

Held in the Bupa Arabia Company headquarters in Al Khalediyah District, Jeddah on Thursday 16th Ramadan 1439H, corresponding to 31st May 2018G

The Board of Director's invitation to attend the Extraordinary General Assembly Meeting was announced on Tadawul on Thursday 09/05/2018G, and published in the Alsharq Alawsat Newspaper Issue No. 14489, on Friday 11/05/2018G Page number 16.

The meeting was held at the Bupa Arabia headquarters, in Prince Saud Al Faisal Street, Khalediyah District, Jeddah, at 10:30pm on Thursday 31/05/2018G, under the Chairmanship of the Chairman of the Board, **Eng. Loay Hisham Nazer**, and in the presence of the following other Bupa Arabia Board members:

1. Mr. David Martin Fletcher (Vice-Chairman, Non-Executive).
2. Mr. Tal Hisham Nazer (Executive Board Member, Chief Executive Officer (CEO)).
3. Mr. Zaid Algwaiz (Independent Non-Executive), Nomination and Remuneration Committee Chairman.
4. Dr. Adnan Abdulfattah Soufi (Independent Non-Executive), Audit Committee Chairman.
5. Mr. Aamer Alireza (Non-Executive), Investment Committee Chairman.
6. Mr. Simeon Preston (Non-Executive).

The following Bupa Arabia Board member sent an apology that he was not able to attend:

1. Mr. Abdulhadi Shayif (Independent Non-Executive), Risk Management Committee Chairman.

The meeting was attended by the representative of the Capital Market Authority (CMA), **Ms. Amal Ibrahim Alsughair**.

The Chairman convened the meeting with a warm welcome to all the distinguished attendees from the shareholders and thanked everyone for their attendance at this Extraordinary General Assembly, of the shareholders of Bupa Arabia for Cooperative Insurance Company, to vote on the agenda items. The Chairman announced the completion of the legal quorum required for the validity of the General Assembly, through the attendance of **44,915,145** shares, representing **56.14%** of the Company's 80,000,000



shares. The Chairman of the General Assembly welcomed the Board of Directors, and **Ms. Amal Ibrahim Alsughair**, the CMA's representative.

The Chairman requested **Mr. Abdulmajeed Zakria** to read the Quran.

After the reading of the Quran, the Chairman asked whether any of the shareholders in attendance would like to be a part of the vote counting process. The Chairman then appointed **Mr. Faris Saleh Alamri and Mr. Mohammad Abdullah Sabbagh**, to be the vote counters, and appointed **Mr. Nasser AlQawas** as the Extraordinary General Assembly Meeting Secretary.

The Chairman requested the Secretary to read the Resolutions and which were:

First: Voting on the Board of Directors Report for the year ended 31/12/2017G.

Second: Voting on the Auditors Report for the year ended 31/12/2017G.

Third: Voting on the Annual Financial Statements for the year ended 31/12/2017G.

Fourth: Voting on the selection and appointment of **Ernst & Young and KPMG Al-Fozan & Partners**, to audit the company's accounts and review the financial statements for the fiscal year 2018, including the quarterly interim results of the second, third and fourth quarters of 2018, and the first quarter of 2019, and for the Company to set the external auditors' fees, based on the Audit Committee's recommendation.

Fifth: Voting on the dividend distribution of SR2.00 per share, totaling Saudi Riyals one hundred and sixty million (SR160,000,000), representing 20% of the paid up capital, to the shareholders owning shares as per the securities depository centre shareholder registry two days after the date of this Extraordinary General Assembly Meeting, and to be distributed within 15 days of the date of this General Assembly Meeting approval.

Sixth: Voting on the Board members remuneration at SR2,900K for the year ended 31/12/2017G in accordance with Article 19 of the Company By-Laws.

Seventh: Voting on the absolving of the Board of Directors of their responsibility for managing the company for the year ended 31/12/2017G.



