each year on the first day of each calendar month.	of the total facility amount lien marked in favour of the bank		
9	ICICI Bank Limited Date of sanction: November 21, 2023	Overdraft against fixed deposits	INR 263.68	Nil[10]	Maximum tenor of up to 12 months.	Fixed deposit to the extent of INR 311.61 million of the total facility amount lien marked in favour of the bank.	-	Standard
10.	ICICI Bank Limited Date of sanction: September 18, 2023	Overdraft against fixed deposits	INR 282.00	Nil[11]	Maximum tenor of up to 12 months.	Fixed deposit to the extent of INR 318.01 million of the total facility amount lien marked in favour of the bank.	-	Standard
11.	HDFC Bank Limited Date of sanction: October 31, 2023	MM-PSR	INR 6,666.67	INR 246.78	Repayable on demand.	Fixed Deposit in respect of a certain percentage of the MM-PSR Facility.	-	Standard
12.	Yes Bank	Overdraft against	INR 144.29	INR 0.19	Repayable on	Fixed deposit to	-	Standard

Sr. No.	Name of lender	Type of Facility	Amount Sanctioned (in mn.)	Principal Amount Outstanding (as on March 31, 2024) (in mn.)	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
	Limited Date of sanction: September 07, 2023	fixed deposit			demand. Maximum tenor of 12 months.	the extent of INR 151.50 million of the total facility amount lien marked in favour of the bank.		

20. The amount of corporate guarantee or letter of comfort issued by the issuer along with name of the counterparty (like name of the subsidiary, joint venture entity, group company, etc.) on behalf of whom it has been issued, contingent liability including debt service reserve account guarantees/ any put option etc.

As on date of this General Information Document, no corporate guarantees have been issued by the Company.

21. Details of any outstanding borrowing taken / debt securities issued for consideration other than cash and whether such borrowing / debt securities have been taken / issued: (i) in whole or part, (ii) at a premium or discount, or (iii) in pursuance of an option or not:

As on March 31, 2024, our Company has no outstanding borrowings taken / debt securities issued for consideration other than cash; whether (i) in whole or part; (ii) at a premium or discount, or (iii) in pursuance of an option or not.

22. Details of all defaults and/or delay in payments of interest and principal of any kind of term loans, debt securities, commercial paper (including technical delay) and other financial indebtedness including corporate guarantee or letters of comfort issued by the Company, in the preceding 3 (three) years, including the current financial year:

As on the date of this General Information Document, our Company has not rescheduled, delayed or defaulted in payment of principal or interest on any existing term loan, debt security and other financial indebtedness including corporate guarantees issued by our Company, in the past 3 (three) years and the current financial year.

23. Where the Issuer is a non-banking finance company or housing finance company, the following disclosures on Asset Liability Management (ALM) as per the latest audited financials:

A. Details with regard to lending done out of the issue proceeds of earlier issuances of debt securities (whether public issue or private placement by NBFC) including details regarding the following:

(a) Lending Policy:

Products Name	Digital Personal Loan	Home Loan
Purpose of Loan	Varied personal purposes of Borrowers	Purchase/construction of property
Target Customer	Salaried & Self Employed	Salaried & Self Employed
Ticket Size	Upto ₹20 Lakh	₹10 lakhs to ₹1.5 Crores
Tenor	Upto 84 months	Upto 25 years
ROI Range	12% to 36%	From 6.95%
Type of Security	Unsecured	Underline Housing property
LTV (%)	Not Applicable	Upto 95%. Average 75%-80%
Guarantee	Not Applicable	Not Applicable
Process Fee	4%	0.50% to 0.70%
Penal	Late Fees- INR 800 Bounce Fees- INR 500	2% of outstanding for EMI default
Repayment frequency	Monthly	Monthly

(b) Classification of loans given to associate or entities related to Board, Key Managerial Personnel, Senior Management, Promoters, etc.:

The Company has not provided any loans/advances to associates, entities / persons related to the Board, key managerial personnel, senior management or our Promoter out of the proceeds of previous public issue and private placements of debentures.

(c) Classification of loans according to type of loans, denomination of loans outstanding by loan to value, sectors, denomination of loans outstanding by ticket size, geographical classification of borrowers, maturity profile etc.:

The detailed breakup of the types of loans given by the Company as on March 31, 2024 is as follows:

S. No.	Particulars	Gross AUM (In ₹million)	Gross AUM (%)
1.	Secured	6,272.43	9.24%
2.	Unsecured	61,637.64	90.76%
Total assets under management (AUM)		**67,910.07**	**100.00%**

Denomination of loans outstanding by LTV as on March 31, 2023 :

LTV band	Outstanding amount (In ₹ millions)	%
Upto 40%	335.41	5.35%
Between 40-50%	265.50	4.23%
Between 50-60%	339.38	5.41%
Between 60-70%	691.06	11.02%
Between 70-80%	2,042.03	32.56%
Between 80-90%	2,490.91	39.71%
More than 90%	108.14	1.72%
Total	6,272.43	100%

The sectoral exposure of loans given by the Company as on March 31, 2023 is as follows:

S. No	Segment- wise breakup of AUM	% of AUM
1.	Retail	
A.	Mortgages (home loans and loans against property)	9.24%
B.	Gold loans	Nil
C.	Vehicle Finance	Nil
D.	MFI (Agriculture and allied services)	Nil
E.	MSME	Nil
2.	Capital market funding (loans against shares, margin funding)	Nil
A.	Others (Services and unsecured personal loans)	90.76%
B.	Wholesale	
C.	Infrastructure	Nil
D.	Real Estate (including builder loans)1	Nil
E.	Promoter Funding	Nil
Total		100.00%

Denomination of loans outstanding by ticket size as on March 31, 2023:

S. No.	Ticket Size	AUM (In ₹ million)	% of AUM
1	Upto Rs. 2 lakh	32,423.77	47.75%
2	Rs. 2- 5 lakh	18,271.94	26.91%
3	Rs. 5 - 10 lakh	10,855.67	15.99%

4	Rs. 10 - 25 lakh	389.98	0.57%
5	Rs. 25 - 50 lakh	1,143.14	1.68%
6	Rs. 50 lakh – 1 crore	2,941.93	4.33%
7	Rs. 1– 5 crore	1,883.65	2.77%
8	Rs. 5– 25 crore	-	0.00%
9	Rs. 25– 100 crore	-	0.00%
10	More than Rs. 100 crore	-	0.00%
Total		**67,910.07**	**100%**

Geographical classification of borrowers as on March 31, 2023:

S. No.	Top Five States	% of AUM
1	Karnataka	14.75%
2	Maharashtra	14.49%
3	Telangana	12.37%
4	Tamil Nadu	7.79%
5	Andhra Pradesh	6.26%
Total		**55.66%**

Maturity profile:
Classification of loans into several maturity buckets

Particulars	Up to 30/31 days	More than 1 month to 2 months	More than 2 months to 3 months	More than 3 months to 6 months	More than 6 months to 1 year	More than 1 year to 3 years	More than 3 years to 5 years	More than 5 years	Total In ₹ millions
Deposits	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	**0.00**
Advances	4,172.92	3,793.38	3,460.92	8,698.03	10,494.12	19,918.46	5,420.46	7,736.92	**63,695.19**
Investments	6,129.87	0.00	0.00	0.00	0.00	0.00	0.00	3,758.55	**9,888.41**
Borrowings	6,322.57	4,474.22	2,724.09	10,053.39	18,950.38	14,222.01	879.66	0.00	**57,626.32**
Foreign Currency Assets	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	**0.00**
Foreign currency liabilities	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	**0.00**

(d) Aggregated exposure to the top 20 borrowers with respect to the concentration of advances, exposures to be disclosed in the manner prescribed by RBI in its stipulations on Corporate Governance for NBFCs or HFCs from time to time:

Aggregated exposure to top 20 borrowers with respect to concentration of advances as on march 31, 2023

	Amount
Total Advances to twenty largest borrowers (in ₹ million)*	509.83
Percentage of Advances to twenty largest borrowers to Total Advances (in %)	0.75%

* *Includes loans and advances and interest accrued thereon.*

Aggregate exposure to top 20 borrowers with respect to concentration of exposures as on March 31, 2023

	Amount
Total exposure to twenty largest borrowers / customers (in ₹ million)	555.90
Percentage of exposures to twenty largest borrowers / customers to total exposure on borrowers / customers (in %)	0.77

(e) Details of loans, overdue and classified as non-performing assets (NPA in accordance with RBI stipulations:

Movement of gross NPAs	Amount (in ₹ million)
(a) Opening gross NPA	258.05

(b) Additions during the year	1,371.53
(c) Reductions during the year	(473.62)
(d) Closing balance of gross NPA	1,155.96

B. Details of borrowings granted by NBFC

(a) A portfolio Summary with regard to industries/ sectors to which of borrowings made by Issuer

S. No	Segment- wise breakup of AUM	% of AUM
	Retail	
A.	Mortgages (home loans and loans against property)	9.24
B.	Gold loans	Nil
C.	Vehicle Finance	Nil
D.	MFI (Agriculture and allied services)	Nil
E.	MSME	Nil
F.	Capital market funding (loans against shares, margin funding)	Nil
G.	Others (Services and unsecured personal loans)	90.76
	Wholesale	
A.	Infrastructure	Nil
B.	Real Estate (including builder loans)1	Nil
C.	Promoter Funding	Nil

D.	Others	Nil
Total		**100.00%**

(b) NPA exposures of the Issuer for the last three financial years (both gross and net exposures) and provisioning made for the same as per the last audited financial statements of the Issuer

Movement of gross NPAs	Amount (in ₹ million)
(a) Opening gross NPA	258.05
(b) Additions during the year	1,371.53
(c) Reductions during the year	(473.62)
(d) Closing balance of gross NPA	1,155.96

Movement of net NPA	Amount (in ₹ million)
(a) Opening balance	11.25
(b) Additions during the year	652.71
(c) Reductions during the year	(462.56)
(d) Closing balance of the Net NPA	201.40

Movement of provisions for NPAs	Amount (in ₹ million)
(a) Opening balance	246.80
(b) Provisions made during the year	718.82
(c) Write-off / write -back of excess provisions	(11.06)

(d) Closing balance	954.56

(c) Quantum and percentage of secured vis-à-vis unsecured borrowings made:

Borrowings	March 23 (in ₹ Cr)	%
Secured	5601.75	81.79
Unsecured	1,246.86	18.21

C. Details of Change in Shareholding

(a) Any change in Promoters' holding during the preceding financial year beyond the threshold as prescribed by RBI

There has been no change in the promoter holding in our Company during the last financial year beyond 26%.
None of the Equity Shares held by the Promoter in our Company are pledged or encumbered otherwise by our Promoter and Promoter Group. Our Company does not have any employee stock option scheme.

D. Disclosure of Assets Under Management

(a) Segment wise breakup

S. No	Segment- wise breakup of AUM	% of AUM
	Retail	
A.	Mortgages (home loans and loans against property)	9.24
B.	Gold loans	Nil
C.	Vehicle Finance	Nil
D.	MFI (Agriculture and allied services)	Nil
E.	MSME	Nil
F.	Capital market funding (loans against shares, margin funding)	Nil

G.	Others (Services and unsecured personal loans)	90.76
	Wholesale	
A.	Infrastructure	Nil
B.	Real Estate (including builder loans)1	Nil
C.	Promoter Funding	Nil
D.	Others	Nil
Total		**100.00%**

(b) Type of loans

S. No.	Particulars	Gross AUM (In ₹million)	Gross AUM (%)
1	Secured	6,272.43	9.24%
2	Unsecured	61,637.64	90.76%
Total assets under management (AUM)		**67,910.07**	**100%**

E. Details of borrowers

(a) Geographical location wise

S. No.	Top Five States	% of AUM
1.	Karnataka	14.75%
2.	Maharashtra	14.49%
3.	Telangana	12.37%

4.	Tamil Nadu	7.79%
5.	Andhra Pradesh	6.26%
Total		**55.66%**

F. Details of Gross NPA

(a) Segment-wise gross NPA as on March 31, 2023

S. No	Segment- wise breakup of gross NPAs	Gross NPA (%)*
1.	**Retail**	
A.	Mortgages (home loans and loans against property)	0.13
B.	Gold loans	-
C.	Vehicle Finance	-
D.	MFI (Agriculture & allied activities)	-
E.	MSME	-
F.	Capital market funding (loans against shares, margin funding)	-
G.	Others (Services and Unsecured personal loans)	99.87
2.	**Wholesale**	
A.	Infrastructure	-
B.	Real Estate (including builder loans)1	-
C.	Promoter Funding	-
D.	Any other sector (as applicable)	-

E.	Others	-
Total		100

G. Details of Assets and liabilities

(a) Residual maturity profile wise into several bucket :

Particulars	Up to 30/31 days	More than 1 month to 2 months	More than 2 months to 3 months	More than 3 months to 6 months	More than 6 months to 1 year	More than 1 year to 3 years	More than 3 years to 5 years	More than 5 years	Total In ₹ millions
Deposits	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	**0.00**
Advances	4,172.92	3,793.38	3,460.92	8,698.03	10,494.12	19,918.46	5,420.46	7,736.92	**63,695.19**
Investments	6,129.87	0.00	0.00	0.00	0.00	0.00	0.00	3,758.55	**9,888.41**
Borrowings	6,322.57	4,474.22	2,724.09	10,053.39	18,950.38	14,222.01	879.66	0.00	**57,626.32**
Foreign Currency Assets	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	**0.00**
Foreign currency liabilities	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	**0.00**

H. Additional details of loans made by Company where it is a housing finance company

NA

I. Disclosure of latest ALM statements to stock exchange

₹ Million

	Over 1 Month	Over 2 Months	Over 3 Months	Over 3-6 Months	Over 6-12 Months	Over 1-3 Years	Over 3-5 Years	Over 5 Years	Total
Liabilities									
Borrowings	3,829.30	5,396.33	6,350.60	11,394.50	13,491.59	21,799.99	919.41	-	63,181.72
Other Liabilities	3,428.60	270.71	2,127.01	461.86	2,621.16	2,761.49	3,393.60	58.31	15,122.74
Equity	-	-	-	-	-	-	-	30,453.92	30,453.92
Total	7,257.91	5,667.05	8,477.61	11,856.36	16,112.75	24,561.47	4,313.00	30,512.23	1,08,758.38
Assets									
Cash & Bank Balances	2,440.60	-	241.24	1,670.88	1,879.19	781.79	20.59	-	7,034.27
Investments	13,391.64	-	-	-	-	-	-	-	13,391.64
Loans & Advances	5,278.68	3,760.11	4,118.11	9,521.64	14,704.09	28,745.11	5,130.42	7,420.39	78,678.55
Fixed Assets	-	-	-	-	-	-	-	216.63	216.63
Other Assets	4,366.50	-	-	-	2,978.56	697.19	-	1,395.04	9,437.29

24. Details of all defaults and/or delays in payment of interest and principal Details of all default/s and/or delay in payments of interest and principal of any kind of term loans, debt securities, commercial paper (including technical delay) and other financial indebtedness including corporate guarantee or letters of comfort issued by the company, in the preceding three years and the current financial year.

Not Applicable**.**

25. Any material event/ development or change having implications on the financials/ credit quality (e.g. any material regulatory proceedings against the Issuer/ Promoters tax litigations resulting in material liabilities, corporate restructuring event etc.) at the time of Issue which may affect the Issue or the investor's decision to invest / continue to invest in the non-convertible securities / commercial papers:

a) Resignation and Appointment of Key Managerial Personnel:

i. The Board of Directors in their meeting dated April 25, 2023 have taken note of resignation of Mr. Anuj Arora, Company Secretary of the Company with effect from April 25, 2023.

ii. The Board of Directors in their meeting dated April 25, 2023 have taken note of resignation of Mr. Divyesh Jain, Chief Financial Officer of the Company with effect from April 25, 2023.

iii. The Board of Directors vide their resolution dated April 25, 2023 have appointed Mr. Thomas Joseph as Company Secretary and Key Managerial Personnel of the Company with effect from April 26, 2023.

iv. The Board of Directors vide their resolution dated April 25, 2023 have appointed Mr. Ankit Surana as Chief Financial Officer and Key Managerial Personnel of the Company with effect from April 26, 2023.

b) Sale of Chaitanya India Fin Credit Private Limited:

Our Company, its Promoter, Navi Technologies Limited, Svatantra Microfin Private Limited and Chaitanya India Fin Credit Private Limited entered into a Share Purchase Agreement dated August 8, 2023 ("**Share Purchase Agreement**"), to sell the equity shares held by our Company and its Promoter in Chaitanya India Fin Credit Private Limited aggregating to 118,250,000 Equity Shares and 39,416,666 Equity Shares held by our Company and Navi Technologies Limited for a consideration of Rs. 11,658.17 million and Rs. 3,886.06 million, respectively. The said share sale was approved by the Board of Directors vide their resolution dated August 8, 2023 and by the shareholders vide special resolution dated September 29, 2023. Pursuant to this Share Purchase Agreement, the shares of Chaitanya India Fin Credit Private Limited were sold to Svatantra Microfin Private Limited on November 23, 2023.

26. Any litigation or legal action pending or taken by a Government Department or a statutory body or a regulatory body during the last three years immediately preceding the year of the issue of the General Information Document against the promoter of the Company.

No.

27. Details of default and non-payment of statutory dues for the preceding three financial years and current financial year

No.

28. Details of pending litigation involving the issuer, promoter, director, subsidiaries, group companies or any other person, whose outcome could have material adverse effect on the financial position of the issuer, which may affect the issue or the investor's decision to invest / continue to invest in the debt securities and/or non-convertible redeemable preference shares.

Except as disclosed below, there is no outstanding litigation involving our Company that would have a material and adverse effect on the operations or the financial position of the Company. Further, except as stated below, our Company is not aware of any pending litigation involving the Company or its

promoter, director, subsidiaries, group companies or any other person, whose outcome could have material adverse effect on the financial position of the Issuer.

a. Our company, on January 29, 2018 received an Income Tax related Tax Demand Notice (**"Notice"**) for assessments pertaining to FY 2014-15 (AY 15-16) with respect to excess premium paid towards subscription of equity shares of the Company to be treated as Income as per Section 56 (2) (viib) of Income Tax Act, 1961 and disallowance of certain expenses. An appeal was filed by the Company before the Commissioner of Income Tax (Appeal), Bangalore -02 and multiple hearings were held. The matter is still pending before the authorities.

b. A petition was filed before the High Court of Karnataka at Bengaluru by Navi Finserv against the investigation and seizures made in Crime No. 703/2022 before the South East CEN Police Station. An individual named Vikram Nanavate alleged that Navi and another accused had defrauded him of money from his account. Navi Finserv Limited filed the captioned writ petition for quashing of the FIR. The Hon'ble High Court was pleased to grant a stay in the investigation.

29. Details of acts of material frauds committed against the Company in the preceding 3 (three) financial years and current financial year, if any, and if so, the action taken by the Company

No.

30. Details of pending proceedings initiated against the Company for economic offences, if any

No.

31. Related party transactions entered during the preceding three financial years and current financial year with regard to loans made or, guarantees given or securities provided.

Refer to the financial statements as set out in Section 4 of this General Information Document**.** For details of the related party transaction as at and for each of the years ended March 31, 2023, 2022 and 2021, as per the requirements under the applicable accounting standards, see "Financial Statements and Results" on pages F-158, F327 and F-497, respectively.

32. The objects of the Issue entail loan to any entity who is a 'group company':

Sr. No.	Name of the Borrower (A)	Amount of Advances/ exposures to such borrower (Group) (Rs. Crore) (B)	Percentage of Exposure (C)= B/ Total Assets Under Management
NA	**NA**	**NA**	**NA**

33. A portfolio summary with regards to industries/ sectors to which borrowings have been granted by NBFCs

As set out in Section 5 of this General Information Document, at Paragraph 23 under the entry '*Details of Borrowings granted by NBFC*.'

34. Quantum and percentage of secured vis-à-vis unsecured borrowings granted by NBFCs

Borrowings	Mar-23 (in Cr.)	%
Secured	**1696.28**	**100%**
Unsecured	**0**	**0%**

35. Any change in Promoters' holdings in NBFCs during the preceding financial year beyond the threshold specified by the RBI from time to time.

There has been no change in the promoter holding in our Company during the last financial year beyond 26%.
None of the Equity Shares held by the Promoter in our Company are pledged or encumbered otherwise by our Promoter and Promoter Group. Our Company does not have any employee stock option scheme.

36. Consent of Directors, auditors, trustees, solicitors or advocates to the issue, Registrar to the Issue and lenders (if required, as per the terms of the agreement and experts.

Refer to Section 8: Consents**.**

37. If the security is backed by a guarantee or letter of comfort or any other document / letter with similar intent, along with a detailed payment structure (procedure of invocation of guarantee and receipt of payment by the investor along with timelines:

As set out in the relevant Key Information Document.

38. Disclosure of cash flow with date of interest/ dividend/ redemption payment as per day count convention

(a) The day count convention for dates on which the payments in relation to the non-convertible securities which need to be made:

As set out in the relevant Key Information Document

(b) Procedure and time schedule for allotment and issue of securities:

As set out in the relevant Key Information Document

(c) Cash flows emanating from the Debentures, by way of any illustration:

As set out in the relevant Key Information Document

39. Other Details

(a) Creation of Debenture Redemption Reserve ("DRR"):

As per Section 71 of the Act, any company that intends to issue debentures must create a debenture redemption reserve out of the profits of the company as well as make investment or deposits of appropriate amounts as required in terms of the Act. However, pursuant to the Companies (Share Capital and Debentures) Rules, 2014, as amended from time to time, the Company being an NBFC is presently exempted from the requirement of creating debenture redemption reserve / making investment or deposit in respect of debentures issued by the Company on private placement basis.

However, pursuant to any amendments/ modifications in the Companies (Share Capital and Debentures) Rules, 2014, in the event the present exemption is removed, the Company shall accordingly create a debenture redemption reserve in accordance with the applicable provisions of the Companies (Share Capital and Debentures) Rules, 2014.

(b) Issue/instrument specific regulations – relevant details (Companies Act, 2013), guidelines issued by the RBI, etc.):

The Issue of Debentures shall be in conformity with the applicable provisions of the Act, relevant SEBI Regulations and other Applicable Laws.

(c) Default in payment:

As set out in the relevant Key Information Document.

(d) Delay in listing:

As set out in the relevant Key Information Document

(e) Delay in allotment of securities:

As set out in the relevant Key Information Document

(f) Issue details:

As set out in the relevant Key Information Document

(g) Application process:

Refer to Section 7: Application Process.

(h) Disclosure required under from PAS-4 under Companies (Prospectus and Allotment of Securities), Rules, 2014 but not contained in this schedule, if any:

Refer to Section 6: Private Placement Offer Letter.

(i) Project details: gestation period of the project; extent of progress made in the project; deadlines for completion of the project; the summary of the project appraisal report (if any), schedule of implementation of the project:

Not applicable.

(j) If the proceeds, or any part of the proceeds, of the issue of the NCD are or is to be applied directly or indirectly:

(i) in the purchase of any business:
Not Applicable

(ii) in the purchase of an interest in any business and by reason of that purchase, or anything to be done in consequence thereof, or in connection therewith, the Issuer shall become entitled to an interest in either the capital or profits and losses or both, in such business exceeding fifty per cent:

Not applicable

(iii) In purchase or acquisition of any immoveable property including indirect acquisition of immoveable property for which advances have been paid to third parties, disclosures regarding:

(k) If:

(i) the proceeds, or any part of the proceeds, of the issue of the debt securities/non-convertible redeemable preference shares are or are to be applied directly or indirectly and in any manner resulting in the acquisition by the company of shares in any other body corporate:

Not applicable

(ii) by reason of that acquisition or anything to be done in consequence thereof or in connection therewith, that body corporate shall become a subsidiary of the company:

Not applicable.

40. Other matters and reports

(a) The broad lending and borrowing policy including summary of the key terms and conditions of the term loans such as re-scheduling, prepayment, penalty, default; and where such lending or borrowing is between the issuer and its subsidiaries or associates, matters relating to terms and conditions of the term loans including re-scheduling, prepayment, penalty, default shall be disclosed

As set out in Section 5 of this General Information Document, at Paragraph 23 under the entry '*Details of Borrowings granted by NBFC*.'

(b) The aggregate number of securities of the issuer company purchased or sold by the promoter group, and by the directors of the company which is a promoter of the issuer company, and by the directors of the issuer company and their relatives, within six months immediately preceding the date of filing the General Information Document with the Registrar of Companies, shall be disclosed.

NIL

(c) The summary of reservations or qualifications or adverse remarks of auditors in the three financial years immediately preceding the year of issue of General Information Document, and of their impact on the financial statements and financial position of the Company, and the corrective steps taken and proposed to be taken by the Company for each of the said reservations or qualifications or adverse remarks.

Financial Year	Auditors Remark/ Qualifications	Impact on Financial Position	Corrective steps taken and proposed to be taken
2020-21	Emphasis of matter paragraph in the audit report dated June 24, 2021 in the Standalone financial statements of the Company for the Financial year ended March 31, 2021 "*We draw attention Note 3 of the accompanying standalone financial statements, which describes the uncertainty relating to the effects of COVID-19 pandemic on the Company's operations and the impact on the impairment provision recognized towards the loan assets and unquoted investments outstanding as at 31st March 2021. Our opinion is not modified in respect of this matter.*"	On the basis of an estimate made by the management, an additional provision amounting to ₹ 1,274.88 lakhs has been recognized by the Company as at 31 March 2021 on account of increase in default risk due to the impact of COVID-19 on recoverability of loans of the Company.	Impact of the COVID-19 pandemic on the financial position of the Company will depend on future developments, including among other things, extent and severity of the pandemic, mitigating actions by governments and regulators, time taken for economy to recover, etc.
2020-21	Emphasis of matter paragraph in the audit report dated June 24, 2021 on the Consolidated financial statements of the Company for the Financial year ended March 31, 2021: ***Emphasis of Matter:*** *"We draw attention to Note 3 to the accompanying consolidated financial statements, which describes the uncertainty relating to the effects of Covid-19 pandemic on the Group's operations and the impact on the*	The Group has recognized consolidated provisions as on 31 March 2021, towards its loan assets to the extent of INR 16,340.75 lakhs which includes an additional provision of ₹ 2,797.68 lakhs for impact of COVID-19 second wave, based on the information available at this point of time including economic forecasts, in accordance with the expected credit loss method.	The Group, as per the regulatory requirements, has put in place a COVID policy and has given moratorium to eligible borrowers. The Group's capital and liquidity position remains strong and would continue to be the focus area for the Management. There have been no significant changes to the Group's internal financial control other than providing remote access to

Financial Year	Auditors Remark/ Qualifications	Impact on Financial Position	Corrective steps taken and proposed to be taken
	impairment provision recognized towards the unquoted investments outstanding as at 31 March 2021. Our opinion is not modified in respect of this matter."	The Group believes that it has considered all the possible impact of the known events arising out of COVID-19 pandemic in the preparation of financial results. The extent to which the current pandemic will impact the carrying value of loan assets and unquoted investments is dependent on the future developments, which are highly uncertain at this point in time.	some of its key employees during the lockdown.
2021-22	Emphasis of matter paragraph in the audit report dated May 21, 2022 on the Consolidated financial statements of the Company for the Financial year ended March 31, 2022: "The auditors of Chaitanya India Fin Credit Private Limited, vide their audit report dated 14 May 2022, have expressed an unmodified opinion and have reported in the 'Emphasis of Matter' section that, *We draw attention to Note No. 2B of the accompanying Standalone Financial Statements, which describes the evaluation of the impact of global pandemic COVID-19 carried out by the management and the recoverability of the carrying value of various assets, the company's business operations, financial position and the uncertainties associated with such an evaluation in the present circumstances and that the impact may be different from that assessed as at the date of approval of these Standalone Financial Statements.* *Our opinion is not modified in respect of the above matter."*	The Company has recognized provisions as on 31 March 2022, towards its loan assets to the extent of ₹ 476.31 Million which includes an additional provision of ₹ 21.77 Million for impact of COVID- 19 second wave, based on the information available at this point of time including economic forecasts, in accordance with the expected credit loss method. The extent to which COVID-19 pandemic will continue to Impact the Company's performance and will depend on ongoing as well as future developments which are highly uncertain	Impact of the COVID-19 pandemic on the financial position of the Company will depend on future developments, including among other things, extent and severity of the pandemic, mitigating actions by governments and regulators, time taken for economy to recover, etc.

(d) The details of:

- **Any inquiry, inspection or investigation initiated or conducted under the securities laws or Companies Act, 2013 or previous companies law**
- **Prosecutions filed, if any (whether pending or not); and**
- **Fines imposed or offences compounded**

In the three years immediately preceding the year of General Information Document in the case of the Issuer being a Company and all of its subsidiaries: Not Applicable

(e) The details of acts of material fraud committed against the issuer in the preceding three financial years and current financial year, if any, and actions taken by the Issuer.

S. No.	Year	Gross Amount (₹ in Lakh)	Modus Operandi	Recovery (₹ in Lakh)	Provisions (₹ in Lakh)	Action Taken by the Company
1.	2020-21	19.70	1. The staff have collected the amounts and not issued receipts to the customers and also not passed entries in loan account 2. Cases where the fraudster has impersonated defrauded individuals and availed loans using the details from PAN Cards 3. Cases where the fraudster created bank accounts opened with stolen / forged identification documents and the company has disbursed loans into these bank accounts	-	-	The Company has initiated and filed police complaints and has strengthened its system to prevent occurrence of such frauds.
2.	2021-22	88.70	Cases where the fraudster has impersonated defrauded individuals and availed loans using the tampered identification documents. There are cases where company noticed discrepancies in the live images of the customers available.	-	-	The Company has initiated and filed police complaints and has strengthened its system to prevent occurrence of such frauds.
3.	2022-23	17.90	1. Cases where the fraudster has impersonated defrauded individuals and availed loans using the details from PAN Cards and Aadhar 2. Cases where the money has been snatched by attacking the company's staff.	0.22	4.64	The Company has initiated and filed police complaints and has strengthened its system to prevent occurrence of such frauds.
4.	April 01, 2023 to February 06, 2024	176.86	Cases where the fraudster has impersonated defrauded individuals and availed loans using the details from PAN Cards Cases where the fraudster has	8.53	159.26	The company has initiated and filed police complaints and has strengthened its system to prevent

S. No.	Year	Gross Amount (₹ in Lakh)	Modus Operandi	Recovery (₹ in Lakh)	Provisions (₹ in Lakh)	Action Taken by the Company
			impersonated defrauded individuals and availed loans using the tampered identification documents. 3. Cases where chargeback request was not monitored.			occurrence of such frauds.

41. Summary of terms

Sr. No.	Clause	Particulars
1.	Security Name (Name of the non-convertible securities which includes (Coupon/dividend, Issuer Name and maturity year)	As set out in the relevant Key Information Document
2.	Issuer	Navi Finserv Limited
3.	Type of Instrument	As set out in the relevant Key Information Document
4.	Nature of Instrument (secured or unsecured)	As set out in the relevant Key Information Document
5.	Seniority (senior or subordinated)	As set out in the relevant Key Information Document
6.	Eligible Investors	As set out in the relevant Key Information Document
7.	Early Redemption	As set out in the relevant Key Information Document
8.	Listing (along with timeline for listing)	As set out in the relevant Key Information Document
9.	Rating of the Instrument	As set out in the relevant Key Information Document
10.	Issue size	As set out in the relevant Key Information Document
11.	Minimum subscription	As set out in the relevant Key Information Document
12.	Option to retain oversubscription (Amount)	As set out in the relevant Key Information Document
13.	Objects of the Issue/ purpose for which there is requirement of funds	The funds raised by the relevant issuance of Debentures or Commercial Papers shall be utilized by the Issuer for the purposes as set out in the relevant Key Information Document. The amount equivalent to 100% of the funds raised by the relevant issuance will be utilised towards the purpose.
14.	Details of the utilization of the Proceeds	The funds raised by the relevant issuance of Debentures or Commercial Papers shall be utilized by the Issuer for the purposes as set out in the relevant Key Information Document.
15.	Coupon Rate	As set out in the relevant Key Information Document
16.	Step Up/ Step Down Coupon Rate	As set out in the relevant Key Information Document

Sr. No.	Clause	Particulars
17.	Coupon Payment frequency	As set out in the relevant Key Information Document
18.	Coupon payment dates	As set out in the relevant Key Information Document
19.	Cumulative/ non-cumulative, in case of dividend	As set out in the relevant Key Information Document
20.	Coupon type (fixed/ floating or other structure)	As set out in the relevant Key Information Document
21.	Coupon reset process (including rates, spread, effective date, interest rate cap and floor etc.	As set out in the relevant Key Information Document
22.	Day Count Basis	As set out in the relevant Key Information Document
23.	Interest on Application Money	As set out in the relevant Key Information Document
24.	Default Interest Rate	As set out in the relevant Key Information Document
25.	Tenor	As set out in the relevant Key Information Document
26.	Redemption date	As set out in the relevant Key Information Document
27.	Redemption amount	Means the amount in respect of any issuance of Debentures or Commercial Papers issued pursuant to this General Information Document and the relevant Key Information Document for the relevant issuance of Debentures or Commercial Papers.
28.	Redemption premium/ discount	As set out in the relevant Key Information Document for the relevant issuance of Debentures.
29.	Issue price	Means the price in respect of any issuance of Debentures or Commercial Papers issued pursuant to this General Information Document and the relevant Key Information Document for the relevant issuance of Debentures or Commercial Papers.
30.	Discount at which security is issued and the effective yield as a result of such discount	As set out in the relevant Key Information Document
31.	Premium/Discount at which security is redeemed and the effective yield as a result of premium/discount	As set out in the relevant Key Information Document
32.	Put date	As set out in the relevant Key Information Document
33.	Put price	As set out in the relevant Key Information Document
34.	Call date	As set out in the relevant Key Information Document
35.	Call price	As set out in the relevant Key Information Document
36.	Put notification time (timelines by which the investor need to intimate Issuer before exercising the put)	As set out in the relevant Key Information Document
37.	Call notification time (timelines by which the investor need to intimate Issuer before exercising the call)	As set out in the relevant Key Information Document
38.	Face value	Means the face value of the Debenture in relation to any issuance of Debentures or Commercial Papers pursuant to this General Information Document and

Sr. No.	Clause	Particulars
		the relevant Key Information Document.
39.	Minimum application and in multiples of thereafter	As set out in the relevant Key Information Document
40.	Issue timing	As set out in the relevant Key Information Document
41.	Issue opening date	As set out in the relevant Key Information Document
42.	Issue closing date	As set out in the relevant Key Information Document
43.	Date of earliest closing, if any	As set out in the relevant Key Information Document
44.	Pay-in date	As set out in the relevant Key Information Document
45.	Deemed date of allotment	As set out in the relevant Key Information Document
46.	Settlement mode of instrument	Please refer to Section 7 of this General Information Document.
47.	Depository	As set out in the relevant Key Information Document
48.	Disclosure of interest / dividend / redemption dates	As set out in the relevant Key Information Document
49.	Record date	As set out in the relevant Key Information Document
50.	All covenants of the issue (including side letters, accelerated payment clause, etc)	As set out in the relevant Transaction Documents
51.	Description regarding security (where applicable) including type of security (movable/immovable/tangible etc), type of charge (pledge/ hypothecation/ mortgage etc.) date of creation of security/ likely date of creation of security, minimum security cover, revaluation	As set out in the relevant Key Information Document
52.	Replacement of security, interest to the debenture holder over and above the coupon rate as specified in the trust deed and disclosed in the General Information Document	As set out in the relevant Key Information Document
53.	Transaction Documents	As set out in the relevant Key Information Document
54.	Condition precedent to disbursement	As set out in the relevant Key Information Document
55.	Condition subsequent to disbursement	As set out in the relevant Key Information Document
56.	Event of default (including manner of voting / conditions of joining inter-creditor agreement)	As set out in the relevant Key Information Document
57.	Creation of recovery expense fund	Our Company shall create a recovery expense fund within the timelines as prescribed under the SEBI in circular no. SEBI/HO/DDHS/P/CIR/2023/50 titled "Operational Circular for Debenture Trustees" dated March 31, 2023, as amended from time to time and Regulation 11 of the SEBI NCS Regulations.
58.	Conditions for breach of covenants (as specified in DTD)	As set out in the relevant Key Information Document
59.	Provision related to cross default clause	As set out in the relevant Key Information Document

Sr. No.	Clause	Particulars
60.	Role and responsibilities of Debenture Trustee	As set out in the relevant Key Information Document
61.	Risk factors pertaining to the Issue	Please refer to Section 3 of this General Information Document.
62.	Governing law and Jurisdiction	As set out in the relevant Key Information Document.

Notes:

If there is any change in Coupon Rate pursuant to any event including lapse of certain time period or downgrade in rating, then such new Coupon Rate and events which lead to such change should be disclosed.

The list of documents which has been executed in connection with the issue and subscription of debt securities has been annexed.

While the Secured Debentures are secured to the tune of at least 100% (One Hundred percent) of the principal and interest amount or as per the terms of General Information Document, in favour of Debenture Trustee, it is the duty of the Debenture Trustee to monitor that the security is maintained.

SECTION 6: DISCLOSURES AS PER PAS-4

1. GENERAL INFORMATION

a. Name, address, website, if any, and other contact details of the Company indicating both registered office and corporate office

SR. No	PARTICULARS	DETAILS
(i)	**REGISTERED OFFICE OF THE ISSUER**	
	Name	Navi Finserv Limited (the "**Company**" or "**Issuer**")
	Address	Second Floor, Vaishnavi Tech Square, Iballur Village, Begur Hobli, Bengaluru 560 102, Karnataka, India
	Telephone No	080 45113400
	Fax No	-
	Email	secretarial@navi.com
	Website	http://www.navi.com/finserv
	Contact Person	Thomas Joseph *(Company Secretary Membership No. A53322)*
(ii)	**CORPORATE OFFICE OF THE ISSUER**	
	Name	Navi Finserv Limited
	Address	Second Floor, Vaishnavi Tech Square, Iballur Village, Begur Hobli, Bengaluru 560 102, Karnataka, India
	Telephone No	080 45113400
	Fax No	-
	Email	secretarial@navi.com
	Website	http://www.navi.com/finserv
	Contact Person	Ankit Surana

b. Date of incorporation of the Company:

February 14, 2012

c. Business carried on by the Company and its subsidiaries with the details of branches or units, if any:

As set out in Section 5: Regulatory Disclosures of the General Information Document.

*** Subsidiaries with the details of branches or units, if any:**

Not applicable.

Details of Branches:

As set out in Section 5: Regulatory Disclosures of the General Information Document.

d. Brief particulars of the management of the Company:

Key Managerial Personnel of our Company

The details of our Key Managerial Personnel, as on the date of this General Information Document, are set out below:

i. Ankit Agarwal (Managing Director)
ii. Sachin Bansal (Executive Chairman and CEO)
iii. Ankit Surana (Chief Financial Officer)
iv. Thomas Joseph (Company Secretary)

Senior Managerial Personnel of our Company

The details of our Senior Managerial Personnel, as on the date of this General Information Document, are set out below:

i. Shobhit Agarwal (Head of Lending)
ii. Swathi Hebbar (Head of Credit)
iii. Mahak Khabia (Head of Investments)
iv. Aishwarya Prasad (Chief Compliance Officer)
v. Aby George Eapen (Chief Risk Officer)
vi. Apurv Anand (Chief Technology Officer)
vii. Sachin Shah (Internal Auditor)
viii. Abhishek Dwivedi (Head of Operations)
ix. Ankit Surana (Chief Financial Officer)
x. Thomas Joseph (Company Secretary)

e. Names, addresses, Director Identification Number (DIN) and occupations of the directors:
As set out in Section 5: Regulatory Disclosures of the General Information Document.

f. Management's perception of risk factors:

As set out in Section 3: Risk Factors of the General Information Document.

g. Details of defaults, if any, including therein the amount involved, duration of default and present status, in repayment of –

(i) Statutory Dues: **NIL**
(ii) Debentures and interest thereon: **NIL**
(iii) Deposits and interest thereon: N.A. **NIL**
(iv) Loan from any bank or financial institution and interest thereon: **NIL**

h. Names, designation, address and phone number, email ID of the nodal/ compliance officer of the Company, if any, for the private placement offer process:

As set out in Section 5: Regulatory Disclosures of the General Information Document.

i. Any default in the annual filings of the Company under the Companies Act, 2013 or the rules made thereunder:

NIL.

2. PARTICULARS OF THE OFFER

a. Financial position of the Company for the last 3 financial years:

As set out in Section 4: Financial Statements and Section 5: Regulatory Disclosures of the General Information Document

b. Date of passing of Board/Finance Committee resolution:

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

c. Date of passing of resolution in the general meeting, authorizing the offer of securities:

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

d. Kinds of securities offered (i.e. whether share or debenture) and class of security; the total number of shares or other securities to be issued:

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

e. Price at which the security is being offered including the premium, if any, along with justification of the price:

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

Justification of the price: As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

f. Name and address of the valuer who performed valuation of the security offered, and basis on which the price has been arrived at along with report of the registered valuer:

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

g. Relevant date with reference to which the price has been arrived at (Relevant Date means a date at least thirty days prior to the date on which the general meeting of the Company is to be held)

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

h. The class or classes of persons to whom the allotment is proposed to be made:

Please refer to '*Eligible Investors*' as provided under General Information Document.

i. Intention of promoters, directors or key managerial personnel to subscribe to the offer (applicable in case they intend to subscribe to the offer) (not required in case of issue of non-convertible debentures):

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

j. The proposed time within which the allotment shall be completed:

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

k. The names of the proposed allottees and the percentage of post private placement capital that may be held by them (not applicable in case of issue of non-convertible debentures):

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

l. The change in control, if any, in the Company that would occur consequent to the private placement:

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

m. The number of persons to whom allotment on preferential basis/ private placement/ rights issue has already been made during the year, in terms of number of securities as well as price:

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

n. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

o. Amount which the Company intends to raise by way of proposed offer of securities:

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

p. Terms of raising of securities: Duration, if applicable, Rate of dividend or rate of interest, mode of payment and repayment:

Duration: As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

Rate of interest: As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

q. Proposed time schedule for which the private placement offer cum application letter is valid:

As set out in Section 5: Regulatory Disclosures of the General Information Document

r. Purposes and objects of the offer:

The funds raised by the Issue shall be utilised by the Issuer for the purpose as set out in the relevant Key Information Document for the relevant issuance of the Debentures ("**Purpose**").

The funds raised by the Issue shall be utilised by the Issuer solely for the Purpose and the Issuer shall not use the proceeds of the Issue towards:

(a) any capital market instrument such as equity, debt, debt linked, and equity linked instruments or any other capital market related activities (whether directly or indirectly);

(b) any speculative purposes;

(c) investment in the real estate sector/real estate business (including the acquisition/purchase of land);

(d) in contravention of Applicable Law (including without limitation, any guidelines, rules or regulations of the RBI and SEBI); and

(e) any purpose, that is not eligible for the providing of financing by banks to non-banking financial companies for bank finance to non-banking financial companies, or, which results in a breach of the RBI's master circular no. DOR.CRE.REC.No.07/21.04.172/2022-23 dated April 1, 2022 on "*Bank Finance to Non-Banking Financial Companies (NBFCs)*".

s. Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of such objects:

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

t. Principle terms of assets charged as security, if applicable:

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

u. The details of significant and material orders passed by the Regulators, Courts and Tribunals impacting the going concern status of the Company and its future operations:

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

v. The pre-issue and post-issue shareholding pattern of the Company in the following format:

SL. NO.	CATEGORY	PRE-ISSUE		POST-ISSUE	
		NO. OF SHARES HELD	% OF SHARE HOLDING	NO. OF SHARES HELD	% OF SHARE HOLDING
A	**Promoters' Holding**				
1	**Indian**				
	Individual	-	-	-	-
	Bodies Corporate	285,240,353	100%	285,240,353	100%
	Sub-total	285,240,353	100%	285,240,353	100%
2	**Foreign promoters**	-	-	-	-
	Sub-total (A)	285,240,353	100%	285,240,353	100%
B	**Non-promoters' holding**				
1	**Institutional investors**	-	-	-	-
2	**Non-institutional Investors**	-	-	-	-
	Private corporate bodies	-	-	-	-
	Directors and relatives	-	-	-	-
	Indian public	-	-	-	-
	Others (including Non-resident Indians (NRIs))	-	-	-	-
	Sub-total (B)	-	-	-	-

	GRAND TOTAL	285,240,353	100%	285,240,353	100%

3. MODE OF PAYMENT FOR SUBSCRIPTION

- **Cheque**
- **Demand Draft**
- **Other Banking Channels**

4. DISCLOSURES WITH REGARD TO INTEREST OF DIRECTORS, LITIGATION ETC.

(i) **Any financial or other material interest of the directors, promoters or key managerial personnel in the offer and the effect of such interest in so far as it is different from the interests of other persons.**

As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

(ii) **Details of any litigation or legal action pending or taken by any Ministry or Department of the Government or a statutory authority against any promoter of the offeree Company during the last three years immediately preceding the year of the issue of the private placement offer cum application letter and any direction issued by such Ministry or Department or statutory authority upon conclusion of such litigation or legal action shall be disclosed.**

NIL

(iii) **Remuneration of directors (during the current year and last three financial years);**

As set out in Section 5 Regulatory Disclosures of the General Information Document

(iv) **Related party transactions entered during the last three financial years immediately preceding the year of issue of private placement offer cum application letter including with regard to loans made or, guarantees given or securities provided**

As set out in Section 5: Regulatory Disclosures of the General Information Document

(v) **Summary of reservations or qualifications or adverse remarks of auditors in the last five financial years immediately preceding the year of issue of this private placement offer cum application letter and of their impact on the financial statements and financial position of the Company and the corrective steps taken and proposed to be taken by the Company for each of the said reservations or qualifications or adverse remark:**

As set out in Section 5: Regulatory Disclosures of the General Information Document

(vi) **Details of any inquiry, inspections or investigations initiated or conducted under the Companies Act, 2013 or any previous company law in the last three years immediately preceding the year of issue of this private placement offer cum application letter in the case of Company and all of its subsidiaries, and if there were any prosecutions filed (whether pending or not) fines imposed, compounding of offences in the last three years immediately preceding the year of this private placement offer cum application letter and if so, section-wise details thereof for the Company and all of its subsidiaries:**

As set out in Section 5: Regulatory Disclosures of the General Information Document

(vii) **Details of acts of material frauds committed against the Company in the last three years, if any, and if so, the action taken by the Company:**

As set out in Section 5: Regulatory Disclosures of the General Information Document

5. FINANCIAL POSITION OF THE COMPANY

(a) The capital structure of the Company in the following manner in a tabular form:
As set out in Section 5: Regulatory Disclosures of the General Information Document

(i) (A) the authorised, issued, subscribed and paid up capital (number of securities, description and aggregate nominal value):

As set out in Section 5: Regulatory Disclosures of the General Information Document

(B) size of the present offer: As set out in the relevant Key Information Document for the relevant issuance of the Debentures.

(C) paid up capital:

(I) After the offer: As set out in the relevant Key Information Document
(II) After conversion of convertible instruments (if applicable): As set out in the relevant Key Information Document

(D) Share premium account (before and after the offer): As set out in the relevant Key Information Document

(ii) The details of the existing share capital of the issuer company in a tabular form, indicating therein with regard to each allotment, the date of allotment, the number of shares allotted, the face value of the shares allotted, the price and the form of consideration:

As set out in Section 5: Regulatory Disclosures of the General Information Document.

Provided that the issuer company shall also disclose the number and price at which each of the allotments were made in the last one year preceding the date of the private placement offer cum application letter separately indicating the allotments made for considerations other than cash and the details of the consideration in each case:

NIL

(b) Profits of the Company, before and after making provision for tax, for the three financial years immediately preceding the date of circulation of private placement offer cum application letter

Rs.in Crore

Year	Profit before Tax	Provision for Tax	Profits after Tax
F.Y.2022-23	1979.09	259.23	1719.86
F.Y.2021-22	886.35	217.27	669.08
F.Y. 2020-21	1,313.89	338.46	975.43

(c) Dividends declared by the Company in respect of the said three financial years; interest coverage ratio for last three years (Cash profit after tax plus interest paid/interest paid):

Rs.In Crore

Details	Preceding Year FY 2022-23	Preceding Year FY 2022-21	Preceding Year FY 2021-20

Dividends declared by the Company	Dividend	-	-	-
Interest Coverage Ratio	ICR	-	-	-

(d) A summary of the financial position of the Company as in the three audited balance sheets immediately preceding the date of issue of this private placement offer cum application letter:

Please refer to **Annexure III *(Financial Statements)*** of the General Information Document

(e) Audited Cash Flow Statement for the three years immediately preceding the date of issue of this private placement offer cum application letter:

Please refer to **Annexure III *(Financial Statements)*** of the General Information Document

(f) Any change in accounting policies during the last three years and their effect on the profits and the reserves of the Company:

Not Applicable

SECTION 7: APPLICATION PROCESS

The Debentures being offered as part of the Issue are subject to the provisions of the Act, the Memorandum and Articles of the Issuer, the terms of this General Information Document, Application Form and other terms and conditions as may be incorporated in the Transaction Documents.

1.1 Who can apply?

As set out in the relevant Key Information Document for the relevant issuance of Debentures.

Only Eligible Investors, who are specifically addressed through a communication by the Issuer, are eligible to apply for the Debentures, subject to fulfilling its respective investment norms/rules and compliance with Applicable Laws by submitting all the relevant documents along with the Application Form. An application made by any other Person will be deemed as an invalid application and rejected.

THE ISSUER MAY BUT IS NOT BOUND TO REVERT TO ANY ELIGIBLE INVESTOR FOR ANY ADDITIONAL DOCUMENTS OR INFORMATION. INVESTMENT BY ELIGIBLE INVESTORS FALLING IN THE CATEGORIES MENTIONED IN THE PRIVATE PLACEMENT OFFER LETTER ARE MERELY INDICATIVE AND THE ISSUER DOES NOT WARRANT THAT THEY ARE PERMITTED TO INVEST IN ACCORDANCE WITH EXTANT LAWS, RULES, REGULATIONS, OR GUIDELINES. EACH OF THE ELIGIBLE INVESTORS ARE REQUIRED TO CHECK AND COMPLY WITH EXTANT LAWS, RULES, REGULATIONS OR GUIDELINES GOVERNING OR REGULATING THEIR INVESTMENTS AS APPLICABLE TO THEM AND THE ISSUER IS NOT, IN ANY WAY, DIRECTLY OR INDIRECTLY, RESPONSIBLE FOR ANY STATUTORY OR REGULATORY BREACHES BY AN ELIGIBLE INVESTOR.

Who are not eligible to apply for the Debentures?

The following categories of Persons shall not be eligible to participate in the Issue and any applications from such Persons are liable to be rejected:

- Minors without a guardian name (a guardian may apply on behalf of a minor. However, Applications by minors must be made through Application Forms that contain the names of both the minor Applicant and the guardian);
- Non-resident investors including non-resident individuals, qualified financial institutions and sovereign wealth funds;
- Foreign venture capital fund or investor;
- Overseas corporate bodies; and
- Person ineligible to contract under applicable statutory or regulatory requirements.

1.2 How to apply

All applications for Debenture(s) must be in the prescribed Application Form and be completed in block letters in English.. Application Forms accompanied by cash, demand drafts, cheques, money orders or postal orders are liable to be rejected. The Company will not be responsible in any manner for any applications, cash, demand drafts, cheques, money orders or postal orders lost in mail.

Payments towards application money may be made by only by way of NECS, RTGS or NEFT by the participant in the following account or in favour of the Company in such account as may be separately advised by the Company to the applicants in writing ("**Designated Bank Account**")**.**

1.3 Withdrawal of Issue

The Issuer reserves the right to withdraw the Issue prior to the Issue Closing Date, at its discretion, and including but not limited to the event of any unforeseen development adversely affecting the economic

and regulatory environment or any other force majeure condition including any change in applicable law.

1.4 Right to Accept or Reject Applications

The Issuer reserves its full, unqualified and absolute right to accept or reject the application, in part or in full, without assigning any reason thereof. The rejected Applicant will be intimated along with the refund warrant, if applicable. No interest on Application Money will be paid on rejected Applications. The Application Form that is not complete in all respects is liable to be rejected and would not be paid any interest on the Application Money. For further instructions regarding the application for the Debentures, Eligible Investors are requested to read the instructions provided in the Application Form. In the event, if any Debentures applied for is or are not allotted in full, the excess Application Money for such Debentures will be refunded, as may be permitted.

1.5 Application under Power of Attorney

In case of Applications made under a power of attorney or by a company or a body corporate or registered society or mutual fund, and scientific and/or industrial research organizations or trusts etc., the relevant power of attorney or the relevant resolution or authority to make the Application, as the case may be, together with the certified true copy thereof along with the certified copy of the incorporation documents / memorandum and articles of association and/or bye-laws, as the case may be, shall be attached to the Application Form or lodged for scrutiny separately with the photocopy of the Application Form, quoting the serial number of the Application Form, failing which the applications are liable to be rejected.

1.6 Documents to be provided by Investors

The Issuer is entitled at any time to require an Eligible Investor to provide any '*Know Your Customer*' or other documents as may be required to be maintained by it or delivered to a third party by it in accordance with Applicable Laws.

1.7 Settlement Process

Upon final allocation by the Issuer, the Issuer or the Registrar on behalf of the Issuer shall instruct the Depositories on the Pay in Date, and the Depositories shall accordingly credit the allocated Debentures to the demat account of the successful Eligible Investor.

Upon the transfer of funds into the Designated Bank Account, the details of which are set out in the relevant Key Information Document, and the Issuer confirming its decision to proceed with the allotment of the Debentures in favour of the Successful Bidders to the ICCL, the R&T Agent and the EBP and initiating the requisite corporate action for allotment of Debentures and credit of the demat letter of allotment into the relevant demat account of the Successful Bidders through the Registrar to the Issue, the Registrar to the Issue shall provide corporate action file along with all requisite documents to the Depositories by 12:00 hours and also intimate the EBP of the aforesaid actions. It must be noted that all funds pay-in obligations need to be fulfilled in totality. Partial fund receipt against any given obligation will be treated as a default and debarment penalties will be applicable as specified by the EBP Guidelines.

1.8 Acknowledgements

No separate receipts will be provided by the Issuer for the Application money.

1.9 Allotments or Refunds

Allotment of the Debentures shall be made in dematerialized form to the demat accounts in accordance with the details provided in the Application Form. Pending Allotment, all monies received for subscription of the Debentures shall be kept by the Issuer and be utilized only for the purposes permitted under the General Information Document. In case no demat details are provided in the Application Form or such details are incomplete or insufficient, the Issuer reserves the right to hold the Application money until such details are provided accurately.

In case the Issuer has received money from Applicants for the Debentures in excess of the aggregate of the Application money relating to the Debentures in respect of which allotments have been made, the Registrar shall upon receiving instructions in relation to the same from the Issuer repay the moneys to the extent of such excess, if any.

If any application is rejected in full, the whole of the Application money received, and if the application is rejected in part, the excess Application money, after adjustment of Application money if any, will be refunded to the Applicant in its bank account mentioned with Depositories. In the event the Registrar is unable to retrieve the Applicant's bank account details from the Depositories or is unable to credit the amount to the Applicant's bank account as above, the Issuer shall make the refund to the Applicant's bank account as mentioned in the Application Form. If no bank account details are provided on the Application Form, then refund through demand draft or pay order or bankers cheques or such other similar mode shall be dispatched by registered post or speed post.

However, the Issuer shall not be liable to pay any interest on any Application monies or refunds, except as required by applicable law.

In terms of Section 42(6) of the Companies Act, if for any reason the Debentures are not allotted within 60 (sixty) days from the date of receipt of the payments from the Applicants, the Issuer shall repay such monies to the applicants within 15 (fifteen) days from the date of completion of the aforesaid 60 (sixty) days. If the Issuer fails to repay the payments within the aforesaid period, it shall be liable to repay that money with interest at the rate of 12% (Twelve Per Cent) per annum from the expiry of the 60th (sixtieth) day.

1.10 Fictitious applications

Any Person who makes, in fictitious name, any application to a body corporate for acquiring, or subscribing to, the Debentures, or otherwise induced a body corporate to allot, register any transfer of Debentures therein to them or any other Person in a fictitious name, shall be punishable under the extant laws.

1.11 Dematerialisation

The Issuer is issuing the Debentures only in the dematerialized form and hence there is no physical holding of the Debentures being issued in terms of the General Information Document. The Issuer undertakes that it shall use a common form or procedure for transfer of the Debentures issued under the terms of the General Information Document, if at a later stage there is some holding in the physical form due to the Depository giving the re-materialisation option to any Investor.

1.12 Procedure for Applying for Dematerialised Facility

(a) The Applicant must have at least one beneficiary account with any of the DP's of NSDL/CDSL prior to making the application.

(b) The Applicant must necessarily fill in the details (including the beneficiary account number and DP - ID) appearing in the Application Form under the heading "Details for Issue of Debentures in Electronic/Dematerialised Form".

(c) Debentures allotted to an Applicant will be credited to the Applicant's respective beneficiary account(s) with the DP.

(d) For subscribing to the Debentures, names in the Application Form should be identical to those appearing in the details in the Depository. In case of joint holders, the names should necessarily be in the same sequence as they appear in the account details maintained with the DP.

(e) Non-transferable allotment advice/refund orders will be directly sent to the Applicant by the R&T Agent to the Issue.

(f) If incomplete/incorrect details are given under the heading "Details for Issue of Debentures in Electronic/Dematerialised Form" in the Application Form, it will be deemed to be an incomplete application and the same may be held liable for rejection at the sole discretion of the Issuer.

(g) For allotment of Debentures, the address, nomination details and other details of the Applicant as registered with his/her DP shall be used for all correspondence with the Applicant. The Applicant is therefore responsible for the correctness of his/her demographic details given in the Application Form vis-a-vis those with his/her DP. In case the information is incorrect or insufficient, the Issuer would not be liable for the losses, if any.

(h) The Debenture Payments would be paid to those Debenture Holders whose names appear on the Register of Beneficial Owners maintained by the Depository as on the Record Date, and in case of the joint holders of Debentures, to the one whose name stands first in the Register of Beneficial Owners. In case of those Debentures for which the beneficial owner is not identified in the records of the Depository as on the Record Date, the Issuer would keep in abeyance the payment of the redemption amount or other benefits, until such time that the beneficial owner is identified by the Depository and conveyed to the Issuer, whereupon the redemption amount and benefits will be paid to the beneficiaries, as identified.

