Form No. MGT-7

Form language

(•) English ( ) Hindi

Annual Return (other than OPCs and Small Companies)
[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN): L66000DL2008PLC182918

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY): 01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY): 31/03/2026

(c) *Type of Annual filing: (•) Original ( ) Revised

(d) SRN of MGT-7 filed earlier for the same financial years:

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	NIVA BUPA HEALTH INSURANCE COMPANY LIMITED	NIVA BUPA HEALTH INSURANCE COMPANY LIMITED
Registered office address	C-98, First Floor Lajpat Nagar, Part 1,NA,New Delhi,South Delhi,Delhi,India,110024	C-98, First Floor Lajpat Nagar, Part 1,NA,New Delhi,South Delhi,Delhi,India,110024
Latitude details	28.569271	28.569271
Longitude details	77.244110	77.244110

(a) *Photograph of the registered office of the Company showing external building and name prominently visible: IMG-20250721-WA0010.jpg

(b) *Permanent Account Number (PAN) of the company: AA******6H

(c) *e-mail ID of the company: *****tarial@nivabupa.com

(d) *Telephone number with STD code: 11******97

(e) Website: www.nivabupa.com

iv *Date of Incorporation (DD/MM/YYYY) 05/09/2008

v (a) *Class of Company (as on the financial year end date) Public company
(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date) Company limited by shares
(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date) Indian Non-Government company
(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)

vi *Whether company is having share capital (as on the financial year end date) ◉ Yes ○ No

vii (a) Whether shares listed on recognized Stock Exchange(s) ◉ Yes ○ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)

viii Number of Registrar and Transfer Agent 1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West),Mumbai,Mumbai,Maharashtra,India,400070	INR000000221

ix * (a) Whether Annual General Meeting (AGM) held ○ Yes ◉ No

(b) If yes, date of AGM (DD/MM/YYYY)

(c) Due date of AGM (DD/MM/YYYY) 30/09/2026

(d) Whether any extension for AGM granted ○ Yes ◉ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

Annual General Meeting of the Company is scheduled to be held on August 12, 2026

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities: 1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance activities	65	Insurance, reinsurance and pension funding, except compulsory social security	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given: 1

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1		200914025N	Bupa Singapore Holdings Pte. Ltd.	Holding	55.35

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	5000000000.00	1847456771.00	1847456771.00	1847456771.00
Total amount of equity shares (in rupees)	50000000000.00	18474567710.00	18474567710.00	18474567710.00

Number of classes: 1

Class of shares: EQUITY SHARES	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	5000000000	1847456771	1847456771	1847456771
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	50000000000	18474567710	18474567710	18474567710

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes: 0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital

Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	0	1827026398	1827026398.00	18270263980	18270263980	
Increase during the year	0.00	20430373.00	20430373.00	204303730.00	204303730.00	46265287.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	20430373	20430373.00	204303730	204303730	46265287
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify Not Applicable	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Not Applicable	0	0	0.00	0	0	
At the end of the year	0.00	1847456771.00	1847456771.00	18474567710.00	18474567710.00	
(ii) Preference shares						

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify Not Applicable	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Not Applicable	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company: INE995S01015

ii Details of stock split/consolidation during the year (for each class of shares): 0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☑ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes: 1

Classes of non-convertible debentures	**Number of units**	**Nominal value per unit**	**Total value (Outstanding at the end of the year)**
Non-Convertible Debentures	2500	1000000	2500000000.00
Total	2500.00	1000000.00	2500000000.00

Classes of non-convertible debentures	**Outstanding as at the beginning of the year**	**Increase during the year**	**Decrease during the year**	**Outstanding as at the end of the year**
Non-Convertible Debentures	2500000000	0	0	2500000000.00
Total	2500000000.00	0.00	0.00	2500000000.00