Eighth: To vote on the purchase of the LTIP shares, by the Company, in order to fulfil the current LTIP Cycle's required shares purchase, being an approval of the purchase of LTIP shares, by the Company, to a maximum value of SR11,494,500, to a maximum number of shares of 153,000, for its LTIP scheme, for its entitled LTIP employees. The allocation will be done within a maximum period of 12 (twelve) months from the date of the Extraordinary General Assembly meeting which approves the LTIP shares purchase and the purchase will be financed through company's fund. To authorise the Board to finalise the share buy-back transaction(s), in one or several phases, and to authorise the execution of the LTIP shares transactions, and/or the delegation of the authority to authorise the execution of the LTIP shares transactions.

Ninth: Voting on the appointment of Mr. Simeon Preston (Non-Executive), as Board member representing the foreign shareholder, Bupa Investments Overseas Limited, to complete the current Board term, as a replacement of the resigned Board member, Mr. Martin Potkins.

Tenth: Voting on the delegation of the authority to the Board to approve an interim dividend to the shareholders, on a semi-annual or quarterly basis, if required and approved by the Company, and provided approved by the relevant regulator(s).

Eleventh: To vote on the ratification of the business and contracts, for the year 2017G, with Bupa Global, relating to reinsurance premiums, without any preferential treatment, noting that Mr. Martin Potkins, Mr. David Martin Fletcher and Mr. Simeon Preston have/had/will have an interest as members of the Board of Directors, as well as the reinsurance contracts for the coming year. Noting that the value in 2017 was 9,252 thousand Saudi Riyals.

Twelfth: To vote on the ratification of the business and contracts, for the year 2017G, with Bupa Investments Overseas Limited, of the tax recovered from the shareholders abroad, without any preferential treatment, noting that Mr. Martin Potkins, Mr. David Martin Fletcher and Mr. Simeon Preston have/had/will have an interest as members of the Board of Directors, as well as for the coming year. Noting that the value in 2017 was nil thousand Saudi Riyals.

Thirteenth: To vote on the ratification of the business and contracts, for the year 2017G, with Bupa Insurance Limited, being the value of shared insurance contract premium,



without any preferential treatment, noting that Mr. Martin Potkins, Mr. David Martin Fletcher and Mr. Simeon Preston have/had/will have an interest as members of the Board of Directors, as well as for the coming year. Noting that the value in 2017 was 4,185 thousand Saudi Riyals.

Fourteenth: To vote on the ratification of the business and contracts, for the year 2017G, with Bupa Middle East Holdings Two W.L.L., relating to brand fees, without any preferential treatment, noting that Eng. Loay Nazer, Mr. Tal Nazer, Mr. Martin Potkins, Mr. David Martin Fletcher and Mr. Simeon Preston have/had/will have an interest as members of the Board of Directors, as well as for the coming year. Noting that the value in 2017 was 19,321 thousand Saudi Riyals.

Fifteenth: To vote on the ratification of the business and contracts, for the year 2017G, with Nazer for Dialysis and Advanced Health Services Limited, being the medical costs of providing medical services, without any preferential treatment, noting that Eng. Loay Nazer and Mr. Tal Nazer have/will have an interest as owners, and Mr. Aamer Alireza, as the representative of the Nazer Group in the Bupa Arabia Board of Directors has had/will have an interest, as well as for the coming year. Noting that the value in 2017 was 1,237 thousand Saudi Riyals.

Sixteenth: To vote on the ratification of the business and contracts, for the year 2017G, with Bupa Arabia for Cooperative Insurance Company, being the cost of providing health insurance to its employees, without any preferential treatment, noting that Mr. Tal Nazer has an interest as the CEO of Bupa Arabia for Cooperative Insurance, as well as for the coming year. Noting that the value in 2017 was 16,303 thousand Saudi Riyals.

Seventeenth: To vote on the ratification of the business and contracts, for the year 2017G, 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, and that Mr. Aamer Alireza has/will have an interest as the representative of the Nazer Group in the Bupa Arabia Board of Directors, as well as for the coming year. Noting that the value in 2017 was 559 thousand Saudi Riyals.

