

June 30, 2025

Ref: NIVABUPA/EQ/2025-26/31

To,

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G

Bandra Kurla Complex

Bandra (E), Mumbai – 400 051

Symbol: NIVABUPA

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street,

Mumbai – 400 001

Scrip Code: 544286

Sub: Declaration of the voting results of Postal Ballot along with Scrutinizer's Report

Ref: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir/Madam,

This is in furtherance to our earlier letter dated May 27, 2025, intimating Postal Ballot Notice ("the Notice"), we hereby submit the following:

- The Scrutinizer's report dated June 30, 2025 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, on remote e-voting is enclosed as **Annexure - A**.
- In terms of Regulation 44(3) of the SEBI Listing Regulations, the Voting results in prescribed format on the Postal Ballot is enclosed as **Annexure - B**.

The following resolution(s) set out in the Notice have been duly passed by the Members with requisite majority through remote e-voting process on June 27, 2025, being the last date of e-voting:

Sr. No.	Description	Type of Resolution
1.	Appointment of Mr. Sridhar Srinivasan (DIN: 07240718), as an Independent Director	Special Resolution
2.	Appointment of Mr. Vishwanath Mahendra (DIN: 11019011) as a Director	Ordinary Resolution
3.	Appointment of Mr. Vishwanath Mahendra (DIN: 11019011) as a Whole Time Director (designated as Executive Director and Chief Financial Officer) and fixation of his remuneration	Ordinary Resolution
4.	Appointment of Mr. Ankur Kharbanda (DIN: 11019017) as a Director	Ordinary Resolution
5.	Appointment of Mr. Ankur Kharbanda (DIN: 11019017) as a Whole Time Director (designated as Executive Director and Chief Business Officer) and fixation of his remuneration.	Ordinary Resolution

The above information will also be available on website of the Company www.nivabupa.com.

Kindly take the same on records.

Thanking You,

Yours' Faithfully,

For **Niva Bupa Health Insurance Company Limited**

Rajat Sharma

Company Secretary and Compliance Officer

Niva Bupa Health Insurance Company Limited

IRDAI Registration No. 145 | CIN: L66000DL2008PLC182918

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

Corporate Office: 3rd Floor, Capital Cyber scape, Golf Course Extension Road, Sector-59, Gurugram-122101,

Haryana, India Website: www.nivabupa.com | Tel: +91-124-6354900

RANJEET PANDEY & ASSOCIATES

Company Secretaries

SCRUTINIZER'S REPORT

[Pursuant to Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended]

To,
The Company Secretary,
NIVA BUPA HEALTH INSURANCE COMPANY LIMITED,
C-98, First Floor, Lajpat Nagar,
New Delhi-110024

Sub: SCRUTINIZER'S REPORT ON RESULT OF POSTAL BALLOT PROCESS CONDUCTED THROUGH REMOTE E-VOTING

Dear Sir,

I, CS Ranjeet Pandey, proprietor of M/s. Ranjeet Pandey & Associates, Company Secretaries, having office at A-160, Basement, Defence Colony, New Delhi-110024, was appointed as Scrutinizer by the Board of Directors of "NIVA BUPA HEALTH INSURANCE COMPANY LIMITED" ('Company') for scrutinizing process of postal ballot which was conducted through electronic means (remote e-voting) in respect of the resolutions contained in the Notice of Postal Ballot dated **May 22, 2025 ('the Notice')** in a fair and transparent manner and for ascertaining the requisite majority for the resolutions proposed to be passed in terms of the provisions of Section 108 and 110 of the Act read with Rule 20 and 22 of the Rules, as amended read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars, including latest General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs ("MCA Circulars"), and applicable provisions of the SEBI Listing Regulations issued in this regard, on the resolutions as set-out in the Notice.

On the basis of above, we submit our report as under:

1. The Management of the Company is responsible to ensure the compliances with the requirements of the Act read with rules made thereunder, SEBI Listing Regulations, MCA Circulars or any other provisions, as applicable for conducting Postal Ballot voting by electronic means. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.
2. The Company has availed services of KFin Technologies Limited ('KFinTech/ RTA') for conducting postal ballot through remote e-voting. Further, KFinTech has been engaged for facilitating remote e-voting to enable the members to cast their votes electronically using remote e-voting facility on special business sought to be transacted through Postal Ballot.
3. Our responsibility as Scrutinizer is restricted to making Scrutinizers' Report of the votes cast by the Members on the resolutions contained in the Notice, based on the report generated from KFinTech, the authorized agency engaged by the Company to provide remote e-voting facility for e-voting.
4. The Members of the Company holding equity shares in dematerialized form, as on the 'cut-off date' i.e. **Friday, May 23, 2025** were entitled to vote on the proposed resolutions, as set out in the Notice dated **May 22, 2025**, through remote e-voting.

