

# NIVA BUPA HEALTH INSURANCE COMPANY LIMITED

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**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF NIVA BUPA HEALTH INSURANCE COMPANY LIMITED ON THURSDAY, OCTOBER 31, 2024.**

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**To approve and adoption of the Red Herring Prospectus in relation to the initial public offer by the Company**

**“RESOLVED THAT** subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, the applicable provisions of the SEBI Act, 1992, as amended, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (**“SEBI ICDR Regulations”**), and other regulations issued by the SEBI, the red herring prospectus (the **“RHP”**), in respect of the initial public offer of equity shares of face value of ₹ 10 each (the **“Equity Shares”**) comprising a fresh issue and an offer for sale of Equity Shares by Bupa Singapore Holdings Pte. Ltd (the **“Promoter Selling Shareholder”**), and Fettle Tone LLP (the **“Investor Selling Shareholder”** and together with the Promoter Selling Shareholder, the **“Selling Shareholders”**) (the **“Offer”**), at such price as may be determined in accordance with the book building process under the SEBI ICDR Regulations and as agreed to by the Company in consultation with the book running lead managers to the Offer (**“BRLMs”**), within the price band to be decided by the Company, in consultation with the BRLMs, as placed before the Board and containing the requisite information as prescribed by applicable laws and regulations, be and is hereby approved for filing with the Registrar of Companies, Delhi and Haryana at New Delhi, the SEBI, the Stock Exchanges and such other authorities or persons as may be required under the applicable laws.”

**“RESOLVED FURTHER THAT** Mr. Krishnan Ramachandran (Managing Director & CEO), Mr. Vishwanath Mahendra (Chief Financial Officer) and Mr. Rajat Sharma (Company Secretary) be and are hereby severally authorised to make any further or subsequent alterations, additions, omissions, variations, amendments or corrections to the RHP, if any, and to finalise the RHP and to submit the same with the RoC, SEBI, the Stock Exchanges and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and undertake such other necessary steps to implement the above resolution.”

**“RESOLVED FURTHER THAT** each of the Directors of the Company and the Chief Financial Officer of the Company be and are hereby severally authorized to sign the RHP for and on behalf of the Company.”

**“RESOLVED FURTHER THAT,** Mr. Krishnan Ramachandran (Managing Director & CEO), Mr. Vishwanath Mahendra (Chief Financial Officer) and Mr. Rajat Sharma (Company Secretary) be and are hereby severally authorized to execute all such deeds, documents, agreements, forms, instruments and writings, and to do all such acts, deeds and things as may be required, necessary, expedient or incidental to give effect to the above resolutions, and to settle or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Company in accordance with the applicable laws

NIVA BUPA HEALTH INSURANCE COMPANY LIMITED

CIN – U66000DL2008PLC182918

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

Corporate Office: 3rd Floor, Capital Cyberscape, Golf Course Extension Road, Sector-59,  
Gurugram, Haryana-122101 India.

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and regulations and in consultation with the legal advisors and the BRLMs appointed in this respect.”

“**RESOLVED FURTHER THAT** a copy of the above resolutions, certified by any director or the company secretary of the Company, be forwarded to the concerned authorities for necessary action.”

**Certified to be true**

For **NIVA BUPA HEALTH INSURANCE COMPANY LIMITED**

**Rajat Sharma**

**Company Secretary**

Membership No. : F7069

Address: 3rd Floor, Capital Cyberscape,  
Sector 59, Gurugram, Haryana 122102

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