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Eighteenth: To vote on the ratification of the business and contracts, for the year 2017G, with Nazer Clinics, 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, and Mr. Aamer Alireza has/will have an interest as the representative of the Nazer Group in the Bupa Arabia Board of Directors, as well as for the coming year. Noting that the value in 2017 was 896 thousand Saudi Riyals.

Nineteenth: To vote on the ratification of the business and contracts, for the year 2017G, with Nazer for Dialysis and Advanced Health Services Limited, being the cost of medical insurance for its employees, without any preferential treatment, noting that Eng. Loay Nazer as owner and the Chairman of Nazer for Dialysis and Advanced Health Services Limited, and Mr. Tal Nazer as owner, have/will have an interest, and Mr. Aamer Alireza has/will have an interest as the representative of the Nazer Group in the Bupa Arabia Board of Directors as well as for the coming year. Noting that the value in 2017 was 5,268 thousand Saudi Riyals.

Twentieth: To vote on the ratification of the business and contracts, for the year 2017G, 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, and Mr. Aamer Alireza has/will have an interest as the representative of the Nazer Group in the Bupa Arabia Board of Directors, as well as for the coming year. Noting that the value in 2017 was 1,803 thousand Saudi Riyals.

Twenty-First: To vote on the ratification of the business and contracts, for the year 2017G, with the Nazer Clinics and the Nazer Pharmacies businesses in order to provide some medical and professional services, noting that prices will be comparable with the prices prevailing with other service providers and so without any preferential treatment, as well as for the coming year, noting that there is/there will be an interest for Eng. Loay Nazer and Mr. Tal Nazer as owners and Mr. Aamer Alireza has/will have an interest as the representative of the Nazer Group in the Bupa Arabia Board of Directors. Noting that the value in 2017 was 6,149 thousand Saudi Riyals.

Twenty-Second: To vote on the ratification of the medical insurance contracts, for the year 2017G, with the Xenel Holding Group, being the cost of medical insurance for its employees, without any preferential treatment, noting the interest of Mr. Aamer Alireza as a member of the Board of Directors, as well as for the coming year. Noting that the value in 2017 was 53,094 thousand Saudi Riyals.

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Twenty-Third: To vote on the ratification of the medical insurance contracts, for the year 2017G, with Dr. Adnan Soufi, being the cost of medical insurance for family members, without any preferential treatment, noting an interest for Dr. Adnan Soufi as a member of the Board of Directors of Bupa Arabia, as well as for the coming year. Noting that the value in 2017 was 15 thousand Saudi Riyals.

Twenty-Fourth: To vote on the ratification of the medical insurance contracts, for the year 2017G, with Mr. Abdulhadi Ali Shayif, being the cost of medical insurance for family members and employees, without any preferential treatment, noting an interest for Mr. Abdulhadi Ali Shayif as a member of the Board of Directors of Bupa Arabia, as well as for the coming year. Noting that the value in 2017 was 67 thousand Saudi Riyals.

Twenty-Fifth: To vote on the ratification of the medical insurance contracts, for the year 2017G, with Water Bottling Co. Ltd., being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Mr. Abdulhadi Ali Shayif as a member of the Board of Directors, as well as for the coming year. Noting that the value in 2017 was 3,611 thousand Saudi Riyals.

Twenty-Sixth: To vote on the ratification of the medical insurance contracts, for the year 2017G, with Zaid Algwaiz, being the cost of family medical insurance, without any preferential treatment, noting an interest for Zaid Algwaiz as a member of the Board of Directors, as well as for the coming year. Noting that the value in 2017 was 28 thousand Saudi Riyals.

Twenty-Seventh: To vote on the ratification of the medical insurance contracts, for the year 2017G, with AlRajhi Steel Company, being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Zaid Algwaiz as a member of the Board of Directors, as well as for the coming year. Noting that the value in 2017 was 6,604 thousand Saudi Riyals.