(b) Partly convertible debentures

*Number of classes: 0

Classes of partly convertible debentures	**Number of units**	**Nominal value per unit**	**Total value (Outstanding at the end of the year)**
Total			

Classes of partly convertible debentures	**Outstanding as at the beginning of the year**	**Increase during the year**	**Decrease during the year**	**Outstanding as at the end of the year**
Total				

(c) Fully convertible debentures

*Number of classes | 0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	2500000000.00	0.00	0.00	2500000000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	2500000000.00	0.00	0.00	2500000000.00

v Securities (other than shares and debentures) | 0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover | 85859238643

ii * Net worth of the Company | 32189632006

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	**Percentage**	**Number of shares**	**Percentage**
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	1022690470	55.36	0	0.00

10	Others	0	0.00	0	0.00
	Total	1022690470.00	55.36	0.00	0

Total number of shareholders (promoters) 1

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	102830411	5.57	0	0.00
	(ii) Non-resident Indian (NRI)	2573242	0.14	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	17157540	0.93	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	195771755	10.60	0	0.00
7	Mutual funds	181110009	9.80	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	219529673	11.88	0	0.00

10	Others Others	105793671	5.73	0	0.00
	Total	824766301.00	44.65	0.00	0

Total number of shareholders (other than promoters): 135342

Total number of shareholders (Promoters + Public/Other than promoters): 135343.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	26719
2	Individual - Male	71409
3	Individual - Transgender	36885
4	Other than individuals	330
	Total	135343.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company 39

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
FSSA ASIA PACIFIC EQUITY FUND AS A SUB FUND OF FIR	70 SIR JOHN ROGERSON'S QUAY DUBLIN 2	31/03/2026	Ireland	2848615	0.15
VEMF - A, L.P.	C/O VERITABLE LP 6022 WEST CHESTER PIKE NEWTON SQUARE	31/03/2026	United States	2328804	0.13
FSSA ASIA OPPORTUNITIES FUND AS A SUB FUND OF FIRS	70 SIR JOHN ROGERSON'S QUAY DUBLIN 2	31/03/2026	Ireland	782979	0.04
TEMPLETON EMERGING MARKETS INVESTMENT TRUST PLC	5 MORRISON STREET EDINBURGH MIDLOTHIAN	31/03/2026	United Kingdom	12433712	0.67
TEMPLETON DEVELOPING MARKETS TRUST	300 SE 2ND STREET FORT LAUDERDALE FLORIDA	31/03/2026	United States	10264522	0.56

FSSA INDIAN SUBCONTINENT FUND AS SUB FUND OF FIRST SENTIER INVESTORS GLOBAL UMBRELLA FUND PLC	70 SIR JOHN ROGERSON'S QUAY DUBLIN 2	31/03/2026	Ireland	13602889	0.74
TEMPLETON INTERNATIONAL EMERGING MARKETS FUND	300 S E 2ND STREET FORT LAUDERDALE FLORIDA	31/03/2026	United States	2132879	0.12
FRANKLIN TEMPLETON VARIABLE INSURANCE PRODUCTS TRU ST - TEMPLETON DEVELOPING MARKETS VIP FUND	ONE FRANKLIN PARKWAY SAN MATEO CALIFORNIA 94403 UNITED STATES	31/03/2026	United States	1200348	0.06
TEMPLETON EMERGING MARKETS FUND	200 KING STREET WEST SUITE 1500 TORONTO ONTARIO	31/03/2026	Canada	4435616	0.24
TEMPLETON EMERGING MARKETS FUND	300 SE 2ND STREET FORT LAUDERDALE FLORIDA	31/03/2026	United States	1238919	0.07
INVISAGE INDIA MASTER FUND	PO Box 1348 94 Solaris Avenue Camana Bay George Town Grand Cayman	31/03/2026	United Kingdom	1025116	0.06
FIRST SENTIER INVESTORS ICVC - STEWART INVESTORS I NDIAN SUBCONTINENT ALL CAP FUND	FINSBURY CIRCUS HOUSE 15 FINSBURY CIRCUS	31/03/2026	United Kingdom	5362760	0.29
SOCIETE GENERALE - ODI	29 BOULEVARD HAUSSMANN PARIS	31/03/2026	France	148034	0.01
ZULIA INVESTMENTS PTE. LTD.	60B ORCHARD ROAD #06-18 THE ATRIUM @ ORCHARD	31/03/2026	Singapore	37778328	2.04
IPROFILE EMERGING MARKETS PRIVATE POOL MANAGED BY FRANKLIN TEMPLETON INVESTMENTS	447 PORTAGE AVENUE WINNIPEG MANITOBA	31/03/2026	Canada	1053618	0.06

