



**NAVI GENERAL INSURANCE LIMITED**  
**(CIN- U66000KA2016PLC148551)**

Registered Office: 10<sup>th</sup> Floor, Vaishnavi Tech Square, Iballur Village, Begur Hobli, HSR Layout,  
Bengaluru-560102, Karnataka

Toll-free number: 1800 123 0004

Website: <https://navi.com/insurance>

Email: [insurance.help@navi.com](mailto:insurance.help@navi.com)

IRDAI Registration Number: 155

## NOTICE OF THE 9<sup>th</sup> ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the 9<sup>th</sup> Annual General Meeting of the Members of Navi General Insurance Limited will be held at the Registered Office of the Company situated at 10<sup>th</sup> Floor, Vaishnavi Tech Square, Iballur Village, Begur Hobli, HSR Layout, Bengaluru-560102, Karnataka, on Monday, September 15, 2025 at 11:00 A.M. (IST) to transact the following business:

### ORDINARY BUSINESS:

#### ITEM NO. 1:

**TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025, INCLUDING THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON**

To consider and thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Reports of the Board of Directors and the Auditors thereon as circulated, be and are hereby received, considered and adopted.”

#### ITEM NO. 2:

**TO REAPPOINT MR. ANKIT AGARWAL (DIN: 08299808) WHO RETIRES BY ROTATION AS DIRECTOR AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT**

To consider and thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, Mr. Ankit Agarwal (DIN: 08299808), who retires by rotation at this Annual General Meeting, be and is hereby reappointed as a Director (Non-Executive, Non-Independent) of the Company **AND THAT** he shall be liable to retire by rotation.”

### SPECIAL BUSINESS:

#### ITEM NO. 3:

**TO APPROVE THE PAYMENT OF REMUNERATION TO DR. NACHIKET MOR (DIN:00043646), INDEPENDENT DIRECTOR OF THE COMPANY**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) and applicable provisions of IRDAI (Corporate Governance for Insurers) Regulations, 2024 and Articles of Association of the Company and further to the recommendation of the Nomination and Remuneration Committee and the Board of Directors (“Board”), the consent of the Members of the Company be and is accorded for payment of following remuneration to Dr. Nachiket Mor (DIN:00043646), Independent Director of the Company from Financial Year 2025-26:

Sr. No.	Name of Director	Designation	Remuneration
1	Dr. Nachiket Mor	Independent Director	INR 10,00,000/- per annum

**RESOLVED FURTHER THAT** Dr. Nachiket Mor be paid sitting fees, and reimbursed expenses for attending Board and Board committee meetings as per Articles of Association of the Company, as may be approved by the Board from time to time in accordance with the applicable laws.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in the Company in the financial year, the remuneration, be paid or granted to Dr. Nachiket Mor, as minimum remuneration, provided that the total remuneration shall be in accordance with the Schedule V to the Act or any equivalent statutory re- enactment(s) thereof.

**RESOLVED FURTHER THAT** the Board /Nomination and Remuneration Committee be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including but not limited to seeking all necessary approvals, to sign and execute all deeds, applications, documents, papers, forms and writings as may be required, for and on behalf of the Company, to settle all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such steps and decisions in this regard to give effect to this resolution and for the matters connected therewith or incidental thereto.”

#### ITEM NO. 4:

##### **TO APPROVE THE PAYMENT OF REMUNERATION TO MS. RITUPARNA CHAKRABORTY (DIN:07332241), INDEPENDENT DIRECTOR OF THE COMPANY**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) and applicable provisions of IRDAI (Corporate Governance for Insurers) Regulations, 2024 and Articles of Association of the Company and further to the recommendation of the Nomination and Remuneration Committee and the Board of Directors (“Board”), the consent of the Members of the Company be and is accorded for payment of following remuneration to Ms. Rituparna Chakraborty (DIN:07332241), Independent Director of the Company from Financial Year 2025-26:

Sr. No.	Name of Director	Designation	Remuneration
1	Ms. Rituparna Chakraborty	Independent Director	INR 10,00,000/- per annum

**RESOLVED FURTHER THAT** Ms. Rituparna Chakraborty be paid sitting fees, and reimbursed expenses for attending Board and Board committee meetings as per Articles of Association of the Company, as may be approved by the Board from time to time in accordance with the applicable laws.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in the Company in the financial year, the remuneration, be paid or granted to Ms. Rituparna Chakraborty, as minimum remuneration, provided that the total remuneration shall be in accordance with the Schedule V to the Act or any equivalent statutory re-enactment(s) thereof.

