

# NIVA BUPA HEALTH INSURANCE COMPANY LIMITED

(Formerly Max Bupa Health Insurance Company Limited)

## **NOTICE OF 15<sup>th</sup> ANNUAL GENERAL MEETING**

NOTICE is hereby given that the Fifteenth Annual General Meeting of the members of Niva Bupa Health Insurance Company Limited will be held on Wednesday, June 28, 2023 at 1500 Hrs (IST) at Corporate Office of Niva Bupa Health Insurance Company Limited i.e. at 14<sup>th</sup> Floor, Capital Cyberscape, Sector 59, Gurugram, Haryana 122102, India, to transact the following businesses:

### **ORDINARY BUSINESS**

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

- 1. To receive, consider and adopt the Audited Financial Statements comprising the Balance Sheet of the state of affairs of the Company as at March 31, 2023 along with Revenue Account (Policyholders' Account) for the financial year ended March 31, 2023, Profit & Loss Account (Shareholders' Account) for the financial year ended March 31, 2023, Receipts & Payments Account (Cash Flow Statement) for the financial year ended March 31, 2023 including notes to financial statements, the Management Report together with Board's Report and Auditor's Report thereon**
- 2. To appoint a Director in place of Mr. David Martin Fletcher (DIN- 07004032), who retires by rotation and being eligible, offers himself for re-appointment**
- 3. To appoint a Director in place of Ms. Penelope Ruth Dudley (DIN- 09025006), who retires by rotation and being eligible, offers herself for re-appointment**
- 4. To consider & ratify the appointment and remuneration of M/s T.R. Chadha & Co. LLP, Chartered Accounts, Delhi (ICAI FRN - 006711N/ N500028) as Joint Statutory Auditors of the Company**

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

**“RESOLVED THAT,** basis the recommendations of the Audit Committee, the Board of Directors and pursuant to the provisions of section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and IRDAI's Corporate Governance Guidelines 2016 and other regulations to the extant applicable, M/s. T.R. Chadha & Co. LLP, Chartered Accountants, (ICAI FRN - 006711N/ N500028), who being eligible & have offered themselves for appointment, be and is hereby ratified to be appointed as the Joint Statutory Auditors of the Company, to hold the office from the conclusion of 15<sup>th</sup> Annual General Meeting (2023) until the conclusion of the 17<sup>th</sup> Annual General Meeting (2025) of the Company on such terms & conditions as mutually agreed upon between the Board of Directors and M/s. T.R. Chadha & Co. LLP., Chartered Accountants, and at a remuneration amounting to INR 22,00,000/- (Rupees Twenty Two Lakhs only) (excluding reimbursement of out of pocket expenses which will be capped at a maximum of 7.5% of audit fee) for carrying out the Statutory Audit of the Company for the financial year 2023-24 be and is hereby approved.

NIVA BUPA HEALTH INSURANCE COMPANY LIMITED

CIN – U66000DL2008PLC182918

Registered Office: First Floor, C-98 Lajpat Nagar, Part 1, New Delhi-110024, India.

Corporate Office: 14<sup>th</sup> Floor, Capital Cyberscape, Sector 59, Gurugram, Haryana- 122102, India.

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**RESOLVED FURTHER THAT** the Board of Directors and any other person authorized by the Board of Directors of the Company be and are hereby jointly or severally authorized on behalf of the Company to take all actions as they may severally deem expedient, including making necessary filing/intimation, if any, with the Authorities and do all such acts, deeds and things as may be required or considered necessary or incidental thereto to give effect to the above resolution.”

**5. To consider & ratify the appointment and remuneration of M/s. S. R Batliboi & Co. LLP, Chartered Accounts, (ICAI FRN-301003E/E300005) as Joint Statutory Auditors of the Company**

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

“**RESOLVED THAT**, basis the recommendations of the Audit Committee, the Board of Directors and pursuant to the provisions of section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) and re-enactment(s) thereof for the time being in force), IRDAI’s Corporate Governance Guidelines and other applicable regulations, M/s. S. R Batliboi & Co. LLP, Chartered Accounts, (ICAI FRN-301003E/E300005), who being eligible have offered themselves for appointment, be and is hereby ratified to be appointed as the Joint Statutory Auditors of the Company, to hold the office from the conclusion of 15th Annual General Meeting (2023) until the conclusion of the 19th Annual General Meeting (2027) of the Company on such terms & conditions as mutually agreed upon between the Board of Directors and M/s. T.R. Chadha & Co. LLP., Chartered Accountants, and at a remuneration amounting to INR 27,00,000/- (Rupees Twenty Seven Lakhs only) (excluding reimbursement of out of pocket expenses which will be capped at a maximum of 7.5% of audit fee) for carrying out the Statutory Audit of the Company for the financial year 2023-24 be and is hereby approved.