1.13 Depository Arrangements

The Issuer shall make necessary arrangement with CDSL and NSDL for issue and holding of Debenture in dematerialised form.

1.14 List of Beneficial Owners

The Issuer shall request the Depository to provide the list of Beneficial Owners as at the end of each Record Date. This list shall be considered for payment / repayment of Redemption Premium, Principal Amount and other Debenture Payments.

1.15 Mode of Transfer/Transmission of Debentures

The Debentures shall be freely transferable. The Debenture(s) shall be transferred and/or transmitted subject to and in accordance with the applicable provisions of the Act, other applicable laws and the rules/procedures as prescribed by NSDL/CDSL and the relevant DPs of the transferor or transferee. The transferee(s) should ensure that the transfer formalities are completed prior to the Record Date. In the absence of the same, amounts due will be paid/redemption will be made to the Person, whose name appears in the Register of Beneficial Owners as on the Record Date, under all circumstances. In cases where the transfer formalities have not been completed by the transferor, claims, if any, by the transferees would need to be settled with the transferor(s) and not with the Issuer. The normal procedure followed for transfer of securities held in dematerialized form shall be followed for transfer of these Debentures held in dematerialised form. The transferor should give delivery instructions containing details of the transferee's DP account to his DP.

1.16 Debentures held in Dematerialised Form

The Debentures shall be held in dematerialised form and no action is required on the part of the Debenture Holder(s) for redemption purposes and the redemption proceeds will be paid to those Debenture Holder(s) whose names appear on the list of Beneficial Owners maintained by the Depositories and in case of the joint holders of Debentures, to the one whose name stands first in the Register of Beneficial Owners. The names would be as per the records of the Depository on the Record Date fixed for the purpose of redemption. All such Debentures will be simultaneously redeemed through appropriate debit corporate action.

1.17 Trustee for the Debenture Holder(s)

The Issuer and the Debenture Trustee intend to enter into the Debenture Trust Deed, *inter alia*, specifying

the powers, authorities and obligations of the Debenture Trustee and the Issuer. The Debenture Holder(s) shall, by signing the Application Form, and without further act or deed, be deemed to have irrevocably given their consent to the Debenture Trustee or any of its agents or authorized officials to do all such acts, deeds, matters and things in respect of or relating to the Debentures as the Debenture Trustee may in its absolute discretion deem necessary or require to be done in the interest of the Debenture Holder(s). Any payment made by the Issuer to the Debenture Trustee on behalf of the Debenture Holder(s) shall discharge the Issuer *pro tanto* to the Debenture Holder(s). The Debenture Trustee will protect the interest of the Debenture Holder(s) in regard to the repayment of principal and yield thereon and they will take necessary action, subject to and in accordance with the Debenture Trust Deed, at the cost of the Issuer. No Debenture Holder shall be entitled to proceed directly against the Issuer unless the Debenture Trustee, having become so bound to proceed, fails to do so. The Debenture Trust Deed shall more specifically set out the rights and remedies of the Debenture Holder(s) and the manner of enforcement thereof.

1.18 Sharing of Information

The Issuer may, at its option, but subject to applicable laws, use on its own, as well as exchange, share or part with any financial or other information about the Debenture Holder(s) available with the Issuer, with its subsidiaries and affiliates and other banks, financial institutions, credit bureaus, agencies, statutory bodies, as may be required and neither the Issuer nor its subsidiaries and affiliates nor their agents shall be liable for use of the aforesaid information.

1.19 Debenture Holder not a Shareholder

The Debenture Holder(s) shall not be entitled to any right and privileges of shareholders other than those available to them under the Act. The Debentures shall not confer upon the Debenture Holders the right to receive notice(s) or to attend and to vote at any general meeting(s) of the shareholders of the Issuer.

1.20 Modification of Debentures

The Debenture Trustee and the Issuer will agree to make any modifications in the General Information Document which in the opinion of the Debenture Trustee is of a formal, minor or technical nature or is to correct a manifest error.

1.21 Notices

Any notice may be served by the Issuer/ Debenture Trustee upon the Debenture Holders through registered post (acknowledgement due), recognized overnight courier service or hand delivery to such Debenture Holder.

All notice(s) to be given by the Debenture Holder(s) to the Issuer/ Debenture Trustee shall be sent by registered post (acknowledgement due), recognized overnight courier service or hand delivery to the registered address / corporate office. All correspondence regarding the Debentures should be marked "Private Placement of Debentures".

All notices or other communications shall be deemed to be duly given or made: (i) in the case of personal delivery, when delivered; (ii) in the case of a letter, 3 (Three) Business Days after being deposited in the post (by registered post, with acknowledgment due), postage prepaid, to such party at its address specified by such party provided in the General Information Document / Application Form; and (iii) in case of email, 1 (One) Business Day from the date of sending such email to the email address of such party provided in the General Information Document / Application Form.

If a receipt of notice or other communication occurs before 2:00 pm on a Business Day, the notice shall be deemed to have been received on that day and, if the receipt occurs after 2:00 pm on a Business Day the notice shall be deemed to have been received on the next Business Day.

Any notice given under or in connection with this General Information Document must be in English.

1.22 Succession

In the event of winding-up of the holder of the Debenture(s), the Issuer will recognize the executor or administrator of the concerned Debenture Holder(s), or the other legal representative as having title to the Debenture(s). The Issuer shall not be bound to recognize such executor or administrator or other legal representative as having title to the Debenture(s), unless such executor or administrator obtains probate or letter of administration or other legal representation, as the case may be, from a court in India having jurisdiction over the matter.

The Issuer may, in its absolute discretion, where it thinks fit, dispense with production of probate or letter of administration or other legal representation, in order to recognize such holder as being entitled to the Debenture(s) standing in the name of the concerned Debenture Holder on production of sufficient documentary proof and/or an indemnity.

1.23 Effect of Holidays

Please refer to the Summary of Terms.

1.24 Tax Deduction at Source

Please refer to the section 'Taxation' in the Summary of Terms.

1.25 Procedure and time schedule for Allotment and issue of Securities

The Issuer will make the Allotment to investors on the Deemed Date of Allotment after verification of the Application Form, the accompanying documents and on realisation of the Application Money and shall instruct the depository to credit the dematerialized accounts in the manner specified under the relevant Key Information Document.

1.26 Deemed Date of Allotment

All the benefits under the Debentures will accrue to the Investor from the Deemed Date of Allotment.

1.27 Record Date

All amounts payable by the Issuer in accordance with the terms of this General Information Document shall be paid to such Persons who are the Debenture Holders as on the Record Date.

1.28 Refunds

For applicants whose applications have been rejected or allotted in part, refund orders will be dispatched in the manner specified in the relevant Key Information Document.

In case the Issuer has received money from Applicants for Debentures in excess of the aggregate of the application money relating to the Debentures in respect of which allotments have been made, the Registrar shall upon receiving instructions in relation to the same from the Issuer repay the moneys to the extent of such excess, if any.

1.29 Payment on Redemption

Payment on redemption will be made by way of NEFT / RTGS / electronic fund transfer / direct credit / NACH in the name of the Debenture Holder(s) whose names appear on the list of beneficial owners given by the Depository to the Issuer as on the Record Date.

The Debentures shall be taken as discharged on payment of the redemption amount by the Issuer on maturity to the registered Debenture Holder(s) whose name appears in the Register of Beneficial Owners on the Record Date. On such payment being made, the Issuer will inform NSDL/CDSL and accordingly

the account of the Debenture Holder(s) with NSDL/CDSL will be adjusted.

On the Issuer dispatching the amount as specified above in respect of the Debentures, the liability of the Issuer shall cease and stand extinguished.

1.30 Right to Re-Purchase, Re-Issue and Consolidate Debentures

The Issuer shall have the power, exercisable at its sole and absolute discretion from time to time, without any need or requirement of any approval / intimation to any of the Debenture Holders and / or the Debenture Trustee, to buy-back / re-purchase a part or all of its Debentures from the secondary markets or otherwise, at any time prior to the Maturity Date, on such terms and conditions as may be determined by the Company.

In the event of a part or all of its Debentures being re-purchased as aforesaid or redeemed under any circumstances whatsoever, the Issuer shall have, and shall be deemed always to have had, the power to extinguish, re-issue, consolidate and / or resell such Debentures in the open market.

The Company shall take all necessary steps as required as per Applicable Laws, in order to carry out such re-purchase, re-issuance and consolidation of Debentures, from time to time, including amendment of articles of association.

Disclaimer: Please note that only those Persons to whom this General Information Document has been specifically addressed are eligible to apply. However, an application, even if complete in all respects, is liable to be rejected without assigning any reason for the same. The list of documents provided above is only indicative, and an Investor is required to provide all that documents / authorizations / information, which are likely to be required by the Issuer. The Issuer may but is not bound to revert to any Investor for any additional documents / information and can accept or reject an application as it deems fit. Investment by investors falling in the categories mentioned above are merely indicative and the Issuer does not warrant that they are permitted to invest as per extant laws, regulations, etc. Each of the above categories of investors is required to check and comply with extant rules/regulations/ guidelines, etc., governing or regulating their investments as applicable to them and the Issuer is not, in any way, directly or indirectly, responsible for any statutory or regulatory breaches by any Investor, neither is the Issuer required to check or confirm the same.

SECTION 8: CONSENTS

Consents in writing of: (a) Directors, (b) the Registrar to the Issue, (c) the Debenture Trustee to the Issue, (d) the Solicitor or Advocates to the Issue; and (e) Credit Rating Agency to act in their respective capacities for the issuance of relevant Debentures or Commercial Papers will be disclosed in the relevant Key Information Document.

SECTION 9: MATERIAL CONTRACTS

The following contracts which are or may be deemed material have been entered or are to be entered into by our Company. These contracts and also the documents for inspection referred to hereunder, may be inspected at the Registered Office of our Company from 10:00 a.m. to 5:00 p.m. (Indian Standard Time) on any Working Day from the date of General Information Document until the Issue Closing Date.

A. *Material Contracts*

1. Tripartite Agreement dated June 19, 2020 entered into between our Company, NSDL Data Management Limited to the Issue and NSDL.

2. Tripartite Agreement dated December 21, 2020 entered into between our Company, Registrar to the Issue and CDSL.

B. *Material Documents*

1. Memorandum of Association and Articles of our Company, as amended to date.

2. Certificate of incorporation dated February 14, 2012, issued to our Company, under the name 'Chaitanya Rural Intermediation Development Services Private Limited' by the Registrar of Companies, Karnataka at Bangalore.

3. Fresh certificate of incorporation dated April 22, 2020, pursuant to change of name of our Company from 'Chaitanya Rural Intermediation Development Services Private Limited' to 'Navi Finserv Private Limited' issued by the RoC.

4. Fresh certificate of incorporation dated April 5, 2022, issued to our Company, under the name 'Navi Finserv Limited' by the RoC, pursuant to conversion to a public company.

5. The certificate of registration bearing number N-02.00270 dated May 15, 2020 issued by the RBI pursuant to name change of our Company to commence or carry on the business of non-banking financial institution without accepting public deposits.

6. Fresh certificate of registration bearing number N- 02.00270 dated May 18, 2022 issued by the RBI pursuant to conversion of our Company from a private limited company to a public limited company to commence or carry on the business of non-banking financial institution without accepting public deposits under Section 45IA of the RBI Act, 1934.

7. Credit rating letter and credit rating rationale, from the relevant credit rating agency assigning a rating to the relevant issuance of NCDs.

8. Copy of the resolutions passed at the meetings of our Finance Committee held on May 14, 2024, authorising this Issue for an amount aggregating up to ₹ 1000 million (Indian Rupees One Thousand Million) **.**

9. Copy of the resolution passed by our Shareholders, pursuant to Section 180 (1)(c) of the Companies Act, 2013, at the AGM held on September 30, 2022 approving the overall borrowing limits of our Company.

10. Copy of the resolution passed by our Shareholders, pursuant to Section 180 (1)(a) of the Companies Act, 2013, at the AGM held on September 30, 2022 approving the security creation limits of our Company.

11. Copy of the resolution passed by our Shareholders, pursuant to Section 42 and 71 of the Companies Act, 2013, at the AGM held on September 29, 2023 for approving the issuance of non-convertible debenture on a private placement basis.

12. Copy of the resolution passed by our Board pursuant to Section 42 and 71 of the Companies Act, 2013, at the meeting of the Board held on August 11, 2023 for approving the terms of the issuance of non-convertible debenture on a private placement basis.

13. Copy of the resolution passed by our Board pursuant to Section 179 of the Companies Act, 2013, at the meeting of the Board held on August 11, 2023 for approving the overall borrowing limits and the terms of the issuance of commercial papers.

14. Standalone Financial Information and Consolidated Financial Information for the financial years ended March 31, 2023, 2022 and 2021.

15. Unaudited balance sheet and cash flow statement for the quarter ended September 30, 2023 and the profit and loss statement for the quarter ended December 31, 2023 along with the relevant Limited review reports.

16. In-principle approval of the Stock Exchange, in relation to the relevant issuance of Debentures.

SECTION 10: DECLARATION

The Issuer and each Director, declare that the Issuer is in compliance with and nothing in this General Information Document is contrary to the provisions of Securities Contracts (Regulation) Act, 1956 (42 of 1956) and the Securities and Exchange Board of India Act, 1992 (15 of 1992), Companies Act, 2013 (18 of 2013) and the rules and regulations made thereunder.

The Directors attest that:

(a) The Issuer is in compliance with the provisions of Securities Contracts (Regulation) Act, 1956 (42 of 1956) and the Securities and Exchange Board of India Act, 1992 (15 of 1992), Companies Act, 2013 (18 of 2013) and the rules and regulations made thereunder;

(b) The compliance with the acts and the rules and regulations does not imply that payment of dividend or interest or repayment of non-convertible securities, is guaranteed by the Central Government;

(c) The monies received under the offer shall be used only for the purposes and objects indicated in the General Information Document;

(d) Whatever is stated in this General Information Document and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the Promoters subscribing to the Memorandum of Association and Articles of Association.

(e) We have been authorised by the Board of Directors of the Company vide resolution dated August 11, 2023 read with the resolution of the finance committee of the Board of Directors dated May 14, 2024, to sign this private placement offer cum application letter and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. Whatever is stated in this General Information Document and in the attachments thereto is true, correct and complete and no information material to the subject matter of this private placement offer cum application letter has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.

(f) It is further declared and verified that all the required attachments have been completely, correctly and legibly attached to this form.

For Navi Finserv Limited

Signed by the Authorised Signatory of the Issuer

_____

Thomas Joseph
Company Secretary & Compliance Officer to the Issue

ANNEXURE I

BOARD RESOLUTION OF THE ISSUER AND FINANCE COMMITTEE RESOLUTION OF THE ISSUER

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF FINANCE COMMITTEE ("COMMITTEE") OF NAVI FINSERV LIMITED ("COMPANY") HELD ON TUESDAY, MAY 14, 2024, AT 11:30 AM AT 2ND FLOOR, VAISHNAVI TECH SQUARE, IBALLUR VILLAGE, BEGUR HOBLI, BENGALURU, KARNATAKA – 560102

TO APPROVE OFFER OF SECURED, RATED, LISTED, REDEEMABLE, PAID-UP, NON-CONVERTIBLE DEBENTURES (COLLECTIVELY THE "DEBENTURES" or "NCDs") OF A FACE VALUE OF INR 1,00,000 (RUPEES ONE LAKHS ONLY) EACH, OF THE AGGREGATE NOMINAL VALUE OF UPTO INR 100 CRORES (INCLUDING GREENSHOE OPTION OF INR 50 CRORES) FOR CASH, AT PAR, ON A PRIVATE PLACEMENT BASIS, (THE "ISSUE").

"RESOLVED THAT in accordance with regulations of the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended from time to time, pursuant to the provisions of Section 179(3), Section 180(1), Section 71, and Section 42 of the Companies Act, 2013, as amended from time to time ("**Companies Act**") and other applicable provisions, if any, of the Companies Act, and in accordance with the Memorandum and Articles of Association of the Company and applicable regulations and guidelines issued by the Reserve Bank of India ("**RBI**") from time to time and pursuant to approval given by the Board of Directors of the Company ("**Board")** for: (a) Issue of Non-Convertible Debentures on Private Placement basis to the identified investor(s) in their meeting held on August 11, 2023; upto INR 4,000 Crores and (b) delegation of the Board's powers to the Finance Committee of the Board ("Committee"); in their meeting held on September 08, 2022 ("**NCD Resolution"**) and subject to the approved terms set out in the NCD Resolution, the approval of the Committee be and is hereby accorded for the offer of issue of secured redeemable non-convertible debentures of face value of INR 1,00,000 (Indian Rupees One Lakh Only) each, for an amount aggregating up to INR 50 Crores ("**Base Issue Size**") with an option to retain oversubscription up to INR 50 Crores ("**Green Shoe Option**") aggregating up to 10,000 NCDs for an amount of INR 100 Crores ("**Issue Size" or "Issue Limit**") by way of Private Placement and as tabled before the Committee.

RESOLVED FURTHER THAT the terms and conditions, covenants, opening, closing date of the offer and the deemed date of allotment of these NCDs ("**Terms**") shall be as per the term sheet placed before the Committee and such Terms are within the "Approved Terms" for offer of the NCDs on Private Placement basis approved by the Board in the NCD Resolution.

RESOLVED FURTHER THAT approval of the Committee be and is hereby accorded for the drafts of the General Information Document and Key Information Document (collectively referred to as "**Offer Documents**") placed before the Committee and for issuance of the Offer Documents to the identified investors to whom such letters are addressed.

RESOLVED FURTHER THAT approval of the Committee be and is hereby accorded for the appointment of various intermediaries, including but not limited to the debenture trustee, the rating agencies, the registrar and transfer agent and the transaction counsel, as required.

RESOLVED FURTHER THAT Mr. Ankit Agarwal, Managing Director or Mr. Shobhit Agarwal Authorised Signatory, or Ms. Apeksha Ashok Munwanee, Authorised Signatory or Mr. Kushagra Gupta, Authorised Signatory, or Ms. Pragati Chowdhary, Authorised Signatory or Company Secretary, or Chief Financial Officer of the Company ("**Authorised Signatories**") be and are hereby severally authorised to negotiate, finalize and execute all documents on behalf of the Company in relation to the aforementioned issue, including the Offer Documents, Debenture Trust Deed, Deed of Hypothecation,

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS ("BOARD") OF NAVI FINSERV LIMITED (FORMERLY KNOWN AS NAVI FINSERV PRIVATE LIMITED) ("COMPANY" or "NFL") HELD ON FRIDAY, AUGUST 11, 2023, AT 9TH FLOOR, VAISHNAVI TECH SQUARE, IBALLUR VILLAGE, BEGUR HOBLI, BENGALURU- KARNATAKA 560102

APPROVAL OF THE BORROWINGS OF THE COMPANY BY WAY OF ISSUANCE OF NON-CONVERTIBLE DEBENTURES

"RESOLVED THAT pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, and and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any amendment(s), statutory modification(s), variation(s) and/or reenactment(s) to any of the foregoing and other applicable guidelines, circulars, directions or laws) and extant RBI Guidelines and subject to the provisions of the Memorandum and Articles of Association of the Company, the approval of the Board be and is hereby accorded subject to approval of the members of the Company to offer or invite subscriptions for secured/unsecured non-convertible debentures ('Debentures'), in one or more series/tranches, on private placement basis, during a period of one year commencing from the date of the annual general meeting, on such terms and conditions as the Board may, from time to time, determine and consider proper and most beneficial to the Company, including as to when the Debentures be issued, the consideration for the issue, utilization of the issue proceeds and all matters connected therewith or incidental thereto.

RESOLVED FURTHER THAT the following shall be terms for the issue pursuant to which NCDs may be offered to prospective offerees in one or more tranches and allotted in accordance therewith (the "Approved Terms"):

- **Aggregate Issue Size:** INR 4000,00,00,000/- (Indian Rupees Four Thousand Crores Only)
- **Tenor of issue:** Minimum of 12 months up to 60 months.
- **Interest Rate:** Senior debt less than 12% and sub debt less than 15%
- **Security:** Up to 1.35x of receivables (inclusive of cash/cash equivalents up to 0.05x of the aggregate NCD amount)
- **Type of Instrument:** Secured / Unsecured Rated Redeemable Listed / Unlisted Non-Convertible Debentures (including Market-Linked Debentures).

RESOLVED FURTHER THAT approval of the members of the Company be and is hereby accorded to the Finance Committee of the Company to identify the prospective investors to which the offers for the Issue may be made, to investors from amongst, without limitation, the following categories:

- Scheduled Commercial Banks
- Small Finance Banks
- Development Finance Institutions
- Alternative Investment Funds
- High Net Worth Individual (HNIs)
- Non-Banking Financial Company (NBFCs)
- Foreign Portfolio Investors
- Mutual Funds

RESOLVED FURTHER THAT approval of the Board be and is hereby accorded to the Finance Committee of the Company to: (A) determine the terms and conditions of the offer to any identified investor in one or more tranches subject to there being no deviation from the Approved Terms and the opening and closing of the offers (which terms and conditions shall not be contrary to the Approved Terms); and (B) approve terms vis-à-vis allotment, listing, redemption, interest, payment and other terms, etc., and to take all necessary steps and to do all such acts deeds matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto, including, without limitation, completing the allotment and listing of the Debentures;

RESOLVED FURTHER THAT approval of the board of directors of the Company be and is hereby accorded to delegate the powers to the Finance Committee to identify and appoint the debenture trustee, legal counsel and such other intermediaries, advisors or agents (by whatever name called) as may be required to be appointed in connection with the Issue, including their successors and agents.

RESOLVED FURTHER THAT that the Finance Committee be and is hereby authorized to appoint Signatory(ies) to approve and finalize, sign, execute and deliver all such documents in relation to the Issue and allotment from time to time and to do all other acts, deeds, things and matters to the expedient interest of the Company for the Issue and allotment or as may be necessary or expedient to give effect to this resolution.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be hereby severally authorized to apply to NSDL / CDSL for dematerialization of the NCDs and to make application to Stock Exchange for listing the NCDs and do all such acts, deeds, matters and things and execute all such applications as may be required by NSDL / CDSL / Stock exchange or the Debenture Holders, for the purpose of issuance and allotment of the NCDs.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby severally authorized to furnish the foregoing Resolution as certified true copies to any persons concerned with the same.

For **Navi Finserv Limited**
THOMAS JOSEPH Digitally signed by THOMAS JOSEPH Date: 2024.05.23 18:51:50 +05'30'
Thomas Joseph
Company Secretary
A53322

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS ("BOARD") OF NAVI FINSERV LIMITED (FORMERLY KNOWN AS NAVI FINSERV PRIVATE LIMITED) ("COMPANY" or "NFL") HELD ON FRIDAY, AUGUST 11, 2023, AT 9TH FLOOR, VAISHNAVI TECH SQUARE, IBALLUR VILLAGE, BEGUR HOBLI, BENGALURU- KARNATAKA 560102

DISCUSS AND APPROVE THE BORROWINGS OF THE COMPANY BY WAY OF ISSUANCE OF COMMERCIAL PAPERS ("CP")

"**RESOLVED THAT** in pursuant to the provisions of Sections 179 and all other applicable provisions, if any, of the Companies Act, 2013, read along with the Companies (Prospectus and Allotment of Securities) Rules, 2014, Companies (Share Capital and Debentures) Rules, 2014, and other applicable rules under the Companies Act, 2013 (including statutory modification(s), amendment(s) or re- enactment thereof and any circulars, notifications, clarifications, rules passed thereunder from time to time), SEBI (Issue and Listing of Debt Securities) Regulations, 2008 and any other applicable law, and the Memorandum and Articles of Association of the Company and such other approvals, consents, sanctions, permissions, as may be necessary from all appropriate statutory and regulatory authorities, if any and to the extent necessary, approval of the Board be and is hereby accorded for the issue and offer of up to INR 1500,00,00,000 (Indian Rupees One Thousand Five Hundred Crores) Listed / Unlisted Unsecured Commercial Paper ("**CPs**") in the form of Usance Promissory Notes to be issued in one or more tranches (the "**Issue**") during a period of one year from the date of this resolution as specified in draft offer letter(s) / information memorandum(s) to be circulated at the time of each such Issue and it shall be within the overall borrowing limits of the Company as approved by the shareholders from time to time

RESOLVED FURTHER THAT the following shall be terms for the Issue pursuant to which CPs may be offered to prospective offerees in one or more tranches and allotted in accordance therewith (the "**Approved Terms**"):

- **Aggregate Issue Size:** INR 1500,00,00,000 (Indian Rupees One Thousand and Five Hundred Crores)
- **Tenor:** Between 1 to 12 months
- **Cost:** Cost all to be in less than 10%
- **Type of Instrument:** Unsecured Listed / Unlisted Rated Redeemable Commercial Paper

RESOLVED FURTHER THAT approval of the Board be and is hereby accorded to the Finance Committee of the Company to: (A) determine the terms and conditions of the offer to any identified investor in one or more tranches subject to there being no deviation from the Approved Terms and the opening and closing of the offers (which terms and conditions shall not be contrary to the Approved Terms); and (B) approve terms vis-à-vis allotment, listing, redemption, interest, payment and other terms, etc., and to take all necessary steps and to do all such acts deeds matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto, including, without limitation, completing the allotment and listing of the Commercial Paper.

RESOLVED FURTHER THAT approval of the Board be and is hereby accorded to delegate the powers to the Finance Committee to identify and appoint the Issuing and Paying Agent (IPA), Registrar and Share Transfer Agent, Depository, legal counsel and such other intermediaries, advisors or agents (by whatever name called) as may be required to be appointed in connection with the Issue, including their successors and agents.

RESOLVED FURTHER THAT that the Finance Committee be and is hereby authorized to appoint Signatory(ies) to approve and finalize, sign, execute and deliver all such documents in relation to the Issue and allotment from time to time and to do all other acts, deeds, things and matters to the expedient interest of the Company for the Issue and allotment or as may be necessary or expedient to give effect to this Resolution.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be hereby authorized to apply to NSDL / CDSL for dematerialization of the CPs and to make application to Stock Exchange for listing the CPs and do all such acts, deeds, matters and things and execute all such applications as may be required by NSDL / CDSL / Stock exchange or the CP Holders, for issuance of the CPs.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby severally authorized to furnish the foregoing Resolution as certified true copies to any persons concerned with the same."

For **Navi Finserv Limited**

THOMAS JOSEPH
Digitally signed by THOMAS JOSEPH
Date: 2023.10.26 19:04:13 +05'30'

Thomas Joseph
Company Secretary
A53322

ANNEXURE II

SHAREHOLDERS' RESOLUTION OF THE ISSUER

Serial No 03/2022-23

CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED IN THE ELEVENTH ANNUAL GENERAL MEETING FOR THE FINANCIAL YEAR 2022-23 OF THE MEMBERS OF NAVI FINSERV LIMITED (THE "COMPANY") HELD AT SHORTER NOTICE ON FRIDAY, SEPTEMBER 29, 2023, AT 09:30 AM AT THE REGISTERED OFFICE OF THE COMPANY, AT 02ND FLOOR, VAISHNAVI TECH SQUARE, IBALLUR VILLAGE, BEGUR HOBLI, BENGALURU – KARNATAKA, 560102

ITEM NO. 3 APPROVE THE BORROWINGS OF THE COMPANY BY WAY OF ISSUANCE OF NON-CONVERTIBLE DEBENTURES

"**RESOLVED THAT** pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 ('**the Act**') read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, and and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any amendment(s), statutory modification(s), variation(s) and/or reenactment(s) to any of the foregoing and other applicable guidelines, circulars, directions or laws), applicable Reserve Bank of India Guidelines and subject to the provisions of the Memorandum and Articles of Association of the Company, the approval of the members of the Company be and is hereby accorded to offer or invite subscriptions for secured/unsecured non-convertible debentures ('**Debentures**'), in one or more series/tranches, on private placement basis, during a period of one year commencing from the date of the annual general meeting, on such terms and conditions as the Board may, from time to time, determine and consider proper and most beneficial to the Company, including as to when the Debentures be issued, the consideration for the issue, utilization of the issue proceeds and all matters connected therewith or incidental thereto.

RESOLVED FURTHER THAT the following shall be terms for the issue pursuant to which NCDs may be offered to prospective offerees in one or more tranches and allotted in accordance therewith (the "**Approved Terms**"):

- **Aggregate Issue Size:** INR 4000,00,00,000/- (Indian Rupees Four Thousand Crores Only)
- **Tenor of issue:** Minimum of 12 months up to 60 months.
- **Interest Rate:** Senior debt less than 12% and sub debt less than 15%
- **Security:** Up to 1.35x of receivables (inclusive of cash/cash equivalents up to 0.05x of the aggregate NCD amount)
- **Type of Instrument:** Secured / Unsecured, Rated Redeemable, Listed / Unlisted Non-Convertible Debentures (including Market-Linked Debentures).

RESOLVED FURTHER THAT approval of the members of the Company be and is hereby accorded to the Board or the Finance Committee of the Board of Directors of the Company to identify the prospective investors to which the offers for the Issue may be made, to investors from amongst, without limitation, the following categories:

- Scheduled Commercial Banks
- Small Finance Banks
- Development Finance Institutions
- Alternative Investment Funds
- High Net Worth Individual (HNIs)
- Non-Banking Financial Company (NBFCs)
- Foreign Portfolio Investors
- Mutual Funds

RESOLVED FURTHER THAT approval of the members of the company be and is hereby accorded to the Board or through its delegated committee constituted by the Board of the Company to: (A) determine the terms and conditions of the offer to any identified investor in one or more tranches subject to there being no deviation from the Approved Terms and the opening and closing of the offers (which terms and conditions shall not be contrary to the Approved Terms); and (B) approve terms vis-à-vis allotment, listing, redemption, interest, payment and other terms, etc., and to take all necessary steps and to do all such acts deeds matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto, including, without limitation, completing the allotment and listing of the NCDs.

RESOLVED FURTHER THAT approval of the members of the company be and is hereby accorded to delegate the powers to the Board or through its delegated committee constituted by the Board to identify and appoint the debenture trustee, legal counsel and such other intermediaries, advisors or agents (by whatever name called) as may be required to be appointed in connection with the Issue, including their successors and agents.

RESOLVED FURTHER THAT that the Board or its delegated committee constituted by the Board be and is hereby authorized to appoint Signatory(ies) to approve and finalize, sign, execute and deliver all such documents in relation to the Issue and allotment from time to time and to do all other acts, deeds, things and matters to the expedient interest of the Company for the Issue and allotment or as may be necessary or expedient to give effect to this resolution.

RESOLVED FURTHER THAT any Director or the Company Secretary or Chief Financial Officer of the Company be hereby severally authorized to apply to NSDL / CDSL for dematerialization of the NCDs and to make application to Stock Exchange for listing the NCDs and do all such acts, deeds, matters and things and execute all such applications as may be required by NSDL / CDSL / Stock exchange or the Debenture Holders, for the purpose of issuance and allotment of the NCDs.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby authorized to furnish the foregoing Resolution as certified true copies to any persons concerned with the same."

For Navi Finserv Limited

THOMAS JOSEPH Digitally signed by THOMAS JOSEPH Date: 2023.10.03 14:57:16 +05'30'

Thomas Joseph
Company Secretary
Place: Bengaluru

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE TENTH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF NAVI FINSERV LIMITED (FORMERLY KNOWN AS NAVI FINSERV PRIVATE LIMITED) HELD ON FRIDAY, SEPTEMBER 30, 2022, AT 09:00 AM AT 7TH FLOOR, PRESTIGE RMZ STARTECH, NO. 139, 2, HOSUR RD, KORAMANGALA INDUSTRIAL LAYOUT, S.G. PALYA, BENGALURU, KARNATAKA 560095

ITEM NO 4: TO INCREASE THE OVERALL BORROWING LIMITS OF THE COMPANY

"**RESOLVED THAT** in supersession of all the resolutions passed under Section 180(1)(c) of the Companies Act, 2013 on 13th November 2019, 27th February 2020 and March 05, 2022, the approval of the members of the company be and is hereby accorded under Section 180(1)(c) of the Companies Act, 2013, the rules and regulations there under and all other applicable provisions of the Companies Act, 2013 and other applicable law, and subject to the provisions of the Memorandum and Articles of Association of the Company, to borrow any sum or sums of moneys from time to time notwithstanding that the money or monies to be borrowed, together with the monies already borrowed by the Company, may exceed aggregate of its paid-up capital and free reserves, apart from temporary loans apart from temporary loans obtained from the Company's bankers in the ordinary course of business of the Company, however, the total amount so borrowed shall not exceed INR 10,000 Crore (Indian Rupees Ten Thousand Crores Only).

RESOLVED FURTHER THAT each of the Directors of the Company or the Company Secretary or the Chief Financial Officer of the Company be and are hereby severally authorized to file the requisite e-forms with Registrar of Companies, Bangalore and do all such acts deeds and things as may be deemed necessary, proper or desirable on behalf of the Company to give effect to the aforementioned resolution.

RESOLVED FURTHER THAT the Directors of the Company and the Company Secretary of the Company be and are hereby jointly or severally authorized to issue a certified true copy of the above-mentioned resolution to anyone concerned or interested in the matter."

For **Navi Finserv Limited**
THOMAS JOSEPH
Digitally signed by THOMAS JOSEPH
Date: 2023.09.25 17:00:04 +05'30'
Thomas Joseph
Company Secretary
Membership No. A53322

Place: Bangalore

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE TENTH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF NAVI FINSERV LIMITED (FORMERLY KNOWN AS NAVI FINSERV PRIVATE LIMITED) HELD ON FRIDAY, SEPTEMBER 30, 2022, AT 09:00 AM AT 7TH FLOOR, PRESTIGE RMZ STARTECH, NO. 139, 2, HOSUR RD, KORAMANGALA INDUSTRIAL LAYOUT, S.G. PALYA, BENGALURU, KARNATAKA 560095

TO APPROVE MORTGAGE/PLEDGE /HYPOTHECATE/CREATE CHARGE ON THE ASSETS OF THE COMPANY

"**RESOLVED THAT** in supersession of all the resolutions passed under Section 180(1)(a) of the Companies Act, 2013 on 13th November 2019, 27th February 2020 and March 05, 2022, the approval of the members of the company be and is hereby accorded under Section 180(1)(a) of the Companies Act, 2013, the rules and regulations thereunder and all other applicable provisions of the Companies Act, 2013 and other applicable law, and subject to the provisions of the Memorandum and Articles of Association of the Company, to pledge, mortgage, hypothecate and/or create charge on the assets of the Company on all the immovable and movable assets of the Company in favour of the Banks, Financial Institutions, any other lenders or debenture trustees to secure the amount borrowed by the Company in respect of such borrowings provided that the maximum extent of the indebtedness secured by the assets of the Company does not exceed INR 10,000 Crore (Indian Rupees Ten Thousand Crores Only).

RESOLVED FURTHER THAT each of the Directors of the Company or the Company Secretary or the Chief Financial Officer of the Company be and are hereby severally authorized to file the requisite e-forms with Registrar of Companies, Bangalore and do all such acts deeds and things as may be deemed necessary, proper or desirable on behalf of the Company to give effect to the aforementioned resolution.

RESOLVED FURTHER THAT the Directors of the Company and the Company Secretary of the Company be and are hereby jointly or severally authorized to issue a certified true copy of the above-mentioned resolution to anyone concerned or interested in the matter."

For **Navi Finserv Limited**

THOMAS JOSEPH Digitally signed by THOMAS JOSEPH Date: 2023.09.25 16:57:35 +05'30'

Thomas Joseph
Company Secretary
Membership No. A53322

ANNEXURE III

FINANCIAL STATEMENTS

NFS/2023-24/66

To,
Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

To,
Listing Operations
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra (E)
Mumbai-400051

Dear Sir/Ma'am,

Sub: Outcome of the Board meeting held on February 14, 2024

In compliance with regulation 51 and 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("Listing Regulations")**, we hereby enclose, the unaudited standalone financial results of the Company along with the Limited Review Report ("**LRR**") for the quarter ended December 31, 2023, which have been duly approved by the board of directors of the Company ("**Board**") in their meeting held today i.e., February 14, 2024.

Further, we are enclosing the following documents:

a) Disclosures as required under Regulation 52(7) of the Listing Regulation; and
b) Disclosure as required under Regulation 54 of the Listing Regulation.

The board meeting commenced at 06:00 PM (IST) and concluded at 10:10 PM (IST).

Thanking you.

Yours faithfully,
For **Navi Finserv Limited**
THOMAS JOSEPH
Digitally signed by THOMAS JOSEPH
Date: 2024.02.14 22:18:43 +05'30'
Thomas Joseph
Company Secretary
February 14, 2024

Copy to -
CATALYST TRUSTEESHIP LIMITED
Windsor, 6th Floor, Office No – 604 C.S.T. Road, Kalina Santacruz (East), Mumbai – 400098

IDBI Trusteeship Services Limited
Asian Building, Ground Floor 17, R. Kamani Marg, Ballard Estate Mumbai – 400001

Price Waterhouse LLP

Chartered Accountants

Independent Auditors' Review Report on unaudited financial results for the quarter and nine months ended December 31, 2023 of Navi Finserv Limited (Formerly known as Navi Finserv Private Limited) pursuant to Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Board of Directors of Navi Finserv Limited,

1. We have reviewed the accompanying unaudited financial results of Navi Finserv Limited (Formerly known as Navi Finserv Private Limited) (the "Company") for the quarter ended December 31, 2023 and the year to date results for the period April 1, 2023 to December 31, 2023, which are included in the accompanying Statement of Unaudited financial results for the quarter and nine months ended December 31, 2023 (the "Statement") being submitted by the Company pursuant to the requirements of Regulation 52 of the Securities Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations, 2015"), including relevant circulars issued by the SEBI from time to time. We have signed the Statement for identification purposes only.

2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34") prescribed under Section 133 of the Companies Act, 2013, the relevant provisions of the circulars, guidelines and directions issued by the Reserve Bank of India (RBI) from time to time ("RBI Guidelines") and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement has not been prepared in accordance with recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Companies Act, 2013, the RBI Guidelines and other accounting principles generally accepted in India and has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 52 of the Listing Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement, or that it has not been prepared in accordance with the relevant prudential norms issued by the Reserve Bank of India (RBI) in respect of Income recognition, asset classification, provisioning and other related matters, to the extent those are not inconsistent with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013.

For Price Waterhouse LLP
Chartered Accountants
Firm Registration Number: 301112E/E300264

ABDUL MAJEED SHAIKH Digitally signed by ABDUL MAJEED SHAIKH Date: 2024.02.14 19:08:34 +05'30'

Abdul Majeed Shaikh
Partner
Membership Number: 203637
UDIN: 24203637BKENJA3138

Place: Bengaluru
Date: February 14, 2024

Price Waterhouse LLP, 5th Floor, Tower 'D', The Millenia, 1 & 2 Murphy Road, Ulsoor, Bengaluru - 560 008
T: +91 (80) 4079 5000, F: +91 (80) 4079 5222

Registered office and Head office: Plot No. 56 & 57, Block DN, Sector-V, Salt Lake, Kolkata - 700 091

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAS - 3673) with effect from April 22, 2020. Post its conversion to Price Waterhouse LLP, its ICAI registration number is (FRN 301112E/E300264) (ICAI registration number before conversion was 301112E)

navi

Navi Finserv Limited
CIN: U65923KA2012PLC062537

Registered and Corporate Office : 2nd Floor, Vaishnavi Tech Square, Iballur Village, Begur Hobli, Bengaluru, Karnataka 560102
Website : www.navi.com ; E-mail: investor@navi.com

Statement of unaudited financial results for the quarter and nine months ended 31 December 2023

(All amounts in ₹ millions unless otherwise stated)

Sl. No.	Particulars	Quarter ended			Nine months ended		Year ended
		31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	**Income**						
	(a) Revenue from operations						
	(i) Interest income	4,190.24	3,791.94	3,662.13	11,523.42	8,146.53	11,807.85
	(ii) Fees and commission income	223.43	149.89	68.66	491.59	166.14	282.33
	(iii) Net gain on fair value changes	415.45	183.86	60.68	893.58	156.06	222.97
	(iv) Net gain on derecognition of financial instruments under amortised cost category	252.40	89.59	185.22	775.57	235.64	517.01
	Total revenue from operations	5,081.52	4,215.28	3,976.69	13,684.16	8,704.37	12,830.16
	(b) Other Income (refer note 11)	7,053.73	5.18	7.43	7,074.55	373.49	940.36
	Total Income	12,135.25	4,220.46	3,984.12	20,758.71	9,077.86	13,770.52
2	**Expenses**						
	(a) Finance costs	1,749.48	1,578.44	1,255.93	4,800.15	2,858.52	4,266.47
	(b) Fees and commission expenses	26.32	14.83	54.83	104.10	107.67	159.54
	(c) Impairment on financial instruments	1,203.00	1,110.07	1,376.20	3,572.46	2,673.68	3,693.10
	(d) Employee benefits expenses	395.18	341.04	205.30	1,052.41	601.80	845.02
	(e) Depreciation and amortisation expense	78.91	70.51	14.98	218.12	51.41	81.04
	(f) Other expenses	1,103.94	956.80	830.37	2,934.13	1,918.13	2,746.26
	Total Expense	4,556.75	4,071.69	3,737.61	12,681.37	8,211.21	11,791.43
3	**Profit before tax (1-2)**	7,578.50	148.77	246.51	8,077.34	866.65	1,979.09
4	**Tax expense**						
	Current tax	1,651.52	(57.80)	331.37	1,738.21	448.65	543.99
	Deferred tax (credit)/charge	7.99	97.95	(271.08)	49.44	(318.37)	(264.07)
	Tax relating to earlier years						(20.69)
	Total tax expense	1,659.51	40.15	60.29	1,787.65	130.28	259.23
5	**Profit after tax (3-4)**	5,918.99	108.62	186.22	6,289.69	736.37	1,719.86
6	**Other Comprehensive Income**						
	(a) Items that will not be reclassified to profit or loss						
	Remeasurement of the net defined benefit plans	11.12	1.15	(0.45)	10.97	(4.42)	(6.35)
	Income tax relating to the above	(2.80)	(0.29)	0.11	(2.76)	1.11	1.60
	(b) Items that will be reclassified to profit or loss						
	Net change in fair value of loans measured at fair value through other comprehensive income	12.39	(111.25)	26.44	2.30	26.44	1.57
	Income tax relating to the above	(3.12)	28.00	(6.65)	(0.58)	(6.65)	(1.90)
	Total other comprehensive income	17.59	(82.39)	19.45	9.93	16.48	0.92
7	**Total comprehensive income for the period (5+6)**	5,936.58	26.23	205.67	6,299.62	752.85	1,720.78
8	Paid-up equity share capital (Face value of ₹ 10)	2,852.40	2,852.40	2,852.40	2,852.40	2,852.40	2,852.40
9	Other equity						19,846.24
10	**Earnings per share (₹) (not annualised)**						
	Basic	19.71	0.36	0.67	20.95	3.00	6.74
	Diluted	19.71	0.36	0.67	20.95	3.00	6.71

Navi Finserv Limited

Notes:

1 These Standalone financial results have been prepared in accordance with the recognition and measurement principles laid down in Companies (Indian Accounting Standards) Rules, 2015 prescribed under Section 133 of the Act read with relevant rules issued thereunder, the circulars, guidelines and directions issued by the Reserve Bank of India ("the RBI") from time to time ("RBI Guidelines") the relevant prudential norms issued by RBI in respect of income recognition, assets classification, provisioning and other related matters and other accounting principles generally accepted in India, and is in compliance with the presentation and disclosure requirements of the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended including relevant circulars issued by the SEBI from time to time.

2 There has been no change in the significant accounting policies during the quarter and nine months ended 31 December 2023 as compared to those followed for the year ended 31 March 2023.

3 The Statement of financial results of Navi Finserv Limited (formerly as Navi Finserv Private Limited) ('the Company') have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 14 February 2024.

4 These financial results have been subjected to limited review by the statutory auditors of the Company as required under Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

5 The Company has carried impairment provision towards its loan assets to the extent of ₹ 4,967.63 million as at 31 December 2023.

6 Disclosure pursuant to RBI Notification RBI/DOR/2021-22/86 DDR.STR.REC.51/21.04.048/2021-22 dated 24 September 2021
a) Details of loans (not in default) transferred through assignment during the quarter ended 31 December 2023.

Mode of Transfer	Direct Assignment
Aggregate amount of loans transferred (in millions)	3,842.62
Weighted average residual maturity (in years)	1.38
Weighted average holding period (in years)	0.58
Retention of beneficial economic interest	10%
Tangible security coverage	0.8%
Ratings of loan transferred	unrated

b) Details of stressed loans transferred during the quarter ended 31 December 2023

Particulars	To ARCs	To permitted transferees	To other transferees (please specify)
No: of accounts	39,636		
Aggregate principal outstanding of loans transferred (in millions)	1,339.82		
Weighted average residual tenor of the loans transferred (in years)	1.69		
Net book value of loans transferred (at the time of transfer) (in millions)	0.00		
Aggregate consideration (in millions)	93.15		-
Additional consideration realized in respect of accounts transferred in earlier years	-		-

c) The Company has not acquired any loans not in default through assignment during the quarter and nine months ended 31 December 2023.

7 The Company's operating segments are established in the manner consistent with the components of the Company that are evaluated regularly by the Chief Operating Decision Maker as defined in Ind AS 108 - 'Operating Segments'. The Company is engaged primarily in the business of financing and as such no separate reportable segment is required to be furnished as per Ind AS 108 – "Operating Segment".

8 The listed Non - Convertible Debentures of the Company aggregating to ₹ 14,464.19 millions as on 31 December 2023 are secured by way of an exclusive charge on identified standard assets of the Company.

9 Pursuant to the Regulation 54 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the listed secured non-convertible debentures issued by the Company are fully secured by way of hypothecation over the book debt/ receivables, to the extent as stated in the respective information memorandum. Further, the Company has maintained security cover (100%) as stated in the respective information memorandum which is sufficient to discharge the principal and the interest amount at all times for the non-convertible debt securities issued by the Company.

10 The Company has colending arrangements with the various lending partners. Under these arrangements, the company has disbursed ₹ 9,045.6 millions during the quarter under 20:80 disbursal ratio. The portfolio outstanding under colending arrangements is ₹ 4,575.51 millions as on 31 December 2023.

11 The Board of Directors of Navi Finserv Limited (the 'Company' or 'NFL'), had at its meeting held on 8 August, 2023 approved divestment of equity shares being held by the Company in Chaitanya India Fin Credit Private Limited ('CIFCPL'), a material subsidiary of NFL, for a consideration of 11,659.83 million by way of sale of their shares in CIFCPL, to Svatantra Microfin Private Limited ('Purchaser'), a non-banking finance company-microfinance institution ('Transaction').
The said transaction was completed on 23 November 2023 resulting a gain of Rs. 7,040.64 millions (net of related costs). CIFCPL ceases to be a subsidiary of the Company with effect from 23 November 2023.

12 During the quarter ended 31 December 2022, the Company has allotted 6,666,667 equity shares of face value ₹ 10 at a premium of ₹ 65 per share, aggregating to ₹ 500 millions, to Navi Technologies Limited ("the holding Company) on right issue basis as per Section 62(1) of the Companies Act, 2013.

13 During the year ended 31 March 2023, the Company had allotted 10,66,66,667 equity shares of face value 10 including premium of ₹ 65 per share, aggregating to ₹ 8,000 million, to Navi Technologies Limited ("the holding Company) on right issue basis as per Section 62(1) of the Companies Act, 2013.

14 During the nine months ended 31 December 2022 the Company had sold the brand 'Chaitanya' to Navi Technologies Limited, the holding company, for ₹349.51 millions. The carrying value of the brand in the books of the Company was Nil and accordingly, the resultant gain of ₹349.51 million has been disclosed under Other Income in these unaudited financial results.

15 During the year ended 31 March 2023, the company had sold 25% equity stake in Chaitanya India Fin Credit Private Limited (erstwhile-wholly owned subsidiary) to Navi Technologies Limited ("the holding Company) at gain of ₹ 561.73 millions.

16 During the year ended 31 March 2023, the company had issued 15,000 Compulsorily Convertible Debentures to Navi Technologies Limited ("the holding Company) for aggregate amount of INR 1,500 millions.

17 Figures of the previous periods have been regrouped, wherever necessary, to make them comparable with the current period.

For Price Waterhouse LLP
Chartered Accountants
Firm's Registration No.: 301112E/E300264

ABDUL MAJEED SHAIKH
Digitally signed by ABDUL MAJEED SHAIKH
Date: 2024.02.14 19:07:12 +05'30'

Abdul Majeed Shaikh
Partner
Membership No. 203637

Place: Bengaluru
Date : 14 February 2024

For and on behalf of the Board of Directors
Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)

ANKIT AGARWAL
Digitally signed by ANKIT AGARWAL
Date: 2024.02.14 18:41:56 +05'30'

Ankit Agarwal
Managing Director
(DIN: 08299808)

Place: Bengaluru
Date : 14 February 2024

Navi Finserv Limited

(formerly known as Navi Finserv Private Limited)

CIN No. U65923KA2012PLC062537

2nd Floor, Vaishnavi Tech Square Iballur Village, Begur Hobli Bangalore South Bangalore KA 560102, India

Disclosures under Regulation 52(4) of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended for the nine months ended December 31, 2023

Sl No.	Particulars	Ratio
1	Debt-Equity Ratio (Note 1)	2.22
2	Debt Service Coverage Ratio & Interest Service Coverage Ratio	Not Applicable
3	Outstanding reedemable preference share	Not Applicable
4	Capital Redemption Reserve (₹ in millions)	44.05
5	Debenture Redemption reserve	Not Applicable
6	Net Worth (Note 2) (₹ in millions)	28,238.43
7	Net profit after tax (₹ in millions)	6,289.69
8	Earning per share (₹ per share)	20.95
9	Current ratio	Not applicable
10	Long term debt to working Capital	Not applicable
11	Bad debt to account receivable ratio	Not applicable
12	Current Liability Ratio	Not applicable
13	Total Debts to Assets Ratio (Note 3)	0.63
14	Debtors Turnover	Not applicable
15	Inventory Turnover	Not applicable
16	Operating Margin %	Not applicable
17	Net profit Margin % (Note 4)	30.30%
18	**Sector Specific Ratios** CRAR % (Tier I+Tier II) Gross Stage 3 (%) (Note 5) Net Stage 3 (%) (Note 6)	 27.09% 2.70% 0.36%

Notes:-

1 Debt-Equity Ratio = Total Debt [Debt securities + Borrowings (other than debt securities)+Subordinated liabilities] / (Equity + Other equity)

2 Net Worth = Equity share capital + Other Equity - Prepaid Expense - Deferred Tax Asset

3 Total Debt to Asset Ratio = Total Debt [Debt securities + Borrowings (other than debt securities)+Subordinated liabilities] / Total Assets

4 Net profit Margin % = Net profit for the period/Total Income

5 Gross Stage 3 (%) = Gross Stage 3 Loans / Gross Loans

6 Net Stage 3 (%) = (Gross Stage 3 Loans - Impairment loss allowance for Stage 3)/(Gross Loans - Impairment loss allowance for Stage 3).

For and on behalf of the Board of Directors

Navi Finserv Limited

(formerly known as Navi Finserv Private Limited)

ANKIT AGARWAL

Digitally signed by ANKIT AGARWAL
Date: 2024.02.14 18:50:57 +05'30'

Ankit Agarwal

Managing Director

(DIN: 08299808)

Bengaluru

Date : 14 February 2024

`

NFS/2023-24/64

To,
Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

To,
Listing Operations
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra (E)
Mumbai-400051

Subject: Statement of utilization of issue proceeds under Regulation 52(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 52(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby confirm that the proceeds of issues from various Non-Convertible Debentures (NCD) issued by the Company were utilized for the objects as stated in the offer document and there is no material deviation in the utilization of such proceeds as on December 31, 2023.

Yours faithfully,
For **Navi Finserv Limited**

THOMAS JOSEPH Digitally signed by THOMAS JOSEPH Date: 2024.02.14 20:18:54 +05'30'

Thomas Joseph
Company Secretary
Date: February 14, 2024

Copy to -
CATALYST TRUSTEESHIP LIMITED
Windsor, 6th Floor, Office No – 604 C.S.T. Road, Kalina Santacruz (East), Mumbai – 400098

IDBI Trusteeship Services Limited
Asian Building, Ground Floor 17, R. Kamani Marg, Ballard Estate Mumbai – 400001

Annex - IV-A

A. Statement of utilization of issue proceeds:

Name of the Issuer	ISIN	Mode of Fund Raising (Public issues/ Private placement)	Type of instrument	Date of raising funds	Amount Raised (in Crores)	Funds utilized	Any deviation (Yes/ No)	If 8 is Yes, then specify the purpose of for which the funds were utilized	Remarks
Navi Finserv Limited	INE342T07429	Private Placement	Non-Convertible Debentures	December 11, 2023	100 Crores	Yes	No	NA	-

B. Statement of deviation/ variation in use of Issue proceeds: NA

Particulars	Remarks
Name of listed entity	Navi Finserv Limited
Mode of fund raising	Private Placement
Type of instrument	Non-convertible Debenture
Date of raising funds	December 11, 2023
Amount raised	INR 100.00 Crores
Report filed for quarter ended	December 31, 2023
Is there a deviation/ variation in use of funds raised?	No
Whether any approval is required to vary the objects of the issue stated in the prospectus/ offer document?	Not Applicable
If yes, details of the approval so required?	Not Applicable
Date of approval	Not Applicable
Explanation for the deviation/ variation	Not Applicable
Comments of the audit committee after review	Not Applicable
Comments of the auditors, if any	Not Applicable

Objects for which funds have been raised and where there has been a deviation/ variation, in the following table: NA

Original object	Modified object if any	Original allocation	Modified allocation if any	Funds utilized	Amount of deviation/ variation for the quarter according to applicable object (in Rs. crore and in %)	Remarks, if any
NA	NA	NA	NA	NA	NA	NA

Deviation could mean:

a. Deviation in the objects or purposes for which the funds have been raised.

b. Deviation in the amount of funds actually utilized as against what was originally disclosed.

For Navi Finserv Limited THOMAS JOSEPH Digitally signed by THOMAS JOSEPH Date: 2024.02.14 20:52:37 +05'30' **Thomas Joseph** **Company Secretary** **Date: February 14, 2024**

NFS/2023-24/65

To,
Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

To,
Listing Operations
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra (E)
Mumbai-400051

Subject: Submission of the Security Cover certificate as per SEBI circular no. SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated May 19, 2022 (the Circular) and Regulation 54 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR)

Dear Sir/Madam,

Pursuant to Regulation 54 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations ("**LODR**"), 2015, we hereby submit security cover certificate as on December 31, 2023, as per the prescribed format in the Circular.

Yours faithfully,
For **Navi Finserv Limited**
THOMAS JOSEPH Digitally signed by THOMAS JOSEPH Date: 2024.02.14 20:44:29 +05'30'
Thomas Joseph
Company Secretary
Date: February 14, 2024

Copy to -
CATALYST TRUSTEESHIP LIMITED
Windsor, 6th Floor, Office No – 604 C.S.T. Road, Kalina Santacruz (East), Mumbai – 400098

IDBI Trusteeship Services Limited
Asian Building, Ground Floor 17, R. Kamani Marg, Ballard Estate Mumbai – 400001

Price Waterhouse LLP

Chartered Accountants

The Board of Directors
Navi Finserv Limited
Second Floor, Vaishnavi Tech Square,
Iballur Village, Begur Hobli
Bangalore - 560102

Auditor's Report on book values of assets included in the statement of security cover as per Information Memorandum, Term Sheet and Debenture Trust Deed as at December 31, 2023

1. This report is issued in accordance with the terms of our engagement letter dated August 9, 2023.

2. The accompanying Statement of Security Cover as at December 31, 2023 as mentioned in paragraphs of the Information Memorandum, Term Sheet and Debenture Trust Deed (the "Agreement") of listed debt securities (the "Statement") has been prepared by the management of Navi Finserv Limited (the "Company") as at December 31, 2023 pursuant to Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (as amended) read with Circular SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2023/50 dated March 31, 2023 (together referred to as the "Listing Regulations, 2015"), which has been signed by us for identification purposes.

Management's Responsibility for the Statement

3. The preparation of the Statement is the responsibility of the Management of the Company including the creation and maintenance of all accounting and other records supporting its contents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation.

4. The Management is also responsible for ensuring that the Company complies with the requirements of the Listing Regulations, 2015 and the Agreement, and it provides all relevant, complete and accurate information as required therein.

Auditors' Responsibility

5. Pursuant to the Listing Regulations, 2015, it is our responsibility to examine the Statement and to report based on our procedures performed as described in paragraph 8 below, whether the book values of the assets specified in column(s) A to H in the Statement prepared by the Company are in agreement with the underlying unaudited books and relevant records of the Company as at December 31, 2023, as produced to us by the Management during the course of our examination.

6. The financial statements for the year ending on March 31, 2024, relating to the books and records referred to in paragraph 5 above, are subject to our audit pursuant to the requirements of Companies Act, 2013.

7. We conducted our examination of the Statement in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' (the "Guidance Note") issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

Price Waterhouse LLP
LLPIN AAS-3673
Chartered Accountants
FRN 301112E/E300264
Bengaluru

Price Waterhouse LLP, 5th Floor, Tower 'D', The Millenia, 1 & 2 Murphy Road, Ulsoor, Bengaluru - 560 008
T: +91 (80) 4079 5000, F: +91 (80) 4079 5222

Registered office and Head office: Plot No. 56 & 57, Block DN, Sector-V, Salt Lake, Kolkata - 700 091

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAS - 3673) with effect from April 22, 2020. Post its conversion to Price Waterhouse LLP, its ICAI registration number is (FRN 301112E/E300264) (ICAI registration number before conversion was 301112E)

8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

9. In carrying out our examination as described in paragraph 5 above, we have carried out the following procedures:

   Trace the financial information contained in Column(s) A to H of Statement with underlying unaudited books and records of the Company as at December 31, 2023 as provided by the Management.

   For avoidance of doubt, we clarify that we were not required to, and will not perform any procedure on the information included in column(s) K to O of the accompanying statement and the same is furnished by the management of the Company. Further we are not required to comment on the calculations included in the Statement.

