

POLICY ON PRESERVATION OF DOCUMENTS
OF
Navi Finserv Limited
(Formerly known as Navi Finserv Private Limited)



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| Approved by | Board of Directors |

PRESERVATION OF DOCUMENTS AND ARCHIVAL POLICY BACKGROUND

The objective of this policy is to comply with the obligations with respect to the requirements of Record maintenance, preservation and archiving of documents as provided in Regulation 9 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations") and regulations applicable to the NBFC issued by Reserve Bank of India.

SCOPE

This policy deals with the preservation of documents, retention and archival of the corporate records of Navi Finserv Limited and all its subsidiaries (together referred to as the "Company"). All documents of the Company shall be maintained in compliance with the requirements of the applicable laws, including the Listing Regulations. All employees of the Company and its subsidiaries are expected to fully comply with this policy. This policy does not apply to any Customer Data, which are covered by the Company's Customer Data Deletion, Data Retention and Consent Revocation Policy.

PURPOSE

The purpose of this document is to formulate a policy for preservation of documents in accordance with Regulation 9 of the SEBI Listing Regulations so as to provide a framework for their adequate protection and preservation as per applicable laws.

This policy aims to facilitate identification of records that are to be maintained permanently or for any other shorter period of time and to decide the mode of preservation of documents, whether in physical form or in electronic form. The provisions of this policy will reasonably assure the availability of records when needed and allow for the systematic and non-selective disposition of records not necessary for legal or business reasons.

DEFINITIONS

- a. **"Act"** means the Companies Act, 2013.
- b. **"Applicable Law"** means any law, rules, circulars, guidelines or regulations issued by the Securities and Exchange Board of India (SEBI), Ministry of Corporate Affairs (MCA) , The Institute of Company Secretaries of India (ICSI).
- c. **"Board"** means the Board of the Directors of the Company.
- d. **"Books of Accounts"** includes records maintained in respect of –
 - i. all sums of money received and expended by the Company and matters in relation to which the receipts and expenditure take place;
 - ii. All sales and purchases of goods and services by the Company;
 - iii. The assets and liabilities of the Company; and
 - iv. The items of cost as may be prescribed under section 148 of the Act in case the

Company belongs to any class of companies specified under that section.

- e. **"Company"** means Navi Finserv Limited.
- f. **"Corporate records"** shall mean all paper or electronic records that are produced by employees, including but not limited to, memoranda, contracts, e-mails, time sheets, effort estimated and expense records.
- g. **"Document/s"** includes all papers, documents, agreements, filings, forms, memos, correspondences, records, files, books, etc., of the Company in physical or electronic forms.
- h. **"Electronic Form"** means any electronic device such as servers, computer, laptop, compact disc, floppy disc, pen drive, space on electronic cloud or any other form of storage and retrieval device, considered feasible, whether the same is in possession or control of the Company or otherwise the Company has control over access to it.
- i. **"Maintenance"** means keeping documents, either physically or in Electronic Form.
- j. **"Preservation"** means to keep in good order and to prevent from being altered, damaged or destroyed.
- k. **"Senior Management"** shall mean officers/personnel of the Company and its subsidiaries who are members of its core management team excluding board of directors and normally this shall comprise all members of management one level below the chief executive officer/managing director/whole time director/manager (including chief executive officer/manager, in case they are not part of the board) and shall specifically include company secretary and chief financial officer.

OFFICERS RESPONSIBLE FOR PRESERVATION OF DOCUMENTS

The respective functional/ departmental heads of the Company shall be responsible for identification, Maintenance and Preservation of Documents in respect of the areas of operations falling under their respective charge, as per the terms of this Policy.

DOCUMENT RETENTION AND ARCHIVAL

In accordance with the provisions of the Listing Regulations, the Company shall ensure that all such events or information which has been disclosed to the stock exchange(s) under applicable regulations, shall be hosted on the Company's website for a period of 5 years and thereafter will be archived for a period of 3 years.

