

March 28, 2025

Ref: NIVABUPA/EQ/2024-25/41

To,

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001

Symbol: NIVABUPA

Scrip Code: 544286

Sub: Intimation of the voting results of Postal Ballot

Ref: Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Dear Sir/Madam,

This is in furtherance to our letter dated February 24, 2025, regarding intimation of Postal Ballot Notice (‘the Notice’), we are enclosing herewith the below:

- a. The result of remote e-voting on the resolution as set out in the Notice is enclosed in the prescribed format, as **Annexure - A**.
- b. The Scrutinizers’ Report dated March 28, 2025, on the resolution as set out in the Notice is enclosed, as **Annexure - B**.

The resolution set out in the Notice have been approved by the Members as a Special Resolution and shall be deemed to have been passed on March 27, 2025, being the last date of remote e-voting.

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

This is for your information and records.

Thanking You,
Yours’ Faithfully,

For **Niva Bupa Health Insurance Company Limited**

Rajat Sharma
Company Secretary and Compliance Officer
Membership No.: F7069

Company Name	NIVA BUPA HEALTH INSURANCE COMPANY LIMITED
Date of the AGM/EGM	NOT APPLICABLE (RESOLUTION PASSED THROUGH POSTAL BALLOT ON MARCH 27, 2025)
Total number of shareholders on record date	138467
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	NOT APPLICABLE (RESOLUTION PASSED THROUGH POSTAL BALLOT)
Public:	
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	NOT APPLICABLE (RESOLUTION PASSED THROUGH POSTAL BALLOT)
Public:	

Resolution 1	To approve re-appointment of Mr. Krishnan Ramachandran (DIN: 08719264) as Chief Executive Officer & Managing Director of the Company for a further period of five years and fixation of his remuneration (Special Resolution)							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1022690470	1022690450	100.0000	1022690450	0	100.0000	0.0000
	Poll	1022690470	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1022690470	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	384320171	285279495	74.2296	285279495	0	100.0000	0.0000
	Poll	384320171	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	384320171	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	420015757	321336629	76.5059	321316273	20356	99.9936	0.0063
	Poll	420015757	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	420015757	0	0.0000	00	0	0.0000	0.0000
Total		1827026398	1629306574	89.1781	1629286218	20356	99.9988	0.0012

RANJEET PANDEY & ASSOCIATES

Company Secretaries

SCRUTINIZER'S REPORT

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

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

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

Dear Sir,

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

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

1. The Management of the Company is responsible to ensure the compliances with the requirements of the Act read with rules made thereunder, SEBI Listing Regulations, MCA Circulars or any other provisions, as applicable for conducting Postal Ballot voting by electronic means. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.
2. The Company has availed services of KFin Technologies Limited ('KFinTech/ RTA') for conducting postal ballot through remote e-voting. Further, KFinTech has been engaged for facilitating remote e-voting to enable the members to cast their votes electronically using remote e-voting facility on special business sought to be transacted through Postal Ballot.
3. Our responsibility as Scrutinizer is restricted to making Scrutinizers' Report of the votes cast by the Members on the resolution contained in the Notice, based on the report generated from KFinTech, the authorized agency engaged by the Company to provide remote e-voting facility for e-voting.
4. The Members of the Company holding equity shares in dematerialized form, as on the 'cut-off date' i.e. **Friday, February 21, 2025** were entitled to vote on the proposed resolution, as set out in the Notice of Postal Ballot dated **February 19, 2025**, through remote e-voting.



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New Delhi - 110024

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5. The remote e-voting period remained open from **9.00 a.m. (IST) on Wednesday, February 26, 2025 onwards and concluded at 5.00 p.m. (IST) on Thursday, March 27, 2025** and members of the Company were entitled to vote on the proposed resolution at the designated website <https://evoting.kfintech.com> of KFintech during the above period.
6. The Company completed dispatch of Postal Ballot notice(s) on **Monday, February 24, 2025** to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited / Central Depository Services (India) Limited as on the Cut-off date i.e. **Friday, February 21, 2025** and whose e-mail IDs were available with the Company and Depositories through electronic means only. The Company has not dispatched physical copy of notice to any members in terms of MCA Circulars mentioned above.
7. The Company has published advertisement regarding process of postal ballot in Financial Express (English) and Jansatta (Hindi) on **Tuesday, February 25, 2025** informing about the completion of dispatch of Postal Ballot notices in electronic form to the Members along with other related matters mentioned therein.
8. We monitored the process of electronic voting (i.e. remote e-voting) through the scrutinizers secured link provided by KFintech through its designated website.
9. After completion of e-voting, votes casted by the members, were unblocked in the presence of two independent witnesses Mr. Alok Kumar Tripathi and Ms. Ritika Gupta who are not in the employment of the Company.
10. The remote e-voting report downloaded from the website of KFintech regarding result of remote e-voting on the resolution has been kept separately.
11. Votes casted by the members through remote e-voting, were reconciled with the records maintained by the RTA of the Company and authorizations lodged in accordance with the provisions of Section 113 of the Act with the Company.
12. The e-voting records and other related documents/registers and record will be handed over to the Company Secretary for the safe custody once the Chairman consider, approve and sign the Postal Ballot Minutes.
13. After ascertaining the votes casted through remote e-voting facility, we hereby submit the result as under:

Resolution 01: Special Resolution

To approve re-appointment of Mr. Krishnan Ramachandran (DIN 08719264) as Chief Executive Officer & Managing Director of the Company for a further period of five years and fixation of his remuneration.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting Facility	597	1,62,93,06,574	551	1,62,92,86,218	99.99%	46	20,356	0.01%



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

**FOR RANJEET PANDEY & ASSOCIATES
COMPANY SECRETARIES**

Ranjeet Pandey



**CS RANJEET PANDEY
SCRUTINIZER
MEMBERSHIP NO: - F5922
C.P. No: 6087
UDIN: F005922F004168762**

**Date: 28.03.2025
Place: NEW DELHI**

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

**Rajat Sharma
Company Secretary and
Compliance Officer**