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INDEPENDENT AUDITOR'S REPORT

To The Members of Max Bupa Health Insurance Company Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of **Max Bupa Health Insurance Company Limited** ("the Company"), which comprise the Balance Sheet as at 31 March 2021, the Revenue Account ("the Policyholders' Account"), Profit and Loss Account ("the Shareholders' Account"), and Receipts and Payments Account for the year then ended, notes to financial statements, including a summary of significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by The Insurance Act, 1938, as amended by Insurance Laws (Amendment) Act, 2015 ("the Insurance Act"), the Insurance Regulatory and Development Authority Act, 1999 ("the IRDA Act"), the Insurance Regulatory and Development Authority (Preparation of Financial Statements and Auditor's Report of Insurance Companies) Regulations, 2002 ("the Regulations"), orders/directions issued by the Insurance Regulatory and Development Authority of India ("the IRDAI") and the Companies Act, 2013 ("the Act"), to the extent applicable and in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India as applicable to insurance companies:
 - a) in the case of Balance Sheet, of the state of affairs of the Company as at 31 March 2021;
 - b) in the case of Revenue Account, of the operating profit of the Company for the year ended 31 March 2021;
 - c) in the case of Profit and loss account, of the loss of the Company for the year ended 31 March 2021; and
 - d) in the case of Receipts and Payments Account, of the receipts and profits of the Company for the year ended 31 March 2021.

Basis for Opinion

3. We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Insurance Act, the IRDA Act and the regulations, the Companies Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

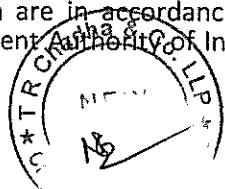
Emphasis of matters

4. We invite attention to:
 - Note no 16 C (13c) regarding treatment of Investments.
 - Note no 16 C (36) possible effects of the COVID-19 Pandemic.

Our opinion is not modified in respect to these matters.

Other matter

5. The actuarial valuation of liabilities in respect to Claims Incurred but Not Reported (IBNR), including Claims Incurred but Not Enough Reported (IBNER), provisioning for Premium Deficiency and Free Look Reserve as at 31 March 2021 is the responsibility of the Company's Appointed Actuary ("Actuary") and has been duly certified by the Actuary. The Actuary has also certified that in his opinion, the assumptions for such valuation are in accordance with the guidelines and norms, if any, issued by Insurance Regulatory Development Authority of India ("the IRDAI") and the Actuarial Society of India in



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concurrence with the IRDAI. We have relied upon the Appointed Actuary's certificate in this regard for forming our opinion on the financial statements of the Company.

Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's Report Thereon

6. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Other Information, if, we conclude that there is a material misstatement therein, we are required to communicate the matters to those charged with governance.

Responsibilities of management and Those Charged with Governance for the Financial Statements

7. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs (financial position), Profit and loss (financial performance) and Receipts and Payments of the Company in accordance with the requirement of the Insurance Act read with IRDA Act, the Regulations, orders/directions/circulars/guidelines/ issued by the Insurance Regulatory and Development Authority of India in this regard and in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014, further amended by Companies (Accounting Standards) Amendment Rules, 2016 to the extent applicable and in the manner so required. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
8. In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
9. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

10. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards of Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.



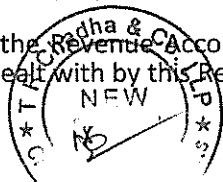
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11. As part of an audit in accordance with Standards of Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
 - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
12. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
13. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

14. As required by the Regulations, we have issued a separate certificate dated 27 April 2021, certifying matters specified in paragraphs 3 and 4 of the Schedule C to these Regulations.
15. Further, to our comments in the Certificate referred to above, as required under the Regulations, read with Section 143(3) of the Act, we report that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion and to the best of our information and according to the explanations given to us, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) As the Company's financial accounting system is centralized at Head office, no returns for the purpose of our audit are prepared at the branches and other offices of the Company;
 - d) The Balance Sheet, the Revenue Account, the Profit and Loss Account and the Receipts and Payments Account dealt with by this Report are in agreement with the books of account;



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- e) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, further amended by the Companies (Accounting Standards) Amendment Rules, 2016 to the extent they are not inconsistent with the accounting principles prescribed in the regulations and orders/directions issued by the IRDA in this regard;
- f) In our opinion and to the best of our information and according to the explanations given to us, Investments have been valued in accordance with the provisions of the Insurance Act, 1938, the Regulations and/or orders/directions issued by the IRDAI in this regard;
- g) In our opinion and to the best of our information and according to the explanations given to us, the accounting policies selected by the Company are appropriate and are in compliance with the applicable Accounting Standards notified under the Act (which continue to be applicable in respect of Section 133 of the Act), and the Rules framed thereunder and with the accounting principles as prescribed by the Regulations and orders/directions issued by the IRDAI in this regard;
- h) On the basis of written representations received from the directors as on 31 March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
- i) With respect to requirements of section 197(16) of the Act, as amended, we report that managerial remuneration is governed u/s 34A of the Insurance Act, 1938 and requires IRDAI approval. Accordingly, the provisions of Section 197 read with schedule V to the Act are not applicable, and hence reporting under Section 197 (16) is not required;
- j) We have also audited the internal financial control over financial reporting (IFCoFR) of the Company as on 31 March 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date and our report dated 27 April 2021 as per "Annexure A" expressed unmodified opinion.
- k) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- The Company, as detailed in Note 16 C (1) to the financial statements, has disclosed the impact of pending litigations on financial position;
 - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **Nangia & Co LLP**
Chartered Accountants
FRN No. 002391C/N500069



Vikas Gupta
Partner
Membership No. 076879
UDIN: 21076879AAAAKF9804



Place: Noida
Date: 27 April 2021

For **T R Chadha & Co. LLP**
Chartered Accountants
FRN No. 006711N/N500028



Neena Goel
Partner
Membership No. 057986
UDIN: 21057986AAAAFK8605



Place: New Delhi
Date: 27 April 2021

Annexure 'A' to the Independent Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

To the Members of **Max Bupa Health Insurance Company Limited**

1. We have audited the internal financial controls over financial reporting ("IFCoFR") of **Max Bupa Health Insurance Company Limited** as of 31 March 2021 in conjunction with our audit of financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 including provisions of The Insurance Act, 1938, as amended by Insurance Laws (Amendment) Act, 2015 ("the Insurance Act"), the Insurance Regulatory and Development Authority Act, 1999 ("the IRDA Act"), the Insurance Regulatory and Development Authority (Preparation of Financial Statements and Auditor's Report of Insurance Companies) Regulations, 2002 ("the Regulations") in this regard.

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's IFCoFR based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of IFCoFR and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate IFCoFR were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of IFCoFR and their operating effectiveness. Our audit of IFCoFR included obtaining an understanding of IFCoFR, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's IFCoFR.

Meaning of Internal Financial Controls over Financial Reporting

6. A Company's IFCoFR is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's IFCoFR includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of Management and directors of the Company; and (3)



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provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

7. Because of the inherent limitations of IFCoFR, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the IFCoFR to future periods are subject to the risk that the IFCoFR may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.


Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such controls were operating effectively as at 31 March 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other matter

9. The actuarial valuation is liabilities in respect to Claims Incurred But Not Reported (IBNR), including Claims Incurred But Not Enough Reported (IBNER) and provisioning for Premium Deficiency and Free Look Reserve as at 31 March 2021 is the responsibility of the Company's Appointed Actuary ("Actuary") and has been duly certified by the Actuary, as mentioned in "Other Matter" paragraph of our audit report on the financial statements of the Company as at and for the year ended 31 March 2021. In view of this, we did not perform any procedures relating to internal financial control over financial reporting in respect of the valuation and accuracy of the actuarial valuation of estimate of claims IBNR and claims IBNER.

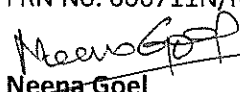
For **Nangia & Co LLP**
Chartered Accountants
FRN No. 002391C/N500069


Vikas Gupta
Partner
Membership No. 076879
UDIN: 21076879AAAAKF9804



Place: Noida
Date: 27 April 2021

For **T R Chadha & Co. LLP**
Chartered Accountants
FRN No. 006711N/N500028


Neena Goel
Partner
Membership No. 057986
UDIN: 21057986AAAAFK8696



Place: New Delhi
Date: 27 April 2021

INDEPENDENT AUDITOR'S CERTIFICATE

To The Members of Max Bupa Health Insurance Company Limited

(Referred to in our 'Report on Other Legal and Regulatory Requirements forming part of the Independent Auditors' Report of even date)

1. This certificate is issued to comply with the provisions of paragraphs 3 and 4 of Schedule C to be read with Regulation 3 of the Insurance Regulatory and Development Authority (Preparation of Financial Statements and Auditor's Report of Insurance Companies) Regulations, 2002 (the "Regulations") and may not be suitable for any other purpose.

Management Responsibility

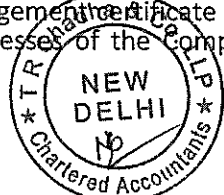
2. The Company's Board of Directors is responsible for complying with the provisions of the Insurance Act, 1938 as amended by the Insurance Laws (Amendment) Act, 2015 ("the Insurance Act"), the Insurance Regulatory and Development Authority of India circular IRDAI/F&A/CIR/FA/059/03/2015 dated 31 March 2015 (the "Insurance Act"), the Insurance Regulatory and Development Authority Act, 1999 (the "IRDA Act"), the IRDA Financial Statements Regulations, orders/directions issued by the Insurance Regulatory and Development Authority of India (the "IRDAI"), which includes the preparation and maintenance of books of account and the Management Report. This includes collecting, collating and validating data and designing, implementing and monitoring of internal controls suitable for ensuring compliance as aforesaid and applying an appropriate basis of preparation that are reasonable in the circumstances and providing all the relevant information to the IRDAI.

Auditors' Responsibility

3. Our responsibility, for the purpose of this certificate, is limited to certifying matters contained in paragraphs 3 and 4 of Schedule C of the Regulations.
4. We conducted our examination in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes (Revised 2016)' (the 'Guidance Note') issued by the Institute of Chartered Accountants of India (the 'ICAI'). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
5. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information and Other Assurance and Related Services Engagements issued by the ICAI.

Opinion

6. In accordance with the information, explanations and representations given to us and to the best of our knowledge and belief and based on our audit of financial statements for the year ended 31 March 2021 and joint examination of the books of account and other records maintained by the Company, we certify that:
 - a. We have reviewed the Management Report attached to the financial statements for the year ended 31 March 2021, and on the basis of our review, there are no apparent mistakes in or material inconsistencies with the financial statements;
 - b. Based on the management representation and compliance certificates submitted to the Board of Directors by the officers of the Company charged with compliance and the same being noted by the Board, nothing has come to our attention that causes us to believe that the Company has not complied with the terms and conditions of registration stipulated by IRDAI;
 - c. Due to current Covid-19 Pandemic and operational disruption, we have not been able to verify the cash balance as on 31 March 2021 by actual inspection. In view of the same, we have placed reliance on the management's certificate with regard to the balance on hand as on 31 March 2021 and the control processes of the Company with regard to handling of cash. We have verified



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securities relating to the Company's investments as at 31 March 2021, on the basis of certificates/ confirmations received from the Custodian and/or Depository Participants appointed by the Company, as the case may be;

- d. We have been given to understand by the management that the Company is not a trustee of any trust; and
- e. No part of the assets of the Policyholders' Funds has been directly or indirectly applied in contravention to the provisions of the Insurance Act, 1938, relating to the application and investments of the Policyholders' Funds.

Restriction on Use

7. This certificate is issued solely in compliance with the requirements of Schedule C of the Insurance Regulatory and Development Authority (Presentation of Financial Statements and Auditors' Report of Insurance Companies) Regulations 2002, ("the Accounting Regulations"), read with Regulation 3 of the Accounting Regulations and may not be suitable for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care of for any other purpose or to any other party to whom it is shown or into whose hand it may come without our prior consent in writing.


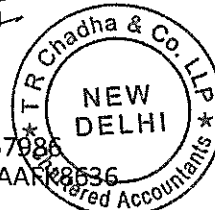
For **Nangia & Co LLP**
Chartered Accountants
FRN No. 002391C/N500069




Vikas Gupta
Partner
Membership No. 076879
UDIN: 21076879AAAAKF9804

Place: Noida
Date: 27 April 2021

For **T R Chadha & Co. LLP**
Chartered Accountants
FRN No. 006711N/N500028

Neena Goel
Partner
Membership No. 057986
UDIN: 21057986AAAAKF8636

Place: New Delhi
Date: 27 April 2021

FORM-B-RA

MAX BUPA HEALTH INSURANCE COMPANY LIMITED

REGISTRATION NO: 145, DATE OF REGISTRATION WITH IRDAI: FEBRUARY 15, 2010

REVENUE ACCOUNT FOR THE YEAR ENDED MARCH 31, 2021

Particulars	Schedule	For the year ended March 31, 2021 (Rs.'000)	For the year ended March 31, 2020 (Rs.'000)
1 Premiums earned (Net)	1	1,15,68,667	84,10,691
2 Profit/(Loss) on sale/redemption of investments		22,366	28,124
3 Others-			
Contribution from Shareholders Funds towards Excess EOM*		17,62,362	14,73,550
Accretion/Amortisation of (Premium)/Discount		(43,664)	20,724
4 Interest, Dividend & Rent – Gross		5,35,620	3,62,512
Total (A)		1,38,35,351	1,02,95,601
1 Claims Incurred (Net)	2	64,55,551	45,00,691
2 Commission (Net)	3	6,1,807	4,28,756
3 Operating Expenses related to Insurance Business	4	54,95,421	41,94,575
4 Premium Deficiency		-	-
Total (B)		1,25,95,779	91,24,022
Operating Profit/(Loss) [C= (A - B)]		12,49,572	11,71,579
Appropriations			
Transfer to Shareholders' Account		12,49,572	11,71,579
Transfer to Catastrophe Reserve		-	-
Transfer to Other Reserves		-	-
Total (C)		12,49,572	11,71,579

Significant Accounting Policies and Notes to Accounts

16

The Schedules and accompanying notes referred to herein form an integral part of the Revenue Account

*As required by Insurance Regulatory and Development Authority of India (Expenses of Management of Insurers transacting General or Health Insurance business) Regulations, 2016, expenses of management incurred during year ended March 31, 2021 in respect of Miscellaneous-"Health" & "PA" insurance business transactions in India by the Company have been fully recognized in the revenue account as expenses to the extent allowable as per regulations. As per the directions from IRDAI, expenses in excess of allowable limits, as per the Regulations have been charged to Shareholders Accounts.

As per our Audit report of even date attached.

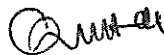
For Nangia & Co LLP
Chartered Accountants
ICAI Firm Registration No. 002391C



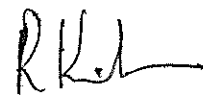
Vikas Gupta
Partner
Membership No. 076879
Place: Noida



For and on behalf of the Board of Directors
Max Bupa Health Insurance Company Limited

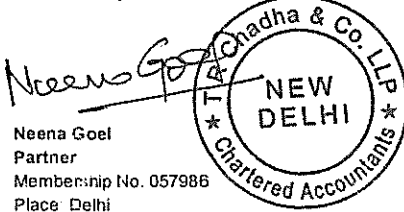


Dinesh Kumar Mittal
Director
DIN: 00040000

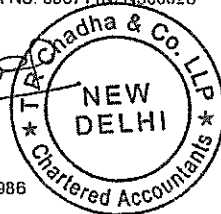
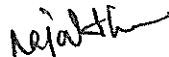


Krishnan Ramachandran
CEO & Managing Director
DIN:08719264

For T.P. Chadha & Co LLP
Chartered Accountants
ICAI Firm Registration No. 006711N/N500028



Neena Goel
Partner
Membership No. 057986
Place: Delhi

Rajat Sharma
Company Secretary
Mem No. FCS7069



C Anil Kumar
Chief Financial Officer

Date: April 27, 2021

CIN - UG6000DL2008PLC182918

Internal

FORM-B-PL

MAX BUPA HEALTH INSURANCE COMPANY LIMITED

REGISTRATION NO: 145, DATE OF REGISTRATION WITH IRDAI: FEBRUARY 15, 2010

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2021

Particulars	Schedule	For the year ended March 31, 2021 (Rs.'000)	For the year ended March 31, 2020 (Rs.'000)
1 Operating Profit/(Loss)			
(a) Miscellaneous Insurance		12,49,572	11,71,579
2 Income From Investments			
(a) Interest, Dividend and Rent – Gross		2,97,261	2,63,482
(b) Profit/(Loss) on sale/redemption of Investments		12,811	20,247
(c) Accretion/Amortisation of (Premium)/Discount		(14,984)	(2,989)
3 Other Income			
(a) Gain/(Loss) on Foreign Exchange Fluctuation		(2,544)	(777)
(b) Interest Income		1,108	869
(c) Provisions written back		1,769	-
Total (A)		15,44,992	14,52,411
4 Provisions (Other than Taxation)			
(a) For diminution in the value of investments (refer note no 13 in Schedule 16)		(25,226)	1,50,000
(b) For doubtful debts		2,83,451	3,50,002
(c) Penalty		-	-
(d) Others		-	-
5 Other Expenses			
(a) Expenses other than those related to Insurance Business		21,794	94,379
(b) Bad debts written off		-	-
(c) Contribution to policyholders Funds towards Excess EOM		17,62,362	14,73,550
(d) CSR Expenses		-	-
Total (B)		20,42,381	20,67,931
Profit/(Loss) Before Tax		(4,97,389)	(6,15,520)
Provision for Taxation		-	-
Profit/(Loss) After Tax		(4,97,389)	(6,15,520)
Appropriations			
(a) Interim dividends		-	-
(b) Proposed final dividend		-	-
(c) Dividend distribution tax		-	-
(d) Transfer to any Reserves or Other Accounts		-	-
Balance of Profit/(Loss) brought forward from last year		(78,00,955)	(71,85,435)
Balance carried forward to Balance Sheet		(82,98,344)	(78,00,955)
Basic Earning/ (Loss) per Share of Rs. 10/- each		(0.43)	(0.58)
Diluted Earning/ (Loss) per Share of Rs. 10/- each		(0.43)	(0.58)
(also refer note no 21 in Schedule 16)			

Significant Accounting Policies and Notes to Accounts

16

The Schedules and accompanying notes referred to herein form an integral part of the Profit and Loss Account

As per our Audit report of even date attached.

For Nangla & Co LLP
Chartered Accountants
ICAI Firm Registration No. 002391C

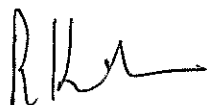



Vikas Gupta
Partner
Membership No. 076879
Place: Noida

For and on behalf of the Board of Directors
Max Bupa Health Insurance Company Limited





Dinesh Kumar Mittal
Director
DIN: 00040000

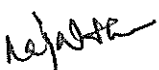


Krishnan Ramachandran
CEO & Managing Director
DIN:08719264

For TR Chadha & Co LLP
Chartered Accountants
ICAI Firm Registration No. 006711N/ N500028

Neena Goyal
Partner
Membership No. 057986
Place: Delhi



Rajat Sharma
Company Secretary
Mem No. FCS7069



C Anil Kumar
Chief Financial Officer

Date: April 27, 2021

CIN - U66000DL2008PLC182918

Internal

FORM-B-BS

MAX BUPA HEALTH INSURANCE COMPANY LIMITED

REGISTRATION NO: 145, DATE OF REGISTRATION WITH IRDAI: FEBRUARY 15, 2010

BALANCE SHEET AS AT MARCH 31, 2021

Particulars	Schedule	As at March 31, 2021 (Rs.'000)	As at March 31, 2020 (Rs.'000)
Sources of Funds			
Share Capital	5	1,34,97,298	1,12,60,000
Share Application Money		-	-
Reserves and Surplus	6	5,67,872	-
Fair Value Change Account - Shareholders		1,299	3
Fair Value Change Account - Policyholders		65	180
Borrowings	7	-	-
Total		1,40,66,534	1,12,60,183
Application of Funds			
Investments - Shareholders	8	63,73,698	40,28,612
Investments - Policyholders	8A	98,41,907	66,43,465
Loans	9	-	-
Fixed Assets	10	4,75,202	4,11,839
Current Assets:			
Cash and Bank Balances	11	3,04,073	1,89,269
Advances and Other Assets	12	19,95,570	10,99,936
Sub-total (A)		22,99,643	12,89,205
Current Liabilities	13	63,59,512	38,92,221
Provisions	14	68,62,748	50,21,672
Sub-total (B)		1,32,22,260	89,13,893
Net Current Assets (C) = (A - B)		(1,09,22,617)	(76,24,688)
Miscellaneous Expenditure (To the extent not written off or adjusted)	15	-	-
Debit Balance in Profit and Loss Account		82,98,344	78,00,955
Total		1,40,66,534	1,12,60,183

Significant Accounting Policies and Notes to Accounts (please refer note no 1 in Schedule 16 for Contingent Liabilities) 16

The Schedules and accompanying notes referred to herein form an integral part of the Balance Sheet


As per our Audit report of even date attached.

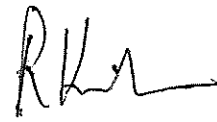
For Nangia & Co LLP
Chartered Accountants
ICAI Firm Registration No. 002391C

For and on behalf of the Board of Directors
Max Bupa Health Insurance Company Limited

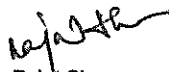


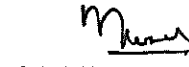

Vikas Gupta
Partner
Membership No. 076879
Place: Noida

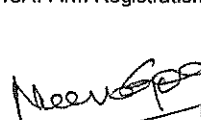
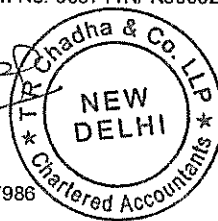

Dinesh Kumar Mittal
Director
DIN: 00040000


Krishnan Ramachandran
CEO & Managing Director
DIN:08719264

For T R Chadha & Co LLP
Chartered Accountants
ICAI Firm Registration No. 006711N/ N500028


Rajat Sharma
Company Secretary
Mem No. FCS7069


C Anil Kumar
Chief Financial Officer



Neena Goel
Partner
Membership No. 057986
Place: Delhi

Date: April 27, 2021

CIN - U66000DL2008PLC182918

Internal

MAX BUPA HEALTH INSURANCE COMPANY LIMITED
REGISTRATION NO: 145, DATE OF REGISTRATION WITH IRDAI: FEBRUARY 15, 2010
RECEIPTS AND PAYMENT ACCOUNT FOR THE YEAR ENDED MARCH 31, 2021

Particulars	For the year ended March 31, 2021 (Rs.'000)	For the year ended March 31, 2020 (Rs.'000)
A. Cash Flows from the Operating activities		
1. Premium received from Policyholders, including Advance Receipts	2,12,01,569	1,49,72,839
2. Other Receipts	-	-
3. Payment to the reinsurers, net of commissions and claims	(19,66,427)	(6,66,815)
4. Payments to co-insurers, net of claims recovery	-	-
5. Payments of claims	(59,54,507)	(50,65,249)
6. Payments of commission and brokerage	(21,63,306)	(15,02,204)
7. Payments of Other Operating Expenses	(66,23,206)	(55,86,488)
8. Preliminary and Pre-operative Expenses	-	-
9. Deposits, Advances and Staff Loans	(8,545)	(10,509)
10. Income Taxes Paid (Net)	-	-
11. GST paid	(19,14,598)	(10,72,154)
12. Other Payments	-	-
13. Cash Flows before Extraordinary Items	25,70,980	10,69,420
14. Cash flow from extraordinary operations	-	-
15. Net Cash flows from operating activities	25,70,980	10,69,420
B. Cash flows from investing activities		
1. Purchase of fixed assets	(2,03,875)	(2,97,395)
2. Proceeds from sale of fixed assets	-	-
3. Purchase of investments	(1,90,81,655)	(2,24,75,363)
4. Loans disbursed	-	-
5. Sales of investments	1,48,62,275	1,92,28,253
6. Repayments received	-	-
7. Rents/interests/ Dividends received	7,43,463	5,19,115
8. Investments in money market instruments and in liquid mutual funds (Net)	-	-
9. Expenses related to investments	-	-
10. Net Cash flows from investing activities	(37,39,792)	(30,25,390)
C. Cash flows from financing activities		
1. Proceeds from issuance of Share Capital	28,04,827	14,50,000
2. Proceeds from borrowing	-	-
3. Repayments of borrowing	-	-
4. Interest/dividends paid	-	-
5. Net cash flow from financing activities	28,04,827	14,50,000
D. Effect of foreign exchange rates on cash and cash equivalents, net	-	-
E. Net Increase/(decrease) in cash and cash equivalents	16,36,015	(5,05,970)
Cash and cash equivalents at the beginning of the year	3,21,017	8,26,987
Cash and cash equivalents at the end of the year	19,57,032	3,21,017
Net Increase/(decrease) in cash and cash equivalents	16,36,015	(5,05,970)
Reconciliation of Cash and cash equivalents with the Balance Sheet at the end of the year		
Cash and Bank Balances (Refer Schedule 11)	3,04,073	1,89,269
Short term liquid investments (Refer Schedule 8: Investments Shareholder's Fund)	11,89,334	6,060
Short term liquid investments (Refer Schedule 8:A Investments Policyholder's Fund)	63,625	1,25,688
Fixed Deposit having original maturity less than 90 days	4,00,000	-
Cash and cash equivalents at the end of the year	19,57,032	3,21,017

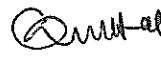
As per our Audit report of even date attached.

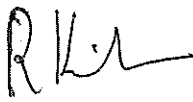
For Nangia & Co LLP
Chartered Accountants
ICAI Firm Registration No. 002391C


Vikas Gupta
Partner
Membership No. 076879
Place: Noida

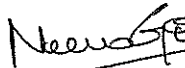



For and on behalf of the Board of Directors
Max Bupa Health Insurance Company Limited

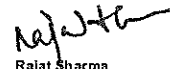

Dinesh Kumar Mittal
Director
DIN: 00040000


Krishnan Ramachandrar,
CEO & Managing Director
DIN:08719264

For T R Chadha & Co LLP
Chartered Accountants
ICAI Firm Registration No. 006711N/ N600023


Neena Goel
Partner
Membership No. 057986
Place: Delhi




Rajat Sharma
Company Secretary
Mem No. FCS7069


C Anil Kumar
Chief Financial Officer

Date: April 27, 2021

CIN - U66000DL2008PLC182918

MAX BUPA HEALTH INSURANCE COMPANY LIMITED
 REGISTRATION NO: 145, DATE OF REGISTRATION WITH IRDAI: FEBRUARY 15, 2010
 SCHEDULES FORMING PART OF FINANCIAL STATEMENTS

(Rs.'000)

Particulars	For the year ended	For the year ended
	March 31, 2021	March 31, 2020

SCHEDULE - 1		
PREMIUM EARNED (NET OF GST)		
Premium from direct business written	1,75,07,779	1,24,20,869
Add: Premium on reinsurance accepted	40,22,530	28,92,039
Less: Premium on reinsurance ceded	1,34,85,249	95,36,830
Net Premium	19,76,582	11,26,139
Less: Adjustment for change in reserve for unexpired risks	1,15,08,667	84,10,651
Total Premium Earned (Net)		

SCHEDULE - 2		
CLAIMS INCURRED (NET)		
Claims paid*	64,66,919	50,09,233
Direct	-	-
Add: Re-insurance accepted	12,76,583	6,50,738
Less: Re-insurance Ceded	51,90,336	43,58,495
Net Claims paid	23,11,834	10,46,619
Add: Claims Outstanding at the end of the year	10,46,619	9,04,423
Less: Claims Outstanding at the beginning of the year	64,55,551	45,00,651
Total Claims Incurred**		

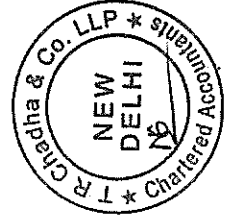
* In case of in house TPA, IRDAI Expense of Management Regulations, 2016 permits an insurer to consider expense not exceeding 3% of Premium as a part of claim cost, accordingly amount of claim paid includes an amount of certain expenses aggregating to Rs. 5,25,233 thousand (previous period ended 31st March 2020 Rs. 372,886 thousand) allocated to claim handling charges. This amount primarily includes employee and other related costs.

** Includes an amount of Rs. 23,018 thousand during the year ended 31st March 2021 (previous year ended 31st March 2020 Rs. 64,969 thousand) on account of expenses incurred towards product related benefit paid to policyholders.

SCHEDULE - 3		
COMMISSION		
Commission paid		
Direct*	21,71,628	15,32,070
Add: Re-insurance accepted	-	-
Less: Commission on Re-insurance Ceded	15,36,821	11,03,314
Net Commission	6,34,807	4,28,756

* Includes an amount of Rs. 307,113 thousand during the year ended 31st March 2021 (previous year ended 31st March 2020 Rs. 130,253 thousand) towards Reward or Remuneration to Agents & Provers.