**RESOLVED FURTHER THAT** the Board /Nomination and Remuneration Committee be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including but not limited to seeking all necessary approvals, to sign and execute all deeds, applications, documents, papers, forms and writings as may be required, for and on behalf of the Company, to settle all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such steps and decisions in this regard to give effect to this resolution and for the matters connected therewith or incidental thereto.”

#### ITEM NO. 5:

##### **TO APPROVE THE PAYMENT OF REMUNERATION TO MS. USHA A NARAYANAN (DIN:06939539), INDEPENDENT DIRECTOR OF THE COMPANY**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) and applicable provisions of IRDAI (Corporate Governance for Insurers) Regulations, 2024 and Articles of Association of the Company and further to the recommendation of the Nomination and Remuneration Committee and the Board of Directors (“Board”), the consent of the Members of the Company be and is accorded for payment of following remuneration to Ms. Usha A Narayanan (DIN:06939539), Independent Director of the Company from Financial Year 2025-26:

Sr. No.	Name of Director	Designation	Remuneration
1	Ms. Usha A Narayanan	Independent Director	INR 10,00,000/- per annum

**RESOLVED FURTHER THAT** Ms. Usha A Narayanan be paid sitting fees, and reimbursed expenses for attending Board and Board committee meetings as per Articles of Association of the Company, as may be approved by the Board from time to time in accordance with the applicable laws.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in the Company in the financial year, the remuneration, be paid or granted to Ms. Usha A Narayanan, as minimum remuneration, provided that the total remuneration shall be in accordance with the Schedule V to the Act or any equivalent statutory re-enactment(s) thereof.



**RESOLVED FURTHER THAT** the Board /Nomination and Remuneration Committee be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including but not limited to seeking all necessary approvals, to sign and execute all deeds, applications, documents, papers, forms and writings

as may be required, for and on behalf of the Company, to settle all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such steps and decisions in this regard to give effect to this resolution and for the matters connected therewith or incidental thereto.”

By Order of the Board of Directors  
For **NAVI GENERAL INSURANCE LIMITED**

Sd/-  
**Umesh Pratap Singh**  
Company Secretary  
M. No.: A63619

**Date:** August 05, 2025  
**Place:** Bengaluru

## NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE 'MEETING') IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as Proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten (10) percent of the total share capital of the Company carrying voting rights. However, a Member holding more than ten (10) percent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy and such person shall not act as Proxy for any other Member. A blank proxy form is attached to this Notice.

The instrument appointing the proxy should, however, be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the Meeting.

2. The relevant explanatory statement pursuant to Section 102 of Companies Act, 2013 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India relating to the special business to be transacted at the Meeting is attached hereto.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
4. Members are requested to bring their attendance slip to the Meeting, which is duly annexed to the notice.
5. Route-map to the venue of the Meeting is provided at the end of the Notice.
6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested,

maintained under Section 189 of the Act and any other documents referred to in the notice and accompanying explanatory statements shall be open for inspection, during normal business hours on any working day, at the Registered Office of the Company upto and including the date of Annual General Meeting.

7. The Shareholders are requested to update their Contact address and e-mail address for receiving all communications from the Company, electronically.

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013 AND SECRETARIAL STANDARD-2 ISSUED BY ICSI

### ITEM NO.3:

### TO APPROVE THE PAYMENT OF REMUNERATION TO DR. NACHIKET MOR (DIN:00043646), INDEPENDENT DIRECTOR OF THE COMPANY

#### Background:

Dr. Nachiket Mor was appointed as an Additional Director (Independent) of the Company w.e.f. August 22, 2021 and was appointed as Director (Independent) w.e.f. September 24, 2021 for a term of 5 (Five) consecutive years commencing from August 22, 2021 up to August 21, 2026.