Twenty-Eighth: To vote on the ratification of the business and contracts, for the year 2017G, with the Shariah Review Bureau, to provide Shariah consulting and review services, without any preferential treatment, noting an interest for Abdulhadi Ali Shayif as an owner in the Shariah Review Bureau, as well as for the coming year. Noting that the value in 2017, to the point Mr. Abdulhadi Ali Shayif was no longer an owner in the Shariah Review Bureau, was 119 thousand Saudi Riyals.

Twenty-Ninth: To vote on the ratification of the business and contracts, for the year 2017G, with the Nazer Medical Clinics, for expenses charged/re-charged, without any preferential treatment, noting an interest for Eng. Loay Nazer and Mr. Tal Nazer, as owners of Nazer companies, and that Mr. Aamer Alireza has/will have an interest as the representative of the Nazer Group in the Bupa Arabia Board of Directors, as well as for the coming year. Noting that the value in 2017 was a net 284 thousand Saudi Riyals.

After completing the reading of the Extraordinary General Assembly Meeting resolutions, Eng. Loay Hisham Nazer read the Chairman of the Board of Directors' Agreed Upon Procedures Statement regarding the terms of the contracts and the transactions involving related parties, and which follows:

"Shareholders...

As Chairman of Bupa Arabia for Cooperative Insurance Company I would like to inform you that we intend to join into contracts and business with different companies, to provide insurance and other business and services as detailed in the statements relating to the agenda resolutions numbered 11 to 29.

As these contracts and business include transactions with related parties, your approval is required before starting such activities, and to take into account that in the absence of any detailed conditions within these contractual engagements the prices and conditions will be compatible with the required values/prevaling prices, and will not contain any preferential treatment, and we request that you vote on the contracting with these companies for the previous 2017 year, the 2018 year, and the following twelve months."

The Chairman requested Ernst & Young and KPMG Al-Fozan & Partners (the joint external auditors) to present the joint external auditors' review report on the financial statements, for the period ended 31/12/2017G, and the external Auditors' report on the transactions with the related parties, which presented by KPMG and thereafter the Chairman opened the discussion with the shareholders. The following questions were asked about the external Auditors' report:

First question: The shareholder Mr. Abdulaziz BaJubair asked about the reasons for the increase in the furniture and equipment in total as mentioned in page 78 of the Annual Report

First response: **Mr. Nader Ashoor (Chief Financial Officer)** responded: "The reason behind the increased total of furniture and equipment is that Bupa Arabia expanded in 2017 to two new locations one in Jeddah and one regional office in Khobar – Eastern Region."

Second question: The shareholder Mr. Abdulaziz BaJubair asked about the difference between the Total Insurance Operations Liabilities and Total Shareholders Liabilities.

Second response: KPMG – Alfozan & Partners' representative responded: "The total insurance operations liabilities is the total that the company has to pay for service providers for providing services to the insurance policyholders.

The total shareholders' liabilities are all of the liabilities that belong to the shareholders including the capital that was used for purchasing the company's shares as well as the retained profits and all of the shareholders' reserves.

Third question: The shareholder Mr. Abdulaziz BaJubair asked for an explanation about the technical reserves and the total of unearned premiums.

Third response: KPMG – Alfozan & Partners' representative responded: "Technical reserves, are used to cover the insurance liabilities arising to Bupa Arabia from its insurance activity and the total of the unearned premiums is the premium corresponding to the time period still remaining on an insurance policy. The unearned premiums are proportionate to the unexpired portion of the insurance contract and appear as a liability on the insurer's balance sheet, since they would need to be paid back upon the early cancellation of the policy."

Fourth question: The shareholder Mr. Abdulaziz BaJubair asked: in page 80 its shown that there is massive improvement in the total movement of the unearned premiums, what is the reason?

Fourth response: **Mr. Nader Ashoor (Chief Financial Officer)** responded: "The reason of the massive improvement in comparison of last year's goes back to the expansion of the Collection Department.

Chairman thanked the external Auditors for their attendance.

Eng. Loay Hisham Nazer then requested the Audit Committee Chairman, Dr. Adnan Soufi, to read both the Audit Committee's recommendation on the appointment of the External Auditors, for the 2018 fiscal year, and the quarterly interim results of the 2018 first, second, third and fourth quarters, and the 2019 first quarter, and the Annual Audit Committee Report.

