

Form No. MGT-7**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



Form language

☒ English ☐ Hindi**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)

01/04/2024

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

31/03/2025

(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 (1).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

+91*****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)
(Private company/Public Company/One Person Company)

Public company

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

Company limited by shares

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

Indian Non-Government 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)

26/08/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(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

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/Jo int Venture	% of shares held
1		200914025N	Bupa Singapore Holdings Pte. Ltd.	Holding	55.98

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	1827026398.00	1827026398.00	1827026398.00
Total amount of equity shares (in rupees)	50000000000.00	18270263980.00	18270263980.00	18270263980.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
EQUITY SHARES				
Number of equity shares	5000000000	1827026398	1827026398	1827026398
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	50000000000.00	18270263980.00	18270263980	18270263980

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

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
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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	1699534595	1699534595.00	16995345950	16995345950	
Increase during the year	0.00	127491803.00	127491803.00	1274918030.00	1274918030.00	6976219703.70
i Public Issues	0	108108108	108108108.00	1081081080	1081081080	6918918912
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	19383695	19383695.00	193836950	193836950	57300791.7
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	1827026398.00	1827026398.00	18270263980.00	18270263980.00	
(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 <div>Not Applicable</div>	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 <div>Not Applicable</div>	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

67622258088

ii * Net worth of the Company

30583284604

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)	20	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)	1022690450	55.98	0	0.00

10	Others <div></div>			0	0.00
	Total	1022690470.00	55.98	0.00	0

Total number of shareholders (promoters)

2

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	92340799	5.05	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	1827317	0.10	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	22402328	1.23	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	162593344	8.90	0	0.00
7	Mutual funds	48931630	2.68	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	370897225	20.30	0	0.00

10	Others	105343285	5.77	0	0.00
	Others				
	Total	804335928.00	44.03	0.00	0

Total number of shareholders (other than promoters)

136017

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

136019.00

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

Sl.No	Category	
1	Individual - Female	43351
2	Individual - Male	92460
3	Individual - Transgender	0
4	Other than individuals	208
	Total	136019.00

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
AMANSA HOLDINGS PRIVATE LIMITED	250 NORTH BRIDGE ROAD 12-03 RAFFLES CITY TOWER	31/03/2025	Singapore	42291644	2.31
ZULIA INVESTMENTS PTE. LTD.	60B ORCHARD ROAD #06-18 THE ATRIUM @ ORCHARD	31/03/2025	Singapore	37778328	2.07
MORGAN STANLEY INVESTMENT FUNDS ASIA OPPORTUNITY FUND	6B ROUTE DE TREVES SENNINGERBERG	31/03/2025	Luxembourg	18269079	1
CAISSE DE DEPOT ET PLACEMENT DU QUEBEC - FIRST SEN TIER INVESTORS INTERNATIONAL IM LIMITED	1000 PLACE JEANPAUL-RIOPLELLE MONTREAL QUEBEC	31/03/2025	Canada	10724392	0.59

FSSA INDIAN SUBCONTINENT FUND AS SUB FUND OF FIRST SENTIER INVESTORS GLOBAL UMBRELLA FUND PLC	70 SIR JOHN ROGERSON'S QUAY DUBLIN 2	31/03/2025	Ireland	9555296	0.52
THE SCOTTISH ORIENTAL SMALLER COMPANIES TRUST PLC	28 WALKER STREET EDINBURGH SCOTLAND	31/03/2025	United Kingdom	8473227	0.46
TEMPLETON EMERGING MARKETS INVESTMENT TRUST PLC	5 MORRISON STREET EDINBURGH MIDLOTHIAN	31/03/2025	United Kingdom	5471590	0.3
DSP INDIA FUNDINDIA LONG / SHORT STRATEGY FUND WITH CASH MANAGEMENT OPTION	417-A 4th Floor Pragya Tower Road 11 Block 15 Zone 1 SEZ-PA Gandhinagar Gujarat	31/03/2025	India	3295258	0.18
TEMPLETON DEVELOPING MARKETS TRUST	300 SE 2ND STREET FORT LAUDERDALE FLORIDA	31/03/2025	United States	2606240	0.14
ARANDA INVESTMENTS PTE. LTD.	60B Orchard Road 06 18 Tower 2 The Atrium Orchard	31/03/2025	Singapore	2402355	0.13
CUSTODY BANK OF JAPAN, LTD. AS TRUSTEE FOR DEVELOP ING COUNTRIES HIGHQUALITY GROWTH EQUITY FUND	8-12 HARUMI 1-CHOME CHUO-KU TOKYO	31/03/2025	Japan	2355549	0.13
VEMF - A, L.P.	C/O VERITABLE LP 6022 WEST CHESTER PIKE NEWTON SQUARE	31/03/2025	United States	2128804	0.12
FRANKLIN TEMPLETON INVESTMENT FUNDS - TEMPLETON BR IC FUND	8A RUE ALBERT BORSCHETTE LUXEMBOURG	31/03/2025	Luxembourg	1579646	0.09
FRANKLIN TEMPLETON INVESTMENT FUNDS - TEMPLETON EM ERGING MARKETS FUND	8A Rue Albert Borschette Luxembourg	31/03/2025	Luxembourg	1503869	0.08

