

Please complete in typescript,
or in bold black capitals.

Annual Return

CHFP010

Company Number

432511

Company Name in full

The British United Provident Association Limited

Date of this return

The information in this return is made up
to

Day		Month		Year			
2	7	0	7	2	0	0	3

Date of next return

If you wish to make your next return to a
date earlier than the anniversary of this
return please show the date here.
Companies House will then send a form at
the appropriate time.

Day		Month		Year			

Registered Office

Show here the address at the date of
this return.

BUPA House, 15-19 Bloomsbury Way

Any change of
registered office **must**
be notified on form
287.

Post town

London

County / Region

UK Postcode

WC1A 2BA

Principal business activities

Show trade classification code number(s)
for the principal activity or activities.

6603

If the code number cannot be determined,
give a brief description of principal
activity.

Health Insurance and provision of healthcare services



When you have completed and signed the form please send it to the
registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

for companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX 235 Edinburgh

Register of members

If the register of members is not kept at the registered office, state here where it is kept.

Post town

County / Region

UK Postcode

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state where it is kept.

Post town

County / Region

UK Postcode

Company type

Public limited company

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

☐☐☒☐☐☐☐

Please tick the appropriate box

Company Secretary

(Please photocopy this area to provide details of joint secretaries).

* Voluntary details.

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Name

* Style / Title

Forename(s)

Surname

Address

Post town

County / Region

Country

Details of a new company secretary must be notified on form 288a.

Arthur David

Walford

94 London Road

Stanmore

Middlesex

UK Postcode HA7 4NS

England

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name * Style / Title _____

Day Month Year
Date of birth 0 4 1 2 1 9 4 6

Forename(s) Roy Drysdale

Surname Brown

Address 44 Holmewood Ridge, Langton Green

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town Tunbridge Wells

County / Region Kent UK Postcode TN3 OED

Country Nationality British

Business occupation Company Director

* Voluntary details.

Name * Style / Title _____

Day Month Year
Date of birth 2 1 1 0 1 9 3 4

Forename(s) Douglas Martin

Surname Claisse

Address Higher Shortwood Farm, Litton

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town Bath

County / Region Bath & NE Somerset UK Postcode BA3 4PT

Country England Nationality British

Business occupation Retired- Non Executive Director

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name * Style / Title _____

Day Month Year
Date of birth

2	7	1	0	1	9	5	7
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Forename(s) Gregory Allison

Surname Clarke

Address Pinehurst, Friary Road

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town Ascot

County / Region Berkshire UK Postcode SL5 9HO

Country _____ Nationality British

Business occupation Director

* Voluntary details.

Name * Style / Title Professor

Day Month Year
Date of birth

2	3	0	9	1	9	4	3
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Forename(s) Oliver Francis Wintour

Surname James

Address Sleightholmedale, Kirbymoorside

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town York

County / Region _____ UK Postcode YO62 7JG

Country _____ Nationality British

Business occupation Professor of Medicine

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name * Style / Title

Day Month Year
Date of birth 2 1 0 2 1 9 5 6

Forename(s) Orna Gabrielle

Surname Ni-Chionna #

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town

County / Region

UK Postcode W8

Country

Nationality Irish

Business occupation Director

* Voluntary details.

Name * Style / Title Mr

Day Month Year
Date of birth 2 8 0 5 1 9 5 3

Forename(s) Raymond

Surname King

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town Horsham

County / Region West Sussex

UK Postcode RH13 8LZ

Country

Nationality British

Business occupation Chartered Accountant

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name	* Style / Title	Mr		
		Day	Month	Year
	Date of birth	1	4	1 0 1 9 4 0
	Forename(s)	Bryan Kaye		
	Surname	Sanderson		
Address	40 Netherhall Gardens, Hampstead			
	Post town	London		
	County / Region		UK Postcode	NW3 5TP
	Country		Nationality	British
	Business occupation	Chairman Learning & Skills Council		

* Voluntary details.

Name	* Style / Title			
		Day	Month	Year
	Date of birth	1	4	0 5 1 9 5 0
	Forename(s)	Valerie Frances		
	Surname	Gooding		
Address	22 Spencer Road			
	Post town	East Molesey		
	County / Region	SURREY	UK Postcode	KT8 0SP
	Country	England	Nationality	British
	Business occupation	Chief Executive		

Issued share capital

Enter details of all the shares in issue at the date of this return.

Class
(e.g. Ordinary/Preference)**Number of shares issued****Aggregate Nominal Value**

(i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)

N/A

Totals		

List of past and present shareholders

(use attached schedule where appropriate)

A full list is required if one was not included with either of the last two returns.

There were no changes in the period

☐

on paper

in another format

A list of changes is enclosed

☐☐

A full list of shareholders is enclosed

☐☐**Certificate**

I certify that the information given in this return is true to the best of my knowledge and belief.

Signed

A.D. Wainwright

Date

14-8-03

† Please delete as appropriate.

† a director / secretary

When you have signed the return send it with the fee to the Registrar of Companies.
Cheques should be made payable to **Companies House.**

This return includes

0

continuation sheets.

(enter number)

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

J P Sanders Esq, Legal Department, BUPA, BUPA House,

15-19 Bloomsbury Way, London, WC1A 2BA, Tel : 0207

656 2302

Tel

DX number

DX exchange

The British United Provident Association Limited

Schedule 5 - Part A

Line No	Company Name	Registration No	Registered Office / Principal Address
156	Actagent Limited	2868779	
54	ASAP Spain (Overseas Limited) S.L.	B-83509273	Ribera del Loira, 52, Madrid, Spain
107	Barbican Sportcare Limited	3210284	
157	BHL Hospitals Limited	1808894	
7	BHL Properties Limited	1829406	
4	BHS (Holdings) Limited	4313887	BUPA House, 15-19 Bloomsbury Way, London, WC1A 2BA, England
8	BHS Leasing (1992) Limited	833290	
158	BHS Leasing (1993) Limited	1521055	
9	BHS Leasing (1994) Limited	1584802	
10	BHSL Properties Limited	1553924	
44	BI Healthcare Holdings BV	24268641	
160	Blackrock Clinic Limited (Republic of Ireland)	87523	
161	Blackrock Group Services Limited (Republic of Ireland)	202643	
159	Blackrock Hospital Limited (Republic of Ireland)	87522	
46	Blue Cross Insurance Co Limited	9372522	
48	Blue Cross Insurance Co Limited	9372522	
50	Blue Cross Insurance Co Limited	9372522	
162	BM Leasing (1992) Limited	1130440	
163	BM Leasing (1994) Limited	1050135	
164	BMSL Limited	1462083	
165	BUPA Limited	2306135	
2	BUPA (Asia) Limited	103048	
189	BUPA (Asia) Limited	103048	
167	BUPA Administrative Systems Limited	1814552	
40	BUPA Australia Pty Limited	ACN 098309025	National Head Office, PO Box 14639, Melbourne, Victoria, 3001, Australia
24	BUPA Australian Finance	4513656	BUPA House, 15-19 Bloomsbury Way, London, WC1A 2BA, England
23	BUPA Australian Investments Limited	4500016	BUPA House, 15-19 Bloomsbury Way, London, WC1A 2BA, England
43	BUPA Beheer BV	24256773	
166	BUPA Building Services Limited	2317091	
120	BUPA Care Homes (AKW) Limited	4122364	Bridge House, Outwood Lane, Horsforth, Leeds, LS18 4UP, England

The British United Provident Association Limited

Schedule 5 - Part A

Line No	Company Name	Registration No	Registered Office / Principal Address
121	BUPA Care Homes (Bedfordshire) Limited	3333791	
123	BUPA Care Homes (BNH) Limited	2079932	
124	BUPA Care Homes (BNHP) Limited	3183275	
127	BUPA Care Homes (CFCHomes) Limited	2006738	
128	BUPA Care Homes (CFHCare) Limited	2741070	
129	BUPA Care Homes (GL) Limited	1587972	
135	BUPA Care Homes (Partnerships) Limited	2216429	
122	BUPA Care Homes Group Limited	3833978	
136	BUPA Care Homes Limited	3336196	
25	BUPA Care Services Limited	2737370	
26	BUPA Care Services Overseas Staffing Limited	4241715	
168	BUPA Carefinder Network Limited	1317124	
170	BUPA Childcare Limited	1653426	
169	BUPA Childcare Provision Limited	4004505	
35	BUPA Childcare Services Limited	2590054	
173	BUPA Claims Administration Limited	2920192	
174	BUPA Clare Park Clinic Properties Limited	1513082	
175	BUPA Construction Services Limited	2966483	
177	BUPA Developments Limited	SC80352	122 Corstophine Road, Edinburgh, EH12 6UD, Scotland
178	BUPA Dunedin Hospital Limited	1067019	
71	BUPA Egypt Insurance	8258	44 Adel Moneim Riad Street, Mohandessin, Cairo, Egypt
179	BUPA Europe Limited	2657383	
72	BUPA Finance BV	FC22792	
73	BUPA Finance No.1 Limited	3786657	
74	BUPA Finance No.2 Limited	3786845	
3	BUPA Finance PLC	2779134	
181	BUPA Financial Investments Limited	4542639	BUPA House, 15-19 Bloomsbury Way, London, WC1A 2BA, England
36	BUPA Financial Securities (1992) Limited	2678442	
180	BUPA Financial Securities Limited	1727998	
42	BUPA Funding (Australia) Pty Limited	ACN 100510012	National Head Office, PO Box 14639, Melbourne, Victoria, 3001, Australia
11	BUPA Gatwick Park Hospital Limited	1631737	
182	BUPA Gatwick Park Properties Limited	1628155	
183	BUPA Health Assurance Limited	2774803	