   The Procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement; and consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Opinion

10. Based on our examination as described in paragraph 9 and procedures performed as described in paragraph 9 above, and according to the information and explanations given to us, we report that the book values of the assets specified in column(s) A to H in the Statement prepared by the Company are in agreement with the underlying unaudited books and relevant records of the Company as at December 31, 2023 as produced to us by the Management during the course of our examination.

Restriction on Use

11. Our work was performed solely to assist the Company to meet the requirements of Regulation 56(1)(d) of the Listing Regulations, 2015. Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by any other role we may have as auditors of the Company or otherwise. Nothing in this report nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as auditors of the Company.

Price Waterhouse LLP
LLPIN AAS-3673
Chartered Accountants
FRN 301112E/E300264
Bengaluru

12. This report has been issued solely at the request of the Board of Directors of the Company to whom it is addressed, for onward submission to the Debenture trustees defined in the Agreement and should not be used for any other purpose. We do not accept or assume any liability or duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come, save where expressly agreed by our prior consent in writing.

For Price Waterhouse LLP
Firm Registration Number: 301112E/E300264
Chartered Accountants

ABDUL MAJEED SHAIKH
Digitally signed by ABDUL MAJEED SHAIKH
Date: 2024.02.14 19:16:09 +05'30'

Abdul Majeed Shaikh
Partner
Membership Number: 203637
UDIN: 24203637BKENJB5583

Place: Bengaluru
Date: February 14, 2024

Navi Finserv Limited

Security Cover Statement as at December 31, 2023

Table 1: Computation of book value of encumbered assets and unencumbered assets available for secured and unsecured assets

(All amounts are in Rs Millions)

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari- Passu Charge	Pari- Passu Charge	Pari- Passu Charge	Assets not offered as Security	Elimination (amount in negative)	(Total C to H)	Related to only those items covered by this certificate				
		Debt for which this certificate being issued (Book Value)	Other Secured Debt (Book Value)	Debt for which this certificate being issued (Yes/ No)	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge) (Book Value)	Other assets on which there is pari-Passu charge (excluding items covered in column F) (Book Value)		Debt amount considered more than once (due to exclusive plus pari passu charge)		Market Value for Assets charged on Exclusive basis	Carrying / book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets (Relating to Column F)	Carrying value/ book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable) (Relating to Column F)	Total Value (=K+L+M+ N)
ASSETS														
Property, Plant and Equipment							256.84		256.84					
Capital Work-in-Progress									-					
Right of Use Assets							1,549.52		1,549.52					
Goodwill									-					
Intangible Assets									-					
Intangible Assets under Development									-					
Investments							13,607.47		13,607.47					
Loans (Refer Note No. 7)	Personal Loan & Housing Loan	15,829.80	46,026.67				12,601.31		74,456.78		15,829.80			15,829.80
Inventories									-					
Trade Receivables									-					
Cash and Cash Equivalents							3,318.12		3,318.12					
Bank Balances other than Cash and Cash Equivalents							5,159.75		5,159.75					
Others							3,679.98		3,679.98					
Total Assets		15,829.80	46,026.67	-	-	-	40,172.99	-	102,028.46	-	15,829.80	-	-	15,829.80
LIABILITIES														
Debt securities to which this certificate pertains	Non Convertible Debentures	14,464.19					-170.23		14,293.96					
Other debt sharing pari-passu charge with above debt									-					
Other Debt	Commercial papers						4,319.83		4,319.83					
Subordinated debt							99.79		99.79					
Borrowings	Term loans and Pass Through Certificate		39,970.66				-213.25		39,757.41					
Bank									-					
Debt Securities (Refer Note No. 5)	Non Convertible Debentures		2,697.56				3,269.45		5,967.01					
Others									-					
Trade payables							1,845.88		1,845.88					
Lease Liability							1,678.19		1,678.19					
Provisions							331.39		331.39					

Navi Finserv Limited

Others							4,836.74		4,936.74						
Total Liabilities		14,464.19	42,666.22	-	-	-	18,897.79	-	73,030.20	-	-	-	-	-
Net Assets		109.44%	107.67%						28,998.26						

Notes:

1. The book value as mentioned in above table as per financial information of the company prepared in accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, other relevant provisions of the Act and guidelines issued by the Reserve Bank of India (RBI) as applicable to NBFCs.
2. Book value in Column C represents the principal outstanding in case of loans given as security and principal and interest accrued in case of debt securities to which this certificate pertains.
3. There are no assets offered given as security as pari-passu against debt securities.
4. Asset cover is calculated only on debt for which the certificate is being issued.
5. Represents Non Convertible Debentures and Intercompany Debentures.
6. EIR Adjustments on Loans / Debt Securities / Subordinated Debts / Borrowing - Term Loans are included in Column H, so as to match the figures with unaudited Financial Information.
7. Loans under Category "Other Secured Debt(Book Value)" also includes the amount of PTC asset of INR 18165.00 Mn.

For Price Waterhouse LLP
Firm Registration Number: 301112E / E300264

ABDUL MAJEED SHAIKH
Digitally signed by ABDUL MAJEED SHAIKH
Date: 2024.02.14 19:13:23 +05'30'

Abdul Majeed Shaikh
Partner
Date: February 14, 2024
Place: Bengaluru

For and on the behalf of Navi Finserv Limited

ANKIT SURANA
Digitally signed by ANKIT SURANA
Date: 2024.02.14 18:40:22 +05'30'

Ankit Surana
Chief Financial Officer
Date: February 14, 2024
Place: Bengaluru

Price Waterhouse LLP

Chartered Accountants

The Board of Directors
Navi Finserv Limited
Second Floor, Vaishnavi Tech Square,
Iballur Village, Begur Hobli
Bangalore -560102

Auditors' Report on compliance with financial covenants, in respect of listed non-convertible debt securities for the quarter ended December 31, 2023

1. This report is issued in accordance with the terms of our engagement letter dated August 9, 2023.

2. The accompanying Statement containing compliance status of the following Financial Covenants as mentioned in Debenture Trust Deed/ Information Memorandum/ Term Sheet (the "Agreement") has been prepared by the management of Navi Finserv Limited (the "Company") for the quarter ended December 31, 2023 pursuant to Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, dated September 2, 2015 (as amended) read with Circular SEBI/HO/DDHS /P/CIR/2023/50 dated March 31, 2023, (collectively referred as the "Listing Regulations, 2015"), which has been signed by us for identification purposes.

Management's Responsibility for the Statement

3. The preparation of the Statement is the responsibility of the Management of the Company including the creation and maintenance of all accounting and other records supporting its contents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation.

4. The Management is also responsible for ensuring that the Company complies with the requirements of the Listing Regulations 2015 and the Agreement, and it provides all relevant, complete and accurate information as required therein.

Auditors' Responsibility

5. Pursuant to the Listing Regulations, 2015, it is our responsibility to examine the Statement and to report based on our procedures performed as described in paragraph 8 below, whether the particulars in the Statement are in agreement with the unaudited books and relevant records of the Company for the quarter ended December 31, 2023, as produced to us by the Management during the course of our examination.

6. The financial statements for the year ending on March 31, 2024, relating to the books and records referred to in paragraph 5 above, are subject to our audit pursuant to the requirements of Companies Act, 2013.

7. We conducted our examination of the Statement in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' (the "Guidance Note") issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Price Waterhouse LLP
LLPIN AAS-3673
Chartered Accountants
FRN 301112E/E300264
Bengaluru

Price Waterhouse LLP, 5th Floor, Tower 'D', The Millenia, 1 & 2 Murphy Road, Ulsoor, Bengaluru - 560 008
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Registered office and Head office: Plot No. 56 A 57, Block DN, Sector-V, Salt Lake, Kolkata - 700 091

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAS - 3673) with effect from April 22, 2020. Post its conversion to Price Waterhouse LLP, its ICAI registration number is (FRN 301112E/E300264) (ICAI registration number before conversion was 301112E)

9. In carrying out our examination as described in paragraph 5 above, we have carried out the following procedures:

   i) In relation to Common Covenants included in the Part A of the Statement-

      (a) We have traced the figures from unaudited financial results for the quarter ended December 31, 2023 for points (1), (2) and (3);

      (b) The figures in the point (4) and (5) are in agreement with underlying unaudited books and other records as at December 31, 2023.

   ii) In relation to Specific Covenants included in the Part B of the Statement-

      (a) For negative mismatches, we have verified the Structural Liquidity Returns filed by the Company for the quarter ended December 31, 2023;

      (b) For minimum liquidity at the Company level, we have verified whether financial statement level items considered and the figures are in agreement with underlying unaudited books and other records of the Company as at December 31, 2023; and

      (c) For the Liquidity Coverage Ratio ('LCR'), we have verified whether the LCR is computed in accordance with the method prescribed under Annex II- Guidelines on Liquidity Risk Management Framework of RBI/DNBR/2016-17/45 Master Direction NBR.PD.008/ 03.10.119/2016-17 dated September 01, 2016 (amended time to time)- Master Direction- Non Banking Financial Company- Systematically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 and the figures considered in the calculation are in agreement with underlying unaudited books and other records of the Company and the calculations are mathematically correct.

   iii) In relation to Part C- Covenants based on Management Representation, we have relied on management representation and has not performed any specific procedures.

   The Procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement; and consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Opinion

10. Based on our examination as above and according to the information and explanations given to us, we report that nothing has come to our attention that causes us to believe that the particulars in the Statement are not in agreement with the unaudited books and relevant records of the Company for the quarter ended December 31, 2023 as produced to us by the Management during the course of our examination.

Price Waterhouse LLP
LLPIN AAS-3673
Chartered Accountants
FRN 301112E/E300264
Bengaluru

Restriction on Use

11. Our work was performed solely to assist you in meeting the requirements of the Listing Regulations, 2015 to enable the Company to meet the conditions of Regulation 56(1)(d) of the Listing Regulations, 2015. Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by any other role we may have as auditors of the Company or otherwise. Nothing in this report, nor anything said or done. in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as auditors of the Company.

12. This report has been issued solely at the request of the Board of Directors of the Company to whom it is addressed, for onward submission to the Debenture trustees and should not be used for any other purpose. We do not accept or assume any liability or duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come, save where expressly agreed by our prior consent in writing.

For Price Waterhouse LLP
Firm Registration Number: 301112E/E300264
Chartered Accountants

ABDUL MAJEED SHAIKH
Digitally signed by ABDUL MAJEED SHAIKH
Date: 2024.02.14 19:15:17 +05'30'

Abdul Majeed Shaikh
Partner
Membership Number:203637
UDIN: 24203637BKENJC8772

Place: Bengaluru
Date: February 14, 2023

Part C - Covenants based on Management Representation

Series No.	Description of Non- Convertible Debentures	Debenture Trust Deed	Issue Date	Particulars of the Covenant	Management Response	Whether Complied/ Not
INE342T07122	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	28-Jan-22	28-Jan-22	1. Sachin Bansal to hold minimum stake of 51%	1. We confirm that Sachin Bansal holds 98.36% in the Navi Technologies Private Limited (Parent entity of the Company) as at December 31, 2023 which holds 100% of the equity share capital of the Company	Complied
INE342T07148	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	23-Feb-22	23-Feb-22			
INE342T07155	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	15-Mar-22	15-Mar-22			
INE342T07163	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	30-Mar-22	31-Mar-22			
INE342T07239	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	27-Jul-22	28-Jul-22			
INE342T07254	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	26-Sep-22	27-Sep-22			
INE342T07262	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	27-Sep-22	28-Sep-22			
INE342T07114	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	18-Jan-22	18-Jan-22			
INE342T07261	Secured, Rated, listed, Redeemable, Non-Convertible Debentures	29-May-23	26-May-23			
INE342T07247	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	24-Aug-22	25-Aug-22			
INE342T07205 and INE342T07213	Public Debt	08-Jun-22	08-Jun-22			

Navi Finserv Limited

Part B - Specific Covenants

Series No.	Description of Non- Convertible Debentures	Debenture Trust Deed date	Issue Date	Particulars of the Covenant	Management Response	Whether Complied/ Not
INE342T07114	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	18-Jan-22	18-Jan-22	Early redemption at a rating below BBB+ by any rating entity for senior secured instruments.	We confirm that the Company has maintained a credit rating of IND A/ Stable during the period October 01, 2023 to December 31, 2023	Yes
INE342T07163	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	30-Mar-22	31-Mar-22	Early redemption at a rating below BBB+ by any rating entity for senior secured instruments.	We confirm that the Company has maintained a credit rating of IND A/ Stable during the period October 01, 2023 to December 31, 2023	Yes
INE342T07234	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	26-Sep-22	27-Sep-22	Early redemption at a rating below BBB+ by any rating entity for senior secured instruments.	We confirm that the Company has maintained a credit rating of IND A/ Stable during the period October 01, 2023 to December 31, 2023	Yes
INE342T08047	Unsecured, rated, senior, unlisted, redeemable, fully paid up, non convertible debentures	06-Dec-22	06-Dec-22	1. There shall not be any negative mismatches on cumulative basis in any of the buckets till the next 12 months of ALM statement after incorporating all the liabilities of the company incorporating Put Options/ Reset Options etc. (in any form). The asset will include all the unencumbered Cash and Cash equivalent maturing across all the buckets of the ALM as part of the opening asset balance. Unutilized bank lines and cash credit limits shall not be taken into account while testing the same. 2. To ensure that the credit rating of the Issuer/NCDs from any credit rating agency to remain at minimum of "BBB+".	We confirm that there are no negative mismatch on cumulative basis based on the Behavioural SLR report of the Company as of December 31, 2023 for the next 12 months We confirm that the Company has maintained a credit rating of IND A/ Stable during the period October 01, 2023 to December 31, 2023	Yes
INE342T07429	Secured, Rated, listed, Senior, Transferable, Redeemable, Non-Convertible Debentures	06-Dec-23	07-Dec-23	During the tenor of the Debentures, the Company shall ensure that the ratio of A:B does not exceed 4.00x (four point zero zero times), where A is the Total Debt of the Company, and B is the Tangible Net Worth of the Company.	We confirm that the ratio of Total Debt and Tangible Net Worth is 2.41 % during the period October 01, 2023 to December 31, 2023	Yes

Navi Finserv Limited

Part A Common Covenants

Series No.	Description of Non- Convertible Debentures	Debenture Trust Deed date	Issue Date	Particulars of the Covenant	Management Response	Whether Complied/ Not
INE342T07111	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	18-Jan-22	18-Jan-22	Continuation of Part A in the Page 1	Continuation of Part A in the Page 1	Continuation of Part A in the Page 1
INE342T07247	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	24-Aug-22	25-Aug-22			
INE342T07205 and INE342T07211	Public Debt	08-Jun-22	08-Jun-22			
INE342T07411, INE342T07379, INE342T07395, INE342T07387 and INE342T07403	Public Debt	19-Jul-23	18-Jul-23			
INE342T07322	Secured, rated, listed, redeemable, principal protected, market linked, non convertible debentures	29-Nov-22	30-Nov-22			
INE342T08047	Unsecured, Rated, senior, unlisted, redeemable, fully paid up, non convertible debentures	06-Dec-22	05-Dec-22			
INE342T07338	secured, rated, unlisted, redeemable, paid up, non convertible debentures	29-Dec-22	30-Dec-22			
INE342T07346	secured, rated, unlisted, redeemable, paid up, non convertible debentures	22-Feb-22	23-Feb-22			

Navi Finserv Limited

Navi Finserv Limited
Statement on Compliance with Financials Covenants as at December 31, 2023

Part A Common Covenants

Series No.	Description of Non- Convertible Debentures	Debenture Trust Deed date	Issue Date	Particulars of the Covenant	Management Response	Whether Complied/ Not
INE342T07122	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	28-Jan-22	28-Jan-22	1. Standalone Net worth – Minimum of INR 950 crores. 2. NNPA (Net Non Performing Asset) less than 4% 3. Minimum Capital Adequacy Ratio (CRAR) – Prescribed by RBI + 2% 4. External standalone debt-equity ratio – less than 5x. 5. If the issuer fails to execute debenture trust deed within the timeline, issuer shall also pay Redemption Premium of at least two percent per annum to Debenture holder, over and above the agreed redemption premium rate till execution of debenture trust deed.	1. We confirm that the Company has a net worth (Refer Note 1) of INR 2658.81 crores as at December 31, 2023. 2. We confirm that the Net NPA ratio of the Company is 0.19% as at December 31, 2023. 3. We confirm that the capital adequacy ratio of the Company is 27.09% as at December 31, 2023 4. We confirm that the debt - equity ratio of the Company is 2.22 times as at December 31, 2023 5.We confirm that the Company has executed debenture trust deed on or before the date of allotment of the securities issued by the Company.	Complied
INE342T07148	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	23-Feb-22	23-Feb-22			
INE342T07255	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	15-Mar-22	15-Mar-22			
INE342T07263	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	30-Mar-22	31-Mar-22			
INE342T07239	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	27-Jul-22	28-Jul-22			
INE342T07254	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	26-Sep-22	27-Sep-22			
INE342T07262	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	27-Sep-22	28-Sep-22			
INE342T07361	Secured, Rated, listed, Redeemable, Non-Convertible Debentures	29-May-23	26-May-23			
INE342T07429	Secured, Rated, listed, Senior, Transferable, Redeemable, Non-Convertible Debentures	06-Dec-23	07-Dec-23			

Note 1: Net Worth = Share Capital + Other Equity - Prepaid Expenses - Deferred Tax Assets - Right to use Asset

Navi Finserv Limited

Part C - Covenants based on Management Representation

Series No.	Description of Non- Convertible Debentures	Debenture Trust Deed date	Issue Date	Particulars of the Covenant	Management Response	Whether Complied/ Not
INE342T07411, INE342T07379, INE342T07395, INE342T07387 and INE342T07403	Public Debt	19-Jul-23	18-Jul-23	Continuation of Part C in the Page 4	Continuation of Part C in the Page 4	Continuation of Part C in the Page 4
INE342T07312	Secured, rated, listed, redeemable, principal protected, market linked, non convertible debentures	29-Nov-22	30-Nov-22			
INE342T08047	Unsecured, Rated, senior, unlisted, redeemable, fully paid up, non convertible debentures	06-Dec-22	06-Dec-22			
INE342T07338	secured, rated, unlisted, redeemable, paid up, non convertible debentures	29-Dec-22	30-Dec-22			
INE342T07346	secured, rated, unlisted, redeemable, paid up, non convertible debentures	22-Feb-22	23-Feb-22			
INE342T08047	Unsecured, rated, senior, unlisted, redeemable, fully paid up non convertible debentures	06-Dec-22	06-Dec-22	To ensure that there is no suspension of the credit rating of the Issuer and/ or the debentures/loan due to the Company not cooperating with the credit rating agency	We confirm that the Company has maintained a credit rating of IND A/ Stable during the period October 01, 2023 to December 31, 2023	Yes

1. The Statement is prepared by the management of the Company, for submitting along with other documents pursuant to Regulation 56(1) (d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, dated September 2, 2015 (as amended) read with Circular SEBI/HO/DDHS /P/CIR/2023/50 dated March 31, 2023, (collectively referred as the "Listing Regulations, 2015")
2. We have complied with the requirements of the Listing Regulations 2015 and amendments thereof from time to time.
3. These are all the financial covenants covered in the Debenture Trust Deed/ Information Memorandum/ Term Sheet of the above debentures.
4. The Company has computed Liquidity Coverage Ratio ('LCR') in accordance with the method prescribed under Annex II - Guidelines on Liquidity Risk Management Framework of RBI/DoR/2023-24/106 DoR.FIN.REC.No.45/03.10.119/2023-24 dated October 09, 2023 (amended time to time) - Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 and the figures considered in the calculation are in agreement with underlying un-audited books and other records of the Company and the calculations are mathematically correct.

We have signed this statement for identification purpose only.

For Price Waterhouse LLP
Firm Registration Number: 301112E / E300264

ABDUL MAJEED SHAIKH
Digitally signed by ABDUL MAJEED SHAIKH
Date: 2024.02.14 19:14:27 +05'30'

Abdul Majeed Shaikh
Partner
Date: February 14, 2024
Place: Bengaluru

For and on the behalf of Navi Finserv Limited

ANKIT SURANA
Digitally signed by ANKIT SURANA
Date: 2024.02.14 18:39:27 +05'30'

Ankit Surana
Chief Financial Officer
Date: February 14, 2024
Place: Bengaluru

NFS/2023-24/34

To,
Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

To,
Listing Operations
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra (E)
Mumbai-400051

Dear Sir/Ma'am,

Sub: Outcome of the Board meeting held on November 08, 2023

In compliance with regulation 51 and 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("Listing Regulations")**, we hereby enclose, the unaudited standalone financial results of the Company along with the Limited Review Report ("**LRR**") for the quarter ended September 30, 2023, which have been duly approved by the board of directors of the Company ("**Board**") in their meeting held today i.e., November 08, 2023.

Further, we are enclosing the following documents:

a) Disclosures as required under Regulation 52(7) of the Listing Regulation; and
b) Disclosure as required under Regulation 54 of the Listing Regulation.

The board meeting commenced at 04:30 PM (IST) and concluded at 07:30 PM (IST).

Thanking you.

Yours faithfully,
For **Navi Finserv Limited**
THOMAS JOSEPH Digitally signed by THOMAS JOSEPH Date: 2023.11.08 19:36:04 +05'30'
Thomas Joseph
Company Secretary
November 08, 2023

Copy to -
CATALYST TRUSTEESHIP LIMITED
Windsor, 6th Floor, Office No – 604 C.S.T. Road, Kalina Santacruz (East), Mumbai – 400098

IDBI Trusteeship Services Limited
Asian Building, Ground Floor 17, R. Kamani Marg, Ballard Estate Mumbai – 400001

Price Waterhouse LLP

Chartered Accountants

Independent Auditors' Review Report on unaudited financial results for the quarter and half year ended September 30, 2023 of Navi Finserv Limited (Formerly known as Navi Finserv Private Limited) pursuant to Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Board of Directors of Navi Finserv Limited,

1. We have reviewed the accompanying unaudited financial results of Navi Finserv Limited (Formerly known as Navi Finserv Private Limited) (the "Company") for the quarter ended September 30, 2023 and the year to date results for the period April 1, 2023 to September 30, 2023, which are included in the accompanying Statement of Unaudited financial results, the Statement of Assets and Liabilities as on that date and the Statement of Cash Flows for the half-year ended on that date (the "Statement") being submitted by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations, 2015"), including relevant circulars issued by the SEBI from time to time. We have signed the Statement for identification purposes only.

2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34") prescribed under Section 133 of the Companies Act, 2013, the relevant provisions of the circulars, guidelines and directions issued by the Reserve Bank of India (RBI) from time to time ("RBI Guidelines") and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement has not been prepared in accordance with recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Companies Act, 2013, the RBI Guidelines and other accounting principles generally accepted in India and has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 52 of the Listing Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement, or that it has not been prepared in accordance with the relevant prudential norms issued by the Reserve Bank of India (RBI) in respect of Income recognition, asset classification, provisioning and other related matters, to the extent those are not inconsistent with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013.

For Price Waterhouse LLP
Chartered Accountants
Firm Registration Number: 301112E/E300264

ABDUL MAJEED SHAIKH Digitally signed by ABDUL MAJEED SHAIKH
Date: 2023.11.08 18:32:03 +05'30'

Abdul Majeed Shaikh
Partner
Membership Number: 203637
UDIN: 23203637BGXPDG7127

Place: Chennai
Date: November 8, 2023

Price Waterhouse LLP, 5th Floor, Tower 'D', The Millenia, 1 & 2 Murphy Road, Ulsoor, Bengaluru - 560 008
T: +91 (80) 4079 5000, F: +91 (80) 4079 5222

Registered office and Head office: Plot No. 56 & 57, Block DN, Sector-V, Salt Lake, Kolkata - 700 091

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAS - 3673) with effect from April 22, 2020. Post its conversion to Price Waterhouse LLP, its ICAI registration number is (FRN 301112E/E300264) (ICAI registration number before conversion was 301112E)

Navi Finserv Limited

CIN: U65923KA2012PLC062537

Registered and Corporate Office : 2nd Floor, Vaishnavi Tech Square, Ibalur Village, Begur Hobli, Bengaluru, Karnataka 560102

Website : www.navi.com ; E-mail: investors@navi.com

Statement of Assets and Liabilities as at 30 September 2023

(All amounts in ₹ million unless otherwise stated)

	Particulars	As at 30.09.2023 (Unaudited)	As at 31.03.2023 (Audited)
I	**Assets**		
1	**Financial assets**		
	Cash and cash equivalents	9,482.10	3,092.57
	Bank balances other than cash and cash equivalents	5,644.43	3,636.24
	Loans	70,153.12	63,695.19
	Investments	7,353.64	9,888.41
	Other financial assets	1,516.34	2,765.64
		94,149.63	**83,078.05**
2	**Non-financial assets**		
	Current tax assets (net)	-	
	Deferred tax asset (net)	695.13	734.00
	Property, plant and equipment	276.20	67.95
	Other intangible assets	-	-
	Right to use asset	1,441.06	814.72
	Other non-financial assets	819.86	533.97
		3,232.25	**2,150.64**
	Total Assets	**97,381.88**	**85,228.69**
II	**Liabilities and Equity**		
1	**Financial liabilities**		
	Payables		
	A. Trade Payables		
	(i) total outstanding dues of micro enterprises and small enterprises	14.62	11.18
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	2,957.45	740.26
	B. Other payables		
	(i) total outstanding dues of micro enterprises and small enterprises	-	
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	
	Debt securities	26,860.82	26,572.15
	Borrowings (other than debt securities)	36,559.60	30,954.53
	Subordinated liabilities	99.73	99.64
	Lease liability	1,531.73	857.12
	Other financial liabilities	5,832.61	2,833.71
		73,856.56	**62,068.59**
2	**Non financial liabilities**		
	Current tax liabilities (net)	47.23	108.21
	Provisions	223.11	160.76
	Other non financial liabilities	193.30	192.49
		463.64	**461.46**
	Total Liabilities	**74,320.20**	**62,530.05**
3	**Equity**		
	Equity share capital	2,852.40	2,852.40
	Other equity	20,209.28	19,846.24
	Total equity	**23,061.68**	**22,698.64**
	Total liabilities and equity	**97,381.88**	**85,228.69**

Navi Finserv Limited Bangalore

Navi Finserv Limited
CIN: U65923KA2012PLC062537

Registered and Corporate Office : 2nd Floor, Vaishnavi Tech Square, Ibalur Village, Begur Hobli, Bengaluru, Karnataka 560102
Website : www.navi.com ; E-mail investors@navi.com

Statement of unaudited financial results for the quarter and half year ended 30 September 2023

(All amounts in ₹ millions unless otherwise stated)

Sl. No.	Particulars	Quarter ended			Half Year ended		Year ended
		30.09.2023	30.06.2023	30.09.2022	30.09.2023	30.09.2022	31.03.2023
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income						
	(a) Revenue from operations						
	(i) Interest income	3,791.94	3,541.24	2,685.00	7,333.18	4,484.40	11,807.85
	(ii) Fees and commission income	149.89	118.27	54.41	268.16	97.48	282.33
	(iii) Net gain on fair value changes	183.86	294.27	105.40	478.13	95.38	222.97
	(iv) Net gain on derecognition of financial instruments under amortised cost category	89.59	433.58	50.42	523.17	50.42	517.01
	Total revenue from operations	4,215.28	4,387.36	2,895.23	8,602.64	4,727.68	12,830.16
	(b) Other Income	5.18	15.64	10.86	20.82	366.06	940.36
	Total Income	4,220.46	4,403.00	2,906.09	8,623.46	5,093.74	13,770.52
2	Expenses						
	(a) Finance costs	1,578.44	1,472.23	956.10	3,050.67	1,602.59	4,266.47
	(b) Fees and commission expenses	14.85	62.95	39.47	77.78	52.84	159.54
	(c) Impairment on financial instruments	1,110.07	1,259.39	614.32	2,369.46	1,297.48	3,693.10
	(d) Employee benefits expenses	341.04	316.27	207.01	657.31	396.50	845.02
	(e) Depreciation and amortisation expense	70.51	68.70	17.24	139.21	36.43	81.04
	(f) Other expenses	956.80	873.39	640.37	1,830.19	1,087.77	2,746.26
	Total Expense	4,071.69	4,052.93	2,474.51	8,124.62	4,473.60	11,791.43
3	Profit before tax (1-2)	148.77	350.07	431.58	498.84	620.14	1,979.09
4	Tax expense						
	Current tax	(57.80)	144.49	117.28	86.69	117.28	543.99
	Deferred tax (credit)/charge	97.95	(56.50)	(6.73)	41.45	(47.28)	(264.07)
	Tax relating to earlier years	-	-	-	-	-	(20.69)
	Total tax expense	40.15	87.99	110.55	128.14	70.00	259.23
5	Profit after tax (3-4)	108.62	262.08	321.03	370.70	550.14	1,719.86
6	Other Comprehensive Income, net of tax						
	(a) Items that will not be reclassified to profit or loss						
	Remeasurement of the net defined benefit plans	1.15	(1.30)	(0.50)	(0.15)	(3.97)	(6.35)
	Income tax relating to the above	(0.29)	0.33	0.13	0.04	1.00	1.60
	(b) Items that will be reclassified to profit or loss	-					
	Net change in fair value of loans measured at fair value through other comprehensive income	(111.25)	101.16	-	(10.09)	-	7.57
	Income tax relating to the above	28.00	(25.46)	-	2.54	-	(1.90)
	Total other comprehensive income net of tax	(82.39)	74.73	(0.37)	(7.66)	(2.97)	0.92
7	Total comprehensive income for the period (5+6)	26.23	336.81	320.66	363.04	547.17	1,720.78
8	Paid-up equity share capital (Face value of ₹ 10)						2,852.40
9	Other equity						19,846.24
10	Earnings per share (₹) (not annualised)						
	Basic	0.36	0.92	1.23	1.23	2.37	6.74
	Diluted	0.36	0.89	1.23	1.23	2.37	6.71

Navi Finserv Limited
Bangalore

Notes:

1 These Standalone financial results have been prepared in accordance with the recognition and measurement principles laid down in Companies (Indian Accounting Standards) Rules, 2015 prescribed under Section 133 of the Act read with relevant rules issued thereunder, the circulars, guidelines and directions issued by the Reserve Bank of India ("the RBI") from time to time ('RBI Guidelines') and other accounting principles generally accepted in India, and is in compliance with the presentation and disclosure requirements of the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended including relevant circulars issued by the SEBI from time to time.

2 There has been no change in the significant accounting policies during the quarter and half year ended 30 September 2023 as compared to those followed for the year ended 31 March 2023.

3 The Statement of financial results of Navi Finserv Limited (formerly as Navi Finserv Private Limited) ('the Company') have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 8 November 2023.

4 These financial results have been subjected to limited review by the statutory auditors of the Company as required under Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

5 The Company has carried impairment provision towards its loan assets to the extent of ₹ 4,755.46 million as at 30 September 2023.

6 Disclosure pursuant to RBI Notification RBI/DOR/2021-22/86 DDR.STR.REC.51/21.04.048/2021-22 dated 24 September 2021
a) Details of loans (not in default) transferred through assignment during the quarter and half year ended 30 September 2023.

Mode of Transfer	Direct Assignment
Aggregate amount of loans transferred (in millions)	1,644.26
Weighted average residual maturity (in years)	9.37
Weighted average holding period (in years)	0.85
Retention of beneficial economic interest	10%
Tangible security coverage	39%

b) Details of stressed loans transferred during the quarter and half year ended 30 September 2023

Particulars	To ARCs	To permitted transferees	To other transferees (please specify)
No: of accounts	45,815	-	-
Aggregate principal outstanding of loans transferred (in millions)	1,178.36	-	-
Weighted average residual tenor of the loans transferred (in years)	0.77	-	-
Net book value of loans transferred (at the time of transfer) (in millions)	1,178.36	-	-
Aggregate consideration (in millions)	67.50	-	-
Additional consideration realized in respect of accounts transferred in earlier years	-	-	-

c) The Company has not acquired any loans not in default through assignment during the quarter and half year ended 30 September 2023.

7 The Company's operating segments are established in the manner consistent with the components of the Company that are evaluated regularly by the Chief Operating Decision Maker as defined in Ind AS 108 - 'Operating Segments'. The Company is engaged primarily in the business of financing and as such no separate reportable segment is required to be furnished as per Ind AS 108 – "Operating Segment".

8 The listed Non - Convertible Debentures of the Company aggregating to ₹ 17,692.84 millions as on 30 September 2023 are secured by way of an exclusive charge on identified standard assets of the Company.

9 Pursuant to the Regulation 54 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the listed secured non-convertible debentures issued by the Company are fully secured by way of hypothecation over the book debt/ receivables, to the extent as stated in the respective information memorandum. Further, the Company has maintained security cover (100%) as stated in the respective information memorandum which is sufficient to discharge the principal and the interest amount at all times for the non-convertible debt securities issued by the Company.

10 The Company has colending arrangements with the various lending partners. Under these arrangements, the company has disbursed ₹ 12,253 millions during the quarter under 20:80 disbursal ratio. The portfolio outstanding under colending arrangements is ₹ 3,844 millions as on 30 September 2023.

11 The Board of Directors of Navi Finserv Limited (the 'Company' or 'NFL') and Navi Technologies Limited ('NTL'), the holding company of NFL, has at its meeting held on 8 August, 2023 approved divestment of 75.00000032% and 24.99999968% of equity shares being held by the Company and NTL, respectively, in Chaitanya India Fin Credit Private Limited ('CIFCPL'), a material subsidiary of NFL, by way of sale of their shares in CIFCPL, to Svatantra Microfin Private Limited ('Purchaser'), a non-banking finance company-microfinance institution ('Transaction') at a total consideration of ₹ 14,790 millions.
The said transaction has received conditional approval from the Reserve Bank of India on 25 September 2023. . The transaction will be completed subsequent to the receipt of other requisite approvals and CIFCPL will cease to be subsidiary of the Company.

12 During the year ended 31 March 2023, the Company had allotted 10,66,66,667 equity shares of face value 10 including premium of ₹ 65 per share, aggregating to ₹ 8000 million, to Navi Technologies Limited ("the holding Company) on right issue basis as per Section 62(1) of the Companies Act, 2013.

13 During the half year ended 30 September 2022, the Company had sold the brand 'Chaitanya' to Navi Technologies Limited, the holding company, for ₹349.51 millions. The carrying value of the brand in the books of the Company was Nil and accordingly, the resultant gain of ₹350 million has been disclosed under Other Income in these unaudited financial results.

14 During the year ended 31 March 2023, the company had sold 25% equity stake in Chaitanya India Fin Credit Private Limited (erstwhile-wholly owned subsidiary) to Navi Technologies Limited ("the holding Company) at gain of ₹ 561.73 millions.

15 During the year ended 31 March 2023, the company had issued 15,000 Compulsorily Convertible Debentures to Navi Technologies Limited ("the holding Company) for aggregate amount of INR 1,500 millions.

16 Figures of the previous periods have been regrouped, wherever necessary, to make them comparable with the current period.

For Price Waterhouse LLP
Chartered Accountants
Firm's Registration No.: 301112E/E300264

ABDUL MAJEED SHAIKH
Digitally signed by ABDUL MAJEED SHAIKH
Date: 2023.11.08 18:32:48 +05'30'

Abdul Majeed Shaikh
Partner
Membership No. 203637

Place: Chennai
Date : 8 November 2023

For and on behalf of the Board of Directors
Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)

ANKIT AGARWAL
Digitally signed by ANKIT AGARWAL
Date: 2023.11.08 17:49:23 +05'30'

Ankit Agarwal
Managing Director
(DIN: 08299808)

Navi Finserv Limited Bangalore

Place: Bangalore
Date : 8 November 2023

Navi Finserv Limited
CIN: U65923KA2012PLC062537

Registered and Corporate Office : 2nd Floor, Vaishnavi Tech Square, Iballur Village, Begur Hobli, Bengaluru, Karnataka 560102
Website : www.navi.com ; E-mail: investors@navi.com

Statement of cash flows
(All amounts in ₹ millions unless otherwise stated)

Particulars	For the half year ended 30 September 2023	For the half year ended 30 September 2022
A. Cash flow from Operating activities		
Profit before tax	498.84	620.14
Depreciation and amortisation expense	47.57	20.43
Amortisation on right of use asset	91.64	16.00
Interest Income on loans	(7,092.45)	(4,354.86)
Interest expense on lease liability	66.15	5.57
Unwinding of discount on security deposits	(3.49)	(0.96)
Impairment allowance on loans	540.58	1,037.86
Impairment allowance on investments	-	(26.04)
Loans written off	1,828.88	285.66
Income on lease modification	-	(4.44)
Net gain on derecognition of financial instruments under amortised cost category	(523.17)	(50.42)
Profit on sale of trade mark	-	(349.51)
Net (gain) / loss on fair value changes on investment	(12.25)	61.43
Finance costs	2,984.52	1,597.02
Employees stock option expenses	77.63	49.23
Operating profit before working capital changes	**(1,495.55)**	**(1,092.89)**
Movements in working capital:		
(Increase) / decrease in loans	(8,831.13)	(29,458.08)
(Increase) / decrease in other financial assets	1,775.96	(3,098.22)
(Increase) / decrease in other non-financial assets	(523.13)	(186.24)
(Increase)/decrease in investments	2,547.02	(582.93)
Increase / (decrease) in payables	2,220.63	(179.26)
Increase / (decrease) in other financial liabilities	2,998.90	1,673.58
Increase / (decrease) in non-financial liabilities	0.81	(60.48)
Increase/(decrease) in provisions	(15.28)	(16.05)
Cash generated from / (used in) operations before adjustments for interest received and interest paid	**(1,321.77)**	**(33,000.57)**
Interest received from loans	7,086.10	3,899.24
Interest paid	(3,046.85)	(1,457.71)
Cash generated from / (used in) operations	**2,717.48**	**(30,559.04)**
Income taxes paid (net of refunds)	147.67	19.49
Net cash flows generated from / (used in) operating activities (A)	**2,569.81**	**(30,578.53)**
B. Cash flow from Investing activities		
Purchase of property, plant and equipment and intangible assets	(18.58)	(93.90)
(Increase) / decrease in bank deposits with original maturity greater than 3 months	(2,008.19)	(1,495.20)
Proceeds from sale of intangible assets	-	349.51
Net cash flows (used in) investing activities (B)	**(2,026.77)**	**(1,239.59)**
C. Cash flow from Financing activities		
Proceeds from issue of equity shares	-	7,496.10
Proceeds from issue of debt securities	11,102.36	16,929.49
Repayment of debt securities	(10,806.11)	(10,381.85)
Proceeds from borrowings (other than debt securities) availed	42,774.95	52,191.63
Repayment of borrowings (other than debt securities)	(37,115.20)	(36,448.41)
Lease payments	(109.51)	(23.47)
Net cash flows generated from financing activities (C)	**5,846.49**	**29,763.49**
Net increase in cash and cash equivalents (A+B+C)	6,389.53	(2,054.63)
Cash and cash equivalents at the beginning of the period	3,092.57	3,744.88
Cash and cash equivalents at the end of the period	**9,482.10**	**1,690.25**

Navi Finserv Limited
Bangalore

Navi Finserv Limited

(formerly known as Navi Finserv Private Limited)

CIN No. U65923KA2012PLC062537

2nd Floor, Vaishnavi Tech Square Iballur Village, Begur Hobli Bangalore South Bangalore KA 560102, India

Disclosures under Regulation 52(4) of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended for the half year ended September 30, 2023

Sl No.	Particulars	Ratio
1	Debt-Equity Ratio (Note 1)	2.75
2	Debt Service Coverage Ratio & Interest Service Coverage Ratio	Not Applicable
3	Outstanding reedemable preference share	Not Applicable
4	Capital Redemption Reserve (₹ in millions)	44.05
5	Debenture Redemption reserve	Not Applicable
6	Net Worth (Note 2) (₹ in millions)	22,286.93
7	Net profit after tax (₹ in millions)	370.70
8	Earning per share (₹ per share)	1.23
9	Current ratio	Not applicable
10	Long term debt to working Capital	Not applicable
11	Bad debt to account receivable ratio	Not applicable
12	Current Liability Ratio	Not applicable
13	Total Debts to Assets Ratio (Note 3)	0.65
14	Debtors Turnover	Not applicable
15	Inventory Turnover	Not applicable
16	Operating Margin %	Not applicable
17	Net profit Margin % (Note 4)	4.30%
18	**Sector Specific Ratios** CRAR % (Tier I+Tier II) Gross Stage 3 (%) (Note 5) Net Stage 3 (%) (Note 6)	 25.56% 2.65% 0.29%

Notes:-

1 Debt-Equity Ratio = Total Debt [Debt securities + Borrowings (other than debt securities)+Subordinated liabilities] / (Equity + Other equity)

2 Net Worth = Equity share capital + Other Equity - Prepaid Expense - Deferred Tax Asset

3 Total Debt to Asset Ratio = Total Debt [Debt securities + Borrowings (other than debt securities)+Subordinated liabilities] / Total Assets

4 Net profit Margin % = Net profit for the period/Total Income

5 Gross Stage 3 (%) = Gross Stage 3 Loans / Gross Loans

6 Net Stage 3 (%) = (Gross Stage 3 Loans - Impairment loss allowance for Stage 3)/(Gross Loans - Impairment loss allowance for Stage 3).

For and on behalf of the Board of Directors
Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)

ANKIT AGARWAL

Digitally signed by ANKIT AGARWAL
Date: 2023.11.08 17:57:17 +05'30'

Ankit Agarwal
Managing Director
(DIN: 08299808)

Bengaluru
Date : 8 November 2023

Price Waterhouse LLP

Chartered Accountants

The Board of Directors
Navi Finserv Limited
Second Floor, Vaishnavi Tech Square,
Iballur Village, Begur Hobli
Bangalore - 560102

Auditor's Report on book values of assets included in the statement of security cover as per Information Memorandum, Term Sheet and Debenture Trust Deed as at September 30, 2023

1. This report is issued in accordance with the terms of our engagement letter dated August 9, 2023.

2. The accompanying Statement of Security Cover as at September 30, 2023 as mentioned in paragraphs of the Information Memorandum, Term Sheet and Debenture Trust Deed (the "Agreement") of listed debt securities (the "Statement") has been prepared by the management of Navi Finserv Limited (the "Company") as at September 30, 2023 pursuant to Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (as amended) read with Circular SEBI/HO/DDHS/P/CIR/2023/50 dated March 31, 2023 (together referred to as the "Listing Regulations, 2015"), which has been signed by us for identification purposes.

Management's Responsibility for the Statement

3. The preparation of the Statement is the responsibility of the Management of the Company including the creation and maintenance of all accounting and other records supporting its contents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation.

4. The Management is also responsible for ensuring that the Company complies with the requirements of the Listing Regulations, 2015 and the Agreement, and it provides all relevant, complete and accurate information as required therein.

Auditors' Responsibility

5. Pursuant to the Listing Regulations, 2015, it is our responsibility to examine the Statement and to report based on our procedures performed as described in paragraph 9 below, whether the book values of the assets specified in column(s) A to H in the Statement prepared by the Company are in agreement with the underlying unaudited books and relevant records of the Company as at September 30, 2023, as produced to us by the Management during the course of our examination.

6. The financial statements for the year ending on March 31, 2024, relating to the books and records referred to in paragraph 5 above, are subject to our audit pursuant to the requirements of Companies Act, 2013.

7. We conducted our examination of the Statement in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' (the "Guidance Note") issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

Price Waterhouse LLP, 5th Floor, Tower 'D', The Millenia, 1 & 2 Murphy Road, Ulsoor, Bangalore - 560 008
T: +91 (80) 4079 5000, F: +91 (80) 4079 5222

Registered office and Head office: Plot No. 56 & 57, Block DN, Sector-V, Salt Lake, Kolkata - 700 091

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse LLP (a Limited Liability Partnership with LLP Identity No. [illegible]) with effect from April 21, 2010. Post its conversion to Price Waterhouse LLP, its ICAI registration number is (FRN 301112E/E300264) (ICAI registration number before conversion was 301112E)

Price Waterhouse LLP
LLPIN AAS - 3673
Chartered Accountants
FRN 301112E/E300264
Bangalore

8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

9. In carrying out our examination as described in paragraph 5 above, we have carried out the following procedures:

   Trace the financial information contained in Column(s) A to H of Statement with underlying unaudited books and records of the Company as at September 30, 2023 as provided by the Management.

   For avoidance of doubt, we clarify that we were not required to, and will not perform any procedure on the information included in column(s) K to O of the accompanying statement and the same is furnished by the management of the Company. Further we are not required to comment on the calculations included in the Statement.

   The Procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement; and consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Opinion

10. Based on our examination as described in paragraph 9 and procedures performed as described in paragraph 9 above, and according to the information and explanations given to us, we report that the book values of the assets specified in column(s) A to H in the Statement prepared by the Company are in agreement with the underlying unaudited books and relevant records of the Company as at September 30, 2023 as produced to us by the Management during the course of our examination.

Restriction on Use

11. Our work was performed solely to assist the Company to meet the requirements of Regulation 56(1)(d) of the Listing Regulations, 2015. Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by any other role we may have as auditors of the Company or otherwise. Nothing in this report nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as auditors of the Company.

Price Waterhouse LLP
LLPIN AAS - 3673
Chartered Accountants
FRN 301112E/E300264
Bangalore

12. This report has been issued solely at the request of the Board of Directors of the Company to whom it is addressed, for onward submission to the Debenture trustees defined in the Agreement and should not be used for any other purpose. We do not accept or assume any liability or duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come, save where expressly agreed by our prior consent in writing.

For Price Waterhouse LLP
Firm Registration Number: 301112E/E300264
Chartered Accountants

ABDUL MAJEED SHAIKH
Digitally signed by ABDUL MAJEED SHAIKH
Date: 2023.11.08 18:51:30 +05'30'

Abdul Majeed Shaikh
Partner
Membership Number: 203637
UDIN: 23203637BGXPDH1523

Place: Chennai
Date: November 8, 2023

Navi Finserv Limited

Security Cover Statement as at September 30, 2023

Table 1: Computation of book value of encumbered assets and unencumbered assets available for secured and unsecured assets

(All amounts are in Rs. Millions)

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari- Passu Charge	Pari- Passu Charge	Pari- Passu Charge	Assets not offered as Security	Elimination (amount in negative)	(Total C to H)	Related to only those items covered by this certificate				
		Debt for which this certificate being issued (Book Value)	Other Secured Debt (Book Value)	Debt for which this certificate being issued (Yes/ No)	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge) (Book Value)	Other assets on which there is pari-Passu charge (excluding items covered in column F) (Book Value)		Debt amount considered more than once (due to exclusive plus pari passu charge)		Market Value for Assets charged on Exclusive basis	Carrying / book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets (Relating to Column F)	Carrying value/ book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable) (Relating to Column F)	Total Value (=K+L+M+ N)
ASSETS														
Property, Plant and Equipment							276.20		276.20					
Capital Work-in-Progress									-					
Right of Use Assets							1,441.06		1,441.06					
Goodwill									-					
Intangible Assets									-					
Intangible Assets under Development									-					
Investments							7,353.63		7,353.63					
Loans(Refer Note 7)	Personal Loan & Housing Loan	19,591.65	40,087.79				10,473.67		70,153.11		19,591.65			19,591.65
Inventories									-					
Trade Receivables									-					
Cash and Cash Equivalents							9,482.10		9,482.10					
Bank Balances other than Cash and Cash Equivalents							5,644.43		5,644.43					
Others							3,031.35		3,031.35					
Total Assets		**19,591.65**	**40,087.79**	-	-	-	**37,702.44**	-	**97,381.88**	-	**19,591.65**	-	-	**19,591.65**
LIABILITIES														
Debt securities to which this certificate pertains	NCDs	17,776.22					-83.38		17,692.84					
Other debt sharing pari-passu charge with above debt									-					
Other Debt	CP+OD						3,301.83		3,301.83					

Navi Finserv Limited Bangalore

Subordinated debt							99.73		99.73					
Borrowings	Term loans and PTC		36,647.92				-192.79		36,455.12					
Bank									-					
Debt Securities	NCDs+IC		2,324.20				3,646.32		5,970.52					
Others									-					
Trade payables							2,972.07		2,972.07					
Lease Liabilities							1,531.73		1,531.73					
Provisions							223.11		223.11					
Others							6,073.26		6,073.26					
Total Liabilities		17,776.22	38,972.11	-	-	-	17,571.87	-	74,320.20	-	-	-	-	-
Net Assets		110.21%	102.88%						23,061.68					

Notes:

1. The book value as mentioned in above table as per financial information of the company prepared in accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, other relevant provisions of the Act and guidelines issued by the Reserve Bank of India (RBI) as applicable to NBFCs.
2. Book value in Column C represents the principal outstanding in case of loans given as security and principal and interest accrued in case of debt securities to which this certificate pertains.
3. There are no assets offered given as security as pari-passu against debt securities.
4. Asset cover is calculated only on debt for which the certificate is being issued.
5. Represents Intercorporate Debentures / Unsecured Debentures and Commercial Papers.
6. EIR Adjustments on Loans / Debt Securities / Subordinated Debts / Borrowing - Term Loans are included in Column H, so as to match the figures with audited Financial Information.
7. Loans under Category "Other Secured Debt(Book Value)" also includes the amount of PTC asset of INR 17,953.14

We have signed this Statement for identification purpose only. This Statement has to be read in conjunction with our report issued on book value of assets included in the statement of security cover as per Information Memorandum/ Term Sheet/ Debenture Trust Deed.

For Price Waterhouse LLP
Firm Registration Number: 301112E / E300264

ABDUL MAJEED SHAIKH
Digitally signed by ABDUL MAJEED SHAIKH
Date: 2023.11.08 18:52:58 +05'30'

Abdul Majeed Shaikh
Partner
Date: November 08, 2023
Place: Chennai

For and on the behalf of Navi Finserv Limited

ANKIT SURANA
Digitally signed by ANKIT SURANA
Date: 2023.11.08 17:19:20 +05'30'

Ankit Surana
Chief Financial Officer
Date: November 08, 2023
Place: Bangaluru

Price Waterhouse LLP

Chartered Accountants

The Board of Directors
Navi Finserv Limited
Second Floor, Vaishnavi Tech Square,
Iballur Village, Begur Hobli
Bangalore -560102

Auditors' Report on compliance with financial covenants, in respect of listed non-convertible debt securities for the quarter ended September 30, 2023

1. This report is issued in accordance with the terms of our engagement letter dated August 9, 2023.

2. The accompanying Statement containing compliance status of the following Financial Covenants as mentioned in Debenture Trust Deed/ Information Memorandum/ Term Sheet (the "Agreement") has been prepared by the management of Navi Finserv Limited (the "Company") for the quarter ended September 30, 2023 pursuant to Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, dated September 2, 2015 (as amended) read with Circular SEBI/HO/DDHS/P/CIR/2023/50 dated March 31, 2023, (collectively referred as the "Listing Regulations, 2015"), which has been signed by us for identification purposes.

Management's Responsibility for the Statement

3. The preparation of the Statement is the responsibility of the Management of the Company including the creation and maintenance of all accounting and other records supporting its contents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation.

4. The Management is also responsible for ensuring that the Company complies with the requirements of the Listing Regulations 2015 and the Agreement, and it provides all relevant, complete and accurate information as required therein.

Auditors' Responsibility

5. Pursuant to the Listing Regulations, 2015, it is our responsibility to examine the Statement and to report based on our procedures performed as described in paragraph 9 below, whether the particulars in the Statement are in agreement with the unaudited books and relevant records of the Company for the quarter ended September 30, 2023, as produced to us by the Management during the course of our examination.

6. The financial statements of the Company for the year ending March 31, 2024 relating to the books and records referred in paragraph 5 above are subject to our audit pursuant to the requirement of the Companies Act, 2013.

7. We conducted our examination of the Statement in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' (the "Guidance Note") issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

9. In carrying out our examination as described in paragraph 5 above, we have carried out the following procedures:

   i) In relation to Common Covenants included in the Part A of the Statement-

      (a) We have traced the figures from unaudited financial results for the quarter ended September 30, 2023 for points (1), (2) and (3);

      (b) The figures in the point (4) and (5) are in agreement with underlying unaudited books and other records as at September 30, 2023.

   ii) In relation to Specific Covenants included in the Part B of the Statement-

      (a) For negative mismatches, we have verified the Structural Liquidity Returns filed by the Company for the quarter ended September 30, 2023;

      (b) For minimum liquidity at the Company level, we have verified whether financial statement level items considered and the figures are in agreement with underlying unaudited books and other records of the Company as at September 30, 2023; and

      (c) For the Liquidity Coverage Ratio ('LCR'), we have verified whether the LCR is computed in accordance with the method prescribed under Annex II-Guidelines on Liquidity Risk Management Framework of RBI/DNBR/2016-17/45 Master Direction NBR.PD.008/ 03.10.119/2016-17 dated September 01, 2016 (amended time to time)- Master Direction- Non Banking Financial Company- Systematically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 and the figures considered in the calculation are in agreement with underlying unaudited books and other records of the Company and the calculations are mathematically correct.

   iii) In relation to Part C- Covenants based on Management Representation, we have relied on management representation and has not performed any specific procedures.

The Procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement; and consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Price Waterhouse LLP
LLPIN AAS - 3673
Chartered Accountants
FRN 301112E/E300264
Bangalore

Opinion

10. Based on our examination as above and according to the information and explanations given to us, we report that nothing has come to our attention that causes us to believe that the particulars in the Statement are not in agreement with the unaudited books and relevant records of the Company for the quarter ended September 30, 2023 as produced to us by the Management during the course of our examination.

Restriction on Use

11. Our work was performed solely to assist you in meeting the requirements of the Listing Regulations, 2015 to enable the Company to meet the conditions of Regulation 56(1)(d) of the Listing Regulations, 2015. Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by any other role we may have as auditors of the Company or otherwise. Nothing in this report, nor anything said or done. in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as auditors of the Company.

12. This report has been issued solely at the request of the Board of Directors of the Company to whom it is addressed, for onward submission to the Debenture trustees and should not be used for any other purpose. We do not accept or assume any liability or duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come, save where expressly agreed by our prior consent in writing.