**RESOLVED FURTHER THAT** the Board of Directors and any other person authorized by the Board of Directors of the Company be and are hereby authorized jointly and/or severally on behalf of the Company to take all actions as they may severally deem expedient, including making necessary filing/intimation, if any, with the Authorities and do all such acts, deeds and things as may be required or considered necessary or incidental thereto to give effect to the above resolution.”

## **SPECIAL BUSINESS**

**6. To consider and approve the appointment of Ms. Jolly Abraham Plammoottil (DIN 07108545) as Director [Nominee of Fettle Tone LLP] of the Company**

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

“**RESOLVED THAT**, basis the recommendations of the Nomination & Remuneration Committee, the Board of Directors and pursuant to section 152, 160, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Ms. Jolly Abraham Plammoottil (DIN 07108545), who was appointed as an Additional Director of the Company with effect from November 03, 2022 and who holds the office up to the date of the ensuing Annual General Meeting

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of the Company, be and is hereby appointed as a Director [Nominee of Fettle Tone LLP] of the Company, who shall be liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013.

**RESOLVED FURTHER THAT** Mr. Krishnan Ramachandran (CEO & Managing Director) and Mr. Rajat Sharma (Company Secretary) be and are hereby authorized jointly or severally on behalf of the Company to take all actions as they may severally deem expedient, including making necessary filing/intimation, if any, with the Authorities and do all such acts, deeds and things as may be required or considered necessary or incidental thereto.”

**By order of the Board of Directors**

**Sd/-**

**Rajat Sharma**

**Company Secretary**

**M. No. F7069**

**Address:** 14th Floor, Capital Cyberscape,  
Sector 59, Gurugram, Haryana 122102

**Email ID:** [rajat.sharma@nivabupa.com](mailto:rajat.sharma@nivabupa.com)

Dated: May 31, 2023

Place: Gurugram

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Notes:

1. The present AGM will be convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with Circular No. 10/2022 dated December 28, 2022, Circular No. 2/2022 dated May 05, 2022, Circular No. 21/2021 dated December 14, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 02/2021 dated January 13, 2021, Circular No. 20/2020 dated May 05, 2020, MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020.
2. Pursuant to the Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. In view of the massive outbreak of the COVID-19 pandemic, social distancing is to be a pre-requisite and pursuant to the Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, physical attendance of the Members to the AGM venue is not required. Hence, Members have to attend and participate in the ensuing AGM through VC/OAVM.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. The Members will be allowed to pose questions during the course of the Meeting. The queries can also be given in advance at [rajat.sharma@nivabupa.com](mailto:rajat.sharma@nivabupa.com)
7. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013, setting out material facts in respect of the item no. 4, 5 & 6 is annexed hereto.
8. Request for inspection of the Statutory Registers of the Company along with all the documents referred to in the accompanying Notice and Explanatory Statement shall be sent to the [rajat.sharma@nivabupa.com](mailto:rajat.sharma@nivabupa.com). The copies of the relevant documents, including shareholders agreement, appointment documents and articles of association shall also be made available for inspection at the time of Annual General Meeting.

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9. In line with the Ministry of Corporate Affairs (MCA) Circular No. 20/2020 dated May 05, 2020 read with Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.nivabupa.com](http://www.nivabupa.com).
10. In case of poll, members can cast their vote by sending an email to [rajat.sharma@nivabupa.com](mailto:rajat.sharma@nivabupa.com).
11. The Registrar and Transfer Agent of the Company, M/s. MAS Services Limited, having its registered office at T-34, 2nd Floor, Okhla Industrial Area, Phase-II, New Delhi - 110020 is handling Registry work in respect of shares held in electronic/dematerialised form.