The British United Provident Association Limited

Schedule 5 - Part A

Line No	Company Name	Registration No	Registered Office / Principal Address
108	BUPA Health at Work Limited	1230114	
75	BUPA Health Care Asia Pte Ltd	199605916R	
76	BUPA Health Care Australia Holdings Pte Ltd	199906569C	
77	BUPA Health Care Australia Pty Ltd	089803207	
79	BUPA Health Care Hong Kong Limited	F135797	
87	BUPA Health Care Malaysia Sdn Bhd	467267-D	
89	BUPA Health Care Singapore Pte Ltd	199 801 405C	
184	BUPA Health Services Limited	2142979	
97	BUPA Healthcare Ireland Limited	288518	
41	BUPA Holdings (Australia) Pty Limited	ACN100640971	National Head Office, PO Box 14639, Melbourne, Victoria, 3001, Australia
49	BUPA Holdings (Guernsey) Limited	31193	
185	BUPA Holdings (Jersey) Limited	FC22244	
186	BUPA Hospital Edinburgh Limited	SC78979	122 Corstophine Road, Edinburgh, EH12 6UD, Scotland
187	BUPA Hospital Properties Limited	2073568	
5	BUPA Hospitals (Holdings) Limited	4313890	BUPA House, 15-19 Bloomsbury Way, London, WC1A 2BA, England
6	BUPA Hospitals Limited	1522532	
53	BUPA Iberia S.L.	B-83501320	
37	BUPA Insurance Limited	3956433	Ribera del Loira, 52, Madrid, Spain
38	BUPA International Insurance Services Limited	3862318	
188	BUPA International Limited	46809	
155	BUPA Investments Limited	902253	
39	BUPA Investments Overseas Limited	2993390	
99	BUPA Ireland Health Services Limited	355628	
98	BUPA Ireland Limited (Ireland)	242048	
100	BUPA Ireland Services Limited (Ireland)	247628	
191	BUPA IT Services Limited	2625015	
101	BUPA LeaseCo Holdings Limited	35832	
102	BUPA LeaseCo. (Guernsey) Limited	35831	
192	BUPA Leasing (Dublin) Limited	2245962	
190	BUPA Limited (HK)	47915	
193	BUPA Marketing Services Limited	2479559	
194	BUPA Media Purchasing Limited	30870	
195	BUPA Medical Centre (1996) Limited	1093627	
			12 Fitzwilliam Square, Dublin 2, IRELAND

The British United Provident Association Limited

Schedule 5 - Part A

Line No	Company Name	Registration No	Registered Office / Principal Address
196	BUPA Medical Centre Croydon Limited	1504381	
12	BUPA Medical Supplies Limited	2366655	
105	BUPA Membership Limited	3829851	
103	BUPA Middle East E C Limited	39161	
110	BUPA Mobile Screening Limited	245251	
51	BUPA Nederland BV	24256774	
125	BUPA Nursing Homes (1997) Limited	2014896	
27	BUPA Nursing Limited	3150419	
109	BUPA Occupational Health Limited	631336	
197	BUPA Operational Services Limited	1696494	
14	BUPA Power & Leasing Limited	2507866	
176	BUPA Properties (1994) Limited	2941901	
198	BUPA Properties (1995) Limited	3059905	
15	BUPA Purchasing Limited	1461499	
22	BUPA Redwood Hospital Limited	3014160	
199	BUPA Roding Hospital Limited	940148	
200	BUPA Services Limited	902254	
52	BUPA Spain BV	24296893	
201	BUPA Travel Services Limited	1133110	
202	BUPA Treasury Limited	1419145	
203	BUPA Trustees Limited	2949771	
204	BUPA Wellbeing Limited	1404329	
111	BUPA Wellness Construction Limited	3973453	
106	BUPA Wellness Group Limited	3145816	
112	BUPA Wellness Leasing Limited	3973420	
113	BUPA Wellness Properties Limited	3973417	
205	BUPA Worldwide Media Services Limited	1320520	
80	Byrne & Hickman Limited	101367	
137	Capital Childcare Limited	3326088	
138	Care First At Home Ltd	3326152	
119	Care First Group plc	1969735	
206	Care Homes Purchasing Limited	3891991	
139	Cavendish Hyde Limited	2767951	
126	CHG Homes Limited	2868041	
114	City Healthcare Limited	1948933	

The British United Provident Association Limited

Schedule 5 - Part A

Line No	Company Name	Registration No	Registered Office / Principal Address
207	Click Locum Limited	3889515	
209	Country House Homes Limited	1849671	
210	Country House Management Services Limited	521873	
208	Country House Nursing Homes Limited	3160719	
140	Court Cavendish (Beckton) Ltd	3073455	
141	Court Cavendish Capital Limited	2216337	
142	Court Cavendish Group Limited	2321862	
143	Court Cavendish Limited	2213365	
144	Court Cavendish Properties Limited	2216437	
211	Datahealth Limited	2676319	
115	Design Crown & Bridge Limited	1948029	
145	Downing Harnham Croft Nursing Home Limited	3511629	
81	Dr. Anne Spooner & Associates Limited	668014	
82	Dr. Vio & Partners Limited	258430	
212	Essex Street Investments Limited	2625014	
28	Flexible Care Services Limited	2864365	
130	Fulford Grange Medical Centre Limited	2804493	
213	General Leasing Limited	4300352	
63	GERS Investment Holding SL	CIF - B 6244578	C/Conde de Salvatierra No.5, Barcelona, Spain
64	Gestion de Inversiones De Recursos Sociales SA (Sociedad Unipersonal)	CIF-A61761268	Via Augusta No.13-15, Barcelona, Spain
66	Gestion de Recursos Sociales De Navarra SA (Sociedad Unipersonal)	CIF -A31638273	Avda Marcelo Celayeta, 144 - Pamplona (31014), Spain
67	Gestion de Recursos Sociales Pais Vasco SA (Sociedad Unipersonal)	CIF-A95130068	Gran Via Diego Lopez Haro, 44-48011 Bilbao
65	Gestion de Recursos Sociales SL	CIF B-58937178	
16	Goldsborough Developments Limited	1879848	
29	Goldsborough Estates Limited	2745254	
131	Goldsborough Property Ltd	2961994	
146	Greenacre Group Limited	1124015	
147	Greenacre Residential Retirement Homes Ltd	SC093713	
214	Hartswood Hospital Limited	1563608	
215	Health Care Online Limited	3155937	
45	Healthcare Management Company Limited	121612539	
90	Healthway Medical Enterprises Pte Ltd	200001180K	268 Orchard Road, #07-01/03, 238856, Singapore
92	Healthway Medical Group Pte Ltd	199 400 795H	268 Orchard Road, #07-01/03, 238856, Singapore
91	Healthway Sunshine Family Clinic		
93	Healthway Tampines Clinic		

The British United Provident Association Limited

Schedule 5 - Part A

Line No	Company Name	Registration No	Registered Office / Principal Address
94	Healthway Woodlands Family Clinic		
153	Hospital Finance Investments Limited	3104255	
19	Hospitals Leasing (One) Limited	4300452	BUPA House, 15-19 Bloomsbury Way, London, WC1A 2BA, England
20	Hospitals Leasing (Two) Limited	1526619	
78	Hurstville Community Private Hospital Ltd	089804786	
96	IBC Healthcare Limited (Mauritius)	19358/3581	
95	IBC-ASIA Healthcare Limited (Cayman Islands)		
30	Idealoutcome Limited	3089754	
216	Idealoutcome Limited	3089754	
21	Indexscreen Limited	4313892	BUPA House, 15-19 Bloomsbury Way, London, WC1A 2BA, England
83	Integrated Healthcare (Holdings) Limited	68070	
217	K B Jackson & Son (Developments) Limited	1335705	
56	Laborservis S.A.	CIF-A60122025	
68	Luz 3015 SL (Sociedad Unipersonal)	CIF-B3140030	C/ Ribera del Loira no 52, 28042 Madrid, Spain
116	M. Spencer Swaine Limited	479557	Paraje de Ibarra s/n, 31200 Estella, Spain
88	Megah Medical Specialists Group SDN BHD	288724-K	
47	Minor Health Enterprises Limited	20922537	
31	Montpellier Health Care Limited	2385366	
149	Nomad (UK) Ltd	2729640	
57	Novomedic S.A. de Seguros	A-07277122	Calle Baron de Pinopar, 11 Palma de Mallorca, Spain
117	Occupational Health Care Limited	3062724	
218	Outcome Technologies Limited	3963509	BUPA House, 15-19 Bloomsbury Way, London, WC1A 2BA, England
132	Palladius Limited	1565740	
219	Partnership in Health Limited	3238014	
118	Personal Effectiveness Centre Limited	2355649	108 Coombe Lane, London, SW20 0AY, England
150	Pharmaceutical Care Services Limited	3004116	
70	Plainprime Limited	4369816	BUPA House, 15-19 Bloomsbury Way, London, WC1A 2BA, England
84	Polyray Technology Limited	418241	
58	Previlabor, S.A.	CIF-A61067302	BUPA House, 15-19 Bloomsbury Way, London, WC1A 2BA, England
32	Professional Healthcare Services Limited	3033173	