The Members may note that the Nomination and Remuneration Committee and the Board of the Company have approved and recommended to pay the remuneration of INR 10 Lakhs per annum to Dr. Nachiket Mor from FY 2025-26 during his tenure.

He will be paid sitting fees, and reimbursed expenses for attending Board and Board committee meetings as per Articles of Association of the Company, as may be approved by the Board from time to time in accordance with the applicable laws.

#### Profile:

Pursuant to Secretarial Standard-2 issued by the ICSI, a brief profile of Dr. Nachiket Mor and other information pertaining to his remuneration are given below:

Particulars	Details
Date of Birth	February 26, 1964
Qualification	<ol style="list-style-type: none"> <li>1. Doctor of philosophy degree in economics from the University of Pennsylvania</li> <li>2. Post graduate diploma in management from Indian Institute of Management, Ahmedabad</li> <li>3. Master's degree in arts</li> <li>4. Bachelor's degree in science from Bombay University</li> </ol>



Particulars	Details
Experience	<p>His current work is primarily focused on designing national and regional health systems. He is currently a Visiting Scientist at the Banyan Academy of Leadership in Mental Health. He is also a Commissioner on the Lancet Commission on Reimagining Health Care in India. He was a member of the Planning Commission's High-Level Expert Group on Universal Health Care, the Primary Care Task Force of the Ministry of Health and Family Welfare, the Health Commission for the State of Himachal Pradesh, and the Standing Committee on Health Systems Strengthening at the National Academy of Medicine in Washington, DC. He also helped create a new model for comprehensive primary care, which was implemented by SughaVazhvu Healthcare in remote rural parts of Tamil Nadu and has informed the design of, among others, the Government of India's Health and Wellness Centres. He was also a member of the Boards of, among others, ICICI, Wipro, Cipla, and RBI.</p> <p>He has been a Director on our Board since August 22, 2021.</p>
Terms and Conditions of appointment/re-appointment	Not Applicable
Remuneration sought to be paid and last drawn, if applicable	<p>INR 10 Lakhs p.a. from FY 2025-26</p> <p>He will be paid sitting fees, and reimbursed expenses for attending Board and Board committee meetings as per Articles of Association of the Company, as may be approved by the Board from time to time in accordance with the applicable laws.</p> <p>He was paid a remuneration of INR 10 Lakhs for FY 2024-25 and sitting fee of INR 1 Lakh per board/board committees' meeting</p>
Date of first appointment on the Board	August 22, 2021
Shareholding in the Company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel ("KMP") of the Company	Not Applicable
No. of meetings of the Board attended during FY 2025-26	2
Other Directorships, membership/ chairmanship of Committees of other Board	<p><b>Directorship:</b></p> <ol style="list-style-type: none"> <li>Navi AMC Limited</li> <li>Swasth Digital Health Foundation</li> <li>Navi Technologies Limited</li> <li>Narayana Hrudayalaya Limited</li> <li>Sukoon Healthcare Services Private Limited</li> <li>Meridian Medical Research &amp; Hospital Limited</li> <li>Dr. Agarwal's Health Care Limited</li> </ol> <p><b>Committee Membership:</b></p> <ol style="list-style-type: none"> <li>Navi Technologies Limited Member of the Audit Committee and Nomination and Remuneration Committee</li> <li>Navi AMC Limited Chairperson of Nomination and Remuneration Committee, Audit Committee, Unit Holder Protection Committee and Risk Management Committee</li> <li>Swasth Digital Health Foundation Member of Nomination and Remuneration Committee</li> <li>Sukoon Healthcare Services Private Limited Member of Nomination and Remuneration Committee</li> </ol>

**Recommendation and Interest of Directors/KMPs:**

Except Dr. Nachiket Mor, none of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the proposed resolution except to the extent of their shareholdings in the Company.

The Board of the Company recommends the passing of the Resolution at Item No. 3 as a Special Resolution.

**ITEM NO. 4:**
**TO APPROVE THE PAYMENT OF REMUNERATION TO MS. RITUPARNA CHAKRABORTY (DIN:07332241), INDEPENDENT DIRECTOR OF THE COMPANY**
**Background:**

Ms. Rituparna Chakraborty was appointed as Director (Independent) of the Company w.e.f. September 30, 2023

for a term of 5 (Five) consecutive years commencing from September 30, 2023 up to September 29, 2028.