TEMPLETON INTERNATIONAL EMERGING MARKETS FUND	300 S E 2ND STREET FORT LAUDERDALE FLORIDA	31/03/2025	United States	1281869	0.07
TEMPLETON EMERGING MARKETS FUND	200 KING STREET WEST SUITE 1500 TORONTO ONTARIO	31/03/2025	Canada	1254694	0.07
GOVERNMENT PENSION FUND GLOBAL	Bankplassen 2 P O Box 1179 Sentrum Oslo 0107	31/03/2025	Norway	1182600	0.06
FIDELITY INVESTMENT TRUST FIDELITY EMERGING ASIA FUND	245 Summer Street Boston Massachusetts	31/03/2025	United States	1177400	0.06
FIRST SENTIER INVESTORS ICVC - FSSA INDIAN SUBCONTINENT ALL-CAP FUND	FINSBURY CIRCUS HOUSE 15 FINSBURY CIRCUS LONDON	31/03/2025	United Kingdom	1019850	0.06
MAKRANA DUNMORE SINGAPORE FUND PTE. LTD	80 RAFFLES PLACE #24- 22 UOB PLAZA II SINGAPORE SINGAPORE	31/03/2025	Singapore	949457	0.05
MONETARY AUTHORITY OF SINGAPORE ACCOUNT MANAGED BY TEMPLETON ASSET MANAGEMENT LTD.	MAS Building 10 Shenton Way	31/03/2025	Singapore	731673	0.04
FRANKLIN TEMPLETON VARIABLE INSURANCE PRODUCTS TRUST - TEMPLETON DEVELOPING MARKETS VIP FUND	ONE FRANKLIN PARKWAY SAN MATEO CALIFORNIA 94403 UNITED STATES	31/03/2025	United States	680077	0.04
DURO INDIA OPPORTUNITIES FUND PTE. LTD.	16 Raffles Quay 27-01 C/D Hong Leong Building	31/03/2025	Singapore	675861	0.04
TEMPLETON EMERGING MARKETS FUND	300 SE 2ND STREET FORT LAUDERDALE FLORIDA	31/03/2025	United States	675800	0.04
IPROFILE EMERGING MARKETS PRIVATE POOL MANAGED BY FRANKLIN TEMPLETON INVESTMENTS	447 PORTAGE AVENUE WINNIPEG MANITOBA	31/03/2025	Canada	675800	0.04

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	6	2
Members (other than promoters)	79	136017
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	5	1	6	0.59	0.00
i Non-Independent	1	2	1	3	0.59	0
ii Independent	0	3	0	3	0	0
C Nominee Directors representing	0	2	0	1	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	2	0	1	0	0
Total	1	7	1	7	0.59	0.00

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

10

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)
CARLOS ANTONIO JAUREGUIZAR RUIZ-JARABO	10581062	Director	0	
GEETA DUTTA GOEL	02277155	Director	0	
PENELOPE RUTH DUDLEY	09025006	Director	0	
DAVID MARTIN FLETCHER	07004032	Director	20	
CHANDRASHEKHAR BHASKAR BHAVE	00059856	Director	0	27/08/2025
RAMACHANDRAN KRISHNAN	08719264	Managing Director	10775040	
MOHIT GUPTA	06427582	Director	140000	
MANINDER SINGH JUNEJA	02680016	Nominee Director	0	09/06/2025
. VISHWANATH	ACOPV0346E	CFO	3329170	
RAJAT SHARMA	BBTPS0069L	Company Secretary	0	31/10/2025

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)
CHANDRASHEKHAR BHASKAR BHAVE	00059856	Director	28/10/2024	Appointment
MOHIT GUPTA	06427582	Director	16/01/2025	Change in designation
CARLOS ANTONIO JAUREGUIZAR RUIZ-JARABO	10581062	Director	10/05/2024	Appointment
GEETA DUTTA GOEL	02277155	Director	21/06/2024	Appointment
PRADEEP PANT	00677064	Director	19/01/2025	Cessation
DIVYA SEHGAL	01775308	Nominee Director	09/12/2024	Cessation
MOHIT GUPTA	06427582	Director	13/12/2024	Appointment
DINESH KUMAR MITTAL	00040000	Director	30/10/2024	Cessation

CARLOS ANTONIO JAUREGUIZAR RUIZ-JARABO	10581062	Director	10/05/2024	Change in designation
GEETA DUTTA GOEL	02277155	Director	21/06/2024	Change in designation

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

7

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
AGM	06/08/2024	95	9	98.34
EGM	10/05/2024	86	6	91.19
EGM	21/06/2024	87	7	95.32
EGM	22/07/2024	87	7	95.01
EGM	28/10/2024	242	7	91.85
Postal Ballot	16/01/2025	139971	1146	93.45
Postal Ballot	27/03/2025	138467	597	89.17