## **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Members whose email IDs are already registered with the Company and who are desirous to attend the AGM through VC/OAVM can apply at [rajat.sharma@nivabupa.com](mailto:rajat.sharma@nivabupa.com) requesting for participation in the AGM, by giving their name as registered in the records of the Company, DPID/Client ID or Folio Number and the Registered email ID.
2. Members may attend the AGM, by following the invitation link sent to their registered email ID. Members will be able to locate Meeting ID/ Password/ and JOIN MEETING tab. By Clicking on JOIN MEETING they will be redirected to Meeting Room via browser or by running Temporary Application. In order to join the Meeting, follow the step and provide the required details (mentioned above - Meeting Id/Password/Email Address) and Join the Meeting. Members are encouraged to join the Meeting through Laptops for better experience.
3. In case of Android/Iphone connection, Participants will be required to download and Install the appropriate application as given in the mail to them. Application may be downloaded from Google Play Store/ App Store.
4. Further Members will be required to allow Camera and use Internet audio settings as and when asked while setting up the meeting on Mobile App.
5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

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6. The helpline number for joining the Meeting through Electronic Mode will be provided in the Meeting Invitation which will be sent to the eligible applicants.

**By order of the Board of Directors**

**Sd/-**

**Rajat Sharma**

**Company Secretary**

**M. No. F7069**

**Address:** 14th Floor, Capital Cyberscape,  
Sector 59, Gurugram, Haryana 122102

**Email ID:** [secretarial@nivabupa.com](mailto:secretarial@nivabupa.com)

Dated: May 31, 2023

Place: Gurugram

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# **NIVA BUPA HEALTH INSURANCE COMPANY LIMITED**

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## **Explanatory statement pursuant to Section 102 of the Companies Act, 2013**

As required under Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to the business mentioned in the accompanying Notice:

### **Item no. 4- To consider & ratify the appointment and remuneration of M/s T.R. Chadha & Co. LLP, Chartered Accounts, Delhi (ICAI FRN - 006711N/ N500028) as Joint Statutory Auditors of the Company**

M/s. T.R. Chadha & Co. LLP, Chartered Accountants (ICAI FRN - 006711N/ N500028) were appointed as Statutory Auditor by the shareholders of the Company in the 13<sup>th</sup> Annual General Meeting (2021) for a period of 4 years for a term ending at the conclusion of 17<sup>th</sup> Annual General Meeting (2025).

It is proposed to ratify the appointment of M/s. T.R. Chadha & Co. LLP, as Statutory Auditor of the Company for a period of next 3 years (i.e. for a term ending at the conclusion of 17<sup>th</sup> Annual General Meeting (2025)) and at a remuneration of INR 22,00,000/- (Rupees Twenty Two Lakhs Only) (excluding reimbursement of out of pocket expenses which will be capped at a maximum of 7.5% of audit fee) for carrying out the Statutory Audit of the Company for the financial year 2023-24.

A letter from M/s. T.R. Chadha & Co. LLP, confirming their eligibility for re-appointment as auditors of the Company under section 139 of the Companies Act, 2013 and meeting the criteria for appointment specified in section 141 of the Companies Act, 2013, has been received.

On recommendation of the Audit Committee, the Board of Directors in its meeting held on May 4, 2023 had accorded its approval in the matter and recommended the same to the shareholders for its approval

None of the Directors, Key Managerial Personnel(s) of the Company and their relatives may be deemed to be concerned or interested in the proposed resolution.

The Board recommends the Ordinary resolution set forth in Item no. 4 of the Notice for the approval of the members.

### **Item no. 5- To consider & ratify the appointment and remuneration of M/s. S. R Batliboi & Co. LLP, Chartered Accounts, (ICAI FRN-301003E/E300005) as Joint Statutory Auditors of the Company**

M/s S. R. Batliboi & Co. LLP, Chartered Accountants, (firm registration number - 301003E/E300005) were appointed as Statutory Auditor by the shareholders of the Company in the 14<sup>th</sup> Annual General Meeting (2022) for a period of 5 years for a term ending at the conclusion of 19<sup>th</sup> Annual General Meeting (2027).