Break up of commission paid to procure business:		
Agents	10,77,004	7,24,801
Brokers	4,02,841	2,30,682
Corporate Agency	6,91,783	5,76,587
	21,71,628	15,32,070



MAX BUPA HEALTH INSURANCE COMPANY LIMITED
 REGISTRATION NO: 145, DATE OF REGISTRATION WITH IRDAI: FEBRUARY 16, 2010
 SCHEDULES FORMING PART OF FINANCIAL STATEMENTS

(Rs.'000)

Particulars	For the year ended			
	March 31, 2021			
	Health	Personal Accident	Others	Total
SCHEDULE - 1A				
PREMIUM EARNED (NET OF GST)				
Premium from direct business written	1,66,97,189	8,10,590	-	1,75,07,779
Add: Premium on reinsurance accepted	99,45,219	77,311	-	40,22,530
Less: Premium on reinsurance ceded	1,27,51,970	7,39,279	-	1,34,85,249
Net Premium	18,76,552	1,00,030	-	19,76,582
Less: Adjustment for change in reserve for unexpired risks	1,08,75,418	6,33,249	-	1,15,08,667
Total Premium Earned (Net)				

SCHEDULE - 2A				
CLAIMS INCURRED (NET)				
Claims paid*				
Direct	64,27,475	39,444	-	64,66,919
Add: Re-insurance accepted	12,73,436	3,148	-	12,76,583
Less: Re-insurance Ceded	51,54,039	36,296	-	51,90,336
Net Claims paid	21,86,512	1,25,322	-	23,11,834
Add: Claims Outstanding at the end of the year	9,68,360	78,259	-	10,46,619
Less: Claims Outstanding at the beginning of the year	63,72,191	83,359	-	64,55,551
Total Claims Incurred**				

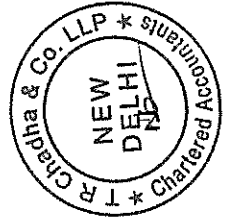
*In case of in house TPA, IRDAI Expense of Management Regulations, 2016 permits an insurer to consider expense not exceeding 3% of Premium as a part of claim cost, accordingly amount of claim paid includes an amount of certain expenses aggregating to Rs. 5,23,233 thousand (previous period ended 31st March 2020 Rs. 372,866 thousand) allocated to claim handling charges. This amount primarily includes employee and other related costs.

** Includes an amount of Rs. 28,018 thousand during the year ended 31st March 2021 (previous year ended 31st March 2020 Rs. 64,999 thousand) on account of expenses incurred towards product related benefit paid to policyholders.

SCHEDULE - 3A				
COMMISSION				
Commission paid				
Direct*	20,57,369	1,14,269	-	21,71,628
Add: Re-insurance accepted	-	-	-	-
Less: Commission on Re-insurance Ceded	15,15,142	21,679	-	15,36,821
Net Commission	5,42,217	92,590	-	6,34,807

*Includes an amount of Rs. 307,133 thousand during the year ended 31st March 2021 (previous year ended 31st March 2020 Rs. 1,90,263 thousand) towards Reward or Remuneration to Agents & Brokers.

Break Up of expenses incurred to procure business:				
Agents	10,61,829	15,175	-	10,77,004
Brokers	4,00,951	1,890	-	4,02,841
Corporate Agency	5,94,579	97,204	-	6,91,783
	20,57,369	1,14,269	-	21,71,628



Internal

MAX BUPA HEALTH INSURANCE COMPANY LIMITED
 REGISTRATION NO: 146, DATE OF REGISTRATION WITH IRDAI: FEBRUARY 15, 2010
 SCHEDULES FORMING PART OF FINANCIAL STATEMENTS (Rs.'000)

	For the year ended			
	March 31, 2020			
	Health	Personal Accident	Others	Total
SCHEDULE - 1A				
PREMIUM EARNED [NET OF GST]				
Premium from direct business written	1,17,90,427	6,38,442	-	1,24,28,869
Add: Premium on reinsurance accepted	27,86,434	1,05,605	-	28,92,039
Less: Premium on reinsurance ceded	90,03,993	6,32,837	-	96,36,830
Net Premium	9,79,689	1,46,450	-	11,26,139
Less: Adjustment for change in reserve for unexpired risks	80,24,304	3,86,387	-	84,10,691
Total Premium Earned (Net)				

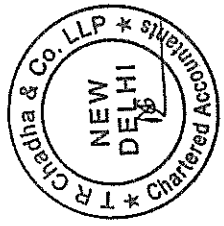
SCHEDULE - 2A				
CLAIMS INCURRED [NET]				
Claims paid*	49,65,669	43,564	-	50,09,233
Direct				
Add: Re-insurance accepted	6,48,408	2,330	-	6,50,738
Less: Re-insurance Ceded	43,17,261	41,234	-	43,58,495
Net Claims paid	9,68,360	78,259	-	10,46,619
Add: Claims Outstanding at the end of the year	8,21,532	82,891	-	9,04,423
Less: Claims Outstanding at the beginning of the year	44,64,089	38,802	-	45,02,891
Total Claims Incurred**				

*In case of in house TPA, IRDAI Expense of Management Regulations, 2016 permits an insurer to consider expense not exceeding 3% of Premium as a part of claim cost, accordingly amount of claim paid includes an amount of certain expenses aggregating to Rs. 5,25,233 thousand (previous period ended 31st March 2020 Rs. 372,866 thousand) allocated to claim handling charges. This amount primarily includes employee and other related costs.

** Includes an amount of Rs. 28,018 thousand during the year ended 31st March 2021 (previous year ended 31st March 2020 Rs. 64,999 thousand) on account of expenses incurred towards product related benefit paid to policyholders.

SCHEDULE - 3A				
COMMISSION				
Commission paid	14,43,623	88,447	-	15,32,070
Direct*				
Add: Re-insurance accepted	10,77,868	25,446	-	11,03,314
Less: Commission on Re-insurance Ceded	3,65,755	63,001	-	4,28,756
Net Commission				
*Includes an amount of Rs. 307,113 thousand during the year ended 31st March 2021 (previous year ended 31st March 2020 Rs. 130,253 thousand) towards Reward or Remuneration to Agents & Brokers.				

Break Up of expenses incurred to procure business:				
Agents	7,12,951	11,850	-	7,24,801
Brokers	2,29,716	968	-	2,30,682
Corporate Agency	5,00,955	75,632	-	5,76,587
	14,43,623	88,447	-	15,32,070



Inspected

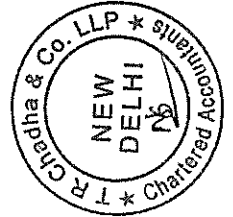
MAX BUPA HEALTH INSURANCE COMPANY LIMITED
REGISTRATION NO: 145, DATE OF REGISTRATION WITH IRDAI: FEBRUARY 15, 2010
SCHEDULES FORMING PART OF FINANCIAL STATEMENTS

SCHEDULE - 4
OPERATING EXPENSES RELATED TO INSURANCE BUSINESS

(Rs.'000)

Particulars	For the year ended	
	March 31, 2021	March 31, 2020
1 Employees' remuneration and welfare benefits	29,16,122	24,60,367
2 Travel, conveyance and vehicle running expenses	67,544	85,765
3 Training expenses	55,234	66,154
4 Rents, rates and taxes	1,29,705	1,48,299
5 Repairs	1,47,781	1,60,489
6 Printing and stationery	5,638	25,541
7 Communication	97,077	59,341
8 Legal and professional charges	2,09,142	1,59,794
9 Auditors' fees, expenses etc	-	-
(a) as auditor	2,995	3,677
(b) as adviser or in any other capacity, in respect of	-	-
(i) Taxation matters	900	1,225
(ii) Insurance matters	-	-
(iii) Management services; and	-	-
(c) in any other capacity	-	200
(i) Tax Audit Fees	175	1,800
(ii) Certification Fees	15,61,320	7,54,324
10 Advertisement and publicity	59,384	40,843
11 Interest and bank charges	-	-
12 Others	-	-
(a) Business and Sales Promotion	1,840	2,637
(b) Membership and Subscription	3,399	1,595
(c) Insurance	5,434	4,773
(d) Sitting Fee	3,300	7,000
(e) Board Meeting Expenses	563	2,142
(f) Miscellaneous Expenses*	273	170
13 Depreciation	2,20,531	2,06,679
14 Goods and Service Tax A/c	4,074	1,825
Total	54,95,421	41,94,575

* None of the items individually are higher than Rs. 500,000 or 1% of Net Written Premium.



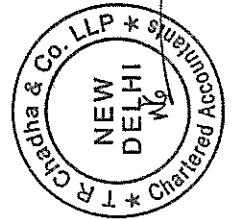
Internal

MAX BUPA HEALTH INSURANCE COMPANY LIMITED
REGISTRATION NO: 146, DATE OF REGISTRATION WITH IRDAI: FEBRUARY 15, 2010
SCHEDULES FORMING PART OF FINANCIAL STATEMENTS

SCHEDULE - 4A
OPERATING EXPENSES RELATED TO INSURANCE BUSINESS (Rs.'000)

Particulars	For the year ended				Total
	Health	Accident	Others	March 31, 2021	
				Personal	
1 Employees' remuneration and welfare benefits	27,81,109	1,35,013	-	-	29,16,122
2 Travel, conveyance and vehicle running expenses	64,417	3,127	-	-	67,544
3 Training expenses	52,677	2,557	-	-	55,234
4 Rents, rates and taxes	1,23,700	6,005	-	-	1,29,705
5 Repairs	1,40,939	6,842	-	-	1,47,781
6 Printing and stationery	5,377	261	-	-	5,638
7 Communication	92,582	4,495	-	-	97,077
8 Legal and professional charges	1,99,459	9,683	-	-	2,09,142
9 Auditors' fees, expenses etc					
(a) as auditor	2,856	139	-	-	2,995
(b) as adviser or in any other capacity, in respect of					
(i) Taxation matters	858	42	-	-	900
(ii) Insurance matters	-	-	-	-	-
(iii) Management services, and	-	-	-	-	-
(c) in any other capacity	-	-	-	-	-
(i) Tax Audit Fees	167	8	-	-	175
(ii) Certification Fees					
10 Advertisement and publicity	14,89,033	72,287	-	-	15,61,320
11 Interest and bank charges	56,635	2,749	-	-	59,384
12 Others					
(a) Business and Sales Promotion	1,755	85	-	-	1,840
(b) Membership and Subscription	3,242	157	-	-	3,399
(c) Insurance	5,182	252	-	-	5,434
(d) Siting Fee	6,008	292	-	-	6,300
(e) Board Meeting Expenses	527	26	-	-	553
(f) Miscellaneous Expenses*	260	13	-	-	273
13 Depreciation	2,10,321	10,210	-	-	2,20,531
14 Goods and Service Tax A/c	3,885	189	-	-	4,074
Total	52,40,989	2,54,432	-	-	54,95,421

* None of the items individually are higher than Rs. 500,000 or 1% of Net Written Premium.

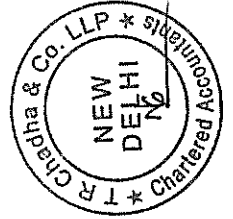


MAX BUPA HEALTH INSURANCE COMPANY LIMITED
REGISTRATION NO: 145, DATE OF REGISTRATION WITH IRDAI: FEBRUARY 15, 2010
SCHEDULES FORMING PART OF FINANCIAL STATEMENTS

SCHEDULE – 4A
OPERATING EXPENSES RELATED TO INSURANCE BUSINESS (Rs.'000)

Particulars	For the year ended				Total
	March 31, 2020				
	Health	Accident	Others	Personal	
1 Employees' remuneration and welfare benefits	23,33,984	1,26,383	-	-	24,60,367
2 Travel, conveyance and vehicle running expenses	81,359	4,406	-	-	85,765
3 Training expenses	62,756	3,398	-	-	66,154
4 Rents, rates and taxes	1,40,681	7,618	-	-	1,48,299
5 Repairs	1,52,245	8,244	-	-	1,60,489
6 Printing and stationery	24,229	1,312	-	-	25,541
7 Communication	56,293	3,048	-	-	59,341
8 Legal and professional charges	1,51,586	8,208	-	-	1,59,794
9 Auditors' fees, expenses etc	-	-	-	-	-
(a) as auditor	3,488	189	-	-	3,677
(b) as adviser or in any other capacity, in respect of	-	-	-	-	-
(i) Taxation matters	1,162	63	-	-	1,225
(ii) Insurance matters	-	-	-	-	-
(iii) Management services; and	-	-	-	-	-
(c) in any other capacity	190	10	-	-	200
(i) Tax Audit Fees	1,708	92	-	-	1,800
(ii) Certification Fees	7,15,576	38,748	-	-	7,54,324
10 Advertisement and publicity	38,745	2,098	-	-	40,843
11 Interest and bank charges	-	-	-	-	-
12 Others	2,502	135	-	-	2,637
(a) Business and Sales Promotion	1,513	82	-	-	1,595
(b) Membership and Subscription	4,466	242	-	-	4,708
(c) Insurance	6,640	360	-	-	7,000
(d) Sitting Fee	2,032	110	-	-	2,142
(e) Board Meeting Expenses	161	9	-	-	170
(f) Miscellaneous Expenses*	1,96,062	10,617	-	-	2,06,679
13 Depreciation	1,731	94	-	-	1,825
14 Goods and Service Tax A/c	39,79,108	2,15,467	-	-	41,94,575
Total	39,79,108	2,15,467	-	-	41,94,575

* None of the items individually are higher than Rs. 500,000 or 1% of Net Written Premium.



Internal

MAX BUPA HEALTH INSURANCE COMPANY LIMITED
REGISTRATION NO: 145, DATE OF REGISTRATION WITH IRDAI: FEBRUARY 15, 2010
SCHEDULES FORMING PART OF FINANCIAL STATEMENTS

SCHEDULE – 5
SHARE CAPITAL

Particulars	As at	As at
	March 31, 2021 (Rs.'000)	Mar 31, 2020 (Rs.'000)
1 Authorised Capital		
1,50,00,00,000 Equity Shares of Rs 10 each (Previous year ended as at 31st March, 2020 1,50,00,00,000) Equity Shares of Rs 10 each)	1,50,00,000	1,50,00,000
2 Issued Capital		
134,97,29,800 Equity Shares of Rs 10 each (Previous year ended as at 31st March, 2020 112,60,00,000) Equity Shares of Rs 10 each)	1,34,97,298	1,12,60,000
3 Subscribed Capital		
134,97,29,800 Equity Shares of Rs 10 each (Previous year ended as at 31st March, 2020 112,60,00,000) Equity Shares of Rs 10 each)	1,34,97,298	1,12,60,000
4 Called-up Capital		
134,97,29,800 Equity Shares of Rs 10 each (Previous year ended as at 31st March, 2020 112,60,00,000) Equity Shares of Rs 10 each)	1,34,97,298	1,12,60,000
Less: Calls unpaid	-	-
Add: Equity Shares forfeited (Amount originally paid up)	-	-
Less: Par Value of Equity Shares bought back	-	-
Less: Preliminary Expenses	-	-
Less: Expenses including commission or brokerage on underwriting or subscription of shares	-	-
Total	1,34,97,298	1,12,60,000

Out of the above, 74,37,01,120 (Previous year ended as at 31st March, 2020 62,58,71,101) Equity Shares of Rs. 10/- each are held by the holding company along with its nominees.

SCHEDULE – 5A
PATTERN OF SHAREHOLDING
[As certified by the Management]

Shareholders	As at March 31, 2021		As at March 31, 2020	
	Number of Shares	% of holding	Number of Shares	% of holding
Promoters				
- Indian-Fettle Tone LLP	74,37,01,120	55.10%	62,58,71,101	55.58%
- Foreign-Bupa Singapore Holdings Pte. Ltd	60,60,28,680	44.90%	50,01,28,899	44.42%
Others	-	-	-	-
Total	1,34,97,29,800	100.00%	1,12,60,00,000	100.00%



MAX BUPA HEALTH INSURANCE COMPANY LIMITED

REGISTRATION NO: 145, DATE OF REGISTRATION WITH IRDAI: FEBRUARY 15, 2016

SCHEDULES FORMING PART OF FINANCIAL STATEMENTS

Particulars	As at	As at
	March 31, 2021 (Rs.'000)	March 31, 2020 (Rs.'000)
SCHEDULE – 6		
RESERVES AND SURPLUS		
1 Capital Reserve	-	-
2 Capital Redemption Reserve	-	-
3 Share Premium (Refer note 35)	-	-
-Opening Balance	-	-
-Additions during the year	5,67,529	-
4 General Reserves	-	-
Less: Debit balance in Profit and Loss Account	-	-
Less: Amount utilized for Buy-back	-	-
5 Catastrophe Reserve	-	-
6 Other Reserves	-	-
-Employee Stock Option Reserve	-	-
-Opening Balance	-	-
-Additions during the year	643	-
7 Balance of Profit in Profit & Loss Account	-	-
Total	5,67,872	-
SCHEDULE – 7		
BORROWINGS		
1 Debentures/ Bonds	-	-
2 Banks	-	-
3 Financial Institutions	-	-
4 Others	-	-
Total	-	-



MAX BUPA HEALTH INSURANCE COMPANY LIMITED
REGISTRATION NO: 145, DATE OF REGISTRATION WITH IRDAI: FEBRUARY 15, 2010
SCHEDULES FORMING PART OF FINANCIAL STATEMENTS

SCHEDULE – 8
INVESTMENTS - SHAREHOLDERS

Particulars	As at March 31, 2021 (Rs.'000)	As at March 31, 2020 (Rs.'000)
LONG TERM INVESTMENTS		
1 Government securities and Government guaranteed bonds including Treasury Bills	15,17,601	8,64,042
2 Other Approved Securities	5,06,009	7,63,748
3 Other Investments	-	-
(a) Shares	-	-
(aa) Equity	-	-
(bb) Preference	-	-
(b) Mutual Funds	-	-
(c) Derivative Instruments	-	-
(d) Debentures/ Bonds	5,99,714	6,00,904
(e) Other Securities	-	-
(f) Subsidiaries	-	-
(g) Investment Properties-Real Estate	-	-
4 Investments in Infrastructure and Social Sector	14,22,220	10,99,882
5 Other than Approved Investments (net of provision)	-	-
SHORT TERM INVESTMENTS		
1 Government securities and Government guaranteed bonds including Treasury Bills	2,00,122	-
2 Other Approved Securities	-	-
3 Other Investments	-	-
(a) Shares	-	-
(aa) Equity	-	-
(bb) Preference	-	-
(b) Mutual Funds (refer note (b) below)	11,89,334	6,060
(c) Derivative Instruments	-	-
(d) Debentures/ Bonds	1,99,868	-
(e) Other Securities - Fixed Deposits	7,38,800	6,44,033
(f) Subsidiaries	-	-
(g) Investment Properties-Real Estate	-	-
4 Investments in Infrastructure and Social Sector	-	49,943
5 Other than Approved Investments (net of provision)	-	-
Total	63,73,698	40,28,612

Notes:

- Aggregate amount of shareholder's investments other than listed equity securities and derivative instruments is Rs. 63,73,698 thousand (Previous year ended as on 31st March, 2020 Rs. 40,28,612 thousand). Market value of such investments is Rs. 64,18,176 thousand (Previous year ended as on 31st March, 2020 Rs. 41,48,096 thousand).
- The historical cost of investments in mutual funds which have been valued on fair value basis is Rs. 11,88,035 thousand (Previous year ended 31st March 2020 Rs. 6,057 thousand).



Internal

MAX BUPA HEALTH INSURANCE COMPANY LIMITED

REGISTRATION NO: 145, DATE OF REGISTRATION WITH IRDAI: FEBRUARY 15, 2010

SCHEDULES FORMING PART OF FINANCIAL STATEMENTS

SCHEDULE – 8A

INVESTMENTS - POLICYHOLDERS

Particulars	As at March 31, 2021 (Rs.'000)	As at March 31, 2020 (Rs.'000)
LONG TERM INVESTMENTS		
1 Government securities and Government guaranteed bonds including Treasury Bills	19,23,065	11,96,157
2 Other Approved Securities	4,57,755	3,58,591
3 Other Investments	-	-
(a) Shares	-	-
(aa) Equity	-	-
(bb) Preference	-	-
(b) Mutual Funds	-	-
(c) Derivative Instruments	-	-
(d) Debentures/ Bonds	30,69,037	17,14,853
(e) Other Securities	-	-
(f) Subsidiaries	-	-
(g) Investment Properties-Real Estate	-	-
4 Investments in Infrastructure and Social Sector	23,42,455	10,12,941
5 Other than Approved Investments	-	75,148
	-	-
SHORT TERM INVESTMENTS		
1 Government securities and Government guaranteed bonds including Treasury Bills	4,00,546	5,50,333
2 Other Approved Securities	1,50,804	-
3 Other Investments	-	-
(a) Shares	-	-
(aa) Equity	-	-
(bb) Preference	-	-
(b) Mutual Funds (refer note (b) below)	63,625	1,25,688
(c) Derivative Instruments	-	-
(d) Debentures/ Bonds	5,03,216	7,42,153
(e) Other Securities - Fixed Deposits	2,78,600	5,17,667
(f) Subsidiaries	-	-
(g) Investment Properties-Real Estate	-	-
4 Investments in Infrastructure and Social Sector	6,53,504	2,49,934
5 Other than Approved Investments	-	1,00,000
Total	98,41,907	66,43,465

Notes:

- a. Aggregate amount of policyholder's investments other than listed equity securities and derivative instruments is Rs. 98,41,907 thousand (Previous year ended as on 31st March 2020 Rs. 66,43,465 thousand). Market value of such investments is Rs. 100,65,902 thousand (Previous year ended as on 31st March 2020 Rs. 67,60,025 thousand).
- b. The historical cost of investments in mutual funds which have been valued on fair value basis is Rs. 63,560 thousands (Previous year ended 31st March 2020 Rs. 1,25,508 thousand).



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MAX BUPA HEALTH INSURANCE COMPANY LIMITEDREGISTRATION NO: 145, DATE OF REGISTRATION WITH IRDAI: FEBRUARY 15, 2010
SCHEDULES FORMING PART OF FINANCIAL STATEMENTS**SCHEDULE – 9
LOANS**

Particulars	As at	As at
	March 31, 2021 (Rs.'000)	March 31, 2020 (Rs.'000)
1 Security-Wise Classification		
Secured		
(a) On mortgage of property	-	-
(aa) In India	-	-
(bb) Outside India	-	-
(b) On Shares, Bonds, Govt. Securities	-	-
(c) Others	-	-
Unsecured	-	-
Total	-	-
2 Borrower-Wise Classification		
(a) Central and State Governments	-	-
(b) Banks and Financial Institutions	-	-
(c) Subsidiaries	-	-
(d) Industrial Undertakings	-	-
(e) Others	-	-
Total	-	-
3 Performance-Wise Classification		
(a) Loans classified as standard	-	-
(aa) In India	-	-
(bb) Outside India	-	-
(b) Non-performing loans less provisions	-	-
(aa) In India	-	-
(bb) Outside India	-	-
Total	-	-
4 Maturity-Wise Classification		
(a) Short Term	-	-
(b) Long Term	-	-
Total	-	-
	-	-
	-	-
	-	-

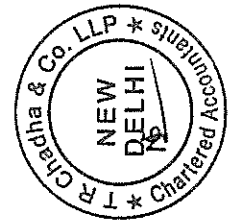


MAX BUPA HEALTH INSURANCE COMPANY LIMITED
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SCHEDULES FORMING PART OF FINANCIAL STATEMENTS

SCHEDULE - 10
FIXED ASSETS

SN	Particulars	Cost/ Gross Block			Depreciation			Net Block			
		As at March 31, 2020	Additions	Deductions	As at March 31, 2021	Upto March 31, 2020	For the period	On Sales/ Adjustments	Upto March 31, 2021	As at March 31, 2021	As at March 31, 2020
1	Goodwill	-	-	-	-	-	-	-	-	-	-
2	Intangibles	8,57,127	1,66,316	-	10,23,443	5,95,870	1,46,990	-	7,42,860	2,80,583	2,61,257
	a) Softwares	11,258	-	-	11,258	11,258	-	-	11,258	-	-
	b) Website	-	-	-	-	-	-	-	-	-	-
3	Land-Freehold	1,75,779	57,073	99,193	1,33,659	1,56,825	5,608	98,929	63,504	70,155	18,954
4	Leasehold Property	-	-	-	-	-	-	-	-	-	-
5	Buildings	39,963	14,461	14,615	39,809	32,963	8,099	13,879	27,183	12,626	7,000
6	Furniture & Fittings	-	-	-	-	-	-	-	-	-	-
7	Information Technology Equipment (Other Devices)	1,51,761	8,270	360	1,59,671	1,23,353	19,558	359	1,42,552	17,119	28,408
8	Information Technology Equipment (End User Devices)	1,46,983	23,949	10,454	1,60,478	98,221	30,260	10,347	1,18,134	42,344	48,762
9	Vehicles	-	-	-	-	-	-	-	-	-	-
10	Office Equipment	90,162	24,499	12,869	1,01,792	67,442	10,017	11,722	65,737	36,055	22,720
11	Others	-	-	-	-	-	-	-	-	-	-
	Total	14,73,033	2,94,568	1,37,491	16,30,110	10,85,932	2,20,532	1,35,236	11,71,228	4,58,882	3,87,101
12	Capital work in progress	24,738	1,14,235	1,22,653	16,320	-	-	-	-	16,320	24,738
	Grand total	14,97,771	4,08,803	2,60,144	16,46,430	10,85,932	2,20,532	1,35,236	11,71,228	4,75,202	4,11,839
	Previous Year (Mar-20)	12,27,937	5,91,353	3,21,519	14,97,771	9,06,918	2,06,679	27,665	10,85,932	4,11,839	-

Note : Leasehold property consists of civil and other improvements at premises taken on long term lease by the Company.



Internal

MAX BUPA HEALTH INSURANCE COMPANY LIMITED

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SCHEDULES FORMING PART OF FINANCIAL STATEMENTS

Particulars	As at	As at
	March 31, 2021	March 31, 2020
	(Rs.'000)	(Rs.'000)
SCHEDULE – 11		
CASH AND BANK BALANCES		
1 Cash (including cheques, drafts and stamps)	12,383	30,279
2 Bank		
(a) Deposit Accounts		
(aa) Short-term (due within 12 months)	86,500	46,000
(bb) Others	-	-
(b) Current Accounts*	2,05,190	1,12,990
(c) Others	-	-
3 Money at Call and Short Notice		
(a) With Banks	-	-
(b) With other Institutions	-	-
4 Others	-	-
Total	3,04,073	1,89,269

*Balances with non-scheduled banks included in 2 above is Rs. 212 thousand (Previous year ended 31st March 2020 Rs. 247 thousand).

SCHEDULE – 12
ADVANCES AND OTHER ASSETS
ADVANCES

1 Reserve deposits with ceding companies	-	-
2 Application money for investments	-	-
3 Prepayments	55,921	73,720
4 Advances to Directors/Officers	-	-
5 Advance tax paid and taxes deducted at source	2,684	-
6 Others		
Advance to Suppliers	70,230	38,739
Less: Provisions	(3,426)	(6,362)
Sub-total	72,804	32,377
Total (A)	1,33,409	1,06,097

OTHER ASSETS

1 Income accrued on investments	4,37,540	3,17,013
2 Outstanding Premiums*	62,275	56,385
Less: Provisions	(50,012)	(46,749)
Sub-total	12,263	9,636
3 Agents' Balances	5,998	2,728
Less: Provisions	(1,998)	(2,728)
Sub-total	-	-
4 Foreign Agencies Balances	-	-
5 Due from other entities carrying on insurance business	10,33,440	3,55,337
6 Due from subsidiaries/ holding company	-	-
7 Deposit with Reserve Bank of India [Pursuant to section 7 of Insurance Act, 1938]	-	-
8 Others		
(a) Rent and other deposits	62,921	63,597
(b) GST unutilized credit	2,37,536	1,05,652
(c) Deposits against unclaimed amount of policyholders	20,298	16,000
(d) Interest accrued on deposits against unclaimed amount	1,163	1,604
(e) Other Receivables (refer note no 13(c) in Schedule 16)	7,53,409	5,51,553
Less: Provisions	(7,03,409)	(4,26,553)
Sub-total	59,000	1,25,000
Total (B)	18,62,161	9,93,839
Total (A+B)	19,95,570	10,99,936

*Includes receivable from Central / State Government on account of premium under RSBY & BSKY Scheme



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MAX BUPA HEALTH INSURANCE COMPANY LIMITED

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SCHEDULES FORMING PART OF FINANCIAL STATEMENTS

Particulars	As at	As at
	March 31, 2021	March 31, 2020
	(Rs.'000)	(Rs.'000)
SCHEDULE – 13		
CURRENT LIABILITIES		
1 Agents' balances	1,68,277	1,58,295
2 Balances due to other insurance companies	13,73,694	9,21,767
3 Deposits held on re-insurance ceded	-	-
4 Premiums received in advance	1,21,679	74,687
5 Unallocated premium	2,26,229	66,346
6 Sundry creditors	16,73,549	12,23,524
7 Due to subsidiaries/ holding company	-	-
8 Claims Outstanding	23,11,834	10,46,619
9 Unclaimed amount of policyholders	15,697	13,517
10 Due to Officer/ Director	-	-
11 Others	-	-
(a) Tax deducted at source	94,437	72,046
(b) GST liability	2,52,992	1,80,236
(c) Advance from Corporate Clients	92,580	1,13,891
(d) Interest on unclaimed amount of Policyholders	4,733	3,528
(e) Other statutory dues	23,811	17,765
Total	63,54,512	38,92,221

SCHEDULE -- 14**PROVISIONS**

1 Reserve for Unexpired Risk*	67,61,529	47,84,947
2 For taxation (less advance tax paid and taxes deducted at source)	-	-
3 For proposed dividends	-	-
4 For dividend distribution tax	-	-
5 Others	-	-
(a) Provision for Employee Benefits	1,01,219	2,36,725
(b) Premium Deficiency Reserve	-	-
Total	68,62,748	50,21,672

* Includes provision for freeloop cancellation Rs. 6,636 thousand (Previous year ended 31st March 2020 Rs. 1,744 thousand).