The Chairman then informed the shareholders that the floor was open for discussion and questions to the Board in accordance with the agenda, if any, and explained that it is the right of all shareholders to receive answers to any question(s) until satisfied that the answer has fully answered the query.

First question: The shareholder Mr. Abdulaziz BaJubair asked about Bupa Arabia's announcement about their contract with Saudi Aramco to manage its health insurance operations. What is the nature of this contract and how much is it?

First response: **The Chairman** responded: "The contract is a new service being provided to Saudi Aramco's employees, retired staff and their families to manage their Medical Insurance claims on behalf of Saudi Aramco. Where Bupa Arabia is the link between the hospitals and service providers and Saudi Aramco. The amount of the contract we will not disclose it for confidentiality purposes.

Second question: The shareholder Mr. Ali Mousa Ali Hmed asked explanation for Bupa's Arabia Orphan's Care program.

Second response: **The Chairman** responded: "In Bupa Arabia we strongly believe that we have a responsibility towards our community and we have been fully committed to this since we started. We have applied this responsibility in everything in all the prior years and our goal is to make a true and positive impact to the health of our society. We started with our employees and then expanded to small societies. Bupa Arabia then started providing

free health Insurance to orphans, and we started with orphans as being the class within our society needing this support the most and which is aligned with our original commitment to our community. Today Bupa Arabia provides health insurance to 47 orphanages in 13 different cities in The kingdom of Saudi Arabia. We are very proud in Bupa Arabia that we care about these orphans and that we take care of them on a personal level through this program and even with special care services beyond others we provide for the VVIP.

Third question: The shareholder Mr. Yousef Albedawi asked if Bupa Arabia invests in REITs and he suggested that he could give free consultancy services for Bupa Arabia as he is one of the senior knowledgeable and experienced persons in REITs.

Third response: **The Chairman** responded: “This question is outside of our meeting agenda, but I ask **Mr. Nader Ashoor (Chief Financial Officer)** to answer”.

Mr. Nader Ashoor (Chief Financial Officer) responded: “Bupa Arabia invests in REITs with a very small percentage, in accordance with the associated regulations, and we will contact you if any consultancy is needed. “

There being no further questions the Chairman asked the shareholders to vote on the resolutions, through registering their vote on the voting cards. After the voting completion the vote counters collected the voting cards and validated them under the supervision of the Secretary.

The results of the voting were counted, the associated results minutes completed, and the results of the resolutions voting were as follows:

This General Assembly Meeting's Resolutions Voting Results			
Resolution	Agree	Disagree	Did not vote
Resolution (1): Voting on the Board of Directors Report for the year ended 31/12/2017G.	44,909,011 %99.99	90 %0.00	6,044 %0.01
Resolution (2): Voting on the Auditors Report for the year ended 31/12/2017G.	44,911,023 %99.99	90 %0.00	4,032 %0.01
Resolution (3):	44,911,023	90	4,032