It is proposed to ratify the appointment of M/s S. R. Batliboi & Co. LLP, as Statutory Auditor of the Company for a period of next 4 years (i.e. for a term ending at the conclusion of 19<sup>th</sup> Annual General Meeting (2027) and at a remuneration of INR 27,00,000/- (Rupees Twenty Seven Lakhs Only) (excluding reimbursement of out of pocket expenses which will be capped at a maximum of 7.5% of audit fee) for carrying out the Statutory Audit of the Company for the financial year 2023-24.

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# **NIVA BUPA HEALTH INSURANCE COMPANY LIMITED**

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A letter from M/s S. R. Batliboi & Co. LLP, confirming their eligibility for re-appointment as auditors of the Company under section 139 of the Companies Act, 2013 and meeting the criteria for appointment specified in section 141 of the Companies Act, 2013, has been received.

On recommendation of the Audit Committee, the Board of Directors in its meeting held on May 4, 2023 had accorded its approval in the matter and recommended the same to the shareholders for its approval

None of the Directors, Key Managerial Personnel(s) of the Company and their relatives may be deemed to be concerned or interested in the proposed resolution.

The Board recommends the Ordinary resolution set forth in Item no. 5 of the Notice for the approval of the members.

**Item no. 6- To consider and approve the appointment of Ms. Jolly Abraham Plammoottil (DIN 07108545) as Director [Nominee of Fettle Tone LLP] of the Company**

Ms. Jolly Abraham Plammoottil (DIN 07108545), who was appointed as an Additional Director on the Board of the Company with effect from November 03, 2022 who shall hold the office up to the date of the ensuing General Meeting of the Company.

As per the provisions of Section 161 of the Companies Act 2013 read with rules framed thereunder, approval of the members of the Company is required to regularize the appointment of Ms. Jolly Abraham Plammoottil as Director of the Company.

The matter was placed before the Nomination & Remuneration Committee meeting and Board on May 4, 2023 for consideration and approval. The Nomination & Remuneration Committee and Board of Directors of the Company has approved the matter and further recommend the same to the Shareholders for their consideration and approval.

None of the Directors except Ms. Jolly Abraham Plammoottil, Key Managerial Personnel or any other officials of the Company and their relatives are in any way concerned or interested either financially or otherwise in the proposed resolution.

**Brief Profile of Ms. Jolly Abraham Plammoottil**

Ms. Jolly Abraham is a Director at True North and is responsible for managing the legal and regulatory aspects of True North's operations. Prior to joining True North in 2017, Ms. Abraham was a Partner at the law firm, M/s Desai & Diwanji. Her practice spanned cross-border private equity, M&A and financing transactions, commercial contracts and advice on Corporate Law, securities law, foreign exchange law and contract law. Before training as a lawyer, she led Aftercare and Admin for International Justice Mission in Mumbai and was a management trainee in Human Resources at Unilever Bestfoods.

Ms. Abraham holds a Bachelor of Laws degree from the University of Mumbai, an M.A. in Personnel Management & Industrial Relations from the Tata Institute of Social Sciences, and a B.A. in Economics and Statistics from St. Xavier's College, Mumbai.

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# NIVA BUPA HEALTH INSURANCE COMPANY LIMITED

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## Details of Directors as per Secretarial Standard – 2

Name	Jolly Abraham Plammoottil
Age	45
Date of first appointment	November 03, 2022
Term of appointment	NA
Remuneration last drawn	NA
Remuneration sought to be paid	NA
Shareholding in the Company	NIL
Qualifications and expertise in specific functional areas	Bachelor of Laws degree from the University of Mumbai M.A. in Personnel Management & Industrial Relations from the Tata Institute of Social Sciences B.A. in Economics and Statistics from St. Xavier's College, Mumbai
No. of Board meetings attended during the financial year 2022-23	2
Relationships with other Directors, Manager & other KMP	None
Experience	22 year of diverse experience, including 15 years as a lawyer and risk manager.
Chairmanship/ Directorship held in other companies (excluding foreign companies and Section 8 companies)	NIL
Chairmanships/ Memberships of Committees in other companies	NIL

The Board recommends the Ordinary resolution set forth in Item no. 6 of the Notice for the approval of the members.