The Members may note that the Nomination and Remuneration Committee and the Board of the Company have approved and recommended to pay the remuneration of INR 10 Lakhs per annum to Ms. Rituparna Chakraborty from FY 2025-26 during her tenure.

She will be paid sitting fees, and reimbursed expenses for attending Board and Board committee meetings as per Articles of Association of the Company, as may be approved by the Board from time to time in accordance with the applicable laws.

**Profile:**

Pursuant to Secretarial Standard-2 issued by the ICSI, a brief profile of Ms. Rituparna Chakraborty and other information pertaining to her remuneration are given below:

Particulars	Details
Date of Birth	March 25, 1975
Qualification	<ol style="list-style-type: none"> <li>1. Economics Graduate from Banaras Hindu University</li> <li>2. MBA from Goa Institute of Management</li> <li>3. AMP from Columbia Business School</li> </ol>
Experience	<p>She has an experience of more than 23 years in execution, building scale and strategy. Till recently she has been Chief Executive Officer of two of TeamLease' leading businesses of Staffing and Degree Apprenticeship. In her two decades with TeamLease, she successfully steered the businesses to growth including through two critical crises of the Financial Market Meltdown in 2008 and during Covid, took the company to an IPO, represented Management in Quarter Analyst calls and investor Relations, negotiated through Mergers &amp; Acquisitions, aggressively chased growth and solved complex Business Transformation challenges.</p> <p>Over the years she has also founded and established Indian Staffing Federation in 2010, a recognized Industry body for staffing. She also actively advised &amp; guided in the capacity of an Advisor, Committee Member or Board Member, various international authorities like ILO – Global Advisory Committee for ADULT (Apprenticeship Development for Universal Lifelong Learning &amp; Training), International Organisation for Employers (IOE), Human Rights Organisation Verite et al. In India she has worked alongside Ministry of Labour &amp; Employment, GOI on 4 Labour Codes Drafting, Ministry of Skill Development and Entrepreneurship (on Drafting of Apprenticeship Amendments) GOI, CII IR and Skill Council, FICCI Skill Committee, CUTTS International, has been part of the B20 Taskforce on Future of Work, Skilling &amp; Mobility amongst others.</p> <p>She is currently a Partner India for True Search since July 2025 and Advisory Board Member at IIM Udaipur, Center of Digital Enterprises and Governing Board Member at Goa Institute of Management. She has recently won the CII Corporate Women Leader of the Year 2022-23 for the Services Category. In addition, she has won the prestigious Business Woman of the Year – Asia 2016, an Annual Jury based award selection hosted by Telstra. She is the first person from Asia to be included in the Global Power 100 and International 50 Women in Staffing and has been on that list for over a decade since its inception.</p> <p>He has been a Director on our Board since September 30, 2023.</p>
Terms and Conditions of appointment/ re-appointment	Not Applicable



Particulars	Details
Remuneration sought to be paid and last drawn, if applicable	INR 10 Lakhs p.a. from FY 2025-26  She will be paid sitting fees, and reimbursed expenses for attending Board and Board committee meetings as per Articles of Association of the Company, as may be approved by the Board from time to time in accordance with the applicable laws.  She was paid a remuneration of INR 10 Lakhs for FY 2024-25 and sitting fee of INR 1 Lakh per board/board committees' meeting.
Date of first appointment on the Board	September 30, 2023
Shareholding in the Company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel ("KMP") of the Company	Not Applicable
No. of meetings of the Board attended during FY 2025-26	2
Other Directorships, membership/ chairmanship of Committees of other Board	<b>Directorship:</b> 1. Navi AMC Limited 2. Lithium Urban Technologies Private Limited  <b>Committee Membership:</b> 1. Navi AMC Limited  Member of Nomination and Remuneration Committee

**Recommendation and Interest of Directors/KMPs:**

Except Ms. Rituparna Chakraborty, none of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the proposed resolution except to the extent of their shareholdings in the Company.

