SEC Form 3

# FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL | |
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## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* | 2. Date of Event Requiring Statement (Month/Day/Year) | 3. Issuer Name **and** Ticker or Trading Symbol |
|---|---|---|
| Janmohamed Arif<br>(Last) (First) (Middle)<br>C/O NAVAN, INC.<br>3045 PARK BOULEVARD<br>(Street)<br>PALO ALTO CA 94306<br>(City) (State) (Zip) | 10/29/2025 | Navan, Inc. [ NAVN ]<br>4. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>☑ Director ☐ 10% Owner<br>☐ Officer (give title below) ☐ Other (specify below)<br>5. If Amendment, Date of Original Filed (Month/Day/Year)<br>6. Individual or Joint/Group Filing (Check Applicable Line)<br>☑ Form filed by One Reporting Person<br>☐ Form filed by More than One Reporting Person |

### Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|---|
| Class A Common Stock | 302,503 | I | By Lightspeed Opportunity Fund, L.P.(1) |

### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|---|---|---|---|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Series D Preferred Stock | (2) | (2) | Class A Common Stock | 2,432,552 | (2) | I | By Lightspeed Opportunity Fund, L.P.(1) |
| Series E Preferred Stock | (2) | (2) | Class A Common Stock | 1,759,626 | (2) | I | By Lightspeed Opportunity Fund, L.P.(1) |
| Series E Preferred Stock | (2) | (2) | Class A Common Stock | 385,038 | (2) | I | By Lightspeed Strategic Partners I, L.P.(3) |
| Series F Preferred Stock | (2) | (2) | Class A Common Stock | 218,667 | (2) | I | By Lightspeed Opportunity Fund, L.P.(1) |
| Series G-1 Preferred Stock | (2) | (2) | Class A Common Stock | 67,641 | (2) | I | By Lightspeed Opportunity Fund, L.P.(1) |
| Series G-1 Preferred Stock | (2) | (2) | Class A Common Stock | 202,927 | (2) | I | By Lightspeed Strategic Partners I, L.P.(3) |

**Explanation of Responses:**

1. Shares are held by Lightspeed Opportunity Fund, L.P. ("Opportunity"). Lightspeed General Partner Opportunity Fund, L.P. ("LGP Opportunity") is the general partner of Opportunity. Lightspeed Ultimate General Partner Opportunity Fund, Ltd. ("LUGP Opportunity") is the general partner of LGP Opportunity. The Reporting Person is a director of LUGP Opportunity and shares voting and dispositive power with respect to the shares held by Opportunity. The Reporting Person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

2. The Series D, Series E, Series F and Series G-1 Preferred Stock are each convertible into Class A Common Stock on a ratio dependent on the public offering price of the Class A Common Stock in the Issuer's initial public offering, and have no expiration date. Upon the closing of the Issuer's initial public offering, all shares of Series D, Series E, Series F and Series G-1 Preferred Stock will be converted into shares of Class A Common Stock of the Issuer.

3. Shares are held by Lightspeed Strategic Partners I L.P. ("Strategic "). Lightspeed Strategic Partners General Partner I L.P. ("LGP Strategic") is the general partner of Strategic. Lightspeed Strategic Partners Ultimate General Partner I L.L.C. ("LUGP Strategic") is the general partner of LGP Strategic. The Reporting Person is a manager of LUGP Strategic and shares voting and dispositive power with respect to the shares held by Strategic. The Reporting Person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

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|---|---|
| /s/ Arif Janmohamed | 10/29/2025 |
| ** Signature of Reporting Person | Date |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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