FRANKLIN TEMPLETON FUNDS - FTF TEMPLETON GLOBAL EM ERGING MARKETS FUND	CANNON PLACE 78 CANNON STREET LONDON	31/03/2026	United Kingdom	502768	0.03
FIRST SENTIER INVESTORS ICVC - FSSA INDIAN SUBCONT INENT ALL-CAP FUND	FINSBURY CIRCUS HOUSE 15 FINSBURY CIRCUS LONDON	31/03/2026	United Kingdom	1059709	0.06
FRANKLIN TEMPLETON INVESTMENT FUNDS - TEMPLETON BI C FUND	8A RUE ALBERT BORSCHETTE LUXEMBOURG	31/03/2026	Luxembourg	3207507	0.17
FRANKLIN TEMPLETON INVESTMENT FUNDS - TEMPLETON EMERGING MARKETS FUND	8A Rue Albert Borschette Luxembourg	31/03/2026	Luxembourg	8096247	0.44
FRANKLIN TEMPLETON INVESTMENT FUNDS - TEMPLETON EMERGING MARKETS DYNAMIC INCOME FUND	8A Rue Albert Borschette Luxembourg	31/03/2026	Luxembourg	481381	0.03
CUSTODY BANK OF JAPAN, LTD. AS TRUSTEE FOR DEVELOP ING COUNTRIES HIGH-QUALITY GROWTH EQUITY FUND	8-12 HARUMI 1-CHOME CHUO-KU TOKYO	31/03/2026	Japan	1760151	0.1
ARANDA INVESTMENTS PTE. LTD.	60B Orchard Road 06 18 Tower 2 The Atrium Orchard	31/03/2026	Singapore	11828097	0.64
THE SCOTTISH ORIENTAL SMALLER COMPANIES TRUSTPLC	28 WALKER STREET EDINBURGH SCOTLAND	31/03/2026	United Kingdom	12964579	0.7
NIPPON INDIA INVESTMENT UNIT TRUST - NIPPON INDIA SMALL AND MID-CAP EQUITIES FUND	Dec-13 Ormonde House Lower Leeson Street 2 Dublin	31/03/2026	Ireland	115000	0.01

ALLIANZ GLOBAL INVESTORS FUND - ALLIANZ INDIA EQUITY	6A ROUTE DE TREVES SENNINGERBERG	31/03/2026	Luxembourg	563614	0.03

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	136017	135342
Debenture holders	3	3

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	0	0	0	0	0	0
B Non-Promoter	1	6	3	8	2.05	0.01
i Non-Independent	1	3	3	4	2.05	0
ii Independent	0	3	0	4	0	0.01
C Nominee Directors representing	0	1	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	1	0	0	0	0
Total	1	7	3	8	2.05	0.01