**By order of the Board of Directors**

**Sd/-  
Rajat Sharma  
Company Secretary  
M. No. F7069**

**Address:** 14th Floor, Capital Cyberscape,  
Sector 59, Gurugram, Haryana 122102  
**Email ID:** [secretarial@nivabupa.com](mailto:secretarial@nivabupa.com)

Dated: May 31, 2023  
Place: Gurugram

NIVA BUPA HEALTH INSURANCE COMPANY LIMITED  
CIN – U66000DL2008PLC182918

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# NIVA BUPA HEALTH INSURANCE COMPANY LIMITED

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## Attendance Slip

(to be presented at the entrance)

### NIVA BUPA HEALTH INSURANCE COMPANY LIMITED

**CIN:** U66000DL2008PLC182918

**Registered Office:** First Floor, C-98 Lajpat Nagar, Part 1, New Delhi-110024, India.

15th Annual General Meeting to be held on June 28, 2023 at 1500 hrs (IST) at the corporate office of Niva Bupa Health Insurance Company Limited at 14th Floor, Capital Cyberscape, Sector 59, Gurugram, Haryana- 122102, India.

I certify that I am a member of the Company.

I hereby record my presence at the 15th Annual General Meeting of the Company being held at Niva Bupa Office, 14th Floor, Capital Cyberscape, Sector 59, Gurugram, Haryana- 122102, India, on Wednesday, June 28, 2023 at 1500 hrs (IST).

DP ID No:	Client ID No:
Number of Shares:	
Name of the Member:	Signature:
Name of the Proxy holder:	Signature:

1. Only Member can attend the Meeting.

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# NIVA BUPA HEALTH INSURANCE COMPANY LIMITED

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## CONSENT BY SHAREHOLDER

[Pursuant to Section 96 of the Companies Act, 2013]

To,  
The Board of Directors,  
Niva Bupa Health Insurance Company Limited,  
First Floor, C-98 Lajpat Nagar, Part 1, New Delhi-110024, India.

I, \_\_\_\_\_,  
residing at \_\_\_\_\_ the registered  
holder of \_\_\_\_\_ Equity Shares of Rs.10/- each in Niva Bupa Health Insurance  
Company Limited ('the Company'), as on the date of the notice, hereby give my/our  
consent to conduct the 15<sup>th</sup> Annual General Meeting of the Company at 14th Floor,  
Capital Cyberscape, Sector 59, Gurugram, Haryana 122102, India, i.e. at place other  
than the registered office of the Company, pursuant to Section 96 of the Companies Act  
2013.

.....  
(Name & Signature)

Signed this on \_\_\_\_\_

NIVA BUPA HEALTH INSURANCE COMPANY LIMITED

CIN – U66000DL2008PLC182918

Registered Office: First Floor, C-98 Lajpat Nagar, Part 1, New Delhi-110024, India.

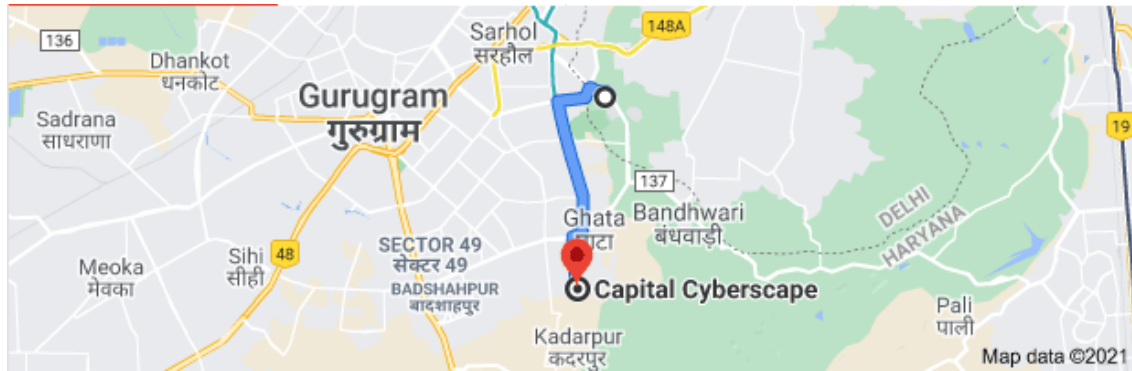
Corporate Office: 14<sup>th</sup> Floor, Capital Cyberscape, Sector 59, Gurugram, Haryana- 122102, India.

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# NIVA BUPA HEALTH INSURANCE COMPANY LIMITED

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## Route Map and Landmark to the Venue



Niva Bupa Health Insurance Company Limited

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