

**Results of the
Extraordinary General
Assembly Meeting
(First Meeting)**

22 June 2023

- **Resolution (1):** Viewed the Board of Directors Report for the year ended 31/12/2022G and discussed.
- **Resolution (2):** Approved the Auditors' Report for the year ended 31/12/2022G.
- **Resolution (3):** Viewed the Annual Financial Statements for the fiscal year ended 31/12/2022G and discussed.
- **Resolution (4):** Approved the appointment of the external auditors, as Ernst and Young & Co., and Price Waterhouse Coopers, from the nominees based on the Audit Committee recommendation, in order to examine and review the annual financial statements for year 2023 and the second, third and fourth quarters' quarterly reports of 2023, and the first quarter of 2024 quarterly report, and to determine their fees.
- **Resolution (5):** Approved the recommendation of the Board of Directors to distribute cash dividends for the fiscal year 2022G, (3.60) Saudi Riyal per share in a total amount of (540,000,000) Saudi Riyal, or 36% of the nominal share value, provided that the shareholders owning the shares are eligible at the end of the trading day of the General Assembly meeting and those registered in the company's shareholders' register with the Securities Depository Center Company (Edaa Center) at the end of the second trading day following the approval date, the Dividend distribution date will begin on 17/07/2023G.
Resolution (6): Approved the purchase of a number of shares, up to a maximum of 195,000 With the aim of allocating it to the company's employees within the employee shares program. The purchase will be financed through (company's fund), and to authorize the Board of Directors to complete the purchase of the shares within (12 months) from the date of the Extraordinary General Assembly Meeting's Approval. The purchased shares will be kept no longer than (10 years) from the date of approval of the Extraordinary General Assembly until its allocated for the entitled employees. and after this period, the company will follow the rules and procedures stipulated in the relevant laws and regulations. Noting that the approval of the Extraordinary General Assembly was obtained on 08/05/2017G.
- **Resolution (7):** Approved the Board member's remuneration at SR (4,218,000) for the year ended 31/12/2022G.
- **Resolution (8):** Approved the absolving of the Board of Directors for the year ended 31/12/2022G.
- **Resolution (9):** Approved the delegation of the authority to the Board to distribute interim dividends to the shareholders, on a semi-annual or quarterly basis for the year 2023G.
- **Resolution (10):** Approved the ratification of the business and contracts, for the year 2022G, with Bupa Investments Overseas Limited, in relation to the Tax Equalization adjustment, without any preferential treatment, noting that Mr. David Martin Fletcher, Mr. Martin Houston, and Mr. Nigel Sullivan have/had/will have an interest as members of the Board of Directors. Noting that the value in 2022 was 68,431 thousand Saudi Riyals.

- **Resolution (11):** Approved the ratification of the business and contracts, for the year 2022G, with Bupa Investments Overseas Limited, being the value of the Board and Board Committee Member Remuneration amounts for its Bupa Arabia Board and Board Committee member representatives' services during 2022, without any preferential treatment, noting that Mr. David Martin Fletcher, Mr. Martin Houston, and Mr. Nigel Sullivan have/had/will have an interest as members of the Board of Directors. Noting that the value in 2022 was 915 thousand Saudi Riyals.
- **Resolution (12):** Approved the ratification of the business and contracts, for the year 2022G, with Bupa Global, being the value of shared insurance contract premium, without any preferential treatment, noting that Mr. David Martin Fletcher, Mr. Martin Houston, and Mr. Nigel Sullivan have/had/will have an interest as members of the Board of Directors. Noting that the value in 2022 was 93,406 thousand Saudi Riyals.
- **Resolution (13):** Approved the ratification of the business and contracts, for the year 2022G, with My Clinic International Medical Company Limited, for providing on-site clinic services for Bupa Arabia employees on the Bupa Arabia premises, noting that Mr. Loay Nazer and Mr. Tal Nazer have/had/will have an interest as owners of My Clinic International Medical Company Limited. Noting that the value of this contract in 2022 was 131 thousand Saudi Riyals.
- **Resolution (14):** Approved the ratification of the business and contracts, for the year 2022G, with Bupa Middle East Holdings Two W.L.L., relating to brand fees, without any preferential treatment, noting that Eng. Loay Nazer and Mr. Tal Nazer have an indirect interest as owners of Nazer Group Limited, and Mr. David Martin Fletcher, Mr. Martin Houston, and Mr. Nigel Sullivan have/had/will have an indirect interest as executives in Bupa Global. Noting that the value in 2022 was 32,094 thousand Saudi Riyals.
- **Resolution (15):** Approved the ratification of the business and contracts, for the year 2022G, with Bupa Arabia for Cooperative Insurance Company, being the cost of providing health insurance to its employees, without any preferential treatment, noting that board member Mr. Tal Nazer has an interest as the Chief Executive Officer of Bupa Arabia for Cooperative Insurance, and board member Nader Ashoor has an interest as Deputy CEO, and Chief Financial Officer of Bupa Arabia for Cooperative Insurance. Noting that the value in 2022 was 22,712 thousand Saudi Riyals.
- **Resolution (16):** Approved the ratification of the business and contracts, for the year 2022G, with Nazer Group Limited, being the cost of medical insurance for its employees, without any preferential treatment, noting that Eng. Loay Nazer has/will have an interest as an owner and as the Chairman of the Nazer Group Limited, and Mr. Tal Nazer has/will have an interest as an owner. Noting that the value in 2022 was 17,567 thousand Saudi Riyals.
- **Resolution (17):** Approved the ratification of the business and contracts, for the year 2022G, with My Clinic International Medical Company Limited and Nazer Pharmacies businesses, being the cost of medical insurance for its employees, without any preferential treatment,

noting that Eng. Loay Nazer and Mr. Tal Nazer have/will have an interest as owners. Noting that the value in 2022 was 254,989 thousand Saudi Riyals.