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

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B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
ANKUR KHARBANDA	11019017	Whole-time director	2623385	
CARLOS ANTONIO JAUREGUIZAR RUIZ-JARABO	10581062	Director	0	08/05/2026
DAVID MARTIN FLETCHER	07004032	Director	0	
GEETA DUTTA GOEL	02277155	Director	0	
RAMACHANDRAN KRISHNAN	08719264	Managing Director	11150000	
MILIND GAJANAN BARVE	00087839	Director	0	02/06/2026
MOHIT GUPTA	06427582	Director	140000	
PENELOPE RUTH DUDLEY	09025006	Director	0	08/05/2026
ROGER WILLIAM JOHN DAVIS	11417248	Director	0	
VIVEK ANANT KARVE	06840707	Director	0	
. VISHWANATH	11019011	Whole-time director	3195170	
APARNA .	AMYPA7794D	Company Secretary	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

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Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
SRINIVASAN SRIDHAR	07240718	Director	10/04/2025	Appointment
. VISHWANATH	11019011	Whole-time director	07/05/2025	Appointment
ANKUR KHARBANDA	11019017	Whole-time director	07/05/2025	Appointment
MANINDER SINGH JUNEJA	02680016	Nominee Director	09/06/2025	Cessation

MILIND GAJANAN BARVE	00087839	Director	26/06/2025	Appointment
SRINIVASAN SRIDHAR	07240718	Director	27/06/2025	Change in designation
. VISHWANATH	11019011	Whole-time director	27/06/2025	Change in designation
ANKUR KHARBANDA	11019017	Whole-time director	27/06/2025	Change in designation
SRINIVASAN SRIDHAR	07240718	Director	21/07/2025	Appointment
MILIND GAJANAN BARVE	00087839	Director	26/08/2025	Change in designation
CHANDRASHEKHAR BHASKAR BHAVE	00059856	Director	27/08/2025	Cessation
VIVEK ANANT KARVE	06840707	Director	15/09/2025	Appointment
VIVEK ANANT KARVE	06840707	Director	04/12/2025	Change in designation
ROGER WILLIAM JOHN DAVIS	11417248	Director	29/01/2026	Appointment
ROGER WILLIAM JOHN DAVIS	11417248	Director	26/03/2026	Change in designation

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IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held: 4

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Postal Ballot	27/06/2025	136640	673	88.04
Annual General Meeting	26/08/2025	151770	615	86.89
Postal Ballot	04/12/2025	156018	646	90.22
Postal Ballot	26/03/2026	139383	457	84.77

B BOARD MEETINGS

*Number of meetings held: 5

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	07/05/2025	9	9	100
2	31/07/2025	10	9	90
3	03/11/2025	10	10	100
4	29/01/2026	11	11	100
5	03/03/2026	11	9	81.82

C COMMITTEE MEETINGS

Number of meetings held: 21

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	07/05/2025	3	3	100
2	Audit Committee	31/07/2025	3	2	66.67
3	Audit Committee	03/11/2025	3	3	100
4	Audit Committee	29/01/2026	3	3	100
5	Nomination and Remuneration Committee	07/05/2025	3	3	100
6	Nomination and Remuneration Committee	03/11/2025	3	3	100
7	Stakeholders Relationship Committee	03/11/2025	3	3	100
8	Risk Management Committee	07/05/2025	8	7	87.5
9	Risk Management Committee	31/07/2025	7	6	85.71
10	Risk Management Committee	03/11/2025	7	7	100
11	Risk Management Committee	29/01/2026	7	7	100

12	CSR, ESG and Climate Change Committee	07/05/2025	3	3	100
13	CSR, ESG and Climate Change Committee	03/11/2025	3	3	100
14	Investment Committee	07/05/2025	7	7	100
15	Investment Committee	31/07/2025	7	6	85.71
16	Investment Committee	03/11/2025	7	6	85.71
17	Investment Committee	29/01/2026	7	6	85.71
18	Policyholders Protection, Grievance Redressal and Claims Monitoring Committee	07/05/2025	4	3	75
19	Policyholders Protection, Grievance Redressal and Claims Monitoring Committee	31/07/2025	4	4	100
20	Policyholders Protection, Grievance Redressal and Claims Monitoring Committee	03/11/2025	4	4	100
21	Policyholders Protection, Grievance Redressal and Claims Monitoring Committee	29/01/2026	4	4	100