5. The remote e-voting period commenced from **9.00 a.m. (IST) on Thursday, May 29, 2025 onwards and concluded at 5.00 p.m. (IST) on Friday, June 27, 2025** and members of the Company were entitled to vote on the proposed resolutions at the designated website <https://evoting.kfintech.com> of KFintech during the above period.
6. The Company completed dispatch of the Notice on **Tuesday, May 27, 2025** to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited / Central Depository Services (India) Limited as on the Cut-off date i.e. **Friday, May 23, 2025** and whose e-mail IDs were available with the Company and Depositories through electronic means only. The Company has not dispatched physical copy of notice to any members in terms of MCA Circulars mentioned above.
7. The Company has published advertisement regarding process of postal ballot in Financial Express (English) and Jansatta (Hindi) on **Wednesday, May 28, 2025** informing about the completion of dispatch of Postal Ballot notices in electronic form to the Members along with other related matters mentioned therein.
8. We monitored the process of electronic voting (i.e. remote e-voting) through the scrutinizers secured link provided by KFintech through its designated website.
9. After completion of e-voting, votes casted by the members, were unblocked in the presence of two independent witnesses, Mr. Alok Kumar Tripathi and Ms. Radhika Singhania who are not in the employment of the Company.
10. The remote e-voting report downloaded from the website of KFintech regarding result of remote e-voting on the resolutions have been kept separately.
11. Votes casted by the members through remote e-voting, were reconciled with the records maintained by the RTA of the Company and authorizations lodged in accordance with the provisions of Section 113 of the Act with the Company.
12. The e-voting records and other related documents/registers and record will be handed over to the Company Secretary for the safe custody once the Chairman consider, approve and sign the Postal Ballot Minutes.
13. After ascertaining the votes casted through remote e-voting facility, we hereby submit the result as under:

Resolution 01: Special Resolution

Appointment of Mr. Sridhar Srinivasan (DIN: 07240718) as an Independent Director.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting Facility	673	1,62,44,09,159	642	1,62,43,97,020	99.99	31	12,139	0.01

Resolution 02: Ordinary Resolution**Appointment of Mr. Vishwanath Mahendra (DIN: 11019011) as a Director.**

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting Facility	672	1,62,24,08,849	637	1,62,23,92,075	99.99	35	16,774	0.01

Resolution 03: Ordinary Resolution**Appointment of Mr. Vishwanath Mahendra (DIN: 11019011) as a Whole Time Director (designated as Executive Director and Chief Financial Officer) and fixation of his remuneration.**

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting Facility	670	1,62,24,08,259	636	1,62,23,95,649	99.99	34	12,610	0.01

Resolution 04: Ordinary Resolution**Appointment of Mr. Ankur Kharbanda (DIN: 11019017) as a Director.**

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting Facility	672	1,62,44,08,554	639	1,62,43,91,940	99.99	33	16,614	0.01

Resolution 05: Ordinary Resolution**Appointment of Mr. Ankur Kharbanda (DIN: 11019017) as a Whole Time Director (designated as Executive Director and Chief Business Officer) and fixation of his remuneration.**

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting Facility	671	1,62,44,08,654	637	162,43,96,040	99.99	34	12,614	0.01

14. Based on the above remote e-voting facility, we hereby confirm that the resolutions have been passed with the requisite majority, accordingly, we request Chairman or any other person Authorized by the Chairman of the Company, to announce the voting result of Postal Ballot.