The Board of the Company recommends the passing of the Resolution at Item No. 4 as a Special Resolution.

**ITEM NO. 5:****TO APPROVE THE PAYMENT OF REMUNERATION TO MS. USHA A NARAYANAN (DIN:06939539), INDEPENDENT DIRECTOR OF THE COMPANY****Background:**

Ms. Usha A Narayanan was appointed as an Additional Director (Independent) of the Company w.e.f. March 07, 2022 and was appointed as Director (Independent) w.e.f.

September 26, 2022 for a term of 5 (Five) consecutive years commencing from March 07, 2022 up to March 06, 2027.

The Members may note that the Nomination and Remuneration Committee and the Board of the Company have approved and recommended to pay the remuneration of INR 10 Lakhs per annum to Ms. Usha A Narayanan from FY 2025-26 during her tenure.

She will be paid sitting fees, and reimbursed expenses for attending Board and Board committee meetings as per Articles of Association of the Company, as may be approved by the Board from time to time in accordance with the applicable laws.

**Profile:**

Pursuant to Secretarial Standard-2 issued by the ICSI, a brief profile of Ms. Usha A Narayanan and other information pertaining to her remuneration are given below:

Particulars	Details
Date of Birth	July 03, 1959
Qualification	1. Bachelor's degree in commerce from the University of Madras 2. Associate member of the Institute of Chartered Accountants of India 3. Passed the professional program examination held by the Institute of Company Secretaries of India

Particulars	Details
Experience	<ol style="list-style-type: none"> <li>Chaitanya India Fin Credit Private Limited Independent Director for a period of ~3.5 years from July 06, 2020.</li> <li>Navi Finserv Limited Independent Director from Jul 06, 2020</li> <li>Bank of Baroda Independent Director from 2025 to 2018</li> </ol> <p>She has more than two decades of audit experience with Lovelock &amp; Lewes Chartered Accountants LLP, a member firm of Price water house Coopers.</p> <p>Partner in Lovelock &amp; Lewes Chartered Accountants LLP for a period of 15 years</p> <p>He has been a Director on our Board since March 07, 2022.</p>
Terms and Conditions of appointment/ re-appointment	Not Applicable
Remuneration sought to be paid and last drawn, if applicable	<p>INR 10 Lakhs p.a. from FY 2025-26</p> <p>She will be paid sitting fees, and reimbursed expenses for attending Board and Board committee meetings as per Articles of Association of the Company, as may be approved by the Board from time to time in accordance with the applicable laws.</p> <p>She was paid a remuneration of INR 10 Lakhs for FY 2024-25 and sitting fee of INR 1 Lakh per board/board committees' meeting.</p>
Date of first appointment on the Board	March 07, 2022
Shareholding in the Company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel ("KMP") of the Company	Not Applicable
No. of meetings of the Board attended during FY 2025-26	2
Other Directorships, membership/ chairmanship of Committees of other Board	<p><b>Directorship:</b></p> <ol style="list-style-type: none"> <li>PJ Margo Private Limited</li> <li>Margo Bio Controls Private Limited</li> <li>Navi Finserv Limited</li> <li>Navi Technologies Limited</li> <li>Junior Achievement India Services</li> </ol> <p><b>Committee Membership:</b></p> <ol style="list-style-type: none"> <li>Navi Finserv Limited Chairperson of the Audit Committee, CSR Committee and Nomination and Remuneration Committee</li> <li>Navi Technologies Limited Chairperson of the Audit Committee</li> </ol>

#### Recommendation and Interest of Directors/KMPs:

Except Ms. Usha A Narayanan, none of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the proposed resolution except to the extent of their shareholdings in the Company.

The Board of the Company recommends the passing of the Resolution at Item No. 5 as a Special Resolution.