For Price Waterhouse LLP
Firm Registration Number: 301112E/E300264
Chartered Accountants

ABDUL MAJEED SHAIKH
Digitally signed by ABDUL MAJEED SHAIKH
Date: 2023.11.08 18:50:08 +05'30'

Abdul Majeed Shaikh
Partner
Membership Number:203637
UDIN: 23203637BGXPDI8468

Place: Chennai
Date: November 8, 2023

Navi Finserv Limited
Statement on Complinace with Financials Covenants as at September 30, 2023

Part A Common Covenants

Series No.	Description of Non- Convertible Debentures	Debenture Trust Deed date	Issue Date	Particulars of the Covenant	Management Response	Whether Complied/ Not
INE342T07122	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	28-Jan-22	28-Jan-22	1. Standalone Net worth – Minimum of INR 950 crores. 2. NNPA (Net Non Performing Asset) less than 4% 3. Minimum Capital Adequacy Ratio (CRAR) – Prescribed by RBI + 2% 4. External standalone debt-equity ratio – less than 5x. 5. If the issuer fails to execute debenture trust deed within the timeline, issuer shall also pay Redemption Premium of at least two percent per annum to Debenture holder, over and above the agreed redemption premium rate till execution of debenture trust deed.	1. We confirm that the Company has a net worth (Refer Note 1) of INR 2,084.59 crores as at September 30, 2023. 2. We confirm that the Net NPA ratio of the Company is 0.29% as at September 30, 2023 3. We confirm that the capital adequacy ratio of the Company is 25.56% as at September 30, 2023 4. We confirm that the debt - equity ratio of the Company is 2.75 times as at September 30, 2023 5.We confirm that the Company has executed debenture trust deed on or before the date of allotment of the securities issued by the Company.	Complied
INE342T07148	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	23-Feb-22	23-Feb-22			
INE342T07155	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	15-Mar-22	15-Mar-22			
INE342T07163	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	30-Mar-22	31-Mar-22			
INE342T07239	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	27-Jul-22	28-Jul-22			
INE342T07254	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	26-Sep-22	27-Sep-22			
INE342T07262	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	27-Sep-22	28-Sep-22			
INE342T07361	Secured, Rated, listed, Redeemable, Non-Convertible Debentures	29-May-23	26-May-23			

Note 1: Net Worth = Share Capital + Other Equity - Prepaid Expenses - Deffered Tax Assets - Right to use Asset

Navi Finserv Limited
Bangalore

Part A Common Covenants

Series No.	Description of Non- Convertible Debentures	Debenture Trust Deed date	Issue Date	Particulars of the Covenant	Management Response	Whether Complied/ Not
INE342T07114	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	18-Jan-22	18-Jan-22	Continuation of Part A in the Page 1	Continuation of Part A in the Page 1	Continuation of Part A in the Page 1
INE342T07247	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	24-Aug-22	25-Aug-22			
INE342T07189, INE342T07197, INE342T07205 and INE342T07213	Public Debt	8-Jun-22	8-Jun-22			
INE342T07411, INE342T07379, INE342T07395, INE342T07387 and INE342T07403	Public Debt	19-Jul-23	18-Jul-23			
INE342T08039	Unsecured, rated, listed, redeemable, paid up, non convertible debentures	10-Nov-22	14-Nov-22			
INE342T07312	Secured, rated, listed, redeemable, principal protected, market linked, non convertible debentures	29-Nov-22	30-Nov-22			
INE342T08047	Unsecured, Rated, senior, unlisted, redeemable, fully paid up, non convertible debentures	6-Dec-22	6-Dec-22			
INE342T07338	secured, rated, unlisted, redeemable, paid up, non convertible debentures	29-Dec-22	30-Dec-22			
INE342T07346	secured, rated, unlisted, redeemable, paid up, non convertible debentures	22-Feb-22	23-Feb-22			

Navi Finserv Limited Bangalore

Part B - Specific Covenants

Series No.	Description of Non- Convertible Debentures	Debenture Trust Deed date	Issue Date	Particulars of the Covenant	Management Response	Whether Complied/ Not
INE342T07114	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	18-Jan-22	18-Jan-22	Early redemption at a rating below BBB+ by any rating entity for senior secured instruments.	We confirm that the Company has maintained a credit rating of IND A/ Stable during the period July 01, 2023 to September 30, 2023	Yes
INE342T07163	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	30-Mar-22	31-Mar-22	Early redemption at a rating below BBB+ by any rating entity for senior secured instruments.	We confirm that the Company has maintained a credit rating of IND A/ Stable during the period July 01, 2023 to September 30, 2023	Yes
INE342T07254	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	26-Sep-22	27-Sep-22	Early redemption at a rating below BBB+ by any rating entity for senior secured instruments.	We confirm that the Company has maintained a credit rating of IND A/ Stable during the period July 01, 2023 to September 30, 2023	Yes
INE342T08047	Unsecured, rated, senior, unlisted, redeemable, fullu paid up, non convertible debentures	6-Dec-22	6-Dec-22	1. There shall not be any negative mismatches on cumulative basis in any of the buckets till the next 12 months of ALM statement after incorporating all the liabilities of the company incorporating Put Options/ Reset Options etc. (in any form). The asset will include all the unencumbered Cash and Cash equivalent maturing across all the buckets of the ALM as part of the opening asset balance. Unutilized bank lines and cash credit limits shall not be taken into account while testing the same. 2. To ensure that the credit rating of the Issuer/NCDs from any credit rating agency to remain at minimum of "BBB+".	We confirm that there are no negative mismatch on cumulative basis based on the SLR report of the Company as of September 30, 2023 for the next 12 months We confirm that the Company has maintained a credit rating of IND A/ Stable during the period July 01, 2023 to September 30, 2023	Yes

Navi Finserv Limited Bangalore

Part C - Covenants based on Management Representation

Series No.	Description of Non- Convertible Debentures	Debenture Trust Deed	Issue Date	Particulars of the Covenant	Management Response	Whether Complied/ Not
INE342T07122	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	28-Jan-22	28-Jan-22	1. Sachin Bansal to hold minimum stake of 51%	1. We confirm that Sachin Bansal holds 98.02% in the Navi Technologies Private Limited (Parent entity of the Company) as at September 30, 2023 which holds 100% of the equity share capital of the Company	Complied
INE342T07148	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	23-Feb-22	23-Feb-22			
INE342T07155	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	15-Mar-22	15-Mar-22			
INE342T07163	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	30-Mar-22	31-Mar-22			
INE342T07239	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	27-Jul-22	28-Jul-22			
INE342T07254	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	26-Sep-22	27-Sep-22			
INE342T07262	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	27-Sep-22	28-Sep-22			
INE342T07114	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	18-Jan-22	18-Jan-22			
INE342T07361	Secured, Rated, listed, Redeemable, Non-Convertible Debentures	29-May-23	26-May-23			
INE342T07247	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	24-Aug-22	25-Aug-22			
INE342T07189, INE342T07197, INE342T07205 and INE342T07213	Public Debt	8-Jun-22	8-Jun-22			

Navi Finserv Limited
Bangalore

Part C - Covenants based on Management Representation

Series No.	Description of Non- Convertible Debentures	Debenture Trust Deed date	Issue Date	Particulars of the Covenant	Management Response	Whether Complied/ Not
INE342T07411, INE342T07379, INE342T07395, INE342T07387 and INE342T07403	Public Debt	19-Jul-23	18-Jul-23	Continuation of Part C in the Page 4	Continuation of Part C in the Page 4	Continuation of Part C in the Page 4
INE342T08039	Unsecured, rated, listed, redeemable, paid up, non convertible debentures	10-Nov-22	14-Nov-22			
INE342T07312	Secured, rated, listed, redeemable, principal protected, market linked, non convertible debentures	29-Nov-22	30-Nov-22			
INE342T08047	Unsecured, Rated, senior, unlisted, redeemable, fully paid up, non convertible debentures	6-Dec-22	6-Dec-22			
INE342T07338	secured, rated, unlisted, redeemable, paid up, non convertible debentures	29-Dec-22	30-Dec-22			
INE342T07346	secured, rated, unlisted, redeemable, paid up, non convertible debentures	22-Feb-22	23-Feb-22			
INE342T08047	Unsecured, rated, senior, unlisted, redeemable, fullu paid up, non convertible debentures	6-Dec-22	6-Dec-22	To ensure that there is no suspension of the credit rating of the Issuer and/ or the debentures/loan due to the Company not cooperating with the credit rating agency	We confirm that the Company has maintained a credit rating of IND A/ Stable during the period July 01, 2023 to September 30, 2023	Yes

1. The Statement is prepared by the management of the Company, for submitting along with other documents pursuant to Regulation 56(1) (d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, dated September 2, 2015(as amended) read with Circular SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/6 dated May 19, 2022, (collectively referred as the "Listing Regulations, 2015")
2. We have complied with the requirements of the Listing Regulations 2015 and amendments thereof from time to time.
3. These are all the financial covenants covered in the Debenture Trust Deed/ Information Memorandum/ Term Sheet of the above debentures.
4. The Company has computed Liquidity Coverage Ratio ('LCR') in accordance with the method prescribed under Annex II - Guidelines on Liquidity Risk Management Framework of RBI/DNBR/2016-17/45 Master Direction NBR.PD.008/03.10.119/2016-17 dated

We have signed this statement for identification purpose only.

For Price Waterhouse LLP
Firm Registration Number: 301112E / E300264

ABDUL MAJEED SHAIKH

Digitally signed by ABDUL MAJEED SHAIKH
Date: 2023.11.08 18:54:14 +05'30'

Abdul Majeed Shaikh
Partner
Date: November 08, 2023
Place: Chennai

For and on the behalf of Navi Finserv Limited

ANKIT SURANA

Digitally signed by ANKIT SURANA
Date: 2023.11.08 17:45:52 +05'30'

Ankit Surana
Chief Financial Officer
Date: November 08, 2023
Place: Bangalura

To,
Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

To,
Listing Operations
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra (E)
Mumbai-400051

Sub: Statement of utilization of issue proceeds under Regulation 52(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 52(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby confirm that the proceeds of issues from various Non-Convertible Debentures (NCD) issued by the Company were utilized for the objects as stated in the offer document and there is no material deviation in the utilization of such proceeds as on September 30, 2023.

Yours faithfully,
For **Navi Finserv Limited**
THOMAS JOSEPH Digitally signed by THOMAS JOSEPH Date: 2023.11.08 19:36:48 +05'30'
Thomas Joseph
Company Secretary
Date: November 08, 2023

Copy to -
CATALYST TRUSTEESHIP LIMITED
Windsor, 6th Floor, Office No – 604 C.S.T. Road, Kalina Santacruz (East), Mumbai – 400098

IDBI Trusteeship Services Limited
Asian Building, Ground Floor 17, R. Kamani Marg, Ballard Estate Mumbai – 400001

Annex - IV-A

A. Statement of utilization of issue proceeds:

Name of the Issuer	ISIN	Mode of Fund Raising (Public issues/ Private placement)	Type of instrument	Date of raising funds	Amount Raised (in Crores)	Funds utilized	Any deviation (Yes/ No)	If 8 is Yes, then specify the purpose of for which the funds were utilized	Remarks
Navi Finserv Limited	INE342T07411	Public Offer	Non-Convertible Debentures	July 18, 2023	192.92 Crores	Yes	No	NA	-
	INE342T07379	Public Offer	Non-Convertible Debentures	July 18, 2023	97.25 Crores	Yes	No	NA	-
	INE342T07395	Public Offer	Non-Convertible Debentures	July 18, 2023	73.18 Crores	Yes	No	NA	-
	INE342T07387	Public Offer	Non-Convertible Debentures	July 18, 2023	67.50 Crores	Yes	No	NA	-
	INE342T07403	Public Offer	Non-Convertible Debentures	July 18, 2023	50.79 Crores	Yes	No	NA	-

B. Statement of deviation/ variation in use of Issue proceeds: NA

Particulars	Remarks
Name of listed entity	Navi Finserv Limited
Mode of fund raising	Public Offer
Type of instrument	Non-convertible Debenture
Date of raising funds	July 18, 2023
Amount raised	481.63 Crores
Report filed for quarter ended	September 30, 2023
Is there a deviation/ variation in use of funds raised?	No
Whether any approval is required to vary the objects of the issue stated in the prospectus/ offer document?	Not Applicable
If yes, details of the approval so required?	Not Applicable
Date of approval	Not Applicable
Explanation for the deviation/ variation	Not Applicable
Comments of the audit committee after review	Not Applicable
Comments of the auditors, if any	Not Applicable

Objects for which funds have been raised and where there has been a deviation/ variation, in the following table: NA

Original object	Modified object if any	Original allocation	Modified allocation if any	Funds utilized	Amount of deviation/ variation for the quarter according to applicable object (in Rs. crore and in %)	Remarks, if any
NA	NA	NA	NA	NA	NA	NA

Deviation could mean:

a. Deviation in the objects or purposes for which the funds have been raised.
b. Deviation in the amount of funds actually utilized as against what was originally disclosed.

For Navi Finserv Limited THOMAS JOSEPH Digitally signed by THOMAS JOSEPH Date: 2023.11.08 19:36:59 +05'30' Thomas Joseph Company Secretary Date: November 08, 2023

To,
Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

To,
Listing Operations
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra (E)
Mumbai-400051

Sub: Outcome of the Board meeting held on May 26, 2023

This is to inform you that at its meeting held today, i.e., May 26, 2023, the Board of Directors ("**Board**") of Navi Finserv Limited ("**Company**") has inter alia considered and approved the audited standalone and consolidated financial results of the Company for the quarter and year ended March 31, 2023, and the audited standalone and consolidated financial statements of the Company for the year ended March 31, 2023. We enclose the following documents:

a) Audited standalone and consolidated financial statements for the quarter and year ended March 31, 2023 ("**Financial Results**") and the audit reports issued by the statutory auditors of the Company along with the disclosures under 52(4) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulation**");
b) Disclosures as required under Regulation 52(7) Listing Regulation; and
c) Disclosure as required under Regulation 54 of the Listing Regulation.

Further, pursuant to Regulation 52(3) of the Listing Regulations, we hereby confirm that the Statutory Auditors of the Company have issued the Audit Report on the Results, with an Unmodified Opinion.

The meeting of the Board of Directors was commenced at 11:00 AM and concluded at 02:50 PM.

Thanking you.

Yours faithfully,
For **Navi Finserv Limited**

THOMAS JOSEPH
Digitally signed by THOMAS JOSEPH
Date: 2023.05.26 14:57:59 +05'30'

Thomas Joseph
Company Secretary

Date: May 26, 2023

Copy to -
CATALYST TRUSTEESHIP LIMITED
Windsor, 6th Floor, Office No – 604 C.S.T. Road, Kalina Santacruz (East), Mumbai – 400 098

IDBI Trusteeship Services Limited
Asian Building, Ground Floor 17, R. Kamani Marg, Ballard Estate Mumbai – 400 001

Price Waterhouse LLP
Chartered Accountants

Independent Auditor's Report on Standalone Annual Financial Results of Navi Finserv under Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To
The Board of Directors
Navi Finserv Limited
2nd Floor, Vaishnavi Tech Square
Iballur Village, Begur Hobli
Bangalore 560102

Report on the Audit of the Standalone Annual Financial Results

Opinion

1. We have audited the accompanying standalone annual financial results of Navi Finserv Limited (hereinafter referred to as "the Company") for the year ended March 31, 2023, attached herewith the Statement of Standalone Assets and Liabilities as on that date and the Standalone Statement of Cash Flows for the year ended on that date which are included in the accompanying 'Statement of Standalone financial results for quarter and year ended 31 March 2023' (the "Standalone Annual Financial Results"), being submitted by the Company pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations") including relevant circulars issued by SEBI from time to time. We have initialled the Standalone Annual Financial Results for identification purposes only.

2. In our opinion and to the best of our information and according to the explanations given to us, the Standalone Annual Financial Results:

   (i) are presented in accordance with the requirements of Regulation 52 of the Listing Regulations in this regard; and

   (ii) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards prescribed under Section 133 of the Companies Act, 2013, the circular, guidelines and directions issued by the Reserve Bank of India (RBI) from time to time ("RBI guidelines") and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information for the year ended March 31, 2023.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013 (the Act) and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India ("ICAI"). Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Annual Financial Results' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the ICAI together with the ethical requirements that are relevant to our audit of the Standalone Annual Financial Results, and we have fulfilled our other ethical responsibilities in accordance with these

Price Waterhouse LLP LLPIN AAS-3673 Chartered Accountants FRN 301112E/E300264 Bengaluru

Price Waterhouse LLP, 5th Floor, Tower 'D', The Millenia, 1 & 2 Murphy Road, Ulsoor, Bengaluru - 560 008
T: +91 (80) 4079 5000, F: +91 (80) 4079 5222

Registered office and Head office: Plot No. 56 & 57, Block DN, Sector-V, Salt Lake, Kolkata - 700 091

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAS - 3673) with effect from April 22, 2020. Post its conversion to Price Waterhouse LLP, its ICAI registration number is (FRN 301112E/E300264) (ICAI registration number before conversion was 301112E)

requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Board of Directors' Responsibilities for the Standalone Annual Financial Results

4. This Standalone Annual Financial Results have been compiled from the standalone financial statements. The Company's Board of Directors are responsible for the preparation of these Standalone Annual Financial Results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder, RBI Guidelines and other accounting principles generally accepted in India and in compliance with Regulation 52 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Annual Financial Results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

5. In preparing the Standalone Annual Financial Results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

6. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Annual Financial Results

7. Our objectives are to obtain reasonable assurance about whether the Standalone Annual Financial Results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Standalone Annual Financial Results.

8. As part of an audit in accordance with SAs specified under Section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

   - Identify and assess the risks of material misstatement of the Standalone Annual Financial Results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

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Chartered Accountants
FRN 301112E/E300264
Bengaluru

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Annual Financial Results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Standalone Annual Financial Results, including the disclosures, and whether the Standalone Annual Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.

9. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

10. We also provide those charged with governance with a Standalone Annual Financial Results that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matter

11. The Standalone Annual Financial Results includes the results for the quarter ended March 31, 2023 being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year. The figures for the quarter ended March 31, 2023 are neither subject to limited review nor audited by us.

12. The Standalone Financial Statements of the Company for the year ended March 31, 2022, were audited by another firm of chartered accountants under the Act who, vide their report dated May 21, 2022, expressed an unmodified opinion on those financial statements.

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Chartered Accountants
FRN 301112E/E300264
Bengaluru

13. The Standalone Annual Financial Results dealt with by this report have been prepared for the express purpose of filing with National Stock Exchange of India Limited and BSE Limited. These results are based on and should be read with the audited standalone financial statements of the Company, for the year ended March 31, 2023, on which we have issued an unmodified audit opinion vide our report dated May 26, 2023.

    Our opinion on the Standalone Annual Financial Results is not modified in respect of above matters

For Price Waterhouse LLP
Firm Registration Number: 301112E/E300264
Chartered Accountants

A. J. Shaikh
Partner
Membership Number: 203637
UDIN:23203637BGXOZO8084

Place: Bengaluru
Date: May 26, 2023

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
CIN No. U65923KA2012PLC062537
2nd Floor, Vaishnavi Tech Square Iballur Village, Begur Hobli Bangalore South Bangalore KA 560102, India
Statement of Standalone financial results for the quarter and year ended 31 March 2023
(All amounts in ₹ millions unless otherwise stated)

	Particulars	Quarter Ended			Year ended	
		31 March 2023	31 December 2022	31 March 2022	31 March 2023	31 March 2022
		Unaudited (Refer note 13)	Unaudited	Unaudited (Refer note 13)	Audited	Audited
	Revenue from operations					
	(i) Interest income	3,661.32	3,662.13	1,312.19	11,807.85	3,141.85
	(ii) Fees and commission income	116.19	68.66	28.47	282.33	74.57
	(iii) Net gain on fair value changes	66.91	60.68	66.00	222.97	1,354.77
	(iv) Net gain on derecognition of financial instruments under amortised cost category	281.37	185.22	-	517.01	
(I)	**Total revenue from operations**	**4,125.79**	**3,976.69**	**1,406.66**	**12,830.16**	**4,571.19**
(II)	Other income	566.87	7.43	3.35	940.36	27.74
(III)	**Total income (I+II)**	**4,692.66**	**3,984.12**	**1,410.01**	**13,770.52**	**4,598.93**
	Expenses				-	
	(i) Finance costs	1,407.94	1,255.93	366.78	4,266.47	808.64
	(ii) Fees and commission expenses	51.87	54.83	10.03	159.54	23.66
	(iii) Net (gain) / loss on fair value changes	-	-	-	-	-
	(iv) Net loss on derecognition of financial instruments under amortised cost category	-	-	-	-	1.64
	(v) Impairment on financial instruments	1,019.42	1,376.20	483.85	3,693.10	1,400.40
	(vi) Employee benefits expenses	243.22	205.30	156.19	845.02	496.79
	(vii) Depreciation and amortisation expense	29.63	14.98	9.58	81.04	22.15
	(viii) Other expenses (Note 14)	828.13	830.37	438.80	2,746.26	2,732.00
(IV)	**Total expenses**	**3,580.21**	**3,737.61**	**1,465.23**	**11,791.43**	**5,485.28**
(V)	**Profit/(Loss) before tax (III - IV)**	**1,112.45**	**246.51**	**(55.22)**	**1,979.09**	**(886.35)**
(VI)	**Tax expense**					
	(1) Current tax	95.34	331.37	(4.43)	543.99	-
	(2) Deferred tax	55.41	(271.08)	(7.60)	(264.07)	(217.27)
	(3) Tax relating to earlier years	(20.69)	-	-	(20.69)	-
	Total tax expense	**130.06**	**60.29**	**(12.03)**	**259.23**	**(217.27)**
(VII)	**Profit/(Loss) for the period/year (V - VI)**	**982.39**	**186.22**	**(43.19)**	**1,719.86**	**(669.08)**
	(i) Items that will not be reclassified to profit and loss					
	Remeasurement of the net defined benefit plans	(1.93)	(0.45)	0.12	(6.35)	(5.75)
	Income tax relating to the above	0.49	0.11	(0.03)	1.60	1.45
	(ii) Items that will be reclassified to profit and loss	-			-	
	Net change in fair value of loans measured at fair value through other comprehensive income	(18.87)	26.44	-	7.57	-
	Income tax relating to the above	4.75	(6.65)	-	(1.90)	-
(VIII)	**Other comprehensive income/(loss)- net of tax**	**(15.56)**	**19.45**	**0.09**	**0.92**	**(4.30)**

Navi Finserv Limited

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Chartered Accountants
FRN 301112E/E300264
Bengaluru

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
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Statement of Standalone financial results for the quarter and year ended 31 March 2023
(All amounts in ₹ millions unless otherwise stated)

(IX)	**Total comprehensive income/(loss) for the period/year (VII + VIII)**	**966.83**	**205.67**	**(43.10)**	**1,720.78**	**(673.38)**
(X)	**Earnings per equity share (not annualised) - Face Value of ₹10 each**					
	Basic (₹)	3.44	0.67	(0.24)	6.74	(3.94)
	Diluted (₹)	3.39	0.67	(0.24)	6.71	(3.94)

Notes:

1 These financial results have been prepared in accordance with the recognition and measurement principles laid down in Companies (Indian Accounting Standards) Rules,2015 prescribed under Section 133 of the Act read with relevant rules issued thereunder, the circulars, guidelines and directions issued by the Reserve Bank of India ("the RBI") from time to time ('RBI Guidelines') and other accounting principles generally accepted in India, and is in compliance with the presentation and disclosure requirements of the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended including relevant circulars issued by the SEBI from time to time.

2 There has been no change in the significant accounting policies during the quarter and year ended 31st March, 2023 as compared to those followed for the year ended 31 st March, 2022.

3 The Statement of Standalone financial results of Navi Finserv Limited (formerly as Navi Finserv Private Limited) ('the Company') have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 25 May 2023 and 26 May 2023 respectively.

4 During the year ended 31 March 2023, the Company has allotted 10,66,66,667 equity shares of face value 10 including premium of ₹ 65 per share, aggregating to ₹ 8000 million, to Navi Technologies Limited ("the holding Company) on right issue basis as per Section 62(1) of the Companies Act, 2013.

5 There are no restructured assets outstanding pursuant to RBI/2020-21/16 DOR. No.BP.BC/3/21.04.048/2020-21 dated August 06, 2020 and hence disclosure in Annexure B of this notification is not applicable.

6 During the year ended 31 March 2023, the Company sold the brand 'Chaitanya' to Navi Technologies Limited, the holding company, for ₹ 350 million. The resultant gain of ₹ 350 million has been disclosed under Other Income in these audited financial results.

7 The Company has carried impairment provision towards its loan assets to the extent of ₹ 4,214.88 million as at 31 March 2023.

8 Disclosure pursuant to RBI Notification RBI/DOR/2021-22/86 DDR.STR.REC.51/21.04.048/2021-22 dated 24 September 2021
a) Details of loans (not in default) transferred through assignment during the quarter ended 31 March 2023

Mode of Transfer	**Direct Assignment**
Aggregate amount of loans transferred (in millions)	4,271.32
Weighted average residual maturity (in years)	4.78
Weighted average holding period (in years)	0.52
Retention of beneficial economic interest	10%
Tangible security coverage	9.2%

b) The Company has not acquired any loans not in default through assignment during the quarter ended 31 March 2023.

Navi Finserv Limited

Price Waterhouse LLP
LLPIN AAS-3673
Chartered Accountants
FRN 301112E/E300264
Bengaluru

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
CIN No. U65923KA2012PLC062537
2nd Floor, Vaishnavi Tech Square Iballur Village, Begur Hobli Bangalore South Bangalore KA 560102, India
Statement of Standalone financial results for the quarter and year ended 31 March 2023
(All amounts in ₹ millions unless otherwise stated)

8 Disclosure pursuant to RBI Notification RBI/DOR/2021-22/86 DDR.STR.REC.51/21.04.048/2021-22 dated 24 September 2021 (cont'd)

c) Details of stressed loans transferred during the quarter ended 31 March 2023

Particulars	To ARCs	To permitted transferees	To other transferees (please specify)
No: of accounts	63,802	-	-
Aggregate principal outstanding of loans transferred (in millions)	1,615.63	-	-
Weighted average residual tenor of the loans transferred (in years)	0.06	-	-
Net book value of loans transferred (at the time of transfer) (in millions)	1,615.63	-	-
Aggregate consideration (in millions)	76.74	-	-
Additional consideration realized in respect of accounts transferred in earlier years	-	-	-

9 The company has issued 15,000 Compulsorily Convertible Debentures to Navi Technologies Limited ("the holding Company) for aggregate amount of INR 1,500 milions during the quarter ended 31 March, 2023.

10 During the quarter ended 31 March 2023, the company has sold 25% equity stake in Chaitanya India Fin Credit Private Limited (erstwhile-wholly owned subsidiary) to Navi Technologies Limited ("the holding Company) at gain of INR 561.73 milions.

11 The Company's operating segments are established in the manner consistent with the components of the Company that are evaluated regularly by the Chief Operating Decision Maker as defined in Ind AS 108 - 'Operating Segments'. The Company is engaged primarily in the business of financing and as such no separate reportable segment is required to be furnished as per Ind AS 108 – "Operating Segment".

12 The listed Non - Convertible Debentures of the Company aggregating to ₹ 18,358.28 millions as on March 31, 2023 are secured by way of an exclusive charge on identified standard assets of the Company.

13 The figures for the last quarter in each of the year are balancing figures between audited figures in respect of full financial year and the unaudited published year to date figures upto the third quarter of the respective financial year.

14 Other expenses mainly comprises of expenditure in nature of business support service, software support charges, customer onboarding and verification, legal and professional and rent, rates and taxes.

15 Figures of the previous periods have been regrouped, wherever necessary, to make them comparable with the current period.

Price Waterhouse LLP
LLPIN AAS-3673
Chartered Accountants
FRN 301112E/E300264
Bengaluru

For and on behalf of the Board of Directors
Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)

Ankit Agarwal
Managing Director
(DIN: 08299808)
Bengaluru
Date : 26 May, 2023

Navi Finserv Limited

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
CIN No. U65923KA2012PLC062537
2nd Floor, Vaishnavi Tech Square Iballur Village, Begur Hobli Bangalore South Bangalore KA 560102, India

Statement of Standalone Assets and Liabilities as at 31 March 2023
(All amounts in ₹ millions unless otherwise stated)

Particulars	As at 31 March 2023	As at 31 March 2022
	Audited	Audited
I ASSETS		
1 Financial assets		
Cash and cash equivalents	3,092.57	3,744.88
Bank balances other than cash and cash equivalents	3,636.24	1,123.48
Derivative financial instruments	-	1.47
Loans	63,695.19	27,914.41
Investments	9,888.41	6,622.30
Other financial assets	2,765.64	1,165.88
2 Non-financial assets		
Current tax assets (net)	-	161.54
Deferred tax asset (net)	734.00	470.24
Property, plant and equipment	67.95	4.99
Other intangible assets	-	0.03
Right to use asset	814.72	122.46
Other non-financial assets	533.97	71.62
Total assets	**85,228.69**	**41,403.30**
II LIABILITIES AND EQUITY		
LIABILITIES		
1 Financial liabilities		
Payables		
A. Trade Payables		
(i) total outstanding dues of micro enterprises and small enterprises	11.18	0.70
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	740.26	862.18
B. Other payables		
(i) total outstanding dues of micro enterprises and small enterprises	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
Debt securities	26,572.15	20,111.26
Borrowings (other than debt securities)	30,954.53	8,016.02
Subordinated liabilities	99.64	99.47
Lease liability	857.12	133.24
Other financial liabilities	2,833.71	194.28
2 Non financial liabilities		
Current tax liabilities (net)	108.21	-
Provisions	160.76	46.53
Other non financial liabilities	192.49	87.01
Total liabilities	**62,530.05**	**29,550.68**
3 Equity		
Equity share capital	2,852.40	1,785.73
Other equity	19,846.24	10,066.89
Total equity	**22,698.64**	**11,852.62**
Total liabilities and equity	**85,228.69**	**41,403.30**

Navi Finserv Limited

Price Waterhouse LLP
LLPIN AAB-3673
Chartered Accountants
FRN 301112E/E300026
Bengaluru

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
CIN No. U65923KA2012PLC062537
2nd Floor, Vaishnavi Tech Square Ibalur Village, Begur Hobli Bangalore South Bangalore KA 560102, India

Standalone Statement of Cash Flows for the year ended 31 March 2023
(All amounts in ₹ millions unless otherwise stated)

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
A. Cash flow from Operating activities		
Profit/(loss) before tax	1,979.09	(886.35)
Depreciation and amortisation expense	36.44	1.74
Amortisation on right of use asset	44.59	20.41
Interest Income on loans	(10,774.22)	(2,528.18)
Interest expense on lease liability	25.75	7.00
Impairment allowance on loans	2,636.63	615.16
Impairment allowance on investments	(25.87)	(8.51)
Loans written off	1,082.35	793.75
Loss on sale of portfolio	-	1.64
Income on lease modification	(4.44)	-
Net gain on derecognition of financial instruments under amortised cost category	(517.01)	-
Profit on sale of Trade mark	(349.51)	-
Net (gain) / loss on fair value changes on Derivative financial instrument	19.96	-
Net (gain) / loss on fair value changes on investment	9.95	(1,354.77)
Finance Costs	4,240.72	801.65
Employees Stock Option expenses	76.16	57.54
Operating profit before working capital changes	**(1,519.41)**	**(2,478.92)**
Movements in Working capital:		
(Increase) in loans	(28,208.53)	(21,503.29)
Decrease/(Increase) in other financial assets	(1,599.76)	(818.37)
Decrease/(Increase) in receivables	-	-
(Increase) in other non-financial assets	(462.35)	(40.78)
(Increase)/Decrease in investments	(5,064.77)	13,808.79
Increase in payables	(111.44)	723.53
Increase/(Decrease) in other financial liabilities	2,639.43	(420.70)
Increase/(Decrease) in non-financial liabilities	105.48	63.74
Increase in provisions	38.07	(43.89)
Interest payments	(3,809.42)	(808.65)
Cash (used in)/generated from operations	**(37,992.69)**	**(11,518.54)**
Direct taxes paid	274.25	147.50
Net cash flows (used in)/generated from operating activities (A)	**(37,718.44)**	**(11,371.04)**
B. Cash flow from Investing activities		
(Increase) in bank deposits with original maturity greater than 3 months	(2,512.76)	(485.92)
Purchase of property, plant and equipment and intangible assets	(99.35)	(3.75)
Proceeds from sale of investment in subsidiary	1,814.58	-
Proceeds from sale of intangible assets	349.51	-
Net cash flows (used in) /generated from investing activities (B)	**(448.02)**	**(489.67)**
C. Cash flow from Financing activities		
Proceeds from issue of equity shares	7,996.11	1,000.00
Equity Component of Debt Instrument	1,129.22	-
Buy back of equity shares	-	-
Proceeds from issue of debt securities	25,371.29	11,993.81
Repayment of debt securities	(19,303.95)	(2,589.34)
Proceeds from borrowings (other than debt securities) availed	81,061.96	76,244.15
Repayment of borrowings (other than debt securities)	(58,137.40)	(71,761.22)
Lease payments	(34.61)	(16.79)
Net cash flows generated from/(used in) financing activities (C)	**38,082.62**	**14,870.61**
Net increase in cash and cash equivalents (A+B+C)	(652.31)	2,714.88
Cash and cash equivalents at the beginning of the year	3,744.88	1,030.00
Cash and cash equivalents at the end of the year	**3,092.57**	**3,744.88**

Price Waterhouse LLP
LLPIN AAS-3673
Chartered Accountants
FRN 301112E/E300264
Bengaluru

Navi Finserv Limited

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
Standalone Statement of Cash Flow
(All amounts in ₹ millions unless otherwise stated)

Components of cash and cash equivalents

Cash and cash equivalents at the end of the year	As at 31 March 2023	As at 31 March 2022
i) Cash on hand	-	-
ii) Balances as deposits with maturity within 3 months	500.20	-
iii) Balances with banks (of the nature of cash and cash equivalents)	2,592.37	3,744.88
Total	**3,092.57**	**3,744.88**

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Chartered Accountants
FRN 301112E/E300264
Bengaluru

For and on behalf of the Board of Directors
Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)

Ankit Agarwal
Managing Director
(DIN: 08299808)
Bengaluru
Date : 26 May, 2023

Navi Finserv Limited

Navi Finserv Limited

(formerly known as Navi Finserv Private Limited)

CIN No. U65923KA2012PLC062537

2nd Floor, Vaishnavi Tech Square Iballur Village, Begur Hobli Bangalore South Bangalore KA 560102, India

Disclosures under Regulation 52(4) of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended for the quarter and year ended March 31, 2023

Sl No.	Particulars	Ratio
1	Debt-Equity Ratio (Note 1)	2.54
2	Debt Service Coverage Ratio & Interest Service Coverage Ratio	Not Applicable
3	Outstanding reedemable preference share	Not Applicable
4	Capital Redemption Reserve (₹ in millions)	44.05
5	Debenture Redemption reserve	Not Applicable
6	Net Worth (Note 2) (₹ in millions)	21,919.21
7	Net profit after tax (₹ in millions)	
	- For the Quarter	982.39
	- For the Year	1,719.86
8	Earning per share (₹ per share)	
	- For the Quarter	3.44
	- For the Year	6.74
9	Current ratio	Not applicable
10	Long term debt to working Capital	Not applicable
11	Bad debt to account receivable ratio	Not applicable
12	Current Liability Ratio	Not applicable
13	Total Debts to Assets Ratio (Note 3)	0.68
14	Debtors Turnover	Not applicable
15	Inventory Turnover	Not applicable
16	Operating Margin %	Not applicable
17	Net profit Margin % (Note 4)	
	- For the Quarter	20.93%
	- For the Year	12.49%
18	**Sector Specific Ratios**	
	CRAR % (Tier I+Tier II)	28.37%
	Gross Stage 3 (%) (Note 5)	1.70%
	Net Stage 3 (%) (Note 6)	0.30%

Notes:-

1. Debt-Equity Ratio = Total Debt [Debt securities + Borrowings (other than debt securities)+Subordinated liabilities] / (Equity + Other equity)

2. Net Worth = Equity share capital + Other Equity - Prepaid Expense - Deferred Tax Asset

3. Total Debt to Asset Ratio = Total Debt [Debt securities + Borrowings (other than debt securities)+Subordinated liabilities] / Total Assets

4. Net profit Margin % = Net profit for the period/Total Income

5. Gross Stage 3 (%) = Gross Stage 3 Loans / Gross Loans

6. Net Stage 3 (%) = (Gross Stage 3 Loans - Impairment loss allowance for Stage 3)/(Gross Loans - Impairment loss allowance for Stage 3).

For and on behalf of the Board of Directors

Navi Finserv Limited

(formerly known as Navi Finserv Private Limited)

Navi Finserv Limited

Ankit Agarwal

Managing Director

(DIN: 08299808)

Bengaluru

Date : 26 May, 2023

Price Waterhouse LLP
Chartered Accountants

Independent Auditor's Report on Consolidated Annual Financial Results of Navi Finserv Limited under Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To
The Board of Directors
Navi Finserv Limited
2nd Floor, Vaishnavi Tech Square
Iballur Village, Begur Hobli
Bangalore 560102

Report on the Audit of the Consolidated Annual Financial Results

Opinion

1. We have audited the accompanying consolidated annual financial results of Navi Finserv Limited (hereinafter referred to as the "Holding Company" or the "Company") and its subsidiary (Holding Company and its subsidiary together referred to as "the Group") (Refer note 2 to the Consolidated Annual Financial Results) for the year ended March 31, 2023, the Statement of Consolidated Assets and Liabilities as on that date and the Statement of Consolidated Cash Flows for the year ended on that date which are included in the accompanying 'Statement of Consolidated Financial Results for the Quarter and Year ended March 31, 2023' ("the Consolidated Annual Financial Results"), being submitted by the Holding Company pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations"). We have initialed the Consolidated Annual Financial Results for identification purposes only.

2. In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors on separate audited financial statements of subsidiary, the Consolidated Annual Financial Results:

   a. includes the financial results of the following entities:

      Chaitanya India Fin Credit Private Limited, subsidiary, incorporated in India

   b. is presented in accordance with the requirements of Regulation 52 of the Listing Regulations; and

   c. gives a true and fair view, in conformity with the recognition and measurement principles laid down in the applicable accounting standards prescribed under Section 133 of the Companies Act read with relevant rules issued thereunder, the circulars, guidelines and directions issued by the Reserve Bank of India ("RBI") from time to time ("RBI Guidelines") and other accounting principles generally accepted in India, of the consolidated net profit and other comprehensive income and other financial information of the Group for the year ended March 31, 2023.

Price Waterhouse LLP
LLPIN AAS 3673
Chartered Accountants
FRN 301112E/E300264
Bengaluru

Price Waterhouse LLP, 5th Floor, Tower 'D', The Millenia, 1 & 2 Murphy Road, Ulsoor, Bengaluru - 560 008
T: +91 (80) 4079 5000, F: +91 (80) 4079 5222

Registered office and Head office: Plot No. 56 & 57, Block DN, Sector-V, Salt Lake, Kolkata - 700 091

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAS - 3673) with effect from April 22, 2020. Post its conversion to Price Waterhouse LLP, its ICAI registration number is (FRN 301112E/E300264) (ICAI registration number before conversion was 301112E)

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013 (the Act) and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India ("ICAI"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results" section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the ICAI together with the ethical requirements that are relevant to our audit of the Consolidated Annual Financial Results, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in sub-paragraph 12 of the "Other Matter" section below is sufficient and appropriate to provide a basis for our opinion.

Board of Directors' Responsibilities for the Consolidated Annual Financial Results

4. This Consolidated Annual Financial Results has been compiled from the annual consolidated financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of these Consolidated Annual Financial Results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder, RBI Guidelines and other accounting principles generally accepted in India and in compliance with Regulation 52 of the Listing Regulations. The respective Board of Directors of the entities included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Annual Financial Results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Annual Financial Results by the Board of Directors of the Holding Company, as aforesaid.

5. In preparing the Consolidated Annual Financial Results, the respective Board of Directors of the entities included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

6. The respective Board of Directors of the entities included in the Group are also responsible for overseeing the financial reporting process the Group.

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Bengaluru

Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results

7. Our objectives are to obtain reasonable assurance about whether the Consolidated Annual Financial Results as a whole are free from material misstatement, whether due to fraud or error, and issue an auditor's report that includes our opinion. Reasonable assurance is a high level assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Annual Financial Results.

8. As part of an audit in accordance with SAs specified under Section 143(10) of the Act, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

   - Identify and assess the risks of material misstatement of the Consolidated Annual Financial Results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

   - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Companies Act 2013, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

   - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

   - Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Annual Financial Results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as going concern.

   - Evaluate the overall presentation, structure and content of the Consolidated Annual Financial Results, including the disclosures, and whether the Consolidated Annual Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.

   - Obtain sufficient appropriate audit evidence regarding the financial results of the entities within the Group to express an opinion on the Consolidated Annual Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the Consolidated Annual Financial Results of which we are the independent auditors. For the other entities included in

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the Consolidated Annual Financial Results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

9. We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated Annual Financial Results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

10. We also provide those charged with governance of the Holding Company with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

11. We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

Other Matter

12. We did not audit the financial statements of the subsidiary included in the Consolidated Annual Financial Results, whose financial statements reflect total assets of Rs. 43,893.97 millions and net assets of Rs. 7,212.37 millions as at March 31, 2023, total revenues of Rs. 7,632.93 millions, total net profit after tax of Rs. 1,483.53 millions, and total comprehensive income/ (loss) of Rs. (6.93) millions for the for the year ended March 31, 2023, and net cash inflow of Rs. 1,451.53 millions for the period from April 1, 2022 to March 31, 2023, as considered in the Consolidated Annual Financial Results. These financial statements have been audited by other auditor whose reports have been furnished to us by the Holding Company's Management and our opinion on the Consolidated Annual Financial Results, in so far as it relates to the amounts and disclosures included in respect of this subsidiary is based solely on the reports of the other auditor who issued their unmodified opinion and the procedures performed by us as stated in paragraph 11 above.

    Our opinion on the Consolidated Annual Financial Results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial information certified by the Board of Directors of the Holding Company.

13. The Consolidated Annual Financial Results include the results for the quarter ended March 31, 2023 being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year. The figures for the quarter ended March 31, 2023 are neither subject to limited review nor audited by us.

14. The Consolidated Financial Statements of the Group for the year ended March 31, 2022, were audited by another firm of chartered accountants under the Act who, vide their report dated May 21, 2022, expressed an unmodified opinion on those financial statements.

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Chartered Accountants
FRN 301112E/E300264
Bengaluru

15. The Consolidated Annual Financial Results dealt with by this report have been prepared for the express purpose of filing with National Stock Exchange of India Limited and BSE Limited. These results are based on and should be read with the audited consolidated financial statements of the Group, for the year ended March 31, 2023 on which we have issued an unmodified audit opinion vide our report dated May 26, 2023.

For Price Waterhouse LLP
Firm Registration Number: 301112E/E300264
Chartered Accountants

A. J. Shaikh
Partner
Membership Number: 203637
UDIN: 23203637BGXOZP9839

Place: Bengaluru
Date: May 26, 2023

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
CIN No. U65923KA2012PLC062537
2nd Floor, Vaishnavi Tech Square Iballur Village, Begur Hobli Bangalore South Bangalore KA 560102, India

Statement of Consolidated financial results for the quarter and year ended 31 March 2023
(All amounts in ₹ millions unless otherwise stated)

Particulars	Quarter ended			Year ended	
	31 March 2023	31 December 2022	31 March 2022	31 March 2023	31 March 2022
	Unaudited (Refer note 11)	Unaudited	Unaudited (Refer note 11)	Audited	Audited
Revenue from operations					
(i) Interest income	5,774.78	5,330.54	2,335.38	18,368.35	6,342.77
(ii) Fees and commission income	123.24	75.00	34.69	307.39	93.89
(iii) Net gain on fair value changes	91.93	99.07	68.64	304.95	1,372.34
(iv) Net gain on derecognition of financial instruments under amortised cost category	453.76	492.16	228.33	1,399.35	361.40
(v) Other operating income	26.00	-	-	26.00	-
(I) Total revenue from operations	**6,469.71**	**5,996.78**	**2,667.04**	**20,406.04**	**8,170.40**
(II) Other income	5.92	7.43	4.06	379.41	28.47
(III) Total income (I+II)	**6,475.64**	**6,004.20**	**2,671.10**	**20,785.45**	**8,198.87**
Expenses					
(i) Finance costs	2,251.86	1,985.78	790.43	6,916.34	2,131.62
(ii) Fees and commission expenses	51.87	54.83	10.03	159.54	23.66
(iii) Net loss on derecognition of financial instruments under amortised cost category	-	-	-	-	1.64
(iv) Impairment on financial instruments	1,087.75	1,433.70	559.57	3,978.77	1,618.92
(v) Employee benefits expenses	733.86	647.18	420.68	2,579.58	1,398.97
(vi) Depreciation and amortisation expense	55.25	38.36	20.46	157.98	50.14
(vii) Other expenses	1,086.55	1,070.34	588.52	3,647.17	3,157.17
(IV) Total expenses	**5,267.14**	**5,230.19**	**2,389.69**	**17,439.38**	**8,382.12**
(V) Profit /(loss) before tax (III - IV)	**1,208.50**	**774.01**	**281.41**	**3,346.07**	**(183.25)**
(VI) Tax expense					
(1) Current tax	243.94	446.37	(23.61)	988.12	105.57
(2) Deferred tax	59.15	(273.34)	107.30	(262.97)	(142.23)
(3) Tax relating to earlier years	(20.69)	-	-	(20.69)	
Total tax (credit) / expense	**282.40**	**173.03**	**83.69**	**704.46**	**(36.66)**
(VII) Profit/ (loss) for the year (V - VI)	**926.10**	**600.98**	**197.72**	**2,641.61**	**(146.59)**
(IX) Profit/ (loss) attributable to:					
Owners of the company	926.10	600.98	197.72	2,641.61	(146.59)
Profit attributable to Non-controlling interests	-	-	-	-	-
(X) Profit/(loss) / profit for the year (VII - IX)	**926.10**	**600.98**	**197.72**	**2,641.61**	**(146.59)**
Other comprehensive income					
(i) Items that will not be reclassified to profit and loss					
Remeasurement of the net defined benefit (liability)/asset	(0.44)	(2.59)	0.00	(8.49)	(7.49)
Income tax relating to the above	0.11	0.65	(0.00)	2.14	1.88
(ii) Items that will be reclassified to profit and loss					
Net change in fair value of loans measured at fair value through other comprehensive income	(18.55)	20.68	0.87	0.45	(23.80)
Income tax relating to the above	4.67	(5.20)	(0.22)	(0.11)	5.99
(XI) Total other comprehensive (loss)/income, net of tax	**(14.21)**	**13.54**	**0.65**	**(6.01)**	**(23.42)**
(XII) Total comprehensive income/(loss) for the year (VII + VIII)	**911.89**	**614.52**	**198.37**	**2,635.60**	**(170.01)**
(XIII) Total comprehensive income attributable to :					
Owners of the company	911.89	614.52	198.37	2,635.60	(170.01)
Non-controlling interests	-	-	-	-	-
(XIV) Earnings per equity share (face value ₹ 10)					
Basic (₹)	3.20	2.20	1.11	10.35	(0.86)
Diluted (₹)	3.14	2.20	1.11	10.30	(0.86)

See accompanying notes to the financial results

Navi Finserv Limited

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Navi Finserv Limited
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CIN No. U65923KA2012PLC062537
2nd Floor, Vaishnavi Tech Square Iballur Village, Begur Hobli Bangalore South Bangalore KA 560102, India
(All amounts in ₹ millions unless otherwise stated)

Notes:

1 These financial results have been prepared in accordance with the recognition and measurement principles laid down in Companies (Indian Accounting Standards) Rules,2015 prescribed under Section 133 of the Act read with relevant rules issued thereunder, the circulars, guidelines and directions issued by the Reserve Bank of India ("the RBI") from time to time ('RBI Guidelines') and other accounting principles generally accepted in India, and is in compliance with the presentation and disclosure requirements of the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended including relevant circulars issued by the SEBI from time to time.

2 There has been no change in the significant accounting policies during the quarter and year ended 31st March, 2023 as compared to those followed for the year ended 31 st March, 2022.

3 The financial statements of the subsidiary in India have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015.

4 These financial results include the results of Navi Finserv Limited (" the holding Company ") and Chaitanya India Fin Credit Private Limited (the subsidiary company) (collectively referred as "the Group").

5 The consolidated financial results of Navi Finserv Limited (formerly known as Navi Finserv Private Limited) ('the Group') have been reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on 25 May 2023 and 26 May 2023, respectively.

6 During the year ended 31 March 2023, the holding company has allotted 10,66,66,667 equity shares of face value 10 including premium of ₹ 65 per share, aggregating to ₹ 8000 million, to Navi Technologies Limited (the "Ultimate Holding Company") on right issue basis as per Section 62(1) of the Companies Act, 2013.

7 During the year ended 31 March 2023, the holding company has sold the brand 'Chaitanya' to Navi Technologies Limited, the holding company, for ₹ 350 million. The resultant gain of ₹ 350 million has been disclosed under Other Income in these audited financial results.

8 The holding company has issued 15,000 Compulsorily Convertible Debentures to Navi Technologies Limited (the "Ultimate Holding Company") for aggregate amount of INR 1,500 millons during the quarter ended 31 March, 2023.

9 Effective 29 March 2023, the holding company has sold 25% equity stake in Chaitanya India Fin Credit Private Limited (erstwhile-wholly owned subsidiary) to Navi Technologies Limited ("the ultimate holding Company).

10 The Group's operating segments are established in the manner consistent with the components of the Company that are evaluated regularly by the Chief Operating Decision Maker as defined in Ind AS 108 - 'Operating Segments'. The Company is engaged primarily in the business of financing and as such no separate reportable segment is required to be furnished as per Ind AS 108 – "Operating Segment".

11 The comparative figures for the year ended 31 March 2022 included in these financial results have been subjected to audit on which the statutory auditors of the Company have issued audit report dated 21 May 2022. The figures for the quarter ended 31 March 2023, 31 December 2022 and 31 March 2022 are neither audited nor reviewed.

12 The figures for the last quarter of the current year and of the previous year are the balancing figures between audited figures in respect of the full financial year.

13 Other expenses mainly comprises of expenditure in nature of business support service, software support charges, customer onboarding and verification, legal and professional and rent, rates and taxes.

14 Figures of the previous periods have been regrouped, wherever necessary, to make them comparable with the current period.

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)

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Bengaluru

Ankit Agarwal
Managing Director
DIN: 08299808

Bengaluru
26 May 2023

Navi Finserv Limited

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
CIN No. U65923KA2012PLC062537
2nd Floor, Vaishnavi Tech Square Iballur Village, Begur Hobli Bangalore South Bangalore KA 560102, India

Statement of Consolidated Assets and Liabilities as at 31 March 2023
(All amounts in ₹ millions unless otherwise stated)

Particulars	As at 31 March 2023	As at 31 March 2022
	Audited	Audited
I ASSETS		
1 Financial assets		
Cash and cash equivalents	6,508.78	5,709.55
Bank balances other than cash and cash equivalents	3,844.84	1,357.58
Loans	1,01,501.42	50,014.09
Investments	7,350.30	3,639.76
Other financial assets	3,385.93	1,347.63
2 Non-financial assets		
Current tax assets (net)	-	167.90
Deferred tax asset (net)	822.98	557.94
Property, plant and equipment	210.38	74.31
Other Intangible assets	30.81	27.94
Right to use asset	867.66	122.95
Other non-financial assets	716.35	107.53
Total assets	**1,25,239.45**	**63,127.18**
II LIABILITIES AND EQUITY		
LIABILITIES		
1 Financial liabilities		
Payables		
Trade payables		
(i) total outstanding dues of micro enterprises and small enterprises	11.35	0.70
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	876.77	911.41
Other payables		
(i) total outstanding dues of micro enterprises and small enterprises	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
Debt securities	28,206.67	22,466.49
Borrowings (other than debt securities)	61,911.51	25,660.05
Subordinated liabilities	2,133.29	499.94
Lease liability	912.59	133.91
Other financial liabilities	4,201.98	526.26
2 Non - financial liabilities		
Current tax liabilities (net)	113.27	-
Provisions	394.44	193.20
Other non financial liabilities	311.27	144.34
Total liabilities	**99,073.14**	**50,536.30**
3 Equity		
Equity share capital	2,852.40	1,785.73
Other equity	21,539.88	10,805.15
Equity attributable to owners of the Company	**24,392.28**	**12,590.88**
Non-controlling interests	1,774.03	-
Sub-total -Total equity	**26,166.31**	**12,590.88**
Total liabilities and equity	**1,25,239.45**	**63,127.18**

Navi Finserv Limited

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2nd Floor, Vaishnavi Tech Square Iballur Village, Begur Hobli Bangalore South Bangalore KA 560102, India

Audited Consolidated Statement of Cash Flows for the year ended 31 March 2023

(All amounts in ₹ millions unless otherwise stated)

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
A. Cash flow from Operating activities		
Profit before tax	3,346.07	(183.25)
Depreciation, amortisation and impairment	104.83	28.90
Depreciation on right of use asset	53.15	68.01
Contribution to employee stock option scheme	109.40	21.24
Interest expense on lease liability	29.45	7.08
Interest income earned on loans	(17,467.90)	(5,412.94)
Impairment allowance on loans	2,759.55	424.53
Loans written off	1,253.61	1,182.27
Impairment allowance on investments	(164.19)	(8.51)
Investments written off	138.32	-
Income on lease modification	(4.44)	-
Profit on sale of fixed assets (net)	0.09	-
Impairment on other assets	-	20.63
Profit on sale of Trade mark	(349.51)	-
Net gain on derecognition of financial instruments under amortised cost category	(1,399.35)	(361.40)
Finance Costs	6,886.89	2,124.54
Net (Gain)/Loss on fair value changes on derivative financial instrument	-	(1.47)
Net (Gain)/Loss on fair value changes on investment	(304.95)	(1,370.87)
Operating profit before working capital changes	**(5,008.98)**	**(3,461.24)**
Movements in Working capital:		
(Increase) in loans	(36,633.23)	(29,257.46)
(Increase)/Decrease in Investments	(3,379.71)	15,420.64
Decrease in Receivables	-	0.49
(Increase) in Other financial assets	(2,038.30)	(1,173.93)
(Increase) in other non-financial assets	(608.82)	(58.80)
(Decrease)/Increase in payables	(23.99)	771.89
Increase/(Decrease) in other financial liabilities	3,675.72	(182.83)
Increase in non-financial liabilities	166.93	76.75
Increase/(Decrease) in provisions	91.84	(37.68)
Interest payments	(6,826.49)	(1,642.40)
Cash generated (used in) from operations	**(50,585.03)**	**(19,544.56)**
Direct taxes paid	686.27	296.20
Net cash flows generated (used in) from operating activities (A)	**(51,271.30)**	**(19,840.76)**
B. Cash flow from Investing activities		
(Increase) in bank deposits with original maturity greater than 3 months	(2,487.27)	(548.82)
Proceeds from sale of investment to non controlling interest	1,814.58	-
Purchase of property, plant and equipment and intangible assets	(223.01)	(76.07)
Proceeds from sale of property, plant and equipment and intangible assets	349.51	0.20
Net cash flows (used in) investing activities (B)	**(546.19)**	**(624.69)**
C. Cash flow from Financing activities		
Increase in equity shares	7,996.11	1,000.00
Proceeds from issue of compulsory convertible debenture	1,129.22	-
Proceeds from issue of debt securities	25,872.46	11,993.81
Repayment of debentures	(20,502.82)	(3,288.54)
Proceeds from term loans availed	1,14,149.36	93,137.90
Repayment of term loans	(77,733.11)	(78,318.43)
Proceeds from subordinated debt	2,026.92	-
Repayment of subordinated debt	(276.92)	-
Lease payments	(44.50)	(17.72)
Net cash flows generated (used in) financing activities (C)	**52,616.72**	**24,507.02**
Net increase in cash and cash equivalents (A+B+C)	799.23	4,041.57
Cash and cash equivalents at the beginning of the year	5,709.55	1,667.98
Cash and cash equivalents at the end of the year	**6,508.78**	**5,709.55**

Navi Finserv Limited

Price Waterhouse LLP LLPIN AAS-3673 Chartered Accountants FRN 301112E/E300264 Bengaluru

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
CIN No. U65923KA2012PLC062537
2nd Floor, Vaishnavi Tech Square Ibellur Village, Begur Hobli Bangalore South Bangalore KA 560102, India

Audited Consolidated Statement of Cash Flows for the year ended 31 March 2023
(All amounts in ₹ millions unless otherwise stated)

Components of cash and cash equivalents	For the year ended 31 March 2023	For the year ended 31 March 2022
i) Cash on hand	2.09	3.19
ii) Balances with banks (of the nature of cash and cash equivalents)	6,506.69	5,706.36
Total	**6,508.78**	**5,709.55**

Note: The above Statement of Cash Flow has been prepared under the 'Indirect Method' as set out in Ind AS 7 on 'Statement of Cash Flows'.

For and on behalf of the Board of Directors of
Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)

Price Waterhouse LLP
LLPIN AAL-3673
Chartered Accountants
FRN 301112E/E300264
Bengaluru

Ankit Agarwal
Managing Director
DIN: 08299808

Bengaluru
26 May 2023

Navi Finserv Limited

Navi Finserv Limited

(formerly known as Navi Finserv Private Limited)

CIN No. U65923KA2012PLC062537

2nd Floor, Vaishnavi Tech Square Iballur Village, Begur Hobli Bangalore South Bangalore KA 560102, India

Disclosures under Regulation 52(4) of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended for the year ended March 31, 2023

Sr No	Particulars	Ratio
1	Debt-Equity Ratio (Note 1)	3.53
2	Debt Service Coverage Ratio & Interest Service Coverage Ratio	Not Applicable
3	Outstanding reedemable preference share	Not Applicable
4	Capital Redemption Reserve (₹ in millions)	44.05
5	Debenture Redemption reserve (₹ in millions)	10.00
6	Net Worth (Note 2) (₹ in millions)	26,166.31
7	Net profit after tax	2,641.61
8	Earning per share	10.35
9	Current ratio	Not applicable
10	Long term debt to working Capital	Not applicable
11	Bad debt to account receivable ratio	Not applicable
12	Current Liability Ratio	Not applicable
13	Total Debts to Assets Ratio (Note 3)	0.74
14	Debtors Turnover	Not applicable
15	Net profit Margin % (Note 4)	0.13
16	**Sector Specific Ratios** CRAR % (Tier I+TierII) a) Holding Company b) Subsidiary Company Gross Stage 3 Ratio% (Note 5) Net Stage 3 Ratio% (Note 6)	 28.37% 22.34% 1.19% 0.21%

Notes:-

1. Debt-Equity Ratio= Total debt [Debt securities + Borrowings (other than debt securities)+Subordinated liabilities]/ Net worth
2. Networth= Equity share capital + Other Equity
3. Total debt to Asset ratio= Total debt [Debt securities + Borrowings (other than debt securities)+Subordinated liabilities]/ Total Assets
4. Net profit Margin= Net profit for the period/Total Income
5. Gross Stage 3 (%) = Gross Stage 3 Loans / Gross Loans
6. Net Stage 3 (%) = (Gross Stage 3 Loans - Impairment loss allowance for Stage 3)/(Gross Loans - Impairment loss allowance for Stage 3).

For and on behalf of the Board of Directors

Navi Finserv Limited

(formerly known as Navi Finserv Private Limited)

Ankit Agarwal

Managing Director

DIN: 08299808

Bengaluru

26 May 2023

Navi Finserv Limited

To,
Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

To,
Listing Operations
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra (E)
Mumbai-400051

Sub: Statement of utilization of issue proceeds under Regulation 52(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 52(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby confirm that the proceeds of issues from various Non-Convertible Debentures (NCD) issued by the Company were utilized for the objects as stated in the offer document and there is no material deviation in the utilization of such proceeds as on March 31, 2023.

Thanking you.

Yours faithfully,
For **Navi Finserv Limited**
THOMAS JOSEPH
Digitally signed by THOMAS JOSEPH
Date: 2023.05.26 11:14:36 +05'30'
Thomas Joseph
Company Secretary
Membership No.-A53322
Date: May 26, 2023

Copy to -
CATALYST TRUSTEESHIP LIMITED
Windsor, 6th Floor, Office No – 604 C.S.T. Road, Kalina Santacruz (East), Mumbai – 400 098

IDBI Trusteeship Services Limited
Asian Building, Ground Floor 17, R. Kamani Marg, Ballard Estate Mumbai – 400 001

Annex - IV-A

A. Statement of utilization of issue proceeds:

Name of the Issuer	ISIN	Mode of Fund Raising (Public issues/ Private placement)	Type of instrument	Date of raising funds	Amount Raised	Funds utilized	Any deviation (Yes/ No)	If 8 is Yes, then specify the purpose of for which the funds were utilized	Remarks, if any
1	2	3	4	5	6	7	8	9	10
NA									

B. Statement of deviation/ variation in use of Issue proceeds: NA

Particulars	Remarks
Name of listed entity	Navi Finserv Limited
Mode of fund raising	Private placement
Type of instrument	Non-convertible Securities
Date of raising funds	NA
Amount raised	NA
Report filed for quarter ended	March 31, 2023
Is there a deviation/ variation in use of funds raised?	No
Whether any approval is required to vary the objects of the issue stated in the prospectus/ offer document?	Not Applicable
If yes, details of the approval so required?	Not Applicable
Date of approval	Not Applicable
Explanation for the deviation/ variation	Not Applicable
Comments of the audit committee after review	Not Applicable
Comments of the auditors, if any	Not Applicable

Objects for which funds have been raised and where there has been a deviation/ variation, in the following table: NA

Original object	Modified object, if any	Original allocation	Modified allocation, if any	Funds utilised	Amount of deviation/ variation for the quarter according to applicable object (in Rs. crore and in %)	Remarks, if any
NA	NA	NA	NA	NA	NA	NA

Deviation could mean:

a. Deviation in the objects or purposes for which the funds have been raised.
b. Deviation in the amount of funds actually utilized as against what was originally disclosed.