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Voting on the Annual Financial Statements for the year ended 31/12/2017G.	%99.99	%0.00	%0.01
Resolution (4): Voting on the selection and appointment of Ernst & Young and KPMG Al-Fozan & Partners , to audit the company's accounts and review the financial statements for the fiscal year 2018, including the quarterly interim results of the second, third and fourth quarters of 2018, and the first quarter of 2019, and for the Company to set the external auditors' fees, based on the Audit Committee's recommendation.	42,788,049 %95.26	2,123,014 %4.73	4,082 %0.01
Resolution (5): Voting on the dividend distribution of SR2.00 per share, totaling Saudi Riyals one hundred and sixty million (SR160,000,000), representing 20% of the paid up capital, to the shareholders owning shares as per the securities depository centre shareholder registry two days after the date of this Extraordinary General Assembly Meeting, and to be distributed within 15 days of the date of this General Assembly Meeting approval.	44,915,133 %100.00	0 %0.00	12 %0.00
Resolution (6): Voting on the Board members remuneration at SR2,900K for the year ended 31/12/2017G in accordance with Article 19 of the Company By-Laws.	44,841,119 %99.95	21,300 %0.05	2,612 %0.01
Resolution (7): Voting on the absolving of the Board of Directors of their responsibility for managing the company for the year ended 31/12/2017G.	44,843,639 %99.95	20,773 %0.05	619 %0.00
Resolution (8): To vote on the purchase of the LTIP shares, by the Company, in order to fulfil the current LTIP Cycle's required shares purchase, being an approval of the purchase of LTIP shares, by the Company, to a maximum value of SR11,494,500, to a maximum number of shares of 153,000, for its LTIP scheme, for its entitled LTIP employees. The allocation will be done within a maximum period of 12 (twelve) months from the date of the Extraordinary General Assembly meeting which approves the LTIP shares purchase and the purchase will be financed through company's fund. To authorise the Board to finalise the share buy-back transaction(s), in one or several phases, and to authorise the execution of the LTIP shares transactions, and/or the delegation of the authority to authorise the execution of the LTIP shares transactions.	44,909,987 %99.99	4,980 %0.01	178 %0.00
Resolution (9): Voting on the appointment of Mr. Simeon Preston (Non-Executive), as Board member representing the foreign shareholder, Bupa	44,908,291 %99.98	6,030 %0.01	824 %0.00

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Investments Overseas Limited, to complete the current Board term, as a replacement of the resigned Board member, Mr. Martin Potkins.			
Resolution (10): Voting on the delegation of the authority to the Board to approve an interim dividend to the shareholders, on a semi-annual or quarterly basis, if required and approved by the Company, and provided approved by the relevant regulator(s).	44,915,133 %100.00	0 %0.00	12 %0.00
Resolution (11): To vote on the ratification of the business and contracts, for the year 2017G, with Bupa Global, relating to reinsurance premiums, without any preferential treatment, noting that Mr. Martin Potkins, Mr. David Martin Fletcher and Mr. Simeon Preston have/had/will have an interest as members of the Board of Directors, as well as the reinsurance contracts for the coming year. Noting that the value in 2017 was 9,252 thousand Saudi Riyals.	44,906,991 %99.98	2,010 %0.00	6,144 %0.01
Resolution (12): To vote on the ratification of the business and contracts, for the year 2017G, with Bupa Investments Overseas Limited, of the tax recovered from the shareholders abroad, without any preferential treatment, noting that Mr. Martin Potkins, Mr. David Martin Fletcher and Mr. Simeon Preston have/had/will have an interest as members of the Board of Directors, as well as for the coming year. Noting that the value in 2017 was nil thousand Saudi Riyals.	44,908,991 %99.99	2,010 %0.00	4,144 %0.01
Resolution (13): To vote on the ratification of the business and contracts, for the year 2017G, with Bupa Insurance Limited, being the value of shared insurance contract premium, without any preferential treatment, noting that Mr. Martin Potkins, Mr. David Martin Fletcher and Mr. Simeon Preston have/had/will have an interest as members of the Board of Directors, as well as for the coming year. Noting that the value in 2017 was 4,185 thousand Saudi Riyals.	44,908,991 %99.99	6,030 %0.01	124 %0.00
Resolution (14): To vote on the ratification of the business and contracts, for the year 2017G, with Bupa Middle East Holdings Two W.L.L., relating to brand fees, without any preferential treatment, noting that Eng. Loay Nazer, Mr. Tal Nazer, Mr. Martin Potkins, Mr. David Martin Fletcher and Mr. Simeon Preston have/had/will have an interest as members of the Board of Directors, as well as for the coming year. Noting that the value in 2017 was 19,321 thousand Saudi Riyals.	44,863,704 %99.98	10,343 %0.02	112 %0.00
Resolution (15): To vote on the ratification of the business and contracts, for the year 2017G, with Nazer for Dialysis and Advanced Health Services Limited, being the medical costs of providing medical services, without any preferential treatment, noting that Eng. Loay Nazer and Mr. Tal Nazer have/will have an interest as owners, and Mr. Aamer Alireza, as the	44,856,564 %99.98	10,343 %0.02	124 %0.00