The British United Provident Association Limited

Schedule 5 - Part A

Line No	Company Name	Registration No	Registered Office / Principal Address
33	Professional Management Services Limited	3203256	
154	R/U/WELL.COM LIMITED	3868404	
134	Regency (Macclesfield) Limited	2578009	
220	Research Outcomes Limited	3341503	2 Bury Place, London, WC1A 2BA, England
59	Sanitas Prevencion de Riesgos Laborales, S.A.	A-82896333	
55	Sanitas S.A. De Seguros (Spain)	CIF A-28037042	
60	Sanitas SA de Inversiones (Spain)	CIF A-81606659	
61	Sanitas Sociedad Limitada de Diversificacion SL	CIF A-81666463	
62	Sanitas Sociedad Limitada de Diversificacion SL	CIF A-81666463	
69	Sanitas, Sociedad Anonima de Hospitales (Spain)	CIF A-28986636	
221	Soihull Parkway Hospital Limited	1462120	
34	Strand Nurses Bureau Limited	2962018	
148	Surgichem Ltd	1959342	
151	Takare Developments Ltd	1436235	
152	Takare Special Projects Limited	1661703	
171	Teddies Nurseries Limited	2596369	
172	Teddies Sports Limited	3210285	
1	The British United Provident Association Limited	432511	
133	The Regency Hospital Limited	2491430	
17	The Yale Hospital Limited	2910200	
13	Timer Estates Limited	2820266	
18	Tunbridge Wells Independent Hospital Limited	2345011	
104	UK Care Co. No. 1 Limited	35825	
85	VISTA Healthcare Benefits Management (HK) Limited	429993	
86	Vista Healthcare Management Services (HK) Limited	509069	

The British United Provident Association Limited

Schedule 5 – Part B

Line No	Company Name	Immediate Parent %	Ultimate Parent %	Classification	Country of Incorporation	Included In Cons Accnts.	Year End
1	The British United Provident Association Limited	0	100		England		31/12/2002
2	—BUPA (Asia) Limited	30	100	Subsidiary	Hong Kong	Yes	31/12/2001
3	—BUPA Finance PLC	100	100	Subsidiary	England	Yes	31/12/2002
4	—BHS (Holdings) Limited	100	100	Subsidiary	England and Wales	Yes	31/12/2002
5	—BUPA Hospitals (Holdings) Limited	100	100	Subsidiary	England and Wales	Yes	31/12/2002
6	—BUPA Hospitals Limited	99.998	99.998	Subsidiary	England	Yes	31/12/2002
7	—BHL Properties Limited	100	99.998	Subsidiary	England	Yes	31/12/2002
8	—BHS Leasing (1992) Limited	100	99.998	Subsidiary	England	Yes	31/12/2002
9	—BHS Leasing (1994) Limited	100	99.998	Subsidiary	England	Yes	31/12/2002
10	—BHSL Properties Limited	100	99.998	Subsidiary	England	Yes	31/12/2002
11	—BUPA Gatwick Park Hospital Limited	100	99.998	Subsidiary	England	Yes	31/12/2002
12	—BUPA Medical Supplies Limited	100	99.998	Subsidiary	England	Yes	31/12/2002
13	—Timer Estates Limited	100	99.998	Subsidiary	England	Yes	31/12/2002
14	—BUPA Power & Leasing Limited	100	99.998	Subsidiary	England	Yes	31/12/2002
15	—BUPA Purchasing Limited	100	99.998	Subsidiary	England	Yes	31/12/2002
16	—Goldsborough Developments Limited	100	99.998	Subsidiary	England	Yes	31/12/2002
17	—The Yale Hospital Limited	100	99.998	Subsidiary	England	Yes	31/12/2002

The British United Provident Association Limited

Schedule 5 – Part B

Line No	Company Name	Immediate Parent %	Ultimate Parent %	Classification	Country of Incorporation	Included In Cons.Accts.	Year End
18	Tunbridge Wells Independent Hospital Limited	100	99.998	Subsidiary	England	Yes	31/12/2002
19	Hospitals Leasing (One) Limited	100	99.998	Subsidiary	England and Wales	Yes	31/12/2002
20	Hospitals Leasing (Two) Limited	100	99.998	Subsidiary	England	Yes	31/12/2002
21	Indexscreen Limited	100	99.998	Subsidiary	England and Wales	Yes	31/12/2002
22	BUPA Redwood Hospital Limited	100	100	Subsidiary	England	Yes	31/12/2002
23	BUPA Australian Investments Limited	100	100	Subsidiary	England and Wales	Yes	31/12/2003
24	BUPA Australian Finance	100	100	Subsidiary	England and Wales	Yes	31/12/2003
25	BUPA Care Services Limited	100	100	Subsidiary	England	Yes	31/12/2002
26	BUPA Care Services Overseas Staffing Limited	100	100	Subsidiary	England	Yes	31/12/2002
27	BUPA Nursing Limited	100	100	Subsidiary	England	Yes	31/12/2002
28	Flexible Care Services Limited	100	100	Subsidiary	England	Yes	31/12/2002
29	Goldsborough Estates Limited	100	100	Subsidiary	England	Yes	31/12/2002
30	Idealoutcome Limited	50	150	Subsidiary	England	Yes	31/12/2002
31	Montpellier Health Care Limited	100	100	Subsidiary	England	Yes	31/12/2002
32	Professional Healthcare Services Limited	100	100	Subsidiary	England	Yes	31/12/2002
33	Professional Management Services Limited	100	100	Subsidiary	England	Yes	31/12/2002

The British United Provident Association Limited

Schedule 5 – Part B

Line No	Company Name	Immediate Parent %	Ultimate Parent %	Classification	Country of Incorporation	Included In Cons.Accnts.	Year End
34	Strand Nurses Bureau Limited	100	100	Subsidiary	England	Yes	31/12/2002
35	BUPA Childcare Services Limited	100	100	Subsidiary	England	Yes	31/12/2002
36	BUPA Financial Securities (1992) Limited	100	100	Subsidiary	England	Yes	31/12/2002
37	BUPA Insurance Limited	100	100	Subsidiary	England	Yes	31/12/2002
38	BUPA International Insurance Services Limited	100	100	Subsidiary	England	Yes	31/12/2002
39	BUPA Investments Overseas Limited	100	100	Subsidiary	England	Yes	31/12/2002
40	BUPA Australia Pty Limited	100	100	Subsidiary	Australia	Yes	
41	BUPA Holdings (Australia) Pty Limited	100	100	Subsidiary	Australia	Yes	
42	BUPA Funding (Australia) Pty Limited	100	100	Subsidiary	Australia	Yes	
43	BUPA Beheer BV	100	100	Subsidiary	Holland	Yes	31/12/2002
44	BI Healthcare Holdings BV	100	100	Subsidiary	Holland	Yes	31/12/2002
45	Healthcare Management Company Limited	100	100	Subsidiary	Thailand	Yes	
46	Blue Cross Insurance Co Limited	28.727	99.998	Subsidiary	Thailand	Yes	
47	Minor Health Enterprises Limited	100	100	Subsidiary	Thailand	Yes	
48	Blue Cross Insurance Co Limited	46.271	99.998	Subsidiary	Thailand	Yes	
49	BUPA Holdings (Guernsey) Limited	100	100	Subsidiary	Guernsey	Yes	
50	Blue Cross Insurance Co Limited	25	99.998	Subsidiary	Thailand	Yes	

The British United Provident Association Limited

Schedule 5 – Part B

Line No	Company Name	Immediate Parent %	Ultimate Parent %	Classification	Country of Incorporation	Included In Cons.Accnts.	Year End
51	—BUPA Nederland BV	100	100	Subsidiary	Holland	Yes	
52	—BUPA Spain BV	100	100	Subsidiary	Holland	Yes	
53	—BUPA Iberia S.L.	100	100	Subsidiary	Spain	Yes	
54	—ASAP Spain (Overseas Limited) S.L.	100	100	Subsidiary	Spain	Yes	
55	—Sanitas S.A. De Seguros (Spain)	99.894	99.894	Subsidiary	Spain	Yes	31/12/2001
56	—Laborservis S.A.	95	94.9	Subsidiary	Spain	Yes	
57	—Novomedic S.A. de Seguros	100	99.894	Subsidiary	Spain	Yes	
58	—Previlabor, S.A.	95	94.9	Subsidiary	Spain	Yes	31/12/2001
59	—Sanitas Prevencion de Riesgos Laborales, S.A.	100	99.894	Subsidiary	Spain	Yes	31/12/2001
60	—Sanitas SA de Inversiones (Spain)	99.833	99.728	Subsidiary	Spain	Yes	31/12/2001
61	—Sanitas Sociedad Limitada de Diversificacion SL	49.589	99.611	Subsidiary	Spain	Yes	31/12/2001
62	—Sanitas Sociedad Limitada de Diversificacion SL	50.211	99.611	Subsidiary	Spain	Yes	31/12/2001
63	—GERS Investment Holding SL	100	99.611	Subsidiary	Spain	Yes	
64	—Gestion de Inversiones De Recursos Sociales SA	100	99.611	Subsidiary	Spain	Yes	
	(Sociedad Unipersonal)						
65	—Gestion de Recursos Sociales SL	100	99.611	Subsidiary	Spain	Yes	31/12/2001
66	—Gestion de Recursos Sociales De Navarra SA	100	99.611	Subsidiary	Spain	Yes	
	(Sociedad Unipersonal)						