B BOARD MEETINGS

*Number of meetings held

13

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	10/05/2024	8	6	75
2	17/05/2024	9	8	88.89

3	21/06/2024	9	8	88.89
4	30/07/2024	10	8	80
5	06/08/2024	10	10	100
6	30/09/2024	10	6	60
7	30/10/2024	10	10	100
8	31/10/2024	9	9	100
9	12/11/2024	9	7	77.78
10	13/11/2024	9	9	100
11	25/11/2024	9	9	100
12	04/02/2024	8	8	100
13	17/03/2024	8	8	100

C COMMITTEE MEETINGS

Number of meetings held

31

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	07/05/2024	3	2	66.67
2	Audit Committee	17/05/2024	3	2	66.67
3	Audit Committee	21/06/2024	3	2	66.67
4	Audit Committee	30/07/2024	3	3	100
5	Audit Committee	06/08/2024	3	3	100
6	Audit Committee	30/09/2024	3	3	100
7	Audit Committee	30/10/2024	3	3	100
8	Audit Committee	13/11/2024	4	4	100
9	Audit Committee	25/11/2024	4	4	100
10	Audit Committee	04/02/2025	3	3	100

11	Nomination and Remuneration Committee	10/05/2024	5	4	80
12	Nomination and Remuneration Committee	21/06/2024	4	3	75
13	Nomination and Remuneration Committee	06/08/2024	4	4	100
14	Nomination and Remuneration Committee	13/11/2024	4	4	100
15	Nomination and Remuneration Committee	04/02/2025	4	4	100
16	Stakeholders Relationship Committee	13/11/2024	3	3	100
17	Risk Management Committee	07/05/2024	4	3	75
18	Risk Management Committee	06/08/2024	4	4	100
19	Risk Management Committee	13/11/2024	4	4	100
20	Risk Management Committee	04/02/2025	8	8	100
21	CSR , ESG & Climate Change Committee	07/05/2024	3	3	100
22	Investment Committee	07/05/2024	7	7	100
23	Investment Committee	06/08/2024	7	7	100
24	Investment Committee	13/11/2024	7	7	100
25	Investment Committee	25/11/2024	7	7	100
26	Investment Committee	04/02/2025	7	7	100
27	IPO Committee	29/06/2024	4	4	100
28	PolicyHolder Protection, Grievance Redressal and Claims Monitoring Committee	07/05/2024	5	4	80
29	PolicyHolder Protection, Grievance Redressal and Claims Monitoring Committee	06/08/2024	5	5	100
30	PolicyHolder Protection, Grievance Redressal and Claims Monitoring Committee	13/11/2024	5	5	100

31	PolicyHolder Protection, Grievance Redressal and Claims Monitoring Committee	04/02/2025	5	4	80
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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	
								26/08/2025 (Y/N/NA)
1	CARLOS ANTONIO JAUREGUIZAR RUIZ-JARABO	12	12	100	0	0	0	Yes
2	GEETA DUTTA GOEL	10	8	80	8	7	87	Yes
3	PENELOPE RUTH DUDLEY	13	11	84	14	14	100	Yes
4	DAVID MARTIN FLETCHER	13	12	92	21	20	95	Yes
5	CHANDRASHEKHAR BHASKAR BHAVE	13	13	100	7	7	100	Yes
6	RAMACHANDRAN KRISHNAN	13	13	100	12	12	100	Yes
7	MOHIT GUPTA	2	2	100	3	3	100	Yes
8	MANINDER SINGH JUNEJA	13	13	100	15	15	100	Yes

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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/Sweat equity	Others	Total amount
1	Krishnan Ramchandran	Managing Director	34430183	0	289941938	15806408	340178529.00
	Total		34430183.00	0.00	289941938.00	15806408.00	340178529.00

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	Vishwanath Mahendra	CFO	18809631	0	32067980	4702959	55580570.00
2	Rajat Sharma	Company Secretary	3948070	0	137800	861219	4947089.00
	Total		22757701.00	0.00	32205780.00	5564178.00	60527659.00

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

4

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Chandrashekhar Bhaskar Bhawe	Director	2000000	0	0	0	2000000.00
2	Dinesh Kumar Mittal	Director	1800000	0	0	0	1800000.00
3	Pradeep Pant	Director	2500000	0	0	0	2500000.00
4	Mohit Gupta	Director	400000	0	0	0	400000.00
	Total		6700000.00	0.00	0.00	0.00	6700000.00

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

136022

XIV Attachments

(a) List of share holders, debenture holders

NIVA-SHAREHOLDRES DATA MGT
07.xlsm

(b) Optional Attachment(s), if any

Clarification Letter.pdf
MGT-8_Signed.pdf
Details of FIIs.pdf

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) 31/03/2025

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

Date (DD/MM/YYYY)

Place

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

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

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

*(b) Name of the Designated Person

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 6 dated* (DD/MM/YYYY) 03/12/2015 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))

*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

Certificate of practice number

6*8*

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)

AB8809438

eForm filing date (DD/MM/YYYY)

12/11/2025

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