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representative of the Nazer Group in the Bupa Arabia Board of Directors has had/will have an interest, as well as for the coming year. Noting that the value in 2017 was 1,237 thousand Saudi Riyals.			
Resolution (16): To vote on the ratification of the business and contracts, for the year 2017G, with Bupa Arabia for Cooperative Insurance Company, being the cost of providing health insurance to its employees, without any preferential treatment, noting that Mr. Tal Nazer has an interest as the CEO of Bupa Arabia for Cooperative Insurance, as well as for the coming year. Noting that the value in 2017 was 16,303 thousand Saudi Riyals.	44,864,892 %99.97	11,143 %0.02	124 %0.00
Resolution (17): To vote on the ratification of the business and contracts, for the year 2017G, 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, and that Mr. Aamer Alireza has/will have an interest as the representative of the Nazer Group in the Bupa Arabia Board of Directors, as well as for the coming year. Noting that the value in 2017 was 559 thousand Saudi Riyals.	44,846,114 %99.95	20,793 %0.05	124 %0.00
Resolution (18): To vote on the ratification of the business and contracts, for the year 2017G, with Nazer Clinics, 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, and Mr. Aamer Alireza has/will have an interest as the representative of the Nazer Group in the Bupa Arabia Board of Directors, as well as for the coming year. Noting that the value in 2017 was 896 thousand Saudi Riyals.	44,846,114 %99.95	20,793 %0.05	124 %0.00
Resolution (19): To vote on the ratification of the business and contracts, for the year 2017G, with Nazer for Dialysis and Advanced Health Services Limited, being the cost of medical insurance for its employees, without any preferential treatment, noting that Eng. Loay Nazer as owner and the Chairman of Nazer for Dialysis and Advanced Health Services Limited, and Mr. Tal Nazer as owner, have/will have an interest, and Mr. Aamer Alireza has/will have an interest as the representative of the Nazer Group in the Bupa Arabia Board of Directors as well as for the coming year. Noting that the value in 2017 was 5,268 thousand Saudi Riyals.	44,855,764 %99.97	11,143 %0.02	124 %0.00
Resolution (20): To vote on the ratification of the business and contracts, for the year 2017G, 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	44,855,764 %99.97	11,143 %0.02	124 %0.00

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Healthcare Company, and Mr. Tal Nazer as owner, have/will have an interest, and Mr. Aamer Alireza has/will have an interest as the representative of the Nazer Group in the Bupa Arabia Board of Directors, as well as for the coming year. Noting that the value in 2017 was 1,803 thousand Saudi Riyals.			
Resolution (21): To vote on the ratification of the business and contracts, for the year 2017G, with the Nazer Clinics and the Nazer Pharmacies businesses in order to provide some medical and professional services, noting that prices will be comparable with the prices prevailing with other service providers and so without any preferential treatment, as well as for the coming year, noting that there is/there will be an interest for Eng. Loay Nazer and Mr. Tal Nazer as owners and Mr. Aamer Alireza has/will have an interest as the representative of the Nazer Group in the Bupa Arabia Board of Directors. Noting that the value in 2017 was 6,149 thousand Saudi Riyals.	44,855,764 %99.97	11,143 %0.02	124 %0.00
Resolution (22): To vote on the ratification of the medical insurance contracts, for the year 2017G, with the Xenel Holding Group, being the cost of medical insurance for its employees, without any preferential treatment, noting the interest of Mr. Aamer Alireza as a member of the Board of Directors, as well as for the coming year. Noting that the value in 2017 was 53,094 thousand Saudi Riyals.	44,857,764 %99.97	11,143 %0.02	124 %0.00
Resolution (23): To vote on the ratification of the medical insurance contracts, for the year 2017G, with Dr. Adnan Soufi, being the cost of medical insurance for family members, without any preferential treatment, noting an interest for Dr. Adnan Soufi as a member of the Board of Directors of Bupa Arabia, as well as for the coming year. Noting that the value in 2017 was 15 thousand Saudi Riyals.	44,903,878 %99.97	11,143 %0.02	124 %0.00
Resolution (24): To vote on the ratification of the medical insurance contracts, for the year 2017G, with Mr. Abdulhadi Ali Shayif, being the cost of medical insurance for family members and employees, without any preferential treatment, noting an interest for Mr. Abdulhadi Ali Shayif as a member of the Board of Directors of Bupa Arabia, as well as for the coming year. Noting that the value in 2017 was 67 thousand Saudi Riyals.	44,903,878 %99.97	11,143 %0.02	124 %0.00
Resolution (25): To vote on the ratification of the medical insurance contracts, for the year 2017G, with Water Bottling Co. Ltd., being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Mr. Abdulhadi Ali Shayif as a member of the	44,904,678 %99.98	10,343 %0.02	124 %0.00

