

NAVA/SECTL/527/2024-25

February 19, 2025

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

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

Scrip Code: ‘513023’ / ‘NAVA’

Dear Sir,

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Outcome of the Board Meeting

1. Approval of Buyback

The proposal for buyback of up to 72,00,000 fully paid-up equity shares of face value INR 1/- each (“Equity Shares”) by the Company (“Buyback”), representing up to 2.48 % of the total number of Equity Shares of the Company, at a price of INR 500.00/- (Rupees Five Hundred only) per equity share payable at cash for a total consideration not exceeding INR Rs. 360.00 crores (Rupees Three Hundred and Sixty Crores only) (excluding the transaction costs such as brokerage, filing fees, advisors fees, legal fees, public announcement publication expenses, printing charges, dispatch charges, securities transaction tax stamp duty etc.) (“**Transaction Costs**”) (“**Buyback Size**”), representing 9.87 % and 5.78 % of the total paid-up equity share capital and free reserves (including securities premium account) as per the latest audited standalone financial statements and audited consolidated financial statements of the Company for the financial year ended March 31, 2024, respectively through the “Tender Offer” route as prescribed under the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 as amended (“**Buyback Regulations**”), on a proportionate basis from the equity shareholders/ beneficial owners of the Equity Shares of the Company excluding promoters, members of promoter group, as on the record date.

Accordingly, the public announcement and the letter of offer setting out the process and timelines of the Buyback, along with the other requisite details will be released in due course in accordance with the Buyback Regulations.

The Board has noted the intention of the Promoters and members of the Promoter Group of the Company not to participate in the proposed Buy Back.

The Board has also constituted a committee for the purpose of Buy Back ("**Buyback Committee**") and has delegated all the powers to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary, expedient or proper in connection with the Buyback.

In terms of Regulation 5(vi)(a) of the Buyback Regulations, the Board/ Buyback Committee may, till 1 (one) working day prior to the record date, increase the Buyback price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buyback Size.

The pre-Buyback shareholding pattern is enclosed herewith as **Annexure "B"**

2. Record Date for Buyback:

Pursuant to Regulation 42(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, it is further notified that the Company has fixed Friday, February 28, 2025, as the record date for the purpose of ascertaining the eligibility of shareholders for Buyback of Equity Shares.

3. Appointment of Manager

Anand Rathi Advisors Limited, a SEBI Registered Merchant Banker, has been appointed as the Manager to the Buyback.

The meeting of the Board of Directors commenced at 10:00 AM IST and ended at 11:45 AM IST.

Weblink: The same is made available on the website of the Company at <https://www.navalimited.com/investors/stock-exchange-disclosures/disclosures>

We request you to take the above information on record.

Tanking you,
Yours faithfully
For **Nava Limited**

VSN Raju
Company Secretary
& Vice President

Annexure A

Buyback of Equity Shares

S.No	Particulars	Details
1	Number of equity shares proposed for buyback	72,00,000
2	Number of equity shares proposed for buyback as percentage of existing paid-up capital	2.48 %
3	Buyback price	INR 500.00/-
4	Actual equity shares in number and percentage of existing paid-up capital bought back	The actual number of equity shares and percentage of existing paid-up capital bought back shall be ascertained following completion of the buyback.
5	Pre & Post shareholding pattern	The pre-buyback shareholding pattern is attached as Annexure B . The post buyback shareholding pattern shall be ascertained following completion of the buyback.

Annexure B
Shareholding pattern of the Company, as on February 14, 2025 (“Pre-Buy Back”)

Category of Shareholders	Numbers of Shareholders	Numbers of Shares	% of existing Share Capital
Promoter & Promoter Group	18	14,18,78,388	48.89 %
Individuals	55,484	9,57,45,551	32.99 %
Total(A)	55,502	23,76,23,939	81.88 %
Mutual Funds	5	4,92,599	0.17 %
Alternate Investment Funds	1	9,496	0.00 %
Foreign Investors (Including NRI, FII, FPI, Foreign Mutual Funds, Foreign Nationals)	1,404	3,57,12,251	12.31 %
Others (Public, Bodies Corporates, IEPF etc.)	1,596	1,63,62,991	5.64 %
Total(B)	3,006	5,25,77,337	18.12 %
Grand Total (A+B)	58,508	29,02,01,276	100.00 %