For Navi Finserv Limited

THOMAS JOSEPH

Digitally signed by THOMAS JOSEPH
Date: 2023.05.26 11:15:06 +05'30'

Name of signatory: Thomas Joseph
Designation: Company Secretary
Membership No.-A53322
Date: May 26, 2023

Price Waterhouse LLP
Chartered Accountants

The Board of Directors
Navi Finserv Limited
Second Floor, Vaishnavi Tech Square,
Iballur Village, Begur Hobli
Bangalore - 560102

Auditor's Report on book values of assets included in the statement of security cover as per Information Memorandum, Term Sheet and Debenture Trust Deed as at March 31, 2023

1. This report is issued in accordance with the terms of our engagement letter dated May 24, 2023.

2. The accompanying Statement of Security Cover as at March 31, 2023 as mentioned in paragraphs of the Information Memorandum, Term Sheet and Debenture Trust Deed (the "Agreement") of listed debt securities (the "Statement") has been prepared by the management of Navi Finserv Limited (the "Company") as at March 31, 2023 pursuant to Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (as amended) read with Circular SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated May 19, 2022 (together referred to as the "Listing Regulations, 2015"), which has been signed by us for identification purposes.

Management's Responsibility for the Statement

3. The preparation of the Statement is the responsibility of the Management of the Company including the creation and maintenance of all accounting and other records supporting its contents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation.

4. The Management is also responsible for ensuring that the Company complies with the requirements of the Listing Regulations, 2015 and the Agreement, and it provides all relevant, complete and accurate information as required therein.

Auditors' Responsibility

5. Pursuant to the Listing Regulations, 2015, it is our responsibility to examine the Statement and to report based on our procedures performed as described in paragraph 9 below, whether the book values of the assets specified in column(s) A to H in the Statement prepared by the Company are in agreement with the underlying books and relevant records of the Company as at March 31, 2023, as produced to us by the Management during the course of our examination.

6. The financial statements for the year ending on March 31, 2023, relating to the books and records referred to in paragraph 5 above have been audited by us pursuant to the requirements of Companies Act, 2013, on which we issued an unmodified audit opinion vide our report dated May 26, 2023. Our audit of these financial statements has been conducted in accordance with the Standards on Auditing referred to in Section 143(10) of the

Price Waterhouse LLP
LLPIN AAS 3673
Chartered Accountants
FRN 301112E/E300264
Bengaluru

Price Waterhouse LLP, 5th Floor, Tower 'D', The Millenia, 1 & 2 Murphy Road, Ulsoor, Bengaluru - 560 008
T: +91 (80) 4079 5000, F: +91 (80) 4079 5222

Registered office and Head office: Plot No. 56 & 57, Block DN, Sector-V, Salt Lake, Kolkata - 700 091

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAS - 3673) with effect from April 22, 2020. Post its conversion to Price Waterhouse LLP, its ICAI registration number is (FRN 301112E/E300264) (ICAI registration number before conversion was 301112E)

Companies Act, 2013 and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India ("ICAI"). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

7. We conducted our examination of the Statement in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' (the "Guidance Note") issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

9. In carrying out our examination as described in paragraph 5 above, we have carried out the following procedures:

   Trace the financial information contained in Columns A to Columns H of Statement with underlying audited books and records of the Company as at March 31, 2023 as provided by the Management.

   For avoidance of doubt, we clarify that we were not required to, and will not perform any procedure on the information included in column K to column O of the accompanying statement and the same is furnished by the management of the Company. Further we are not required to comment on the calculations included in the Statement.

Opinion

10. Based on our examination as described in paragraph and procedures performed as described in paragraph 9 above, and according to the information and explanations given to us, we report that the book values of the assets specified in column(s) A to H in the Statement prepared by the Company are in agreement with the underlying books and relevant records of the Company as at March 31, 2023 as produced to us by the Management during the course of our examination.

Restriction on Use

11. Our work was performed solely to assist you in meeting the requirements of the Listing Regulations, 2015 to enable the Company to meet the requirements of Regulation 56(1)(d) of the Listing Regulations, 2015. Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by any other role we may have as auditors of the Company or otherwise. Nothing in this report nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as auditors of the Company.

Price Waterhouse LLP
LLPIN AAS-3673
Chartered Accountants
FRN 301112E/E300264
Bengaluru

12. This report has been issued solely at the request of the Board of Directors of the Company to whom it is addressed, for onward submission to the Debenture trustees defined in the Agreement and should not be used for any other purpose. We do not accept or assume any liability or duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come, save where expressly agreed by our prior consent in writing.

For Price Waterhouse LLP
Firm Registration Number: 301112E/E300264
Chartered Accountants

A.J. Shaikh
Partner
Membership Number: 203637
UDIN: 23203637BGXOZR6944

Place : Bengaluru
Date : May 26, 2023

Annexure I- Format of Security Cover

Table 1: Computation of book value of encumbered assets and unencumbered assets available for secured and unsecured assets

(All amounts are in Rs. Millions)

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari- Passu Charge	Pari- Passu Charge	Pari- Passu Charge	Assets not offered as Security	Elimination (amount in negative)	(Total C to H)	Related to only those items covered by this certificate				
		Debt for which this certificate being issued (Book Value)	Other Secured Debt (Book Value)	Debt for which this certificate being issued (Yes/ No)	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge) (Book Value)	Other assets on which there is pari-Passu charge (excluding items covered in column F) (Book Value)		Debt amount considered more than once (due to exclusive plus pari passu charge)		Market Value for Assets charged on Exclusive basis	Carrying / book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets (Relating to Column F)	Carrying value/ book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable) (Relating to Column F)	Total Value (=K+L+M+ N)
ASSETS														
Property, Plant and Equipment							67.95		67.95					
Capital Work-in-Progress									-					
Right of Use Assets							814.72		814.72					
Goodwill									-					
Intangible Assets									-					
Intangible Assets under Development									-					
Investments							9,888.40		9,888.40					
Loans	PL & HL	20,354.87	33,340.17				10,000.15		63,695.19		20,354.87			20,354.87
Inventories									-					
Trade Receivables									-					
Cash and Cash Equivalents							3,092.57		3,092.57					
Bank Balances other than Cash and Cash Equivalents							3,636.24		3,636.24					
Others							4,033.62		4,033.62					
Total Assets		**20,354.87**	**33,340.17**	-	-	-	**31,533.65**	-	**85,228.69**	-	**20,354.87**	-	-	**20,354.87**
LIABILITIES														
Debt securities to which this certificate pertains	NCDs listed secured / unsecured	18,473.48					278.56		18,752.03					
Other debt sharing pari-passu charge with above debt									-					
Other Debt	CP						2,295.32		2,295.32					
Subordinated debt							99.64		99.64					
Borrowings	Term loans and PTC		29,624.67				1,329.85		30,954.52					
Bank									-					
Debt Securities	NCDs Unlisted secured		1,833.06				3,694.73		5,527.79					
Others									-					
Trade payables							751.44		751.44					
Lease Liabilities							857.12		857.12					
Provisions									-					
Others							3,292.18		3,292.18					
Total Liabilities		**18,473.48**	**31,457.73**	-	-	-	**12,598.84**	-	**62,530.05**	-	-	-	-	-
Net Assets		110.18%	105.98%						**22,698.64**					

Navi Finserv Limited

Notes:

1. The book value as mentioned in above table as per financial information of the company prepared in accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, other relevant provisions of the Act and guidelines issued by the Reserve Bank of India (RBI) as applicable to NBFCs.
2. Book value in Column C represents the principal outstanding in case of loans given as security and principal and interest accrued in case of debt securities to which this certificate pertains.
3. There are no assets offered given as security as pari-passu against debt securities.
4. Asset cover is calculated only on debt for which the certificate is being issued.
5. Represents Intercorporate Debentures / Unsecured Debentures and Commercial Papers.
6. EIR Adjustments on Loans / Debt Securities / Subordinated Debts / Borrowing - Term Loans are included in Column H, so as to match the figures with audited Financial Information.

Price Waterhouse LLP
LLPIN AAS-8673
Chartered Accountants
FRN 301112E/E300264
Bengaluru

Navi Finserv Limited

Authorised Signatory/ Director

To,
Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Subj: Outcome of Board Meeting

Dear Sir/ Madam,

This is with reference to Regulation 51 read with Part B of Schedule III, Regulation 52(2) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,("**LODR**") it is hereby intimated that the Board of Directors at its meeting held on May 21, 2022, has approved the Audited Financial Results(Standalone and Consolidated) for the quarter and Financial Year ended March 31, 2022 which was earlier reviewed by the Audit Committee at its meeting held on May 19, 2022. In this regard, attached herewith the following for your record:

1. Statutory Auditor's Report (Standalone and Consolidated) on the Financial Results of the Company,
2. Financial Results (Standalone and Consolidated) in the format prescribed by SEBI, along with the information as prescribed under Sub-regulation 4 of Regulation 52 of LODR,
3. Asset (Security) Cover Certificate,
4. Statement of Deviation,
5. Fund Utilization Certificate, and
6. Related Party Transaction Report

Further, in accordance with Regulation 52(3) of LODR, we would like to state that Statutory Auditors of the Company has issued the Audit Report with an unmodified opinion.

The meeting of Board of Directors was commenced at 12:00 PM and concluded at 03:30 PM.

Requesting you to take above documents in your record.

Thanking you,

Yours faithfully,

For Navi Finserv Limited

ANKIT AGARWAL Digitally signed by ANKIT AGARWAL Date: 2022.05.21 16:52:58 +05'30'

Ankit Agarwal
Director
DIN: 08299808
Place: Bangalore

E: corporate_finserv@navi.com
T: +91 8951904682
www.navifinserv.com
CIN: U65923KA2012PLC062537

Navi Finserv Limited
Formerly known as Navi Finserv Private Limited
Ground Floor, AMR Tech Park, Sy. No. 23 & 24,
Hongasandra Village, Hosur Road, Bangalore,
Karnataka- 560068, India.

Walker Chandiok & Co LLP

Walker Chandiok & Co LLP
11th Floor, Tower II,
One International Center,
S B Marg, Prabhadevi (W),
Mumbai - 400013
Maharashtra, India
T +91 22 6626 2699
F +91 22 6626 2601

Independent Auditor's Report on Standalone Annual Financial Results of the Company Pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Navi Finserv Limited (formerly known as Navi Finserv Private Limited)

Opinion

1. We have audited the accompanying standalone annual financial results ('the Statement') of **Navi Finserv Limited (formerly known as Navi Finserv Private Limited)** ('the Company') for the year ended **31 March 2022**, attached herewith, being submitted by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').

2. In our opinion and to the best of our information and according to the explanations given to us, the Statement:

   (i) presents financial results in accordance with the requirements of Regulation 52 of the Listing Regulation; and

   (ii) gives a true and fair view in conformity with the applicable Indian Accounting Standards ('Ind AS') specified under section 133 of the Companies Act, 2013 ('the Act'), read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India, of the standalone net loss after tax and other comprehensive income and other financial information of the Company for the year ended 31 March 2022.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Statement section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('the ICAI') together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our opinion.

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker Chandiok & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India

Responsibilities of Management and Those Charged with Governance for the Statement

4. This Statement has been prepared on the basis of the standalone annual financial statements and has been approved by the Company's Board of Directors. The Company's Board of Directors is responsible for the preparation and presentation of the Statement that gives a true and fair view of the net loss and other comprehensive income and other financial information of the Company in accordance with the Ind AS specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, and in compliance with Regulation 52 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

5. In preparing the Statement, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

6. The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Statement

7. Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing, specified under section 143(10) of the Act, will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Statement.

8. As part of an audit in accordance with the Standards on Auditing, specified under section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

   - Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

   - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has in place an adequate internal financial controls with reference to financial statements and the operating effectiveness of such controls.

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker Chandiok & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

9. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

10. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

11. The Statement includes the financial results for the quarter ended 31 March 2022, being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subject to limited review by us.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm Registration No:001076N/N500013

MANISH ANILKUMAR GUJRAL

Digitally signed by MANISH ANILKUMAR GUJRAL
Date: 2022.05.21 16:17:00 +05'30'

Manish Gujral
Partner
Membership No:105117

UDIN:22105117AJJKLC6473

Place: Mumbai
Date: 21 May 2022

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker Chandiok & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
CIN No. U65923KA2012PLC062537
Ground Floor, Salarpuria Business Center No 93, Koramangala Industrial Layout Bengaluru KA 560095 IN

Standalone Statement of Assets and Liabilities as at 31 March 2022
(All amounts in ₹ millions unless otherwise stated)

Particulars	As at 31 March 2022	As at 31 March 2021
	Audited	Audited
I ASSETS		
1 Financial assets		
Cash and cash equivalents	3,744.88	1,030.00
Bank balances other than cash and cash equivalents	1,123.48	637.56
Loans	27,914.41	5,293.49
Investments	6,622.30	25,650.52
Other financial assets	1,167.35	284.00
2 Non-financial assets		
Current tax assets (net)	161.54	14.04
Deferred tax asset (net)	470.24	251.52
Property, plant and equipment	4.99	3.74
Right to use asset	122.46	0.08
Intangible assets	0.03	14.97
Other non-financial assets	71.62	30.85
Total assets	**41,403.30**	**33,210.77**
II LIABILITIES AND EQUITY		
LIABILITIES		
1 Financial liabilities		
Payables		
Other payables		
(i) total outstanding dues of micro enterprises and small enterprises	0.70	1.16
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	6.24	77.96
Debt securities	19,636.57	16,718.08
Borrowings (other than debt securities)	8,143.72	4,014.57
Subordinated liabilities	99.47	99.34
Other financial liabilities	1,354.32	723.26
2 Non - financial liabilities		
Provisions	46.53	27.13
Other non financial liabilities	263.13	23.27
Total liabilities	**29,550.68**	**21,684.77**
3 Equity		
Equity share capital	1,785.73	1,652.40
Other equity	10,066.89	9,873.60
Total equity	**11,852.62**	**11,526.00**
Total liabilities and equity	**41,403.30**	**33,210.77**

See accompanying notes to the financial results

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
CIN No. U65923KA2012PLC062537
Ground Floor, Salarpuria Business Center No 93, Koramangala Industrial Layout Bengaluru KA 560095 IN

Standalone Statement of financial results for the quarter and year ended 31 March 2022
(All amounts in ₹ millions unless otherwise stated)

	Particulars	Quarter ended		Year ended	
		31 March 2022	31 December 2021	31 March 2022	31 March 2021
		Unaudited	Unaudited	Audited	Audited
	Revenue from operations				
	(i) Interest income	1,312.19	890.49	3,141.85	1,947.24
	(ii) Fees and commission income	28.47	15.83	74.57	23.86
	(iii) Net gain on fair value changes	66.00	340.44	1,354.77	1,386.84
	(iv) Net gain on derecognition of financial instruments under amortised cost category	-	-	-	8.89
(I)	**Total revenue from operations**	**1,406.66**	**1,246.76**	**4,571.19**	**3,366.83**
(II)	Other income	3.35	1.07	27.74	0.53
(III)	**Total income (I+II)**	**1,410.01**	**1,247.83**	**4,598.93**	**3,367.36**
	Expenses				
	(i) Finance costs	366.78	209.87	808.64	122.13
	(ii) Fees and commission expenses	10.03	3.63	23.66	35.68
	(iii) Net loss on derecognition of financial instruments under amortised cost category	-	-	1.64	-
	(iv) Impairment on financial instruments	483.85	526.36	1,400.40	1,313.29
	(v) Employee benefits expenses	156.19	168.31	496.79	162.52
	(vi) Depreciation and amortisation expense	9.58	4.57	22.15	3.36
	(vii) Other expenses	438.80	1,342.08	2,732.00	416.50
(IV)	**Total expenses**	**1,465.23**	**2,254.82**	**5,485.28**	**2,053.48**
(V)	**(Loss) / profit before tax (III - IV)**	**(55.22)**	**(1,006.99)**	**(886.35)**	**1,313.88**
(VI)	**Tax expense**				
	(1) Current tax	(4.43)	(46.46)	-	517.36
	(2) Deferred tax credit	(7.60)	(205.80)	(217.27)	(178.90)
	Total tax (credit) / expense	**(12.03)**	**(252.26)**	**(217.27)**	**338.46**
(VII)	**(Loss) / profit for the period/year (V - VI)**	**(43.19)**	**(754.73)**	**(669.08)**	**975.42**
	(i) Items that will not be reclassified to profit and loss				
	Remeasurement of the net defined benefit (liability)/asset	0.12	0.14	(5.75)	(1.74)
	Income tax relating to the above	(0.03)	(0.04)	1.45	0.44
(VIII)	**Other comprehensive (loss)/income**	**0.09**	**0.10**	**(4.30)**	**(1.30)**
(IX)	**Total comprehensive (loss) / income for the period / year (VII + VIII)**	**(43.10)**	**(754.63)**	**(673.38)**	**974.12**
(X)	**Earnings per equity share (not annualised)**				
	Basic (₹)	(0.24)	(4.44)	(3.94)	6.41
	Diluted (₹)	(0.24)	(4.44)	(3.94)	6.41

See accompanying notes to the financial results

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
CIN No. U65923KA2012PTC062537
Ground Floor, Salarpuria Business Center No 93, Koramangala Industrial Layout Bengaluru KA 560095 IN

Notes:

1 The above audited standalone financial results of Navi Finserv Limited (formerly as Navi Finserv Private Limited) ('the Company') have been reviewed by the Audit Committee of the Board and approved by the Board of Directors at their respective meetings held on 19 May 2022 and 21 May 2022.

2 The standalone financial results of the Company have been prepared in accordance with Indian Accounting Standards ("IndAS") notified under Section 133 of the Companies Act 2013 ("the Act") read with the Companies (Indian Accounting Standard) Rules, 2015 as amended by the Companies Indian Accounting Standards (Amendment) Rules, 2016.

3 The figures of the quarter ended 31 March 2022 in the above standalone financial results are the balancing figures between audited figures in respect of the full year ended 31 March 2022 and published year to date figures upto 31 December 2021.

4 The comparative figures for the year ended 31 March 2021 included in these standalone financial results have been subjected to audit on which the statutory auditors of the Company have issued audit report dated 24 June 2021.
Pursuant to requirement of the Securities and Exchange Board of India circular on 'Revised Formats for filing Financial information for issuers of non-convertible securities' vide reference no. SEBI/HO/DDHS/CIR/2021/0000000637 dated 05 October 2021, the Company has elected an option to not present the figures for the corresponding quarter dated 31 March 2021.

5 The Company has made a right issue of 133,33,333 equity shares at a face value of ₹ 10 each and at a premium of ₹ 65 each during the year ended 31 March 2022.

6 The outbreak of the COVID-19 had led to a nation-wide lockdown in April-May 2020. This was followed by localised lockdowns in areas with a significant number of COVID-19 cases. Following the easing of lockdown measures there was an improvement in economic activity in the second half of fiscal 2021. Since then, India has experienced two waves of the COVID-19 pandemic following the discovery of mutant coronavirus variants, leading to the re-imposition of regional lockdowns measures in some parts of the country.
While the number of COVID-19 cases have reduced significantly and the Government of India has withdrawn most of the COVID-19 related restrictions, the Company continues to closely monitor any anticipated material changes to future economic conditions. During the current year ended 31 March 2022, there has been a significant increase in the portfolio size of digital loans and housing loans, owing to increased disbursements. Also, the Company has witnessed improved collection efficiencies during the year on their digital lending portfolio.

The Company has recognized provisions as on 31 March 2022, towards its loan assets to the extent of ₹ 1,578.25 millions which includes an additional provision of ₹ 92.60 millions towards the future potential impact of COVID-19 pandemic, based on the information available at this point of time including the economic forecasts, in accordance with the expected credit loss method. The Company believes that it has considered all the possible impact of the known events arising out of COVID-19 pandemic in the preparation of financial results.

7 To relieve the COVID-19 pandemic related stress, the Company has invoked resolution plans for eligible borrowers based on the parameters laid down in accordance with the one time restructuring policy approved by the Board of Directors of the Company and in accordance with the guidelines issued by the RBI on 05 May 2021.

8 The Company has aligned its asset classification and income recognition in line with the RBI Circular dated 12 November 2021 - "Prudential norms on income Recognition, Asset Classification and Provisioning pertaining to advances-clarifications". However, such alignment does not have any significant impact on the standalone financials results for the quarter and year ended 31 March 2022.

9 The Company is engaged primarily in financing and investment and as such no separate information is required to be furnished in terms of Ind AS 108 - Operating Segment.

10 Figures of the previous periods have been regrouped, wherever necessary, to make them comparable with the current period.

For and on behalf of the Board of Directors
Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)

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Ankit Agarwal
Managing Director
(DIN: 08299808)

Bengaluru
21 May 2022

Navi Finserv Limited

(formerly known as Navi Finserv Private Limited)

CIN No. U65923KA2012PLC062537

Ground Floor, Salarpuria Business Center No 93, Koramangala Industrial Layout Bengaluru KA 560095 IN

Standalone Statement of Cash Flows for the year ended 31 March 2022

(All amounts in ₹ millions unless otherwise stated)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
A. Cash flow from Operating activities		
Profit before tax	(892.10)	1,312.14
Depreciation, amortisation and impairment	1.74	1.71
Depreciation on right of use asset	20.41	1.66
Interest expense on lease liability	7.00	0.39
Impairment allowance on loans	615.16	947.57
Impairment allowance on investments	(8.51)	146.29
Portfolio loans written off	793.75	219.43
Effective interest rate adjustment for financial instruments	(423.09)	29.84
Loss on sale of portfolio	1.64	0.02
Net gain on fair value changes on investment	117.04	(321.87)
Operating profit before working capital changes	**233.04**	**2,337.18**
Movements in Working capital:		
(Increase) in loans	(23,563.76)	(5,426.15)
Decrease in receivables	-	45.11
(Increase) in bank deposits	(485.92)	(634.88)
Decrease in investments	12,401.12	9,955.38
(Increase) in other financial assets	(883.35)	(281.60)
(Increase) in other non-financial assets	(40.77)	(19.13)
(Decrease)/Increase in payables	(72.18)	74.37
(Decrease)/Increase in other financial liabilities	631.06	609.86
Increase in non-financial liabilities	239.86	16.14
Increase in provisions	19.40	81.72
Cash generated from/(used in) operations	**(11,521.50)**	**6,757.99**
Direct taxes paid	147.50	584.35
Net cash flows generated from/(used in) operating activities (A)	**(11,669.00)**	**6,173.64**
B. Cash flow from Investing activities		
Purchase of property, plant and equipment and intangible assets	(2.94)	(3.49)
Proceeds from sale of property, plant and equipment and intangible assets	-	1.73
Net cash flows (used in) investing activities (B)	**(2.94)**	**(1.76)**
C. Cash flow from Financing activities		
Increase in equity shares	1,000.00	1,031.37
Proceeds from issue of debt securities	11,993.81	2,719.00
Repayment of debentures	(2,589.34)	(10,716.14)
Proceeds from term loans availed	76,244.15	26,576.19
Repayment of term loans	(72,245.01)	(24,944.83)
Lease payments	(16.79)	(1.94)
Net cash flows generated from/(used in) financing activities (C)	**14,386.82**	**(5,336.33)**
Net increase in cash and cash equivalents (A+B+C)	2,714.88	835.55
Cash and cash equivalents at the beginning of the year	1,030.00	194.45
Cash and cash equivalents at the end of the year	**3,744.88**	**1,030.00**
Components of cash and cash equivalents		
i) Cash on hand	-	0.01
ii) Balances with banks (of the nature of cash and cash equivalents)	3,744.88	1,029.99
Total	**3,744.88**	**1,030.00**

Note: The above Statement of Cash Flow has been prepared under the 'Indirect Method' as set out in Ind AS 7 on 'Statement of Cash Flows'.

For and on behalf of the Board of Directors of
Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)

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Ankit Agarwal
Managing Director
(DIN: 08299808)

Bengaluru
21 May 2022

Navi Finserv Limited

(formerly known as Navi Finserv Private Limited)

CIN No. U65923KA2012PLC062537

Ground Floor, Salarpuria Business Center No 93, Koramangala Industrial Layout Bengaluru Bangalore KA 560095 IN

Disclosures under Regulation 52(4) of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended for the year ended March 31, 2022

Sr No	Particulars	Ratio
1	Debt-Equity ratio (Note 1)	2.39
2	Debt Service Coverage Ratio & Interest Service Coverage Ratio	Not Applicable
3	Outstanding reedemable preference share	Not Applicable
4	Capital Redemption Reserve (₹ in millions)	44.05
5	Debenture Redemption reserve	Not Applicable
6	Net Worth (Note 2) (₹ in millions)	11,852.62
7	Net profit after tax	For Quarter ended 31 March 2022
		-43.19
		For Year ended 31 March 2022
		-669.08
8	Earning per share	For Quarter ended 31 March 2022
		Basic and Diluted (0.24)
		For Year ended 31 March 2022
		Basic and Diluted (3.94)
9	Current ratio	Not applicable
10	Long term debt to working Capital	Not applicable
11	Bad debt to account receivable ratio	Not applicable
12	Current Liability Ratio	Not applicable
13	Total Debts to Assets Ratio (Note 3)	0.68
14	Debtors Turnover	Not applicable
15	Net profit Margin % (Note 4)	For Quarter ended 31 March 2022
		(3.06%)
		For Year ended 31 March 2022
		(14.55%)
16	**Sector Specific Ratios**	
	CRAR % (Tier I+TierII)	30.73%
	Gross NPA Ratio%	0.87%
	Net NPA Ratio%	0.04%

Notes:-

1. Debt Equity Ratio= Total debt (Debt securities + Borrowings (other than debt securities)+Subordinate debt+Interest accrued on borrowings) / Net worth

2. Networth= Equity share capital + Other Equity

3. Total debt to Asset ratio= Total debt (Debt securities + Borrowings (other than debt securities)+Subordinate debt+Interest accrued on borrowings) / Total Asset

4. Net profit Margin= Net profit for the period/Total Income

For and on behalf of the Board of Directors

Navi Finserv Limited

(formerly known as Navi Finserv Private Limited)

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Ankit Agarwal

Managing Director

DIN: 08299808

Bengaluru

21 May 2022

Walker Chandiok & Co LLP

Walker Chandiok & Co LLP
11th Floor, Tower II,
One International Center,
S B Marg, Prabhadevi (W),
Mumbai - 400013
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Independent Auditor's Report on Consolidated Annual Financial Results of the Company Pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Navi Finserv Limited (formerly known as Navi Finserv Private Limited)

Opinion

1. We have audited the accompanying consolidated annual financial results ('the Statement') of **Navi Finserv Limited** ('the Holding Company') and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group'), for the year ended **31 March 2022**, attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').

2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of other auditors on separate audited financial results of the subsidiary, as referred to in paragraph 12 below, the Statement:

   (i) includes the annual financial results of the following entity:

Name of the Company	Relationship
Chaitanya India Fin Credit Private Limited	Subsidiary

   (ii) presents financial results in accordance with the requirements of Regulation 52 of the Listing Regulations; and

   (iii) gives a true and fair view in conformity with the applicable Indian Accounting Standards ('Ind AS') prescribed under section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India, of the consolidated net loss after tax and other comprehensive income and other financial information of the Group, for the year ended 31 March 2022.

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker Chandiok & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Statement section of our report. We are independent of the Group, its associates and joint ventures, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('the ICAI') together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Act, and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us together with the audit evidence obtained by the other auditors in terms of their report referred to in paragraph 12 of the Other Matter section below, is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

4. The auditors of Chaitanya India Fin Credit Private Limited, vide their audit report dated 14 May 2022, have expressed an unmodified opinion and have reported in the 'Emphasis of Matter' section that,

   "We draw attention to Note no. 8 of the accompanying statement, which describes the uncertainty relating to the effects of Covid-19 pandemic on the Company's operations and the impact of the impairment provision recognised towards the loan assets outstanding as on 31 March 2022."

   Our opinion is not modified in respect of the above matter.

Responsibilities of Management and Those Charged with Governance for the Statement

5. The Statement, which is the responsibility of the Holding Company's management and has been approved by the Holding Company's Board of Directors, has been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors is responsible for the preparation and presentation of the Statement that gives a true and fair view of the consolidated net loss and other comprehensive income, and other financial information of the Group in accordance with the Ind AS prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India and in compliance with Regulation 52 of the Listing Regulations. The Holding Company's Board of Directors is also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of the Statement. Further, in terms of the provisions of the Act, the respective Board of Directors/ management of the companies included in the Group, are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding of the assets of the Group, and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively, for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results, that give a true and fair view and are free from material misstatement, whether due to fraud or error. These financial results have been used for the purpose of preparation of the Statement by the Directors of the Holding Company, as aforesaid.

6. In preparing the Statement, the respective Board of Directors of the companies included in the Group, are responsible for assessing the ability of the Group, to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting, unless the respective Board of Directors/ management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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7. The respective Board of Directors of the companies included in the Group, are responsible for overseeing the financial reporting process of the companies included in the Group.

Auditor's Responsibilities for the Audit of the Statement

8. Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Act will always detect a material misstatement, when it exists. Misstatements can arise from fraud or error, and are considered material if, individually, or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Statement.

9. As part of an audit in accordance with the Standards on Auditing specified under section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

   - Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

   - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls system with reference to financial statements in place and the operating effectiveness of such controls.

   - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

   - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group, to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

   - Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

   - Obtain sufficient appropriate audit evidence regarding the financial results of the entities within the Group, to express an opinion on the Statement. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the Statement, of which we are the independent auditors. For the other entity included in the Statement, which has been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

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10. We communicate with those charged with governance of the Holding Company, of which we are the independent auditors, regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

11. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

12. We did not audit the annual financial results of one subsidiary included in the Statement, whose financial information reflects total assets of ₹ 25,154.71 million as at 31 March 2022, total revenues of ₹ 3,612.63 million, total net profit after tax of ₹ 522.52 million, total comprehensive loss of ₹ 19.10 million, and cash flows (net) of ₹ 1,326.68 million for the year ended on that date, as considered in the audited separate annual financial results of the entity included in the Group. These annual financial results have been audited by other auditors whose audit report has been furnished to us by the management, and our opinion in so far as it relates to the amounts and disclosures included in respect of the subsidiary is based solely on the audit report of such other auditors, and the procedures performed by us as stated in paragraph 2 above.

Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and the reports of the other auditors.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm Registration No:001076N/N500013

MANISH ANILKUMAR GUJRAL

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Date: 2022.05.21 16:29:02 +05'30'

Manish Gujral
Partner
Membership No:105117

UDIN:22105117AJJKPI8478

Place : Mumbai
Date : 21 May 2022

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker Chandiok & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
CIN No. U65923KA2012PLC062537
Ground Floor, Salarpuria Business Center No 93, Koramangala Industrial Layout Bengaluru KA 560095 IN

Audited Consolidated Statement of Assets and Liabilities as at 31 March 2022
(All amounts in ₹ millions unless otherwise stated)

Particulars	As at 31 March 2022	As at 31 March 2021
	Audited	Audited
I ASSETS		
1 Financial assets		
Cash and cash equivalents	5,709.55	1,667.98
Bank balances other than cash and cash equivalents	1,357.58	808.76
Trade receivables	-	0.49
Loans	50,014.09	16,612.91
Investments	3,639.76	24,198.12
Other financial assets	1,347.63	194.34
2 Non-financial assets		
Current tax assets (net)	167.90	14.04
Deferred tax asset (net)	557.94	407.84
Property, plant and equipment	74.31	32.60
Other Intangible assets	13.99	8.65
Goodwill	13.95	13.95
Right to use asset	122.95	16.29
Other non-financial assets	107.53	44.97
Total assets	**63,127.18**	**44,020.94**
II LIABILITIES AND EQUITY		
LIABILITIES		
1 Financial liabilities		
Payables		
Trade payables		
(i) total outstanding dues of micro enterprises and small enterprises	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	4.62	3.03
Other payables		
(i) total outstanding dues of micro enterprises and small enterprises	0.70	1.16
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	6.24	56.27
Debt securities	21,917.65	19,683.94
Borrowings (other than debt securities)	25,757.66	10,767.79
Subordinated liabilities	498.63	497.70
Other financial liabilities	1,837.14	984.73
2 Non - financial liabilities		
Current tax liabilities (net)	-	36.76
Provisions	193.20	161.08
Other non financial liabilities	320.46	67.59
Total liabilities	**50,536.30**	**32,260.05**
3 Equity		
Equity share capital	1,785.73	1,652.40
Other equity	10,805.15	10,108.49
Total equity	**12,590.88**	**11,760.89**
Total liabilities and equity	**63,127.18**	**44,020.94**

See accompanying notes to the financial results

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
CIN No. U65923KA2012PLC062537
Ground Floor, Salarpuria Business Center No 93, Koramangala Industrial Layout Bengaluru KA 560095 IN

Audited Consolidated Statement of financial results for the year ended 31 March 2022
(All amounts in ₹ millions unless otherwise stated)

	Particulars	Year ended	
		31 March 2022	31 March 2021
		Audited	Audited
	Revenue from operations		
	(i) Interest income	6,342.77	4,015.46
	(ii) Fees and commission income	93.89	36.21
	(iii) Net gain on fair value changes	1,372.34	1,409.50
	(iv) Net gain on derecognition of financial instruments under amortised cost category	361.40	189.82
(I)	**Total revenue from operations**	**8,170.40**	**5,650.99**
(II)	Other income	28.47	1.37
(III)	**Total income (I+II)**	**8,198.87**	**5,652.36**
	Expenses		
	(i) Finance costs	2,131.62	871.73
	(ii) Fees and commission expenses	23.66	14.35
	(iii) Net loss on derecognition of financial instruments under amortised cost category	1.64	-
	(iv) Impairment on financial instruments	1,618.92	1,836.15
	(v) Employee benefits expenses	1,398.97	744.69
	(vi) Depreciation and amortisation expense	50.14	18.10
	(vii) Other expenses	3,157.17	601.87
(IV)	**Total expenses**	**8,382.12**	**4,086.89**
(V)	**(Loss) / profit before tax (III - IV)**	**(183.25)**	**1,565.47**
(VI)	**Tax expense**		
	(1) Current tax	105.57	637.01
	(2) Deferred tax credit	(142.23)	(253.20)
	Total tax (credit) / expense	**(36.66)**	**383.81**
(VII)	**(Loss) / profit for the year (V - VI)**	**(146.59)**	**1,181.66**
	(i) Items that will not be reclassified to profit and loss		
	Remeasurement of the net defined benefit (liability)/asset	(7.49)	0.02
	Income tax relating to the above	1.88	(0.00)
	(i) Items that will be reclassified to profit and loss		
	Net change in fair value of loans measured at fair value through other comprehensive income	(23.80)	28.12
	Income tax relating to the above	5.99	(7.08)
(VIII)	**Other comprehensive (loss)/income**	**(23.42)**	**21.06**
(IX)	**Total comprehensive (loss) / income for the year (VII + VIII)**	**(170.01)**	**1,202.72**
(X)	**Earnings per equity share (not annualised)**		
	Basic (₹)	(0.86)	7.76
	Diluted (₹)	(0.86)	7.76

See accompanying notes to the financial results

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
CIN No. U65923KA2012PLC062537
Ground Floor, Salarpuria Business Center No 93, Koramangala Industrial Layout Bengaluru KA 560095 IN
(All amounts in ₹ millions unless otherwise stated)

Notes:

1 The above audited consolidated financial results of Navi Finserv Limited (formerly known as Navi Finserv Private Limited) ('the Company') have been reviewed by the Audit Committee of the Board and approved by the Board of Directors at their meetings held on 19 May 2022 and 21 May 2022, respectively.

2 The audited consolidated financial results of the Company have been prepared in accordance with Indian Accounting Standards ("IndAS") notified under Section 133 of the Companies Act 2013 ("the Act") read with the Companies (Indian Accounting Standard) Rules, 2015 as amended by the Companies Indian Accounting Standards (Amendment) Rules, 2016.

3 The above consolidated financial results for the year ended 31 March 2022 have been subjected to audit by the statutory auditors of the Company as required under Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and ('Listing Regulations'). The statutory auditor have expressed an unmodified opinion on these consolidated financial results.

4 The comparative figures for the year ended 31 March 2021 included in these financial results have been subjected to audit on which the statutory auditors of the Company have issued audit report dated 24 June 2021.

5 The outbreak of the COVID-19 had led to a nation-wide lockdown in April-May 2020. This was followed by localised lockdowns in areas with a significant number of COVID-19 cases. Following the easing of lockdown measures there was an improvement in economic activity in the second half of fiscal 2021. Since then, India has experienced two waves of the COVID-19 pandemic following the discovery of mutant coronavirus variants, leading to the re-imposition of regional lockdown measures in some parts of the country.
While the number of COVID-19 cases have reduced significantly and the Government of India has withdrawn most of the COVID-19 related restrictions, the Group continues to closely monitor any anticipated material changes to future economic conditions.
The Holding Company is in the business of lending personal loans whereas the subsidiary company, Chaitanya India Fin Credit Private Limited is in the business of lending loans which are in the nature of micro-finance loans. Accordingly, the subsidiary company has recognized provisions as on 31 March 2022, towards its loan assets to the extent of ₹ 476.31 million which includes an additional provision of ₹ 21.77 million for the impact of COVID-19 pandemic, based on the information available at this point of time including economic forecasts in accordance with the expected credit loss method and believes that the extent to which the pandemic will impact the subsidiary company's performance will depend on ongoing as well as future developments which are highly uncertain.
The Group has recognized provisions as on 31 March 2022, towards its loan assets to the extent of ₹ 2,054.55 million which includes an additional provision of ₹ 114.37 million towards the future potential impact of COVID-19 based on the information available at this point of time including the economic forecasts, in accordance with the expected credit loss method. The Group believes that it has considered all the possible impact of the known events arising out of COVID-19 pandemic in the preparation of results.

6 To relieve the COVID-19 pandemic related stress, the Group has invoked resolution plans for eligible borrowers based on the parameters laid down in accordance with the one time restructuring policy approved by the Board of Directors of the Company and in accordance with the guidelines issued by the RBI on 05 May 2021.

7 The Holding company has aligned its asset classification and income recognition in line with the RBI Circular dated 12 November 2021 - "Prudential norms on income Recognition, Asset Classification and Provisioning pertaining to advances-clarifications", while the subsidiary company has availed the extension for implementation of the same upto 30 Septembar 2022. However, such alignement does not have any significant impact on the consolidated financials results for the year ended 31 March 2022.

8 The Group is engaged primarily in financing and investment and as such no separate information is required to be furnished in terms of Ind AS 108 - Operating Segment.

9 Figures of the previous years have been regrouped, wherever necessary, to make them comparable with the current year.

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)

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Ankit Agarwal
Managing Director
DIN: 08299808

Bengaluru
21 May 2022

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
CIN No. U65923KA2012PLC062537
Ground Floor, Salarpuria Business Center No 93, Koramangala Industrial Layout Bengaluru KA 560095 IN

Audited Consolidated Statement of Cash Flows for the year ended 31 March 2022
(All amounts in ₹ millions unless otherwise stated)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
A. Cash flow from Operating activities		
Profit before tax	(214.54)	1,563.74
Depreciation, amortisation and impairment	28.90	18.10
Depreciation on right of use asset	21.24	-
Contribution to employee stock option scheme	-	9.41
Interest expense on lease liability	7.08	0.62
Impairment allowance on loans	424.53	1,393.85
Impairment allowance on investments	1,182.27	219.43
Portfolio loans written off	(8.51)	146.29
Effective interest rate adjustment for financial instruments	(454.43)	6.85
(Profit) on sale of fixed assets (net)	(0.08)	(0.66)
Net gain on fair value changes on investment	-	(42.92)
Loss on sale of portfolio	1.64	0.02
Impairment on other assets	20.63	7.62
Gain on sale of loan portfolio through assignment	(361.40)	(180.93)
Net change in fair value of loans measured at fair value through other comprehen	(23.80)	28.12
Net loss/(Gain) on fair value changes on investment	115.82	(321.79)
Operating profit before working capital changes	**739.35**	**2,847.75**
Movements in Working capital:		
(Increase) in loans	(34,068.90)	(8,753.63)
Decrease in receivables	0.49	44.63
(Increase) in bank deposits	(548.82)	(665.49)
Decrease in investments	13,932.47	8,680.53
(Increase) in other financial assets	(1,173.92)	(435.59)
(Increase) in other non-financial assets	(62.56)	(25.08)
(Decrease)/Increase in payables	(48.90)	46.51
Increase in other financial liabilities	32.80	900.67
Increase in non-financial liabilities	1,072.48	69.32
Increase in provisions	32.12	115.31
Cash generated (used in) from operations	**(20,093.39)**	**2,824.93**
Direct taxes paid	296.19	667.29
Net cash flows generated (used in) from operating activities (A)	**(20,389.58)**	**2,157.64**
B. Cash flow from Investing activities		
Purchase of property, plant and equipment and intangible assets	(76.07)	(29.32)
Proceeds from sale of property, plant and equipment and intangible assets	0.20	6.04
Net cash flows (used in) investing activities (B)	**(75.87)**	**(23.28)**
C. Cash flow from Financing activities		
Increase in equity shares	1,000.00	1,031.37
Proceeds from issue of debt securities	11,993.81	5,229.00
Repayment of debentures	(3,288.54)	(11,521.89)
Proceeds from term loans availed	93,137.90	32,976.19
Repayment of term loans	(78,318.43)	(28,430.04)
Lease payments	(17.72)	(3.91)
Net cash flows generated (used in) financing activities (C)	**24,507.02**	**(719.27)**
Net increase in cash and cash equivalents (A+B+C)	4,041.57	1,415.08
Cash and cash equivalents at the beginning of the year	1,667.98	252.90
Cash and cash equivalents at the end of the year	**5,709.55**	**1,667.98**

Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)
CIN No. U65923KA2012PLC062537
Ground Floor, Salarpuria Business Center No 93, Koramangala Industrial Layout Bengaluru KA 560095 IN

Audited Consolidated Statement of Cash Flows for the year ended 31 March 2022
(All amounts in ₹ millions unless otherwise stated)

Components of cash and cash equivalents	For the year ended 31 March 2022	For the year ended 31 March 2021
i) Cash on hand	3.19	12.26
ii) Balances with banks (of the nature of cash and cash equivalents)	5,706.36	1,655.72
Total	**5,709.55**	**1,667.98**

Note: The above Statement of Cash Flow has been prepared under the 'Indirect Method' as set out in Ind AS 7 on 'Statement of Cash Flows'.

For and on behalf of the Board of Directors of
Navi Finserv Limited
(formerly known as Navi Finserv Private Limited)

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Ankit Agarwal
Managing Director
DIN: 08299808

Bengaluru
21 May 2022

Navi Finserv Limited

(formerly known as Navi Finserv Private Limited)

CIN No. U65923KA2012PLC062537

Ground Floor, Salarpuria Business Center No 93, Koramangala Industrial Layout Bengaluru Bangalore KA 560095 IN

Disclosures under Regulation 52(4) of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended for the year ended March 31, 2022

Sr No	Particulars	Ratio
1	Debt-Equity ratio (Note 1)	3.87
2	Debt Service Coverage Ratio & Interest Service Coverage Ratio	Not Applicable
3	Outstanding reedemable preference share	Not Applicable
4	Capital Redemption Reserve (₹ in millions)	44.05
5	Debenture Redemption reserve (₹ in millions)	10.00
6	Net Worth (Note 2) (₹ in millions)	12,590.88
7	Net profit after tax	(146.59)
8	Earning per share	(0.86)
9	Current ratio	Not applicable
10	Long term debt to working Capital	Not applicable
11	Bad debt to account receivable ratio	Not applicable
12	Current Liability Ratio	Not applicable
13	Total Debts to Assets Ratio (Note 3)	0.77
14	Debtors Turnover	Not applicable
15	Net profit Margin % (Note 4)	(0.02)
16	**Sector Specific Ratios** CRAR % (Tier I+TierII) a) Holding Company b) Subsidiary Company Gross NPA Ratio% Net NPA Ratio%	 30.73% 17.38% 1.06% 0.20%

Notes:-

1. Debt Equity Ratio= Total debt (Debt securities + Borrowings (other than debt securities)+Subordinate debt+Interest accrued on borrowings) / Net worth

2. Networth= Equity share capital + Other Equity

3. Total debt to Asset ratio= Total debt (Debt securities + Borrowings (other than debt securities)+Subordinate debt+Interest accrued on borrowings) / Total Assets

4. Net profit Margin= Net profit for the period/Total Income

For and on behalf of the Board of Directors

Navi Finserv Limited

(formerly known as Navi Finserv Private Limited)

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Ankit Agarwal

Managing Director

DIN: 08299808

Bengaluru

21 May 2022

Information regarding the Company's asset cover and compliance with financial covenants as at and for the year ended 31 March 2022 in respect of its listed non-convertible debt securities issued by the Company where Catalyst Trusteeship Limited is the debenture trustee.

Section-1: Details of listed non-convertible debt securities ('NCDs') of the Company outstanding as at 31 March 2022 and asset cover maintained against such securities

1. **List of debentures issued where Catalyst Trusteeship Limited is the Debenture Trustee:**

ISIN	Private Placement/ Public Issue	Secured/ Unsecured	Sanctioned Amount (In Cr)
INE342T07015	Private Placement	Secured	75.00
INE342T07023	Private Placement	Secured	46.90
INE342T07031	Private Placement	Secured	150.00
INE342T07056	Private Placement	Secured	30.00
INE342T07064	Private Placement	Secured	65.00
INE342T07080	Private Placement	Secured	80.00
INE342T07098	Private Placement	Secured	200.00
INE342T07106	Private Placement	Secured	100.00
INE342T07114	Private Placement	Secured	35.00
INE342T07122	Private Placement	Secured	50.00
INE342T07130	Private Placement	Secured	140.00
INE342T07148	Private Placement	Secured	100.00
INE342T07155	Private Placement	Secured	150.00
INE342T07163	Private Placement	Secured	30.00

2. **Asset Cover for listed debt securities:**

   I. The financial information as on 31 March 2022 has been extracted from the books of accounts for the year ended 31 March 2022 and other relevant records.

   II. The assets of Navi Finserv Limited (*Formerly known as* Navi Finserv Private Limited) provide coverage for the principal amount including redemption premium, which is in accordance with the terms of issue/ debenture trust deed (calculation as per statement of asset cover ratio for the Secured debt securities - table - I)

navi

Table - I:

Sr. No	ISIN	Facility	Sanctioned Amount (In Cr)	Outstanding As on 31-03-2022 (In Cr)	Cover Required	Assets Assigned (In Cr)	Complied
1	INE342T07015	Non-convertible Debt Securities	75.00	76.85*	120.00%	102.09	Yes
2	INE342T07023	Non-convertible Debt Securities	46.90	48.06*	120.00%	63.51	Yes
3	INE342T07031	Non-convertible Debt Securities	150.00	153.42*	120.00%	197.30	Yes
4	INE342T07056	Non-convertible Debt Securities	30.00	30.71*	110.00%	36.32	Yes
5	INE342T07064	Non-convertible Debt Securities	65.00	66.40*	110.00%	74.80	Yes
6	INE342T07080	Non-convertible Debt Securities	80.00	80.00	110.00%	88.85	Yes
7	INE342T07098	Non-convertible Debt Securities	200.00	204.24*	110.00%	226.73	Yes
8	INE342T07106	Non-convertible Debt Securities	100.00	102.14#	110.00%	112.35	Yes
9	INE342T07114	Non-convertible Debt Securities	35.00	35.00	110.00%	39.25	Yes
10	INE342T07122	Non-convertible Debt Securities	50.00	50.00	110.00%	55.87	Yes
11	INE342T07130	Non-convertible Debt Securities	140.00	140.00	110.00%	155.90	Yes
12	INE342T07148	Non-convertible Debt Securities	100.00	100.85*	110.00%	110.95	Yes
13	INE342T07155	Non-convertible Debt Securities	150.00	150.57*	110.00%	165.74	Yes
14	INE342T07163	Non-convertible Debt Securities	30.00	30.00	110.00%	33.07	Yes

* Amount includes outstanding principle and redemption premium accrued for Q4 FY 21-22
# Amount includes outstanding principle and interest accrued till Q4 FY 21-22

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CIN: U65923KA2012PLC062537

Navi Finserv Limited
Formerly known as Navi Finserv Private Limited
Second Floor, AMR Tech Park, Sy. No. 23 & 24, Hongasandra Village, Hosur Road, Bangalore, Karnataka- 560068, India.

Section-2: The covenants criteria as per the terms of debenture trust deeds, and the Company's compliance with such covenants

Covenant	Actual figure
Standalone Net worth	INR 1,185.26 Crores
NNPA	0.04%
Capital Adequacy	30.73%
Debt – equity ratio	1.84 times
Debt – equity ratio at consolidated level	3.36 times*
Sachin Bansal's stake	97.82% (indirectly)
Liquidity at Consolidated (at parent and NBFC level)	INR 1,253.73 Crores#

*Debt-Equity ratio is based on consolidated audited Financial Statements of Navi Finserv Limited.
#Assets worth INR 585.27 crores for Navi Technologies Limited are based on management assumptions and unaudited financial information for the year ended 31 March 2022.

S No	Description of Non-Convertible Debentures	Description of loan covenants	Complied/Non-complied
1	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	1. Standalone Net worth – Minimum of INR 950 crores. 2. NNPA less than 4% 3. Minimum Capital Adequacy – Prescribed by RBI + 2% 4. External standalone debt-equity ratio – less than 3x 5. Sachin Bansal to hold minimum stake of 51% 6. If the issuer fails to execute debenture trust deed within the timeline, issuer shall also pay Redemption Premium of at least two percent per annum to Debenture holder, over and above the agreed redemption premium rate till execution of debenture trust deed.	Complied
2	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	1. Standalone Net worth – Minimum of INR 950 crores. 2. NNPA less than 4% 3. Minimum Capital Adequacy – Prescribed by RBI + 2% 4. External standalone debt-equity ratio – less than 3.5x 5. Sachin Bansal to hold minimum stake of 51% 6. If the issuer fails to execute debenture trust deed within the timeline, issuer shall also pay Redemption Premium of at least two percent per annum to Debenture holder, over and above the agreed redemption premium rate till execution of debenture trust deed.	Complied

3	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	1. Standalone Net worth – Minimum of INR 950 crores. 2. NNPA less than 4% 3. Minimum Capital Adequacy – Prescribed by RBI + 2% 4. External standalone debt-equity ratio – less than 3.5x 5. Sachin Bansal to hold minimum stake of 51% 6. If the issuer fails to execute debenture trust deed within the timeline, issuer shall also pay Redemption Premium of at least two percent per annum to Debenture holder, over and above the agreed redemption premium rate till execution of debenture trust deed.	Complied
4	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	1. Standalone Net worth – Minimum of INR 950 crores. 2. NNPA less than 4% 3. Minimum Capital Adequacy – Prescribed by RBI + 2% 4. External standalone debt-equity ratio – less than 3.5x 5. Sachin Bansal to hold minimum stake of 51% 6. If the issuer fails to execute debenture trust deed within the timeline, issuer shall also pay Redemption Premium of at least two percent per annum to Debenture holder, over and above the agreed redemption premium rate till execution of debenture trust deed.	Complied
5	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	1. Standalone Net worth – Minimum of INR 950 crores. 2. NNPA less than 4% 3. Minimum Capital Adequacy – Prescribed by RBI + 2% 4. External standalone debt-equity ratio – less than 5x 5. Sachin Bansal to hold minimum stake of 51% 6. If the issuer fails to execute debenture trust deed within the timeline, issuer shall also pay Redemption Premium of at least two percent per annum to Debenture holder, over and above the agreed redemption premium rate till execution of debenture trust deed.	Complied
6	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	1. Standalone Net worth – Minimum of INR 950 crores. 2. NNPA less than 4% 3. Minimum Capital Adequacy – Prescribed by RBI + 2%	Complied

		4. External standalone debt-equity ratio – less than 5x	
7	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	1. Standalone Net worth – Minimum of INR 950 crores. 2. NNPA less than 4% 3. Minimum Capital Adequacy – Prescribed by RBI + 2% 4. External standalone debt-equity ratio – less than 5x 5. Sachin Bansal to hold minimum stake of 51% 6. If the issuer fails to execute debenture trust deed within the timeline, issuer shall also pay Redemption Premium of at least two percent per annum to Debenture holder, over and above the agreed redemption premium rate till execution of debenture trust deed.	Complied
8	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	1. Standalone Net worth – Minimum of INR 950 crores. 2. NNPA less than 4% 3. Minimum Capital Adequacy – Prescribed by RBI + 2% 4. External standalone debt-equity ratio – less than 5x 5. Sachin Bansal to hold minimum stake of 51% 6. If the issuer fails to execute debenture trust deed within the timeline, issuer shall also pay Redemption Premium of at least two percent per annum to Debenture holder, over and above the agreed redemption premium rate till execution of debenture trust deed.	Complied
9	PP MLD Navi Finserv Limited 2022 (Market Linked Debentures)	1. Standalone Net worth – Minimum of INR 950 crores. 2. NNPA less than 4% 3. Minimum Capital Adequacy – Prescribed by RBI + 2% 4. External standalone debt-equity ratio – less than 5x 5. Sachin Bansal to hold minimum stake of 51% in issuer company directly or indirectly.	Complied
10	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	1. Standalone Net worth – Minimum of INR 950 crores. 2. NNPA less than 4% 3. Minimum Capital Adequacy – Prescribed by RBI + 2% 4. External standalone debt-equity ratio – less than 5x	Complied

		5. Sachin Bansal to hold minimum stake of 51% 6. If the issuer fails to execute debenture trust deed within the timeline, issuer shall also pay Redemption Premium of at least two percent per annum to Debenture holder, over and above the agreed redemption premium rate till execution of debenture trust deed.	
11	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	1. Standalone Net worth – Minimum of INR 950 crores. 2. NNPA less than 4% 3. Minimum Capital Adequacy – Prescribed by RBI + 2% 4. External standalone debt-equity ratio – less than 5x 5. Sachin Bansal to hold minimum stake of 51% in the issuer company directly or indirectly.	Complied
12	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	1. Minimum liquidity to be maintained at Rs. 1,000 crore. 2. NNPA less than 4% 3. Minimum Capital Adequacy – 17% or Prescribed by RBI + 2%, whichever is higher. 4. Consolidated debt to equity ratio- not more than 3.5x and External standalone debt-equity ratio – not more than 5x 5. No negative mismatch on cumulative basis in any of the buckets till the next one year of ALM statement after incorporating all the liabilities of the issuer incorporating Put Options/ Reset Options etc.	Complied
13	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	1. Standalone Net worth – Minimum of INR 950 crores. 2. NNPA less than 4% 3. Minimum Capital Adequacy – Prescribed by RBI + 2% 4. External standalone debt-equity ratio – less than 5x 5. Sachin Bansal to hold minimum stake of 51% in the issuer company directly or indirectly.	Complied
14	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	1. Standalone Net worth – Minimum of INR 950 crores. 2. NNPA less than 4% 3. Minimum Capital Adequacy – Prescribed by RBI + 2% 4. External standalone debt-equity ratio – less than 5x	Complied

Note 1: Net NPA ratio has been computed as a percentage of Net NPA to Net Advances

Note 2: External standalone debt equity ratio has been computed as a ratio of borrowings (excluding borrowing from holding company) and interest accrued on such borrowings to total equity
Note 3: Net worth has been computed as defined in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

For Navi Finserv Limited
(*Formerly known as* **Navi Finserv Private Limited)**

ANKIT AGARWAL
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Date: 2022.05.21 16:53:58 +05'30'

Ankit Agarwal
Director
DIN: 08299808

Place: Bengaluru
Date: 20 May 2022

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CIN: U65923KA2012PLC062537

Navi Finserv Limited
Formerly known as Navi Finserv Private Limited
Second Floor, AMR Tech Park, Sy. No. 23 & 24, Hongasandra Village, Hosur Road, Bangalore, Karnataka- 560068, India.

To,
Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Sub: Statement of utilization of issue proceeds under Regulation 52(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 52(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby confirm that the proceeds of issues from various Non-Convertible Debentures (NCD) issued by the Company were utilised for the objects as stated in the offer document and there is no material deviation in the utilization of such proceeds as on March 31, 2022.

Thanking you

For **Navi Finserv Limited**

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Ankit Agarwal
Director
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Hongasandra Village, Hosur Road, Bangalore,
Karnataka- 560068, India.