The British United Provident Association Limited

Schedule 5 – Part B

Line No	Company Name	Immediate Parent %	Ultimate Parent %	Classification	Country of Incorporation	Included in Cons Accts.	Year End
67	(Sociedad Unipersonal) Gestion de Recursos Sociales Pais Vasco SA	100	99.611	Subsidiary	Spain	Yes	
68	Luz 3015 SL (Sociedad Unipersonal)	100	99.611	Subsidiary	Spain	Yes	
69	Sanitas, Sociedad Anonima de Hospitales (Spain)	100	99.894	Subsidiary	Spain	Yes	31/12/2001
70	Plainprime Limited	100	100	Subsidiary	England and Wales	Yes	31/12/2002
71	BUPA Egypt Insurance	99.95	99.95	Subsidiary	Egypt	Yes	30/06/2003
72	BUPA Finance BV	100	100	Subsidiary	Holland	Yes	31/12/2001
73	BUPA Finance No.1 Limited	100	100	Subsidiary	England	Yes	31/12/2002
74	BUPA Finance No.2 Limited	100	100	Subsidiary	England	Yes	31/12/2002
75	BUPA Health Care Asia Pte Ltd	100	100	Subsidiary	Singapore	Yes	31/12/2001
76	BUPA Health Care Australia Holdings Pte Ltd	100	100	Subsidiary	Singapore	Yes	31/12/2001
77	BUPA Health Care Australia Pty Ltd	100	100		Australia		31/12/2001
78	Hurstville Community Private Hospital Ltd	100	100	Subsidiary	Australia	Yes	31/12/2001
79	BUPA Health Care Hong Kong Limited	100	100	Subsidiary	British Virgin Islands	Yes	31/12/2001
80	Byrne & Hickman Limited	70	70	Subsidiary	Hong Kong	Yes	31/12/2001
81	Dr. Anne Spooner & Associates Limited	75	75	Subsidiary	Hong Kong	Yes	31/12/2001
82	Dr. Vio & Partners Limited	85.2	85.2	Subsidiary	Hong Kong	Yes	31/12/2001

The British United Provident Association Limited

Schedule 5 – Part B

Line No	Company Name	Immediate Parent %	Ultimate Parent %	Classification	Country of Incorporation	Included In Cons Accnts.	Year End
83	Integrated Healthcare (Holdings) Limited	100	100	Subsidiary	British Virgin Islands	Yes	31/12/2001
84	Polyray Technology Limited	51	51	Subsidiary	Hong Kong	Yes	31/12/2001
85	VISTA Healthcare Benefits Management (HK) Limited	100	100	Subsidiary	Hong Kong	Yes	31/12/2001
86	Vista Healthcare Management Services (HK) Limited	100	100	Subsidiary	Hong Kong	Yes	31/12/2001
87	BUPA Health Care Malaysia Sdn Bhd	100	100	Subsidiary	Malaysia	Yes	31/12/2001
88	Megah Medical Specialists Group SDN BHD	22.915	22.915		Malaysia		31/12/2001
89	BUPA Health Care Singapore Pte Ltd	100	100	Subsidiary	Singapore	Yes	31/12/2001
90	Healthway Medical Enterprises Pte Ltd	100	100	Subsidiary	Singapore	Yes	31/12/2001
91	Healthway Sunshine Family Clinic	65	65		Singapore		31/12/2001
92	Healthway Medical Group Pte Ltd	62.5	62.5	Subsidiary	Singapore	Yes	31/12/2001
93	Healthway Tampines Clinic	55	34.375		Singapore		31/12/2001
94	Healthway Woodlands Family Clinic	55.001	34.375		Singapore		31/12/2001
95	IBC-ASIA Healthcare Limited (Cayman Islands)	28.249	28.249		Cayman Islands		31/12/2001
96	IBC Healthcare Limited (Mauritius)	28.249	7.98		Mauritius		31/12/2001
97	BUPA Healthcare Ireland Limited	100	100		IRELAND		
98	BUPA Ireland Limited (Ireland)	50	50	Subsidiary	IRELAND	Yes	29/08/2003

The British United Provident Association Limited

Schedule 5 – Part B

Line No	Company Name	Immediate Parent %	Ultimate Parent %	Classification	Country of Incorporation	Included In Cons. Accts.	Year End
99	BUPA Ireland Health Services Limited	100	50	Subsidiary	Ireland	Yes	30/04/2003
100	BUPA Ireland Services Limited (Ireland)	100	50	Subsidiary	IRELAND	Yes	29/08/2003
101	BUPA LeaseCo Holdings Limited	100	100	Subsidiary	Guernsey	Yes	
102	BUPA LeaseCo. (Guernsey) Limited	100	100	Subsidiary	Guernsey	Yes	
103	BUPA Middle East E C Limited	100	100	Subsidiary	Bahrain	Yes	31/12/2001
104	UK Care Co. No. 1 Limited	75	75		Guernsey		31/12/2001
105	BUPA Membership Limited	100	100	Subsidiary	England	Yes	31/12/2002
106	BUPA Wellness Group Limited	100	100	Subsidiary	England	Yes	31/12/2002
107	Barbican Sportcare Limited	100	100	Subsidiary	England	Yes	31/12/2002
108	BUPA Health at Work Limited	100.01	100.01	Subsidiary	England	Yes	31/12/2002
109	BUPA Occupational Health Limited	100	100	Subsidiary	England	Yes	31/12/2002
110	BUPA Mobile Screening Limited	99.398	99.398	Subsidiary	England	Yes	31/12/2002
111	BUPA Wellness Construction Limited	100	100	Subsidiary	England	Yes	31/12/2002
112	BUPA Wellness Leasing Limited	100	100	Subsidiary	England	Yes	31/12/2002
113	BUPA Wellness Properties Limited	100	100	Subsidiary	England	Yes	31/12/2002
114	City Healthcare Limited	100	100	Subsidiary	England	Yes	31/12/2002
115	Design Crown & Bridge Limited	100	100	Subsidiary	England	Yes	31/12/2002

The British United Provident Association Limited

Schedule 5 – Part B

Line No	Company Name	Immediate Parent %	Ultimate Parent %	Classification	Country of Incorporation	Included In Cons.Accnts.	Year End
116	M. Spencer Swaine Limited	100	100	Subsidiary	England	Yes	31/12/2002
117	Occupational Health Care Limited	100	100	Subsidiary	England	Yes	31/12/2002
118	Personal Effectiveness Centre Limited	100	100	Subsidiary	England and Wales	Yes	31/12/2003
119	Care First Group plc	100	100	Subsidiary	England	Yes	31/12/2002
120	BUPA Care Homes (AKW) Limited	100	100	Subsidiary	England and Wales	Yes	31/12/2002
121	BUPA Care Homes (Bedfordshire) Limited	100	100	Subsidiary	England	Yes	31/12/2002
122	BUPA Care Homes Group Limited	100	100	Subsidiary	England	Yes	31/12/2002
123	BUPA Care Homes (BNH) Limited	100	100	Subsidiary	England	Yes	31/12/2002
124	BUPA Care Homes (BNHP) Limited	100	100	Subsidiary	England	Yes	31/12/2002
125	BUPA Nursing Homes (1997) Limited	100	100	Subsidiary	England	Yes	31/12/2002
126	CHG Homes Limited	99.999	99.999	Subsidiary	England	Yes	31/12/2002
127	BUPA Care Homes (CFCHomes) Limited	100	100	Subsidiary	England	Yes	31/12/2002
128	BUPA Care Homes (CFHCare) Limited	100	100	Subsidiary	England	Yes	31/12/2002
129	BUPA Care Homes (GL) Limited	100	100	Subsidiary	England	Yes	31/12/2002
130	Fulford Grange Medical Centre Limited	50	50	Subsidiary	England	Yes	30/11/2002
131	Goldsbrough Property Ltd	100	100	Subsidiary	England	Yes	31/12/2002