SCHEDULE – 15**MISCELLANEOUS EXPENDITURE**

(To the extent not written off or adjusted)

1 Discount Allowed in issue of shares/ debentures	-	-
2 Others	-	-
Total	-	-



MAX BUPA HEALTH INSURANCE COMPANY LIMITED
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SCHEDULES FORMING PART OF FINANCIAL STATEMENTS

SCHEDULE 16

SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED March 31, 2021

A. BACKGROUND

Max Bupa Health Insurance Company Limited ("The Company") was incorporated in India on 5th September, 2008 and received the Certificate of Commencement of Business on 23rd December 2008.

The Company is a joint venture between Fettle Tone LLP and Bupa Singapore Holding Pte, Singapore. As on date, Holding company is Fettle Tone LLP.

The Company underwrites primarily Health Insurance business which includes Personal accident and Critical illness.

The Company obtained regulatory approval to undertake Health Insurance business on 15th February 2010 from Insurance Regulatory and Development Authority of India (IRDAI) under section 3(2A) of the Insurance Act, 1938. The Company had started selling Policies in March 2010.

B. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation of Financial Statements

The accompanying financial statements are prepared and presented under the historical cost convention, unless otherwise stated, and on accrual basis of accounting, in accordance with accounting principles generally accepted in India (Indian GAAP). The Company has prepared the financial statements in compliance with the accounting standards notified under section 133 of the Companies Act 2013 read together with paragraph 7 of the Companies (Accounts) Amendments Rules 2016 as amended and Companies (Accounting Standards) Amendment Rules 2016 and in accordance with the provisions of the Insurance Act, 1938 (amended by the Insurance Laws (Amendment) Act, 2015), Insurance Regulatory and Development Authority Act, 1999, and the regulations framed there under, various circulars issued by the IRDAI and the practices prevailing within the insurance industry in India. Accounting policies applied have been consistent with previous year except where differential treatment is required as per new pronouncements made by the regulatory authorities.

(b) Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, Management believes that the estimated used in the preparation of financial statements are prudent and reasonable uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Actual results may differ from the estimates and assumption and any revision to accounting estimates is recognized in the year in which they actually materialize.



MAX BUPA HEALTH INSURANCE COMPANY LIMITED

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SCHEDULES FORMING PART OF FINANCIAL STATEMENTS

(c) Revenue Recognition

(i) Premium Income

Premium (net of Service tax and GST) is recognized as income on the commencement of risk after adjusting for unearned premium (unexpired risk). Any subsequent revision or cancellation of premiums are accounted for in the year in which they occur.

Unearned Premium Reserve

Unearned Premium Reserve (UPR) means an amount representing that part of the premium written (net of reinsurance ceded) which is attributable and to be allocated to the succeeding accounting periods. In accordance with IRDAI circular dated April 4, 2016 reserve for unexpired is calculated at 50% of the net premium of preceding twelve months.

Premium Deficiency

Premium Deficiency Reserve is recognized for the company at a segment level and means the reserve held in excess of the unearned premium reserve, which allows for any expectation that the unearned premium reserve will be insufficient to cover the cost of claims and related expenses incurred during the period of unexpired risk. Computation of unexpired premium risk for the purpose of premium deficiency is based on the 1/365 method. Assessment of expected claim cost and related expenses is certified by the Appointed/Panel Actuary in accordance with IRDAI (Assets, Liabilities and Solvency margin of General Insurance Business) Regulation, 2016.

Unallocated Premium

Unallocated premium includes premium deposit and premium which has been received but for which risk has not commenced.

(ii) Reinsurance ceded

Reinsurance premium ceded is accounted in the year in which the risk commences and over the period of risk in accordance with the treaty arrangement with the reinsurers. Any subsequent revision to, refunds or cancellations of premium are recognized in the year in which they occur.

(iii) Commission on Reinsurance Premium

Commission on reinsurance ceded is recognized as income on ceding of reinsurance premium.

Profit commission under reinsurance treaties, wherever applicable, is recognized as income in the year of final determination of the profits and as intimated by the Reinsurer.

(iv) Interest / Dividend Income

Interest income is recognized on accrual basis. Dividend income is recognized when the right to receive the dividend is established.



MAX BUPA HEALTH INSURANCE COMPANY LIMITED
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SCHEDULES FORMING PART OF FINANCIAL STATEMENTS

(v) Premium/discount on purchase of investments

Accretion of discount and amortization of premium relating to debt securities is recognized over the holding/maturity period on a constant yield to maturity method

(vi) Profit/Loss on Sale/Redemption of Investments

Profit and Loss on sale/redemption of investments, being the difference between sale consideration/redemption values and carrying value of investments (i.e. weighted average value) is credited or charged to Revenue or/and Profit and Loss account as applicable. The profit/loss on sale of investment includes accumulated changes in the fair value previously recognized in 'Fair Value Change Account' in respect of a particular security. Sale consideration for the purpose of realized gain/loss is net of brokerage and taxes, if any, and excludes interest received on sale.

(d) Acquisition Cost of Insurance Contracts

Acquisition costs are those costs that vary with, and are primarily related to the acquisition of new and renewal of insurance contracts viz. commission, policy issue expenses, etc. These costs are expensed in the period in which they are incurred.

(e) Premium received in advance

Premium received in advance represents premium received in respect of those policies issued during the year where the risk commences subsequent to the balance sheet date.

(f) Claims/Benefits Incurred

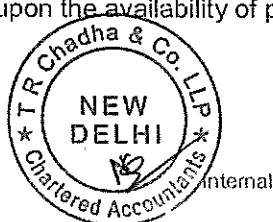
Claims incurred comprises of claims/benefits paid, change in estimated liability for outstanding claims, change in estimated liability for claims incurred but not reported (IBNR) and claims incurred but not enough reported (IBNER) and specific settlement costs comprising legal and other directly attributable expenses.

Provision is made for estimated value of outstanding claims/benefits at the Balance Sheet date net of claims recoverable from reinsurance. Such provision is made on the basis of the ultimate amounts that are likely to be paid on each claim/benefits, established by the management in light of past experience and progressively modified for changes as appropriate, on availability of further information and include claim settlement costs likely to be incurred to settle outstanding claims.

Claims/benefits (net of amounts receivable from reinsurers/coinsurers) are recognized on the date of intimation based on estimates from insured in the respective revenue accounts

IBNR and IBNER

The estimated liability for claims incurred but not reported (IBNR) and claims incurred but not enough reported (IBNER) is estimated by the Appointed/Panel Actuary in compliance with guidelines issued by IRDA vide circular No. 11/IRDA/ACTL/IBNR/2005-06 dated June 8, 2005 and ALSM Regulation 2016 with applicable provisions of Actuarial Practice Standards 21 issued by the Institute of Actuaries of India. The Appointed/Panel Actuary uses generally accepted actuarial methods for each product category as considered appropriate depending upon the availability of past data.



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IBNR reserves are provisions for claims that may have been incurred during the accounting period but have not been reported or claimed. The IBNR provision also includes provision, for claims that have been incurred but are not enough reported (IBNER). The provision for IBNR and IBNER is based on actuarial estimate duly certified by the Appointed/Panel Actuary of the Company.

Provision is made for estimated value of outstanding claims which have not been reported to the Company at the Balance Sheet date net of reinsurance, and other recoveries. Such provision is made on the basis of the ultimate amounts that are likely to be paid on each claim, established by the management in light of past experience and progressively modified for changes as appropriate, on availability of further information and include claim settlement costs likely to be incurred to settle outstanding claims.

(g) Allocation of Investment Income

Investment income earned on policyholders' investments funds at Balance Sheet date have been credited to Revenue Account and Investment income earned on shareholders' investments funds at balance sheet date have been credited to Profit & Loss Account.

Investment income which is not directly identifiable has been allocated on the basis of the ratio of directly attributable investment income earned on shareholders' investments funds and policyholders' investments funds.

Investment income across segments within the Revenue account has also been allocated on the basis of segment-wise gross written premium.

(h) Investments

Investments are made and accounted for in accordance with the Insurance Act, 1938, Insurance Regulatory & Development Authority (Investment) Regulations, 2000 & 2016 as amended and various other circulars/notifications issued by the IRDA in this context from time to time.

Investments are recorded at cost including acquisition charges (such as brokerage, transfer charges, stamps etc) if any and exclude interest accrued up to the date of purchase.

Debt securities, including Government securities are considered as 'held to maturity' and accordingly stated at historical cost subject to amortization of premium or accretion of discount on constant yield to maturity basis in the Revenue Account and in the Profit and Loss Account over the period of maturity/holding.

Investment that are notionally earmarked, are allocated to policyholder's or shareholder's as applicable.

Listed and actively traded securities are stated at fair value as at the Balance Sheet date being the lowest of the last quoted closing price of the stock exchanges where the securities are listed. Unrealized gain/losses due to change in fair value of listed securities is credited/debited to 'Fair Value Change Account'.

Unlisted Securities are stated at cost. The realized gain or loss on the listed and actively traded securities and mutual funds is the difference between the sale consideration and the carrying cost as on the date of sale, determined on a first in first out basis and includes the accumulated changes in the fair value previously taken to the fair value change account, in respect of the particular security; such loss or gain is transferred to Revenue account or/and Profit and Loss Account as applicable on the trade date.



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The Company, at each balance sheet date, assesses investments for any impairment and necessary provisions are made for the same where required.

Investments in units of Mutual funds are valued at Net Asset Value (NAV) as at Balance Sheet date. Unrealized gains/losses are credited/debited to the 'Fair Value Change Account'.

Investments maturing within twelve months from the balance sheet date and investments made with specific intention to dispose off within twelve months are classified as Short Term Investments. Other Investments are classified as Long Term Investments.

Investment Impairment Policy

The Company assesses at each balance sheet date whether any impairment has occurred in respect of investment in equity, Investment property, units of mutual fund and bonds. The impairment loss if any, is recognized in the profit and loss account and the carrying value of such investment is reduced to its recoverable value, If on the assessment at the balance sheet date a previously impaired loss no longer exists, then such loss is reversed to the Profit and Loss Account and the investment is restated to that extent.

(i) Fair Value Change Account

'Fair Value Change Account' represents unrealized gains or losses due to change in fair value of traded securities and mutual fund units outstanding at the close of the year. The balance in the account is considered as a component of policyholder's fund and shareholder's funds respectively basis on mutual fund mapped and not available for distribution as dividend. As per the IRDAI circular dated January 12, 2017 fair value changes has been bifurcated between shareholder and policyholder.

(j) Fixed Assets and Depreciation

Tangible assets and depreciation

Fixed assets are stated at cost of acquisition (including incidental expenses relating to acquisition and installation of assets) and expenses directly attributable to bringing the asset to its working condition for its intended use, less accumulated depreciation and impairment of assets, if any.

Depreciation on tangible fixed assets has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013, except in respect of the following categories of assets, in whose case the life of the assets has been assessed as under, based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset and past history of replacement.



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Nature of Fixed Assets	Management Estimate of Useful Life in Years	Useful Life as per the limits prescribed in Schedule II of the Companies Act, 2013 in Years
Furniture & Fixture	5	10
Information Technology equipment - End User Devices	3	3
Information Technology equipment - Servers and Networks	4	6
Office Equipments	5	5
Intangibles (including Software)	4	NA
Leasehold Improvements	Lease period	NA

All assets including intangibles individually costing up to Rs 5,000 are fully depreciated/ Amortized in the year in which they are acquired.

Intangibles

Intangible assets comprising software are stated at cost less amortization. Significant expenditure on improvements to software are capitalized when it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the asset reliably. Subsequent expenditures are amortized over the remaining useful life of original software. Software expenses are amortized using SLM over a period of four years from the date of being ready to use

Capital work in progress

Assets not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost and related incidental expenses.

Impairment of Assets

The carrying values of assets forming part of any cash generating units at Balance Sheet date are reviewed for impairment at each Balance Sheet date. If any indication for such impairment exists, the recoverable amounts of those assets are estimated and impairment loss is recognized, if the carrying amount of those assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the estimated future cash flows to their present value based on appropriate discount factor. If at the Balance Sheet date there is any indication that a previously assessed impairment loss no longer exists, then such loss is reversed and the asset is restated to that extent.

(k) Taxation

Income tax expense comprises current tax (i.e. amount of tax payable on the taxable income for the period determined in accordance with the Income-tax Act, 1961), and deferred tax charge or credit (reflecting the tax effects of timing differences between the accounting income and taxable income for the period) Current income tax is the amount expected to be paid to the tax authorities in accordance with the provisions of the Income Tax Act, 1961.



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Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the Balance sheet date. Deferred tax assets are recognized only to an extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. If the Company has unabsorbed depreciation or carry forward tax losses, deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that such deferred tax assets can be realized against future taxable profits.

At each balance sheet date the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax assets to the extent that it has become reasonably certain or virtually certain as the case may be that sufficient future tax assets can be realized.

(I) Employee Benefits

Employees' benefits have been recognized in accordance with the relevant provisions of the Accounting Standard 15.

(i) Short Term Employee Benefits:-

All employee benefits payable within 12 months of rendering the services are classified as short term employee benefits. Benefits such as salaries, bonus and other short term benefits are recognized in the period which the employee rendered the services. All short term employee benefits are accounted on undiscounted basis.

(ii) Long Term Employee Benefits:-

The Company has both defined contribution and defined benefit plan. The plans are financed by the company and in the case of some defined contribution plans, by the company along with the employee.

(a) Defined Contribution Plan

The Company makes monthly contributions to the "Max Financial Services Ltd EPF Trust" which is based on a specified percentage of the covered employees' salary. The fund is administered through trustees and the Company's contribution thereto is charged to Revenue Account or Profit and Loss Account as applicable.

(b) Defined Benefit Plans

- a. The liability in respect of Gratuity is provided for on the basis of an actuarial valuation carried out at the year-end using the Projected Unit Credit Method. Actuarial gain and loss are recognized in full in the Revenue Account or/and Profit and Loss Account as applicable for the year in which they occur. The Company has a recognized Trust for Gratuity benefits, "Max Bupa Health Insurance Ltd Employees' Group Gratuity Fund" to administer the Gratuity funds. The Trust has taken master policy with the Max Life Insurance Company Limited" to cover its liabilities towards employees' Gratuity. The Gratuity obligation recognized in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognized past service cost and as reduced by the fair value of the gratuity fund.
- b. The liability in respect of long term accumulating leave encashment is provided for on the basis of actuarial valuation carried out at the yearend for long term



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compensated absences using Projected Unit Credit Method. Actuarial gains and losses are recognized in full in the Revenue Account or/and Profit and Loss Account, as applicable for the year in which they occur. Short term compensated absences are provided for based on estimates. Non accumulated compensated absences are accounted for as and when availed / encashed.

- c. Deferred compensation, which is a long term employee benefit, is provided for based on the independent actuarial valuation carried out as at the Balance Sheet date and charged to Revenue Account or Profit and Loss Account, as applicable based on services rendered by employees.

(c) Long term incentive plan

Employee benefit in form of long term incentive plan is another long term employee benefit. The cost of providing benefit under his plan are determined on the basis of actuarial valuation at end of each year end using projected unit credit method. Actuarial gains and losses for the defined benefit plan is recognized in full in the period in which they occur in the statement of profit and loss.

(m) Provisions and Contingent Liabilities

A provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to present value and are determined based on best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent assets and liabilities are not recognized.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

(n) Earnings per Share (EPS)

The Company reports basic and diluted earnings per share in accordance with Accounting Standard 20 on 'Earnings per Share' issued by the Institute of Chartered Accountants of India. Basic earnings per share are computed by dividing the net Profit and Loss for the year by weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net Profit and Loss for the year by the weighted average number of equity shares outstanding during the year as adjusted to the effects of all dilutive potential equity shares, except where results are anti-dilutive.

(o) Leases

Lease of assets/software under which all the risks and benefits of ownership are effectively retained by the lessor is classified as Operating Leases. Operating Lease rentals including escalation are recognized in the Revenue account or/and Profit and Loss account, as the case may be, on a straight line basis over the period of the lease.



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(p) Foreign Currency Transactions

Initial recognition: Foreign currency transactions are recorded in Indian Rupees, by applying to the foreign currency amount the exchange rate between the Indian Rupee and the foreign currency at the date of the transaction.

Conversion: Foreign currency monetary items are translated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

Exchange differences: Exchange differences are recognized as income or as expenses in the period in which they arise.

(q) Allocation of Operating Expenses

The Company has Board approved policy for allocation and apportionment of expenses of management amongst various business segments as required by IRDAI (Expenses of Management of Insurers transacting General or Health Insurance Business) Regulations, 2016. The expenses are segregated between those which can be directly attributed to a particular business segment and those which cannot be so attributed. Operating expenses which are directly attributable to a particular business segment and identifiable as such are allocated directly to that segment. In accordance with the Board Approved policy Operating expenses which are not directly identifiable to any business segment, are allocated in the proportionate of gross written premium, claim incurred and number of lives enrolled, depending on the nature and type of expenses there has to be allocated.

For Operating Expenses (Schedule 4), expense allocation in Health and PA have been done basis on gross written premium.

(r) Rationale of Expenses allocation between Revenue Account and Profit & Loss Account

Expenses pertaining to Policyholders have been shown in Revenue Account as per the limit prescribed in Expenses of Management Regulations 2016 and excess over the limit has been debited in the Profit & Loss Account.

(s) GST

GST collected is considered as a liability against which GST paid for eligible inputs services or goods, to the extent claimable, is adjusted and the net liability is remitted to the appropriate authority as stipulated. Unutilized credits, if any, are carried forward for adjustment in subsequent periods. GST paid for eligible input services not recoverable by way of credits are recognized in the Revenue account as expense.

(t) Receipts and Payments Account

- (i) Receipts and Payments Account is prepared and reported as per AS-3 Cash flow statements using the Direct Method, in conformity with para 2.2 of the Master Circular



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on Preparation of Financial Statements - General Insurance Business dated October 5, 2012, issued by the IRDA.

- (ii) Cash and cash equivalents for the purpose of Statement of Receipts and Payments include cash and cheques in hand, deposits with banks, bank balances, liquid mutual funds and other short term investments with original maturity of three months or less which are subject to insignificant risk of changes in value.
- (iii) The components of Cash and Cash Equivalents are presented with reconciliation of the amounts in its Cash Flow Statement with the equivalent items reported in the Balance Sheet.



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SCHEDULES FORMING PART OF FINANCIAL STATEMENTS**C. NOTES FORMING PART OF ACCOUNTS****1. Contingent Liabilities**

Particulars	(Rs. '000)	
	As at 31.03.2021	As at 31.03.2020
Partly Paid up Investments	-	-
Claims, other than those under Policies, not acknowledged as Debts by the insurer	-	-
Underwriting Commitments Outstanding	-	-
Guarantees given by or on behalf of the Insurer	-	-
Statutory Demands in Dispute, not provided for	1,18,605	1,23,378
Reinsurance Obligations to the Extent Not provided for in Accounts	-	-
Others-		
Claims, under policies, not acknowledged as debts*	2,40,831	2,46,574
Total	3,59,436	3,69,952

* Includes compensation raised by policyholders against rejected claims

Pending Litigations

The Company's pending litigations comprise of claims against the Company primarily by the customers and proceedings pending with Tax authorities. The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed the contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a material adverse effect on its financial results at March 31, 2021.

2. Actuarial Assumptions

The appointed actuary has certified to the Company that actuarial estimates for Premium deficiency reserve and IBNR (including IBNER) are in compliance with the IRDA (Assets, Liabilities and Solvency Margin of General Insurance Business) Regulations 2016 and the guidelines issued by the Institute of Actuaries of India.

Depending upon the Business segment, a suitable actuarial method like Basic Chain Ladder Method, Bornhuetter Ferguson Method, or a mixture of these have been used for IBNR calculations.

The Company's Appointed and Mentor Actuary have determined valuation assumptions in respect of 'Reserve for Unexpired Risk' and 'Claims Incurred But Not Reported' (IBNR) amounting to Rs. 142.12 crore (Previous year Rs. 82.92 crore) that conform with Regulations issued by the IRDAI and professional guidance notes issued by the Institute of Actuaries of India.

- As at March 31, 2021, the Company has not made any provision towards provider reconciliation reserve based on actuarial estimates (Previous year Rs.0.50 crore) and the same is also not included as a part of IBNR reserves.
- As at March 31, 2021, the Company has made a provision of Rs. 41.10 crore (Previous year Rs. 29.04 crore) towards litigation reserve based on actuarial estimates and the same is included as a part of IBNR reserves.
- As at March 31, 2021, the Company has provide appropriate IBNR with respect to multiyear policies including policies exceeding 4 years.



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3. Encumbrances on Assets

The assets of the Company are free from all encumbrances. The Company has all assets within India.

4. Estimated Amount of Commitments made and Outstanding for:

(Rs. '000)

Particulars	As at 31.03.2021	As at 31.03.2020
Loans	-	-
Investments	-	-
Fixed Assets (Net of advances)	49,851	98,347

5. Claims, less Reinsurance paid to Claimants are as under*:

(Rs. '000)

Class of Business	In India		Outside India	
	Year Ended 31.03.2021	Year Ended 31.03.2020	Year Ended 31.03.2021	Year Ended 31.03.2020
Health	46,42,934	39,61,660	4,526	-
Personal Accident	33,131	38,034	-	-
Total	46,76,065	39,99,694	4,526	-

*Excluding claim handling expense

6. Age-wise Breakup of Claims Outstanding*:

(Rs. '000)

Class of Business	Outstanding for more than six months		Outstanding for six months or less	
	As at 31.03.2021	As at 31.03.2020	As at 31.03.2021	As at 31.03.2020
	Health	6,506	11,563	8,60,774
Personal Accident	937	-	22,384	4,413
Total	7,443	11,563	8,83,158	2,05,891

*Excluding IBNR provision.

7. There are no claims settled and remaining unpaid for a period of more than six months.

8. Number of Claims intimated, disposed off and pending:

Particulars	As at 31.03.2021			As at 31.03.2020		
	Health	Personal Accident	Total	Health	Personal Accident	Total
Claims pending at the beginning	1,082	10	1,092	1,983	19	2,002
Claims intimated	1,40,306	265	1,40,571	1,45,353	358	1,45,711
Claims paid	1,24,978	76	1,25,054	1,32,750	59	1,32,809
Claims rejected	12,839	168	13,007	15,504	308	13,812
Claims pending at the closing	3,571	31	3,602	1,082	10	1,092



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SCHEDULES FORMING PART OF FINANCIAL STATEMENTS**Ageing of Pending Claims**

Particulars	As at 31.03.2021			As at 31.03.2020		
	Health	Personal Accident	Total	Health	Personal Accident	Total
30 days	3,118	22	3140	1,041	9	1050
30 days to 6 Months	453	9	462	39	1	40
6 months to 1 year	-	-	-	2	-	2
1 year to 5 years	-	-	-	-	-	-
5 years and above	-	-	-	-	-	-
Total	3,571	31	3602	1,082	10	1,092

9. a) Premium less Reinsurance Written During the Year:*(Rs. '000)*

Class of Business	In India		Outside India	
	Year ended 31.03.2021	Year ended 31.03.2020	Year ended 31.03.2021	Year ended 31.03.2020
Health	1,27,51,970	90,03,993	-	-
Personal Accident	7,33,279	5,32,837	-	-
Total	1,34,85,249	95,36,830	-	-

b) No premium income is recognized on "varying risk" pattern basis.

10. Extent of Risk Retained and Reinsured:

Extent of risk retained and reinsured with respect to gross written premium is set out below:

Class of Business	Gross Premium	Year Ended 31.03.2021 (Rs.'000)			
		Risk Retained		Risk Reinsured	
		Amount	% age	Amount	% age
Health	16,697,189	1,27,51,970	76.37%	39,45,219	23.63%
Personal Accident	8,10,590	7,33,279	90.46%	77,311	9.54%

Class of Business	Gross Premium	Year Ended 31.03.2020 (Rs.'000)			
		Risk Retained		Risk Reinsured	
		Amount	% age	Amount	% age
Health	1,17,90,427	90,03,993	76.37%	27,86,434	23.63%
Personal Accident	6,38,442	5,32,837	83.46%	1,05,605	16.54%



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11. As per IRDAI Master Circular on unclaimed amount of policyholders dated 17th November 2020

Form A: Statement showing the Age-wise Analysis of the Unclaimed Amount of the Policyholders as on March 31, 2021

(Rs. in Lakhs)

Particulars	Total Amount	Age-wise Analysis (in months)								
		0-6	7-12	13-18	19-24	25-30	31-36	37-120	More than 120	
Claims settled but not paid to the policyholders / beneficiaries due to any reasons except under litigation from the policyholders / beneficiaries.	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)
Sum due to the policyholders / beneficiaries on maturity or otherwise	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)
Any Excess collection of the premium / tax or any other charges which is refundable to the policyholders / beneficiaries either as terms of conditions of the policy or as per law or as may be directed by the Authority but not refunded so far	20.97 (8.84)	1.10 (8.84)	19.88 (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)
Cheques issued but not encashed by the policyholder/ beneficiaries	135.99 (126.33)	16.75 (15.95)	4.62 (8.28)	11.13 (1.55)	7.63 (0.64)	1.19 (9.65)	0.64 (5.46)	94.03 (84.80)	- (-)	

Figures in brackets are for previous year.

Form C- Details of Unclaimed Amount with Investment Income

(Rs. in Lakhs)

Particulars	Current FY 20-21		Previous FY 19-20	
	Policy Dues	Income Accrued	Policy Dues	Income Accrued
Opening Balance	135.17	35.28	107.31	23.50
Add: Amount transferred to unclaimed amount	69.96	-	47.49	-
Add: Cheques issued out of the unclaimed amount but not encashed by the policyholders (only stale cheques)	-	-	-	-
Add: Investment Income on unclaimed fund	-	13.57	-	12.74
Less: Amount of claims paid during the year	48.17	1.52	19.63	0.96
Less: Amount transferred to SCWF (net of claims paid in respect of amount transferred earlier)	-	-	-	-
Closing Balance of Unclaimed Amount*	156.97	47.33	135.17	35.28

*Separate Fixed Deposits has been earmarked for payment of unclaimed amount of policyholder disclosed under head Schedule 12- Advances and Other Assets. This amount includes Interest on unclaimed amount of Policyholders amounting to Rs. 47.33 Lakhs (previous year Rs. 35.28 Lakhs).



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SCHEDULES FORMING PART OF FINANCIAL STATEMENTS

12. Premium Deficiency Reserve

The Appointed and Mentor Actuary has reviewed the Unearned premium reserve (UPR) posted in the Financial statements against the estimated liability of the Company under unexpired obligations (including claim, claim related expenses and unexpired loyalty points) towards policyholders (URR) for all business segments. The UPR provided in the financials is sufficient to cover the URR at company level thus; no premium deficiency reserve has been created.