**NAVI GENERAL INSURANCE LIMITED**  
**(CIN- U66000KA2016PLC148551)**

Registered Office: 10<sup>th</sup> Floor, Vaishnavi Tech Square, Iballur Village, Begur Hobli, HSR Layout,  
Bengaluru-560102, Karnataka

Toll-free number: 1800 123 0004

Website: <https://navi.com/insurance>

Email: [insurance.help@navi.com](mailto:insurance.help@navi.com)

IRDAI Registration Number: 155

**9<sup>th</sup> Annual General Meeting**

**ADMISSION SLIP**

PLEASE COMPLETE THE SLIP AND  
HAND IT OVER AT THE ENTRANCE  
TO THE MEETING HALL

I hereby record my presence at the 9<sup>th</sup> Annual General Meeting of the Members of Navi General Insurance Limited at 10<sup>th</sup> Floor, Vaishnavi Tech Square, Iballur Village, Begur Hobli, HSR Layout, Bengaluru-560102, Karnataka on September 15, 2025, at 11: 00 A.M. (IST).

**Name of the Shareholders:**

Folio/ Client ID/ DP ID No.:

No(s) of Shares Held:

**Signature of the  
Shareholder(s)/ Proxy**

**NAVI GENERAL INSURANCE LIMITED**  
**(CIN- U66000KA2016PLC148551)**

Registered Office: 10<sup>th</sup> Floor, Vaishnavi Tech Square, Iballur Village, Begur Hobli, HSR Layout,  
Bengaluru-560102, Karnataka  
Toll-free number: 1800 123 0004  
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Email: [insurance.help@navi.com](mailto:insurance.help@navi.com)  
IRDAI Registration Number: 155

**Form No. MGT-11**  
**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]

Name of the member (s): \_\_\_\_\_

Registered Address: \_\_\_\_\_

Email Id: \_\_\_\_\_

Folio No./ Client Id: \_\_\_\_\_ DP ID: \_\_\_\_\_

I/ We, being the member(s) holding \_\_\_\_\_ shares of the above-named  
Company, hereby appoint

1. Name: \_\_\_\_\_

Address: \_\_\_\_\_

Signature \_\_\_\_\_ or failing him;

2. Name: \_\_\_\_\_

Address: \_\_\_\_\_

Signature \_\_\_\_\_ or failing him;

3. Name: \_\_\_\_\_

Address: \_\_\_\_\_

Signature \_\_\_\_\_ or failing him;



as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 9<sup>th</sup> Annual General Meeting of the Company to be held at 10<sup>th</sup> Floor, Vaishnavi Tech Square, Iballur Village, Begur Hobli, HSR Layout, Bengaluru-560102, Karnataka, on September 15, 2025, at 11:00 A.M. (IST), or at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Ordinary/ Special Business	For	Against
<b>Ordinary Business:</b>			
1	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025, including the Reports of the Board of Directors and the Auditors thereon		
2	To reappoint Mr. Ankit Agarwal (DIN: 08299808) who retires by rotation as Director and being eligible, offers himself for re-appointment		
<b>Special Business:</b>			
3	To approve the payment of remuneration to Dr. Nachiket Mor (DIN:00043646), Independent Director of the Company		
4	To approve the payment of remuneration to Ms. Rituparna Chakraborty (DIN:07332241), Independent Director of the Company		
5	To approve the payment of remuneration to Ms. Usha A Narayanan (DIN:06939539), Independent Director of the Company		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2025

Signature of shareholder: \_\_\_\_\_

Signature of Proxy holder(s): \_\_\_\_\_

Affix  
Revenue  
Stamp  
of 1 Re.

**Note:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.
2. If you wish to vote for a Resolution, place a tick in the corresponding box under the column marked "For". If you wish to vote against a Resolution, place a tick in the corresponding box under the column marked "Against". If no direction is given, your Proxy may vote or abstain as he/ she thinks fit.
3. Also please refer to the Note of the Notice convening the Annual General Meeting.

**NAVI GENERAL INSURANCE LIMITED**  
**(CIN- U66000KA2016PLC148551)**

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Toll-free number: 1800 123 0004  
Website: <https://navi.com/insurance>  
Email: [insurance.help@navi.com](mailto:insurance.help@navi.com)  
IRDAI Registration Number: 155

**9<sup>th</sup> Annual General Meeting**

**Route Map to the Venue of AGM**

**Venue:** 10<sup>th</sup> Floor, Vaishnavi Tech Square, Iballur Village, Begur Hobli, HSR Layout, Bengaluru-560102, Karnataka

**Landmark:** Vaishnavi Tech Square