**FOR RANJEET PANDEY & ASSOCIATES
COMPANY SECRETARIES**

RANJEET
PANDEY
Digitally signed
by RANJEET
PANDEY
Date: 2025.06.30
17:15:19 +05'30'

**CS RANJEET PANDEY
SCRUTINIZER
MEMBERSHIP NO: - F5922
C.P. No: 6087
UDIN: F005922G000679573**

**Date: 30.06.2025
Place: NEW DELHI**

**Countersigned by
For Niva Bupa Health Insurance Company Limited**

**Rajat Sharma
Company Secretary and
Compliance Officer**

Scrip Code	544286
NSE Symbol	NIVABUPA
MSEI Symbol	NOTLISTED
ISIN	INE995S01015
Company Name	NIVA BUPA HEALTH INSURANCE COMPANY LIMITED
Type of Meeting	POSTAL BALLOT
Date of the AGM/EGM	27-06-2025
Total number of shareholders on record date	136640
No. of shareholders present in the meeting either in person or through Promoters and Promoter Group:	NOT APPLICABLE (RESOLUTIONS PASSED THROUGH POSTAL BALLOT)
Public:	
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group:	NOT APPLICABLE (RESOLUTIONS PASSED THROUGH POSTAL BALLOT)
Public:	

Resolution (1)								
Resolution required	Special							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Description of resolution considered	Appointment of Mr. Sridhar Srinivasan (DIN: 07240718), as an Independent Director							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1022690470	1022690450	100.0000	1022690450	0	100.0000	0.0000
	Poll	1022690470	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1022690470	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	382908490	280286080	73.1992	280286080	0	100.0000	0.0000
	Poll	382908490	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	382908490	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	422367738	321432629	76.1026	321420490	12139	99.9962	0.0037
	Poll	422367738	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	422367738	0	0.0000	00	0	0.0000	0.0000
Total		1827966698	1624409159	88.8643	1624397020	12139	99.9993	0.0007

Resolution (2)								
Resolution required	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Description of resolution considered	Appointment of Mr. Vishwanath Mahendra (DIN: 11019011) as a Director							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1022690470	1022690450	100.0000	1022690450	0	100.0000	0.0000
	Poll	1022690470	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1022690470	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	382908490	280286080	73.1992	280281358	4722	99.9983	0.0016
	Poll	382908490	0	0.0000	00	0	0.0000	0.0000

	Postal Ballot (if applicable)	382908490	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	422367738	319432319	75.6290	319420267	12052	99.9962	0.0037
	Poll	422367738	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	422367738	0	0.0000	00	0	0.0000	0.0000
Total		1827966698	1622408849	88.7548	1622392075	16774	99.9990	0.0010

Resolution (3)								
Resolution required	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Description of resolution considered	Appointment of Mr. Vishwanath Mahendra (DIN: 11019011) as a Whole Time Director (designated as Executive Director and Chief Financial Officer) and fixation of his remuneration							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1022690470	1022690450	100.0000	1022690450	0	100.0000	0.0000
	Poll	1022690470	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1022690470	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	382908490	280286080	73.1992	280286080	0	100.0000	0.0000
	Poll	382908490	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	382908490	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	422367738	319431729	75.6288	319419119	12610	99.9960	0.0039
	Poll	422367738	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	422367738	0	0.0000	00	0	0.0000	0.0000
Total		1827966698	1622408259	88.7548	1622395649	12610	99.9992	0.0008

Resolution (4)								
Resolution required	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Description of resolution considered	Appointment of Mr. Ankur Kharbanda (DIN: 11019017) as a Director							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1022690470	1022690450	100.0000	1022690450	0	100.0000	0.0000
	Poll	1022690470	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1022690470	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	382908490	280286080	73.1992	280281358	4722	99.9983	0.0016
	Poll	382908490	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	382908490	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	422367738	321432024	76.1024	321420132	11892	99.9963	0.0036
	Poll	422367738	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	422367738	0	0.0000	00	0	0.0000	0.0000
Total		1827966698	1624408554	88.8642	1624391940	16614	99.9990	0.0010

Resolution (5)								
Resolution required	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Description of resolution considered	Appointment of Mr. Ankur Kharbanda (DIN: 11019017) as a Whole Time Director (designated as Executive Director and Chief Business Officer) and fixation of his remuneration							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1022690470	1022690450	100.0000	1022690450	0	100.0000	0.0000
	Poll	1022690470	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1022690470	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	382908490	280286080	73.1992	280286080	0	100.0000	0.0000
	Poll	382908490	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	382908490	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	422367738	321432124	76.1024	321419510	12614	99.9960	0.0039
	Poll	422367738	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	422367738	0	0.0000	00	0	0.0000	0.0000
Total		1827966698	1624408654	88.8642	1624396040	12614	99.9992	0.0008