13. Investments

- a. There are no contracts outstanding in relation to Purchases where deliveries are pending and Sales where payments are overdue respectively.
- b. The Company does not have any investment in Real Estate as at March 31, 2021 or March 31, 2020.
- c. All investments are made in accordance with Insurance Act, 1938 and IRDAI (Investment) Regulations, 2016.
 1. Commercial papers issued by ILFS Ltd aggregating to Rs. 3,00,000 Thousand that remained unpaid as on 31st Mar'2021. In accordance with IRDAI regulations, the Company had made a 100% provision of Rs. 3,00,000 Thousand and presented as "Other Receivables".
 2. Bonds issued by DHFCL aggregating to Rs. 2,50,000 Thousand due on 09th Sep'2019 remained unpaid as on 31st Mar'2021. In accordance with IRDAI regulations, interest accrued had been reversed and a total provision of Rs. 2,00,000 Thousand (80% provision) has been made in the books as on Mar'21 on the principal amount of bonds and presented as "Other Receivables".
 3. Bonds of Reliance Capital (exposure of Rs. 1,00,000 Thousand) were also downgraded to D and while the interest on these bonds was paid on due date, they form part of "Other than Approved Investments" on account of rating downgrade. Considering the concept of prudence, a total Provision of Rs. 1,00,000 Thousand (100% provision) was made on the corporate bond of Reliance Capital Ltd.
 4. Bonds issued by IFIN aggregating to Rs. 1,00,000 Thousand where interest due on 6th Dec'2018 remained unpaid as on 31st Mar'2021. In accordance with IRDAI regulations, interest accrued has been reversed and a provision of Rs. 1,00,000 Thousand (100% provision) has been made on the principal amount of bond.
 5. Bonds issued by IFIN aggregating to Rs. 2,00,000 Thousand that remained unpaid as on 31st Mar'2021. In accordance with IRDAI regulations, the Company had made a 100% provision of Rs. 2,00,000 Thousand on bonds and presented as "Other Receivables".
- d. Historical cost of investments which are valued at Fair Value

(Rs. '000)

Particulars	Year ended 31.03.2021		Year ended 31.03.2020	
	Reported/ Fair Value	Historical Cost	Reported/ Fair Value	Historical Cost
Mutual Funds	12,52,959	12,51,595	1,31,748	1,31,565
Total	12,52,959	12,51,595	1,31,748	1,31,565



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SCHEDULES FORMING PART OF FINANCIAL STATEMENTS**14. Managerial Remuneration**

The details of remuneration of Key Management Persons as per guidelines issued by IRDAI vide Ref. no. IRDA/F&A/GDL/CG/100/05/2016 dated May 18, 2016 and as per the terms of appointment of Company are as under:

a) The details of remuneration of MD & CEO as per the terms of appointment are as under:

Particulars	(Rs. '000)	
	Year ended 31.03.2021	Year ended 31.03.2020
Salaries & Allowances	70,922	1,07,237
Contribution to Provident and other funds	1,291	1,633
Perquisites	76	510
Total	72,289	1,09,379

Out of the above Rs. 15,000 thousand (previous year Rs. 15,000 thousand) remuneration for Managing Director has been charged to Revenue Accounts and balance has been transferred to Profit and Loss account. Expenses towards gratuity and leave encashment provisions are determined actuarially on an overall Company basis annually and accordingly have not been considered in the above information.

b) The details of remuneration of Key Managerial persons other than MD and CEO as per the terms of appointment are as under:

Particulars	(Rs. '000)	
	Year ended 31.03.2021	Year ended 31.03.2020
Salaries & Allowances	2,25,416	1,72,793
Contribution to Provident and other funds	6,330	5,496
Perquisites	606	644
Total	2,32,352	1,78,933

Expenses towards gratuity, leave encashment provision and Short Term and Long Term Incentive Plan are determined actuarially on an overall Company basis annually and accordingly have not been considered in the above information therefore the above information is on paid basis.

15. Expenditure in Foreign Currency

Particulars	(Rs. '000)	
	Year ended 31.03.2021	Year ended 31.03.2020
Software License Fees	29,673	39,534
Board Meeting Expenses	1,526	-
Travelling	-	1,153
Director Sitting Fees	2,900	2,000
Claim Fees	475	-
Training Fees	1040	-
Project Participation Fee	-	119
Claim Payment	4,765	-
Total	40,379	42,806



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SCHEDULES FORMING PART OF FINANCIAL STATEMENTS**16. Operating Lease Commitments**

The Company has taken on lease office premises under various agreements with various expiration dates extending up to nine years. Lease payments made under operating lease agreements have been fully recognized in the books of accounts. The lease rental charged under operating leases during the current year and maximum obligation on such leases at the balance sheet date are as follows:

Particulars	(Rs. '000)	
	As at 31.03.2021	As at 31.03.2020
Payable not later than one year	98,014	1,03,259
Payable later than one year and not later than five years	4,70,559	2,28,589
Payable later than five years	4,54,386	77,904
Total	10,22,959	4,09,752

Aggregate lease rentals charged to Revenue Accounts is Rs. 1,15,016 thousand (previous year Rs. 1,24,215 thousand) and there are no sub leases.

17. Foreign Currency Exposures

Foreign currency exposures which are not hedged as at the Balance Sheet date are:

Particulars	(Rs. '000)	
	As at 31.03.2021	As at 31.03.2020
Payable in USD	-	-
Payable in GBP	253	501

18. Related Parties & Transactions:

- (i) As per the Accounting Standard (AS) 18 on 'Related Party Disclosures', the related parties of the Company are as follows:

SN	Description of Relationship	Name of Party
(a)	Ultimate Holding Company	True North fund VI LLP
(b)	Holding Company	Fettle Tone LLP (w.e.f. 17 th December 2019)
(c)	Significant Influence	Bupa Singapore Holdings Pte Limited
(d)	Key Management Personnel (KMP)	Mr. Ashish Mehrotra, Managing Director and CEO (till 30 th April 2020) Mr. Krishnan Ramachandran, Managing Director and CEO (w.e.f. 1 st May 2020) Mr. Rahul Ahuja, CFO (till 3 rd May 2020) Mr. C Anil Kumar, CFO (w.e.f. 19 th August 2020) Mr. Rajat Sharma, CS



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(ii) Details of transaction with related parties for the year ended March 31, 2021 are given below:

(Rs. '000)					
SN	Transactions	Name of the Related Party	Description	For the year ended 31.03.2021	For the year ended 31.03.2020
1	Legal & Professional Charges	Max India Limited	Former Holding company ^(till 16 Dec 2019)	-	35,400
2	Training Expenses	Max Skill First Limited	Former Fellow Subsidiaries ^(till 16 Dec 2019)	-	55,832
3	Employee's Remuneration	Mr. Krishnan Ramachandran MD & CEO	Key Management Personnel ^(Since 1st May 2020)	34,090	-
4	Employee's Remuneration	Mr. C Anil Kumar CFO	Key Management Personnel ^(Since 19th Aug 2020)	7,819	-
5	Employee's Remuneration	Mr. Rajat Sharma, CS	Key Management Personnel	3,145	3,169
6	Employee's Remuneration	Mr. Ashish Mehrotra, MD & CEO	Former Key Management Personnel ^(Till 30 Apr 2020)	38,199	1,09,379
7	Employee's Remuneration	Mr. Rahul Ahuja, CFO	Former Key Management Personnel ^(Till 03 May 2020)	24,598	31,516
8	Issuance of Share capital	Fettle Tone LLP	Holding company ^(Since 17 Dec 2019)	11,78,300	77,817
9	Issuance of Share capital	Bupa Singapore Holdings Pte Limited	Investing Party	10,58,998	7,04,083
10	Issuance of Share capital	Max India Limited	Former Holding company ^(till 16 Dec 2019)	-	6,68,100
11	Share premium received	Fettle Tone LLP	Holding company ^(Since 17 Dec 2019)	2,96,655	-
12	Share premium received	Bupa Singapore Holdings Pte Limited	Investing Party	2,70,874	-
13	Premium received and policy issued	Max India Limited	Former Holding company ^(till 16 Dec 2019)	-	2,178
14	Premium received and policy issued	Antara Purukul Senior Living Limited	Former Fellow Subsidiaries ^(till 16 Dec 2019)	-	699
15	Premium received and policy issued	Antara Senior Living Limited	Former Fellow Subsidiaries ^(till 16 Dec 2019)	-	1,001



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(iii) Details of outstanding balances with related parties as at ended March 31, 2021 are given below:

(Rs. '000)

SN	Outstanding Balances	Name of the Related Party	Description	As at 31.03.2021	As at 31.03.2020
1	Advance received against premium	Max India Limited	Former Holding company ^(till 16 Dec 2019)	-	249
2	Advance received against premium	Antara Purukul Senior Living Limited	Former Fellow Subsidiaries ^(till 16 Dec 2019)	-	139
3	Advance received against premium	Antara Senior Living Limited	Former Fellow Subsidiaries ^(till 16 Dec 2019)	-	50
4	Equity Share Capital	Fettle Tone LLP	Holding company ^(Since 17 Dec 2019)	74,37,011	6,258,711
5	Equity Share Capital	Bupa Singapore Holdings Pte Limited	Investing Party	60,60,287	5,001,289

19. Segment Information

a) Business Segments

The Company's primary reportable segments are identified in accordance with the Insurance Regulatory and Development Authority (Preparation of Financial Statements and Auditor's Report of Insurance Companies) Regulations 2002. Segment revenue and segment results have been incorporated in the financial statements.

(Rs. '000')

Year ended 31.03.2021				
Particulars	Health	Personal Accident	Unallocated	Total
Segmental Revenue	10,875,418	6,33,249	5,64,322	1,20,72,989
Segmental Result	(12,79,979)	2,02,868	23,26,683	12,49,572
Segmental Liabilities	1,01,28,233	5,33,034	25,60,994	32,22,260
Segmental Assets	1,1,94,002	7,254	1,77,89,195	39,90,450

(Rs. '000')

Year ended 31.03.2020				
Particulars	Health	Personal Accident	Unallocated	Total
Segmental Revenue	80,24,304	3,86,387	4,11,360	88,22,051
Segmental Result	(7,84,648)	71,316	18,84,910	11,71,579
Segmental Liabilities	65,48,258	3,93,653	19,71,982	89,13,893
Segmental Assets	3,51,628	8,575	1,20,12,918	1,23,73,121



Internal

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SCHEDULES FORMING PART OF FINANCIAL STATEMENTS**b) Geographical Segment**

Since the Company's entire business is conducted within India, there is no reportable Geographical Segmentation for the year.

20. Employee Benefits**A. Defined Contribution Plans – Provident and Pension Fund**

During the year the Company has recognized the following amounts in the Revenue and/or Profit and Loss Account:

Provident Fund	(Rs. '000)	
	Year Ended 31.03.2021	Year Ended 31.03.2020
Employers Contribution to Provident and Pension Fund	109,309	88,383

B. Defined Benefit Plans – Gratuity

The gratuity liability arises on retirement, withdrawal, resignation or death of an employee. The aforesaid liability is calculated on the basis of actuarial valuation as per the projected unit credit method. The Gratuity plan has been funded through a policy taken from Max Life Insurance Company Limited. Disclosure as per AS-15 (Revised) on 'Employee Benefits' is as under:

i. Assumptions Used:

Particulars	As at 31.03.2021	As at 31.03.2020
Mortality	Indian Assured Lives Mortality (2012-14) Ult.	Indian Assured Lives Mortality (2012-14) Ult.
Interest/Discount Rate (Per Annum)	5.10% p.a.	5.55% p.a.
Rate of increase in compensation	7.00% p.a.	7.00% p.a.
Withdrawal rate:	40% for frontline staff and 20% for other staff	40% for frontline staff and 20% for other staff

ii. Changes in Present value of benefit obligation during the year:

Particulars	(Rs. '000)	
	Year Ended 31.03.2021	Year Ended 31.03.2020
Present value of obligations at the beginning of the year	78,315	59,347
Current Service Cost	16,087	12,909
Interest cost	3,657	3,774
Benefits Paid	(24,836)	(6,868)
Actuarial loss/(gain) on obligation	486	9,154
Benefits paid directly by the enterprise	-	-
Present value of obligations at end of year	73,709	78,315

iii. Change in Fair Value of Plan Assets during the year:

Particulars	(Rs. '000)	
	Year Ended 31.03.2021	Year Ended 31.03.2020
Fair Value of Plan Assets at beginning of year	53,670	43,025
Contributions	24,645	14,671
Expected Return on Plan Assets	2,973	3,168
Actuarial gain/(loss) on obligation	4,161	(325)
Benefits Paid	(24,836)	(6,868)
Benefits paid directly by the enterprise	-	-
Fair Value of Plan Assets at end of year	60,614	53,670



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iv. Amounts recognized in Revenue or/and Profit & Loss Account:

(Rs. '000)

Particulars	Year Ended 31.03.2021	Year Ended 31.03.2020
Current Service Cost	16,087	12,909
Interest Cost	3,657	3,774
Expected Return on Plan Assets	(2,973)	(3,168)
Actuarial (Gain)/loss on obligation	(3,675)	9,479
Amount recognized in Revenue or/and Profit & Loss Account	13,096	22,994

v. Amounts recognized in Balance Sheet:

(Rs. '000)

Particulars	Year Ended 31.03.2021	Year Ended 31.03.2020
Present value of obligations at end of Year	73,709	78,315
Fair Value of Plan Assets at end of Year	60,614	53,670
Funded Status (Deficit)/Surplus	13,096	24,645
Net Asset/(Liability) recognized in the balance sheet	13,096	24,645

vi. Balance Sheet Reconciliation:

(Rs. '000)

Particulars	Year Ended 31.03.2021	Year Ended 31.03.2020
Opening Net Liability/(Asset)	24,645	16,322
Expenses recognized in Profit & Loss Account	13,096	22,994
Contribution Paid	(24,645)	(14,671)
Acquisition/Business Combination/Divestiture	-	-
Closing Net Liability/(Asset)	13,096	24,645

The Gratuity Fund is managed by Max Life Insurance Company Limited and it has been invested in Linked Group Gratuity- Balanced fund and Linked Group Gratuity-Conservative fund.

C. Compensated Absences:

The Company has recognized liability towards cost of accumulating compensated absences. Disclosure as per AS-15 (Revised) on 'Employee Benefits' is as under:

i. Assumptions Used:

Particulars	As at 31.03.2021	As at 31.03.2020
Mortality	Indian Assured Lives Mortality (2012-14) Ult.	Indian Assured Lives Mortality (2012-14) Ult.
Interest/Discount Rate (Per Annum)	5.10% p.a.	5.55% p.a.
Rate of increase in compensation	7.00% p.a.	7.00% p.a.
Withdrawal rate:	40% for frontline staff and 20% for other staff	40% for frontline staff and 20% for other staff



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ii. Changes in Present value of benefit obligation during the year:

(Rs. '000)

Particulars	Year Ended 31.03.2021	Year Ended 31.03.2020
Defined Benefit Obligation, Beginning of year	44,996	31,695
Current Service Cost	16,938	10,943
Interest Cost	2,051	1,839
Actual Plan Participants' Contributions	-	-
Actuarial (Gains)/Losses	5,131	9,408
Acquisition/Business Combination/Divestiture	-	-
Actual Benefits Paid	(16,095)	(8,890)
Past Service Cost	-	-
Changes in Foreign Currency Exchange Rates	-	-
Loss / (Gains) on Curtailments	-	-
Liabilities Extinguished on Settlements	-	-
Defined Benefit Obligation at end of year	53,021	44,996

iii. Change in Fair Value of Plan Assets during the year:

(Rs. '000)

Particulars	Year Ended 31.03.2021	Year Ended 31.03.2020
Fair Value of Plan Assets at beginning of year	-	-
Expected Return on Plan Assets	-	-
Actual Enterprise's Contributions	-	-
Actual Plan Participants' Contributions	-	-
Actual Benefits Paid	-	-
Actuarial Gains/(Losses)	-	-
Acquisition/Business Combination/Divestiture	-	-
Changes in Foreign Currency Exchange Rates	-	-
Liabilities Extinguished on Settlements	-	-
Fair Value of Plan Assets at end of year	-	-

iv. Amounts recognized in Revenue or/and Profit & Loss Account:

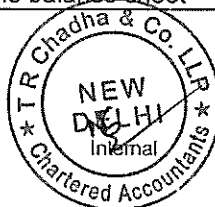
(Rs. '000)

Particulars	Year Ended 31.03.2021	Year Ended 31.03.2020
Current Service Cost	16,938	109,43
Interest Cost	2,051	1,839
Expected Return on Plan Assets	-	-
Net Actuarial (Gain)/loss	5,131	9,408
Amount recognized in Revenue or/and Profit & Loss Account	24,120	22,191

v. Amounts recognized in Balance Sheet:

(Rs. '000)

Particulars	Year Ended 31.03.2021	Year Ended 31.03.2020
Defined benefit obligations (DBO)	53,021	44,996
Fair Value of Plan Assets at end of Year	-	-
Funded Status (Deficit)/Surplus	53,021	44,996
Unrecognized Past Service Cost / (Credit)	-	-
Unrecognised Asset due to Limit in Para 59(B)	-	-
Net Asset/(Liability) recognized in the balance sheet	53,021	44,996



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SCHEDULES FORMING PART OF FINANCIAL STATEMENTS**vi. Balance Sheet Reconciliation:**

Particulars	(Rs. '000)	
	Year Ended 31.03.2021	Year Ended 31.03.2020
Opening Net Liability/(Asset)	44,996	31,695
Expenses recognized in Revenue or/and Profit & Loss Account	24,120	22,191
Actual Benefits Paid	(16,095)	(8,890)
Acquisition/Business Combination/Divestiture	-	-
Closing Net Liability/(Asset)	53,021	44,996

D. Sick Leave

The Company has recognized liability towards cost of accumulating sick leave. The Company has initiated recognition of actuarial liability towards sick leave from current financial year onwards. Disclosure as per AS-15 (Revised) on 'Employee Benefits' is as under:

i. Assumptions Used:

Particulars	As at 31.03.2021	As at 31.03.2020
Mortality	Indian Assured Lives Mortality (2012-14) Ult.	Indian Assured Lives Mortality (2012-14) Ult.
Interest/Discount Rate (Per Annum)	5.10% p.a.	5.55% p.a.
Rate of increase in compensation	7.00% p.a.	7.00% p.a.
Withdrawal rate:	40% for frontline staff and 20% for other staff	40% for frontline staff and 20% for other staff

ii. Changes in Present value of benefit obligation during the year:

Particulars	(Rs. '000)	
	Year Ended 31.03.2021	Year Ended 31.03.2020
Defined Benefit Obligation, Beginning of year	5,807	4,055
Current Service Cost	1,726	1,323
Interest Cost	3,22	2,74
Actual Plan Participants' Contributions	-	-
Actuarial (Gains)/Losses	(3,71)	1,55
Acquisition/Business Combination/Divestiture	-	-
Actual Benefits Paid	-	-
Past Service Cost	-	-
Changes in Foreign Currency Exchange Rates	-	-
Loss / (Gains) on Curtailments	-	-
Liabilities Extinguished on Settlements	-	-
Defined Benefit Obligation at end of year	7,483	5,807



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iii. Change in Fair Value of Plan Assets during the year:

(Rs. '000)

Particulars	Year Ended 31.03.2021	Year Ended 31.03.2020
Fair Value of Plan Assets at beginning of year	-	-
Expected Return on Plan Assets	-	-
Actual Enterprise's Contributions	-	-
Actual Plan Participants' Contributions	-	-
Actual Benefits Paid	-	-
Actuarial Gains/(Losses)	-	-
Acquisition/Business Combination/Divestiture	-	-
Changes in Foreign Currency Exchange Rates	-	-
Liabilities Extinguished on Settlements	-	-
Fair Value of Plan Assets at end of year	-	-

iv. Amounts recognized in Revenue or/and Profit & Loss Account:

(Rs. '000)

Particulars	Year Ended 31.03.2021	Year Ended 31.03.2020
Current Service Cost	1,726	1,323
Interest Cost	3,22	2,74
Expected Return on Plan Assets	-	-
Net Actuarial (Gain)/loss	(3,71)	1,55
Amount recognized in Revenue or/and Profit & Loss Account	1,677	1,752

v. Amounts recognized in Balance Sheet:

(Rs. '000)

Particulars	Year Ended 31.03.2021	Year Ended 31.03.2020
Defined benefit obligations (DBO)	7,483	5,807
Fair Value of Plan Assets at end of Year	-	-
Funded Status (Deficit)/Surplus	7,483	5,807
Unrecognized Past Service Cost / (Credit)	-	-
Unrecognised Asset due to Limit in Para 59(B)	-	-
Net Asset/(Liability) recognized in the balance sheet	7,483	5,807

vi. Balance Sheet Reconciliation:

(Rs. '000)

Particulars	Year Ended 31.03.2021	Year Ended 31.03.2020
Opening Net Liability/(Asset)	5,807	4,055
Expenses recognized in Revenue or/and Profit & Loss Account	1,677	1,751
Actual Benefits Paid	-	-
Acquisition/Business Combination/Divestiture	-	-
Closing Net Liability/(Asset)	7,483	5,807



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E. Long term Incentive Benefits

The Company has schemes for Long Term Performance incentive plan & Guaranteed Payout plan. The Company has determined the liability on the basis of Actuarial valuation as under:

Assumptions Used:

Particulars	As at 31.03.2021	As at 31.03.2020
Discount Rate	3.85%	4.95%
Individual Performance	G2: 30%, G3: 70%	G2: 30%, G3: 70%
Salary Escalation Rate	N/A	N/A
Employee Turnover Rate	10%	10%
Mortality Rates	Indian Assured Lives Mortality (2012-14) U1t.	Indian Assured Lives Mortality (2012-14) U1t.

Amounts recognized in Balance Sheet:

Particulars	(Rs. '000)	
	Year Ended 31.03.2021	Year Ended 31.03.2020
Defined benefit obligations (DBO)	26,339	1,61,278
Fair Value of Plan Assets at end of Year	-	-
Net Asset/(Liability) recognized in the balance sheet	26,339	1,61,278

21. Earnings Per Share

Basic earnings per equity share have been computed by dividing net profit/(loss) after tax by the weighted average number of equity shares outstanding for the year.

	Particulars	Units	Year ended 31.03.2021	Year ended 31.03.2020
a.	Profit/(loss) available to equity shareholder's	Rs. in '000s	(4,97,389)	(6,15,520)
b.	Weighted average of number of equity shares used in computing basic earnings per share	No. of shares in '000s	11,62,744	10,64,866
c.	Weighted average of number of potential equity shares*	No. of shares in '000s	662	4,916
d.	Nominal Value per share	in Rs.	10	10
e.	Basic earnings per share [a/b]	in Rs.	(0.43)	(0.58)
f.	Diluted earnings per share [a/(b+c)]	in Rs.	(0.43)	(0.58)

* For the purpose of calculating weighted average number of potential equity shares, share valuation report as on December 31'2020 has been considered.



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As per the Corporate Governance Guidelines issued by IRDAI on May 18, 2016 the services of the statutory auditors are disclosed below:

A) Work as Statutory Auditors

		(Rs.'000)	
Name of the Auditor	Services Rendered	For the Year ended 31.03.2021	For the Year ended 31.03.2020
Nangia & Co. LLP	Statutory Audit fees	1,400	1,400
	Out of pocket expenses	30	302
T R Chadha & Co. LLP	Statutory Audit fees	1,400	-
	Out of pocket expenses	30	-
M.P. Chitale & Co.*	Statutory Audit fees	-	1,400
	Out of pocket expenses	135	575

*M.P.Chitale & Co. was the joint statutory auditor till FY 19-20

B) Work other than Statutory Auditors

		(Rs.'000)	
Name of the Auditor	Services Rendered	For the Year ended 31.03.2021	For the Year ended 31.03.2020
Nangia & Co. LLP	Tax Audit fees	-	200
	Certification fees	175	1,550
	Taxation matters	210	1,225
T R Chadha & Co. LLP	GST Audit matters	690	-
M.P. Chitale & Co.*	Certification fees	-	250

*M.P.Chitale & Co. was the joint statutory auditor till FY 19-20

23. In pursuant to Circular 067 dated 28th March, 2008 issued by IRDAI, following operating expenses are separately disclosed:

		(Rs '000)	
Particulars	Year ended 31.03.2021	Year ended 31.03.2020	
Outsourcing Expenses*	15,00,016**	14,78,081**	
Marketing Support	15,61,320	7,54,324	
Business Development	1,840	2,637	

*Outsourcing expenses have been calculated basis on the Outsourcing guidelines issued by IRDAI.

** Outsourcing expenses is inclusive of GST

24. Expenses of Management

The Company had filed an application with IRDA on October 15, 2018 for forbearance for exceeding the Expenses of Management (EOM) over the allowable limit up to FY 2024-25 along with a convergence plan. An approval for forbearance has been received for the FY 2019-20 to FY 2021-22 and in accordance with Expense of Management Regulations 2016, a sum of Rs.17, 62,362 thousand (Previous year 14,73,550) which is in the excess of expenses of management over the allowable limit has



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been transferred from Revenue Account to Profit and Loss account. Expenses incurred by the Company are in line with the convergence plan submitted to IRDAI.

25. Sector Wise Business

Disclosure as per Schedule B Part II Point c (3) of the Insurance Regulatory and Development Authority of India (preparation of financial statements and auditor's report of insurance companies) regulations, 2002.

The total Gross Written Premium for the financial year is Rs.1,75,07,779 thousands (Previous year Rs. 1,24,28,869 thousands), out of which the bifurcation of Rural and social sector business is as under:

Business Sector	Year ended 31.03.2021			Year ended 31.03.2020		
	GDP (Rs.'000s)	No of Policy	% of Policy	GDP (Rs.'000s)	No of Policy	% of Policy
Rural	13,90,753	1,64,233	11.74%	7,46,675	89,285	9.87%
Social	1,351	2	0.00%	1,151	2	0.00%
Urban	1,61,15,674	12,34,577	88.26%	1,16,81,036	8,15,779	90.13%
Total	1,75,07,779	13,98,812	100%	12,428,869	905,066	100%

Disclosure as per Insurance Regulatory and Development Authority of India (Obligations of Insurers to Rural and Social Sectors) Regulations, 2015 is as under:

Rural Sector

Financial Year	Gross Premium for the year (Rs.'000s)	Amount of Premium procured in Rural Sector (Rs.'000s)	Rural Sector Premium as % to Column (1)	Required % as per the above Regulations	Compliance with the above Regulations
2020-21	1,75,07,779	13,90,753	7.94%	3.50%	Yes
2019-20	1,24,28,869	7,46,675	6.01%	3.50%	Yes

*Does not include RSBY business as mentioned in IRDAI (Obligations of Insurers to Rural and Social Sectors) Regulations, 2015.

Social Sector

Financial Year	Total Business (lives) in the Preceding Financial Year	Number of Lives covered under Social Sector in the Financial Year	Social Sector Lives as % to the Column (1)	Required % as per the above Regulations	Compliance with the above Regulations
2020-21	32,01,190	1,67,750	5.24%	5.00%	Yes
2019-20	24,17,606	1,30,993	5.42%	5.00%	Yes

26. Micro Small and Medium Enterprises

Certain suppliers have confirmed their registration under MSME Act. As on March 31, 2021, there is no Micro, Small and Medium Enterprise to which the Company owes dues, which are outstanding for more than 45 days. In respect of MSME creditors, where there have been delays in payments during the year,



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no interest is paid/payable as the payment was made within the agreed credit period. This information as required to be disclosed under Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

Particulars	As at 31 st March 2021	As at 31 st March 2020
a)The principal amount remaining unpaid to any supplier at the end of the year	NIL	NIL
b)Interest due remaining unpaid to any supplier at the end of the year	NIL	NIL
c)The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year	NIL	NIL
d)The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	NIL	NIL
e)The amount of interest accrued and remaining unpaid at the end of each accounting year	NIL	NIL
f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006	NIL	NIL

27. Penal Actions Details by Various Government Authorities

IRDAI circular no 005/IRDAI/F&A/CIR/MAY-09 requires disclosure as per given format in respect of penal actions taken by various Government Authorities.