D ATTENDANCE OF DIRECTORS

S. No	**Name of the Director**	**Board Meetings**			**Committee Meetings**			**Whether attended AGM held on**
		Number of Meetings which director was entitled to attend	**Number of Meetings attended**	**% of attendance**	**Number of Meetings which director was entitled to attend**	**Number of Meetings attended**	**% of attendance**	(Y/N/NA)
1	ANKUR KHARBANDA	4	4	100	0	0	0	
2	CARLOS ANTONIO JAUREGUIZAR RUIZ-JARABO	5	4	80	6	6	100	
3	DAVID MARTIN FLETCHER	5	4	80	10	8	80	
4	GEETA DUTTA GOEL	5	5	100	13	13	100	
5	RAMACHANDRAN KRISHNAN	5	5	100	15	15	100	

6	PENELOPE RUTH DUDLEY	5	5	100	9	7	77	
7	ROGER WILLIAM JOHN DAVIS	2	2	100	0	0	0	
8	VIVEK ANANT KARVE	3	3	100	2	2	100	
9	VISHWANATH	4	4	100	8	8	100	
10	MILIND GAJANAN BARVE	4	3	75	5	4	80	
11	MOHIT GUPTA	5	5	100	4	4	100	

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Krishnan Ramachandran	Managing Director	41275648	0	762974559	9655614	813905821.00
2	Ankur Kharbanda	Whole-time director	16876229	0	63161710	3900633	83938572.00
3	Vishwanath Mahendra	Whole-time director	19720625	0	63685640	5211332	88617597.00
	Total		77872502.00	0.00	889821909.00	18767579.00	986461990.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Rajat Sharma	Company Secretary	2496200	0	0	1440000	3936200.00
2	Aparna Sharma	Company Secretary	655242				655242.00
	Total		3151442.00	0.00	0.00	1440000.00	4591442.00

C *Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount

1	Milind Gajanan Barve	Director	700000	2367000	0	0	3067000.00
2	Geeta Dutta Goel	Director	1900000	2000000	0	0	3900000.00
3	Mohit Gupta	Director	1000000	2000000	0	0	3000000.00
4	Vivek Anant Karve	Director	500000	1084000	0	0	1584000.00
5	Sridhar Srinivasan	Director	300000	0	0	0	300000.00
6	Chandrashekhar Bhaskar Bhave	Director	400000	0	0	0	400000.00
	Total		4800000.00	7451000.00	0.00	0.00	12251000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ◉ Yes ○ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/ DIRECTORS/OFFICERS ☑ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES ☑ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder	135346

XIV Attachments

(a) List of share holders, debenture holders	Details of Shareholder.xlsm
(b) Optional Attachment(s), if any	

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of NIVA BUPA HEALTH INSURANCE COMPANY LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2026

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:
A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
1 its status under the Act;
2 maintenance of registers/records & making entries therein within the time prescribed therefor;
3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5 closure of Register of Members / Security holders, as the case may be.
6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

7 contracts/arrangements with related parties as specified in section 188 of the Act;
8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15 acceptance/ renewal/ repayment of deposits;
16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name: Ranjeet Pandey

Date (DD/MM/YYYY): 17/07/2026

Place: New Delhi

Whether associate or fellow:

○ Associate ● Fellow

Certificate of practice number: 6*8*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person: 08719264

*(b) Name of the Designated Person: RAMACHANDRAN KRISHNAN

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 12 dated*

(DD/MM/YYYY) 29/01/2026 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:
1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

1*0*9*1*

***To be digitally signed by**

(●) Company Secretary ( ) Company secretary in practice

*Whether associate or fellow:

(●) Associate ( ) Fellow

Membership number 2*3*9

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN) AC4746191

eForm filing date (DD/MM/YYYY) 23/07/2026

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company