- **Resolution (18):** Approved the ratification of the business and contracts, for the year 2022G, with Nawah Healthcare Company, being the cost of medical insurance for its employees, without any preferential treatment, noting that Eng. Loay Nazer as owner and the Chairman of Nawah Healthcare Company, and Mr. Tal Nazer as owner, have/will have an interest. Noting that the value in 2022 was 153 thousand Saudi Riyals.
- **Resolution (19):** Approved the ratification of the business and contracts, for the year 2022G, with NAJM for Insurance Services Co, without any preferential treatment. Noting that Mr. Tal Nazer, a member of the Board of Directors and the Chief Executive Officer, as the Chairman of the Board of NAJM for Insurance Services Co, have/will have an interest. Noting that the value of the transactions in 2022 was 43,735 thousand Saudi Riyals.
- **Resolution (20):** Approved the ratification of the business and contracts, for the year 2022G, with Cool Inc Hospitality Company, without any preferential treatment. Noting that Mr. Tal Nazer, a member of the Board of Directors and the Chief Executive Officer, as the Chairman of the Board and a major shareholder of Cool Inc Hospitality Company, have/will have an interest. Noting that the value of the transactions in 2022 was 2,500 thousand Saudi Riyals.
- **Resolution (21):** Approved the ratification of the medical insurance contracts, for the year 2022G, with Saudi Ground Services, being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Nader Ashoor, a member of the Board of Directors, Deputy CEO, and Chief Financial Officer, as a member of the Board of Directors of the Saudi Ground Services Company. Noting that the value of the transactions in 2022 107,013 thousand Saudi Riyal.
- **Resolution (22):** Approved the ratification of the medical insurance contracts, for the year 2022G, with Middle East Paper Company (MEPCO), being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Nader Ashoor, a member of the Board of Directors, Deputy CEO, and Chief Financial Officer, as the Chairman of the Audit Committee of Middle East Paper Company. Noting that the value of the transactions in 2022 4,103 thousand Saudi Riyal.
- **Resolution (23):** Approved the ratification of the medical insurance contracts, for the year 2022G, with Saudi Industrial Services Co (SISCO), being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Nader Ashoor, a member of the Board of Directors, Deputy CEO, and Chief Financial Officer, as a member of the audit committee of the Saudi Industrial Services Company. Noting that the value of the transactions in 2022 was 746thousand Saudi Riyal.
- **Resolution (24):** Approved the ratification of the medical insurance contracts, for the year 2022G, with Gulf International Bank, and GIB Capital, a subsidiary of the Bank, being the cost of medical insurance for its employees, without any preferential treatment, in which former

Bupa Arabia board member and current Audit Committee Chairman Zaid Algwaiz has an indirect interest as a member of the Board of Directors and member of the Audit Committee. Also, there is an indirect interest for the current board member and the Chairman of the investment committee, Osama Shaker. Noting that the value of the transactions in 2022 was 17,112 thousand Saudi Riyal.

- **Resolution (25):** Approved the ratification of the medical insurance contracts, for the year 2022G, with Riyadh Cables Group Company, being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for the former Bupa Arabia board member and current Audit Committee Chairman Zaid Algwaiz as a first degree relative to a member of the Board of Directors. Noting that the value of the transactions in 2022 was 9,987 thousand Saudi Riyal.
- **Resolution (26):** Approved the ratification of the medical insurance contracts, for the year 2022G, with Ahmed Mohammed Baeshen Co (AMB), being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Ali Sheneamer, Chief Business Development Officer at Bupa Arabia and as a member of the Board of Directors at AMB. Noting that the value of the transactions in 2022 was 3,061 thousand Saudi Riyal.
- **Resolution (27):** Approved the ratification of the medical insurance contracts, for the year 2022G, with Tam Development, being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Ali Sheneamer, Chief Business Development Officer at Bupa Arabia, as he is one of the Board members at Tam Development, and Dr. Abdullah Elyas, as a member of the board of directors of Bupa Arabia & Tam Development. Noting that the value of the transactions in 2022 was 1,102 thousand Saudi Riyal.
- **Resolution (28):** Approved the ratification of the medical insurance contracts, for the year 2022G, with Careem, being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Dr. Abdullah Elyas as Chief Human Resources Officer and member of the Board of Directors of Careem and Board Member in Bupa Arabia. Noting that the value of the transactions in 2022 was 1,384 thousand Saudi Riyals.