SN	Authority	Non-Compliance/ Violation	Amount in Rs. Lakhs		
			Penalty Awarded	Penalty Paid	Penalty Waived/ Reduced
1	Insurance Regulatory and Development Authority	- (-)	- (-)	- (-)	- (-)
2	Service Tax & Goods and service Tax Authorities	- (-)	- (-)	- (-)	- (-)
3	Income Tax Authorities	- (-)	1,15,606 (1,15,606)	- (-)	- (-)
4	Any Other Tax Authorities	- (-)	- (-)	- (-)	- (-)
5	Enforcement Directorate / Adjudicating Authority / Tribunal or any Authority under FEMA	- (-)	- (-)	- (-)	- (-)
6	Registrar of Companies/ NCLT/ CLB/ Department of Corporate Affairs or any Authority under Companies Act, 2013.	- (-)	- (-)	- (-)	- (-)
7	Penalty awarded by any Court/ tribunal for any matter including claim settlement but excluding Compensation	- (-)	- (-)	- (-)	- (-)



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8	Securities and Exchange Board of India	-	-	-	-
		(-)	(-)	(-)	(-)
9	Competition Commission of India	-	-	-	-
		(-)	(-)	(-)	(-)
10	Any other Central/State/local Government/ Statutory Authority	-	0.18	-	-
		(-)	(0.18)	(-)	(-)

Bracket shows numbers related to previous year

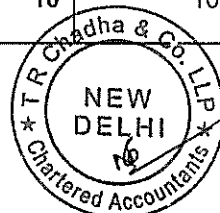
28. Summary of Financial Statements is provided as under:

(Rs in Lakhs)

SN	Particulars	2020-21	2019-20	2018-19	2017-18	2016-17
OPERATING RESULTS						
1	Gross Direct Premiums	1,75,078	1,24,289	94,702	75,447	59,393
2	Net Premium Income (net of reinsurance)	1,34,852	95,368	73,140	58,774	56,392
3	Income from policyholder Investments (net)	5,643	4,114	3,371	2,995	3,369
4	Other Income	-	-	-	-	-
5	Total Income	1,40,496	99,482	76,511	61,768	59,761
6	Commission (Net) including brokerage	6,348	4,288	3,085	2,267	5,897
7	Operating Expenses (net of amount transferred from shareholder account(EOM Impact))	37,331*	27,210	22,097	18,394	15,116
8	Net incurred claims	64,556	45,007	35,564	28,902	28,277
9	Premium Deficiency	-	-	-	-	-
10	Change in unexpired risk reserve	19,766	11,261	7,192	1,188	1,964
11	Operating Profit/(Loss)	12,496	11,716	8,573	11,017	8,507
NON OPERATING RESULTS						
12	Total income under shareholder's account (net of expenses)	(17,470)	(17,871)	(13,411)	(8,733)	(8,875)
13	Profit /(loss) before tax	(4,974)	(6,155)	(4,839)	2,284	(368)
14	Provision for Tax	-	-	-	-	-
15	Profit/(Loss) after tax	(4,974)	(6,155)	(4,839)	2,284	(368)
MISCELLANEOUS						
16	Policyholder's Account:					
	a) Total funds	98,419	66,435	48,563	36,573	34,901
	b) Total Investments	98,419	66,435	48,563	36,573	34,901
17	Shareholder's Account					
	a) Total funds	63,737	40,286	32,994	30,006	27,863
	b) Total Investments	63,737	40,286	32,994	30,006	27,863
18	Paid Up Equity Capital	1,34,973	1,12,600	98,100	92,600	92,600
19	Net Worth	57,668	34,590	26,246	25,584	23,300
20	Total Assets	1,89,904	1,23,731	99,950	82,084	72,596
21	Yield on total investments	6.91%	7.77%	7.76%	7.90%	8.20%
22	Basic Earnings Per Share (Rs.)**	(0.43)	(0.58)	(0.51)	0.25	(0.04)
	Diluted Earnings Per Share (Rs.)**	(0.43)	(0.58)	(0.51)	0.25	(0.04)
23	Book value per Share (Rs.)	10	10	10	10	10



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24	Total Dividend	-	-	-	-	-
25	Dividend Per share (Rs.)	-	-	-	-	-

*A sum of Rs.17,624 Lakhs (Previous year Rs. 14,736 Lakhs) which is in the excess of expenses of management over the allowable limit has been transferred from Revenue Account to Profit and Loss account in accordance with the circular no. IRDAI/Reg./12/124/2016.

**Weighted average number of equity shares for Basic EPS is 11,627 Lakhs (previous year 10,649 Lakhs) and weighted average number of equity shares for Diluted EPS is 11,634 Lakhs (previous year 10,698 Lakhs) is used in computing earnings per share.

29. Accounting Ratios* is provided as under:

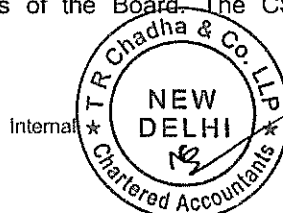
Performance Ratios	2020-21	2019-20	2018-19	2017-18	2016-17
Gross Direct Premium Growth Rate (Overall)	41%	31%	26%	27%	25%
Gross Direct Premium Growth Rate (Health)	42%	29%	23%	26%	24%
Gross Direct Premium Growth Rate (Personal Accident)	27%	96%	190%	274%	556%
Gross Direct Premium to Net Worth Ratio	3.04 times	3.59 times	3.61 times	2.95 times	2.55 times
Growth Rate of Net Worth	67%	32%	3%	10%	12%
Net Retention Ratio (Overall)	77%	77%	77%	78%	95%
Net Retention Ratio (Health)	76%	76%	77%	78%	95%
Net Retention Ratio (Personal Accident)	90%	83%	81%	70%	82%
Net Commission Ratio (Overall)	5%	4%	4%	4%	10%
Net Commission Ratio (Health)	4%	4%	4%	4%	10%
Net Commission Ratio (Personal Accident)	13%	12%	12%	8%	13%
Expenses of Management to Gross Direct Premium Ratio	44%	46%	50%	50%	54%
Expenses of Management to Net written Premium Ratio	57%	60%	64%	64%	57%
Net incurred claims to Net earned premium	56%	54%	54%	50%	52%
Combined Ratio	102%	102%	107%	104%	108%
Technical Reserves to Net Premium Ratio	0.67 times	0.61 times	0.62 times	0.60 times	0.59 times
Underwriting Balance Ratios	(0.09) times	(0.08) times	(0.13) times	(0.05) times	(0.10) times
Operating Profit Ratio	11%	14%	13%	19%	16%
Liquid Assets to Liability Ratio	0.52 times	0.54 times	0.75 times	0.75 times	0.71 times
Net Earnings Ratio	-4%	-6%	-7%	4%	-1%
Return on Net Worth Ratio	-9%	-18%	-18%	9%	-2%
Reinsurance Ratio	23%	23%	23%	22%	5%
Available Solvency margin Ratio to Required Solvency Margin Ratio (times)*	2.09	1.77	1.77	2.11	2.01
NPA Ratio	4.95%	7.43%	7.03%	NA	NA

*Calculated as per IRDAI Master Circular on Preparation of Financial Statements 2012.

**Required Solvency Margin Ratio (times) is 1.50.

30. Corporate Social Responsibility

As required under Section 135 of the Companies Act, 2013 and IRDAI Corporate Governance Guidelines 2016, the Board of the Company has a "Corporate Social Responsibility Committee" (CSR Committee) which comprises of four members of the Board. The CSR Committee is primarily



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responsible for formulating and recommending to the Board of Directors from time to time the CSR activities and the amount of expenditure to be incurred on the activities pertaining and monitoring CSR Projects. The Company has formulated the Corporate Social Responsibility Policy which has been adopted by the CSR Committee and Board. As the Company has registered a negative profit based on the preceding three years' average net profit, the Company has no obligation towards CSR activities spend during FY 2020-2021.

31. Provision for Free Look period

The provision for Free Look period is Rs.6,636 thousand (previous year Rs. 1,744 thousand), as certified by the Appointed and Mentor Actuary.

32. Risk Management Architecture –

The Board and other stakeholders of Max Bupa get assurance on risk management processes and its effectiveness from internal audit, risk management, compliance and fraud investigation function. The Company's risk management framework comprises of the following elements:

- Risk Strategy and Appetite (including Risk Policy framework and Governance structure)
- Strategic Risk Assessment (Business Plan)
- Risk Categorization
- Risk Registers
- Risk Control and Assurance
- Risk Reporting
- Risk Management design and effectiveness review

Risk Management roles and responsibilities:

To improve coordination and eliminate duplication, Max Bupa has adopted 'Three Line of Defence' model. The model defines clear set of responsibilities for each group of risk and control professionals.

- a) First Line: Involved in day to day risk management, in accordance with agreed risk policies, appetite and controls, at the operational level. This role is performed by Functional Heads and Process owners.
- b) Second Line: Responsible for risk oversight, risk guidance and risk reporting. This role is performed by Risk Management team, Compliance & Fraud Investigation team.
- c) Third Line: Independent assurance to the Board and Senior Management of the effectiveness of risk management processes. This role is performed by Internal and External Auditors.

A Risk Management team headed by Chief Risk Officer is in place to support for and challenge on the completeness and accuracy of risk identification, measurement, management, monitoring and reporting, and adequacy of, and progress against, mitigation plans.

Risk Appetite Statements:

To help define the level of risk that Max Bupa is willing to take, a set of Risk Appetite Statements have been defined which state in both quantitative and qualitative terms the Max Bupa Board's desired risk profile. The statements are reviewed and approved annually by the Board. The risk appetite statements are aligned with risk strategy and the Business Plan approved by the Board.

Status update against the defined risk appetites are monitored and reported to the Risk Committee on a quarterly basis.

Strategic Risk Assessment:

Max Bupa identifies the need for explicitly considering risk in the strategic and planning process. For the purpose, a strategic risk assessment process has been documented which will ensure that while



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developing business plans and/ or implementing major change initiatives, the business should include a "challenge phase", where the business including the risk team consider the impact of planned changes on the existing and future risk profile and the control environment.

Risk Identification and Assessment process:

Max Bupa has categorized risk into six (6) broad Level 1 categories – Strategic risk, Insurance risk, financial risk, Operational risk, Regulatory risk and Reputational risk. Each of such 6 categories is further broken down into 27 Level 2 sub risk categories. These risk categories are observed throughout the risk management journey.

Company has documented functional risk registers to identify and assess inherent risks against such risk categories. Each identified risk is mapped to existing controls to mitigate such risk. After identification of existing (As is) controls, functional heads along with their teams assess the risk based on their impact and likelihood using the laid down parameters. Remediation actions are identified for control gaps, if any.

A consolidated risk register against the defined risk categories is prepared on a quarterly basis to include key risks for the quarter. A Management Risk Committee chaired by the CEO and attended by Senior Leadership Team reviews the risks in their respective domains on a quarterly basis and updates the consolidated register. CRO along with the Risk Management Team overviews and challenges the entire process of risk identification and rating.

Risk Reporting:

Status update on the remedial actions identified against the risks captured in the consolidated risk register is reported to Risk Committee on quarterly basis along with the Key Risk Summary and the Organizational Risk Heat Map.

The company has compiled the data for the purpose of aforesaid disclosure from its risk management framework and policies and has been furnished by the management, which has been relied upon by the auditors.

33. Statement containing names, descriptions, occupations of and directorships held by the persons in charge of management of the business under section 11 (3) of Insurance Act, 1938 (amended by the Insurance Laws (Amendment) Act, 2015)

Name of person in-charge	Mr. Krishnan Ramachandran
Designation of person in-charge	Managing Director and Chief Executive Officer
Occupation of person in-charge	Service
Directorships held by the person In-charge during the year or at March 31, 2021	Max Bupa Health Insurance Company Limited



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(Rs.'000)

Particulars	Minimum outstanding during the year	Maximum outstanding during the year	Daily average outstanding during the year	Outstanding as on 31st March 2021
Securities sold under repo				
Government securities	- (-)	- (-)	- (-)	- (-)
Corporate Debt Securities	- (-)	- (-)	- (-)	- (-)
Securities purchased under reverse repo				
Government securities	- (-)	- (-)	- (-)	- (-)
Corporate Debt Securities	- (-)	- (-)	- (-)	- (-)

Figures in bracket are for previous year

35. Share Capital and Allotment

Authorize share capital of the company as on 31st March 2021 is 15,000,000 thousand. The company has allotted shares as per below table given in FY 20-21

Shares	Rate (Including Premium)	Month
138,573,514	12.88	Mar-21
40,749,795	12.27	Dec-20
44,406,491	11.71	Sep-20

36. Global Pandemic

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, tangible & intangible assets and current & non-current investments. In assessing the recoverability of aforesaid assets, the Company has considered internal and external information up to the date of approval of these financial statements including credit reports and economic forecasts. A definitive assessment of impact is not possible due to economic uncertainty. However, the Company prima facie evaluated the impact of this pandemic on its business operations and based on such evaluation, the Company believes that there is no significant impact of COVID 19 on the financial position and performance of the Company. Further, the company is not expecting any significant change in estimates. Adjustments to Actuarial assumptions & recoverable amounts that the company has felt necessary due to the pandemic have been made in the Financial Statements. Other than these adjustments, the company believes that is no significant impact on the Financial Statements for the year ended March 31, 2021. Based on current estimates, the Company expects the carrying amount of these assets will be recovered. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions. Actual results could differ from those estimates and may impact future estimates including, but not limited to, Actuarial assumptions, allowance for loan losses, asset impairment charges, cancellation reserves, actuarial losses on our retirement benefit plans and discount rate assumptions.



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The company had introduced "Employee Stock Option Plan - 2021 (ESOP 2021)" in the financial year 2020-21 effective from 01st June 2020 (date of grant). Under the ESOP 2021 the company has given options to eligible Employees to acquire equity shares in the company. The options have been granted under various tranches.

ESOP Plan 2020

Series	Date of grant	Number granted	Contractual Life (Month)	Vesting conditions	Exercise price per option	Estimated fair value of share granted
Series-I	01.06.2020	6,51,00,000	60	20% at 1 st anniversary from date of grant 20% at 2 nd anniversary from date of grant 20% at 3 rd anniversary from date of grant	10.00	10.00
Series-II	31.08.2020	71,50,000	60	20% at 4 th anniversary from date of grant 20% at 5 th anniversary from date of grant	10.00	10.00
Series-III	23.02.2021	31,50,000	52	20% at 1 st anniversary from date of grant 20% at 2 nd anniversary from date of grant 20% at 1 st June 2023 20% at 1 st June 2024 20% at 1 st June 2025	10.00	12.66

Scheme	Number of options outstanding as on 1 st April 2020	Issued during the year	Cancellation of options due to resignation/ surrender FY 20-21	Options Exercised FY 20-21	Number of options outstanding as on 31 st March 2021	Exercisable as at 31 st March 2021
ESOP Scheme Tranche-1	-	6,51,00,000	35,00,000	-	6,16,00,000	-
ESOP Scheme Tranche-2	-	71,50,000	12,00,000	-	59,50,000	-
ESOP Scheme Tranche-3	-	31,50,000	-	-	31,50,000	-

The Key assumptions used to estimate the fair value of options granted during the year ended March 31 2021 are as under:

- Risk free rates are derived from the G-Sec (Par Yield) of applicable maturity.
- Volatility is based on average of last 5 years data of BSE and NSE Indices.
- Dividend Yield is assumed to be zero.

38. Disclosure of Fire and Marine Revenue accounts

As the company operates in single insurance business class viz. health insurance business, the reporting requirements as prescribed by IRDA with respect to presentation of Fire and Marine insurance revenue accounts are not applicable.



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39. Taxation

Deferred Tax Assets	As on 31st March 2021	As on 31st March 2020
Expenditures covered by Section 43B of Income Tax Act 1961	72,546	109,415
Carry Forward of Unabsorbed Depreciation	2,66,018	2,66,018
Carry Forward of Losses	34,346	-
Provision for doubtful Investments and receivables	2,30,630	1,66,566
Excess of Depreciation/Amortization of Fixed Assets Provided in books of accounts over Depreciation/Amortization as per Income Tax Act	55,247	63,397
Total Deferred Tax Assets (A)	6,58,788	6,05,396
Deferred Tax Liability	-	-
Total Deferred Tax Liability (B)	-	-
Net Deferred Tax Assets (Liability) (A-B)	6,58,788	6,05,396
Net Deferred Tax assets recognized in books of accounts*	NIL	NIL

* in the absence of virtual certainty regarding availability of sufficient future taxable Income to set off the taxable accumulated business losses in future, within, the deferred tax assets on account of timing differences as stipulated in Accounting Standard 22 on "Accounting for Taxes on Income" has not been recognized. Further, the Government of India on December 12, 2019 vide the Taxation Laws (Amendment) Act 2019 inserted a new section 115BAA in the Income Tax Act 1961, which provides an option to the company for paying Income Tax at reduced rates as per provisions/conditions defined in said section. The company has exercised the said option and therefore has disclosed the deferred tax assets as above, as per rates prescribed in new tax regime.

40. Disclosure for change of estimate

On account of software development and upgrades done during the year, management has reviewed the expected useful life of existing software applications. Based on the best estimate and on account of subsequent development that improves the condition of the asset beyond its originally assessed standard of performance, the management has extended the useful lives of certain Software application to compute amortization. Had the Company continued with the previously assessed useful lives, amortization for the year ended March 31 2021 would have been higher by Rs. 45,520 thousand and the losses before tax would have been higher by such amount.



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41. Comparative Figures

Previous year figures have been regrouped/reclassified wherever considered necessary to conform to current year's classification.

Previous Year Statement/Schedule number, Line Item & Description	Amount Regrouped (000's)	Current Year Statement/Schedule number, Line Item & Description	Amount Regrouped (000's)	Reason for Change
Schedule 4 Opex- Legal and Professional charges	5,49,419	Schedule 4 Opex- Employees' remuneration and welfare benefits	5,49,419	Outsourced Manpower cost has been regrouped from 'Legal and Professional charges' to 'Employees' remuneration and welfare benefits' to align with the nature of expense.

As per our report of even date
 For Nangia & Co. LLP



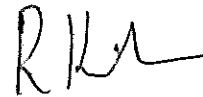
Vikas Gupta
 Partner
 Membership No:076879
 Place Noida



For and on behalf of the Board of Directors
 Max Bupa Health Insurance Company Limited

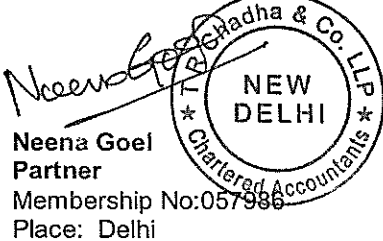


Director
Dinesh Kumar Mittal
 DIN: 00040000

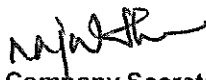


CEO & Managing Director
Krishnan Ramachandran
 DIN: 08719264

For T R Chadha & CO LLP
 Chartered Accountants



Neena Goel
 Partner
 Membership No:057986
 Place: Delhi

Company Secretary
Rajat Sharma
 Membership No. FCS 7069



Chief Financial Officer
C Anil Kumar

Date: April 27, 2021

MAX BUPA HEALTH INSURANCE COMPANY LIMITED

MANAGEMENT REPORT

Max Bupa Health Insurance Company Limited ("The Company") was incorporated in India on 5th September, 2008 and received the Certificate of Commencement of Business on 23rd December 2008. The Company is a joint venture between Fettle Tone LLP and Bupa Singapore Holding Pte. Singapore. Fettle Tone LLP is the holding company of Max Bupa Health Insurance Company Limited as on balance sheet date.

In accordance with Part IV Schedule B of the Insurance Regulatory and Development Authority (IRDAI) (Preparation of Financial Statements and Auditor's Report of Insurance Companies) Regulations, 2002 (the Regulation) the following Management Report for the year ended March 31, 2021 is submitted:

1. The Company obtained Regulatory approval to undertake Health & Personal Accident Insurance business on 15th Feb 2010 from the Insurance Regulatory and Development Authority of India ("IRDAI") and holds a valid certificate of registration.
2. We certify that all the dues payable to the statutory authorities have been duly paid.
3. We confirm that the shareholding pattern and transfer of shares are in accordance with the statutory and regulatory requirements.
4. The management has not directly or indirectly invested outside India the funds of the holders of policies issued in India.
5. The Company is maintaining the required solvency margins under the Insurance Act, 1938.
6. We certify that the values of all the assets have been reviewed on the date of Balance Sheet and in management's belief, the assets set forth in the Balance Sheet are shown in aggregate at amounts not exceeding their realizable or market value under the heading – "Loans", "Investments" (wherever applicable), "Agents Balances", "Outstanding Premiums", "Interest Dividend and Rents Outstanding", "Interest, Dividends and Rents accruing but not due", "Amounts due from other persons or bodies carrying on insurance business", "Sundry Debtors", "Bills Receivable", "Cash" and several items specified under "Other Accounts".
7. The Company is exposed to a variety of risks associated with its insurance business operations and the investment portfolio. To help define the level of risk that the Company is willing to take, a set of Risk Appetite Statements have been defined which state in both quantitative and qualitative terms the Company's desired risk profile / overall level of risk exposure. These risk appetite statements are reviewed and approved by the Board to ensure alignment of the Company's risk strategy to the business plan approved by the Board.

To execute the risk strategy and manage the overall risk exposure, the Company has adopted "Three Line of Defence" model with clearly defines responsibilities for each group of risk and control professionals including but not limited to internal audit, risk management, compliance, and fraud investigation function. Risk management activities are supervised on behalf of the Board by the Risk Committee, whose responsibilities conform to those prescribed by the IRDAI. The Chief Risk Officer assists the Board Committee in overseeing the risk management activities

across the Company through a well-defined Risk Management Framework, which defines its approach to enterprise wide risk management. The implementation is a continuous cycle of improvement over the Company's existing risk management elements which are progressively integrated into the framework. The Company has the vision of a matured state of risk culture whereby every individual takes responsibility of risks and has a thorough understanding of all risk tolerances.

The Company maintains a diversified product portfolio between the retail and group business and undertakes an underwriting philosophy appropriate for its products, distribution channels, geographies and target market segments. In addition, the Company has kept its risk exposure at a level commensurate with its capacity through an appropriate reinsurance program. The investment portfolio is diversified within the limits set under IRDAI regulations as well as governed by the various internal policies and norms as set out by the Investment Committee of the Company. Operational risks are sought to be managed by a system of limits, internal controls, and segregation of duties, wherever feasible. All key risks are regularly reviewed and acted on as appropriate by the management team.

The Company has an Information Security Committee to oversee the information security and cyber risk exposure and all such risks are monitored with appropriate mitigation measures implemented under the guidance of a Chief Information Security Officer. The Company has a robust internal audit function and all relevant internal controls, key operational risks and compliances are reviewed and audited on a regular basis.

8. We confirm that there were no operations of the Company outside India during the year ended March 31, 2021.

9. Ageing analysis of claims outstanding(excluding provision for IBNR / IBNER and claims relating to inward re-insurance) is as under:

Particulars	FY 2020-21*		FY 2019-20		FY 2018-19		FY 2017-18		FY 2016-17	
	No of claims	Amount involved (in Lakhs)	No of claims	Amount involved (in Lakhs)	No of claims	Amount involved (in Lakhs)	No of claims	Amount involved (in Lakhs)	No of claims	Amount involved (in Lakhs)
30 days	3,140	2,445	1,050	721	3,359	2542	3,484	1,732	2,419	1,475
30 days to 6 Months	462	936	40	27	538	572	127	220	213	208
6 months to 1 year	-	-	2	1	26	19	2	2	41	48
1 year to 5 years	-	-	-	-	-	-	-	-	8	65
5 years and above	-	-	-	-	-	-	-	-	-	-

*Includes only Claim outstanding but does not include Pre-Auth outstanding.

Average claims settlement time during the preceding five years is as under:

Line of Business	FY 2020-21		FY 2019-20		FY 2018-19		FY 2017-18		FY 2016-17	
	No of claims Settled	Average Settlement Time (Days)	No of claims Settled	Average Settlement Time (Days)	No of claims Settled	Average Settlement Time (Days)	No of claims Settled	Average Settlement Time (Days)	No of claims Settled	Average Settlement Time (Days)
Health	1,24,978	13 days	1,32,750	10 days	79,010	16 days	70,723	17 Days	57,588	18 Days
Personal Accident	76	6 days	59	20 days	21	13 days	10	11 Days	2	7 Days

10. As at March 31, 2021, the investments of the Company are mainly in Government Securities including Central and State Government bonds, Debt Securities including Corporate Bonds, Bank Deposits and Mutual Funds. As per the IRDA guidelines, all Debt securities are considered as held to maturity and valued at historical cost subject to amortization of premium/discount. Further, the market value for debt securities as at 31st March, 2021 has been calculated as per guidelines issued by SEBI approved rating agency (CRISIL)

Mutual fund Investments are stated at fair value, being the closing net assets value as at balance sheet date.

Acquisition cost of Debt Securities is Rs. 1,42,021 lakhs (Previous year Rs. 96,199 lakhs), amortized value is Rs. 1,41,450 lakhs (Previous year Rs. 96,036 lakhs) and market value at Rs. 1,44,134 lakhs (Previous year Rs. 98,220 lakhs).

11. Investments are in accordance with the Insurance Act, 1938 and Insurance Regulatory & Development Authority (Investment) Regulations, 2000 and subsequent amendments. Investment Portfolio consists of Central and State Government Securities, Infrastructure Bonds (AAA), Housing Sector Bonds (AAA), Corporate Bonds (AAA, AA+, AA and D), Liquid Mutual Funds and Deposits with various Scheduled Banks.

The Investment Risk is managed by creating a portfolio of different asset classes and of varied maturities so as to spread the risk across a wide category of investee companies in line with regulatory requirements. The Company has constituted an Investment Committee, which acts as the policy making body for the investment operations. The Investment Committee lays down various internal policies and norms governing the functioning of the Investment Department. The Investment Committee periodically discusses the investment strategy, portfolio structures, performance of the portfolio and related issues. The investment policy is reviewed semi-annually in order to align the same with the Company business plans.

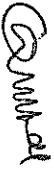
12. We also confirm:

- a. That the Financial Statements have been prepared in accordance with generally accepted accounting principles and policies, applicable accounting standards and current practices prevailing in the Insurance Industry and there are no material departures.
- b. That the management has adopted accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the Operating Profit or Loss and of the Profit or Loss of the Company for the year.
- c. That the management has taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the applicable provisions of the Insurance Act 1938 and Companies Act 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d. That the management has prepared the Financial Statements on a Going concern basis.
- e. Company actual solvency ratio is 2.09 against the required solvency ratio of 1.50.
- f. That there is an internal audit system commensurate with the size and nature of the business exists and is operating effectively.

13. Payments made to 'companies and organizations in which Directors are interested during the financial year 2020-21 are as under:

SN	Name of the Director	Entity in which Director is interested	Interested as	Payment made (Rs. Lakhs)
1	Mr. Dinesh Kumar Mittal	Bharti Airtel Limited	Director	80.68
		Max Life Insurance Company Limited	Director	166.37
		Max Financial Services Limited	Director	NIL
2	Mr. Pradeep Pant	Max Life Insurance Company Limited	Additional Director	166.37

For and on behalf of the Board of Directors
Max Bupa Health Insurance Company Limited



Director
Dinesh Kumar Mittal
DIN: 00040000



CEO & Managing Director
Krishnan Ramachandran
DIN – 08719264



Company Secretary
Rajat Sharma
Membership No.- FCCS7069



Chief Financial Officer
C Anil Kumar

Place: New Delhi
Date: April, 27, 2021

Nangia & Co LLP
Chartered Accountants
A-109, Sector-136,
Noida- 201304
Uttar Pradesh
India
Telephone +91 120 2598000

T R Chadha & Co. LLP
Chartered Accountants
B-30, Kuthiala Building,
Connaught Place
New Delhi- 110001
India
Telephone +91 11 43259900

Independent Auditor's certificate on Solvency Margin as at 31 March 2021

The Board of Directors

Max Bupa Health Insurance Company Limited

1. Introduction

This certificate is issued on specific request of **Max Bupa Health Insurance Company Limited** ("**Company**") to certify the solvency workings as at 31 March 2021, as required by Insurance Regulatory and Development Authority of India ("**IRDAI**").

2. Management's Responsibility for the Statements

Pursuant to requirements of the Insurance Regulatory and Development Authority (Assets, Liabilities and Solvency Margin of Insurers) Regulations, 2000 dated July 14, 2000 ("**Regulations**"), the Company is required to submit calculation of solvency margins to IRDAI as at 31 March 2021. Accordingly, the management has complied following statements, attached herewith as:

1. TABLE IB – Available Solvency Margin and Solvency Ratio;
2. FORM IRDAI-GI-SM – Required Solvency Margin Based On Net Premium and Net Incurred Claims;
3. FORM IRDAI-GI-TR - Statement of Liabilities;
4. FORM IRDAI-GI-TA - Statement of Admissible Assets;

All the above statements are collectively referred to, as the "**Statements**".

The preparation of the statements is the responsibility of the Principal Officer and the Appointed Panel Actuary of the Company, including maintenance of all accounting and other relevant supporting records and documents.

3. Our Responsibility

Our responsibility is to provide a reasonable assurance that attached Statements, for the year ended 31 March 2021 are compiled, as required by 'The Regulations' and are compiled based on the audited financial statements for the year ended 31 March 2021.

We conducted our examination of the Statements in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) ("**the Guidance Note**") issued by the Institute of Chartered Accountants of India (the "**ICAI**"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.



Nangia & Co LLP
Chartered Accountants

A-109, Sector-136,
Noida- 201304
Uttar Pradesh
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We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements issued by ICAI.

4. Opinion

Based on our examination as above, we are of the opinion that the Statements have been compiled as required by The Regulations and are based on the audited financial statements for the year ended 31 March 2021.