Bupa Arabia for Cooperative Insurance Company

(A listed Saudi Joint Stock Company)

General Assembly Meeting Minutes: 31st May 2018

An Extraordinary General Assembly Meeting.

CR: 403017888

Board of Directors, as well as for the coming year. Noting that the value in 2017 was 3,611 thousand Saudi Riyals.			
<u>Resolution (26):</u> To vote on the ratification of the medical insurance contracts, for the year 2017G, with Zaid Algwaiz, being the cost of family medical insurance, without any preferential treatment, noting an interest for Zaid Algwaiz as a member of the Board of Directors, as well as for the coming year. Noting that the value in 2017 was 28 thousand Saudi Riyals.	44,901,878 %99.97	7,123 %0.02	4,144 %0.01
<u>Resolution (27):</u> To vote on the ratification of the medical insurance contracts, for the year 2017G, with AlRajhi Steel Company, being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Zaid Algwaiz as a member of the Board of Directors, as well as for the coming year. Noting that the value in 2017 was 6,604 thousand Saudi Riyals.	44,906,991 %99.99	2,010 %0.00	4,144 %0.01
<u>Resolution (28):</u> To vote on the ratification of the business and contracts, for the year 2017G, with the Shariah Review Bureau, to provide Shariah consulting and review services, without any preferential treatment, noting an interest for Abdulhadi Ali Shayif as an owner in the Shariah Review Bureau, as well as for the coming year. Noting that the value in 2017, to the point Mr. Abdulhadi Ali Shayif was no longer an owner in the Shariah Review Bureau, was 119 thousand Saudi Riyals.	44,908,991 %99.99	2,010 %0.00	4,144 %0.01
<u>Resolution (29):</u> To vote on the ratification of the business and contracts, for the year 2017G, with the Nazer Medical Clinics, for expenses charged/re-charged, without any preferential treatment, noting an interest for Eng. Loay Nazer and Mr. Tal Nazer, as owners of Nazer companies, and that Mr. Aamer Alireza has/will have an interest as the representative of the Nazer Group in the Bupa Arabia Board of Directors, as well as for the coming year. Noting that the value in 2017 was a net 284 thousand Saudi Riyals.	44,853,764 %99.97	7,123 %0.02	6,144 %0.01

The meeting ended at 11:45 pm on the same day. The Chairman, on behalf of the Board of Bupa Arabia, and all its employees, thanked all the attendees for the active participation of the shareholders in attending this meeting and also thanked the CMA representative for her presence and the outstanding support provided in monitoring the operational processes of the General Assembly meeting and which ensured the successful completion of the meeting in accordance with the regulatory requirements.

General Assembly Meeting Chairman

A blue ink signature of Eng. Loay Hisham Nazer, consisting of a long horizontal stroke with a vertical line through the middle and a small loop at the end.

Eng. Loay Hisham Nazer

General Assembly Meeting Secretary

A blue ink signature of Mr. Nasser AlQawas, featuring a large, stylized initial 'N' and 'A' followed by several loops and a horizontal base.

Mr. Nasser AlQawas