The British United Provident Association Limited

Schedule 5 – Part B

Line No	Company Name	Immediate Parent %	Ultimate Parent %	Classification	Country of Incorporation	Included In Cons.Acncts.	Year End
132	Palladius Limited	100	100	Subsidiary	England	Yes	31/12/2002
133	The Regency Hospital Limited	100	100	Subsidiary	England	Yes	31/12/2002
134	Regency (Macclesfield) Limited	100	100	Subsidiary	England	Yes	31/12/2002
135	BUPA Care Homes (Partnerships) Limited	100	100	Subsidiary	England	Yes	31/12/2002
136	BUPA Care Homes Limited	100	100	Subsidiary	England	Yes	31/12/2002
137	Capital Childcare Limited	100	100	Subsidiary	England	Yes	31/12/2002
138	Care First At Home Ltd	100	100	Subsidiary	England	Yes	31/12/2002
139	Cavendish Hyde Limited	100	100	Subsidiary	England	Yes	31/12/2002
140	Court Cavendish (Beckton) Ltd	100	100	Subsidiary	England	Yes	31/12/2002
141	Court Cavendish Capital Limited	100	100	Subsidiary	England	Yes	31/12/2002
142	Court Cavendish Group Limited	100	100	Subsidiary	England	Yes	31/12/2002
143	Court Cavendish Limited	100.909	100.909	Subsidiary	England	Yes	31/12/2002
144	Court Cavendish Properties Limited	100	100	Subsidiary	England	Yes	31/12/2002
145	Downing Harnham Croft Nursing Home Limited	100	100	Subsidiary	England and Wales	Yes	30/06/2002
146	Greenacre Group Limited	100	100	Subsidiary	England	Yes	31/12/2002
147	Greenacre Residential Retirement Homes Ltd	100	100	Subsidiary	Scotland	Yes	31/12/2002
148	Surgichem Ltd	100	100	Subsidiary	England	Yes	31/12/2002

The British United Provident Association Limited

Schedule 5 – Part B

Line No	Company Name	Immediate Parent %	Ultimate Parent %	Classification	Country of Incorporation	Included In Cons.Accnts.	Year End
149	Nomad (UK) Ltd	100	100	Subsidiary	England	Yes	31/12/2002
150	Pharmaceutical Care Services Limited	99	99	Subsidiary	England	Yes	31/12/2002
151	Takare Developments Ltd	100	100	Subsidiary	England	Yes	31/12/2002
152	Takare Special Projects Limited	100	100	Subsidiary	England	Yes	31/12/2002
153	Hospital Finance Investments Limited	100	100	Subsidiary	England	Yes	31/12/2002
154	R/U/WELL.COM LIMITED	100	100	Subsidiary	England	Yes	31/12/2002
155	BUPA Investments Limited	100	100	Subsidiary	England	Yes	31/12/2002
156	Actagent Limited	100	100	Subsidiary	England	Yes	31/12/2002
157	BHL Hospitals Limited	97.767	97.767	Subsidiary	England	Yes	31/12/2002
158	BHS Leasing (1993) Limited	100	100	Subsidiary	England	Yes	31/12/2002
159	Blackrock Hospital Limited (Republic of Ireland)	55.9	55.9	Subsidiary	Republic of Ireland	Yes	30/09/2002
160	Blackrock Clinic Limited (Republic of Ireland)	99.99	55.894	Subsidiary	Republic of Ireland	Yes	30/09/2002
161	Blackrock Group Services Limited (Republic of Ireland)	99.8	55.783	Subsidiary	Republic of Ireland	Yes	30/09/2002
162	BM Leasing (1992) Limited	100	100	Subsidiary	England	Yes	31/12/2002
163	BM Leasing (1994) Limited	100	100	Subsidiary	England	Yes	31/12/2002
164	BMSL Limited	100	100	Subsidiary	England	Yes	31/12/2002

The British United Provident Association Limited

Schedule 5 – Part B

Line No	Company Name	Immediate Parent %	Ultimate Parent %	Classification	Country of Incorporation	Included In Cons.Acncts.	Year End
165	BUPA Limited	100	100	Subsidiary	England	Yes	31/12/2002
166	BUPA Building Services Limited	100	100	Subsidiary	England	Yes	31/12/2002
167	BUPA Administrative Systems Limited	100	100	Subsidiary	England	Yes	31/12/2002
168	BUPA Carefinder Network Limited	100	100	Subsidiary	England	Yes	31/12/2002
169	BUPA Childcare Provision Limited	100	100	Subsidiary	England	Yes	31/12/2002
170	BUPA Childcare Limited	100	100	Subsidiary	England	Yes	31/12/2002
171	Teddies Nurseries Limited	100	100	Subsidiary	United Kingdom	Yes	31/12/2002
172	Teddies Sports Limited	100	100	Subsidiary	United Kingdom	Yes	31/12/2002
173	BUPA Claims Administration Limited	100	100	Subsidiary	England	Yes	31/12/2002
174	BUPA Clare Park Clinic Properties Limited	98.361	98.361	Subsidiary	England	Yes	31/12/2002
175	BUPA Construction Services Limited	99.999	99.999	Subsidiary	England	Yes	31/12/2002
176	BUPA Properties (1994) Limited	100	99.999	Subsidiary	England	Yes	31/12/2002
177	BUPA Developments Limited	100	100	Subsidiary	Scotland	Yes	31/12/2002
178	BUPA Dunedin Hospital Limited	99.997	99.997	Subsidiary	England	Yes	31/12/2002
179	BUPA Europe Limited	100	100	Subsidiary	England	Yes	31/12/2002
180	BUPA Financial Securities Limited	100	100	Subsidiary	England	Yes	31/12/2002
181	BUPA Financial Investments Limited	100	100	Subsidiary	England and Wales	Yes	31/12/2003

The British United Provident Association Limited

Schedule 5 – Part B

Line No	Company Name	Immediate Parent %	Ultimate Parent %	Classification	Country of Incorporation	Included In Cons.Accnts.	Year End
182	—BUPA Gatwick Park Properties Limited	100	100	Subsidiary	England	Yes	31/12/2002
183	—BUPA Health Assurance Limited	100	100	Subsidiary	England	Yes	31/12/2002
184	—BUPA Health Services Limited	100	100	Subsidiary	England	Yes	31/12/2002
185	—BUPA Holdings (Jersey) Limited	100	100	Subsidiary	Jersey	Yes	31/12/2001
186	—BUPA Hospital Edinburgh Limited	200	200	Subsidiary	Scotland	Yes	31/12/2002
187	—BUPA Hospital Properties Limited	100	100	Subsidiary	England	Yes	31/12/2002
188	—BUPA International Limited	100	100	Subsidiary	Hong Kong	Yes	31/12/2001
189	—BUPA (Asia) Limited	70	100	Subsidiary	Hong Kong	Yes	31/12/2001
190	—BUPA Limited (HK)	99.9	99.9	Subsidiary	Hong Kong	Yes	31/12/2001
191	—BUPA IT Services Limited	100	100	Subsidiary	England	Yes	31/12/2002
192	—BUPA Leasing (Dublin) Limited	100	100	Subsidiary	England	Yes	31/12/2002
193	—BUPA Marketing Services Limited	100	100	Subsidiary	England	Yes	31/12/2002
194	—BUPA Media Purchasing Limited	99.999	99.999	Subsidiary	Guernsey	Yes	
195	—BUPA Medical Centre (1996) Limited	100	100	Subsidiary	England	Yes	31/12/2002
196	—BUPA Medical Centre Croydon Limited	98.99	98.99	Subsidiary	England	Yes	31/12/2002
197	—BUPA Operational Services Limited	100	100	Subsidiary	England	Yes	31/12/2002

The British United Provident Association Limited

Schedule 5 – Part B

Line No	Company Name	Immediate Parent %	Ultimate Parent %	Classification	Country of Incorporation	Included In Cons.Accts.	Year End
198	—BUPA Properties (1995) Limited	100	100	Subsidiary	England	Yes	31/12/2002
199	—BUPA Roding Hospital Limited	100	100	Subsidiary	England	Yes	31/12/2002
200	—BUPA Services Limited	100	100	Subsidiary	England	Yes	31/12/2002
201	—BUPA Travel Services Limited	100	100	Subsidiary	England	Yes	31/12/2002
202	—BUPA Treasury Limited	100	100	Subsidiary	England	Yes	31/12/2002
203	—BUPA Trustees Limited	100	100	Subsidiary	England	Yes	31/12/2002
204	—BUPA Wellbeing Limited	100	100	Subsidiary	England	Yes	31/12/2002
205	—BUPA Worldwide Media Services Limited	99.999	99.999	Subsidiary	England	Yes	31/12/2002
206	—Care Homes Purchasing Limited	100	100	Subsidiary	England	Yes	31/12/2002
207	—Click Locum Limited	100	100	Subsidiary	England	Yes	31/12/2002
208	—Country House Nursing Homes Limited	100	100	Subsidiary	England	Yes	31/12/2002
209	—Country House Homes Limited	100	100	Subsidiary	England	Yes	31/12/2002
210	—Country House Management Services Limited	100	100	Subsidiary	England	Yes	31/12/2002
211	—Datahealth Limited	100	100	Subsidiary	England	Yes	31/12/2002
212	—Essex Street Investments Limited	100	100	Subsidiary	England	Yes	31/12/2002
213	—General Leasing Limited	100	100	Subsidiary	England and Wales	Yes	31/12/2002
214	—Hartwood Hospital Limited	99	99	Subsidiary	England	Yes	31/12/2002