5. Restriction on Use

The certificate is solely for the purpose of submitting to IRDAI, and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For **Nangia & Co LLP**

Chartered Accountants

FRN No. 002391C/N500069



Vikas Gupta

Partner

Membership No. 076879

UDIN: 21076879AAAAAKE3478



Place: Noida

Date: 27 April 2021

For **T R Chadha & Co. LLP**

Chartered Accountants

FRN No. 006711N/N500028



Neena Goel

Partner

Membership No. 057986

UDIN: 21057986AAAAFJ6681



Place: New Delhi

Date: 27 April 2021

FORM IRDAI-GI-TA
STATEMENT OF ADMISSIBLE ASSETS: MAX BUPA HEALTH INSURANCE COMPANY LIMITED
31-Mar-21

Name of Insurer: Max Bupa Health Insurance Company Limited
 Registration Number: 145
 Date of Registration: February 15, 2010
 Classification: Business within India/ Total Business

(All amounts in Rupees of Lakhs)

Particulars	Policyholders A/c	Shareholders A/c	Total
Investments			
Investments Shareholder' SCH 8	-	63,737	63,737
Investments Policyholder' SCH 8A	98,419	-	98,419
Total Investments as per BS ---- (A)	98,419	63,737	1,62,156
Inadmissible investment assets as per Clause (1) of Schedule I---- (B)	-	-	-
Fixed assets			
Fixed assets as per BS ---- (C)	-	4,752	4,752
Inadmissible Fixed assets as per Clause (1) of Schedule - I ----(D)	-	1,141	1,141
Current Assets			
Cash & Bank Balances as per BS ---- (E)	-	3,041	3,041
Advances and Other assets as per BS ---- (F)	-	19,956	19,956
Total Current Assets as per BS ---- (G) = (E) + (F)	-	22,996	22,996
Inadmissible Current Assets as per Clause (1) of Schedule - I ----(H)	-	281	281
Loans			
Loans as per BS ----(I)	-	-	-
Fair Value Change Account subject to minimum of Zero ---- (J)	1	13	14
Total Assets as per BS ---- (K) = (A) + (C) + (G) + (I)	98,419	91,485	1,89,904
(Excluding current liabilities and provisions)			
Total Inadmissible Assets ----(L) = (B) + (D) + (H) + (J)	1	1,435	1,435
Total Admissible Assets for Solvency ---- (K) - (L)	98,418	90,051	1,88,469
(Excluding current liabilities and provisions)			


We Certify the statements has been prepared in accordance with Schedule I

Appointed Actuary



Vishwanath Mahendra
 Membership No. 6777

CEO & Managing Director



Krishnan Ramachandran
 DIN:08719264

For Nangia & Co LLP

Chartered Accountants
 ICAI Firm Registration No. 002391C

For T R Chadha & Co LLP

Chartered Accountants
 ICAI Firm Registration No. 006711N/ N500028



Vikas Gupta
 Membership No. 076879
 Place: Noida




 Neena Goel
 Membership No. 057986
 Place: Delhi



Date: April 27, 2021

FORM IRDAI-GI-TR
Insurance Regulatory and Development Authority of India
(Assets, Liabilities, and Solvency Margin of General Insurance Business) Regulations, 2016

TABLE I
STATEMENT OF LIABILITIES: MAX BUPA HEALTH INSURANCE COMPANY LIMITED
31-Mar-21

Name of Insurer: Max Bupa Health Insurance Company Limited
Registration Number: 145
Date of Registration: February 15, 2010
Classification: Business within India/ Total Business

(All amounts in Rupees of Lakhs)

Reserve	Gross Reserve	Net Reserve
Unearned Premium Reserve (UPR) (a)	87,605	67,615
Premium Deficiency Reserve (PDR) (b)	-	-
Unexpired Risk Reserve (URR) (c) = (a)+(b)	87,605	67,615
Outstanding Claim Reserve (other than IBNR Reserve) (d)	11,701	8,906
IBNR Reserve (e)	17,185	14,212
Total Reserves for Technical Liabilities (f) = (c)+(d)+(e)	1,16,491	90,733

Certification

(1) Certification from Statutory Auditor

I certify that the above statement represents the liabilities of the insurer which have been determined in the manner prescribed in the Insurance Regulatory and Development Authority of India (Assets, Liabilities and Solvency Margin of General Insurance Business) Regulations, 2016 and the amounts of such liabilities are fair and reasonable. I also further certify that the outstanding claims reserves that are estimated using statistical methods, PDR and IBNR Reserves in the statement above have been determined by the Appointed Actuary and their certificate is furnished below.

Qualifications (in regard to the determination of liabilities) : Nil

For Nangia & Co LLP
 Chartered Accountants
 ICAI Firm Registration No. 002391C

For T R Chadha & Co LLP
 Chartered Accountants
 ICAI Firm Registration No. 006711N/ N500028


Vikas Gupta
 Membership No. 076879
 Place: Noida


Neena Goel
 Membership No. 057986
 Place: Delhi


(2) Certification from the Appointed Actuary

I certify that, I have checked the data to the best of my ability and I am satisfied that the data is consistent, reliable and complete. I also further certify that the outstanding claims reserves that are estimated using statistical methods, PDR and IBNR reserves in the statement above have been determined using actuarial principles and in the manner prescribed in the Insurance Regulatory Development Authority of India (Assets, Liabilities and solvency Margin of General Insurance Business) Regulations, 2016. These reserves, estimated as on the 31st Day of March 2021 represent, in my opinion, a fair reflection of the expected future experience.

Qualifications: Nil

Appointed Actuary

Name of Insurer: Max Bupa Health Insurance Co. Ltd.
 Place: Delhi
 Date: April 27, 2021


Vishwanath Mahendra
 Membership No. 6777

(3) Certification by Principal Officer

I certify that

(a) Full and accurate particulars of every policy and claim have been furnished to the Appointed Actuary for the purpose of the determination of Technical Reserves as on the 31st Day of march 2021

(b) The Data provided to the Appointed Actuary reconciles with the Audited Financials as at 31st Day of March 2021

(c) The Appointed Actuary has been made aware of all the information pertaining to underwriting, claims and reinsurance policies and practices followed by the Insurer.

Qualifications : Nil

Name of Insurer: Max Bupa Health Insurance Co. Ltd.
Place: Delhi
Date: April 27, 2021

Principal Officer, CEO & MD



Krishnan Ramachandran
DIN:08719264

(4) Certification by Chief Financial Officer

I certify that the UPR has been determined as per the extant provisions of the Authority.

Qualifications: Nil

Name of Insurer: Max Bupa Health Insurance Co. Ltd.
Place: Delhi
Date: April 27, 2021

Chief Financial Officer



C Anil Kumar

FORM IRDAI-GI-SM
Insurance Regulatory and Development Authority of India
(Assets, Liabilities, and Solvency Margin of General Insurance Business) Regulations, 2016
TABLE I
STATEMENT OF SOLVENCY MARGIN: MAX BUPA HEALTH INSURANCE COMPANY LIMITED
31-Mar-21

Name of Insurer: Max Bupa Health Insurance Company Limited
 Registration Number: 145
 Date of Registration: February 15, 2010
 Classification: Business within India/ Total Business

TABLE IA: REQUIRED SOLVENCY MARGIN BASED ON NET PREMIUM AND NET INCURRED CLAIMS

(All amounts in Rupees of Lakhs)										
Item No.	Line of Business	Gross Premium	Net Premium	Gross Incurred Claims	Net Incurred Claims	RSM1	RSM2	RSM	Factor A	Factor B
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)
01	Fire	-	-	-	-	-	-	-	0.50	0.50
02	Marine Cargo	-	-	-	-	-	-	-	0.60	0.60
03	Marine - Other than Marine Cargo	-	-	-	-	-	-	-	0.50	0.50
04	Motor	-	-	-	-	-	-	-	0.75	0.75
05	Engineering	-	-	-	-	-	-	-	0.50	0.50
06	Aviation	-	-	-	-	-	-	-	0.50	0.50
07	Liability	-	-	-	-	-	-	-	0.50	0.50
08	Health	1,75,078	1,34,852	81,032	64,556	26,970	19,387	-	0.75	0.75
09	Miscellaneous	-	-	-	-	-	-	-	0.75	0.75
	Total	1,75,078	1,34,852	81,032	64,556	26,970	19,387	26,970	0.70	0.70

TABLE IB: AVAILABLE SOLVENCY MARGIN AND SOLVENCY RATIO

Name of Insurer: Max Bupa Health Insurance Company Limited
 Registration Number: 145
 Date of Registration: February 10, 2010
 Classification: Business within India/ Total Business

(All amounts in Rupees of Lakhs)		
(1)	(2)	(3)
Item No.	DESCRIPTION	Amount
(A)	Policyholder's Funds	
	Available Assets (as per Form IRDAI-GI-TA)	98,418
	Deduct:	
(B)	Current Liabilities as per BS	
(C)	Provisions as per BS	23,118
(D)	Other Liabilities	67,615
(E)	Excess in Policyholder's Funds (A)-(B)-(C)-(D)	-
	Shareholder's Funds	7,685
(F)	Available Assets	
	Deduct:	90,051
(G)	Other Liabilities	
(H)	Excess in Shareholder's Funds (F)-(G)	41,285
(I)	Total ASM (E) + (H)	48,766
(J)	Total RSM	56,451
(K)	Solvency Ratio (Total ASM/Total RSM)	2.09

Certification:

We, the Statutory Auditors, hereby certify that the above statements have been prepared in accordance with the Section 64VA of the insurance Act, 1938 and the amounts mentioned herein are true to the best of our knowledge.

For Nangia & Co LLP
 Chartered Accountants
 ICAI Firm Registration No. 002391C



Vikas Gupta
 Vikas Gupta
 Membership No. 076879

Place: Noida
 Date: April 27, 2021

R. Krishna
 Principal Officer, CEO & MD
 Krishnan Ramachandran
 DIN:08719264

Date: April 27, 2021

For T R Chadha & Co LLP
 Chartered Accountants
 ICAI Firm Registration No. 006711N/ N500028



Neena Goel
 Neena Goel
 Membership No. 057986

Place: Delhi
 Date: April 27, 2021

Vishwanath Mahendra
 Appointed Actuary
 Vishwanath Mahendra
 Membership No. 6777

Date: April 27, 2021

Anil Kumar
 Chief Financial Officer
 C Anil Kumar

Date: April 27, 2021

BOARD'S REPORT

Your Directors are pleased to present the Thirteenth Board's Report of your Company together with the audited accounts for the financial year ended March 31, 2021.

1. BUSINESS HIGHLIGHTS

The highlights for the Financial Year ended March 31, 2021 are as under:

	(Rs in '000)	
Particulars	Financial Year 2020-21	Financial Year 2019-20
Gross Written Premium	1,75,07,779	1,24,28,869
Earned Premium	1,15,08,667	84,10,691
Investment Income	8,59,410	6,92,100
Other Income	331	92
Less: Claims Incurred (Net)	64,55,551	45,00,691
Less: Commission Paid (Net)	6,34,807	4,28,756
Less: Operating Expenses	54,95,421	41,94,575
Less: Other Expenses	21,794	94,379
Less: Provision for diminution in the value of investments	(25,226)	1,50,000
Less: Provision for doubtful debts	2,83,451	3,50,002
Profit/(Loss) before Tax	(4,97,390)	(6,15,520)
Key Business Parameters		
Solvency Ratio	2.09	1.77
Share Capital (Rs. crores)	1349.73	1126
Foreign Direct Investment(Rs. crores)	606.03	500.13
No. of Employees	3949	2900
No. of offices	115	55
No. of Agents	68,259	39,998
No. of Policies	13,98,812	9,05,066

2. INDUSTRY OVERVIEW

With penetration of Health Insurance in the country still being low, the sector presents a huge opportunity for growth. Of the 49.9 crores lives covered through health insurance during FY20, the overwhelming majority was covered through government insurance (36.2 crores) with group business (9.4 crores) and individual business (4.3 crores) contributing a much smaller proportion. The Covid-19 pandemic has led to a significant increase in demand for health insurance in FY21. Retail health insurance business grew by 28% to Rs 26,258 crore for FY21 compared to 12% growth for FY20. The year FY21 also saw increase in annual premiums on health covers across the industry after most companies increased their rates following a regulatory guideline to widen coverage and standardize conditions for exclusions.

Max Bupa Health Insurance Company Limited
CIN – U66000DL2008PLC182918

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

Corporate Office: 14th Floor, Capital Cyberscape, Sector 59, Gurugram, Haryana- 122102, India.
www.maxbupa.com



In terms of industry structure there are 4 public sector companies, 21 private general insurance players and the year started with 6 standalone health insurers (SAHIs). During the course of the year, HDFC ERGO Health got merged with HDFC ERGO General Insurance. The industry continues to be dominated by 4 public sector companies which together constitute 45% of the market share (incl. personal accident) for FY21 largely due to their dominance in group business where they have 57% market share. In term of retail business market share, SAHIs are the leaders with 46% market share for FY21.

The health insurance space has seen major investor interest with shareholding change observed across all vintage SAHIs in recent years. In FY21, the government allowed the foreign direct investment limit in insurance to be increased to 74% from 49%.

3. STATE OF COMPANY'S AFFAIRS

Your Company posted a Gross Written Premium of Rs. 1751 crores for the year thereby registering a 41% growth over previous year. The Company posted underwriting loss of Rs. 107.71 crores during the year as compared to underwriting loss of Rs. 71.33 crores during the previous year. The Net Loss for the year was Rs. 49.74 crores as compared to loss of Rs. 61.55 crores in the previous year.

Your Company aims to be the preferred family health insurer for retail customers and offers quality health insurance services through its comprehensive distribution network comprising of Agency, Bancassurance, & Alliances (NBFC's and brokers) & Direct & digital channel.

Key highlights of the year are as follows:

- Expanded agency to 48 new cities.
- Partnered with Axis Bank, Indian Bank, Punjab State Cooperative Bank and Indian Overseas Bank
- New partners on-boarded throughout year- RenewBuy, Turtlemint, Invictus, Fincare and D2C etc. Multiple initiatives to drive higher employee engagement throughout the year - buddy program for employees, strengthening the digital on-boarding process, training needs identification; E-Learning portal for all employees, employee wellness – covid and general health awareness campaigns and vaccination drive.

A. INVESTMENT PERFORMANCE

Your Company ensures management of investment assets in accordance with the Asset Liability Management Policy of the Company. The performance of the investments has been commensurate with the risk assumed.

The investment corpus is invested with 97% of the portfolio in highest safety instruments (viz. sovereign AAA or equivalent instruments and cash or cash equivalents). Your Company's Assets under Management (AUM) stands at Rs. 1621.56 crores as on March 31, 2021 against Rs. 1067.21 crores in previous year.

B. AWARDS AND RECOGNITIONS

During the Financial Year 2020-21, the Company was felicitated with Awards and Recognitions across various areas including brand, employee engagement, and our digital initiatives. Some of the awards are given below:

- The Economic Times Best Brand Award
- Health Insurance Company of the year at the 5th Annual Insurance India Summit and Awards 2020

Max Bupa Health Insurance Company Limited
CIN – U66000DL2008PLC182918

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

Corporate Office: 14th Floor, Capital Cyberscape, Sector 59, Gurugram, Haryana- 122102, India.
www.maxbupa.com



- Certified as Great Place to Work (February 2021-January 2022)
- Max Bupa's 'Sab Ki Sister' was recognized for best use of video at ACEF 9th Global Customer Engagement Forum & Awards
- insurance alertss - Innovative Company of the year at Asia's Best and Emerging Companies
- CII award for Customer Obsession 2020 for Active Customer Engagement

4. PHILOSOPHY

Max Bupa's purpose is to help our customers live healthier, more successful lives and we truly prioritize our customer's health over everything else. Max Bupa aims to bring a paradigm shift in the industry by building a long-term relationship with our customers by becoming their healthcare partners. We have differentiated ourselves by continuously engaging with our customers about their health and well-being and not just health insurance. This has helped us create a strong brand connect. Our strong brand equity is one of our key differentiators that sets us apart from others in the market. We have time and again been recognized as one of the most well-known and trusted brands in our segment.

As a customer-centric company, we believe in creating delightful, hassle-free customer experiences and services such as 30 minutes cashless promise, our Point of Care desks at hospitals, AnyTimeHealth machines, etc. During the Covid-19 pandemic, we ensured that our customers did not face any issue with regards to their policy or claim settlement. Hence, we supported them through our digital innovations like Max Bupa Health app and Chatbot Cia to simplify customer interactions with us. Further, staying true to our promise of being healthcare partners to our customers, we expedited the claim and reimbursement process and settled majority of our claims within the stipulated timeline. Besides, Max Bupa was amongst the first health insurers to cover the cost of non-payable items such as PPE kits.

5. HEALTH INSURANCE PRODUCTS

Your Company offers both indemnity and fixed benefit category of products serving retail, affinity/bank groups and government sponsored health insurance programs.

Your Company launched new products in both Retail & Group Segments in FY 2020-21. Product 'Reassure' was introduced in the Retail Segment, which was received very well in the market. Company also introduced Safeguard-a Rider Product that gets attached to other indemnity base products and protects against inflation & non-payables, Corona Kavach plan (Standard Plan) - specifically to cover Covid-19 was mandated by the regulator to provide by all health & general insurance companies. In the Group Segment, the company launched Xpress Health- product with OPD (digital) benefits. The company also launched Health Multiplier- with for Critical Illnesses.

For COVID-19, the company introduced a number of changes across all products, to help consumers tackle COVID-19 better with the existing products- changes like introduction of a shorter waiting period, paying non-payables in case of death etc. were initiatives taken to help consumers deal with COVID-19 in a better manner.

6. BOARD OF DIRECTORS AND ITS COMMITTEES

The Board of Directors is responsible for the approval of the overall corporate strategy and other Board related matters. The Board of Directors of your Company comprises of Nine (9) members as on March 31, 2021.

1. During the year, following Directors were appointed on the Board of the Company:

Max Bupa Health Insurance Company Limited
CIN – U66000DL2008PLC182918

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

Corporate Office: 14th Floor, Capital Cyberscape, Sector 59, Gurugram, Haryana- 122102, India.
www.maxbupa.com

- Mr. Krishnan Ramachandran (Chief Executive Officer and Managing Director) with effect from May 1, 2020.
During the year, M/s. Fettle Tone LLP (majority shareholder of Max Bupa) had proposed to appoint Mr. Krishnan Ramachandran as Chief Executive Officer (CEO) and Managing Director (MD) of the Company with effect from May 01, 2020.
 - Ms. Penelope Ruth Dudley (Non-Executive Director) with effect from January 20, 2021.
2. During the year, appointment of Mr. Krishnan Ramachandran (DIN: 08719264) as a Director of the Company was regularized in the Annual General Meeting held on June 1, 2020.
 3. During the year, Ms. Joy Carolyn Linton (Non-Executive Director) resigned from the Board of the Company with effect from January 20, 2021.

The Company places on record its appreciation of the contribution made by Ms. Linton during her association with the Company.
 4. In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of your Company, Mr. Divya Sehgal (DIN - 01775308), Mr. Maninder Singh Juneja (DIN -02680016), being liable to retire by rotation at the ensuing Annual General Meeting of your Company and being eligible, have offered themselves for reappointment.
 5. In accordance with the requirements of the Companies Act 2013 and IRDAI's Corporate Governance Guidelines, below are the Committees of the Board as on March 31, 2021:

S. No	Committees	Composition
1.	Audit Committee	Mr. Dinesh Kumar Mittal, Independent Director (Chairman) Mr. Rajagopalan Santhanam, Non-Executive Director Mr. Pradeep Pant, Independent Director Mr. David Fletcher, Non-Executive Director (Observer)
2.	Investment Committee	Mr. Maninder Singh Juneja, Non-Executive Director (Chairman) Ms. Penelope Ruth Dudley, Non-Executive Director Mr. Krishnan Ramachandran, CEO and Managing Director Mr. Vikas Jain, Chief Investment Officer Mr. Vishwanath Mahendra, Appointed Actuary Mr. Krishna B. Singla, Chief Risk Officer Mr. C Anil Kumar, Chief Financial Officer
3.	Policyholders Protection Committee	Ms. Penelope Ruth Dudley, Non-Executive Director (Chairperson) Mr. Maninder Singh Juneja, Non-Executive Director Mr. Pradeep Pant, Independent Director Mr. Dinesh Kumar Mittal, Independent Director Mr. Krishnan Ramachandran, CEO and Managing Director

4.	Risk Committee	Mr. David Fletcher, Non-Executive Director (Chairman) Mr. Maninder Singh Juneja, Non-Executive Director Mr. Rajagopalan Santhanam, Non-Executive Director Mr. Pradeep Pant, Independent Director
5.	Nomination and Remuneration Committee	Mr. Pradeep Pant, Independent Director (Chairman) Mr. C B Bhave, Independent Director Mr. David Fletcher, Non-Executive Director Mr. Divya Sehgal, Non-Executive Director Mr. Maninder Singh Juneja, Non-Executive Director Mr. Dinesh Kumar Mittal, Independent Director
6.	Corporate Social Responsibility Committee	Mr. Dinesh Kumar Mittal, Independent Director (Chairman) Mr. David Fletcher, Non-Executive Director Mr. Rajagopalan Santhanam, Non-Executive Director Mr. Krishnan Ramachandran, CEO and Managing Director

Notes:

*Asset Liability Management Committee (ALM) and Product & Actuarial Committee were merged with Risk Committee and Policyholders Protection Committee, respectively, with effect from July 23, 2020.

*Mr. Krishnan Ramachandran was appointed as a member of Investment Committee, Asset Liability Management Committee, Product & Actuarial Committee, Corporate Social Responsibility Committee and Policyholders Protection Committee with effect from April 30, 2020.

*Mr. Krishna B Singla was appointed as a member of Investment Committee and Asset Liability Management Committee with effect from June 1, 2020.

*Mr. Vishwanath Mahendra was appointed as a member of Investment & Asset Liability Management Committee with effect from April 30, 2020. He ceased to be the member of these Committee since June 1, 2020. He was further appointed a member of Investment Committee, Asset Liability Management Committee and Product & Actuarial Committee with effect from July 23, 2020.

*Mr. C Anil Kumar, Chief Financial Officer was appointed as a member of Investment Committee with effect from November 3, 2020.

*Ms. Penelope Ruth Dudley was appointed as a Chairperson of Policyholder's protection Committee and member of Investment Committee with effect from January 20, 2021

7. KEY MANAGERIAL PERSONNEL("KMP") U/S SECTION 203 OF THE COMPANIES ACT, 2013 AND IRDAI's CORPORATE GOVERNANCE GUIDELINES

As on 31st March 2021, the following employees were holding the position of Key Managerial Personnels, duly appointed with approval of the Board:-

1. Mr. Krishnan Ramachandran, Chief Executive Officer and Managing Director;
2. Mr. C Anil Kumar, Director & Chief Financial Officer*;
3. Mr. Rajat Sharma, Company Secretary;
4. Mr. Partha Banerjee, Director & Head-Legal, Compliance & Regulatory affairs and Chief Compliance Officer;
5. Mr. Tarun Katyal, Director & Chief Human Resources Officer;
6. Mr. Vishwanath Mahendra, Appointed Actuary;
7. Mr. Padmesh Nair, Director- Operations & Customer Services;
8. Dr. Bhabatosh Mishra, Director-Claims, Underwriting & Product;

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9. Mr. Suraj Mishra, Director-Institutional Sales;
10. Mr. Ankur Kharbanda, Director-Retail Sales;
11. Mr. Ashish Gupta, Director & Chief Technology Officer*;
12. Mr. Aseem Gupta, SVP & Head-Bancassurance and Alliances
13. Mr. Vikas Jain, Chief Investment Officer;
14. Mr. Krishna B Singla, Chief Risk Officer*

***Notes**

- i. The Company is informed that following Key Managerial Personnel have tendered their resignation and relieved from their services with effect from the closure of business hours of April 30, 2020:
 - Mr. Ashish Mehrotra (Chief Executive Officer and Managing Director)
 - Mr. Vikas Gujral (Chief Operating Officer)
 - Mr. Anurag Gupta (Director & Head-Agency Channel)
- ii. Mr. Rahul Ahuja, resigned from the position of Chief Financial Officer with effect from May 3, 2020.
- iii. Mr. Ramanan AV resigned from the position as Appointed Actuary with effect from July 14, 2020.
- iv. Ms. Anika Agarwal resigned from the position of Director-Digital Business and CMO with effect from January 28, 2021.

The Company places on record its appreciation of the contribution made by the aforementioned Key Managerial Personnels, during their association with the Company.

During the year following Key Managerial Personnel were appointed by the Company:

- i. Mr. Krishnan Ramachandran as 'President' from April 09, 2020 upto his appointment as CEO & Managing Director.
- ii. Mr. Krishnan Ramachandran as CEO & Managing Director w.e.f May 01, 2020.
- iii. Mr. Vishwanath Mahendra was appointed as Director & Chief Actuary w.e.f. March 24, 2020. He was as well designated as Interim Chief Risk Officer w.e.f. April 30, 2020. He stepped down from the position as Interim Chief Risk Officer w.e.f May 31, 2020. He was later appointed as Appointed Actuary w.e.f. July 14, 2020.
- iv. Mr. Ankur Kharbanda as Director-Retail Sales w.e.f. April 9, 2020.
- v. Dr. Bhabatosh Mishra as Director-Claims, Underwriting & Product w.e.f. April 9, 2020.
- vi. Mr. Padmesh Nair as Director-Operations & Customer Service w.e.f. April 9, 2020.
- vii. Mr. Suraj Mishra as Director – Institutional Sales w.e.f. April 9, 2020
- viii. Mr. Krishna B Singla as Chief Risk Officer w.e.f. June 1, 2020.
- ix. Mr. Ashish Gupta as Director & Chief Technology Officer w.e.f. June 1, 2020
- x. Mr. C Anil Kumar as Director & Chief Financial Officer w.e.f. September 1, 2020

8. CORPORATE GOVERNANCE

Your Company follows high standards of corporate governance and the Directors have embraced this belief and taken various steps to raise the bar for Corporate Governance. Your Company has an independent minded Board constituted of domain experts from diverse functional areas.

The Board of your Company as on March 31, 2021 comprises of Five (5) Non-Executive Directors (including a Woman Director), one (1) Executive Director and three (3) Independent Directors.

As per Corporate Governance Guidelines issued by IRDAI, the Chief Executive Officer is designated as Whole-time Director under the Companies Act. The Company has



received Deed of Covenant and Declaration from Directors appointed during the year in accordance with the said Corporate Governance Guidelines.

Further, as on March 31, 2021, the Board has the following Committees, functioning in line with IRDAI Corporate Governance Guidelines:

- a) Audit Committee
- b) Investment Committee
- c) Risk Committee
- d) Policyholders' Protection Committee
- e) Nomination and Remuneration Committee
- f) Corporate Social Responsibility Committee

With approval of the Board, the Asset Liability Management Committee and Product & Actuarial Committee got merged with Risk Committee and Policyholders Protection Committee, respectively, with effect from July 23, 2020.

The disclosures, as per the IRDAI's Corporate Governance Guidelines, form part of the Directors' Report and are appended as Annexure - 1. The details regarding number of meetings of the Board and its Committees along with the attendance of Directors of the Company thereof, as required under Section 134(3) (b) of the Companies Act 2013 also forms part of the aforesaid Annexure - 1.

9. CHANGE IN NATURE OF BUSINESS OF THE COMPANY

There was no change in the nature of business of the Company during the year.

10. MATERIAL CHANGES AND COMMITMENT, IF ANY

- a) The Company had filed with IRDAI for grant of forbearance towards exceeding the expenses of management over the allowable limit. Based upon the submission, the Authority in terms of regulation 11 of IRDAI (Expenses of Management of Insurers transacting General or Health Insurance Business) Regulations, 2016 granted forbearance till FY 2022.

A sum of Rs. 176.24 crores which is in the excess of expenses of management over the allowable limit has been transferred from Revenue Account to Profit and Loss account in accordance with the circular no. IRDAI/Reg./12/124/2016.

- b) During the FY 2020-21, the Company has continued with its additional quota share reinsurance arrangement by ceding 20% of its risk on the indemnity portfolio other than Employer/Employee schemes to a Reinsurer. This has led to an increase in the Company's underwriting capacity along with partially mitigating the claim aggregation risk in the event of any epidemic/pandemic situation.

11. NAMES OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR ALONG WITH REASONS THEREOF

Your Company did not have any Subsidiaries, Joint Ventures or Associate Companies during the year.

12. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE



There were no significant and material orders passed by the Regulators or Courts or Tribunals which impact the going concern status or Company's operations during the year as well as in the future.

13. DIVIDEND

The Directors do not recommend any dividend for the financial year 2020-21.

14. CAPITAL

The authorized share capital of the Company is Rs. 1500,00,00,000/- (Rupees One Thousand Five Hundred crores only) divided into 150,00,00,000 Equity Shares of Rs. 10/- (Rupees Ten only) each. As of 31st March 2021, the paid up equity share capital of your Company was Rs. 13,49,72,98,000/- (Rupees One Thousand and Three Hundred Forty Nine Crores Seventy Two lakhs and Ninety Eight Thousand only).

15. SOLVENCY

Your Company regularly monitors its solvency margins to ensure that the solvency margin is maintained in line with the requirements of IRDAI (Assets, Liabilities and Solvency Margin of General Insurance Business) Regulations, 2016. As on March 31, 2021, the solvency ratio of your Company stood at 209% against required solvency of 150%.

16. RESERVES

Your Company has not transferred any amount to reserves, during the financial year 2020-21.

17. PARTICULARS OF DEPOSITS

Your Company has not accepted any deposits under Section 73 of the Companies Act, 2013.

18. IMPLEMENTATION OF INDIAN ACCOUNTING STANDARD (Ind AS) IN INSURANCE SECTOR

The Ministry of Corporate Affairs (MCA) has outlined the roadmap for implementation of Ind AS in the insurance sector from 1st April, 2018 onwards with one year comparatives. Consequently, IRDAI has set up various working groups to prepare a roadmap for implementation of Ind AS in the Insurance sector.