Statement setting out the utilisation of proceeds –

I. Secured, Rated, Listed, Redeemable, Non-Convertible Debentures of face value ₹1,000,000 each, aggregating to ₹30 crores

Particulars	Amount (₹)	Amount (₹)
Proceeds received from debenture issued on 25 August 2021		300,000,000
Utilisation of debenture issue proceeds:		
Investment in government securities on 26 August 2021	(300,000,000)	
Total utilization of proceeds from debenture issue*	**(300,000,000)**	**300,000,000**

II. Rated, Listed, Secured, Market Linked Non-Convertible Debentures of face value ₹1,000,000 each, aggregating to ₹65 crores (with a green shoe option for an additional ₹65 crores)

Particulars	Amount (₹)	Amount (₹)
Proceeds received from debenture issued on 21 September 2021		650,000,000
Utilisation of debenture issue proceeds:		
Investment in government securities on 22 September 2021	(650,000,000)	
Total utilization of proceeds from debenture issue*	**(650,000,000)**	**(650,000,000)**

III. Rated, Listed, Secured, Market Linked Non-Convertible Debentures of face value ₹ 1,000,000 each aggregating to ₹ 80 crores

Particulars	Amount (₹)	Amount ₹)
Proceeds partly received from debenture issued on 30 September 2021		40,000,000
Utilisation of debenture issue proceeds:		
CROMS lending on 1 October 2021	(40,000,000)	
Proceeds fully received from debenture issued on 30th September subsequently on 29th October 2021		**760,000,000**
Utilisation of debenture issue proceeds:		
Investment in government securities on 01 November 2021	**(760,000,000)**	
Total utilization of proceeds from debenture issue*	**(800,000,000)**	**800,000,00**

**The Company had received ₹ 40 million on 30 September 2021 (5% of the total sanctioned loan amount) towards the NCDs issued. The balance aggregating to ₹ 760 million was received subsequently on 29 October 2021.*

IV. Secured, Rated, Listed, Redeemable, Principal protected, Market linked, Non-convertible debentures of face value ₹1,000,000 each, aggregating to ₹200 crores

Particulars	Amount (₹)	Amount (₹)
Proceeds from debentures issued on 24 November 2021		2,000,000,000
Utilisation of debenture issue proceeds:		
Investment in government securities on 25 November 2021	(2,000,000,000)	
Total utilization of proceeds from debenture issue*	**(2,000,000,000)**	**2,000,000,000**

V. Secured, Rated, Listed, Redeemable, Principal protected, Non-convertible debentures of face value ₹1,000,000 each, aggregating to ₹100 crores

Particulars	Amount (₹)	Amount (₹)
Proceeds from debentures issue on 5th January 2022		1,000,000,000
Utilisation of debenture issue proceeds:		
Investment in government securities on 6th January 2022	(1,000,000,000)	
Total utilization of proceeds from debenture issue*	**(1,000,000,000)**	**1,000,000,000**

VI. Secured, Rated, Listed, Redeemable, Principal protected, Non-convertible debentures of face value ₹1,000,000 each, aggregating to ₹35 crores

Particulars	Amount (₹)	Amount (₹)
Proceeds from debentures issue on 18th January 2022		350,000,000
Utilisation of debenture issue proceeds:		
Investment in government securities on 19th January 2022	(350,000,000)	
Total utilization of proceeds from debenture issue*	**(350,000,000)**	**350,000,000**

VII. Secured, Rated, Listed, Redeemable, Principal protected, Market linked, Non-convertible debentures of face value ₹1,000,000 each, aggregating to ₹50 crores

Particulars	Amount (₹)	Amount (₹)
Proceeds from debentures issue on 28th January 2022		500,000,000
Utilisation of debenture issue proceeds:		
Investment in government securities on 28th January 2022	(500,000,000)	
Total utilization of proceeds from debenture issue*	**(500,000,000)**	**500,000,000**

VIII. Secured, Rated, Listed, Redeemable, Principal protected, Market linked, Non-convertible debentures of face value ₹1,000,000 each, aggregating to ₹100 crores

Particulars	Amount (₹)	Amount (₹)
Proceeds from debentures issue on 23th February 2022		1,000,000,000
Utilisation of debenture issue proceeds:		
Investment in government securities on 24th February 2022	(1,000,000,000)	
Total utilization of proceeds from debenture issue*	**(1,000,000,000)**	**1,000,000,000**

IX. Secured, Rated, Listed, Redeemable, Principal protected, Non-convertible debentures of face value ₹1,000,000 each, aggregating to ₹140 crores

Particulars	Amount (₹)	Amount (₹)
Proceeds from debentures issue on 10th February 2022		1,400,000,000
Utilisation of debenture issue proceeds:		
Investment in government securities on 11th February 2022	(1,400,000,000)	
Total utilization of proceeds from debenture issue*	**(1,400,000,000)**	**1,400,000,000**

X. Secured, Rated, Listed, Redeemable, Principal protected, Market linked, Non-convertible debentures of face value ₹1,000,000 each, aggregating to ₹150 crores

Particulars	Amount (₹)	Amount (₹)
Proceeds from debentures issue on 15th March 2022		1,500,000,000
Utilisation of debenture issue proceeds:		
Investment in government securities on 16th March 2022	(1,500,000,000)	
Total utilization of proceeds from debenture issue*	**(1,500,000,000)**	**1,500,000,000**

XI. Secured, Rated, Listed, Redeemable, Principal protected, Market linked, Non-convertible debentures of face value ₹1,000,000 each, aggregating to ₹30 crores

Particulars	Amount (₹)	Amount (₹)
Proceeds from debentures issue on 31st March 2022		300,000,000
Utilisation of debenture issue proceeds:		
Investment in government securities on 4th April 2022	(300,000,000)	
Total utilization of proceeds from debenture issue*	**(300,000,000)**	**300,000,000**

*Proceeds from the issue were utilized for regular business activities of the Bank and this statement has been prepared based on the books of accounts for the year ended 31 March 2022.

For **Navi Finserv Limited**
(formerly Navi Finserv Private Limited)

ANKIT AGARWAL
Digitally signed by ANKIT AGARWAL
Date: 2022.05.21 16:54:58 +05'30'

Ankit Agarwal
Managing Director
DIN: 08299808

Bengaluru
21 April 2022

To,
Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Sub: Disclosure under Regulation 23 (9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "**Listing Regulations**")

Ref: Related Party Transactions for the year ended March 31, 2022

We are herewith attaching the disclosure of related party transactions on a standalone basis of the Company for the year ended March 31, 2022, pursuant to Regulation 23(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We request you to kindly take on record the intimation as per the requirements of Listing Regulation.

Kindly take the same on record.

Thanking you,
Yours faithfully,

For **Navi Finserv Limited**

ANKIT AGARWAL
Digitally signed by ANKIT AGARWAL
Date: 2022.05.21 16:54:35 +05'30'

Ankit Agarwal
Director
DIN: 08299808

Place: Bengaluru

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CIN: U65923KA2012PLC062537

Navi Finserv Limited
Formerly known as Navi Finserv Private Limited
Second Floor, AMR Tech Park, Sy. No. 23 & 24,
Hongasandra Village, Hosur Road, Bangalore,
Karnataka- 560068, India.

Related Party transactions during the year:

Particulars	Key Managerial Personnel		Entities over which Key Management Personnel and their relatives are able to exercise significant influence		Subsidiary Company		Holding Company	
	Year Ended March 31, 2022	Year Ended March 31, 2021	Year Ended March 31, 2022	Year Ended March 31, 2021	Year Ended March 31, 2022	Year Ended March 31, 2021	Year Ended March 31, 2022	Year Ended March 31, 2021
Remuneration	27.94	8.40	-	-	-	-		
Sitting fees	5.01	3.83	-	-	-	-		
Investment in equity shares	-	-	-	-	-	1,140.00		
Purchase consideration for buyout of loan portfolio	-	-	-	-	1,674.13	1,883.64		
Consideration received on sale of portfolio	-	-	-	-	-	77.03		
Service fee paid	-	-	-	-	-	23.27		
Sale of fixed assets	-	-	-	-	-	0.34		
Inter Corporate loan given	-	-	-	-	550.00	100.00		
Inter Corporate loan repaid	-	-	-	-	550.00	100.00		
Sale of investment in Non convertible debenture	-	-	-	-	-	150.48		
Sale of investment in pass through certificates	-	-	-	-	67.69	-		
Interest received on Non convertible debenture	-	-	-	-	-	16.34		
Interest received on inter company loan	-	-	-	-	0.35	0.66		
Interest received on compulsorily convertible debentures	-	-	-	-	-	14.09		
Advance money paid for customer insurance policies	-	-	44.54	5.60	-	-		
Premium for issuance of customer insurance policies	-	-	43.93	5.28	-	-		
Advertisement expenses cross charged to Navi GI	-	-	21.29	-	-	-		
Employee cost cross charged to Navi GI for transferred employees	-	-	4.31	-	-	-		
Advertisement expenses cross charged to Navi AMC	-	-	14.46	-	-	-		
Purchase of Mutual funds	-	-	879.96	-	-	-		
Sale of Mutual funds	-	-	769.30	-	-	-		
Redemption of Non convertible debentures	-	-	-	-	-	-	7,520.00	10,716.14
Face value of equity shares allotted	-	-	-	-	-	-	133.33	133.33
Securities premium received on allotment of shares	-	-	-	-	-	-	866.67	866.67
Software support charges	-	-	-	-	-	-	406.17	120.05
Loan sourcing fee	-	-	-	-	-	-	607.04	-
Payment of LPF collected on behalf of group company	-	-	-	-	-	-	-	84.20
Platform management fee	-	-	-	-	-	-	-	0.38
Digital marketing expense	-	-	-	-	-	-	-	16.90
Professional fees	-	-	-	-	-	-	-	2.47

Particulars	Key Managerial Personnel		Entities over which Key Management Personnel and their relatives are able to exercise significant influence		Subsidiary Company		Holding Company	
	Year Ended March 31, 2022	Year Ended March 31, 2021	Year Ended March 31, 2022	Year Ended March 31, 2021	Year Ended March 31, 2022	Year Ended March 31, 2021	Year Ended March 31, 2022	Year Ended March 31, 2021
Outsourcing services fees	-	-	-	-	-	-	31.38	-
Sale of fixed assets	-	-	-	-	-	-	-	1.40
Purchase of debentures	-	-	-	-	-	-	-	999.09
Sale of investment in debenture	-	-	-	-	-	-	996.94	-
Consideration paid for NCD redemption in the form of investments	-	-	-	-	-	-	6,518.57	
Consideration paid for NCD redemption in the form of cash	-	-	-	-	-	-	1.43	
Lease rental	-	-	-	-	-	-	21.36	1.18
Maintenance charges	-	-	-	-	-	-	1.03	-
Insurance cross charge by NTPL	-	-	-	-	-	-	0.90	-
Advertisement expenses cross charge to NTPL	-	-	-	-	-	-	99.81	-
Security deposit paid	-	-	-	-	-	-	17.40	-
Employee cost (net) cross charged by NTPL for transferred employees	-	-	-	-	-	-	21.69	-
ESOP funding scheme	-	-	-	-	-	-	11.48	
ESOP expense	-	-	-	-	-	-	57.54	5.30

Balance outstanding as at the year end: Asset/ (Liability)

Particulars	Key Managerial Personnel		Entities over which Key Management Personnel and their relatives are able to exercise significant influence		Subsidiary Company		Holding Company	
	Year Ended March 31, 2022	Year Ended March 31, 2021	Year Ended March 31, 2022	Year Ended March 31, 2021	Year Ended March 31, 2022	Year Ended March 31, 2021	Year Ended March 31, 2022	Year Ended March 31, 2021
Outstanding (payable)/receivable - net	-	-	-	-	(1.63)	5.38	-	-
Outstanding Receivable -financial activity	-	-	-	-	167.81	219.02	-	-
Investment in CIFCPL	-	-	-	-	3,261.40	3,261.40	-	-
Compulsorily convertible debentures	-	-	-	-	-	-	-	-
Outstanding receivable	-	-	-	-	-	-	-	-
Mutual fund holdings	-	-	231.41	-	-	-	-	-
Outstanding receivable	-	-	1.41	-	-	-	-	-
CD balance	-	-	1.58	0.32	-	-	-	-
Outstanding (payable)- net	-	-	-	-	-	-	(610.24)	(35.76)
Non-convertible debentures	-	-	-	-	-	-	(6,500.56)	(14,020.56)
Provision for employee benefits (ESOP expense)	-	-	-	-	-	-	(18.95)	(5.30)
Amount receivable (payable) (net) to related parties	**-**	**-**	**234.39**	**0.32**	**3,427.57**	**3,485.80**	**(7,129.75)**	**(14,061.61)**

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Independent Auditor's Report

To the Members of Navi Finserv Private Limited
(formerly known as Chaitanya Rural Intermediation Development Services Private Limited)

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of **Navi Finserv Private Limited** (formerly known as Chaitanya Rural Intermediation Development Services Private Limited) ('the Company'), which comprise the Balance Sheet as at **31 March 2021**, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement, the Statement of Changes in Equity for the year then ended and a summary of the significant accounting policies and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the state of affairs of the Company as at 31 March 2021, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

4. We draw attention to Note 3 of the accompanying standalone financial statements, which describes the uncertainty relating to the effects of Covid-19 pandemic on the Company's operations and the impact on the impairment provision recognized towards the unquoted investments outstanding as at 31 March 2021.

Our opinion is not modified in respect of this matter.

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Chartered Accountants

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Key Audit Matters

5. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
Information Technology (IT) environment and modifications to the IT environment affecting financial reporting process The Company is highly dependent on its information technology (IT) systems for carrying on its operations which require large volume of transactions to be processed on a daily basis. Further, the Company's accounting and financial reporting processes are dependent on the automated controls enabled by IT systems which impacts key financial accounting and reporting items such as loans, interest income, provision on loans, amongst others. The controls implemented by the Company in its IT environment determine the integrity, accuracy, completeness and validity of data that is processed by the applications and is ultimately used for financial reporting. **Modifications to IT environment** During the year ended 31 March 2021, the Company has migrated to Oracle ERP system from the erstwhile system Tally, for its operations and financial reporting purposes. Also, the Company has implemented and started using a new Loan Management System (LMS) from the current year for the new loan products launched by it during the year for processing and recording loan transactions. Such significant migration in IT systems including use of new IT systems increases the risk to the internal financial controls environment. These changes trigger a financial reporting risk as controls and processes that have been established over a number of years are updated and migrated into a new environment which includes new system controls and processes being designed and implemented for the above change in IT systems including controls around system integration. Our areas of audit focus included user access management, developer access to the production environment and data migration testing, changes to the IT environment across applications, networks, database and operating systems. Further, we also focused on key automated controls relevant for financial reporting.	We included auditor's experts as part of our audit team to perform audit procedures which included, but were not limited to the following: • Obtained an understanding of the Company's IT related control environment and conducted risk assessment and identified IT applications, databases and operating systems that are relevant to our audit. • Obtained an understanding of the implementation process followed for new LMS implemented by the Company during the year and evaluated the controls established by the management for such system implementation activity to ensure the implementation activity has been completed appropriately. • Tested the design and operating effectiveness of the Company's IT controls over the IT applications as identified above. • Evaluated the management's process for modifications to the IT systems including those modifications made post the implementation of the IT systems which also included understanding around monitoring and authorization of such modifications. Tested such changes made to IT systems that had a significant impact on financial reporting. • With regards to the data migration activity carried out by the Company during the current year ended 31 March 2021 for the new ERP system, we performed the following procedures: a. Obtained an understanding of the Company's migration process.

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Key audit matter	How our audit addressed the key audit matter
Accordingly, since our audit strategy included focus on key IT systems and automated controls along with testing of the data migration activity and implementation of new systems, due to pervasive impact on the financial statements; we have determined the same as a key audit matter for current year audit.	b. Evaluated the controls established by the management for the migration activity to ensure the activity has been completed appropriately. c. Understood the data cleansing process undertaken by the management prior to migration and tested the data migration, including associated reconciliations. d. Verified that the pre-migration and post migration reports, for example, appropriate approvals of trial balance by the respective authorized personnel from the Operations and Finance teams, along with the personnel from conversion team. e. Obtained the exception reports generated during data migration procedure and ensured that the exceptions, if any, have been rectified and necessary sign off was obtained by the management. • Tested IT general controls particularly, logical access, changes management and aspects of IT operational controls. Tested that, requests for access to systems were appropriately reviewed and authorized; tested controls around Company's periodic review of access rights; inspected requests of changes to systems for appropriate approval and authorization. • Tested related system interfaces/system integrations including relevant approvals, configurations and other application layer controls identified during out audit and report logic for system generated reports relevant to the audit mainly for loans, interest income and impairment of loan assets for evaluating completeness and accuracy. • Where deficiencies were identified, tested compensating controls or performed alternative procedures.

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Key audit matter	How our audit addressed the key audit matter
Impairment losses on loan portfolio including implementation of COVID-19 related measures As at 31 March 2021, the Company has reported gross loan assets of ₹ 62,606.32 lakhs against which an impairment allowance of ₹ 9,671.39 lakhs has been recorded. Refer note 4.8 of significant accounting policies, note 8 for the outstanding loan assets and note 48.1 of the financial statements for credit risk disclosures.	
The calculation of impairment losses on loans is complex and is based on application of significant management judgement and use of different modelling techniques and assumptions which could have a material impact on reported profits. The Company has applied a three-stage approach based on changes in credit quality to measure expected credit loss on loans which is as follows: • If the loan is not credit-impaired on initial recognition then it is classified in 'Stage 1' and its credit risk is continuously monitored by the Company i.e. the default in repayment is within the range of 0 to 30 days. • If a significant increase in credit risk ('SICR') since initial recognition is identified, it is moved to 'Stage 2' but is not yet deemed to be credit-impaired i.e. the default in repayment is within the range of 31 to 89 days. • If the loan is credit-impaired, it is then moved to 'Stage 3' i.e. the default in repayment is more than 89 days. The Expected Credit Loss (ECL) is measured at 12-month ECL for Stage 1 loan assets and at lifetime ECL for Stage 2 and Stage 3 loan assets. Significant management judgement in measuring ECL is required with respect to: • determining the criteria for SICR • factoring in future macro-economic assumptions • techniques used to determine probability of default and loss given default. The ECL for the respective stages has been derived basis the Company's internally developed statistical models including that developed for new loan products launched during the year, historical data, collections trends post reporting date and industrywide stress.	Our audit focused on assessing the appropriateness of management's judgment and estimates used in the impairment analysis through the following procedures: • Evaluated the Company's accounting policies for estimation of expected credit loss on loans in accordance with Ind AS 109. • Obtained an understanding of the modelling techniques adopted by the Company including the key inputs and assumptions for existing and new loan products. Since modelling assumptions and parameters are based on historical data, we assessed whether historical experience was representative of current circumstances and was relevant in view of the recent impairment losses incurred within the portfolios. • Assessed and tested the design and operating effectiveness of the key controls over the completeness and accuracy of the key inputs and assumptions considered for calculation, recording and monitoring of the impairment loss recognized. Also, evaluated the controls over the modelling process, validation of data and related approvals. • Obtained the policy on moratorium of loans approved by the Board of Directors pursuant to the RBI circular and ensured whether such policy was in accordance with the RBI circular.

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Key audit matter	How our audit addressed the key audit matter
Implementation of COVID-19 related measures During the current year, the RBI has announced various relief measures for the borrowers which were implemented by the Company such as "COVID 19 Regulatory Package- Asset Classification and Provisioning" announced by the RBI on 27 March 2020, 17 April 2020 and 23 May 2020 and RBI circular on "Asset Classification and Income Recognition following the expiry of Covid-19 regulatory package" dated 07 April 2021 (collectively referred to as 'the RBI circulars'), which has been collectively considered by the management in identification and provisioning of NPAs. On the basis of an estimate made by the management, an additional provision amounting to ₹ 1,274.88 lakhs has been recognised by the Company as at 31 March 2021 on account of increase in default risk due to the impact of COVID-19 on recoverability of loans of the Company. The basis of estimates and assumptions involved in arriving at the additional provisions are monitored by the Company periodically and significantly depend on future developments in the economy due to COVID-19 including any new relief measures' announcements by the RBI. Considering the significance of the above matter to the overall financial statements, additional complexities involved in the current year on account of ongoing impact of COVID-19, launch of new loan product and extent of management's estimates and judgements involved, it required significant auditor attention. Accordingly, we have identified this as a key audit matter for current year audit. We also draw attention to Note 3 of the accompanying standalone financial statements, regarding uncertainties involved and on the appropriateness of impairment losses provided on the above mentioned loan assets as on 31 March 2021, as the same is fundamental to the understanding of the users of financial statements.	• With respect to the management's assessment for the requirement of additional provisions to be made or not to be made on account of the impact of the COVID-19 pandemic, we understood and challenged evaluated the underlying assumptions used by the Company for such estimate by considering our understanding of the risk profiles of the customers of the Company. • Evaluated the appropriateness of the Company's determination of significant increase in credit risk ('SICR') in accordance with the applicable accounting standard considering impact of COVID-19 and moratorium announced in the RBI circular and the basis for classification of various exposures into various stages. For a sample of exposures, we also tested the appropriateness of the Company's categorization across various stages. • Assessed the critical assumptions and inputs used in the model which amongst others included testing the collection trends of the portfolio and ensuring consistency of assumptions with other relevant publicly available macro economic factors pertaining to impact of COVID-19. For forward looking assumptions used by the management in its ECL calculations, we held discussions with management and corroborated the assumptions using publicly available information. • Performed a critical assessment of assumptions including management's assessment of the impact of COVID-19 on these assumptions, moratorium facility availed by the customers and input data used in the estimation of expected credit loss models for specific key credit risk parameters, such as the transfer logic between stages, probability of default (PD) or loss given default (LGD). Page 5 of 14

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Key audit matter	How our audit addressed the key audit matter
	• Performed an assessment of the adequacy of the credit losses expected within 12 months by reference to credit losses actually incurred on similar portfolios historically. • Obtained written representations from management on whether they believe significant assumptions used in calculation of expected credit losses are reasonable. Assessed the appropriateness and adequacy of the related presentation and disclosures of note 48 "Financial risk management" disclosed in the financial statements in accordance with the applicable accounting standards.

Information other than the Financial Statements and Auditor's Report thereon

6. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report ('Other information') but does not include the standalone financial statements and our auditor's report thereon. The other information is expected to be made available to us after the date of this auditor's report.

7. Our opinion on the standalone financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

8. In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

9. When we read the Other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

10. The accompanying standalone financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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11. In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

12. Those Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

13. Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

14. As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

    - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

    - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls;

    - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;

    - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;

    - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation;

15. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

16. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

WALKER CHANDIOK & CO LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

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17. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

18. Based on our audit, we report that the provisions of section 197 read with Schedule V to the Act are not applicable to the Company since the Company is not a public company as defined under section 2(71) of the Act. Accordingly, reporting under section 197(16) is not applicable.

19. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure I a statement on the matters specified in paragraphs 3 and 4 of the Order.

20. Further to our comments in Annexure I, as required by section 143(3) of the Act, based on our audit, we report, to the extent applicable, that:

    a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;

    b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

    c) the standalone financial statements dealt with by this report are in agreement with the books of account;

    d) in our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;

    e) on the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 from being appointed as a director in terms of section 164(2) of the Act;

    f) we have also audited the internal financial controls with reference to standalone financial statements of the Company as on 31 March 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date and our report dated 24 June 2021 as per Annexure II expressed an unmodified opinion; and

    g) with respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

        i. the Company, as detailed in note 45(A) to the standalone financial statements, has disclosed the impact of pending litigation on its financial position as at 31 March 2021;

        ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2021;

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iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2021; and

iv. the disclosure requirements relating to holdings as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016, which are not relevant to these standalone financial statements. Hence, reporting under this clause is not applicable.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No:001076N/N500013

Manish Gujral
Partner
Membership No:105117

UDIN:21105117AAAAEA9774

Place: Mumbai
Date: 24 June 2021

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker Chandiok & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India

Annexure I to the Independent Auditor's Report of even date to the members of Navi Finserv Private Limited (formerly known as Chaitanya Rural Intermediation Development Services Private Limited), on the standalone financial statements for the year ended 31 March 2021

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the fixed assets is reasonable having regard to the size of the Company and the nature of its assets.

(c) The Company does not hold any immovable property (in the nature of 'fixed assets'). Accordingly, the provisions of clause 3(i)(c) of the Order are not applicable.

(ii) The Company is a Non-Banking Financial Company (NBFC), primarily engaged in the business of investing and lending and does not hold any inventory. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.

(iii) The Company has granted one interest free unsecured loan and another interest-bearing unsecured loan to a company covered in the register maintained under Section 189 of the Act; and with respect to the same:

(a) in our opinion the terms and conditions of grant of such loans are not, prima facie, prejudicial to the Company's interest;

(b) the schedule of repayment of principal and payment of interest has been stipulated and the repayment/receipts of the principal amount and the interest where applicable, are regular; and

(c) there is no overdue amount in respect of loans granted to such company.

(iv) In our opinion, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of loans and investments. Further, in our opinion, the Company has not entered into any transaction covered under Section 185 and Section 186 of the Act in respect of guarantees and security.

(v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

(vi) The Central Government has not specified maintenance of costs records under sub-section (1) of Section 148 of the Act, in respect of Company's services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.

WALKER CHANDIOK & CO LLP
MUMBAI
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Annexure I (Contd)

(vii) (a) The Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, goods and services tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, to the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

(b) The dues outstanding in respect of income-tax on account of any dispute, are as follows:

Name of the statute	Nature of dues	Amount (₹)	Amount paid under Protest (₹)	Period to which the amount relates	Forum where dispute is pending
Income tax Act, 1961	Income tax	10,318,960	2,059,208	FY 2014-15	Commissioner of Income Tax - Bangalore
Income tax Act, 1961	Income tax	704,458	-	FY 2016-17	Commissioner of Income Tax - Bangalore

(viii) The Company has not defaulted in repayment of loans or borrowings to any financial institution or any dues to debenture-holders or any bank during the year. The Company did not have any outstanding loans or borrowings from a government during the year.

(ix) The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments). In our opinion, the term loans were applied for the purposes for which the loans were obtained, though idle/surplus funds which were not required for immediate utilisation have been invested in liquid investments, payable on demand.

(x) No fraud by the Company or on the Company by the officers and employees of the Company has been noticed or reported during the period covered by our audit.

(xi) The provisions of Section 197 of the Act read with Schedule V to the Act are not applicable to the Company since the Company is not a public company as defined under Section 2(71) of the Act. Accordingly, provisions of clause 3(xi) of the Order are not applicable.

(xii) In our opinion, the Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.

(xiii) In our opinion all transactions with the related parties are in compliance with Section 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable Ind AS.

(xiv) During the year, the Company has made preferential allotment/ private placement of shares. In respect of the same, in our opinion, the Company has complied with the requirement of Section 42 of the Act and the Rules framed thereunder. Further, in our opinion, the amounts so raised have been used for the purposes for which the funds were raised. During the year, the Company did not make preferential allotment/ private placement of fully/partly convertible debentures.

WALKER CHANDIOK & CO LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

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Annexure I (Contd)

(xv) In our opinion, the Company has not entered into any non-cash transactions with the Directors or persons connected with them covered under Section 192 of the Act.

(xvi) The Company is required to be registered under Section 45I-A of the Reserve Bank of India Act, 1934 and such registration has been obtained by the Company.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No:001076N/N500013

Manish Gujral
Partner
Membership No:105117

UDIN:21105117AAAAEA9774

Place: Mumbai
Date: 24 June 2021

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

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Annexure II to the Independent Auditor's Report of even date to the members of Navi Finserv Private Limited (formerly known as Chaitanya Rural Intermediation Development Services Private Limited) on the standalone financial statements for the year ended 31 March 2021

Independent Auditor's Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the standalone financial statements of Navi Finserv Private Limited (formerly known as Chaitanya Rural Intermediation Development Services Private Limited) ('the Company') as at and for the year ended 31 March 2021, we have audited the internal financial controls over financial reporting ('IFCoFR') of the Company as at that date.

Management's Responsibility for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's IFCoFR based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of IFCoFR, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate IFCoFR were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the IFCoFR and their operating effectiveness. Our audit of IFCoFR includes obtaining an understanding of IFCoFR, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's IFCoFR.

Meaning of Internal Financial Controls over Financial Reporting

6. A company's IFCoFR is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's IFCoFR include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

WALKER CHANDIOK & CO LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

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Annexure II (Contd)

Inherent Limitations of Internal Financial Controls over Financial Reporting

7. Because of the inherent limitations of IFCoFR, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the IFCoFR to future periods are subject to the risk that the IFCoFR may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting and such controls were operating effectively as at 31 March 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No:001076N/N500013

Manish Gujral
Partner
Membership No:105117

UDIN:21105117AAAAEA9774

Place: Mumbai
Date: 24 June 2021

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

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Navi Finserv Private Limited

(formerly known as Chaitanya Rural Intermediation Development Services Private Limited)

Balance sheet as at 31 March 2021

(All amounts in ₹ lakhs unless otherwise stated)

Particulars	Notes	As at 31 March 2021	As at 31 March 2020
I ASSETS			
1 Financial assets			
Cash and cash equivalents	5	10,299.95	1,944.54
Bank balances other than cash and cash equivalents	6	6,375.55	26.73
Trade receivables	7	-	451.15
Loans	8	52,934.93	10,894.06
Investments	9	256,505.22	354,303.16
Other financial assets	10	2,839.97	23.97
2 Non-financial assets			
Current tax assets (net)	11	140.44	-
Deferred tax asset (net)	12	2,515.21	721.80
Property, plant and equipment	13	37.42	36.29
Right to use asset		149.68	3.16
Intangible assets	14	0.82	1.67
Other non financial assets	15	308.34	117.01
Total assets		**332,107.53**	**368,523.54**
II LIABILITIES AND EQUITY			
LIABILITIES			
1 Financial liabilities			
Other payables			
(i) total outstanding dues of micro enterprises and small enterprises	16	11.60	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	16	779.57	47.47
Debt securities	17	167,180.74	247,366.95
Borrowings (other than debt securities)	18	40,145.75	23,722.71
Subordinated liabilities	19	993.38	992.48
Other financial liabilities	20	6,630.25	531.68
2 Non financial liabilities			
Current tax liabilities (net)	21	-	529.42
Provisions	22	873.57	56.52
Other non financial liabilities	23	232.69	71.28
Total liabilities		**216,847.55**	**273,318.51**

WALKER CHANDIOK & CO LLP MUMBAI CHARTERED ACCOUNTANTS

Navi Finserv Private Limited Bangalore

Navi Finserv Private Limited

(formerly known as Chaitanya Rural Intermediation Development Services Private Limited)

Balance sheet as at 31 March 2021

(All amounts in ₹ lakhs unless otherwise stated)

Particulars	Notes	As at 31 March 2021	As at 31 March 2020
3 Equity			
Equity share capital	24	16,524.04	15,132.90
Other equity	25	98,735.94	80,072.13
Total equity		**115,259.98**	**95,205.03**
Total liabilities and equity		**332,107.53**	**368,523.54**

Statement of significant accounting policies and other explanatory notes form an integral part of these financials statements

This is the Balance Sheet as referred to in our report of even date

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Manish Gujral
Partner
Membership No. 105117

Mumbai
24 June 2021

WALKER CHANDIOK & CO LLP
MUMBAI
CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Navi Finserv Private Limited
(formerly known as Chaitanya Rural Intermediation Development Services Private Limited)

Samit Shetty
Director
DIN: 02573018

Bengaluru
24 June 2021

Ankit Agarwal
Director
DIN: 08299808

Bengaluru
24 June 2021

Riya Bhattacharya
Chief Executive Officer

Bengaluru
24 June 2021

L N Gurumoorthy
Chief Financial Officer

Chennai
24 June 2021

Dimple J Shah
Company Secretary
Membership no.: ACS A36349

Bengaluru
24 June 2021

Navi Finserv Private Limited
Bangalore

Navi Finserv Private Limited

(formerly known as Chaitanya Rural Intermediation Development Services Private Limited)

Statement of Profit and Loss for year ended 31 March 2021

(All amounts in ₹ lakhs unless otherwise stated)

	Particulars	Notes	Year ended 31 March 2021	Year ended 31 March 2020
	Revenue from operations			
	(i) Interest income	26	19,472.42	7,433.41
	(ii) Fees and commission income	27	238.58	80.82
	(iii) Net gain on fair value changes	28	13,868.41	-
	(iv) Net gain on derecognition of financial instruments under amortised cost category	29	88.88	7.88
(I)	**Total revenue from operations**		**33,668.29**	**7,522.11**
(II)	Other income	30	5.21	0.63
(III)	**Total income (I+II)**		**33,673.50**	**7,522.74**
	Expenses			
	(i) Finance costs	31	1,221.23	982.14
	(ii) Fees and commission expenses	32	356.78	859.41
	(iii) Net loss on fair value changes	33	-	2,323.11
	(iv) Impairment on financial instruments	34	13,132.85	767.63
	(v) Employee benefits expenses	35	1,625.21	346.28
	(vi) Depreciation and amortisation expense	36	33.64	24.37
	(vii) Other expenses	37	4,164.93	675.30
(IV)	**Total expenses**		**20,534.64**	**5,978.24**
(V)	**Profit before tax (III - IV)**		**13,138.86**	**1,544.50**
(VI)	**Tax expense**			
	(1) Current tax	39	5,173.63	1,243.87
	(2) Deferred tax credit	39	(1,789.02)	(671.00)
	Total tax expense		**3,384.61**	**572.87**
(VII)	**Profit for the year (V - VI)**		**9,754.25**	**971.63**
	(i) Items that will not be reclassified to profit and loss			
	Remeasurement of the net defined benefit (liability)/asset		(17.44)	4.29
	(ii) Income tax relating to the above		4.39	(1.08)
(VIII)	**Other comprehensive income**		**(13.05)**	**3.21**
(IX)	**Total comprehensive income for the year (VII + VIII)**		**9,741.20**	**974.84**
(X)	**Earnings per equity share**	40		
	Basic (₹)		6.41	1.49
	Diluted (₹)		6.41	1.48

Statement of significant accounting policies and other explanatory notes form an integral part of these financials statements

This is the Statement of Profit and Loss as referred to in our report of even date

For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Manish Gujral
Partner
Membership No. 105117

Mumbai
24 June 2021

WALKER CHANDIOK & CO LLP MUMBAI CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Navi Finserv Private Limited
(formerly known as Chaitanya Rural Intermediation Development Services Private Limited)

Samit Shetty
Director
DIN: 02573018
Bengaluru
24 June 2021

Ankit Agarwal
Director
DIN: 08299808
Bengaluru
24 June 2021

Riya Bhattacharya
Chief Executive Officer
Bengaluru
24 June 2021

L N Gurumoorthy
Chief Financial Officer
Chennai
24 June 2021

Dimple J Shah
Company Secretary
Membership no.: ACS A36349
Bengaluru
24 June 2021

Navi Finserv Private Limited Bangalore

Navi Finserv Private Limited

(formerly known as Chaitanya Rural Intermediation Development Services Private Limited)

Cash Flow Statement for the year ended 31 March 2021

(All amounts in ₹ lakhs unless otherwise stated)

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
A. Cash flow from Operating activities		
Profit before tax	13,121.42	1,544.50
Depreciation, amortisation and impairment	17.04	16.78
Depreciation on right of use asset	16.60	7.59
Interest expense on lease liability	3.94	0.58
Impairment allowance on loans	9,475.73	479.65
Impairment allowance on investments	1,462.87	264.00
Portfolio loans written off	2,194.25	23.98
Effective interest rate adjustment for financial instruments	298.40	85.81
Loss on sale of fixed assets	0.22	-
Net (gain) / loss on fair value changes on investment	(3,218.72)	2,178.78
Operating profit before working capital changes	**23,371.75**	**4,601.67**
Movements in Working capital:		
Decrease in loans	(54,261.52)	(6,309.15)
(Increase)/decrease in receivables	451.15	(451.15)
(Increase)/decrease in bank deposits	(6,348.82)	108.52
Decrease/(increase) in investments	99,553.79	(40,278.16)
(Increase) in other financial assets	(2,816.00)	(2.17)
(Increase) in other non-financial assets	(191.33)	(39.94)
Increase /(decrease) in payables	743.70	(237.32)
Increase in other financial liabilities	6,098.57	406.99
Increase in non-financial liabilities	161.41	50.02
Increase in provisions	817.05	15.76
Cash generated / (used) in operations	**67,579.75**	**(42,134.93)**
Direct taxes paid	5,843.48	1,236.59
Net cash flows generated / (used) in operating activities (A)	**61,736.27**	**(43,371.52)**
B. Cash flow from Investing activities		
Purchase of property, plant and equipment and intangible assets	(34.88)	(9.63)
Proceeds from sale of property, plant and equipment and intangible assets	17.34	-
Net cash flows generated from /(used in) in investing activities (B)	**(17.54)**	**(9.63)**
C. Cash flow from Financing activities*		
Increase in equity shares	10,313.75	19,856.44
Buy back of equity shares	-	(3,063.43)
Proceeds from issue of debentures	27,190.00	25,000.00
Repayment of debentures	(107,161.37)	(17,500.00)
Proceeds from term loans availed	265,761.90	26,575.00
Repayment of term loans	(249,448.25)	(5,863.32)
Lease payments	(19.35)	(8.40)
Net cash flows (used in)/generated from financing activities (C)	**(53,363.32)**	**44,996.29**
Net increase in cash and cash equivalents (A+B+C)	8,355.41	1,615.14
Cash and cash equivalents at the beginning of the year	1,944.54	329.40
Cash and cash equivalents at the end of the year	**10,299.95**	**1,944.54**

* Refer note 19.1 for reconciliation of liabilities arising from financing activities

WALKER CHANDIOK & CO LLP MUMBAI CHARTERED ACCOUNTANTS

Navi Finserv Private Limited Bangalore

Navi Finserv Private Limited
(formerly known as Chaitanya Rural Intermediation Development Services Private Limited)
Cash Flow Statement for the year ended 31 March 2021
(All amounts in ₹ lakhs unless otherwise stated)

Components of cash and cash equivalents

Cash and cash equivalents at the end of the year	As at 31 March 2021	As at 31 March 2020
i) Cash on hand	0.09	0.14
ii) Balances with banks (of the nature of cash and cash equivalents)	10,299.86	1,944.40
Total	**10,299.95**	**1,944.54**

Statement of significant accounting policies and other explanatory notes form an integral part of these financials statements

This is the Cash Flow Statement as referred to in our report of even date

For Walker Chandiok & Co. LLP
Chartered Accountants
Firm Registration No.: 001076N/N500013

Manish Gujral
Partner
Membership No. 105117

Mumbai
24 June 2021

For and on behalf of the Board of Directors of
Navi Finserv Private Limited
(formerly known as Chaitanya Rural Intermediation Development Services Private Limited)

Samit Shetty
Director
DIN: 02573018

Bengaluru
24 June 2021

Ankit Agarwal
Director
DIN: 08299808

Bengaluru
24 June 2021

Riya Bhattacharya
Chief Executive Officer

Bengaluru
24 June 2021

L N Gurumoorthy
Chief Financial Officer

Chennai
24 June 2021

Dimple J Shah
Company Secretary
Membership no.: ACS A36349

Bengaluru
24 June 2021

Navi Finserv Private Limited

(formerly known as Chaitanya Rural Intermediation Development Services Private Limited)

Statement of Changes in Equity for the year ended 31 March 2021

(All amounts in ₹ lakhs unless otherwise stated)

A Equity share capital

Particulars	Number of shares	Amount
As at 31 March 2019	26,311,393	2,631.14
Change in equity share capital during the year	125,017,627	12,501.76
As at 31 March 2020	151,329,020	15,132.90
Change in equity share capital during the year	13,911,333	1,391.14
As at 31 March 2021	165,240,353	16,524.04

B Other equity

Particulars	Reserves and surplus						Total
	Securities premium	Reserve fund u/s 45-IC of RBI Act 1934	Capital Redemption Reserve	Employee stock options outstanding	Retained earnings	Other comprehensive income - retirement benefits	
Balance as at 1 April 2019	4,750.74	90.96	-	40.60	254.56	(0.42)	5,136.44
Profit for the year	-	-	-	-	974.84	-	974.84
Issue of equity shares	77,058.40	-	-	-	-	-	77,058.40
Transferred from retained earnings to reserve fund u/s 45-IC of RBI Act 1934	-	194.67	-	-	(194.67)	-	-
Employee stock option reserve created	-	-	-	33.27	-	-	33.27
Transfer to other comprehensive income (net of deferred tax)	-	-	-	-	(3.21)	3.21	-
Buy back of equity shares	(2,622.90)	-	-	-	-	-	(2,622.90)
Transfer to Capital Redemption Reserve created upon buy back	(440.53)	-	440.53	-	-	-	-
Dividend Distribution Tax on buy back	-	-	-	-	(507.92)	-	(507.92)
Balance as at 31 March 2020	78,745.71	285.63	440.53	73.87	523.60	2.79	80,072.13
Profit for the year	-	-	-	-	9,741.20	-	9,741.20
Issue of equity shares (refer note 24)	8,828.50	-	-	-	-	-	8,828.50
Stock option reserve created (refer note 24)	-	-	-	94.11	-	-	94.11
Transferred from retained earnings to reserve fund u/s 45-IC of RBI Act 1934	-	1,948.24	-	-	(1,948.24)	-	-
Transferred to security premium (refer note 24)	167.98	-	-	(167.98)	-	-	-
Transfer to other comprehensive income (net of deferred tax)	-	-	-	-	13.05	(13.05)	-
Balance as at 31 March 2021	87,742.19	2,233.87	440.53	-	8,329.61	(10.26)	98,735.94

Statement of significant accounting policies and other explanatory notes form an integral part of these financials statements

This is the Statement of Changes in Equity as referred to in our report of even date

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Manish Gujral
Partner
Membership No. 105117

Mumbai
24 June 2021

WALKER CHANDIOK & CO LLP MUMBAI CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Navi Finserv Private Limited
(formerly known as Chaitanya Rural Intermediation Developement Services Private Limited)

Samit Shetty
DIN: 02573018,
Bengaluru
24 June 2021

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24 June 2021

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Chennai
24 June 2021

Dimple J Shah
Company Secretary
Membership no.: ACS A36349
Bengaluru
24 June 2021

Navi Finserv Private Limited Bangalore

Navi Finserv Private Limited
(formerly known as Chaitanya Rural Intermediation Development Services Private Limited)
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2021
(All amount in ₹ lakhs unless otherwise stated)

1. Corporate Information

Navi Finserv Private Limited (formerly known as Chaitanya Rural Intermediation Development Services Private Limited) ('the Company') was formed on 14 February 2012 to carry on the business of sourcing, underwriting and carrying on the business of lending to individuals and entities including micro, small and medium enterprises, rural credit and other body corporates across India and provide credit related services as an NBFC, including, *inter alia*, (i) intermediation services for financial services agents and money transfer agents; (ii) credit linkage services; (iii) acting as a banking correspondent and (iv) generally carrying out all activities permissible to be carried out as an NBFC. The Company also carries on corporate treasury activities including: (i) investments in equity, mutual funds, alternative investment funds (AIFs), bonds, debentures, pass through certificates, receivables, sovereign funds and to extend to other persons and body corporates, loans and other instruments of similar nature for such consideration as the Company may deem fit; and (ii) the activity of trading in the equity, debt, gold, oil, currency, interest rates and commodities in and across futures, options and other derivatives and to carry on repo and reverse repo transactions.

During the year ended 31 March 2020, controlling stake in the Company was initially acquired by Mr. Sachin Bansal w.e.f. 24 October 2019 and was subsequently transferred to Navi Technologies Private Limited (formerly known as BAC Acquisitions Private Limited) ('the Holding Company') w.e.f. 30 March 2020.

The Company is a holding company of Chaitanya India Fin Credit Private Limited ('the Subsidiary Company') since 12 November 2014.

The Company has received Certificate of registration from Reserve Bank of India dated 11 March 2016, to carry on the business of Non- Banking Financial Institution without accepting deposits.

2. Statement of Compliance

These standalone financial statements ("the financial statements") of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified by Ministry of Corporate Affairs ('MCA') under Section
133 of the Companies Act, 2013 ('Act') and presentation requirements of Division III of Schedule III to the Companies Act, 2013, applicable to NBFCs, as notified by the MCA, and applicable provisions of the Companies Act, 2013 and other applicable regulatory norms / guidelines.

The financial statements for the year ended 31 March 2021 were authorized and approved for issue by the Board of Directors on 24 June 2021.

3. Impact of COVID-19

The COVID-19, a global pandemic has affected the world economy including India, leading to significant decline and volatility in financial markets and decline in economic activities. The national lockdown announced on 23 March 2020 affected activities of organizations across the economic ecosystem, impacting earning prospects and valuations of companies and creating huge volatility in the stock markets. The impact of COVID-19 on Company's result remain uncertain and will dependent on future developments including the second wave that has significantly increased the number of cases in India.

The Company, as per the regulatory requirements, has put in place a COVID policy and has given moratorium to eligible borrowers. The Company's capital and liquidity position remains strong and would continue to be the focus area for the Management. There have been no significant changes to the Company's internal financial control other than providing remote access to some of its key employees during the lockdown.

Based on the current assessment of the potential impact of the COVID-19 on the Company, management is of the view that the Company is well capitalised and has adequate liquidity to service its obligations, sustain its operations and also look at any appropriate investment/lending opportunities.

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The Company has recognized provisions as on 31 March 2021, towards its loan assets to the extent of ₹ 9,671.39 lakhs which includes an additional provision of ₹ 1,274.88 lakhs for impact of COVID-19 second wave, based on the information available at this point of time including economic forecasts, in accordance with the expected credit loss method. The Company believes that it has considered all the possible impact of the known events arising out of COVID-19 pandemic in the preparation of financial results. The extent to which the current pandemic will impact the carrying value of loan assets and unquoted investments is dependent on the future developments, which are highly uncertain at this point in time.

4. Significant accounting policies

4.1. Basis of preparation and measurement

(i) Going concern and basis of measurement

The financial statements have been prepared on a going concern basis under the historical cost convention on accrual basis except for certain financial assets and financial liabilities are measured at fair values at the end of each reporting period. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in accounting policy hitherto in use.

(ii) Use of estimates and judgements

The preparation of financial statements requires management to make certain estimates and assumptions that affect the amounts reported in the financial statements and notes thereto. The management believes that these estimates and assumptions are reasonable and prudent. However, actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in the current and future periods. An overview of the areas that involve a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed have been disclosed below. Detailed information about each of these estimates and judgments is included in the relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

Estimate and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under circumstances.

- **Business model assessment**
Classification and measurement of financial assets depends on the results of the Solely Payments of Principle and Interest ('SPPI') and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognized prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

- **Fair value of financial instruments**
The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values. Judgements and estimates

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include considerations of liquidity and model inputs related to items such as credit risk (both own and counterparty), funding value adjustments, correlation and volatility.

- **Provisions and other contingent liabilities**
  Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

- **Defined employee benefit assets and liabilities**
  The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

- **Impairment of loans and investment portfolio**
  The measurement of impairment losses across all categories of financial assets requires judgement the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by several factors, changes in which can result in different levels of allowances.
  It has been the Company's policy to regularly review its models in the context of actual loss experience and adjust when necessary.

- **Effective Interest Rate (EIR) method**
  The Company's EIR methodology, recognises interest income / expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioural life of loans given / taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments and penalty interest and charges).
  This estimation, by nature, requires an element of judgement regarding the expected behaviour and life cycle of the instruments, as well expected changes to India's base rate and other fee income/expense that are integral parts of the instrument.

4.2. Revenue recognition

i. Recognition of interest income

Interest income is recognised by applying the Effective Interest Rate (EIR) to the gross carrying amount of financial assets other than credit-impaired assets and financial assets classified as measured at FVTPL.

The EIR in case of a financial asset is computed
a. As the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset.
b. By considering all the contractual terms of the financial instrument in estimating the cash flows.
c. Including all fees received between parties to the contract that are an integral part of the effective interest rate, transaction costs, and all other premiums or discounts.

Any subsequent changes in the estimation of the future cash flows is recognised in interest income with the corresponding adjustment to the carrying amount of the assets.

Interest income on credit impaired assets is recognised by applying the effective interest rate to the net amortised cost (net of provision) of the financial asset.

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ii. Income from assignment transactions

Income from assignment transactions i.e. present value of excess interest spread is recognised when the related loan assets are de-recognised. Interest income is also recognised on carrying value of assets over the remaining period of such assets.

iii. Recoveries against written off assets and fees received on collections

The Company recognises iii. Recoveries against written off assets and fees received on collections on realization basis.

iv. Dividend income

Dividend income is recognised when the Company's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of the dividend can be measured reliably. This is generally when the shareholders approve the dividend.

v. Other income

All other income is recognized on accrual basis when no significant uncertainty exists on their receipt.

4.3. Finance costs

Finance costs represents interest expense recognised by applying the Effective Interest Rate (EIR) to the gross carrying amount of financial liabilities.

The EIR in case of a financial liability is computed
a. As the rate that exactly discounts estimated future cash payments through the expected life of the financial liability to the gross carrying amount of the amortised cost of a financial liability.
b. By considering all the contractual terms of the financial instrument in estimating the cash flows.
c. Including all fees paid between parties to the contract that are an integral part of the effective interest rate, transaction costs, and all other premiums or discounts.

Borrowing cost consists of interest and other cost that the Company incurred in connection with the borrowing of funds. All other borrowing costs are charged to the Statement of Profit and Loss as incurred basis the effective interest rate method.

4.4. Property, Plant and Equipment:

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses, if any. Cost includes all expenses, direct and indirect, specifically attributable to its acquisition and bringing it to its working condition for its intended use. Incidental expenditure pending allocation and attributable to the acquisition of fixed assets is allocated/ capitalised with the related assets. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred.

Depreciation
Depreciation on property, plant and equipment has been provided on the written down value method as prescribed in Schedule II of Companies Act 2013 or the rates determined by the management as per estimated useful life of the assets, whichever is higher. All individual assets (other than furniture and fixtures and office equipments) valued less than ₹ 5,000 are depreciated in full in the year of acquisition. The useful life of the assets is as follows:

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Asset class	Useful life adopted by the Company
Electrical Installations and Equipment	5 years
Computers and accessories	3 years
Office equipment	5 years
Furniture and fixtures	10 years
Vehice - Motor car	8 years
UPS	10

Depreciation is calculated on a pro rata basis from the date on which the asset is ready for use or till the date the asset is sold or disposed off.

The residual values, useful lives and method of depreciation are reviewed at the end of each financial year.

De-recognition
An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognized in the statement of profit and loss, when the asset is derecognized.

4.5. Intangible assets

Intangible assets are carried at cost less accumulated amortisation and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the tax authorities), and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates.

Any gain or loss on disposal of an item of intangible assets is recognised in statement of profit or loss.

Amortization For amortization of intangibles, the amortization amount is allocated on a systematic basis over the best estimate of its useful life. Management estimates useful life of intangible assets to be 3 years.

4.6. Fair value measurement

The Company measures financial instruments at fair value which is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- in the principal market for the asset or liability, or
- in the absence of a principal market, in the most advantageous market for the asset or liability.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:
Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and
Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of

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unobservable inputs. For assets and liabilities that are recognised in the balance sheet on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

4.7. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets:

Initial recognition and measurement
All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement
Financial assets carried at amortized cost – a financial asset is measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in interest income in the Statement of Profit and Loss.

De-recognition of financial assets
Financial assets (or where applicable, a part of financial asset or part of a group of similar financial assets) are derecognised (i.e. removed from the Company's balance sheet) when the contractual rights to receive the cash flows from the financial asset have expired, or when the financial asset and substantially all the risks and rewards are transferred. The difference in the carrying amount of financial assets (net of impairment allowance) and the consideration received on the transfer of financial asset is recognised in the statement of profit or loss.

Financial liabilities:

Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include other payables, borrowings and payables towards assignment transactions.

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Subsequent measurement
Subsequent to initial recognition, financial liabilities are measured at amortised cost using the effective interest method.

De-recognition
A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments
Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

4.8. Impairment of financial assets

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:
a) Financial assets that are investments in debt instruments, and are measured at amortised cost along with other financial assets such as e.g., loans, deposits, trade receivables and bank balances.

4.8.1. Overview of the Expected Credit Loss (ECL) Model

The Company records allowance for expected credit losses for all loans and other debt instruments not held at FVTPL in this section all referred to as 'financial instruments'. Equity instruments are not subject to impairment under Ind AS 109.

The ECL allowance is based on the credit losses expected to arise over the life of the asset (the lifetime expected credit loss), unless there has been no significant increase in credit risk since origination, in which case, the allowance is based on the 12 months' expected credit loss).

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is the portion of Lifetime ECL that represent the ECLs that result from default events on a financial instrument that are possible within the 12 months after the reporting date.

Both Lifetime ECLs and 12-month ECLs are calculated on either an individual basis or a collective basis, depending on the nature of the underlying portfolio of financial instruments.

The Company has established a policy to perform an assessment, at the end of each reporting period, of whether a financial instrument's credit risk has increased significantly since initial recognition, by considering the change in the risk of default occurring over the remaining life of the financial instrument. The Company does the assessment of significant increase in credit risk at a borrower level. If a borrower has various facilities having different past due status, then the highest days past due (DPD) is considered to be applicable for all the facilities of that borrower.

Based on the above, the Company categorises its loans into Stage 1, Stage 2 and Stage 3 as described below:

Stage 1
All exposures where there has not been a significant increase in credit risk since initial recognition or that has low credit risk at the reporting date and that are not credit impaired upon origination are classified under this stage. The company classifies all standard advances/investments and advances/investments upto 30 days default under this category. Stage 1 financial instruments also include facilities where the credit risk has improved and the loan has been reclassified from Stage 2.

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Stage 2
All exposures where there has been a significant increase in credit risk since initial recognition but are not credit impaired are classified under this stage. 30 Days Past Due is considered as significant increase in credit risk.

Stage 3
Financial instruments are classified as stage 3 when there is objective evidence of impairment as a result of one or more loss events that have occurred after initial recognition with a negative impact on the estimated future cash flows of a financial instrument. The Company recognizes life time ECL for impairment of financial assets.

4.8.2. Estimation of Expected Credit loss

The mechanics of the ECL calculations are outlined below and the key elements are, as follows:

- Probability of Default (PD) - The Probability of Default is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period, if the facility has not been previously de-recognised and is still in the portfolio.

  The Company uses historical information where available to determine PD. Considering the different products, the Company has bifurcated its financial instruments into various pools. For certain pools where historical information is available, the PD is calculated considering fresh slippage of past years. For those pools where sufficient historical information is not available, the PD/default rates as being witnessed in the industry is also used as an input to determine the PD for the company . For investments, the PD/default rates are considered as reported by external credit rating agencies.

- Exposure at Default (EAD) - The Exposure at Default is an estimate of the exposure at a future default date.

- Loss Given Default (LGD) - The Loss Given Default is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference between the contractual cash flows due and those that the Company would expect to receive, including from the realisation of any collateral.

Forward looking information
While estimating the expected credit losses, the Company reviews macro-economic developments occurring in the economy and the market it operates in. On a periodic basis, the Company analyses if there is any relationship between key economic trends like GDP, unemployment rates, benchmark rates set by the Reserve Bank of India, inflation etc. with the estimate of PD, LGD determined by the Company based on its internal data. While the internal estimates of PD, LGD rates by the Company may not be always reflective of such relationships, temporary overlays, if any, are embedded in the methodology to reflect such macro-economic trends reasonably.

Collateral valuation
To mitigate its credit risks on financial assets, the Company seeks to use collateral, where possible. The collateral comes in various forms, such as movable and immovable assets, guarantees, etc. However, the fair value of collateral affects the calculation of ECL and the fair value is based on data provided by third party or management judgements.

Collateral repossessed
In its normal course of business whenever default occurs, the Company may take possession of properties or other assets in its retail portfolio and generally disposes such assets through auction, to settle outstanding debt. Any surplus funds are returned to the customers/obligors. As a result of this practice, assets under legal repossession processes are not recorded on the balance sheet.

Write-offs
Financial assets are written off either partially or in their entirety to the extent that there is no realistic prospect of recovery. The Company reduces the gross carrying amount of a financial asset. However financial assets that are written off could still be enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any subsequent recoveries made are recognised in the statement of profit and loss.

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4.9. Employee benefits:

The Company provides employment benefits through various defined contribution and defined benefit plans. Employee benefits include Provident Fund, Gratuity and Bonus.

Defined contribution plans

A defined contribution plan is a plan under which the Company pays fixed contributions into an independent fund administered by the government. The Company has no legal or constructive obligations to pay further contributions after its payment of the fixed contribution, which are recognised as an expense in the year in which the related employee services are received.

Defined benefit plans

The defined benefit plans sponsored by the Company define the amount of the benefit that an employee will receive on completion of services by reference to length of service and last drawn salary. The legal obligation for any benefits remains with the Company.

Gratuity is a post-employment benefit and is in the nature of a defined benefit plan. The liability recognised in the financial statements in respect of gratuity is the present value of the defined benefit obligation at the reporting date, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit obligation is calculated at or near the reporting date by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of OCI in the year in which such gains or losses are determined.

Short-term employee benefits

Expense in respect of other short term benefits is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employee.

4.10. Leases

Identification of lease:

The determination of whether an arrangement is a lease, or contains a lease, is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets or whether the arrangement conveys a right to use the asset.

Recognition of lease payments:

Rent expenses representing operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term, unless the increase is in line with expected general inflation, in which case lease payments are recognised based on contractual terms.

Leases that do not transfer to the Company substantially all of the risks and benefits incidental to ownership of the leased items are operating leases.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases of assets that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

4.11. Taxes

Current tax

Current tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from, or paid to, the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted, or substantively enacted, by the reporting date in the countries where the Company operates and generates taxable income.

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Current income tax relating to items recognised outside profit or loss is recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax assets and liabilities are recognised for temporary differences arising between the tax bases of assets and liabilities and their carrying amounts. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are only recognised for temporary differences, unused tax losses and unused tax credits if it is probable that future taxable amounts will arise to utilise those temporary differences and losses. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

4.12. Share based payments

The Company had formulated an Employees Stock Option Schemes to be administered through a Trust. The fair value of options granted under Employee Stock Option Plan was recognised as an employee benefits expense with a corresponding increase in other equity upto the year ended 31 March 2021. The fair value of options granted under Employee Stock Option Plan is recognized as a deemed investment in subsidiary company with a corresponding increase in employee stock options outstanding reserve. The total amount to be recognized is determined by reference to the fair value of the options and is recognized over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. Upon exercise of share options, the proceeds received are allocated to share capital up to the par value of the shares issued with any excess being recorded as share premium. This scheme as closed in the current year

4.13. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period.

To calculate diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

4.14. Impairment of non-financial assets

At the end of each reporting period, the Company reviews the carrying amounts of its non-financial assets or cash generating units to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

4.15. Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

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4.16. Dividend

Proposed dividends and interim dividends payable to the shareholders are recognized as changes in equity in the period in which they are approved by the shareholder's meeting and the Board of Directors respectively.

4.17. Foreign currency

Functional and presentation currency
Items included in the financial statement of the Company are measured using the currency of the primary economic environment in which the entity operates. The financial statements have been prepared and presented in Indian Rupees, which is the Company's functional and presentation currency.

Transactions and balances
Foreign currency transactions are translated into the functional currency, by applying the exchange rates on the foreign currency amounts at the date of the transaction. Foreign currency monetary items outstanding at the balance sheet date are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transaction. Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded are recognised in the Statement of Profit and Loss in the year in which they arise.

4.18. Equity investment in subsidiaries

Investments representing equity interest in subsidiaries are accounted for at cost in accordance with IndAS 27 Separate Financial Statements

4.19. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

4.20. Rounding off amounts

All amounts disclosed in the financial statements and notes have been rounded off to the thousands as per the requirements of Schedule III of the Act unless otherwise stated.

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5 **Cash and cash equivalents**

Particulars	As at 31 March 2021	As at 31 March 2020
Cash in hand	0.09	0.14
Balances with banks in current account	10,299.86	1,944.40
Total	**10,299.95**	**1,944.54**

(i) There are no repatriation restrictions with respect to Cash and cash equivalents as at the end of the reporting year and prior year.

(ii) The Company has obtained bank overdraft facility, however, there is no overdrawn amount.