The British United Provident Association Limited

Schedule 5 – Part B

Line No	Company Name	Immediate Parent %	Ultimate Parent %	Classification	Country of Incorporation	Included In Cons.Accnts.	Year End
215	Health Care Online Limited	100	100	Subsidiary	England	Yes	31/12/2002
216	Idealoutcome Limited	100	150	Subsidiary	England	Yes	31/12/2002
217	K B Jackson & Son (Developments) Limited	100	100	Subsidiary	England	Yes	31/12/2002
218	Outcome Technologies Limited	100	100		England and Wales		31/12/2001
219	Partnership in Health Limited	100	100	Subsidiary	England	Yes	31/12/2002
220	Research Outcomes Limited	100	100	Subsidiary	England	Yes	31/12/2002
221	Solihull Parkway Hospital Limited	100	100	Subsidiary	England	Yes	31/12/2002

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
1	The British United Provident Association Limited	1% £1 ORDINARY in Actagent Limited 1% £1 ORDINARY in BUPA Administrative Systems Limited 50% £1 ORDINARY in BUPA Building Services Limited 0% £1 ORDINARY in BUPA Claims Administration Limited 1% £1 ORDINARY in BUPA Care Homes (BNHP) Limited 0% £1 ORDINARY in BUPA Care Homes (CFHCare) Limited 0% £1 ORDINARY in BUPA Care Homes (GL) Limited 0% £1 ORDINARY in BUPA Carefinder Network Limited 0% £1 ORDINARY in BUPA Construction Services Limited 0% £0 ORDINARY in BUPA Care Services Limited 0.003% £1 ORDINARY in BUPA Dunedin Hospital Limited 0% £1 ORDINARY in BUPA Developments Limited 1% £1 ORDINARY in BUPA Europe Limited 100% £1 ORDINARY in BUPA Finance PLC 0% £1 ORDINARY in BUPA Gatwick Park Hospital Limited 50% £1 ORDINARY in BUPA Health Assurance Limited 0% £1 ORDINARY in BUPA Health Services Limited 0% £0 ORDINARY (£0.25) in BUPA Hospital Edinburgh Limited 0.002% £1 ORDINARY in BUPA Hospitals Limited 0% £1 ORDINARY in BHL Hospitals Limited 50% £1 ORDINARY in BHL Properties Limited 1% £1 ORDINARY in BUPA Hospital Properties Limited 1% £1 ORDINARY in BUPA Health Services Limited 0.002% £1 ORDINARY in BHS Leasing (1992) Limited 99.998% £1 ORDINARY in BUPA Investments Limited 0% £1 ORDINARY in BUPA Investments Overseas Limited 1% £1 ORDINARY in BUPA IT Services Limited 0% £1 ORDINARY in BUPA Leasing (Dublin) Limited 0.004% £1 ORDINARY in BUPA Medical Centre (1996) Limited 1.01% £1 ORDINARY in BUPA Medical Centre Croydon Limited 0.1% £1 ORDINARY in BUPA Medical Supplies Limited 50% £1 ORDINARY in BUPA Marketing Services Limited 0% £0 ORDINARY (10P) in BM Leasing (1992) Limited 0% £1 ORDINARY in BM Leasing (1994) Limited 1% £1 ORDINARY in BMSL Limited 0% £1 ORDINARY in BUPA Occupational Health Limited 0% £1 ORDINARY in BUPA Operational Services Limited 0% £1 ORDINARY in BUPA Properties (1994) Limited 0.01% £1 ORDINARY in BUPA Properties (1995) Limited 50% £1 ORDINARY in BUPA Limited 50% £1 ORDINARY in BUPA Power & Leasing Limited 0% £1 ORDINARY in BUPA Purchasing Limited 0% £0 ORDINARY in BUPA Roding Hospital Limited 1% £1 ORDINARY in BUPA Services Limited	Active	Health insurance and provision of healthcare services	