IRDAI vide its circular IRDAI/F&A/CIR/ACTS/023/01/2020 dated 21st January, 2020 informed that IRDAI in its meeting held on 20 December 2019 decided to implement Ind AS 109, Financial Instruments and Ind AS 117 simultaneously, along with other applicable Ind AS. However, the effective date of implementation would be decided after the finalisation of IFRS 17 by IASB. Accordingly, the circular dated 28 June 2017 has been withdrawn along with the requirement of proforma Ind AS financial statements being submitted on a quarterly basis as directed in the circular.

19. POLICY ON ALLOCATION & APPORTIONMENT OF EXPENSES OF MANAGEMENT

As per the Notification issued by IRDAI (Reg./12/124/2016 dated 27th April 2016), no Insurer carrying on Health Insurance Business in India shall spend in any Financial Year as Expenses of Management, an amount exceeding a certain allowable in relation to the following expenses:



- a) Commission or other remuneration paid to insurance agents and insurance intermediaries in respect of their business transacted in the financial year;
- b) Commission and expenses reimbursed on reinsurance inward; and
- c) Operating expenses.

The expense allowable limit is computed on the basis of percentages to Total Gross Premium Written in India during the financial year in respect of various segments of business. As per the notification, the Insurer shall ensure that their Expenses of Management are within the allowable limit on a segment wise basis. Where the Company has violated the limits of Expenses of Management for one or more segments but is compliant on an overall Company basis, the excess of such Expenses of Management shall be borne by the Shareholders.

Further, as required under the Regulation, the Company has prepared a Policy for the allocation and apportionment of expenses of Management amongst the various business segments. The Policy has been approved by the Board and is reviewed annually.

20. RURAL & SOCIAL SECTOR OBLIGATIONS

Disclosure of sector wise business based on Gross Direct Written Premium (GWP) as per IRDAI (Obligations of Insurers to Rural or Social Sectors) Regulations, 2015 is as under:

Business Sector	Year ended March 31, 2021	
	GWP Rs.'000s	% of GWP
Rural	13,90,753	7.94%
Social	1,351	0.01%
Urban	1,61,15,675	92.05%

The Company achieved a rural target of 7.94% of GWP against the prescribed obligation of 3.5% of GWP. Under the social sector, the Company covered 1,67,750 lives against the prescribed obligation of 1,60,060 lives thereby fulfilling the social sector obligation.

21. JOINT STATUTORY AUDITORS

M/s. Nangia & Co. LLP, Chartered Accountants, Noida (ICAI FRN- 002391C), Statutory Auditors, shall retire at the conclusion of the ensuing 13th Annual General Meeting. Re-appointment of M/s. Nangia & Co. LLP, Chartered Accountants, as joint statutory auditors, to hold the office from the conclusion of 13th Annual General Meeting until the conclusion of the 15th Annual General Meeting of the Company, has been proposed to the shareholders for their approval.

M/s. T.R. Chadha & Co. LLP., Chartered Accountants, Delhi (ICAI FRN - 006711N/ N500028), shall retire at the conclusion of the ensuing 13th Annual General Meeting. Re-appointment of M/s. T.R. Chadha & Co. LLP., Chartered Accountants, as joint statutory auditors, to hold the office from the conclusion of 13th Annual General Meeting until the conclusion of the 17th Annual General Meeting of the Company, has been proposed to the shareholders for their approval.

Your Company has received certificates from M/s Nangia & Co. LLP, and M/s T R Chadha & Co LLP, Chartered Accountants, that their appointment as Auditors, if made, shall be in accordance with the conditions laid down in the Companies (Audit and Auditors) Rules, 2014 and that they are not disqualified from appointment under



Sections 141& 144 of the Companies Act, 2013, the Insurance Act 1938 and IRDAI's Corporate Governance Guidelines 2016.

The Report given by the Auditors on the financial statements of the Company is part of the Annual Report. There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

22. DIRECTORS' RESPONSIBILITY STATEMENT

The Board of Directors of your Company confirms that:-

1. In the preparation of annual accounts for the financial year ended March 31, 2021, the applicable accounting standards have been followed along with proper explanation relating to material departures;
2. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year, and of the loss of the Company for that period;
3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company, and for preventing and detecting fraud and other irregularities;
4. The Directors have prepared the annual accounts on a going concern basis;
5. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

23. NUMBER OF CASES FILED AND THEIR DISPOSAL UNDER SECTION 22 OF THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013)

Your Company is very sensitive towards any complaints related to sexual harassment and has a well defined Policy on Prevention of Sexual Harassment against Women at the workplace.

The Company has an Internal Complaints Committee under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act 2013. One complaint was established by the Sexual Harassment Committee during the Financial Year 2020-21 which was duly investigated and closed with appropriate actions.

24. ANNUAL PERFORMANCE EVALUATION

As per the requirements of the Companies Act, 2013, formal Annual Performance Evaluation process has been carried out for evaluating the performance of the Board, the Committees of the Board and the Individual Directors.

The performance evaluation was carried out by obtaining feedback from all directors through a confidential online survey mechanism. The outcome of this performance evaluation was placed before the Nomination and Remuneration Committee on April 27, 2021 and further placed before the Board in the meeting held on April 27, 2021.

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25. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

Your Company's internal control system is commensurate with the size and scale of the business operations.

Your Company has developed and strengthened its internal financial controls framework over the years. Your Company strives to create and sustain control conscious culture by creating 'tone at the top' appropriately. The risk and internal controls environment is governed by two specialized sub-committees of the Board i.e. Audit Committee and Risk Committee. There are well defined charters for each committee making them responsible for institutionalizing and providing oversight to risk assessment and the controls evaluation processes. The Audit Charter and the Risk Management Policy are reviewed annually and a quarterly reporting structure to the respective Committees of the Board is in place. To ensure independence, the Internal Audit department reports to the Chairperson of the Audit Committee of the Board.

Further, a risk based Internal Audit mechanism is in place, wherein various processes and functions (including finance and accounts) are audited on an annual basis. Internal audits are carried out at two levels:

1. Processes are reviewed to ascertain their completeness and the adequacy of controls in mitigating risks (design); and
2. Compliance of documented processes are reviewed (effectiveness).

Further, detailed financial Standard Operating Procedures (SOPs) are defined for key processes and vital controls are mapped in the finance manual. A limited review is conducted by the Statutory Auditors on the quarterly financial statements and a detailed annual audit is conducted at the end of each financial year.

A framework for monitoring of internal controls on financial reporting has been documented, including structure for governance around Financial Reporting controls during the year. Risk and Control matrices have been defined for all identified internal controls on financial reporting.

26. CONTRACT OR ARRANGEMENTS WITH RELATED PARTIES UNDER SECTION 188(1) OF THE COMPANIES ACT, 2013

All related party transactions that were carried out during the financial year 2020-21 were on an arm's length basis and in the ordinary course of business. Details of the transactions are enclosed herewith in the prescribed format i.e. Form AOC - 2 as **Annexure No - 2**.

Your Company has a Board approved Related Party Transaction Policy and SOP. The requisite disclosure of the Related Party Transaction has been made in the Notes to Accounts of your Company.

27. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

In accordance with Section 186(11)(a) of the Companies Act 2013 together with the clarification issued by Ministry of Corporate Affairs on February 13, 2015, Section 186 does not apply to an Insurance Company. Your Company does not have any loan given, investment made or guarantee given or security provided as required under Section 186 of the Companies Act, 2013.

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28. THE EXTRACT OF THE ANNUAL RETURN U/S 92 OF THE COMPANIES ACT, 2013

The extract of the Annual Return in the prescribed format i.e. form MGT – 9 as per the requirements of Section 92 of the Companies Act, 2013 is annexed as Annexure No – 3 and published in the website of the Company i.e. <https://www.maxbupa.com/about-us/maxbupa/index.aspx>.

29. COMPANY’S POLICY ON DIRECTORS’ APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS UNDER SECTION 178 OF THE COMPANIES ACT, 2013

Your Company has a duly constituted Nomination and Remuneration Committee (NRC) which is a sub-committee of the Board. The NRC has at least 50% of its members as Independent Directors.

Your Company has put in place the relevant framework and a Nomination & Remuneration Policy as required in section 178 of the Companies Act 2013. Any shareholder, interested in obtaining a copy of the Policy, may write to the Company Secretary at the Registered Office of Company, which is also displayed on your Company’s website. The Policy is also attached herewith as Annexure – 4 and also published in the website of the Company i.e. and published in the website of the Company i.e. <https://www.maxbupa.com/about-us/maxbupa/index.aspx>.

30. STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SECTION 149(6) OF THE COMPANIES ACT, 2013

Your Company has received declarations from all the Independent Directors of your Company confirming that they meet with the criteria of independence as prescribed under sub section (6) of Section 149 of the Companies Act, 2013. The Independent directors have duly complied with the Code for Independent Directors prescribed in Schedule IV to the Act and other requirements of IRDAI’s Corporate Governance Guidelines.

31. STATEMENT REGARDING OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE (INCLUDING PROFICIENCY) OF THE INDEPENDENT DIRECTORS APPOINTED DURING THE YEAR

No independent Directors were appointed during the year by the Company. The Board is satisfied with the expertise, integrity and experience of the Independent Directors, both individually and collectively.

32. EMPLOYEE STOCK OPTION SCHEME

The Company has introduced the new employee stock option plan of the Company namely ‘Max Bupa Employee Stock Option Plan 2020’ (“ESOP 2020”/ “Plan”). The company has given options to eligible Employees. The options have been granted under various tranches.

Particulars of the scheme granted by the Company upto March 31, 2021 are as under:

Date of grant	Number of options granted	Options vested	Exercise price	Estimated fair value of share granted	Options lapsed/forfeited FY 2020-21	Options exercised FY 20-21	No. of options outstanding as on March 31, 2021

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01.06.2020	6,51,00,000	Nil	10	10	35,00,000	Nil	6,16,00,000
31.08.2020	71,50,000	Nil	10	10	12,00,000	Nil	59,50,000
23.02.2021	31,50,000	Nil	10	12.66	Nil	Nil	31,50,000

[For any further information, the concerned may connect with the Company Secretary of the Company]

33. CODE OF CONDUCT & WHISTLE BLOWER POLICY

In order to uphold the highest standards of ethical behavior, your Company has a Code of Conduct which is applicable across the organization.

Your Company also has a Whistle Blower Policy approved by the Board which empowers and provides a channel to employees for communicating any breaches of your Company's Values, Code of Conduct, Anti Money Laundering Policy and other regulatory and statutory requirements. Appropriate disciplinary actions are taken against any violation. During the FY 2020-21, actions against 84 employees were taken by the Company as per Employee Disciplinary Action Plan. 16 complaints were received (3 carry forward from last FY) under the Whistle Blower Policy in the Financial Year 2020-21 which were duly investigated and 14 were closed. All the investigations and proceedings are conducted through Code & Ethics Committee meetings. The Management provides assurance on the effectiveness of the Anti-fraud and Whistle Blower Policy to the Risk Committee/Board through the Code & Ethics Committee updates.

34. CORPORATE SOCIAL RESPONSIBILITY

The Company has a duly constituted CSR Committee as per the provisions of section 135 of the Companies Act 2013 and IRDAI's Corporate Governance Guidelines. As per the provisions, Mr. Dinesh Kumar Mittal (Independent Director) is Chairman of the CSR Committee. Further, Mr. David Martin Fletcher, Mr. Rajagopalan Santhanam and Mr. Krishnan Ramachandran are the members of the Committee. The Committee met once during the year i.e. on July 23, 2020.

The Committee has duly formulated and timely monitors the CSR policy of the Company. The Committee is primarily responsible for formulating and recommending to the Board of Directors from time to time the CSR activities and the amount of expenditure to be incurred on the activities pertaining and monitoring CSR Projects.

Annual Report on Corporate Social Responsibility (CSR) activities is attached herewith as Annexure 5.

35. ENVIRONMENT SOCIAL & GOVERNANCE (ESG)

At MBHI, we understand that in amidst of rapid developments in the applicable environmental, social and governance (ESG) space and rising stakeholders' demand for improved sustainability performance, it is essential to record and monitor impact of ESG principles into our business. Integrating ESG concerns into our business strategies will allow us to capture the trends on this front as well as helps stay alert to ESG risks in both operations and value chains.

We are pleased to inform you that, during the year, your Company adopted an ESG Policy thereby embarking a journey towards fulfilling its Environmental, Social and Governance responsibilities both towards internal and external stakeholders.

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We have identified 8 Focus areas on the basis of materiality assessment;

1. Effective Resource Management (energy, waste and water)
2. Occupational Health and safety programs
3. Employment relationships and working conditions
4. Addressing the impact of climate change
5. Community programs (CSR)
6. Sustainable supplier management
7. Customer engagement and satisfaction
8. Business integrity and corporate governance

We will continue to focus on identified focus areas and keep contributing towards them in our journey towards 'Net zero' carbon emission.

36. SECRETARIAL AUDIT

Your Company in the meeting held on June 1, 2020 has appointed M/s Ranjeet Pandey & Associates, Practicing Company Secretaries, New Delhi to conduct Secretarial Audit for the Financial Year 2020-21 as per the requirements of Section 204 of the Companies Act, 2013.

M/s. Ranjeet Pandey & Associates, Company Secretaries, New Delhi have submitted their report for the financial year 2020-21 in the prescribed format MR-3 which is annexed as Annexure No – 6.

37. DIRECTORS' COMMENTS ON QUALIFICATIONS, RESERVATIONS, DISCLAIMERS AND ADVERSE REMARKS

a) STATUTORY AUDIT

Joint Statutory Auditors of your Company for the financial year 2020-21 i.e. M/s. T R Chadha & Co. and M/s. Nangia & Co. LLP in their Auditor's Report for FY 2020-21 have given no qualifications, reservations, disclaimers, comments and/or adverse remarks.

b) SECRETARIAL AUDIT

M/s. Ranjeet Pandey & Associates, Secretarial Auditors of your Company for the Financial Year 2020-21 have given no qualifications, reservations, disclaimers, comments and adverse remarks in its report, except noting that appointment of the Chief Financial Officer was made via passing a circular resolution and was confirmed in subsequent Board Meeting.

38. RISK MANAGEMENT POLICY FOR THE COMPANY INCLUDING IDENTIFICATION THEREIN OF ELEMENTS OF RISK THAT MAY THREATEN THE EXISTENCE OF THE COMPANY

Your Company's overall approach to managing risk is based on the 'three lines of defense' model with a clear segregation of roles and responsibilities for all the lines. Business Managers are part of the first line of defense and have the responsibility to evaluate their risk environment and put in place appropriate controls to mitigate such risks or avoid them. The Risk Management Function, along with the Compliance Function, Fraud & Risk Control Unit and Chief Information Security Officer, forms the second line of defense. The Internal Audit Function guided by the Audit Committee is the third line of defense and provides an independent assurance to the Board. The Statutory Auditors and regulatory oversight aided by the Appointed Actuary and Panel

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Actuary in his/her fiduciary capacity are also construed to provide an additional line of defense.

Risk management activities are supervised on behalf of the Board by the Risk Committee, whose responsibilities conform to those prescribed by the IRDAI. The Chief Risk Officer assists the Board Committee in overseeing the risk management activities across the Company.

Your Company has an operationally independent Risk Management Function in place, headed by a Chief Risk Officer. The function is responsible for the supervision of all risk management activities in the Company, including developing the risk appetite, maintaining an aggregated risk view across the Company, monitoring the residual risks to ensure that they remain within tolerance levels. It also reviews the appropriateness and adequacy of the risk management strategy and develops recommendations to the Risk Committee as necessary. The Risk Management function also ensures that, through various management submissions, the Board is adequately informed on key emerging risk related issues and if necessary, provides supplementary advice to the Board through the Risk Committee. A Management Risk Committee has been constituted which is headed by the CEO and includes key members such as Chief Risk Officer, Chief Financial Officer, Director & Chief Actuary, Director Claims, Underwriting & Product, Director & Head – Legal, Compliance & Regulatory Affairs, Director – Operations & Customer Service etc. All important risk related matters are discussed, reviewed and monitored by this Committee on a periodic basis.

Your Company has developed a risk management framework which defines its approach to enterprise wide risk management. The implementation is a continuous cycle of improvement over the Company's existing risk management elements which are progressively integrated into the framework. The Company has the vision of a matured state of risk culture whereby every individual takes responsibility of risks and has a thorough understanding of all risk tolerances.

Within the framework, a Risk Appetite Statement is in place which identifies and addresses each material risk to which the Company is exposed and establishes the degree of risk that the Company is willing to accept in pursuit of its strategic objectives, business plans and the interest of the policyholders. These material risks have been categorized in the areas of Strategic, Insurance, Financial, Operational, Legal & Regulatory Compliance and Reputational Risks. The Risk Management Strategy has been developed which defines the Company's approach to manage the identified material risks through acceptance, avoidance, transfer and/ or mitigation. The degree and intensity of the management action are guided by comparing the risk appetite with the potential impact of the risk, likelihood of its occurrence and the costs of implementing the controls. This is supplemented by various policies and procedures in respective operating areas which help to identify, mitigate and monitor risks. The Operational risk incident management process provides an intervention with employees of the organization to become risk ambassadors and report risk incidents in the organization. The reporting of risk incidents enable organization to understand the areas of weaknesses in processes and related mitigation actions are then discussed reviewed and monitored on a periodic basis.

The risk management framework also ensures that the level of risk accepted is within the Company's risk capacity and the level of capital adequacy is in excess of the level prescribed in the public interest via legislation.

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39. ADDITIONAL INFORMATION

PARTICULARS OF EMPLOYEES

The information required under Section 197 of the Companies Act, 2013 together with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, and IRDAI's Corporate Governance Guidelines is annexed herewith as an Annexure -7.

The information in accordance with the provision of Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 for the year ended March 31, 2021 is provided hereunder:

CONSERVATION OF ENERGY

- (i) the steps taken or impact on conservation of energy;
- (ii) the steps taken by the Company for utilizing alternate sources of energy
- (iii) the capital investment on energy conservation equipment;

As your Company is not a manufacturing Company, the provisions relating to conservation of energy is not applicable to your Company.

However, your company over years developed robust business continuity plan which was put to practice when country went into lockdown & critical processes were delivered in line with service expectations.

Digital infrastructure & tools enabled your company to be adaptive & effective with workforce delivering key commitments remotely and reducing need of infrastructure like facilities, power usage, printing papers in addition to lesser fuel consumption due to limited daily travel by workforce. Your company as part of "Go-Green" drive delivered soft copies of policies instead of printed copies.

TECHNOLOGY ABSORPTION

a. The efforts made towards technology absorption:

FY'21 has seen Max Bupa take on a series of mega projects aimed at transforming the way we operate. These projects have already had a massive impact on our current process and are poised to serve us well for the next 5-6 years. We primarily aimed at absorbing state of art technology in order to 1) digitise our work flow processes, record keeping and expediting decision making, 2) launch new platforms for segments, 3) claims management and data processing etc.

b. The benefits derived from technology improvement, cost reduction, new technological development and import substitution:

The technology improvements had a wide impact across various facets of the organization, thereby bringing cost optimization, higher revenue, assured partner association, employee & customer satisfaction, etc. Max Bupa has also taken a massive leap in enhancing its capability to deliver faster, better, cheaper with many new in house built IT projects.

c. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

- i) the details of technology imported – Not Applicable

- ii) the year of import – Not Applicable
- iii) whether the technology been fully absorbed – Not Applicable

d. The expenditure incurred during the year on Research and Development:

Nil

FOREIGN EXCHANGE EARNINGS AND OUTGO

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.

(Rs. in thousands)

#	Particular	For the year ended March 31, 2021	For the year ended March 31, 2020
i)	Foreign Exchange Earnings	Nil	Nil
ii)	Foreign Exchange Outgo		
	CIF Value of Imports		
	- Capital Goods	23,228	39,534
	- Trading Goods	Nil	Nil
	Others	17,150	3,273

40. MAINTENANCE OF COST RECORDS

The Company is in the insurance industry. In view of the nature of activities which are being carried on by the Company, the maintenance of cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013 is not applicable on the Company and hence such accounts and records are not maintained.

41. THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

The Company has neither made any application nor are there any pending proceedings under the Insolvency & Bankruptcy Code 2016 during the year.

42. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

This section is not applicable on the Company.

43. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

During the year under review, the statutory auditors have not reported any instances of fraud by its officers or employees against the Company to the Audit Committee, the details of which would need to be mentioned in the Board's report as required under section 143(12) of the Companies Act, 2013.



44. COMPLIANCE WITH APPLICABLE SECRETARIAL STANDARDS

During the year, the Company has complied with the applicable provisions of the Secretarial Standard on meetings of the Board of Directors ('SS-1') and the Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India.

45. ACKNOWLEDGEMENTS

The Directors wish to place on record their deep appreciation for the hard work, dedicated efforts, teamwork and professionalism shown by the employees and the agent advisors, which have enabled your Company to establish itself amongst the leading Health Insurance companies in India.

Your Directors take this opportunity to express their sincere thanks to valued customers for their continued patronage.

Your Directors also express gratitude to the Insurance Regulatory and Development Authority of India, the Reserve Bank of India, Ministry of Corporate Affairs, Central and State Governments and joint venture partners True North and Bupa for their continued cooperation, support and assistance.

For and on behalf of the Board of Directors

Chandrashekhar Bhaskar Bhawe
Chairman of the Board and Director
DIN – 00059856

Krishnan Ramachandran
Chief Executive Officer & Managing Director
DIN – 08719264

Place: Gurgaon
Date: April 27, 2021

LIST OF ANNEXURES

S.No	Particulars	Relevant Rules	Relevant form	Annexure No.
1.	Disclosures for the Financial Year 2020-21 as per Corporate Governance Guidelines	IRDAI Corporate Governance Guidelines	NA	1
2.	Contracts and arrangements with Related Parties	Section 188 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014	Form AOC-2	2
3.	Extract of Annual Return	Section 92 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014	Form MGT-9	3
4.	Nomination and Remuneration Policy	Section 134 (3)(e) of the Companies Act, 2013	Policy Copy	4
5.	CSR Report	Section 134 (3)(o) of the Companies Act, 2013 read with Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014)	NA	5
6.	Secretarial Audit Report	Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014	Form MR -3	6
7.	Particulars of Employees	Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014	NA	7

ANNEXURE-1

Disclosures for the Financial Year 2020-21 as per IRDAI Corporate Governance Guidelines

1) During the Financial Year 2020-21, the following Committee and Board Meetings were held:-

S.No	Name of the Committee and Board	Date of holding the meetings					
1.	Audit Committee	April 30, 2020	May 13, 2020	June 1, 2020	July 22, 2020	November 2, 2020	January 28, 2021
2.	Investment Committee	April 30, 2020	N.A	N.A.	July 23, 2020	November 3, 2020	January 29, 2021
3.	Asset Liability Management Committee	April 30, 2020	N.A	N.A.	July 23, 2020	N.A.	N.A
4.	Policyholder's Protection Committee	April 30, 2020	N.A	N.A.	July 23, 2020	November 3, 2020	January 29, 2021
5.	Product and Actuarial Committee	April 30, 2020	N.A	N.A.	July 23, 2020	N.A	N.A
6.	Risk Committee	April 30, 2020	N.A	N.A.	July 23, 2020	November 3, 2020	January 29, 2021
7.	Nomination and Remuneration Committee	April 30, 2020	N.A.	June 1, 2020	July 23, 2020	November 3, 2020	January 29, 2021
8.	Corporate Social Responsibility Committee	N.A	N.A	N.A.	July 23, 2020	N.A	N.A
9.	Meeting of Board of Directors	April 30, 2020	June 1, 2020	July 23, 2020	November 3, 2020	January 29, 2021	February 24, 2021

2) Constitution of the Board, number of meetings held and attendance by Directors during the year 2020-21:

S.No.	Name of the Director	No. of Meetings held	No. of Meetings attended
1.	Mr. Ashish Mehrotra*	1	1
2.	Mr. Chandrashekhar Bhaskar Bhawe	6	6
3.	Mr. David Martin Fletcher	6	6

4.	Mr. Dinesh Kumar Mittal	6	6
5.	Mr. Divya Sehgal	6	6
6.	Ms. Joy Carolyn Linton *	4	4
7.	Mr. Krishnan Ramachandran*	5	5
8.	Mr. Maninder Singh Juneja	6	6
9.	Ms. Penelope Ruth Dudley*	2	2
10.	Mr. Pradeep Pant	6	6
11.	Mr. Rajagopalan Santhanam	6	6

*Notes:

- * Mr. Ashish Mehrotra (Chief Executive Officer and Managing Director) resigned with effect from April 30, 2020 (last working day).
- * Mr. Krishnan Ramachandran was appointed as Chief Executive Officer and Managing Director with effect from May 01, 2020.
- * Ms. Joy Linton (Non-Executive Director) resigned with effect from January 20, 2021

- 3) Constitution of the Audit Committee, number of meetings held and attendance by Members during the year 2020-21.

Following are the number of meetings held and attendance by members:

S. No	Name of the Member	No. of meetings held	No. of Meetings attended
1.	Mr. Dinesh Kumar Mittal	6	6
2.	Mr. Pradeep Pant	6	6
3.	Mr. Rajagopalan Santhanam	6	6
4.	Mr. David Martin Fletcher (Observer)	6	6

- 4) Constitution of the Investment Committee, number of meetings held and attendance by the Members during the year 2020-21.

Following are the number of meetings held and attendance by members:

S. No	Name of the Member	No. of meetings held	No. of Meetings attended
1.	Mr. Maninder Singh Juneja	4	4
2.	Ms. Joy Linton*	3	3
3.	Mr. Ashish Mehrotra*	1	1
4.	Mr. Rahul Ahuja*	1	1
5.	Mr. Vikas Jain	4	4
6.	Mr. Ramanan AV*	1	1
7.	Mr. Krishnan Ramachandran*	3	3
8.	Mr. C Anil Kumar*	2	2
9.	Mr. Vishwanath Mahendra*	3	3
10.	Mr. Krishna B Singla*	3	3
11.	Ms. Penelope Ruth Dudley*	1	1

*Notes:

- * Mr. Ashish Mehrotra ceased to be a member of Investment Committee with effect from the closure of business hours of April 30, 2020.
 - * Mr. Krishnan Ramachandran was appointed as a member of Investment Committee with effect from the closure of business hours of April 30, 2020.
 - * Mr. Rahul Ahuja ceased to be a member of Investment Committee with effect from May 3, 2020.
 - * Mr. Krishna B Singla was appointed as a member of Investment Committee with effect from June 1, 2020.
 - * Mr. Ramanan AV resigned with effect from July 14, 2020.
 - * Mr. Vishwanath has been added as a member of Investment wef April 30, 2020. Mr. Vishwanath ceased to be a member of IC with effect from June 1, 2020. He was later appointed as a member of Investment Committee, with effect from July 23, 2020.
 - * Mr. C Anil Kumar, Chief Financial Officer was appointed as a member of Investment Committee with effect from November 3, 2020.
 - * Ms. Joy Linton ceased to be a member of Investment Committee with effect from January 20, 2021.
 - * Ms. Penelope Ruth Dudley was appointed as a member of Investment Committee with effect from January 20, 2021
- 5) Constitution of the Risk Committee, number of meetings held and attendance by the Members during the year 2020-21.

Following are the number of meetings held and attendance by members:

S. No	Name of the Member	No. of meetings held	No. of Meetings attended
1.	Mr. David Fletcher	4	4
2.	Mr. Maninder Singh Juneja	4	4
3.	Mr. Pradeep Pant	4	4
4.	Mr. Rajagopalan Santhanam	4	3

Leave of absence was granted to the Members who could not attend Risk Committee meetings.

- 6) Constitution of the Policyholders' Protection Committee, number of meetings held and attendance by Members during the year 2020-21.

Following is the number of meetings held and attendance by members:

S. No	Name of the Member	No. of meetings held	No. of Meetings attended
1.	Mr. Ashish Mehrotra*	1	1
2.	Mr. Dinesh Kumar Mittal	4	3
3.	Ms. Joy Linton*	3	3
4.	Mr. Krishnan Ramachandran*	3	3
5.	Mr. Maninder Singh Juneja	4	4
6.	Mr. Pradeep Pant	4	4
7.	Ms. Penelope Ruth Dudley*	1	1

*Notes:



- * Mr. Ashish Mehrotra ceased to be a member of Policyholders Protection Committee with effect from the closure of business hours of April 30, 2020.
- * Mr. Krishnan Ramachandran was appointed as a member of Policyholders Protection Committee with effect from the closure of business hours of April 30, 2020.
- * Ms. Penelope Ruth Dudley was appointed as the Chairperson of the Policyholder's Protection Committee in place of Ms. Joy Linton w.e.f. January 20, 2021 as Ms. Joy Linton ceased from directorship of the Company w.e.f. January 20, 2021.

Leave of absence was granted to the Members who could not attend Policyholders' Protection Committee meetings.

- 7) Constitution of the Nomination and Remuneration Committee, number of meetings held and attendance by Members during the year 2020-21.

Following are the number of meetings held and attendance by members:

S. No.	Name of the Member	No. of meetings held	No. of Meetings attended
1.	Mr. Pradeep Pant	5	5
2.	Mr. Chandrashekhar Bhaskar Bhave	5	5
3.	Mr. David Martin Fletcher	5	5
4.	Mr. Divya Sehgal	5	4
5.	Mr. Maninder Singh Juneja	5	5
6.	Mr. Dinesh Kumar Mittal	5	5

Leave of absence was granted to the Members who could not attend Nomination and Remuneration Committee meetings.