(iii) The cash and cash equivalents for cash flow statement is same as cash and for cash equivalents

6 **Bank balances other than cash and cash equivalents**

Particulars	As at 31 March 2021	As at 31 March 2020
Term deposits with bank*	6,375.55	26.73
Total	**6,375.55**	**26.73**

* The term deposits with banks (exluding the interest accrued on term deposits have been placed under lien for the following purposes:

Particulars	As at 31 March 2021	As at 31 March 2020
Term loans	-	24.00
Margin money against Government Securities Trade	4,986.00	-
Overdraft facilities	1,227.15	-
Total	**6,213.15**	**24.00**

7 **Trade receivables***

Particulars	As at 31 March 2021	As at 31 March 2020
Unsecured, considered good	-	451.15
Total	**-**	**451.15**

* The Company does not have any receivables which are either credit impaired or where there is significant increase in credit risk as on 31 March 2020

8 **Loans**

	Particulars	As at 31 March 2021	As at 31 March 2020
A)	**Loans (at amortised cost)**		
	i) Term loans	62,606.32	11,568.47
	Total (gross)	**62,606.32**	**11,568.47**
	Less : Impairment loss allowance	(9,671.39)	(674.41)
	Total (net)	**52,934.93**	**10,894.06**
B)	i) Secured	621.92	9,665.49
	ii) Unsecured	61,984.40	1,902.98
	Total (gross)	**62,606.32**	**11,568.47**
	Less : Impairment loss allowance	(9,671.39)	(674.41)
	Total (net)	**52,934.93**	**10,894.06**
C)	**Loans in India**		
	i) Public sector	-	-
	ii) Individuals	62,506.32	7,982.67
	iii) Corporates	100.00	3,585.80
	Total (gross)	**62,606.32**	**11,568.47**
	Less : Impairment loss allowance	(9,671.39)	(674.41)
	Total (net)	**52,934.93**	**10,894.06**

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9 Investments

Particulars	Amortised cost	At fair value through profit and loss	As at 31 March 2021 Total
Mutual funds (unquoted)	-	6,927.30	6,927.30
Bonds and debentures (quoted)	-	121,658.90	121,658.90
Bonds and debentures (unquoted)	2,774.60	-	2,774.60
Pass through certificates (unquoted)	20,631.72	-	20,631.72
Government Securities (quoted)	-	46,794.07	46,794.07
Futures (quoted)	-	635.03	635.03
Others (quoted)	26,184.33	-	26,184.33
Equity instruments			
- Subsidiaries (unquoted)	32,445.97	-	32,445.97
- Deemed investment in subsidiary on account of ESOP issued to employees of the Subsidiary Company)	167.98	-	167.98
- Others (unquoted)	12.19	-	12.19
Total gross (A)	**82,216.79**	**176,015.30**	**258,232.09**
Investments outside India	-	-	-
Investments in India	82,216.79	176,015.30	258,232.09
Total gross (B)	**82,216.79**	**176,015.30**	**258,232.09**
Allowance for impairment loss (C)	(1,726.87)	-	(1,726.87)
Total - net D = A - C	**80,489.92**	**176,015.30**	**256,505.22**

Particulars	Amortised cost	At fair value through profit and loss	As at 31 March 2020 Total
Mutual funds (unquoted)	-	34,418.53	34,418.53
Investments through Portfolio Management Services ('PMS'):			
- Equity instruments (quoted)	-	7,409.30	7,409.30
Alternative investment fund (unquoted)	-	3,796.75	3,796.75
Bonds and debentures (quoted)	-	142,655.88	142,655.88
Bonds and debentures (unquoted)*	45,139.77	-	45,139.77
Pass through certificates (unquoted)	100,004.92	-	100,004.92
Futures (quoted)	-	9.98	9.98
Equity instruments			
- Subsidiaries (unquoted)	21,045.97	-	21,045.97
- Deemed investment in subsidiary on account of ESOP issued to employees of the Subsidiary Company)	73.87	-	73.87
- Others (unquoted)	12.19	-	12.19
Total gross (A)	**166,276.72**	**188,290.44**	**354,567.16**
Investments outside India	-	-	
Investments in India	166,276.72	188,290.44	354,567.16
Total gross (B)	**166,276.72**	**188,290.44**	**354,567.16**
Allowance for impairment loss (C)	(264.00)	-	(264.00)
Total - net D = A - C	**166,012.72**	**188,290.44**	**354,303.16**

* Includes investment in unsecured, unrated, unlisted, irredeemable, compulsorily convertible debentures of the subsidiary company amounting to ₹ 11,400 lakhs as on 31 March 2020.

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10 Other financial assets

Particulars	As at 31 March 2021	As at 31 March 2020
Security deposits (unsecured, considered good)	6.56	11.53
EIS receivable on assignment	-	3.48
Insurance recoverable	24.74	8.19
Other receivable	2,808.67	0.77
Total	**2,839.97**	**23.97**

11 Current tax assets (net)

Particulars	As at 31 March 2021	As at 31 March 2020
Income tax	140.44	-
Total	**140.44**	**-**

12 Deferred tax asset (net)

Particulars		As at 31 March 2021	As at 31 March 2020
Tax effect of items constituting deferred tax liabilities:			
Financial liabilities measured at amortised cost		66.93	2.86
Deferment of upfront EIS and servicing obligation recorded for assignment		-	0.70
Interest on non-performing loans		2.96	29.83
Financial assets measured at fair value through profit and loss		261.73	-
Others		-	0.56
Deferred tax liabilities (total)	**A**	**331.62**	**33.95**
Tax effect of items constituting deferred tax assets:			
Impairment allowance for loans		2,161.64	143.57
Provision for employee benefits		54.64	12.37
Difference in written down value as per Companies Act and Income Tax Act		7.39	5.23
Financial assets measured at amortised cost		186.70	48.10
Financial assets measured at fair value through profit and loss		-	546.37
Others		436.46	0.11
Deferred tax assets (total)	**B**	**2,846.83**	**755.75**
Net deferred tax asset (B-A)		**2,515.21**	**721.80**

Movement in deferred tax liabilities

Particulars	As on 31 March 2020	(Charged)/ credited to statement of profit and loss	(Charged)/ credited to other comprehensive income	As on 31 March 2021
Tax effect of items constituting Deferred Tax Liabilities:				
Financial liabilities measured at amortised cost	2.86	64.07	-	66.93
Deferement of upfront EIS and servicing obligation recorded for assignment	0.70	(0.70)	-	-
Interest on non-performing loans	29.83	(26.87)	-	2.96
Financial assets measured at fair value through profit and loss	-	261.73		261.73
Others	0.56	(0.56)	-	-
Deferred tax liabilities total	**33.95**	**297.67**	**-**	**331.62**

Movement in deferred tax assets

Particulars	As on 31 March 2020	(Charged)/ credited to statement of profit and loss	(Charged)/ credited to other comprehensive income	As on 31 March 2021
Tax effect of items constituting Deferred Tax Assets:				
Impairment allowance for loans	143.57	2,018.07	-	2,161.64
Provision for employee benefits	12.37	37.88	4.39	54.64
Difference in written down value as per Companies Act and Income Tax Act	5.23	2.16	-	7.39
Financial assets measured at amortised cost	48.10	138.60	-	186.70
Financial assets measured at fair value through profit and loss	546.37	(546.37)	-	-
Others	0.11	436.35	-	436.46
Deferred tax assets Total	**755.75**	**2,086.69**	**4.39**	**2,846.83**
Total Deferred tax (Asset) (net)	**721.80**	**1,789.02**	**4.39**	**2,515.21**

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13 Property, plant and equipment

Particulars	Computer and accessories	Furniture and fixtures	Office equiments	Vehicles	Leasehold Improvement	Electrical equipment	Total
Gross block							
Balance as at 31 March 2019	10.71	50.02	2.42	8.58	-	2.95	74.68
Additions	3.41	1.72	3.48	-	-	0.12	8.73
Reversal on disposal of assets	-	-	-	-	-	-	-
Balance as at 31 March 2020	14.12	51.74	5.90	8.58	-	3.07	83.41
Additions	12.45	3.10	7.62	-	5.96	5.75	34.88
Reversal on disposal of assets	26.57	-	-	8.58	-	-	35.15
Balance as at 31 March 2021	-	54.84	13.52	-	5.96	8.82	83.14
Accumulated depreciation							
Balance as at 31 March 2019	6.17	20.65	0.68	2.06	-	1.22	30.78
Charge for the year	4.68	7.82	1.32	2.05	-	0.47	16.34
Reversal on disposal of assets	-	-	-	-	-	-	-
Balance as at 31 March 2020	10.85	28.47	2.00	4.11	-	1.69	47.12
Charge for the year	2.17	6.26	5.06	0.46	2.01	0.23	16.19
Reversal on disposal of assets	13.02	-		4.57	-	-	17.59
Balance as at 31 March 2021	-	34.73	7.06	-	2.01	1.92	45.72
Net block							
Balance as at 31 March 2019	4.54	29.37	1.74	6.52	-	1.73	43.90
Balance as at 31 March 2020	3.27	23.27	3.90	4.47	-	1.38	36.29
Balance as at 31 March 2021	-	20.11	6.46	-	3.95	6.90	37.42

14 Intangible assets

Particulars	Application software	Trade mark	Computer Software	Total
Gross block				
Balance as at 31 March 2019	0.40	0.15	1.05	1.60
Additions	0.90	-	-	0.90
Reversal on disposal of assets	-	-	-	-
Balance as at 31 March 2020	1.30	0.15	1.05	2.50
Additions	-	-	-	-
Reversal on disposal of assets	-	-	-	-
Balance as at 31 March 2021	1.30	0.15	1.05	2.50
Accumulated depreciation				
Balance as at 31 March 2019	0.01	0.05	0.33	0.39
Charge for the year	0.17	0.03	0.24	0.44
Reversal on disposal of assets	-	-	-	-
Balance as at 31 March 2020	0.18	0.08	0.57	0.83
Charge for the year	0.44	0.06	0.35	0.85
Reversal on disposal of assets	-	-	-	-
Balance as at 31 March 2021	0.62	0.14	0.92	1.68
Net block				
Balance as at 31 March 2019	0.39	0.10	0.72	1.21
Balance as at 31 March 2020	1.12	0.07	0.48	1.67
Balance as at 31 March 2021	0.68	0.01	0.13	0.82

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15 Other non-financial assets

Particulars	As at 31 March 2021	As at 31 March 2020
Unsecured, considered good		
Advances to suppliers and others	78.18	7.84
Balance with government authorities	165.58	61.29
Income tax paid under dispute	20.58	20.59
Prepaid expenses*	44.00	27.29
Total	**308.34**	**117.01**

* Includes pre-spent CSR expenditure of ₹ 38.48 lakhs (refer note 38)

16 Other payables

Particulars	As at 31 March 2021	As at 31 March 2020
Dues to micro enterprises and small enterprises	11.60	-
Dues to creditors other than micro enterprises and small enterprises	779.57	47.47
Total	**791.17**	**47.47**

17 Debt securities

Particulars	As at 31 March 2021	As at 31 March 2020
Secured (at amortised cost)		
Redeemable non-convertible debentures	26,975.16	-
Unsecured (at amortised cost)		
Redeemable non-convertible debentures	140,205.58	247,366.95
Total	**167,180.74**	**247,366.95**
Borrowings in India	167,180.74	247,366.95
Borrowings outside India	-	-
Total	**167,180.74**	**247,366.95**

(i) Refer note 19.2 for interest rates, repayment terms and nature of security of debt securities.

18 Borrowings (other than debt securities)

Particulars	As at 31 March 2021	As at 31 March 2020
Borrowings carried at amortised cost		
Term loans (Secured)		
From banks	6,395.03	-
From financial institutions	33,599.42	23,719.13
Lease liability	151.30	3.58
	40,145.75	**23,722.71**
Borrowings in India	40,145.75	23,722.71
Borrowings outside India	-	-
Total	**40,145.75**	**23,722.71**

(i) Refer note 19.3 for interest rates, repayment terms and nature of security of borrowings.

19 Subordinated liabilities

Particulars	As at 31 March 2021	As at 31 March 2020
At amortised cost		
Unsecured term loan		
-From banks	993.38	992.48
	993.38	**992.48**
Subordinated liabilities in India	993.38	992.48
Subordinated liabilities outside India	-	-
Total	**993.38**	**992.48**

(i) Refer note 19.3 for interest rates, repayment terms and nature of security of borrowings.

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19.1 Reconciliation of liabilities from financing activities

Particulars	As at 31 March 2020	Cash flow			Non-cash			As at 31 March 2021
		Additions	Payment	Lease payments	Lease liability	Upfront fees and amortisation	Consideration received in the form of investments for NCDs issued	
Debt securities	247,366.95	27,190.00	(107,161.37)	-	-	(214.84)	-	167,180.74
Borrowings (other than debt securities)	23,722.71	265,761.90	(249,448.25)	(19.35)	170.65	(41.91)	-	40,145.75
Subordinated liabilities	992.48	-	-	-	-	0.90	-	993.38
Total liabilities from financial activities	**272,082.14**	**292,951.90**	**(356,609.62)**	**(19.35)**	**170.65**	**(255.85)**		**208,319.87**

Particulars	As at 31 March 2019	Cash flow			Non-cash			As at 31 March 2020
		Additions	Payment	Lease payments	Lease liability	Upfront fees and amortisation	Consideration received in the form of investments for NCDs issued	
Debt securities	-	25,000.00	(17,500.00)	-	-	-	239,866.95	247,366.95
Borrowings (other than debt securities)	2,599.64	26,575.00	(5,863.32)	(8.40)	0.58	19.21	-	23,722.71
Subordinated liabilities	591.43	-	-	-	-	1.05	-	992.48
Total liabilities from financial activities	**3,991.07**	**51,575.00**	**(23,363.32)**	**(8.40)**	**0.58**	**20.26**		**272,082.14**

19.2 Debt securities

Terms of debentures	Number of debentures		Face value	Amount	
	As at 31 March 2021	As at 31 March 2020		As at 31 March 2021	As at 31 March 2020
Secured Listed Rated Redeemable Principal Protected Market Linked Non-Convertible Debentures. Maturity Date is 17 June 2022. Redemption premium is 9.25%	1,500.00	-	1,000,000	15,000.00	-
Secured Listed Rated Redeemable Principal Protected Market Linked Non-Convertible Debentures. Maturity Date is 16 June 2022. Redemption premium is 10%	469.00	-	1,000,000	4,690.00	-
Secured Listed Rated Redeemable Principal Protected Market Linked Non-Convertible Debentures. Maturity Date is 26 May 2022. Redemption premium is 10%	750.00	-	1,000,000	7,500.00	-
0% unsecured, unrated, fully redeemable, Non-Convertible Debentures dated 30 March 2020 with call / put option. Maturity date is 31 December 2024	14,020.558	18,761,050	1,000	140,205.58	187,610.50
0% unsecured, unrated, fully redeemable, Non-Convertible Debentures dated 22 November 2019 with call / put option. Maturity date is 31 December 2024	-	5,975,645	1,000	-	59,756.45

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19.3 Details of terms and conditions of Borrowings and Subordinate liabilities#

Subordinated liabilities							
Sl no.	Repayment terms	No. of instalments	Repayment commencement month	Interest rate terms	Nature of the security	As at 31 March 2021	As at 31 March 2020
1	Principal: Bullet Repayment. Interest: Monthly	84	Feb-18	15.00%	Unsecured	1,000.00	1,000.00

Borrowings (other than debt securities)							
Sl no.	Repayment terms	No. of instalments	Repayment commencement month	Interest rate terms	Nature of the security	As at 31 March 2021	As at 31 March 2020
1	Monthly	15	Apr-21	8.50%	Exclusive charge on standard receivables (upto 30 days DPD) with a minimum cover of 1.20x	2,500.00	-
2	Monthly	18	Apr-21	9.60%	Exclusive charge on specific loan receivables arising out of Term loan from our bank excluding amount over due more than 3 months, keeping a minimum asset cover of 1.2x	1,500.00	-
3	Monthly	24	Apr-21	9.40%	First & exclusive charge on Book Debts to the extent of 1.20x with PAR (less than 30 days) of loan limit.	3,000.00	-
4	Monthly	18	Feb-21	9.60%	Exclusive hypothication of present and future Loan Receivables. Security margin- 120% of the loan principal outstanding during the currency of the loan.	2,222.22	-
5	Monthly	15	Apr-21	9.75%	Exclusive charge on specific loan receivables arising out of Loan lending.	200.00	
6	Monthly	36	Aug-17	13.44%	Exclusive first charge (floating) on portfolio of receivables.	-	26.42
7	Monthly	36	Jan-18	14.00%	Hypothecation of book debts (105%), postdated cheques/NACH mandate with 3 security cheques for the entire repayment	-	75.00
8	Monthly	36	Jan-18	14.00%	Hypothecation of book debts (105%), postdated cheques/NACH mandate with 3 security cheques for the entire repayment	-	61.11

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19.3 Details of terms and conditions of Borrowings and Subordinate liabilities (cont'd)

Borrowings (other than debt securities)							
Sl no.	Repayment terms	No of instalments	Repayment commencement month	Interest rate terms	Nature of the security	As at 31 March 2021	As at 31 March 2020
9	Monthly	24	Apr-19	15.00%	Hypothecation of book debts (110%), postdated cheques/NACH mandate with 3 security cheques for the entire repayment	-	100.00
10	Monthly	36	Apr-18	13.50%	Exclusive hypothecation charges over receivables/ portfolio/book debts with cover of 110% of outstanding principal amount	-	165.04
11	Monthly	24	Dec-18	14.00%	Loan cover of 110% of the amount financed, security of post dated cheques	-	81.57
12	Monthly	24	Jan-19	14.35%	Demand promissory notes, Letter of Continuity, Deed of Hypothecation	-	213.85
13	Semi annualy	1	Jul-20	8.25%	Pass Through Certificates, Units of Mutual Fund, Marketable Securities	-	11,500.00
14	Semi annualy	1	Aug-20	8.25%	Pass Through Certificates, Units of Mutual Fund, Marketable Securities	-	11,500.00
15	Bullet repayment	1	Apr-21	3.50%	06.66% TAMIL NADU SDL 2030	9,774.70	-
16	Bullet repayment	1	Apr-21	3.50%	7.16% N1 GOVT STOCK 2023	10,714.69	-
17	Bullet repayment	1	Apr-21	3.50%	06.73% TAMIL NADU SDL 2030	10,125.05	-
						40,036.64	**23,722.99**

Note: Lease liability not included

#All the above mentioned repayments disclosed as per the contractual maturities of debt securities, borrowing other than debt securities and subordinate liabilities at gross carrying value.

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20 Other financial liabilities

Particulars	As at 31 March 2021	As at 31 March 2020
Interest accrued on borrowings	480.51	311.27
Payables towards assignment transactions	6.58	119.11
Insurance payables	6.45	8.47
Other payables	111.20	92.83
Payable towards investments settlement*	6,025.51	-
Total	**6,630.25**	**531.68**

* Represents investments/ (redemption) in securities which are pending for settlement as on 31 March 2021 which are subsequently settled on 6 April 2021

21 Current tax liabilities (net)

Particulars	As at 31 March 2021	As at 31 March 2020
Income tax	-	21.50
Dividend distribution tax payable	-	507.92
Total	**-**	**529.42**

22 Provisions

Particulars	As at 31 March 2021	As at 31 March 2020
Provision for employee benefits	156.24	33.95
Provision for gratuity	52.04	10.69
Provisions for compensated absences	63.10	11.88
Provision for expenses	602.19	-
Total	**873.57**	**56.52**

23 Other non financial liabilities

Particulars	As at 31 March 2021	As at 31 March 2020
Statutory dues payable	143.73	70.12
Deferred revenue	66.57	0.69
Other payable	22.39	0.47
Total	**232.69**	**71.28**

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24 Equity share capital

Particulars	As at 31 March 2021	As at 31 March 2020
Authorised share capital 175,000,000 equity shares of ₹ 10 each (31 March 2020: 175,000,000 equity shares of ₹ 10 each)	17,500.00	17,500.00
Total authorised capital	**17,500.00**	**17,500.00**
Issued, subscribed and fully paid up share capital 165,240,353 Equity shares of ₹ 10 each (31 March 2020: 151,907,020 equity shares of ₹ 10 each)	16,524.04	15,190.70
Less: Amount receivable from Chaitanya Employee Welfare Trust (face value of 578,000 shares allotted to the trust) - refer note (b) below	-	(57.80)
Total equity share capital	**16,524.04**	**15,132.90**

(i) Rights, preferences and restrictions attached to equity shares:
The Company has equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors in any financial year is subject to the approval of the shareholders in the ensuing Annual General Meeting, except interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. The equity shares shall be transferable subject to the provisions contained in the Articles of Association and in the agreements entered / to be entered into with the investors / shareholders from time to time.

(ii) Reconciliation of equity shares outstanding at the beginning and at the end of the year

Particulars	As at 31 March 2021		As at 31 March 2020	
	No. of shares	Amount	No. of shares	Amount
Equity share capital of ₹ 10 each fully paid up				
Balance at the beginning of the year	151,329,020	15,132.90	26,311,393	2,631.14
Add: Issued during the year	13,333,333	1,333.33	129,422,908	12,942.29
Add: ESOP exercised during the year	578,000	57.80		
Less: Buy back of shares	-	-	(4,405,281)	(440.53)
Balance at the end of the year	**165,240,353**	**16,524.04**	**151,329,020**	**15,132.90**

a During the year ended 31 March 2021, the Company allotted 1,33,33,333 equity shares of ₹ 10 each at an issue price of ₹ 75 per share including premium of ₹ 65 per share to Navi Technologies Private Limited (formerly known as BAC Acquisitions Private Limited) (the Holding Company).

b The Company had given an interest and collateral free loan to an Employee Stock Option Plan Trust ("Chaitanya Employee Welfare Trust" or "ESOP Trust") to provide financial assistance for purchase of equity shares of the Company under Employee Stock Option Scheme. The Company had established the ESOP Trust to which the stock options issuable (578,000 equity shares) were transferred. The amount recoverable from the ESOP Trust was reduced from share capital (to the extent of face value) and from securities premium (to the extent of premium on shares) as on 31 March 2020.

c During the year ended 31 March 2021, there was an accelerated vesting of ESOPs on 13 October 2020, where in the Holding Company (Navi Technologies Private Limited) paid ₹75 per share to the Chaitanya Employee Welfare Trust being consideration for exercising ESOPs on behalf of employees and for subsequent transfer of such shares to the Holding Company.
Accordingly, the ESOPs were exercised and transferred to Navi Technologies Private Limited and the outstanding loan was fully repaid by Chaitanya Employee Welfare Trust. Therefore, such transfer of shares from Chaitanya Employee Welfare Trust to Navi Technologies Private Limited has been captured as a movement in the current year.

(iii) Shares held by the holding company

Particulars	As at 31 March 2021		As at 31 March 2020	
	No. of shares	% holding	No. of shares	% holding*
Navi Technologies Private Limited (formerly known as BAC Acquisitions Private Limited)	165,240,353	100%	151,329,020	99.62

* The shareholding % of holding company is before considering the adjustment as mentioned in note (c) above and would be at 100% post adjustment

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24 Equity share capital (cont'd)

(iv) Shareholders holding more than 5% of shares of the Company as at balance sheet date:

Particulars	As at 31 March 2021		As at 31 March 2020	
	No. of shares	% holding	No. of shares	% holding
Navi Technologies Private Limited	165,240,353	100.00%	151,329,020	99.62%

* The shareholding % of the shareholders holding more than 5% of shares of the Company is calculated before considering the adjustment as mentioned in note 24(c) above.

25 Other equity

Particulars	As at 31 March 2021	As at 31 March 2020
Securities premium		
Opening balance	78,745.71	4,750.74
Add : Securities premium credited on share issue	8,828.50	77,058.40
Add : Transfer from ESOP reserve (refer note 24)	167.98	
Less:		
a) Buy back of shares	-	(2,622.90)
b) Transfer to Capital Redemption Reserve	-	(440.53)
Closing balance	**87,742.19**	**78,745.71**
Reserve fund u/s 45-IC of RBI Act 1934		
Opening balance	285.63	90.96
Add: Transfer from retained earnings	1,948.24	194.67
Closing balance	**2,233.87**	**285.63**
Employee stock options outstanding reserve		
Opening balance	73.87	40.60
Add: Stock option reserve created	94.11	33.27
Less: Transferred to securities premium	(167.98)	-
Closing balance	**-**	**73.87**
Other comprehensive income		
Opening balance	2.79	(0.42)
Add: Transfer from retained earnings	(13.05)	4.29
Deferred tax on the above	-	(1.08)
Closing balance	**(10.26)**	**2.79**
Retained earnings		
Opening balance	523.60	254.56
Add: Transferred from statement of profit and loss for the year	9,741.20	974.84
Less: Appropriations/transfers		
Transfer to statutory reserve as per Section 45 IC of the RBI Act, 1934	(1,948.24)	(194.67)
Transfer to other comprehensive income (net of deferred tax)	13.05	(3.21)
Dividend distribution tax	-	(507.92)
Closing Balance	**8,329.61**	**523.60**
Capital Redemption Reserve		
Opening balance	440.53	-
Add: Created on buy back of equity shares	-	440.53
Closing balance	**440.53**	**440.53**
Total	**98,735.94**	**80,072.13**

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25 Other equity (Cont'd)

Nature and purpose of reserves

Securities premium reserve
The amount received in excess of face value of the equity shares is recognised in Securities Premium Reserve. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

Statutory reserve
Every year the Company transfers a sum of not less than twenty per cent of net profit of that year as disclosed in the statement of profit and loss to its Statutory Reserve pursuant to Section 45-IC of the RBI Act, 1934.

Other comprehensive income
Re measurement of the net defined benefit liability/(asset) comprises actuarial gain and losses.

Employee stock options outstanding
The account is used to recognise the grant date value of options issued to employees under Employee stock option plan and adjusted as and when such options are exercised or otherwise expire.

Retained earnings
Retained earnings are the profits that the Company has earned till date, less any transfers to statutory reserve and dividend distributions paid to shareholders.

Capital Redemption Reserve
Capital Redemption Reserve has been created in accordance with Section 69 of the Companies Act, 2013, being the nominal value of the shares brought back by the Company during the year ended 31 March 2020.

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26 Interest income

Particulars	For the year ended	
	31 March 2021	31 March 2020
On financial assets measured at amortised cost		
Interest on loans	7,671.80	2,228.63
Interest on investments	8,749.11	2,853.44
Interest income - others	233.01	6.27
Sub-total	**16,653.92**	**5,088.34**
On financial assets measured classified at fair value through profit or loss		
Interest on investments	2,818.50	2,345.07
Sub-total	**2,818.50**	**2,345.07**
Total	**19,472.42**	**7,433.41**

27 Fees and commission income

Particulars	For the year ended	
	31 March 2021	31 March 2020
Fee received on collections	238.58	76.50
Service fee on assigned loans	-	4.32
Total	**238.58**	**80.82**

28 Net gain on fair value changes

Particulars	For the year ended	
	31 March 2021	31 March 2020
(A) Net gain on financial instruments at fair value through profit or loss		
(i) On trading portfolio		
- Investments		
Debt securities	12,459.28	-
Mutual fund	1,551.61	-
Future trading	(1,727.41)	-
(ii) on financial instruments designated at FVTPL		
Debt securities	226.34	-
Equity instruments	1,101.44	-
(B) Net gain on financial instruments at amortised cost		
Debt Securities	61.90	-
Pass through certificate	195.25	-
Total	**13,868.41**	**-**
Fair value changes		
- Realised	10,649.69	-
- Unrealised	3,218.72	-
Total	**13,868.41**	**-**

29 Net gain on derecognition of financial instruments under amortised cost category

Particulars	For the year ended	
	31 March 2021	31 March 2020
Gain on sale of loan portfolio through assignment	-	7.88
Gain on sale of loan portfolio	88.88	-
Total	**88.88**	**7.88**

30 Other income

Particulars	For the year ended	
	31 March 2021	31 March 2020
Miscellaneous income	5.21	0.63
Total	**5.21**	**0.63**

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31 Finance costs

Particulars	For the year ended	
	31 March 2021	31 March 2020
On financial liabilities measured at amortised cost		
Interest on borrowings	499.38	823.66
Interest on debt securities	443.70	-
Interest on subordinated liabilities	150.00	151.20
Interest on security deposits	2.05	2.46
Interest on lease liability	3.94	0.58
Assignment expense	-	2.19
Others	122.16	2.05
Total	**1,221.23**	**982.14**

32 Fees and commission expenses

Particulars	For the year ended	
	31 March 2021	31 March 2020
Fee paid to business correspondents	316.60	859.41
Others	40.18	-
Total	**356.78**	**859.41**

33 Net loss on fair value changes

Particulars	For the year ended	
	31 March 2021	31 March 2020
(A) Net loss on financial instruments at fair value through profit or loss		
(i) On trading portfolio		
- Investments		
Debt securities	-	(153.90)
Mutual fund	-	(52.51)
Future trading	-	69.85
(ii) on financial instruments designated at FVTPL		
Debt securities	-	(295.68)
Equity instruments	-	2,738.58
(B) Net loss on financial instruments at amortized cost		
Pass through certificate	-	16.77
Total	**-**	**2,323.11**
Fair value changes		
- Realised	-	144.33
- Unrealised	-	2,178.78
Total	**-**	**2,323.11**

34 Impairment on financial instruments

Particulars	For the year ended	
	31 March 2021	31 March 2020
Portfolio loans written off	2,194.25	23.98
Impairment allowance on portfolio loans *	9,475.73	479.65
Impairment allowance on investments	1,462.87	264.00
Total	**13,132.85**	**767.63**

* During the year ended 31 March 2021 the Company has sold two wheeler and housing portfolio which had an impairment allowance of ₹ 478.76 lakhs as on the date of transfer. The same has been considered for arriving at the net gain on derecognition of financial instruments under amortised category in Note No.29.

35 Employee benefits expenses

Particulars	For the year ended	
	31 March 2021	31 March 2020
Salaries, wages and bonus	1,421.51	295.58
Contribution to provident and other funds	43.89	11.02
Gratuity expense	45.18	4.08
Compensated absences	32.64	7.15
ESOP expenses*	52.99	-
Staff welfare expenses	29.00	28.45
Total	**1,625.21**	**346.28**

* During the year ended 31 March 2021, the Holding Company has granted stock options of 744,029 to the employees of the Company. Outstanding options as on 31 March 2021 are 744,029. The Stock compensation cost is computed under the fair value method and has been recognised on a straight line basis over the vesting period up to 31 March 2021.

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36 Depreciation and amortization

Particulars	For the year ended	
	31 March 2021	31 March 2020
Depreciation on tangible assets (refer note 13)	16.19	16.34
Amortisation on intangible assets (refer note 14)	0.85	0.44
Depreciation on Right of Use assets	16.60	7.59
Total	**33.64**	**24.37**

37 Other expenses

Particulars	For the year ended	
	31 March 2021	31 March 2020
Rent and electricity charges	14.40	12.22
Customer onboarding and verification	422.70	5.34
Traveling and conveyance	53.72	13.89
Communication costs	4.10	2.31
Repairs and maintenance	3.85	8.40
Software support charges	1,232.01	4.32
Legal and professional charges	209.77	224.59
Auditors' remuneration*	19.08	20.63
Rates and taxes	102.75	345.50
Advertisement expenses	2,000.25	2.79
Director's sitting fees	38.31	10.10
Office and general expenses	30.63	6.81
Corporate social responsibility expenses	27.52	-
Miscellaneous expenses	5.84	18.40
Total	**4,164.93**	**675.30**

***Auditor fees and expenses comprises of:**

As auditor:		
- Statutory audit fees	15.26	14.00
- Tax audit fees	2.18	2.00
- Out of pocket	-	0.13
In any other manner:		
- Certification	1.64	4.50

38 Corporate social responsibility expenses

(a) Gross amount required to be spent by the Company during the year ended 31 March 2021 is ₹ 27.52 lakhs

(b) Amount approved by the Board to be spent during the year is ₹ 66.00 lakhs

Particulars	For the year ended 31 March 2021
c) Amount spent during the year :	
(i) Construction / acquisition of any asset	-
(ii) On purpose other than (i) above	
In cash	66.00
Yet to be paid	-
d) Excess amount spent during the year* :	
Opening balance	-
Amount spent during the year	66.00
Amount required to be spent during the year	27.52
Closing balance	38.48

* Included under prepaid expenses (refer note 15)

Note : Section 135 of Companies Act, 2013 was not applicable for the year ended 31 March 2020.

39 Tax expense

Particulars	For the year ended	
	31 March 2021	31 March 2020
Current tax	5,173.63	1,243.87
Deferred tax	(1,789.02)	(671.00)
Total	**3,384.61**	**572.87**

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39 Tax expense (Cont'd)

The reconciliation of estimated income tax expense at statutory income tax rate to income tax expense reported in statement of profit and loss is as

Profit before tax (III - IV)	**13,138.86**	**1,544.50**
Income tax rate	25.17%	25.17%
Expected income tax expense	**3,306.79**	**388.72**
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense		
Tax on expense not eligible for deduction	12.63	178.51
Impact of different tax rate on certain items	-	4.95
Others	65.19	0.69
Total income tax expense	**3,384.61**	**572.86**

40 Earnings per share (basic and diluted)

Particulars	For the year ended	
	31 March 2021	31 March 2020
Net profit for the year	9,754.25	971.63
Weighted-average number of equity shares for basic EPS	1,522.13	650.83
Weighted-average number of potential equity shares for diluted EPS	1,522.13	656.42
Earnings per share - Basic	6.41	1.49
Earnings per share - Diluted	6.41	1.48

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41 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

Particulars	As at 31 March 2021	As at 31 March 2021
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year.	11.60	-
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
The amount of further interest remaining due and payable even in succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	-	-

42 Retirement benefit plan

(i) Defined Contribution Plan

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund and other funds which are defined contribution plans. The Company has no obligations other than this to make the specified contributions. The contributions are charged to the Statement of Profit and Loss as they accrue. The Company makes Provident Fund and Employee State Insurance Scheme contributions which are defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized ₹ 41.74 lakhs (31 March 2020: ₹ 8.73 lakhs) for Provident Fund contributions and ₹1.32 lakhs (31 March 2020: ₹ 0.87 lakhs) for Employee State Insurance Scheme contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the Schemes.

Defined Benefit Plan

The Company has a defined benefit gratuity plan. Every employee is entitled to gratuity as per the provisions of the Payment of Gratuity Act, 1972. The liability of Gratuity is recognised on the basis of actuarial valuation.

The following tables summaries the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the gratuity plan.

(ii) Amount recognised in the statement of profit and loss in respect of the defined benefit plan are as follows :

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Current service cost	19.77	3.57
Interest cost (net)	0.73	0.51
Actuarial loss/(gain) recognised during the year	(2.61)	(0.83)
Transfer in	24.68	0.00
Amount recognised in total comprehensive income	**42.57**	**3.25**

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Amount recognised in the balance sheet is as under:

Particulars	31 March 2021	31 March 2020
Defined benefit plans		
Gratuity	52.04	10.69

Gratuity

(i) The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employee's last drawn basic salary per month computed proportionately for 15 days multiplied by the number of years of service.

(ii) **Movement in the present value of defined benefit obligation recognised in the balance sheet**

Description	31 March 2021	31 March 2020
Present value of defined benefit obligation as at the beginning of the year	10.69	7.44
Current service cost	19.77	3.57
Interest cost	0.73	0.51
Transfer in	24.68	-
Benefits Paid	(1.22)	-
Actuarial (gain)/loss	(2.61)	(0.83)
Present value of defined benefit obligation as at the end of the year	52.04	10.69

(iii) **Movement in the plan assets recognised in the balance sheet**

Description	31 March 2021	31 March 2020
Fair value of plan assets at the beginning of the period		
Expected return on plan assets	-	-
Contributions by employer	-	-
Benefits paid	-	-
Actuarial gain/(loss)	-	-
Fair value of plan assets at the end of the period	-	-

(iv) **Reconciliation of present value of defined benefit obligation and the fair value of assets:**

Description	31 March 2021	31 March 2020
Present value of funded obligation as at the end of the year	52.04	10.69
Fair value of plan assets as at the end of the period funded status	-	-
(Unfunded)/funded net liability recognized in balance sheet	(52.04)	(10.69)

(v) **Actuarial (gain)/loss recognised in other comprehensive income:**

Description	31 March 2021	31 March 2020
Actuarial loss/ (gain) on assets	-	-
Actuarial (gain) / loss on liabilities		
Actuarial (gain) from change in demographic assumption	-	-
Actuarial loss from change in financial assumption	-	-
Actuarial loss from experience adjustment	(2.61)	(0.83)
Total Actuarial (gain) / loss on liabilities	**(2.61)**	**(0.83)**
Total actuarial (gain)/loss	**(2.61)**	**(0.83)**

(vi) **Actuarial assumptions used for determination of the liability of the Company:**

Description	31 March 2021	31 March 2020
Discount rate	7.19%	6.82%
Rate of increase in compensation levels	6.00%	6.00%
Rate of employee turnover	5.00%	5.00%
Retirement age	60	60

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42 Retirement benefit plan (Contd.)

Notes to actuarial assumptions:

(a) Gratuity is payable to the employees on death or resignation or on retirement at the attainment of superannuation age.

(b) These assumptions were developed by management with the assistance of independent actuarial appraisers. Discount factors are determined close to each year-end by reference to government bonds and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on management's historical experience.

(c) The discount rate is based on the prevailing market yield of Government of India bonds as at the balance sheet date for the estimated terms of obligations.

(d) The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

(vii) **Sensitivity analysis for gratuity liability**

Description	31 March 2021	31 March 2020
Impact of change in discount rate		
Present value of obligation at the end of the year		
- Impact due to increase of +100 basis points	6.56	(1.62)
- Impact due to increase of -100 basis points	8.02	2.06
Impact of change in salary increase		
Present value of obligation at the end of the year		
- Impact due to increase of +100 basis points	7.42	2.03
- Impact due to increase of -100 basis points	6.23	(1.61)
Impact of change in attrition rate		
Present value of obligation at the end of the year		
- Impact due to increase of +100 basis points	0.40	(0.05)
- Impact due to increase of -100 basis points	0.31	0.04

The above sensitivity analysis is based on a change an assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied which was applied while calculating the defined benefit obligation liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to previous year.

(viii) **Maturity profile of defined benefit obligation**

Description	31 March 2021	31 March 2020
Within next 12 months	0.92	0.28
Between 1-5 years	51.12	10.41
Beyond 5 years	-	-

(ix) **Expected future payouts(Discounted)**

Description	31 March 2021	31 March 2020
Year I	0.92	0.28
Year II	0.87	0.26
Year III	0.82	0.24
Year IV	0.77	0.23
Year V	0.73	0.18
Year 6-10	3.10	0.69
Above 10 years	44.84	8.81

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42 Retirement benefit plan (Contd.)

Disclosure for Leave encashment

(i) **Amount recognised in the balance sheet**

Particulars	31 March 2021	31 March 2020
Defined benefit plans		
Leave encashment	63.10	11.88

(ii) **Amount recognised in the statement of profit and loss**

Description	31 March 2021	31 March 2020
Current service cost	7.60	6.59
Interest cost (net)	0.80	0.56
Transfer In	24.24	-
Actuarial loss/(gain) recognised during the year	20.05	(3.46)
Amount recognised in total comprehensive income	**52.69**	**3.69**

(iii) **Movement in the present value of defined benefit obligation recognised in the balance sheet**

Description	31 March 2021	31 March 2020
Present value of defined benefit obligation as at the beginning of the year	**11.88**	**8.19**
Current service cost	7.60	6.59
Interest cost	0.80	0.56
Benefits paid	(1.47)	-
Transfer In	24.24	-
Actuarial (gain)/loss	20.05	(3.46)
Present value of defined benefit obligation as at the end of the year	**63.10**	**11.88**

(iv) **Movement in the plan assets recognised in the balance sheet**

Description	31 March 2021	31 March 2020
Fair value of plan assets at the beginning of the year	-	-
Expected return on plan assets		
Contributions by employer	-	-
Benefits paid	-	-
Actuarial gain/(loss)	-	-
Fair value of plan assets at the end of the year	**-**	**-**

(v) **Reconciliation of present value of defined benefit obligation and the fair value of assets:**

Description	31 March 2021	31 March 2020
Present value of funded obligation as at the end of the year	63.10	11.88
Fair value of plan assets as at the end of the period funded status	-	-
(Unfunded)/funded net liability recognized in balance sheet	**(63.10)**	**(11.88)**

(vi) **Actuarial (gain)/loss recognised in other comprehensive income:**

Description	31 March 2021	31 March 2020
Actuarial loss/ (gain) on assets	-	-
Actuarial (gain) / loss on liabilities		
Actuarial (gain) from change in demographic assumption	-	-
Actuarial loss from change in financial assumption	-	-
Actuarial loss from experience adjustment	20.05	(3.46)
Total Actuarial (gain) / loss on liabilities	**20.05**	**(3.46)**
Total actuarial (gain)/loss	**20.05**	**(3.46)**

(vii) **Actuarial assumptions used for determination of the liability of the Company:**

Description	31 March 2021	31 March 2020
Discount rate	7.19%	6.82%
Rate of increase in compensation levels	6.00%	6.00%
Rate of employee turnover	5.00%	5.00%
Retirement age	60	60

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42 Retirement benefit plan (Contd.)

Notes to actuarial assumptions:

(viii) Maturity profile of defined benefit obligation

Description	31 March 2021	31 March 2020
Within next 12 months	3.71	1.25
Beyond 1 yr	59.39	10.63

Plan characteristics and associated risks

1. Salary inflation risk
Higher than expected increases in salary will increase the defined benefit obligation

2. Demographic risks:
This is the risk of volatility of results due to unexpected nature of decrements that include mortality attrition, disability and retirement. The effects of this decrement on the defined benefit obligation depend upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawal rate because the cost of retirement benefit of an employee serving a shorter tenor will be less compared to long service employees.

3. Actuarial risk
It is the risk that the benefits will cost more than expected. This can be due to one of the following reasons
a)Adverse salary growth
b)Variability in mortality rates
c)Variability in withdrawal rates

4. Market risk
Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits and vice versa. This assumption depends on the yields on the corporate / government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.

5. Legislative/Regulatory risk
Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation / regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective.

6. Liquidity risk
The Company is making provisions for the entire gratuity liability as per actuarial valuation and follows a 'pay as you go' system to meet the liabilities as and when they fall due. Therefore, there is a liquidity risk involved that they may run out of cash.

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43 Related parties disclosures

Names of related parties

Nature of relationship	Name of the party
Holding Company	Navi Technologies Private Limited (formerly known as BAC Acquisitions Private Limited)
Subsidiary Company	Chaitanya India Fin Credit Private Limited
Entities in which KMP are able to exercise control or have significant	Chaitanya Employee Welfare Trust
Entities in which Directors are able to exercise control or have significant	Navi General Insurance Limited
Name of key managerial personnel	**Designation**
Mr. Sachin Bansal	Non- Executive Director
Mr. Ankit Agarwal	Non- Executive Director
Mr. Samit S Shetty	Non- Executive Director (w.e.f 1 March 2021)
Mr. Samit S Shetty	Executive Director (wef 4 November 2020)
Mr. Samit S Shetty	CEO (w.e.f Appointment Date 11 May 2020 & Resignation Date 18 February 2021)
Ms. Riya Bhattacharya	CFO (w.e.f 18 February 2021)
Mr. L N Gurumoorthy	CFO (w.e.f 24 March 2021)
Ms. Dimple J Shah	Company Secretary
Name of Directors	**Designation**
Mr. K S Ravi	Independent Director (resigned w.e.f 31 August 2020)
Mr. R Nandakumar	Independent Director (resigned w.e.f 31 August 2020)
Usha A Narayanan	Independent Director (Appointed w.e.f 06 June 2020)
Ranganathan Sridharan	Independent Director (Appointed w.e.f 31 August 2020)
Others	**Nature of Relationship**
Mr. U Raghurama Rao	Relatives of erstwhile director Mr.Anand Rao
Ms. Shashikala Rao	Relatives of erstwhile director Mr.Anand Rao

Transactions with related parties

Name of related party	Nature of transaction	Year ended 31 March 2021	Year ended 31 March 2020
Navi Technologies Private Limited (formerly known as BAC Acquisitions Private Limited)	Issue of Non convertible debentures	-	264,866.96
	Redemption of Non convertible debentures	107,161.37	17,500.00
	Face value of equity shares allotted	1,333.33	12,501.76
	Securities premium received	8,666.67	77,058.40
	Technology consulatncy share expense	1,200.46	-
	Payment of LPF collected on behalf of group company	841.95	-
	Platform management fee	3.83	-
	Digital marketing expense	169.00	-
	Professional fees	24.67	-
	Sale of fixed assets	13.95	-
	Purchase of debentures	9,990.88	-
	Lease rental paid	11.76	-
	ESOP expense	52.99	-
Navi General Insurance Limited	Advance money paid for customer insurance policies	56.00	-
Navi General Insurance Limited	Premium charged for issuance of customer insurance policies	52.81	
Mr. Samit Shankar Shetty	Buy back of shares	-	2,324.92
Mr. Anand Rao	Buy back of shares	-	393.45
Mr. U Raghurama Rao	Buy back of shares	-	231.66
Ms. Shashikala Rao	Buy back of shares	-	113.39
Mr. Samit Shankar Shetty	Remuneration	63.85	-
Ms.Riya Bhattacharya	Remuneration	15.95	-
Mr.L N Gurumoorthy	Remuneration	2.47	-
Mr. K Subramanyam Ravi	Sitting fees	6.76	-
Mr. R Sridharan	Sitting fees	14.17	-
Mr. Rachamadugu Nandakumar	Sitting fees	6.76	-
Ms. Usha A Narayanan	Sitting fees	10.63	-
Mr. K S Ravi	Sitting fees	-	5.05
Mr. R Nandakumar	Sitting fees	-	5.05

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43 Related parties disclosures (Cont'd)

Chaitanya India Fin Credit Private Limited	Investment in equity shares	11,400.00	14,685.45
	Purchase consideration for buyout of loan portfolio	18,836.37	-
	Consideration received on sale of portfolio	770.32	-
	Service fee paid	232.66	638.57
	Sale of fixed assets	3.40	-
	Inter Corporate loan given	1,000.00	-
	Inter Corporate loan repaid	1,000.00	-
	Investment in compulsorily convertible debentures	-	11,400.00
	Sale of investment in Non convertible debenture	1,504.75	-
	Interest received on Non convertible debenture	163.42	-
	Interest received on inter company loan	6.56	-
	Interest received on compulsorily convertible debentures	140.86	171.78

Outstanding balances with related parties in ordinary course of business:

Name of related party	Nature of balance	As at 31 March 2021	As at 31 March 2020
Chaitanya India Fin Credit Private Limited	Outstanding (payable)/ receivable - net - business correspondence activities	53.83	451.15
Chaitanya India Fin Credit Private Limited	Outstanding (payable)/ receivable - net - financial activities	2,190.21	(79.24)
Chaitanya India Fin Credit Private	Compulsorily convertible debentures	-	11,400.00
Navi Technologies Private Limited (formerly known as BAC Acquisitions Private Limited)	Outstanding (payable)/ receivable - net - business correspondence activities	(357.56)	-
Navi Technologies Private Limited (formerly known as BAC Acquisitions Private Limited)	Non-convertible debentures	(140,205.58)	(247,366.95)
Navi Technologies Private Limited (formerly known as BAC Acquisitions Private Limited)	Provision for employee benefits (ESOP expense)	(52.99)	-
Navi General Insurance Limited	CD balance	3.19	-

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44 Maturity analysis of assets and liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled:

Particulars	As at 31 March 2021			As at 31 March 2020		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
Assets						
Financial assets						
Cash and cash equivalents	10,299.95	-	10,299.95	1,944.54	-	1,944.54
Bank balances other than cash and cash equivalents	6,375.55	-	6,375.55	-	26.73	26.73
Trade receivables	-	-	-	451.15	-	451.15
Loans *	40,373.28	12,561.65	52,934.93	7,526.03	3,368.03	10,894.06
Investment	212,726.04	43,779.18	256,505.22	255,344.23	98,958.93	354,303.16
Other financial assets	2,837.09	2.88	2,839.97	12.42	11.55	23.97
Non-financial assets						
Current tax assets (net)	140.44	-	140.44	-	-	-
Deferred tax asset (net)	-	2,515.21	2,515.21	-	721.80	721.80
Property, plant and equipment	-	37.42	37.42	-	36.29	36.29
Right to use asset	-	149.68	149.68	3.16	-	3.16
Other intangible assets	-	0.82	0.82	-	1.67	1.67
Other non-financial assets	286.59	21.75	308.34	82.23	34.78	117.01
Total	**273,038.94**	**59,068.59**	**332,107.53**	**265,363.76**	**103,159.78**	**368,523.54**

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44 Maturity analysis of assets and liabilities (Cont'd)

Particulars	As at 31 March 2021			As at 31 March 2020		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
Liabilities						
Financial liabilities						
Other payables						
(i) total outstanding dues of micro enterprises and small enterprises	11.60	-	11.60	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	779.57	-	779.57	47.47	-	47.47
Debt securities	140,205.58	26,975.16	167,180.74	247,366.95	-	247,366.95
Borrowings (other than debt securities)	36,943.07	3,202.67	40,145.75	621.91	23,100.80	23,722.71
Subordinated liabilities	-	993.38	993.38	-	992.48	992.48
Other financial liabilities	6,630.25	-	6,630.25	531.68	-	531.68
Non financial liabilities						
Current tax liabilities (net)	-	-	-	529.42	-	529.42
Provisions	681.82	191.75	873.57	34.81	21.71	56.52
Other non financial liabilities	232.69	-	232.69	71.28	-	71.28
Total	**185,484.58**	**31,362.97**	**216,847.55**	**249,203.52**	**24,114.99**	**273,318.51**
Net	**87,554.36**	**27,705.62**	**115,259.98**	**16,160.24**	**79,044.79**	**95,205.03**

*Amounts disclosed as on 31 March 2020 is per anticipated repayment pattern owing to moratorium given to customers on account of COVID-19 pandemic as per the RBI guidelines.

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45 Contingent liabilities, commitments and leasing arrangements

(A) Contingent liabilities

	Particulars	As at 31 March 2021	As at 31 March 2020
a.	In respect of Income tax demands where the Company has filed appeal before the relevant authority.	109.95	103.19
b.	In respect of GST where the Company has filed submission to Assistant Commissioner (State Tax-Karnataka)	30.60	-
	Total	**140.55**	**103.19**

i) Future cash outflows in respect of above are determinable only on receipt of judgements /decisions pending with various forums/authorities. The management believes that the ultimate outcome of these proceedings will not have a material adverse effect on the Company's financial position and results of operations.

(B) Commitments not provided for

There are no commitments of the Company that are not provided for as at 31 March 2021 and 31 March 2020

(C) Lease disclosures

Particulars	As at 31 March 2021	As at 31 March 2020
Opening lease liabilities	3.58	11.40
Addition to lease liabilities during the year	163.13	-
Interest expense on Lease liabilities	3.94	0.58
Cash outflow for leases	(19.35)	(8.40)
Closing lease liabilities	**151.30**	**3.58**

Particulars	As at 31 March 2021	As at 31 March 2020
Opening value of right of use assets	3.15	10.74
Addition to lease assets during the year	163.13	-
Less: Depreciation charge for the year	(16.60)	(7.59)
Closing lease Assets	**149.68**	**3.15**

Amounts recognised in statement of profit or loss

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Depreciation charge on right of use assets	16.60	7.59
Interest on lease liabilities	3.94	0.58
Total	**20.54**	**8.17**

Amounts recognised in the statement of cash flows

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Interest paid on lease liabilities	3.94	0.58
Payment towards lease liabilities	(19.35)	(8.40)
Total	**(15.41)**	**(7.82)**

Maturity analysis of lease liabilities

Particulars	As at 31 March 2021	As at 31 March 2020
Within one year	37.89	3.58
After one year but not more than five years	113.41	-
More than five years	-	-
Total	**151.30**	**3.58**

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45 Contingent liabilities, commitments and leasing arrangements (cont'd)

Particulars	As at 31 March 2021	As at 31 March 2020
Nature of right of use asset	Office premises	Office premises
No. of right of use assets leased	4	1
Range of remaining term	33-44 Months	5 months
Average remaining lease term	36 months	5 months
Future cash flows to which lessee is potentially exposed to		
Variable lease payments	-	-
Extension and termination options	-	-
Residual value guarantees	-	-
Leases not yet commenced to which the lessee is committed	-	-
Total	-	-
Restrictions or covenants imposed by leases	None	None
Sale and leaseback transactions	None	None

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46 Share based payments

ESOP Plan 2017

The Company has implemented an Employee Stock Option Plan called as Chaitanya Employee Stock Option Scheme 2017 ("ESOP 2017"). The Chaitanya Employee Stock Option Scheme 2017' (the 'Plan 2017') was approved in the Extraordinary General Meeting of the members held on 24 April 2017. The Company introduced the Plan to reward employees for their association with the Company, their performance as well as to attract, retain and motivate employees to contribute to the growth and profitability of the Company and its subsidiary company. The plan provides for the creation and issue of 739,500 options that would eventually convert into equity shares of ₹ 10 each in the hands of the employees. The options are to be granted to the eligible employees as per the eligibility criteria as recommended by the Board of Directors. The share options vest in a graded manner over a period of three years and are exercisable in one or more tranches within a period of ten years from the date of vesting, failing which the options shall lapse.

Pursuant to the Plan, the Company granted 621,000 options till 31 March 2020 (31 March 2019: 621,000). The stock compensation cost is computed under the fair value method and has been recognised as an additional investment in CIFCPL on a proportionate basis over the vesting period upto 31 March 2020. For the year ended 31 March 2021, the Company has recorded an additional investment of 94.11 lakhs (31 March 2020: 33.27 lakhs) in the CIFCPL.

Details of ESOP trust and plan:

ESOP trust	Grant – 1 of ESOP 2017	Grant – 2 of ESOP 2017
Date of grant	13 October 2017	26 March 2019
Date of Board Meeting, where ESOP was approved	12 October 2017	25 March 2019
Date of Committee Meeting where grant of options were approved	13 October 2017	26 March 2019
No. of options granted	559,000	62,000
Method of settlement	The employees have to pay the exercise price to the Trust for acquiring the shares of the Company. The exercise price is ₹ 38 each	
Vesting conditions	The options shall vest over a period of 3 (three) years of continuous completed service from the date of grant of options	
Vesting period	The options shall vest at the rate of 33% on each anniversary of the grant, continuously for 3 years	
Exercise period	After completion of vesting period within 10 years of vesting of the options	
Pricing formula	The Company had issued shares to the Trust at ₹ 38 per share (valuation report was obtained)	

Details of grant and exercise of such options are as follows:

Particulars	Grant – 1 of ESOP 2017	Grant – 2 of ESOP 2017
No. of options granted	559,000	62,000
Date of grant of options	13 October 2017	26 March 2019
No. of employee to whom such options were granted	62	2
Exercise price*	₹ 38	₹ 38
No. of employees who have exercised the option	62	2
No. of options exercised	482,000.00	62,000.00

*Based on the valuation by a registered valuer.

Details of vesting of options Chaitanya Employee Stock Option Scheme 2017:

Grant-1

Vesting date	Vested options
13 October 2018	175,333
13 October 2019	160,000
13 October 2020	146,667

Grant-2

Vesting date	Vested options
26 March 2020	20,667
13 October 2020	41,333

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46 Share based payments (cont'd)

Summary of options granted under the plan:

Particulars	As at 31 March 2021		As at 31 March 2020	
	No. of options	Weighted average exercise price	No. of options	Weighted average exercise price
Outstanding options at the beginning of the year	554,000	₹ 38	567,333	₹ 38
Granted during the year	-	-	-	
Forfeited during the year	-	-	-	
Exercised during the year	544,000	₹ 38	-	
Expired/lapsed during the year	10,000	₹ 38	13,333	₹ 38
Outstanding options at the end of the year	-	-	554,000	₹ 38
Exercisable at the end of the year	-	-	-	
Number of equity shares of ₹ 10 each fully paid up to be issued	-	-	554,000	₹ 38
Weighted average remaining contractual life (in years) of the option exercisable	-	-		10.71
Weighted average fair value of the options exercisable at grant date	Grant-1	-	Grant-1	16.20
	Grant-2	-	Grant-2	36.60

Share options outstanding at the end of the year having the following expiry date and exercise price: Nil

The fair value of the options was estimated on the date of grant using the Black-Scholes model with the following significant assumptions:

Grant date	13 October 2017	26 March 2019
Vesting period	10 years from the vesting date	10 years from the vesring date
Exercise price	38.00	38.00
Expected volatility (%)	21.00%	19.10%
Expected option life (in years)	7.00	7.00
Fair market value of the option on the grant date	16.20	36.60
Risk free interest rate	6.60%	7.20%

Employee wise details (name of employee, designation, number of options granted during the year, exercise price) - Nil (previous year - Nil)
There are no identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant.

Note:
During the year ended 31 March 2021, there was an accelerated vesting of ESOPs on 13 October 2020, where in the holding company (Navi Technologies Private Limited) paid ₹75 per share to the Chaitanya Employee Welfare Trust being consideration for exercising ESOPs on behalf of employees and for subsequent transfer of such shares to the Holding Company.
Accordingly, the ESOPs were exercised and transferred to Navi Technologies Private Limited and the outstanding loan repaid by Chaitanya Employee Welfare Trust. Therefore such transfer of shares from Chaitanya Employee Welfare Trust to Navi Technologies Private Limited has been captured as a additional movement in the current year.

ESOP Plan 2019
Under the Employee Share-option Plan (ESOP), introduced on 17 October 2019 by Navi Technologies Private Limited (herein referred to as the "Holding Company"), at its discretion, may grant share options of the Holding Company to any of the employees including employees of its wholly owned subsidiaries.
The Holding Company introduced the Plan for the benefit of the employees of all companies under the Group. The options are to be granted to the eligible employees as per the eligibility criteria as determined by the Board/Compensation Committee at its sole discretion.
Under the plan, participants have been granted options which will vest as follows:

Scheme	Vesting Conditions	Exercise Period	Exercise Price / Ratio	Other conditions
Employee Share-option Plan (ESOP), 2019	Vested in a graded manner over a period of 4 years.	Employees must remain in service for a period of 3 years from the date of grant.	₹ 100/ Options : Shares = 1:1	Options are exercisable in one or more tranches within a period of 10 years from the date of vesting, failing which the options shall lapse.

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46 Share based payments (cont'd)

Pursuant to the plan, the Holding Company has granted 744,029 to the employees of the Company. Outstanding options as on 31 March 2021 are 744,029. The Stock compensation cost is computed under the fair value method and has been recognised on a straight line basis over the vesting period up to 31 March 2021.

For the year ended 31 March 2021, the Company has recorded stock compensation expenses of ₹ 52.99 lakhs which has been transferred by Holding Company.