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		0% £1 ORDINARY in BUPA Treasury Limited			
		0.002% £1 ORDINARY in BUPA Trustees Limited			
		0.01% £1 ORDINARY in BUPA Travel Services Limited			
		0% £0 ORDINARY in BUPA Wellness Group Limited			
		50% £1 ORDINARY in BUPA Wellbeing Limited			
		0.001% £1 ORD in BUPA Worldwide Media Services Limited			
		0% £0 ORDINARY in Court Cavendish Group Limited			
		0% £0 ORDINARY in Care First Group plc			
		0.001% £1 'A' ORDINARY in CHG Homes Limited			
		0.01% £1 ORDINARY in Country House Nursing Homes Limited			
		1% £1 ORDINARY in Datahealth Limited			
		1% £1 ORDINARY in Essex Street Investments Limited			
		0.02% £1 ORDINARY in Flexible Care Services Limited			
		0% £1 ORDINARY in Goldborough Estates Limited			
		0% £0 ORDINARY in Greenacre Group Limited			
		0% £1 ORDINARY in Goldborough Developments Limited			
		50% £1 ORDINARY in Goldborough Property Ltd			
		50% £1 ORDINARY in Health Care Online Limited			
		0.014% £1 ORDINARY in K B Jackson & Son (Developments) Limited			
		0.02% £1 ORDINARY in Montpelier Health Care Limited			
		50% £1 ORDINARY in Professional Healthcare Services Limited			
		2.174% £1 ORDINARY in Palladius Limited			
		50% £1 ORDINARY in Professional Management Services Limited			
		0% £1 ORDINARY in The Regency Hospital Limited			
		50% £1 ORDINARY in Regency (Macclesfield) Limited			
		50% £1 ORDINARY in Research Outcomes Limited			
		0% £1 ORDINARY in Strand Nurses Bureau Limited			
		50% £1 ORDINARY in Timer Estates Limited			
		50% £1 ORDINARY in Tunbridge Wells Independent Hospital Limited			
		30% £10 ORDINARY in BUPA (Asia) Limited			
		0% £1 ORDINARY in BUPA International Limited			
		99% £1 ORDINARY in BUPA Care Homes (BNHP) Limited held by subsidiary BUPA Care Homes (BNH) Limited			
		100% £1 ORDINARY in BUPA Nursing Homes (1997) Limited held by subsidiary BUPA Care Homes (BNH) Limited			
		99.999% £1 ORDINARY in CHG Homes Limited held by subsidiary BUPA Care Homes (BNH) Limited			
		50% £1 'A' ORDINARY in Fulford Grange Medical Centre Limited held by subsidiary BUPA Care Homes (GL) Limited			
		50% £1 ORDINARY in Goldborough Property Ltd held by subsidiary BUPA Care Homes (GL) Limited			
		97.826% £1 ORDINARY in Palladius Limited held by subsidiary BUPA Care Homes (GL) Limited			
		100% £1 ORDINARY in The Regency Hospital Limited held by subsidiary BUPA Care Homes (GL) Limited			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		99.363% £1 ORDINARY in BUPA Care Homes (BNH) Limited held by subsidiary BUPA Care Homes Group Limited			
		100% £1 ORDINARY in BUPA Care Homes (CFCHomes) Limited held by subsidiary BUPA Care Homes Group Limited			
		100% £1 ORDINARY in BUPA Care Homes (CFHCare) Limited held by subsidiary BUPA Care Homes Group Limited			
		100% £1 ORDINARY in BUPA Care Homes (GL) Limited held by subsidiary BUPA Care Homes Group Limited			
		100% £1 ORDINARY in BUPA Care Homes (Partnerships) Limited held by subsidiary BUPA Care Homes Group Limited			
		100% £1 ORDINARY in BUPA Childcare Limited held by subsidiary BUPA Childcare Provision Limited			
		100% £1 ORDINARY in Teddies Nurseries Limited held by subsidiary BUPA Childcare Provision Limited			
		100% £1 ORDINARY in BUPA Properties (1994) Limited held by subsidiary BUPA Construction Services Limited			
		100% £1 ORDINARY in BUPA Care Services Overseas Staffing Limited held by subsidiary BUPA Care Services Limited			
		100% £1 ORDINARY in BUPA Nursing Limited held by subsidiary BUPA Care Services Limited			
		99.98% £1 ORDINARY in Flexible Care Services Limited held by subsidiary BUPA Care Services Limited			
		100% £1 ORDINARY in Goldborough Estates Limited held by subsidiary BUPA Care Services Limited			
		99.98% £1 ORDINARY in Montpellier Health Care Limited held by subsidiary BUPA Care Services Limited			
		50% £1 ORDINARY in Professional Healthcare Services Limited held by subsidiary BUPA Care Services Limited			
		50% £1 ORDINARY in Professional Management Services Limited held by subsidiary BUPA Care Services Limited			
		100% £1 ORDINARY in Strand Nurses Bureau Limited held by subsidiary BUPA Care Services Limited			
		99.9% £1 ORDINARY in BUPA Financial Securities Limited held by subsidiary BUPA Europe Limited			
		0% £1 5% NON-CUMULATIVE PREFERENCE in BUPA Finance No.2 Limited held by subsidiary BUPA Finance BV			
		0% £1 5% NON-CUMULATIVE PREFERENCE in BUPA Finance BV held by subsidiary BUPA Finance No.1 Limited			
		0% £1 5% NON-CUMULATIVE PREFERENCE in BUPA Spain BV held by subsidiary BUPA Finance No.2 Limited			
		100% £1 ORDINARY in BUPA Childcare Services Limited held by subsidiary BUPA Finance PLC			
		100% £0 ORDINARY in BUPA Care Services Limited held by subsidiary BUPA Finance PLC			
		100% £1 ORDINARY in BUPA Financial Securities (1992) Limited held by			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		subsidiary BUPA Finance PLC			
		100% £1 Ordinary in BHS (Holdings) Limited held by subsidiary BUPA Finance PLC			
		100% £1 ORDINARY in BUPA International Insurance Services Limited held by subsidiary BUPA Finance PLC			
		100% £1 ORDINARY in BUPA Investments Overseas Limited held by subsidiary BUPA Finance PLC			
		100% £1 ORDINARY in BUPA Membership Limited held by subsidiary BUPA Finance PLC			
		100% £1 Ordinary in BUPA Australian Investments Limited held by subsidiary BUPA Finance PLC			
		0.017% EGP10 Ordinary in BUPA Egypt Insurance held by subsidiary BUPA Finance PLC			
		100% £1 ORDINARY in BUPA Insurance Limited held by subsidiary BUPA Finance PLC			
		100% £0 ORDINARY in BUPA Wellness Group Limited held by subsidiary BUPA Finance PLC			
		100% £0 ORDINARY in Care First Group plc held by subsidiary BUPA Finance PLC			
		100% £1 ORDINARY in Hospital Finance Investments Limited held by subsidiary BUPA Finance PLC			
		0% £1 6.5% CUMULATIVE REDEEMABLE PREFERENCE in Hospital Finance Investments Limited held by subsidiary BUPA Finance PLC			
		100% £1 ORDINARY in RUWELL.COM LIMITED held by subsidiary BUPA Finance PLC			
		0.002% £1 ORDINARY in BUPA Investments Limited held by subsidiary BUPA Financial Securities (1992) Limited			
		100% AUD1 Ordinary in BUPA Health Care Australia Pty Ltd held by subsidiary BUPA Health Care Australia Holdings Pte Ltd			
		100% AUD1 Ordinary in Hurstville Community Private Hospital Ltd held by subsidiary BUPA Health Care Australia Holdings Pte Ltd			
		100% SGD1 Ordinary in BUPA Health Care Australia Holdings Pte Ltd held by subsidiary BUPA Health Care Asia Pte Ltd			
		100% HKD1 Ordinary in BUPA Health Care Hong Kong Limited held by subsidiary BUPA Health Care Asia Pte Ltd			
		100% MYR1 Ordinary in BUPA Health Care Malaysia Sdn Bhd held by subsidiary BUPA Health Care Asia Pte Ltd			
		100% SGD1 Class A Ordinary in BUPA Health Care Singapore Pte Ltd held by subsidiary BUPA Health Care Asia Pte Ltd			
		100% SGD1 Ordinary in Healthway Medical Enterprises Pte Ltd held by subsidiary BUPA Health Care Asia Pte Ltd			
		62.5% SGD1 Ordinary in Healthway Medical Group Pte Ltd held by subsidiary BUPA Health Care Asia Pte Ltd			
		28.249% USD0 Voting Preference in IBC-ASIA Healthcare Limited (Cayman Islands) held by subsidiary BUPA Health Care Asia Pte Ltd			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		70% HKD1 Ordinary in Byrne & Hickman Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		74.95% HKD1 Ordinary in Dr. Anne Spooner & Associates Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		85.2% HKD1 Ordinary in Dr. Vio & Partners Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		100% US\$1 Ordinary in Integrated Healthcare (Holdings) Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		51% HKD1 Ordinary in Polyray Technology Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		50% HKD1 Ordinary in VISTA Healthcare Benefits Management (HK) Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		50% HKD1 Ordinary in Vista Healthcare Management Services (HK) Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		22.915% MYR1 Ordinary in Megah Medical Specialists Group SDN BHD held by subsidiary BUPA Health Care Malaysia Sdn Bhd			
		25% £100 ORDINARY in Blue Cross Insurance Co Limited held by subsidiary BUPA Holdings (Guernsey) Limited			
		99.998% £1 ORDINARY in BUPA Hospitals Limited held by subsidiary BUPA Hospitals (Holdings) Limited			
		100% NZD1 Preference in BUPA Hospitals Limited held by subsidiary BUPA Holdings (Jersey) Limited			
		100% £1 ORDINARY in BUPA Gatwick Park Hospital Limited held by subsidiary BUPA Hospitals Limited			
		0% £1 ORDINARY in BUPA Health at Work Limited held by subsidiary BUPA Hospitals Limited			
		50% £1 ORDINARY in BHL Properties Limited held by subsidiary BUPA Hospitals Limited			
		99.998% £1 ORDINARY in BHS Leasing (1992) Limited held by subsidiary BUPA Hospitals Limited			
		99.999% £1 ORDINARY in BHS Leasing (1994) Limited held by subsidiary BUPA Hospitals Limited			
		50% £1 ORDINARY in BHSL Properties Limited held by subsidiary BUPA Hospitals Limited			
		99.9% £1 ORDINARY in BUPA Medical Supplies Limited held by subsidiary BUPA Hospitals Limited			
		50% £1 ORDINARY in BUPA Power & Leasing Limited held by subsidiary BUPA Hospitals Limited			
		100% £1 ORDINARY in BUPA Purchasing Limited held by subsidiary BUPA Hospitals Limited			
		100% £1 ORDINARY in Goldborough Developments Limited held by subsidiary BUPA Hospitals Limited			
		100% £1 Ordinary in Hospitals Leasing (One) Limited held by subsidiary BUPA Hospitals Limited			
		100% £1 ORDINARY in Hospitals Leasing (Two) Limited held by subsidiary			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
	BUPA Hospitals Limited				
	100% £1 Ordinary in Indexscreen Limited held by subsidiary BUPA Hospitals Limited				
	100% £1 Ordinary in BUPA Hospitals (Holdings) Limited held by subsidiary BHS (Holdings) Limited				
	100% £1 ORDINARY in BUPA Redwood Hospital Limited held by subsidiary BHS (Holdings) Limited				
	100% £100 ORDINARY in Healthcare Management Company Limited held by subsidiary BI Healthcare Holdings BV				
	100% £100 ORDINARY in Minor Health Enterprises Limited held by subsidiary BI Healthcare Holdings BV				
	99% £1 ORDINARY in Actagent Limited held by subsidiary BUPA Investments Limited				
	99% £1 ORDINARY in BUPA Administrative Systems Limited held by subsidiary BUPA Investments Limited				
	100% £1 ORDINARY in BUPA Claims Administration Limited held by subsidiary BUPA Investments Limited				
	0.637% £1 ORDINARY in BUPA Care Homes (BNH) Limited held by subsidiary BUPA Investments Limited				
	100% £1 ORDINARY in BUPA Childcare Provision Limited held by subsidiary BUPA Investments Limited				
	100% £1 ORDINARY in BUPA Carefinder Network Limited held by subsidiary BUPA Investments Limited				
	0.001% £1 A ORDINARY in BUPA Construction Services Limited held by subsidiary BUPA Investments Limited				
	99.998% £1 ORDINARY in BUPA Construction Services Limited held by subsidiary BUPA Investments Limited				
	100% £1 ORDINARY in BUPA Clare Park Clinic Properties Limited held by subsidiary BUPA Investments Limited				
	99.997% £1 ORDINARY in BUPA Dunedin Hospital Limited held by subsidiary BUPA Investments Limited				
	100% £1 ORDINARY in BUPA Developments Limited held by subsidiary BUPA Investments Limited				
	0% £1 NON CON NON VOT IRRED PREF in BUPA Europe Limited held by subsidiary BUPA Investments Limited				
	99% £1 ORDINARY in BUPA Europe Limited held by subsidiary BUPA Investments Limited				
	0% £1 CUM-FLOAT RATE CONV NON-VOTE PREF in BUPA Europe Limited held by subsidiary BUPA Investments Limited				
	50% £1 ORDINARY in BUPA Finance No. 1 Limited held by subsidiary BUPA Investments Limited				
	0% £1 5% NON-CUMULATIVE PREFERENCE in BUPA Finance No. 1 Limited held by subsidiary BUPA Investments Limited				
	50% £1 ORDINARY in BUPA Finance No. 2 Limited held by subsidiary BUPA Investments Limited				