The Company is required to maintain certain types of corporate records for a specified period of time as set out under Applicable Laws and in the manner as provided in this policy. The Company and its employees understand that failure to do so could subject the Company and its employees to serious legal consequences.

Generally, all corporate records (whether electronic or paper) of the Company are to be retained for

not less than eight (8) years, and may be destroyed thereafter in accordance with the Act, rules, and regulations.

If an employee believes, or the Company requires that, Company records are relevant to litigation or potential litigation, then these records need to be preserved until the Legal / Compliance department advises otherwise.

ALL THE DOCUMENTS CAN BE CATEGORISED AND PRESERVED BASED ON THE BELOW CRITERIA:

A. Permanent Records:

Documents so identified, shall be maintained permanently in the archives of the Company, and include such documents which:

- (a) represents a title to an immovable property or an intellectual property in which the Company has an interest;
- (b) governs purchase of shares/investments in an entity in which the Company has an interest as of that date;
- (c) is a constitutional document;
- (d) is a record of statutory meetings/proceedings;
- (e) are minutes of meeting of the Board of Directors and shareholders;
- (f) are regulatory and statutory Licenses and registrations; and
- (g) are correspondences from and with statutory bodies and regulators.

B. Other records

Additionally, there are certain types of records that need to be retained for a longer period which shall be decided by the functional/departmental heads, either based on their own respective judgement or as required to be preserved by any specific law and shall include documents such as:

- (a) Copies of all agenda materials provided to the Board of Directors or Committees of the Board and shareholders, which shall be maintained for no less than eight (8) years.
- (b) Recordings of the meetings of the Board and committees of the Board, conducted through video conference, shall be preserved for a period till the completion of the audit by the secretarial and statutory auditors for the particular year.
- (c) All events and press releases filed with the stock exchange, which shall be maintained for no less than eight (8) years on the website of the Company.
- (d) Books of accounts and tax records which should be retained for at least eight (8) years following the completion of the relevant transactions or assessment year for which the record was last used.
- (e) Other documents, as per the Prevention of Money Laundering Act, 2002 and other applicable regulations as amended from time to time.

The Company shall make appropriate provisions for the backup of its digital documents and records including the provisions for retaining offsite security copies. The backup copies shall be actively

maintained to ensure their continued viability.

In the event of any conflict between the provisions of this policy and of the Act or any SEBI Regulations or any other statutory enactments, rules, the provisions of such Act or SEBI Regulations or statutory enactments, rules shall prevail over this policy. Any subsequent amendment / modification in the SEBI Regulations, Act and/or applicable laws in this regard shall automatically apply to this Policy.

DESTRUCTION OF DOCUMENTS

The documents which are not required to be maintained and preserved permanently, may be destroyed after the expiry of the specified retention period in such mode and under the instructions approved by the functional/ departmental heads. The details of Documents destroyed by the Company shall be recorded in the register of disposal of records to be kept by authorized persons who are disposing of the Documents. Any deviation will require the prior approval in writing of the Chief Executive Officer, the Managing Director or the Chief Financial Officer.

However, if a legal issue involving the Company is reasonably foreseeable, all destruction of any possibly relevant Documents, including e-mail, must cease immediately. Documents relating to the lawsuit or potential legal issue will then be retained and organized under the supervision of Legal and Compliance department.

COMPLIANCE AND VIOLATION

All employees of the Company are required to comply with the provisions of this Policy. Failure to comply with this policy may result in disciplinary action against the employee, including suspension or termination.

REVIEW OF POLICY

The policy should be reviewed periodically by the senior management and amended to reflect change in Applicable laws as well as to address practical difficulties which are encountered. All amendments shall be subject to approval of the Board.

INTERPRETATION

In any circumstance where the terms of this policy are inconsistent with any existing or newly enacted law, rule, regulation or standard governing the Company, the said law, rule, regulation or standard will take precedence over this policy and procedures followed by the Company.