	No. of options 31 March 2021
Options outstanding at the beginning	-
Granted during the year	744,029
Lapsed during the year	-
Options outstanding at the end	**744,029**

The fair value of share options granted is estimated at the date of grant using a Black Scholes Merton model, taking into account the terms and conditions upon which the share options were granted.
The expected life used in the model has been adjusted, based on management's best estimate for the effects of non-transferability, exercise restrictions and behavioral considerations. The contractual term of the share options is ten years and there are no cash settlement alternatives for the employees. The Hoding Company does not have a practice of cash settlement for these awards.

Futher, in accordance with Para 43B-43C, Ind AS 102 Share based payments, although the Company is receiving the services of employees to whom share options are granted. But the options granted are not of its own equity instruments and the Company has no obligation to settle the share-based payment transaction.
Hence, the stock compensation cost in the books of the Company shall be recorded as cash-settled transaction.

Particulars	31 March 2021
Fair value of the equity share as on grant date	₹ 143.40
Weighted average fair values at the measurement date	₹ 100
Expected life of share options (years)	7.50
Expected volatility (%)	27.5%
Dividend yield (%)	0.0%
Risk-free interest rate (%)	6.3%
Weighted average share price (INR)	₹ 100
Model used	Black Scholes Merton

Expected volatility during the expected life of the option can be estimated using historical volatility of the underlying asset observed during the period equivalent to the expected life of the option.

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47 Fair value measurement

47.1 Financial assets and liabilities

The carrying amounts and fair values of financial instruments by category are as follows:

Particulars	Note	As at 31 March 2021	As at 31 March 2020
Financial assets measured at fair value			
Investments	9	176,015.30	188,290.44
Financial assets measured at amortised cost			
Cash and cash equivalents	5	10,299.95	1,944.54
Bank balance other than cash and cash equivalents	6	6,375.55	26.73
Trade receivables	7	-	451.15
Loans	8	52,934.93	10,894.06
Investments	9	80,489.92	166,012.72
Other financial assets	10	2,839.97	23.97
Total		**328,955.62**	**367,643.61**

Particulars	Note	As at 31 March 2021	As at 31 March 2020
Financial liabilities measured at amortised cost			
Other payables	16	791.17	47.47
Debt securities	17	167,180.74	247,366.95
Borrowings (other than debt securities)	18	40,145.75	23,722.71
Subordinated liabilities	19	993.38	992.48
Other financial liabilities	20	6,630.25	531.68
Total		**215,741.29**	**272,661.29**

47.2 Fair value hierarchy of assets and liabilities

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation sale. Methods and assumptions used to estimate the fair values are consistent in all the years. Fair value of financial instruments referred to in note above has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets and liabilities and lowest priority to unobservable entity specific inputs.

The categories used are as follows:

Level 1: Quoted prices (unadjusted) for identical instruments in an active market;

Level 2: Directly (i.e. as prices) or indirectly (i.e. derived from prices) observable market inputs, other than Level 1 inputs; and

Level 3: Inputs which are not based on observable market data (unobservable inputs).

The following table shows an analysis of financial instruments recorded at fair value by level of the fair value hierarchy:

Particulars	As at 31 March 2021	As at 31 March 2020
Level 1 (Quoted prices in active market)		
Financial assets measured at FVTPL		
Investments in quoted equity instruments	-	3,796.75
Investments in bonds and debentures	168,452.97	142,655.88
Financial assets measured at FVTPL		
Investments in mutual funds	6,927.30	34,418.53
Investments in alternative investment funds	-	7,409.30
Investment in Futures	635.03	9.98
	176,015.30	**188,290.44**

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47.3 Fair value of financial instruments measured at amortised cost

Set out below is a comparison, by class, of the carrying amounts and fair values of the Company's financial instruments measured at amortised cost.

Particulars	As at 31 March 2021		As at 31 March 2020	
	Carrying value	Fair value	Carrying value	Fair value
Financial assets:				
Cash and cash equivalents	10,299.95	10,299.95	1,944.54	1,944.54
Bank balance other than cash and cash equivalents	6,375.55	6,375.55	26.73	26.73
Trade receivables	-	-	451.15	451.15
Loans	52,934.93	52,934.93	10,894.06	10,894.06
Investments	80,489.92	80,489.92	166,012.72	166,012.72
Other financial assets	2,839.97	2,839.97	23.97	23.97
Total financial assets	**152,940.32**	**152,940.32**	**179,353.17**	**179,353.17**
Financial liabilities:				
Other Payables	791.17	791.17	47.47	47.47
Debt securities	167,180.74	167,180.74	247,366.95	247,366.95
Borrowings (other than debt securities)	40,145.75	40,145.75	23,722.71	23,722.71
Subordinated liabilities	993.38	993.38	992.48	992.48
Other financial liabilities	6,630.25	6,630.25	531.68	531.68
Total financial liabilities	**215,741.29**	**215,741.29**	**272,661.29**	**272,661.29**

47.4 Valuation methodologies of financial instruments measured at amortised cost

Below are the methodologies and assumptions used to determine fair values for the above financial instruments which are not recorded and measured at fair value in the financial statements. These fair values were calculated for disclosure purposes only. The below methodologies and assumptions relate only to the instruments in the above tables.The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Financial assets at amortised cost

The fair value of loans given to customers are estimated using a discounted cash flow model based on contractual cash flows using actual or estimated yields.
The fair value of investments are estimated using a cash flow model based on contractual cash flows using actual maturities.

Financial liability at amortised cost

The fair value of borrowings, debt securities and subordinate liabilities are estimated using a discounted cash flow model based on contractual cash flows using actual or estimated yields.

Short term financial assets and laibilities

The fair value of cash and cash equivalents, bank balances, trade receivables, other financial assets and other financial liabilities approximate their carrying amount largely due to the short-term nature of these instruments. The Company's loans have been contracted at market rates of interest. Accordingly, the carrying value of these approximates fair value.

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48 Risk management

The Company is a Systemically Important-Non Deposit Taking-Non-Banking Financial Company (NBFC ND-SI) registered with the Reserve Bank of India. On account of it's business activities it is exposed to various financial risks associated with financial products such as credit or default risk, market risk, interest rate risk, liquidity risk and inflationary risk. However, the Company has a robust financial risk management system in place to identify, evaluate, manage and mitigate various risks associated with its financial products to ensure that desired financial objectives are met. The Company's senior management is responsible for establishing and monitoring the risk management framework within its overall risk management objectives and strategies, as approved by the Board of Directors. Such risk management strategies and objectives are established to identify and analyse potential risks faced by the Company, set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and assess risk management performance. Any change in Company's risk management objectives and policies needs prior approval of it's Board of Directors.

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

Risk	Exposure arising from	Measurement	Risk management
Credit risk	Financial assets (excluding cash in hand)	Ageing analysis and credit risk modelling	Structured and standardized credit appraisal process, field credit assessment, diversification of asset base, credit limits and collaterals taken for assets, wherever applicable
Liquidity risk	Financial liabilities	Cash flow forecasts	Committed borrowing and other credit facilities and sale of loan assets (whenever required)
Market risk - interest rate	Investments	Sensitivity analysis	Review of fair valuation of investments
Market risk - security price	Investments	Sensitivity analysis	Diversification of portfolio with focus on strategic investments

The Company has a risk management policy which covers all the risk associated with its assets and liabilities. The Company has implemented comprehensive policies and procedures to assess, monitor and manage risk throughout the Company. The risk management process is continuously reviewed, improved and adapted in tandem with internal metamorphosis and changing external environment. The process of continuous evaluation of risk also includes taking stock of the risk landscape on an event-driven basis.

The Company has an elaborate process for risk management. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The Company's treasury is responsible for managing its assets and liabilities, liquidity position, and the overall financial structure. It is also primarily responsible for the funding and interest rate risks of the Company.

48.1 Credit risk

A. Investments

This risk is common to all investors who invest in bonds and debt instruments and it refers to a situation where a particular bond issuer is unable to make the expected principal payments, interest rate payments, or both. Similarly, a lender bears the risk that the borrower may default in the payment of contractual interest or principal on its debt obligations, or both. The Company continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

B. Loans

Credit risk is the risk that a customer or counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company's substantial income is generated from lending to retail customers and therefore credit risk is the principal risk associated with the business.

The credit risk management policy of the Company seeks to have following controls and key metrics that allows risks to be identified, assessed, monitored and reported in a timely and efficient manner in compliance with regulatory requirements.

- Standardize the process of identifying new risks and designing appropriate controls for these risks
- Minimize losses due to defaults or untimely payments by borrowers
- Maintain an appropriate credit administration and loan review system
- Establish metrics for portfolio monitoring
- Design appropriate credit risk mitigation techniques

48.1.1 Risk Identification

Credit risk may originate in one or multiple of following ways mentioned below:

- Adverse selection of target market for undertaking lending activity (negative villages, migrant occupations, negative communities, etc.)
- Gap in credit assessment of borrower's credit worthiness (Failure to collect KYC documents, verify residential address, assess income source, determine validity of legal property documents)
- Security gaps or temporary technical glitches in the loan origination application of the company leading to loans being sanctioned to ineligible individuals
- Undue influence of Animator/Representative on customers (political influence / middlemen influencing decisions of customers)
- Over borrowing by customers
- Upper cap on loan ticket size
- Improper use of loan amount than the designated activity
- Over-concentration in any geography/branch/zone etc.

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48 Risk management (cont'd)

48.1.1 Risk identification (cont'd)

Credit risk in investments may originate in one or multiple of following ways mentioned below:

- Adverse economic environment / regulatory changes impacting the credit / liquidity profile of underlying issuers
- Financial stress due to internal factors (such as over-levemging by underlying issuers) resulting in lower demand for the security in the secondary market or leading to an impact on the issuer's ability to service debt obligations
- Any financial stress in the group entities of the underlying issuer impacting its refinancing ability
- Deterioration in the value of underlying collateral
- Aggressive growth / policies affecting the asset quality and in turn profitability and refinancing options
- Material frauds by promoters / key management personnel / employees
- Breach of any covenants triggering cross-default / liquidity shocks

48.1.2 Risk assessment and measurement

The Company assesses and manages credit risk based on internal credit rating system. Internal credit rating is performed for each class of financial instruments with different characteristics. The Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

(i) Low credit risk
(ii) Moderate credit risk
(iii) High credit risk

The Company provides for expected credit loss based on the following:

Nature	Assets covered	Basis of expected credit loss
Low credit risk	Cash and cash equivalents (excluding cash on hand), other bank balances, investments, loans, trade receivables and other financial assets	12 month expected credit loss
Moderate credit risk	Loans and investments	Life time expected credit loss or 12 month expected credit loss
High credit risk	Loans and investments	Life time expected credit loss or fully provided for

48.1.3 Risk monitoring

Monitoring and follow up is an essential element in the overall risk management framework and is taken up very seriously at all levels within the organization. Monitoring and controlling risks is primarily performed based on limits established by the Company.

Investments - Risk concentration is minimized by investing in highly rated, investment grade bonds and debt instruments which have a very low risk of default. The Company lends to borrowers with a good credit score and generally most of the lending is secured against assets pledged by the borrower in favour of the Company. These investments are reviewed by the Board of Directors on a regular basis.

Loans - Borrower risk categorization is an effective tool to flag potential problems in the loan accounts and identify if any corrective action plan are to be taken. The Company regularly monitors borrower repayments and borrowers are accordingly categorized in low risk and high risk.
The performance indicators are continuously generated through monitoring alerts in the loan origination flow and post disbursal flow to highlight areas requiring attention and action. Monitoring includes diagnostic studies of problem areas in collections performance and proactively taking actions.

The risk monitoring metrics have been defined to track performance at each stage of the loan life cycle:

- Credit Origination - KYC pendency, if any; deviation index from the defined policies and procedures
- Credit sanction - Disbursement to high risk rated borrowers; early delinquency due to fraud
- Credit monitoring -
  - Portfolio at risk - The metrics provides an indication of potential losses that may arise from overdue accounts. (loans with staging more than 90 Days past due);
  - Static pool analysis - Provides an indication about the portfolio performance vis-a-vis the vintage of the loans and helps compare performance of loans generated in different time periods
- Collection and recovery - collection efficiency, roll forward rates and roll backward rates.

48.1.4 Risk mitigation

Risk Mitigation or risk reduction is defined as the process of reducing risk exposures and/or minimizing the likelihood of incident occurrence.

Investments

With respect to investments, the Company maintains a well diversified portfolio of investments in shares and securities which are saleable at any given point of time. A dedicated team of market experts are monitoring the markets on a continuous basis, which advises the management for timely purchase or sale of securities.

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48 Risk management (cont'd)

48.1.4 Risk mitigation (cont'd)

Loans

The Company has created mechanisms for underwriting credit and risk policy for digital personal loans and housing loans.
The following risk mitigation measures has been suggested at each stage of loan life cycle:

- Loan origination - profile/income selection, document verification process, KYC checks, creditworthiness checks based on CIBIL, fraud database checks, device data, regular updates to loan origination application based on security gaps and technical glitches identified etc
- Loan underwriting - Risk rating, credit assessment, independent assessment of legal validity and value of property by experts etc.
- Loan pre and post disbursement - disbursement in the bank account only, loan utilisation checks
- Loan collection and recovery - monitor repayments, days past due review, DPD stagewise collection framework
- Appropriate policy-driven loan origination and collection process.

It is the Company's policy to ensure that a robust risk awareness is embedded in its organisational risk culture. Employees are expected to take ownership and be accountable for the risks the Company is exposed to and that they decide to take on. Continuous training and development emphasises that employees are made aware of the Company's risk appetite and they are supported in their roles and responsibilities to monitor and keep their exposure to risk within the Company's risk appetite limits. Compliance breaches and internal audit findings are important elements of employees' annual ratings and remuneration reviews.

48.1.5 Impairment assessment

Investments

The Company has commenced the treasury operations in investments in the year ended 31 March 2020 and all investments carried at amortised cost are categorised under respective stages. The Company has assessed the impairment allowance on the basis of EAD*PD*LGD. The default rates for these investments are considered as reported by external credit rating agencies. Exposure at default (EAD) is the carrying value of the investments (net of credit enhancement).

Loans

The Company is also engaged in the business of providing loans and access to credit to the customers. The tenure of which is ranging from 3 month to 36 months for its personal loan product and 5 years to 25 years for its housing loan product.

The Company's impairment assessment and measurement approach is set out in this note. It should be read in conjunction with the Summary of significant accounting policies Note 4.8.1 (Overview of the Expected Credit Loss).

Definition of default and cure

The Company considers a financial instrument defaulted and therefore Stage 3 (credit-impaired) for ECL calculations in all cases when the borrower becomes 90 days past due on its contractual payments.

As a part of a qualitative assessment of whether a customer is in default, the Company also considers a variety of instances that may indicate unlikeliness to pay. When such events occur, the Company carefully considers whether the event should result in treating the customer as defaulted and therefore assessed as Stage 3 for ECL calculations or whether Stage 2 is appropriate.

It is the Company's policy to consider a financial instrument as 'cured' and therefore re classified out of Stage 3 when the due amount have been paid. The decision whether to classify an asset as Stage 2 or Stage 1 once cured depends on the updated credit grade, at the time of the cure, and whether this indicates there has been a significant increase in credit risk compared to initial recognition.

The Company's internal credit rating grades and staging criteria for loans are as follows:

Internal rating grade	Internal rating description	Stages
Performing		
Standard grade - no overdue	No over due	Stage I
Standard grade - past due	DPD 1 to 30	Stage I
	DPD 31 to 60	Stage II
	DPD 61 to 89	Stage II
Non-performing		
Sub-standard grade	DPD => 90	Stage III

Frequency of recognition

Riskiness of a financial asset is recognized in the following frequency: -

- At the time of initial recognition all financial assets are recognized as low credit risk.
- Assets are evaluated on a monthly frequency till the time it is fully repaid and closed; they are evaluated basis their days past due (DPD) status at every month end, and risk classification is made accordingly.
- An asset may be re-recognized if there is adverse field information regarding client default.

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48 Risk management (cont'd)

48.1.5 Impairment assessment (cont'd)

Forward looking approach

ECL is based on history of financial asset and also includes forward looking statement. Ind AS does not mandate to forecast about the future conditions over the entire expected life of a financial asset, and ensures to extrapolate projection from available, detailed information. These includes :

- Internal historical credit loss experience
- Industry trend of credit loss of homogeneous assets
- Historical credit loss experience of other similar assets to homogeneous set of customers
- Changes in underwriting capacity, collection efficiency, and management strength
- Macroeconomic factors such as interest rates, industry policies, GDP growth, inflation, etc.
- Regulatory factors such as systemic risk events, policy changes, and statutory guidelines
- Systemic events such as demonetization, Andhra Pradesh crisis, etc and special situations such as floods, cyclone, earthquake, etc.

Measurement of ECL

Expected Credit Loss or ECL is measured in the following manner. The Company calculates ECL based on probability-weighted scenarios to measure the expected cash shortfalls, discounted at an approximation to the EIR. A cash shortfall is the difference between the cash flows that are due to the Company in accordance with the contract and the cash flows that the Company expects to receive.

ECL = PD*LGD*EAD

Each item is defined as follows:

ECL - Expected credit loss

Present value of difference between contractual cash flows and actual cash flows expected to be received over a given time horizon

PD - Probability of default

The Probability of default is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period, if the facility has not been previously derecognised and is still in the portfolio.

LGD - Loss given default

The Loss Given Default is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference between the contractual cash flows due and those that the Company would expect to receive, including from the realisation of any collateral. It is usually expressed as a percentage of the EAD

EAD- Exposure at default

Cash flows that are at risk of default over a given time horizon, The Exposure at Default is an estimate of the exposure at a future default date.

i) **Expected credit losses for financial assets other than loans**

As at 31 March 2021	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash and cash equivalents	10,299.95	-	10,299.95
Bank balance other than cash and cash equivalents	6,375.55	-	6,375.55
Trade receivables	-	-	-
Investments	258,232.09	1,726.87	256,505.22
Other financial assets	2,839.97	-	2,839.97

As at 31 March 2020	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash and cash equivalents	1,944.54	-	1,944.54
Bank balance other than cash and cash equivalents	26.73	-	26.73
Trade receivables	451.15	-	451.15
Investments	354,567.16	264.00	354,303.16
Other financial assets	23.97	-	23.97

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48 Risk management (cont'd)

48.1.5 Impairment assessment (Cont'd)

Credit quality of assets

(a) Loans

The table below shows the credit quality and the maximum exposure to credit risk based on the Company's internal credit rating system and year-end stage classification. The amounts presented are gross of impairment allowances.

Particulars	As at 31 March 2021				As at 31 March 2020			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Internal rating grade								
Performing								
Standard grade- No Over Due	54,617.60	-	-	54,617.60	9,124.62	-	-	9,124.62
Standard grade- DPD 1 to 30	2,127.92	-	-	2,127.92	1,563.40	-	-	1,563.40
Standard grade- DPD 31 to 60	-	1,475.52	-	1,475.52	-	233.51	-	233.51
Standard grade- DPD 61 to 89	-	1,592.64	-	1,592.64	-	67.03	-	67.03
Non- performing								
Sub-standard grade- DPD > 89	-	-	2,792.64	2,792.64	-	-	579.91	579.91
Total	56,745.52	3,068.16	2,792.64	62,606.32	10,688.02	300.54	579.91	11,568.47

An analysis of changes in the gross carrying amount and the corresponding ECL allowances in relation to Portfolio loans is, as follows:

Particulars	FY 2020-21				FY 2019-20			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount -opening balance	10,688.02	300.54	579.91	11,568.47	4,702.03	171.20	475.61	5,348.84
New assets originated	56,642.45	3,067.22	2,446.88	62,156.56	9,330.67	185.05	35.99	9,551.72
Movement between stages								
Transferring from Stage 1	(151.56)	9.85	151.71	-	(276.08)	201.73	74.35	-
Transferring from Stage 2	7.40	(39.25)	31.85	-	35.47	(70.45)	34.98	-
Transferring from Stage 3	0.71	-	(0.71)	-	3.39	3.91	(7.30)	-
Assets repaid, derecognized and written off	(10,431.51)	(270.20)	(417.00)	(11,118.71)	(3,107.45)	(150.91)	(33.72)	(3,332.09)
Gross carrying amount- closing balance	56,745.52	3,068.16	2,792.64	62,606.32	10,688.02	300.54	579.91	11,568.47

Note : new assets originated is presented net of collections made.

Reconciliation of ECL balance on loans is given below:

Particulars	FY 2020-21				FY 2019-20			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Impairment allowance - opening balance	422.25	15.32	236.84	674.41	30.78	9.62	154.36	194.76
New assets originated	5,217.22	1,895.30	2,343.38	9,455.90	359.96	5.49	5.79	371.24
Movement between stages								
Transfers to Stage 1	(2.12)	0.30	1.82	-	(1.99)	1.41	0.58	-
Transfers to Stage 2	0.35	(1.60)	1.25	-	2.04	(5.36)	3.32	-
Transfers to Stage 3	0.08	-	(0.08)	-	0.91	1.26	(2.17)	-
Additions/ provision created during the year/(Assets repaid, derecognized and written off)	(417.82)	(13.34)	(27.96)	(459.12)	30.55	2.90	74.96	108.41
Impairment allowance - closing balance	5,219.96	1,896.18	2,555.25	9,671.39	422.25	15.32	236.84	674.41

Note - new assets originated is presented net of collections made.

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48 Risk management (cont'd)

48.1.5 Impairment assessment (Cont'd)

(b) Investments

The table below shows the credit quality and the maximum exposure to credit risk based on the Company's internal credit rating system and year-end stage classification. The amounts presented are gross of impairment allowances.

Particulars	FY 2020-21				FY 2019-20			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Internal rating grade								
Performing								
Standard grade- DPD 0 to 30	21,131.91	-	-	21,131.91	133,744.69	-	-	133,744.69
Standard grade- DPD 31 to 60	-	-	-	-	-	-	-	-
Non-performing								
Standard grade- DPD >61	-	-	2,274.41	2,274.41	-	-	-	-
	21,131.91	**-**	**2,274.41**	**23,406.32**	**133,744.69**	**-**	**-**	**133,744.69**

An analysis of changes in the gross carrying amount and the corresponding ECL allowances in relation to investments is, as follows:

Particulars	FY 2020-21				FY 2019-20			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount -opening balance	**133,744.69**	-	-	**133,744.69**	-	-	-	-
New assets originated *	500.00	-	-	500.00	133,744.69	-	-	133,744.69
Movement between stages								
Transferring from Stage 1	(2,999.93)		2,999.93	-	-	-	-	-
Transferring from Stage 2	-	-	-	-	-	-	-	-
Transferring from Stage 3	-	-	-	-	-	-	-	-
Assets repaid, derecognized and written off	(110,112.84)	-	(725.52)	(110,838.36)				
Gross carrying amount- closing balance	**21,131.91**	-	**2,274.41**	**23,406.32**	**133,744.69**	-	-	**133,744.69**

* Includes investment in unlisted compulsorily convertible debentures of the subsidiary company amounting to ₹ 11,488 lakhs as on 31 March 2020.

Note: new assets originated is presented net of repayments made.

Reconciliation of ECL balance on investments is given below:

Particulars	FY 2020-21				FY 2019-20			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Impairment allowance - opening balance	**264.00**	-	-	**264.00**	-	-	-	-
New assets originated	17.32	-	-	17.32	264.00	-	-	264.00
Movement between stages								
Transfers to Stage 1	(3.90)	-	3.90	-	-	-	-	-
Transfers to Stage 2	-	-	-	-	-	-	-	-
Transfers to Stage 3	-	-	-	-	-	-	-	-
Additional provision created during the year/(Assets repaid, derecognized and written off)	(256.36)	-	1,701.91	1,445.55	-	-	-	-
Impairment allowance - closing balance	**21.06**	-	**1,705.81**	**1,726.87**	**264.00**	-	-	**264.00**

Note: new assets originated is presented net of repayments made.

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48 Risk management (cont'd)

48.2 Liquidity risk and funding management

In assessing the Company's liquidity position, consideration shall be given to: (a) present and anticipated asset quality (b) present and future earnings capacity (c) historical funding requirements (d) current liquidity position (e) anticipated future funding needs, and (f) sources of funds. The Company maintains a well-diversified portfolio of investments in shares and securities which are saleable at any given point of time. A dedicated team of market experts are monitoring the markets on a continuous basis, which advises the management for timely purchase or sale of securities. The Company is currently having a mix of both short term and long-term investments. The Company maintains a portfolio of other marketable assets that are assumed to be easily liquidated and undrawn cash credit limits which can be used in the event of an unforeseen interruption in cash flow. The Company also enters into direct assignment transactions of their loan portfolio, the funding from which can be accessed to meet liquidity needs. In accordance with the Company's policy, the liquidity position is assessed under a variety of scenarios, giving due consideration to stress factors relating to both the market in general and specifically to the Company. Net liquid assets consist of cash, short-term bank deposits and investments in mutual funds and other investments in securities which are categorised as "held for sale" and are available for immediate sale, less issued securities and borrowings due to mature within the next month. Borrowings from banks and financial institutions, issue of debentures and bonds are considered as important sources of funds to finance lending to customers. They are monitored using the advances to borrowings ratio, which compares loans and advances to customers as a percentage of secured and unsecured borrowings.

48.2.1. Analysis of financial assets and liabilities by remaining contractual maturities

The tables below analyse the Company's financial assets and liabilities into relevant maturity groupings based on their contractual maturities. The amounts disclosed in the table are the contractual cash flows:

Maturity pattern of assets and liabilities as on 31 March 2021:

Particulars	Less than 1 year	Over 1 year & upto 3 years	Over 3 years & upto 5 years	Over 5 years	Total
Financial assets					
Cash and cash equivalents	10,299.95	-	-	-	10,299.95
Bank balance other than cash and cash equivalents	6,375.55	-	-	-	6,375.55
Trade receivables	-	-	-	-	-
Loans	40,373.28	12,092.73	215.77	253.15	52,934.93
Investments	212,726.04	8,321.28	2,831.79	32,626.11	256,505.22
Other financial assets	2,837.09	2.88	-	-	2,839.97
Total financial assets	**272,611.91**	**20,416.89**	**3,047.56**	**32,879.26**	**328,955.62**
Financial liabilities					
Other payables	791.17	-	-	-	791.17
Debt securities	140,205.58	26,975.16	-	-	167,180.74
Borrowings	36,943.04	3,176.40	26.28	-	40,145.72
Subordinated liabilities	-	-	993.38	-	993.38
Other financial liabilities	6,630.25	-	-	-	6,630.25
Total financial liabilities	**184,570.04**	**30,151.56**	**1,019.66**	**-**	**215,741.26**
Net undiscounted financial assets/(liabilities)	**88,041.87**	**(9,734.67)**	**2,027.90**	**32,879.26**	**113,214.36**

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48 Risk management (cont'd)

48.2.1. Analysis of financial assets and liabilities by remaining contractual maturities (Cont'd)

Maturity pattern of assets and liabilities as on 31 March 2020:

Particulars	Less than 1 year	Over 1 year & upto 3 years	Over 3 years & upto 5 years	Over 5 years	Total
Financial assets					
Cash and cash equivalents	1,944.54	-	-	-	1,944.54
Bank balance other than cash and cash equivalenes	-	26.73	-	-	26.73
Trade receivables	451.15	-	-	-	451.15
Loans *	7,526.03	3,238.16	129.25	0.62	10,894.06
Investments	255,344.23	70,232.27	7,233.38	21,493.28	354,303.16
Other financial assets	12.42	11.55	-	-	23.97
Total financial assets	**265,278.37**	**73,508.71**	**7,362.63**	**21,493.90**	**367,643.61**
Financial liabilities					
Other Payables	47.47	-	-	-	47.47
Debt securities	247,366.95	-	-	-	247,366.95
Borrowings	621.91	23,100.80	-	-	23,722.71
Subordinated Liabilities	-	-	992.48	-	992.48
Other financial liabilities	531.68	-	-	-	531.68
Total financial liabilities	**248,568.01**	**23,100.80**	**992.48**	**-**	**272,661.29**
Net undiscounted financial assets/(liabilities)	**16,710.36**	**50,407.91**	**6,370.15**	**21,493.90**	**94,982.32**

*Amounts disclosed as on 31 March 2020 is per anticipated repayment pattern owing to moratorium given to customers on account of COVID-19 pandemic as per RBI guidelines.

48.2.2 Systemic risk

Systemic risk refers to the risk of a breakdown of an entire system rather than simply the failure of individual parts. In a financial context, it denotes the risk of a cascading failure in the financial sector, caused by linkages within the financial system, resulting in a severe economic downturn.
The COVID-19, a systemic risk and a global pandemic has affected the world economy including India, leading to significant decline and volatility in financial markets and decline in economic activities. The national lockdown announced on 23 March 2020 affected activities of organizations across the economic ecosystem, impacting earning prospects and valuations of companies and creating huge volatility in the stock markets. The impact of COVID 19 on Company's result remain uncertain and will dependent on future developments including the second wave that has significantly increased the number of cases in India.
The Company is continuously assessing the potential impact of the COVID-19 on it's operations. During such an uncertain period the focus of the management is to be financialy well capitalised and maintain adequate liquidity to service its obligations, sustain its operations and also look at any appropriate investment/lending opportunities.

48.3 Market risk

Market risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market factor. It is a form of systematic risk associated with the day-to-day fluctuation in the market prices of shares and securities and such market risk affects all securities and investors in the same manner. These daily price fluctuations follows its own broad trends and cycles and are more news and transaction driven rather than fundamentals and many a times, it may affect the returns from an investment. Market risks majotly comprises of two types - interest rate risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risks include borrowings and investments.

Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. It is a type of systematic risk that particularly affects fixed rate debt instruments like bonds and debentures. The value of the fixed rate debt instruments generally decline due to rise in interest rates and vice versa. The rationale is that a bond is a promise of a future stream of payments; an investor will offer less for a bond that pays-out at a rate lower than the rates offered in the current market. A rising interest rate scenario also affects the Company's interest expenditure on borrowed funds.

The Company monitors the interest rate scenarios on a regular basis and accordingly takes investments decisions as whether to invest in fixed rate debt instruments, shares and securities at a particular point of time. Further, the Company's borrowings carry a fixed rate of interest and the Company is in a position to pass on the rise in interest rates to its borrowers.

The Company's investments in debt instruments and pass through certificates are all fixed interest bearing instruments. Refer the price sensitivity analysis given below.

The following table demonstrates the sensitivity to a reasonably possible change in the interest rates on the portion of borrowings affected. With all other variables held constant, the profit before taxes affected through the impact of rate change in borrowings, as follows:

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48 Risk management (cont'd)

48.3 Market risk (cont'd)

Particulars	Effect on Statement of Profit and loss for the year 2020-21	Effect on Statement of Profit and loss for the year 2019-20
0.50% increase	340.57	123.58
0.50% decrease	(340.57)	(123.58)

Price risk

Price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. It arises from financial assets such as investments in equity instruments, bonds, mutual funds etc. The Company is exposed to price risk arising mainly from investments carried at fair value through profit and loss which are valued using quoted prices in active markets (level 1 investments). A sensitivity analysis demonstrating the impact of change in market prices of these instruments from the prices existing as at the reporting date is given below:

Particulars	As at 31 March 2021	As at 31 March 2020
Investments carried at FVTPL valued using quoted prices in active market	176,015.30	188,290.44

Particulars	Effect on Statement of profit and loss for the year 2020-21	Effect on Statement of profit and loss for the year 2019-20
1% increase	1,760.15	1,882.90
1% decrease	(1,760.15)	(1,882.90)

49 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company. The Company is in a single business segment (primary segment) of giving loans and making investments. The entire revenues are billable within India and there is only one geographical segment (secondary segment).

50 Transferred financial assets that are not derecognised in their entirety

There are no transferred financial assets that are not derecognized in it's entirety for the year ended 31 March 2021 and 31 March 2020.

51 Expenditure in foreign currency

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Advertisement expenses	23.12	-
Travel expenses reimbursement	-	5.01

52 Additional disclosures as required by the Reserve Bank of India: -

(A) Disclosure as per Master Direction DNBR.PD.008/03.10.119/2016-17 (updated as on 17 February 2020) are as under:-

(i) Capital to Risk Assets Ratio ("CRAR"):-

Particulars	As at 31 March 2021	As at 31 March 2020
CRAR (%)	38.04%	20.80%
CRAR – Tier I capital (%)	36.56%	20.57%
CRAR - Tier II capital (%)	1.48%	0.23%
Amount of subordinated debt raised during the year included in Tier II capital	600.00	800.00

Discounted value of ₹ 600.00 lakhs (31 March 2020: ₹ 800.00 lakhs) considered for Tier II capital against the book value of ₹ 1,000.00 lakhs (31 March 2020: ₹ 1,000.00 lakhs).

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53 Investments

Particulars		As at 31 March 2021	As at 31 March 2020
(1)	**Value of investments**		
(i)	Gross value of investments	**258,232.09**	**354,567.16**
	(a) In India	258,232.09	354,567.16
	(b) Outside India	-	-
(ii)	Impairment provisions on investments	**(1,726.87)**	**(264.00)**
	(a) In India	(1,726.87)	(264.00)
	(b) Outside India	-	-
(iii)	Net value of investments	**256,505.22**	**354,831.16**
	(a) In India	256,505.22	354,303.16
	(b) Outside India	-	-
(2)	**Movement of impairment provisions on investments**		
(i)	Opening balance	264.00	-
(ii)	Add : Provisions made during the year	1,719.23	264.00
(iii)	Less : Write-off/write-back of excess provisions during the year	(256.36)	-
(iv)	Closing balance	1,726.87	264.00

54 Derivatives

Exchange Traded Interest Rate (IR) Derivatives

	Particulars	As at 31 March 2021	As at 31 March 2020
i)	Notional principal amount of exchange traded IR derivatives undertaken during the year		
	Scrip names		
	a) 645GS2029	243,977.73	183,727.29
	b) 726GS2029	-	678.96
	c) 577GS2030	189,003.79	-
	d) 579GS2030	16,188.78	-
	e) 585GS2030	75,512.64	-
ii)	Notional principal amount of exchange traded IR derivatives outstanding as on 31st March		
	Scrip names		
	a) 577GS2030	8,237.24	-
	b) 585GS2030	974.53	-

Exchange Traded Interest Rate (IR) Derivatives

	Particulars	As at 31 March 2021	As at 31 March 2020
iii)	Notional principal amount of exchange traded IR derivatives outstanding and not "highly effective" (instrument-wise)	NA	NA
iv)	Mark-to-market value of exchange traded IR derivatives outstanding and not "highly effective" (instrument-wise)	NA	NA

55 Disclosure as per RBI circular no.DBOD.No.BP.BC.60/21.04.048/200506 dated February 1, 2006

55.1 Details of financial assets sold to securitisation

Particulars	As at 31 March 2021	As at 31 March 2020
Disclosures relating to securitisation	Nil	Nil

55.2 Details of financial assets sold to securitisation/reconstruction company for asset reconstruction:

The Company has not sold any financial assets to Securitisation/Reconstruction company for asset reconstruction during the year ended 31 March 2021 and 31 March 2020.

55.3 Detail of assignment transactions:-

Particulars	As at 31 March 2021	As at 31 March 2020
No. of accounts	-	1,024
Aggregate Value (net of provisions) of accounts sold	-	199.37
Aggregate consideration	-	199.37
Additional consideration realized in respect of accounts transferred in earlier years	-	-
Aggregate gain/loss over net book value	-	

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55 Disclosure as per RBI circular no.DBOD.No.BP.BC.60/21.04.048/200506 dated February 1, 2006 (cont'd)

55.4 Details of non-performing financial assets sold

Particulars	As at 31 March 2021	As at 31 March 2020
No. of accounts	2,320	-
Aggregate Value (net of provisions) of accounts sold	539.44	-
Aggregate consideration	557.55	-
Aggregate gain/loss over net book value	18.11	-

The Company has not purchased non-performing financial assets during the year ended 31 March 2021 and 31 March 2020.

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Navi Finserv Private Limited
(formerly known as Chaitanya Rural Intermediation Development Services Private Limited)
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2021
(All amounts in ₹ lakhs unless otherwise stated)

56 Asset Liability Management Maturity pattern of certain items of assets and liabilities:-

As at 31 March 2021

Particulars	Upto 7 days	Over 08 days upto 14 days	Over 15 days upto 1 months	Over 1 month upto 2 months	Over 2 months upto 3 months	Over 3 months & upto 6 months	Over 6 months & upto 1 year	Over 1 year & upto 3 years	Over 3 years & upto 5 years	Over 5 years	Total
Liabilities											
Borrowings	20,658.03	10,125.02	358.68	525.78	527.97	141,785.20	3,167.96	30,151.56	1,019.66	-	**208,319.87**
Assets											
Loans	1,367.22	352.64	591.66	4,420.94	4,111.35	11,868.19	17,661.28	12,092.73	215.77	253.15	**52,934.93**
Investments	155,082.25	16,765.02	480.02	714.11	31,431.42	5,103.15	5,150.07	8,321.28	2,831.79	32,626.11	**256,505.22**

As at 31 March 2020

Particulars	Upto 7 days	Over 08 days upto 14 days	Over 15 days upto 1 months	Over 1 month upto 2 months	Over 2 months upto 3 months	Over 3 months & upto 6 months	Over 6 months & upto 1 year	Over 1 year & upto 3 years	Over 3 years & upto 5 years	Over 5 years	Total
Liabilities											
Borrowings	14.81	8.33	35.58	59.27	59.59	247,538.40	272.88	23,103.65	989.63	-	**272,082.14**
Assets											
Loans (refer note ii below)	22.77	22.77	52.30	268.64	317.20	3,992.77	2,849.58	3,238.16	129.25	0.62	**10,894.06**
Investments	110,066.78	4,678.48	5,920.88	12,301.58	19,784.92	47,481.38	55,110.11	70,232.27	7,233.38	21,493.28	**354,303.16**

Notes:

i) Above mentioned portfolio (own) does not include undrawn facilities, since there are no sanctioned disbursement schedule.

ii) Amounts disclosed as on 31 March 2020 is per anticipated repayment pattern owing to moratorium given to customers on account of COVID-19 pandemic as per the RBI guidelines.

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57 Exposures

(i) Exposure to Real Estate Sector:-

Particulars	As at 31 March 2021	As at 31 March 2020
A. Direct exposure		
i) Residential mortgages	521.92	1,348.88
(Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented;)		
ii) Commercial real estate:		
(Lending secured by mortgages on commercial real estates office buildings, retails space, multipurpose commercial premises, multi-family residential buildings, multi - tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based (NFB) limits)	Nil	Nil
iii) Investments in Mortgage Backed Securities (MBS) and other securitized exposures -		
a) Residential	Nil	Nil
b) Commercial real estate	Nil	Nil

ii) Exposure to capital market

The Company does not have any exposure to capital market as at 31 March 2021 and 31 March 2020.

iii) Unhedged foreign currency exposure

The details of foreign currency exposures that are not hedged by derivative instrument or otherwise are as mentioned below:

Particulars	As at 31 March 2021		As at 31 March 2020	
	In original currency	In ₹	In original currency	In ₹
Trade payables				
USD	4,860.00	353,730.00	-	-

58 Details of financing of parent company products

The Company has not financed parent company products during the year ended 31 March 2021 and 31 March 2020.

59 Details of Single Borrower Limit (SGL) / Group Borrower Limit (GBL) exceeded by the NBFC

The Company does not have single or group borrower exceeding the limits during the year ended 31 March 2021 and 31 March 2020.

60 Unsecured advances

The Company has not extended any advances where the collateral is an intangible asset such as a charge over rights, licenses, authorisations, etc. The unsecured advances of ₹ 61,984.40 lakhs (31 March 2020: ₹ 1,902.98 lakhs) disclosed in Note 8 are without any collateral or security.

61 Registration obtained from other financial sector regulators:-

The Company is registered with following other financial sector regulators:
(a) Ministry of Corporate Affairs (MCA)
(b) Ministry of Finance (Financial Intelligence Unit)
(c) Central Registry of Securitisation Asset Reconstruction and Security Interest of India (CERSAI)

62 Related party transactions

Please refer to note no 43 for related party transactions and related disclosures.

63 Provisions and contingencies

As at 31 March 2021

Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
1	2	3	4	5=3-4	6	7 = 4-6
Performing assets						
Standard	Stage 1	56,745.53	5,219.96	51,525.57	226.98	4,992.98
	Stage 2	3,068.17	1,896.18	1,171.99	12.27	1,883.91
Subtotal		**59,813.70**	**7,116.14**	**52,697.56**	**239.25**	**6,876.89**

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63 Provisions and contingencies (cont'd)

As at 31 March 2021

Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
Non-Performing Assets (NPA)						
Substandard	Stage 3	2,585.73	2,368.28	217.45	258.95	2,109.33
Doubtful - up to 1 year	Stage 3	32.50	31.01	1.49	21.02	9.99
1 to 3 years	Stage 3	88.27	78.97	9.30	26.91	52.06
-More than 3 years	Stage 3	86.12	76.99	9.13	43.06	33.93
Subtotal for NPA		**2,792.62**	**2,555.25**	**237.37**	**349.94**	**2,205.31**
Total	**Stage 1**	**56,745.53**	**5,219.96**	**51,525.57**	**226.98**	**4,992.98**
	Stage 2	**3,068.17**	**1,896.18**	**1,171.99**	**12.27**	**1,883.91**
	Stage 3	**2,792.62**	**2,555.25**	**237.37**	**349.94**	**2,205.31**
	Total	**62,606.32**	**9,671.39**	**52,934.93**	**589.19**	**9,082.20**

As at 31 March 2020

Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
1	2	3	4	5=3-4	6	7 = 4-6
Performing assets						
Standard	Stage 1	10,688.02	423.90	10,264.13	120.92	302.97
	Stage 2	300.54	15.32	285.22	16.23	(0.91)
Subtotal		**10,988.56**	**439.22**	**10,549.34**	**137.15**	**302.07**
Non-Performing Assets (NPA)						
Substandard	Stage 3	164.58	54.98	109.60	16.46	38.52
Doubtful - up to 1 year	Stage 3	121.77	50.81	70.96	24.35	26.46
- 1 to 3 years	Stage 3	293.56	131.05	162.51	88.07	42.98
-More than 3 years	Stage 3	-	-	-	-	-
Subtotal for NPA		**579.91**	**236.84**	**343.07**	**128.88**	**107.96**
Total	**Stage 1**	**10,688.03**	**422.25**	**10,265.78**	**120.92**	**302.97**
	Stage 2	**300.54**	**15.32**	**285.21**	**16.23**	**(0.91)**
	Stage 3	**579.91**	**236.84**	**343.07**	**128.88**	**107.96**
	Total	**11,568.47**	**674.41**	**10,894.06**	**266.03**	**410.03**

Break up of Provisions shown as expenditure in statement of profit and loss	For the year ended 31 March 2021	For the year ended 31 March 2020
Provision towards non peforming assets *	2,553.94	82.48
Provision towards standard assets *	6,921.82	397.17
Provision made towards income tax	5,173.63	1,243.87
Provision for gratuity**	42.57	3.25
Provision for compensated absences**	52.69	3.69

* During the year the company has sold two wheeler and housing portfolio having an impairment allowance of ₹ 478.76 lakhs as on the date of transfer. The same has been considered for arriving at the net gain on derecognition of financial instruments under amortised category in Note No.29.

** Includes actuarial gain/(loss) classified under other comprehensive income.

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64 Draw down from reserves:-

There has been no draw down from reserve during the year ended 31 March 2021 and 31 March 2020.

65 Concentration of advances, exposures and NPAs:-

65.1 Concentration of advances

Particulars	As at 31 March 2021	As at 31 March 2020
Concentration of advances		
Total advances to twenty largest borrowers	442.12	3,629.95
Percentage of Advances to twenty largest borrowers to total advances of the NBFC	0.71%	31.38%

65.2 Concentration of exposures

Particulars	As at 31 March 2021	As at 31 March 2020
Concentration of exposures		
Total exposure to twenty largest borrowers / customers	441.40	3,630.42
Percentage of exposures to twenty largest borrowers/customers to total exposure	0.70%	31.57%

65.3 Concentration of NPAs

Particulars	As at 31 March 2021	As at 31 March 2020
Concentration of NPAs		
Total exposure to top four NPA accounts**	10.55	12.08

** NPA accounts refer to stage 3 assets. Stage 3 assets includes financial assets that have objective evidence of impairment at the reporting date as defined under Ind-AS. 90 Days Past Due is considered as default for classifying a financial instrument as credit impaired.

65.4 Sector-wise NPAs #:-

Particulars	As at 31 March 2021	As at 31 March 2020
Sector	Percentage of NPAs to total advance to that sector	
1. Agriculture & allied activities	0.20%	2.26%
2. MSME	0.00%	0.00%
3. Corporate borrowers	0.00%	0.00%
4. Services	0.03%	8.57%
5. Unsecured personal loans	4.77%	1.68%
6. Other personal loans	36.55%	5.97%

NPA accounts refer to stage 3 assets. Stage 3 assets includes financial assets that have objective evidence of impairment at the reporting date as defined under Ind-AS. 90 days past due is considered as default for classifying a financial instrument as credit impaired.

66 Movement of NPAs

	Particulars	As at 31 March 2021	As at 31 March 2020
i)	**Net NPAs to net advances (%)**	0.45%	3.15%
ii)	**Movement of NPAs (Gross)**		
	Opening balance	579.91	475.61
	Additions during the year	2,630.44	145.32
	Reductions during the year	(417.71)	(41.02)
	Closing balance	**2,792.64**	**579.91**
iii)	**Movement of Net NPAs**		
	Opening balance	343.07	321.25
	Additions during the year	283.99	60.67
	Reductions during the year	(389.67)	(38.85)
	Closing balance	**237.39**	**343.07**
iv)	**Movement of provisions for NPAs (excluding provisions on standard assets)**		
	Opening balance	236.84	154.36
	Provisions made during the year	2,346.45	84.65
	Write-off/write-back of excess provisions	(28.04)	(2.17)
	Closing balance	**2,555.25**	**236.84**

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67 Disclosure as required by para 19 of Non Banking Financial Company - Systemically Important non-deposit taking Company and deposit taking Company (Reserve Bank) Directions, 2016 is as under:

	Particulars	As at 31 March 2021	As at 31 March 2020
		Amount outstanding	Amount outstanding
	Liabilities side		
1	**Loans and advances availed by the non-banking financial company inclusive of interest accrued thereon but not paid:**		
	a) Debentures		
	Secured	27,418.86	-
	Unsecured	140,205.58	247,366.95
	(other than falling within the meaning of public deposits)		
	b) Deferred credits	-	-
	c) Term loans including accrued interest but not paid	40,182.56	24,033.98
	d) Inter corporate loans and borrowings	-	-
	e) Commercial paper	-	-
	f) Other loans:		
	Other unsecured loans against assets of the Company	993.38	992.48
	Secured loans against assets of the Company	-	-
	facility	-	-
2	**Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):**		
	a) In the form of unsecured debentures	-	992.48
	b) In the form of partly secured	-	-
	c) deposits	-	-
	Assets side	**As at 31 March 2021**	**As at 31 March 2021**
3	**Breakup of loans and advances including bills receivables**		
	a) Secured	621.92	9,665.49
	b) Unsecured	61,984.40	1,902.98
4	**Breakup of leased assets and stock on hire and other assets**		
	i Lease assets including lease rentals under sundry debtors		
	a) Financial lease	-	-
	b) Operating lease	-	-
	ii Stock on hire including hire charges under sundry debtors		
	a) Assets on hire	-	-
	b) Repossessed assets	-	-
	iii Other loans counting towards AFC activities		
	a) Loans where assets have been repossessed	-	-
	b) Loans other than (a) above	-	-
4	**Breakup of investments**		
	Current investments		
	I Quoted		
	i Shares		
	a) Equity	-	7,409.30
	b) Preference	-	-
	ii Debentures and bonds	121,658.90	125,869.80
	iii Units of mutual funds	6,927.30	6,927.30
	iv Government securities	46,794.07	46,794.07
	v Others	635.03	635.03
	II Unquoted		
	i Shares		
	a) Equity	-	3,796.75
	b) Preference	-	-
	ii Debentures and bonds	-	26,539.96
	iii Units of mutual funds	-	34,418.53
	iv Government securities	-	-
	v Others	26,184.33	57,342.05

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67 Disclosure as required by para 19 of Non Banking Financial Company - Systemically Important non-deposit taking Company and deposit taking Company (Reserve Bank) Directions, 2016 is as under (cont'd):

Particulars	As at 31 March 2021	As at 31 March 2020
	Amount outstanding	Amount outstanding
Long term investments		
1 **Quoted**		
i Shares		
a) Equity	-	-
b) Preference	-	-
ii Debentures and bonds	-	16,786.08
iii Units of mutual funds	-	-
iv Government securities	-	-
v Others	-	-
2 Unquoted		
i Shares		
a) Equity	32,626.15	21,132.04
b) Preference	-	-
ii Debentures and bonds	1,051.47	18,533.24
iii Units of mutual funds	-	-
iv Government securities	-	-
v Others	20,627.97	42,465.42

67.1 Borrower group - wise classification of assets financed

As at 31 March 2021

Category	Net of provisions			
	Secured	Unsecured	Provisions	Total
1 Related parties				
a) Subsidiaries	-	-	-	-
b) Companies in the same group	-	-	-	-
c) Other related parties	-	-	-	-
2 Other than related parties	621.92	61,984.40	(9,671.39)	52,934.93
Total	**621.92**	**61,984.40**	**(9,671.39)**	**52,934.93**

As at 31 March 2020

Category	Net of provisions			
	Secured	Unsecured	Provisions	Total
1 Related parties				
a) Subsidiaries	-	-	-	-
b) Companies in the same group	-	-	-	-
c) Other related parties	-	-	-	-
2 Other than related parties	9,665.49	1,902.98	(674.41)	10,894.06
Total	**9,665.49**	**1,902.98**	**(674.41)**	**10,894.06**

67.2 Investor group - wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted) :

Category	As at 31 March 2021		As at 31 March 2020	
	Market value / break up or fair value or NAV(*)	Book value (Net of provision)	Market value / break up or fair value or NAV(*)	Book value (Net of provision)
1 Related parties				
a) Subsidiaries	32,613.95	32,613.95	21,119.84	21,119.84
b) Companies in the same group	-	-	-	-
c) Other related parties	-	-	-	-
2 Other than related parties	225,618.14	223,891.27	333,447.32	333,183.32
Total	**258,232.09**	**256,505.22**	**354,567.16**	**354,303.16**

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67 Disclosure as required by para 19 of Non Banking Financial Company - Systemically Important non-deposit taking Company and deposit taking Company (Reserve Bank) Directions, 2016 is as under (cont'd):

67.3 Other information

Particulars	As at 31 March 2021	As at 31 March 2020
i Gross non-performing assets		
a) Related parties	-	-
b) Other than related parties	2,792.64	579.91
ii Net non-performing assets		
a) Related parties	-	-
b) Other than related parties	237.39	343.07
iii Assets acquired in satisfaction of debt	-	-

68 Overseas assets

The Company does not have any joint venture or subsidiary abroad as on 31 March 2021 and 31 March 2020.

69 Off-balance sheet SPVs sponsored

The Company has not sponsored any off-balance sheet SPVs which are required to be consolidated as per accounting norms for the year ended 31 March 2021 and 31 March 2020.

70 Customer complaints

Particulars	As at 31 March 2021	As at 31 March 2020
a) Number of complaints pending at the beginning of the year (Nos)	1	4
b) Number of complaints received during the year (Nos)	884	51
c) Number of complaints redressed during the year (Nos)	878	54
d) Number of complaints pending at the end of the year (Nos)	7	1

71 Information on instances of fraud

Instances of fraud for the year ended 31 March 2021

Nature of fraud	No of cases	Amounts of fraud	Recovery	Amounts written off
Fraud Committed by other than staff	134	102.22	0.21	100.87

72 Credit rating

The Company has obtained credit ratings from CRISIL during the year ended 31 March 2021

Total Bank Loan Facilities Rated	Rs.250 Crore
Long Term Rating	CRISIL A-/Stable (Assigned)

73 Disclosure of penalties imposed by the RBI and other regulators

No penalty has been imposed by the RBI and other regulators during the year ended 31 March 2021 and 31 March 2020.

WALKER CHANDIOK & CO LLP MUMBAI CHARTERED ACCOUNTANTS

Navi Finserv Private Limited Bangalore

74 Funding concentration based on significant counterparty (borrowings)

Number of Significant Counterparties	Amount	% of Total borrowings
5	207,969.56	99.83%

Note
1. A "Significant counterparty" is defined as a single counterparty or group of connected or affiliated counterparties accounting in aggregate for more than 1% of the NBFC-NDSI's, NBFC Ds total liabilities and 10% for other non-deposit taking NBFCs

2. Total liabilities has been computed as total assets less equity share capital less reserve & surplus and computed basis extant regulatory ALM guidelines.

3. The disclosure does not include CCIL borrowing outstanding as on 31 March 2021 of ₹ 30,614.42 lakhs

75 Top 10 borrowings

Amount	% of Total borrowings
207,967.29	99.84%

Note:
1. Accrued interest on borrowings not considered.
2. Total borrowing has been computed as gross total debt basis extant regulatory ALM guidelines.

76 Funding Concentration based on significant instrument/product

Name of the instrument/product	Amount	% of Total borrowings
Non-Convertible Debentures	167,180.74	77.10%
Repo Borrowings	30,614.42	14.12%
Term Loan	9,380.03	4.33%

Note:
A "significant instrument/product" is defined as a single instrument/product of group of similar instruments/products which in aggregate amount to more than 1% of the NBFC-NDSI's, NBFC-Ds total liabilities and 10% for other non-deposit taking NBFCs

Total liabilities has been computed as Total assets less equity share capital less reserve & surplus and computed basis extant regulatory ALM guidelines.

77 Stock Ratios:

a) Commercial papers as a % of total public funds, total liabilities and total assets – Nil

b) Non-convertible debentures (original maturity of less than one year) as a % of total public funds, total liabilities and total assets.- Nil

c) Other short-term liabilities, if any as a % of total public funds, total liabilities and total assets:

Total Public funds	Total Liabilities	Total Assets
Nil	85.54%	55.85%

78 Institutional set-up for liquidity risk management

Board of Directors:

The Board has the overall responsibility for management of liquidity risk. The Board shall decide the strategy, policies and procedures to manage liquidity risk in accordance with the liquidity risk tolerance/limits decided by it.

Risk Management Committee:
The Risk Management Committee is responsible for evaluating the overall risks faced by the NBFC including liquidity risk

Asset-Liability Management Committee (ALCO):

The ALCO ensures adherence to the risk tolerance/limits set by the Board as well as implements the liquidity risk management strategy of the NBFC.
The members of the ALCO are: -
1. Mr. Sumit S Shetty
2. Mr. Ankit Agarwal
3. Mr. LN Gurumoorthy

WALKER CHANDIOK & CO LLP MUMBAI CHARTERED ACCOUNTANTS

Navi Finserv Private Limited Bangalore

79 Disclosures pursuant to RBI Notification - RBI/2019-20/220 DOR.No.BP.BC.63/21.04.048/2019-20 dated 17 April 2020

Particulars	As at 31 March 2021	As at 31 March 2020
Respective amounts in SMA/overdue categories, where the moratorium/deferment was extended in terms of paragraph 2 and 3 of the circular (as on 29 Feb 2020)	2,511.14	2,511.14
Of the above, respective amounts where the asset classification benefit is extended at year ended	51.37	2,341.39
Provision made in terms of Paragraph 5 of the Covid-19 regulatory package*		
In Q4 FY 2020	-	-
In Q4 FY 2021	-	-
Provision adjusted against slippages during the year in terms of paragraph 6 of the COVID-19 Regulatory Package*	-	-
Residual provision held at the year ended*	-	-

*Pursuant to paragraph 4 of RBI notification DOR.No.BP.BC.63/21.04.048/2019-20 dated 17 April 2020, NBFCs which are required to comply with Indian Accounting Standards (IndAS) shall continue to be guided by the guidelines duly approved by their Boards and as per ICAI Advisories for recognition of the impairments. Hence the provisioning requirements as mentioned in paragraph 5 and 6 is not applicable to the Company.

80 Disclosure as required by the RBI notification dated 07 April 2021

In accordance with the RBI notification dated 07 April 2021, the Company is required to refund / adjust any amount in the nature of "Interest on Interest" including penal interest charged to the borrowers during the moratorium period i.e.,01 March 2020 to 31August 2020. The Company has assessed that no interest on interest, penal interest etc. was charged to the borrowers during the moratorium period and hence no liability has been created towards interest relief as on 31 March 2021.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Manish Gujral
Partner
Membership no.: 105117

Mumbai
24 June 2021

WALKER CHANDIOK & CO LLP MUMBAI CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Navi Finserv Private Limited
(formerly known as Chaitanya Rural Intermediation Development Services Private Limited)

Samit Shetty
Director
DIN: 02573018

Bengaluru
24 June 2021

Ankit Agarwal
Director
DIN: 08299808

Bengaluru
24 June 2021

Riya Bhattacharya
Chief Executive Officer

Bengaluru
24 June 2021

L N Gurumoorthy
Chief Financial Officer

Chennai
24 June 2021

Dimple J Shah
Company Secretary
Membership no.: ACS A36349

Bengaluru
24 June 2021

Navi Finserv Private Limited Bangalore

ANNEXURE IV

IN -PRINCIPLE APPROVAL FROM STOCK EXCHANGE

ANNEXURE V

PEER REVIEW CERTIFICATE OF THE STATUTORY AUDITOR

The Institute of Chartered Accountants of India

(Setup by an Act of Parliament)

Peer Review Board

Peer Review Certificate No.: 015949

This is to certify that the Peer Review of

M/s Price Waterhouse LLP

Plot No. 56 & 57, Block D N,

Sector V, Salt Lake,

Kolkata-700091

FRN.: 301112E/E300264

has been carried out for the period

2020-2023

pursuant to the *Peer Review Guidelines 2022,* issued by the Council of the Institute of Chartered Accountants of India.

This Certificate is effective from: 01-02-2024

The Certificate shall remain valid till: 31-01-2027

Issued at New Delhi on 27-10-2023

CA. (Dr.) Anuj Goyal	CA. Sripriya Kumar	CA. Nidhi Singh
Chairman Peer Review Board	Vice-Chairperson Peer Review Board	Secretary Peer Review Board

Note : The Certificate is issued on behalf of the Peer Review Board of ICAI and ICAI or any of its functionaries are not liable for any non-compliance by the Practice Unit. The Certificate can be revoked for the reason stated in the '*Peer Review Guidelines 2022*'.