

a) Al Majd Al Rraqi Company for Medical Care and Health Services Limited (providing services associated with Diaverum), is owned ninety-eight percent by the Nazer Group Limited and two percent by Eng. Loay Nazer. The related party relationship therefore exists due to the ownership/Board memberships of Eng. Loay Nazer and Mr. Tal Nazer (Chairman and Executive Director/CEO of Bupa Arabia respectively). Al Majd Al Rraqi Company for Medical Care and Health Services Limited provided services at a cost estimated at SR751k for the full year 2015, as well as continued services, and associated fees, until the end of 2016. At 31/12/2015G SR295k was estimated as payable to Al Majd Al Rraqi Company for Medical Care and Health Services Limited. During the year Al Majd Al Rraqi Company for Medical care and Health Services Limited changed its name to Nazer for Dialysis and Healthcare Services Co. Ltd so the related party changes accordingly.

b) Mr. Abdulhadi Shayif, independent Board member, owns a 1% stake holding in the Shariah Review Bureau (SRB), a company providing Shariah Consulting Services to Bupa Arabia and to which payment of SR 150k was made during the 2015 year, as well as continued services, and associated fees, until the end of 2016.

c) In accordance with the approval of the Ordinary General Assembly Meeting held on 19/09/1430H, corresponding to 9/09/2009G, which authorised the Company to enter into a Brand Licence Agreement with Bupa or its relevant subsidiary, and authorised the Board to approve the terms and conditions of such agreement, including the financial consideration payable to the licensing company, during 2010 the Company entered into an agreement with the related party, Bupa Middle East Holdings Two W.L.L., a joint venture company owned fifty per cent by each of Nazer Group Limited and Bupa Investments Overseas Limited, for obtaining a license to use the trade marks (the word Bupa with or without logo) of the related party. As per the terms of the agreement the related party receives an amount equal to a fixed percentage of gross premiums earned, subject to a maximum of 5% of the Company's profits in any financial year, as trade mark fee. Accordingly, during 2015 the trade mark fee payable amounted to SR16,948k compared to 2014 of SR11,505K.

d) The Company on 28/2/1435H, corresponding to 31/12/2013G, entered into a reinsurance contractual agreement with Bupa Insurance Limited, a related party, to reinsure part of the written premium related to its customers, and their dependents, outside the Kingdom. Bupa Insurance limited is a subsidiary of the Bupa Group and which is represented on the Bupa Arabia Board of Directors by Mr. David Fletcher, Mr. Edward Hannan and Mr. Ignacio Peralta Gracia. During 2015 the ceded premium amounted to SR3m, which represents less than 0.05% of the 2015 annual gross written premiums (it was 1.3% of the 2014 annual gross written premium), as well as continued services with this reinsurance contractual agreement, and associated fees, until the end of 2016.

e) During 2015 the Company contracted with companies in which certain of the Bupa Arabia Board members have an interest or an association and can confirm that these contracts have been priced on an arms-length basis and in line with the Company's agreed targeted pricing and loss ratio requirements. The Company further confirms that these contracts carry no special arrangements with regard to any additional special benefits and nor are they entitled to, nor receive, any services or support different to that which is provided to any of the Company's other customers, as well as continued services under these contracts, if applicable, or upon renewal, during 2016 as follows:

- Bupa Arabia for Cooperative Insurance Company's own health insurance costs for its providing health insurance to its own employees – SR13,012K
- Board members Eng. Loay Hisham Nazer (Chairman) and Mr. Tal Hisham Nazer (CEO) through their relation to the below Nazer companies:
  - Nazer Group Limited, SR766K
  - Nazer Medical Clinics Company, SR172K
  - Nazer Dialysis & Advanced Health Services Co. Limited (formerly 'Al-Majed Al-Raqi Co. For Medical Care and Health Services Limited'), SR2,779K
  - Arabian Medical Marketing Company Limited (AMCO), SR2,647K
- Mr. David Fletcher, Mr. Edward Hannan and Mr. Inaki Peralta Gracia representing the foreign shareholder (Bupa Investments Overseas Limited – non executive Board Members ) as employees of the Bupa Group and its companies, relating to its partnering with Bupa Arabia on contracts with the Bupa Group, SR15,088K over 55 contracts and which details will be shared at the Ordinary General Assembly Meeting,
- The below Insurance contracts through which the independent Board members are associated through their membership of the Boards, or having their own personal insurance, as detailed below:
  - Mr. Aamer Ali-Reza, independent Board member:
    - As a Board member of the Xenel Group of Companies, SR54,144K
  - Mr. Abdulhadi Shayif, independent Board member,
    - As a Board member of Health Water Bottling Company, SR3,268K
  - Mr. Zaid Al-Gwaiz, independent Board member:
    - Personal family insurance, and settled personally, SR25k

- As a Board member of AlYusr Finance and Leasing Company, a subsidiary of the Abdullatif Alissa Group, SR21,134K

f) During 2015 certain employees of the Company worked on a project owned by the Nazer Group Company, Nazer Medical Clinics Company, whilst this company is in the process of being created. As a result the related costs of these employees, for the period worked on the project, were recharged to the related party, amounting to SR5, 519K and were settled by the related party during 2015.

Power of Attorney (POA) for attending the ninth General Assembly Meeting

Dear Bupa Arabia Company, hereby I ..... signed below of  
..... Nationality with National ID number/Passport number issued from .....

Dated ....., as I am a Bupa Arabia Company shareholder have assigned the shareholder named/..... to attend and vote on my behalf at the ninth Ordinary General Assembly Meeting which will be held at 7:30 PM on Wednesday 25 Sha'aban 1437 H corresponding to 1st of June 2016 or any other date for this meeting if postponed to another date. Share/Account portfolio No ..... Number of shares .....

Signature .....Date / / .

Power of Attorney (POA) shall send with required documents via fax or post to this address Bupa Arabia Company P. O. Box: 23807 – Jeddah 21436 Tel: 920000456 Ext: 5343 – Fax 0126920525.

