

# NIVA BUPA HEALTH INSURANCE COMPANY LIMITED

---

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF NIVA BUPA HEALTH INSURANCE COMPANY LIMITED ON FRIDAY, JUNE 21, 2024 AT GURUGRAM, HARYANA.**

---

## **To consider and approve the Draft Red Herring Prospectus**

**“RESOLVED THAT** in furtherance of the resolution passed by the Board on 10 May 2024 and the resolution passed by the shareholders of the Company on 10 May 2024 and subject to and in accordance with the provisions of applicable laws, including the Companies Act, 2013, and the rules and regulations made thereunder (including any rules made thereunder, amendments, statutory modifications or re-enactment thereof, for the time being in force), if any, the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the Securities Contracts (Regulation) Act, 1956 and the rules made thereunder, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (**“SEBI ICDR Regulations”**), [Insurance Regulatory and Development Authority of India (Registration, Capital Structure, Transfer of Shares and Amalgamation of Insurers) Regulations, 2024], Master Circular on Corporate Governance for Insurers, 2024 issued by Insurance Regulatory and Development Authority of India on May 22, 2024 and other regulations issued by the Securities and Exchange Board of India (**“SEBI”**) or the Insurance Regulatory and Development Authority of India (**“IRDAI”**), the draft red herring prospectus (the **“DRHP”**), in respect of the Offer, tabled at the meeting containing the requisite information as prescribed by applicable laws and regulations, subject to it being duly signed by the Directors, the Chief Financial Officer and the Selling Shareholders (or their duly authorized representative), be and is hereby approved for filing with the SEBI, the BSE Limited and the National Stock Exchange of India Limited (collectively referred to as the **“Stock Exchanges”**) and such other authorities or persons as may be required.

**RESOLVED FURTHER THAT** the DRHP is hereby recommended for signing by each of the directors of the Company, the Chief Financial Officer, and the Selling Shareholders (or their duly authorized representative) and each such person be and is hereby authorized to sign the declaration page of the DRHP for and on behalf of the Company.

**RESOLVED FURTHER THAT** the members of the IPO Committee, Mr. Vishwanath Mahendra (Chief Financial Officer) and Mr. Rajat Sharma (Company Secretary) of the Company, be and are hereby severally authorised to make corrections or alterations, if any, and to finalise and date the DRHP for purposes of filing with SEBI, the Stock Exchanges and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and do all acts, deeds, matters and undertake such other necessary steps to implement the above resolution.

**RESOLVED FURTHER THAT** the IPO Committee be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or desirable for such purpose, including, without limitation, to make any changes, modification and alterations to the DRHP, settle any questions, difficulties or doubts that may arise in relation thereto.

NIVA BUPA HEALTH INSURANCE COMPANY LIMITED  
CIN – U66000DL2008PLC182918

Registered Office: C98, First Floor, Lajpat Nagar, Part 1, New Delhi-110024, India.  
Corporate Office: 14<sup>th</sup> Floor, Capital Cyberscape, Sector 59, Gurugram, Haryana- 122102, India.  
[www.nivabupa.com](http://www.nivabupa.com)

# **NIVA BUPA HEALTH INSURANCE COMPANY LIMITED**

---

**RESOLVED FURTHER THAT**, a copy of the above resolution, certified to be true by any of Mr. Krishnan Ramachandran (Managing Director & CEO), Mr. Vishwanath Mahendra (Chief Financial Officer) and Mr. Rajat Sharma (Company Secretary) be forwarded to the concerned authorities for necessary action.”

***Certified to be true***

For **NIVA BUPA HEALTH INSURANCE COMPANY LIMITED**

**Rajat Sharma**

**Company Secretary**

Membership No: F7069

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

NIVA BUPA HEALTH INSURANCE COMPANY LIMITED

CIN – U66000DL2008PLC182918

Registered Office: C98, First Floor, Lajpat Nagar, Part 1, New Delhi-110024, India.

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

[www.nivabupa.com](http://www.nivabupa.com)