- 8) Constitution of the Corporate Social Responsibility Committee, number of meetings held and attendance by Members during the year 2020-21.

Following are the number of meetings held and attendance by members:

S. No.	Name of the Member	No. of meetings held	No. of Meetings attended
1.	Mr. Dinesh Kumar Mittal	1	1
2.	Mr. David Martin Fletcher	1	1
3.	Mr. Rajagopalan Santhanam	1	-
4.	Mr. Krishnan Ramachandran*	1	1
5.	Mr. Ashish Mehrotra*	-	-

*Notes:

- * Mr. Ashish Mehrotra ceased to be a member of Corporate Social Responsibility Committee with effect from the closure of business hours of April 30, 2020.
- * Mr. Krishnan Ramachandran was appointed as a member of Corporate Social Responsibility Committee with effect from April 30, 2020.



Leave of absence was granted to the Members who could not attend Corporate Social Responsibility Committee meetings.

- 9) Constitution of the Asset Liability Management Committee, number of meetings held and attendance by the Members during the year 2020-21.

Following are the number of meetings held and attendance by members:

S. No.	Name of the Member	No. of meetings held	No. of Meetings attended
1.	Mr. Maninder Singh Juneja	2	2
2.	Ms. Joy Linton	2	2
3.	Mr. Ashish Mehrotra*	1	1
4.	Mr. Rahul Ahuja*	1	1
5.	Mr. Vikas Jain	2	2
6.	Mr. Ramanan AV*	1	1
7.	Mr. Krishnan Ramachandran*	1	1
8.	Mr. Vishwanath Mahendra*	1	1
9.	Mr. Krishna B Singla*	1	1

*Notes

- * Mr. Ashish Mehrotra ceased to be a member of Asset Liability Management Committee with effect from the closure of business hours of April 30, 2020.
- * Mr. Krishnan Ramachandran was appointed as a member of Asset Liability Management Committee with effect from April 30, 2020.
- * Mr. Rahul Ahuja ceased to be a member of Asset Liability Management Committee with effect from May 3, 2020.
- * Mr. Vishwanath Mahendra was appointed as a member of Asset Liability Management Committee with effect from April 30, 2020. He ceased to be the member of the Committee since June 1, 2020. He was further appointed a member of Asset Liability Management Committee with effect from July 23, 2020.
- * Mr. Krishna B Singla was appointed as a member of Asset Liability Management Committee with effect from June 1, 2020.
- * Mr. Ramanan AV resigned with effect from July 14, 2020.

Asset Liability Management Committee was merged with Risk Committee with effect from July 23, 2020.

- 10) Constitution of the Product and Actuarial Committee, number of meetings held and attendance by Members during the year 2020-21.

Following is the number of meetings held and attendance by members:

S. No.	Name of the Member	No. of meetings held	No. of Meetings attended
1.	Ms. Joy Linton	2	2
2.	Mr. Maninder Singh Juneja	2	2
3.	Mr. Ashish Mehrotra*	1	1
4.	Mr. Ramanan AV*	1	1

Max Bupa Health Insurance Company Limited
CIN – U66000DL2008PLC182918

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

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

www.maxbupa.com

5.	Mr. Krishnan Ramachandran*	1	1
6.	Mr. Vishwanath Mahendra*	1	1

*Notes

- * Mr. Ashish Mehrotra ceased to be a member of Product and Actuarial Committee with effect from the closure of business hours of April 30, 2020.
- * Mr. Krishnan Ramachandran was appointed as a member of Product and Actuarial Committee with effect from April 30, 2020.
- * Mr. Ramanan AV resigned with effect from July 14, 2020.
- * Mr. Vishwanath Mahendra was appointed a member of Product & Actuarial Committee with effect from July 23, 2020.

Product & Actuarial Committee (PAC) was merged with Policyholders' Protection Committee with effect from July 23, 2020.

11) Details of Directors and their status of Directorship and qualifications as on March 31, 2021:

Sl. No	Particular	Status of Directorship	Qualifications and specialization
1.	Chandrashekhar Bhaskar Bhave DIN-00059856	Chairman of Board and Independent Director	Bachelor of Engineering (Electrical Engineering)
2.	Divya Sehgal DIN-01775308	Non-Executive Director	Bachelor's degree in Electrical Engineering, IIT, Delhi, Post Graduate Diploma in Management from IIM, Bengaluru
3.	Maninder Singh Juneja DIN-02680016	Non-Executive Director	MBA, Engineer
4.	Rajagopalan Santhanam DIN-00025669	Non-Executive Director	Bachelor of Commerce and a Member of Institute of Chartered Accountants of India.
5.	David Martin Fletcher DIN - 0007004032	Non-Executive Director	BA honors Modern History, Durhan University, UK
6.	Penelope Ruth Dudley DIN - 0009025006	Non-Executive Director	Bachelor of Laws, Queensland University of Technology, Australia, Bachelor of Business, Queensland University of Technology, Australia
7.	Pradeep Pant DIN -0000677064	Independent Director	Master's in Management Studies

8.	Dinesh Kumar Mittal DIN - 00040000	Independent Director	Master's in Physics
9.	Mr. Krishnan Ramachandran DIN - 08719264	Chief Executive Officer and Managing Director	Bachelor in Technology, IIT Madras, MBA-Concentration in Finance & Economics, IIM Calcutta

12) Your Company did not pay any remuneration to the Non-Executive Directors other than sitting fees to Independent Directors.

13) There was no pecuniary relationships or transactions of the Non-Executive Directors with the Company during the Financial Year 2020-21.

14) Disclosure in respect of Remuneration or Commission, if any, received by Managing or Whole-Time Director of your Company from the Holding company or Subsidiary company, who is also in receipt of commission from the Company :

No remuneration or Commission were received by Managing Director or Whole Time Director of the Company from the Holding Company or Subsidiary Company during the year.

15) Sitting Fees

Your Company has paid sitting fees to its Non-Executive - Independent Directors namely Mr. Pradeep Pant, Mr. Dinesh Kumar Mittal and Mr. Chandrashekhar Bhaskar Bhave for attending the Committee & Board meeting during Financial Year 2020-21.

Details of which are hereunder:

Board Meeting /Committee Meeting	Total Meetings attended	Total amount paid in INR
Mr. Pradeep Pant		
Board Meeting	6	6,00,000/-
Audit Committee	6	6,00,000/-
Nomination and Remuneration Committee	5	5,00,000/-
Risk Committee	4	4,00,000/-
Policyholders Protection Committee Meeting	4	4,00,000/-
Independent Directors Meeting	2	2,00,000/-
Total amount paid during the year		27,00,000/-
Mr. Dinesh Kumar Mittal		
Board Meeting	6	6,00,000/-
Policyholders Protection Committee Meeting	3	3,00,000/-
Corporate Social Responsibility Meeting	1	1,00,000/-
Nomination and Remuneration Committee	5	5,00,000/-
Audit Committee	6	6,00,000/-
Independent Directors Meeting	2	2,00,000/-
Total amount paid during the year		23,00,000/-



Mr. Chandrashekhar Bhaskar Bhave		
Board Meeting	6	6,00,000/-
Nomination and Remuneration Committee	5	5,00,000/-
Independent Directors Meeting	2	2,00,000/-
Total amount paid during the year		13,00,000/-

For and on behalf of the Board of Directors

Chandrashekhar Bhaskar Bhave
Chairman of the Board and Director
DIN – 00059856

Krishnan Ramachandran
Chief Executive Officer & Managing Director
DIN – 08719264

Place: New Delhi
Date: April 27, 2021



Annexure-2

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

- I. Details of contracts or arrangements or transactions not at arm's length basis **NONE**
- a) Name(s) of the related party and nature of relationship
b) Nature of contracts/arrangements/transactions
c) Duration of the contracts / arrangements/transactions
d) Salient terms of the contracts or arrangements or transactions including the value, if any
e) Justification for entering into such contracts or arrangements or transactions
f) date(s) of approval by the Board
g) Amount paid as advances, if any:
h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188
- II. Details of material contracts or arrangement or transactions at arm's length basis

Group Health Insurance Cover (CI & PA) to the loan customers of Infinity Fincorp Solutions Private Limited

- a) Name(s) of the related party and nature of relationship:-
• Infinity Fincorp Solutions Private Limited (Mr. Maninder Singh Juneja being interested Director)
- b) Nature and duration of contracts/arrangements/transactions:-
• Group Insurance (Critical Illness and Personal Accident) for its customers
• Period of coverage is linked to the loan tenure upto maximum of 5 years.
- c) Salient terms of the contracts or arrangements or transactions including the value, if any:
• As per the arrangement.
- d) Date of approval by the Audit Committee: 02.11.2020
- e) Amount paid in advance, if any: NIL

For and on behalf of the Board of Directors

Chandrashekhar Bhaskar Bhave
Chairman of the Board and Director
DIN – 00059856

Krishnan Ramachandran
Chief Executive Officer & Managing Director
DIN – 08719264

Place: New Delhi
Date: April 27, 2021

Annexure-3
EXTRACT OF ANNUAL RETURN

Information to be provided only on request

Annexure - 4

MAX BUPA HEALTH INSURANCE COMPANY LIMITED

Nomination and Remuneration Policy

NOMINATION AND REMUNERATION POLICY

Max Bupa Health Insurance Company Limited

I. PREAMBLE

Pursuant to Section 178 of the Companies Act, 2013, the Board of Directors of Max Bupa Health Insurance Company Limited (“Max Bupa” or “Company”) is required to constitute the Nomination and Remuneration Committee (“NRC” or “the Committee”). This Committee and the Policy are formulated in compliance with Section 178 of the Companies Act, 2013 read along with Corporate Governance Guidelines for Insurance Companies issued by IRDAI, in this regard.

II. DEFINITIONS

“Board” means Board of Directors of the Company.

“Company” means “Max Bupa Health Insurance Company Limited.”

“Director” means a director appointed to the Board of the Company.

“Independent Director” means a director referred to in Section 149 (6) of the Companies Act, 2013.

“Key Managerial Personnel” (KMP) means

- a) Chief Executive Officer or the Managing Director or the Manager,
- b) Company Secretary,
- c) Whole-time Director,
- d) Chief Financial Officer and
- e) Such other officer as may be prescribed under the Companies Act 2013 and IRDAI Corporate Governance Guidelines 2016 and as may be amended from time to time.

“Nomination and Remuneration Committee” shall mean a Committee of Board of Directors of the Company, constituted in accordance with the provisions of Section 178 of the Companies Act, 2013.

“Policy or This Policy” means, “Nomination and Remuneration Policy.”

“Remuneration” means any money or its equivalent given or passed to any person for services rendered by him / her and includes perquisites as defined under the Income-tax Act, 1961.

“Senior Management” means personnel of the Company who are members of its core management team excluding Board of Directors. This would include all members of management one level below the Chief Executive Officer, Whole Time Director or Managing Director, including all the functional heads and KMPs

III. GUIDING PRINCIPLES

The Policy ensures that

- a) The level and composition of remuneration are reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;

- b) The Relationship of remuneration to performance is clear and meets appropriate performance benchmarks and
- c) The Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay, reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

The Policy shall be disclosed in the Board's Report.

IV. ROLE OF THE COMMITTEE

The role of the Committee shall be to ensure compliance of the relevant provisions of the Companies Act, 2013 and various other obligations as mentioned in the Charter of the Nomination and Remuneration Committee as approved by the Board of Directors from time to time.

V. APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL (KMP) AND SENIOR MANAGEMENT

Appointment criteria and qualifications:

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person being appointed as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
- b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has the discretion to decide whether the qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position.
- c) The Company shall not appoint or continue the employment of any person as Managing Director/Whole-time Director/Manager who has attained the retirement age as per Company Policy.

VI. TERM AND TENURE

- a) **Managing Director/Whole-time Director (Managerial Person):** The Company shall appoint or re-appoint any person as its Managerial Person for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.
- b) **Independent Director:**
 - i) An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
 - ii) No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.
 - iii) For the purpose of determining the term of independent directors, the existing term of the Independent Directors as on April 1, 2014 shall not be counted a term for above clauses.

VII. EVALUATION

The Committee shall carry out evaluation of performance of every Director at a yearly interval, in accordance with Section 178 of the Companies Act, 2013, and present a report thereon to the Board of Directors.

VIII. REMOVAL

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made there under or under any other applicable Act, rules and regulations, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management subject to the provisions and compliance of the said Act, rules and regulations.

IX. RETIREMENT

The Director, KMP and Senior Management shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

X. PROVISIONS RELATING TO REMUNERATION OF MANAGERIAL PERSON, KMP AND SENIOR MANAGEMENT

a) Remuneration of CEO and Managing Director:

1. Guidelines, Applicable Laws:

The remuneration to be paid to the CEO, Whole Time Director and Managing Director shall be based and determined on the individual person's responsibilities and performance and in accordance with the limits as prescribed statutorily, if any.

- The remuneration of the CEO, Whole Time Director and Managing Director is determined and periodically reviewed by NRC and recommended to the Board of Directors for their consideration and approval of IRDAI.
- The NRC/ Board shall always maintain a fine balance between reasonableness and fairness, while making Remuneration-related decisions including clawback of any unpaid deferred Remuneration.
- The remuneration and commission to be paid to CEO, Whole Time Director and Managing Director shall be as per the applicable statutory provisions of the Companies Act, 2013 read with the Insurance Act, 1938 and amendments and rules made there-under for the time being in force.
- There shall be no limit for payment of remuneration to Managing Director/Chief Executive Officer/Whole-time Directors, however remuneration beyond limits as mentioned in the IRDAI guidelines, and as amended from time to time, should be debited to the Shareholders' Fund.

2. Remuneration Structure

The remuneration of CEO, Whole Time Director and Managing Director inclusive of:

- Fixed pay,
- Benefits/ perquisites,
- Allowances,
- Short term/long-term incentives,
- Retrials, and other components,

The remuneration structure will be determined by the Committee and recommended to the Board for approval.

3. Risks and Reward

Following parameters shall linked to Remuneration of CEO, Whole Time Director and Managing Director:-

- Remuneration is adjusted for all types of risk
- Remuneration outcomes are symmetric with risk outcomes, and
- Remuneration payouts are sensitive to the time horizon of the risk
- The mix of cash, equity and other forms of remuneration must be consistent with risk alignment
- Credit, Market and Liquidity risks

Among other things, the following parameters may also be considered by the Nomination and Remuneration Committee & the board for assessing performance and suitable risk adjustments:

1. Persistency
2. Solvency
3. Grievance Redressal
4. Expenses of Management
5. Claim settlement
6. Claim repudiations
7. Overall Compliance status

8. Overall financial position such as Net-Worth Position of Insurer, Asset under Management (AUM) etc.

In matters related to risk and reward, the NRC shall consider advice from members of the Risk Committee of the Company, the Appointed Actuary or the Chief Risk Officer as appropriate before making its final determinations and recommendations to the Board.

4. Composition of the Remuneration Package (Pay Mix)

While designing the total remuneration package of the CEO, Whole time director and Managing Director, it should be ensured by the NRC/Board that there is a proper balance between fixed pay and variable pay which is in accordance with the Remuneration Guidelines.

Fixed Pay: Fixed Pay will comprise of Basic Salary, House Rent allowance, other allowances and Retiral benefits like Provident Fund and Gratuity. The Fixed Pay shall be reasonable considering the company's overall performance and the industry remuneration benchmarks.

Variable Pay (Annual Bonus): Variable Pay may be paid in the form of cash/deferred cash.

In case the variable pay constitutes 60% or more of the total Remuneration (i.e. fixed pay + variable pay), it shall be considered as 'substantial' as per Remuneration Guidelines and 40% of the variable pay shall be deferred over a period of 3 years and be paid in three equal installments.

Any future grant (by whatever name called) that is given, if construed as variable pay, should have a proper balance of pay mix in line with Pay Mix.

Variable pay is dependent on the Company's overall results as captured in the Company's measures of success outcomes and the parameters defined in Risk and Reward section. In case there is deterioration in the same, the variable pay will contract in accordance with adjustment of these parameters.

In the event of termination of employment contract without cause, the variable pay and any other payout which has been awarded but deferred shall be paid at the time of cessation of contract, subject to the final approval of the NRC, Board and IRDAI. However, in the event of termination of employment contract owing to proven misconduct, no variable pay, notice pay, severance payment and any other payout which has been awarded but deferred shall be paid.

In the event of termination of employment contract owing to a resignation, any payout which has been awarded but deferred shall be paid, subject to the final approval of the NRC, Board and IRDAI.

5. Clawback of Deferred Pay

In case of unvested or unpaid portion of the deferred variable pay, appropriate mechanism will be put into place with respect to clawback of such portion, which shall be appropriately linked to risk parameters as provided in Risk and Reward section.

NRC and the Board shall track performance on the basis of parameters provided in Risk and Reward section. In case of negative trends in Company's performance, the Committee and the Board shall review the same and based on facts and due assessment of what is directly attributable to the CEO, Whole time Director and Managing Director actions, the Committee and the Board may take appropriate measures for clawback of unvested or unpaid deferred pay. The Committee and Board's decision shall be final with regard to clawback.

6. Guaranteed Bonus

Guaranteed Bonuses are not consistent with sound risk management or the pay-for performance principles and should not be a part of remuneration plan.

The Company shall not encourage guaranteed bonus of any kind as part of the total remuneration package of CEO, Whole Time Director and Managing Director, except sign-on/joining bonus if required.

The sign-on / joining bonus may be granted only to new staff and will be limited to first year, however, the payout may be deferred beyond the year of joining. The NRC/Board shall approve such a grant.

7. Severance Payments

Subject to provisions of Section 202 of Companies Act 2013, severance pay to CEO, Whole Time Director and Managing Director shall be constituted by accrued benefits (i.e. gratuity, pension, deferred variable pay etc.) only and does not include notice period pay.

Any severance payments, for involuntary separation without cause or due to change of control, to MD/CEO/WTD/Manager shall be made in accordance with contractual obligations and with prior approval of the NRC, Board and IRDAI.

b) Remuneration to KMP and Senior Management:

KMP (other than Whole Time Director and Managing Director) and Senior Management shall be eligible for a remuneration inclusive of fixed pay, perquisites, allowances, short term/ long term incentives, retiral and other components as may be approved by NRC and as per compensation strategy / framework of the Company from time to time.

c) Stock Options

The NRC/Board may consider granting of stock options under the Employee Stock Plan. Issue of stock options shall be governed by the provisions of Remuneration Guidelines, the Companies Act, the Companies (Share Capital and Debenture) Rules, 2014, SEBI (Issue of Sweat Equity) Regulations, 2002 and SEBI (Share based Employee Benefits), 2014 as amended from time to time. Details of stock options to Directors shall be disclosed in line with disclosure requirements stipulated for the financial statements of the Company.

XI. REMUNERATION TO NON-EXECUTIVE / INDEPENDENT DIRECTOR:

a) Commission to Independent Director

Subject to the approval of Board and Shareholders in accordance with the statutory provisions of the Companies Act, 2013, and the rules made there

under, the Independent Directors may be paid profit linked commission from time to time.

Subject to the overall limit in this regard, the Board may, with mutual agreement with such director, determine and pay different commission, to each independent director.

b) Sitting Fees

The Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

c) Engagement for Professional Services

The Company may, in line with applicable provisions of Companies Act, 2013, read with Insurance Act, 1938 and amendments and rules there under, wherever applicable, engage any non – executive director to provide professional services from time to time. Any such engagement for professional services shall be made if NRC of the Company is of the opinion that the Director possesses the requisite qualification for practice of profession.

XII. DISCLOSURE

1. All above Remuneration, including qualitative and quantitative disclosures as mentioned in the Remuneration Guidelines and fees for all Directors will be disclosed annually in Company's annual report.
2. The Nomination & Remuneration Policy of the Company shall be placed on the website of the Company

XIII. DEVIATIONS FROM THIS POLICY

Deviations on elements of this policy in extraordinary circumstances, when deemed necessary, in the interests of the Company, will be made if there are specific reasons to do so in an individual case.

XIV. OWNER OF THE POLICY

The Policy is owned by Nomination and Remuneration Committee of the Company and shall be administered by the Director and Chief Human Resources Officer.

-----End of the document -----

Annual Report on Corporate Social Responsibility (CSR) activities

[Pursuant to clause (o) of sub-section (3) of Section 134 of the Act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014]

1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs:

The Company shall undertake CSR Activities in all or any of the CSR Activities as per the Companies Act, however, it shall give primary importance to the Company's CSR Identified Sectors as follows.

- i. Health, Hygiene & Sanitation
 - a. Supporting and facilitating surgery and high-end treatment for underprivileged Indian patients
 - b. Preventive healthcare for underprivileged Indian patients in identified geographies
 - c. Health camps including immunization camps for underprivileged in identified geographies where Max Group has its presence
 - d. Blood donation camps in Max Bupa Insurance agency offices
 - e. Disability support including artificial limbs and polio callipers support
 - f. Health awareness, including cancer awareness prevention, screening and treatment support for the needy.
 - g. Personal hygiene training and support in those villages which have been adopted by the Company and in those locations where Health and Immunization camps are organized by the Company
 - h. Environmental awareness and care in and around the selected areas of operations of the Company. Propagation of a clean healthy environment to ensure good health. Encourage and facilitate plantation drives.
 - i. Waste management and correct waste disposal – awareness and implementation primarily in adopted villages and in identified locations where the Company has its offices
 - j. Clean drinking water primarily in adopted villages and schools for underprivileged children
 - k. Sewerage system and management in adopted villages.
- ii. Nutrition
 - a. Awareness on how to ensure true nutritious meal to family.
 - b. Vitamin A (children 0-5 years) and other supplements for underprivileged women and children.
 - c. Nutritional support through NGOs to underserved children.
- iii. Livelihood

Vocational training and creating & supporting Self Help Groups for women, adolescent girls and youth in villages adopted by the Company. The vocations for which training will be provided will be focused on health related issues where possible, identified basis the inherent skill sets and commercial opportunities for those vocations in and around the adopted villages.
- iv. Health Insurance Awareness

Max Bupa Health Insurance Company Limited
CIN – U66000DL2008PLC182918

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

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

www.maxbupa.com



- a. Health insurance awareness for students in schools and colleges through simple to understand material in identified locations where Max Bupa Insurance has its offices.
 - b. Health insurance awareness to underprivileged in cities where Max Bupa Insurance has owned offices and villages adopted by Max Bupa Insurance.
 - c. Encourage households to enroll in Government promoted health insurance schemes.
- v. Education
- a. Provide support to schools to promote education by providing books, education aids, black boards and equipment for sports & other extra-curricular activities and basic infrastructure.
 - b. Education support should be provided in villages adopted by the Company and volunteering activities under Pehal.
- vi. NGOs support in above mentioned areas
- a. Provide support to existing activities of NGOs.
 - b. Involve employees in identifying NGOs in their geographical areas and create tailored volunteering programme within specified budget and timeline.
- vii. Disaster Support
Provide material and financial support to local communities in case of any disaster.
2. The Composition of the CSR Committee as on date of the Board Report:

SL. No	Name of the Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Dinesh Kumar Mittal	Independent Director	1	1
2	David Martin Fletcher	Non-Executive Director	1	1
3	Rajagopalan Santhanam	Non-Executive Director	1	-
4	Krishnan Ramachandran	CEO & Managing Director	1	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

The Policy is published in the website of the Company i.e. and published in the website of the Company i.e. <https://www.maxbupa.com/about-us/maxbupa/board-of-directors.aspx>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).
Not applicable



5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any **Not applicable**
6. Average net profit of the Company as per section 135(5):

Details of net profits (Profit before Tax) earned by Max Bupa during the three immediately preceding financial years are as under:

Financial Years	Profit Before Tax (in Rs. Lakhs)
2017-18	2284
2018-19	(4,839)
2019-20	(6,155)
Average Profits (loss)	(2903.33)
2% of Average Profit	(58.07)

7. (a) Two percent of average net profit of the company as per section 135(5) : **(58.07)**
- (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. **Not applicable**
- (c) Amount required to be set off for the financial year, if any **Not applicable**
- (d) Total CSR obligation for the financial year (7a+7b-7c). The Company registers losses based on the preceding three years' average net profit(s)/loss(es) and accordingly, the Company does not have to spend any amount on CSR activities for FY 2020-21.
8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
Not applicable					

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No)	Location of the project.		Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State.	District.						Name	CSR Registration number.
<u>Not applicable</u>												

(c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes / No).	Location of the project.		Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State	District			Name	CSR registration number.
<u>Not applicable</u>									

(d) Amount spent in Administrative Overheads: **Nil**

(e) Amount spent on Impact Assessment, if applicable **Nil**

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) **Nil**

(g) Excess amount for set off, if any **Nil**

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	(58.07)
(ii)	Total amount spent for the Financial Year	-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs).	Date of transfer.	
Not applicable							

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing
Not applicable								



10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year **Not applicable**

(asset-wise details).

- (a) Date of creation or acquisition of the capital asset(s).
- (b) Amount of CSR spent for creation or acquisition of capital asset.
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). **Not applicable**

Dinesh Kumar Mittal
(Chairman of CSR Committee)
DIN: 00040000
Address:- B-71, Sector-44, Noida, Uttar
Pradesh Gurgaon – 201301

Krishnan Ramachandran
(Chief Executive Officer and Managing Director)
DIN: 08719264
Address: K2 705, Central Park 1, Golf Course Road,
Sector 42, Gurgaon, Haryana 122009

Place: New Delhi
Date: April 27, 2021

CERTIFICATE ON UTILISATION OF FUNDS FOR CSR ACTIVITIES

This is to certify that the Company has registered losses based on the three immediately preceding financial years' average net profit(s)/loss(es). Therefore, the Company does not have to do regulatory spend amounts on CSR activities for FY 2020-21.

There were no amount was disbursed CSR activities during the financial year 2020-21

C Anil Kumar

Chief Financial Officer

Place: Gurgaon

Date: April 27, 2021

RANJEETPANDEY&ASSOCIATES

Company Secretaries

SECRETARIAL AUDIT REPORT For the financial year ended on 31st March, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

**To,
The Members,
Max Bupa Health Insurance Company Limited,
C-98, First Floor, Lajpat Nagar, Part 1
New Delhi - 110024**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by "**Max Bupa Health Insurance Company Limited**" (hereinafter called the "**Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis forevaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of **Max Bupa Health Insurance Company Limited** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives, during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021, according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made there under;
- ii) The Depositories Act, 1996 and the Regulations and Bye-Laws framed thereunder;
- iii) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment;
- iv) Insurance Regulatory and Development Authority (**IRDA**) Act, 1999;
- v) Insurance Act, 1938 and various Rules, Regulations and guidelines issued thereunder including circulars issued from time to time.

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by the Institute of Company Secretaries of India. During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above. The Company has appointed Mr. Chandrasekaran Anil Kumar as Interim Chief Financial Officer (CFO) w.e.f. 1st September, 2020 after cessation of office of Mr. Rahul Ahuja as existing CFO w.e.f. 3rd May, 2020 by passing circular resolution. The appointment of Mr. Chandrasekaran Anil Kumar was confirmed as Chief Financial Officer at the meeting of the Board held on 3rd November, 2020.

We further report that:-

The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice has been given to all directors/members of the committee, as the case may be, to schedule the Board Meetings including committee meetings during the financial year under review, agenda and detailed notes on agenda were sent within prescribed timeline, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Based on the verification of the records and minutes, we report that all the decisions are carried unanimously. The members of the Board have not expressed dissenting views on any of the agenda items during the financial year under review.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, during the audit period, the Company has approved Max Bupa Employee Option Plan 2020 and necessary compliance of the Companies Act, 2013 was made in this regard.

<p>Place: NEW DELHI Date: 26.04.2021</p>	<p style="text-align: right;">FOR RANJEET PANDEY & ASSOCIATES COMPANY SECRETARIES</p> <p style="text-align: right;">CS RANJEET PANDEY FCS- 5922, CP No.- 6087 UDINF005922C000175311</p>
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This report is to be read with our letter of even date which is annexed as **Annexure-I** and forms an integral part of this report.

Annexure-I

**To,
The Members,
Max Bupa Health Insurance Company Limited,
C-98, First Floor, Lajpat Nagar, Part 1
New Delhi - 110024**

Our report of even date is to be read along with this letter:

1. Management of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of the events requiring compliance and reporting etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. We have tried to verify the physical records, to the extent possible, for the financial year ended on 31st March, 2021 in order to verify the compliances, however, reliance was also placed on electronic records for verification due to lockdown announced by Government of India on account of COVID-19 pandemic.

**FOR RANJEET PANDEY & ASSOCIATES
COMPANY SECRETARIES**

**Place: NEW DELHI
Date: 26.04.2021**

**CS RANJEET PANDEY
FCS- 5922, CP No.- 6087
UDINF005922C000175311**

Annexure-7
DETAILS OF EMPLOYEES

Information to be provided only on request