The British United Provident Association Limited

Schedule 5 -- Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		0% £1 ORDINARY in BUPA Finance PLC held by subsidiary BUPA Investments Limited			
		0% £1 ORDINARY in BUPA Financial Securities (1992) Limited held by subsidiary BUPA Investments Limited			
		0.1% £1 ORDINARY in BUPA Financial Securities Limited held by subsidiary BUPA Investments Limited			
		50% £1 ORDINARY in BUPA Gatwick Park Properties Limited held by subsidiary BUPA Investments Limited			
		100% £1 ORDINARY in BUPA Health Assurance Limited held by subsidiary BUPA Investments Limited			
		100% £0 ORDINARY (£0.25) in BUPA Hospital Edinburgh Limited held by subsidiary BUPA Investments Limited			
		0.005% £1 ORDINARY in BUPA Holdings (Guernsey) Limited held by subsidiary BUPA Investments Limited			
		100% £1 ORDINARY in BUPA Holdings (Jersey) Limited held by subsidiary BUPA Investments Limited			
		97.767% £1 ORDINARY in BHL Hospitals Limited held by subsidiary BUPA Investments Limited			
		99% £1 ORDINARY in BUPA Hospital Properties Limited held by subsidiary BUPA Investments Limited			
		99% £1 ORDINARY in BUPA Health Services Limited held by subsidiary BUPA Investments Limited			
		100% £1 ORDINARY in BHS Leasing (1993) Limited held by subsidiary BUPA Investments Limited			
		0.001% £1 ORDINARY in BHS Leasing (1994) Limited held by subsidiary BUPA Investments Limited			
		50% £1 ORDINARY in BHSL Properties Limited held by subsidiary BUPA Investments Limited			
		99% £1 ORDINARY in BUPA IT Services Limited held by subsidiary BUPA Investments Limited			
		100% £1 ORDINARY in BUPA Leasing (Dublin) Limited held by subsidiary BUPA Investments Limited			
		99.996% £1 ORDINARY in BUPA Medical Centre (1996) Limited held by subsidiary BUPA Investments Limited			
		98.99% £1 ORDINARY in BUPA Medical Centre Croydon Limited held by subsidiary BUPA Investments Limited			
		50% £1 ORDINARY in BUPA Marketing Services Limited held by subsidiary BUPA Investments Limited			
		100% £0 ORDINARY (10P) in BM Leasing (1992) Limited held by subsidiary BUPA Investments Limited			
		100% £1 ORDINARY in BM Leasing (1994) Limited held by subsidiary BUPA Investments Limited			
		99.999% £1 ORDINARY in BUPA Media Purchasing Limited held by subsidiary BUPA Investments Limited			
		99% £1 ORDINARY in BMSL Limited held by subsidiary BUPA Investments			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
	Limited	100% £1 ORDINARY in BUPA Operational Services Limited held by subsidiary BUPA Investments Limited			
		99.99% £1 ORDINARY in BUPA Properties (1995) Limited held by subsidiary BUPA Investments Limited			
		50% £1 ORDINARY in BUPA Limited held by subsidiary BUPA Investments Limited			
		100% £0 ORDINARY in BUPA Roding Hospital Limited held by subsidiary BUPA Investments Limited			
		99% £1 ORDINARY in BUPA Services Limited held by subsidiary BUPA Investments Limited			
		100% £1 ORDINARY in BUPA Treasury Limited held by subsidiary BUPA Investments Limited			
		99.998% £1 ORDINARY in BUPA Trustees Limited held by subsidiary BUPA Investments Limited			
		99.99% £1 ORDINARY in BUPA Travel Services Limited held by subsidiary BUPA Investments Limited			
		0.017% EGP-10 Ordinary in BUPA Egypt Insurance held by subsidiary BUPA Investments Limited			
		100% £1 Ordinary in BUPA Financial Investments Limited held by subsidiary BUPA Investments Limited			
		1% £1 ORDINARY in BUPA Wellness Construction Limited held by subsidiary BUPA Investments Limited			
		50% £1 ORDINARY in BUPA Wellbeing Limited held by subsidiary BUPA Investments Limited			
		1% £1 ORDINARY in BUPA Wellness Leasing Limited held by subsidiary BUPA Investments Limited			
		99.999% £1 ORD in BUPA Worldwide Media Services Limited held by subsidiary BUPA Investments Limited			
		1% £1 ORDINARY in BUPA Wellness Properties Limited held by subsidiary BUPA Investments Limited			
		50% £1 ORDINARY in Country House Homes Limited held by subsidiary BUPA Investments Limited			
		0.143% £1 ORDINARY in Country House Management Services Limited held by subsidiary BUPA Investments Limited			
		99.99% £1 ORDINARY in Country House Nursing Homes Limited held by subsidiary BUPA Investments Limited			
		100% £1 ORDINARY in Care Homes Purchasing Limited held by subsidiary BUPA Investments Limited			
		100% £1 ORDINARY in Click Locum Limited held by subsidiary BUPA Investments Limited			
		99% £1 ORDINARY in Datahealth Limited held by subsidiary BUPA Investments Limited			
		99% £1 ORDINARY in Essex Street Investments Limited held by subsidiary BUPA Investments Limited			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		100% £1 Ordinary in General Leasing Limited held by subsidiary BUPA Investments Limited			
		50% £1 ORDINARY in Health Care Online Limited held by subsidiary BUPA Investments Limited			
		100% £1 ORDINARY in Hartswood Hospital Limited held by subsidiary BUPA Investments Limited			
		0% £1 ORDINARY in Hospitals Leasing (Two) Limited held by subsidiary BUPA Investments Limited			
		100% £1 ORDINARY in Idealoutcome Limited held by subsidiary BUPA Investments Limited			
		99.986% £1 ORDINARY in K B Jackson & Son (Developments) Limited held by subsidiary BUPA Investments Limited			
		100% £1 ORDINARY in Partnership in Health Limited held by subsidiary BUPA Investments Limited			
		50% £1 ORDINARY in Research Outcomes Limited held by subsidiary BUPA Investments Limited			
		100% £1 ORDINARY in Solihull Parkway Hospital Limited held by subsidiary BUPA Investments Limited			
		100% £0 "A" Ordinary in Outcome Technologies Limited held by subsidiary BUPA Investments Limited			
		100% £1 ORDINARY in BUPA International Limited held by subsidiary BUPA Investments Limited			
		55.9% £1 Ordinary-A in Blackrock Hospital Limited (Republic of Ireland) held by subsidiary BUPA Investments Limited			
		0% £1 PREFERRED ORDINARY in Blackrock Hospital Limited (Republic of Ireland) held by subsidiary BUPA Investments Limited			
		100% £1 ORDINARY in BUPA Finance BV held by subsidiary BUPA Investments Overseas Limited			
		50% £1 ORDINARY in BUPA Finance No.1 Limited held by subsidiary BUPA Investments Overseas Limited			
		50% £1 ORDINARY in BUPA Finance No.2 Limited held by subsidiary BUPA Investments Overseas Limited			
		100% US\$0 Ordinary in BUPA Health Care Asia Pte Ltd held by subsidiary BUPA Investments Overseas Limited			
		100% £1 Ordinary in BUPA Healthcare Ireland Limited held by subsidiary BUPA Investments Overseas Limited			
		50% £2 Ordinary in BUPA Ireland Limited (Ireland) held by subsidiary BUPA Investments Overseas Limited			
		100% £1 ORDINARY in BUPA LeaseCo Holdings Limited held by subsidiary BUPA Investments Overseas Limited			
		50% BHD1 Ordinary in BUPA Middle East E C Limited held by subsidiary BUPA Investments Overseas Limited			
		50% BHD1 Premium Reserved in BUPA Middle East E C Limited held by subsidiary BUPA Investments Overseas Limited			
		0% AUD1 Ordinary in BUPA Australian Finance held by subsidiary BUPA Investments Overseas Limited			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		Investments Overseas Limited			
		100% £1 Ordinary in BUPA Australia Pty Limited held by subsidiary BUPA			
		Investments Overseas Limited			
		100% NLG100 ORDINARY in BUPA Beheer BV held by subsidiary BUPA			
		Investments Overseas Limited			
		99.95% EGP10 Ordinary in BUPA Egypt Insurance held by subsidiary BUPA			
		Investments Overseas Limited			
		75% £1 'B' ORDINARY in UK Care Co. No. 1 Limited held by subsidiary BUPA			
		Investments Overseas Limited			
		100% £2 Ordinary in BUPA Ireland Services Limited (Ireland) held by subsidiary BUPA Ireland Limited (Ireland)			
		100% £1 Ordinary in BUPA Ireland Health Services Limited held by subsidiary BUPA Ireland Limited (Ireland)			
		100% £1 ORDINARY in BUPA LeaseCo. (Guernsey) Limited held by subsidiary BUPA LeaseCo Holdings Limited			
		50% £1 ORDINARY in Tiner Estates Limited held by subsidiary BUPA Medical Supplies Limited			
		99.398% £1 ORDINARY in BUPA Mobile Screening Limited held by subsidiary BUPA Occupational Health Limited			
		99% £1 ORDINARY in BUPA Wellness Construction Limited held by subsidiary BUPA Occupational Health Limited			
		99% £1 ORDINARY in BUPA Wellness Leasing Limited held by subsidiary BUPA Occupational Health Limited			
		99% £1 ORDINARY in BUPA Wellness Properties Limited held by subsidiary BUPA Occupational Health Limited			
		50% £1 ORDINARY in BUPA Building Services Limited held by subsidiary BUPA Limited			
		100% £1 Ordinary in BUPA Iberia S.L. held by subsidiary BUPA Spain BV			
		99.894% £1 ORDINARY in Santitas S.A. De Seguros (Spain) held by subsidiary BUPA Spain BV			
		0.017% EGP10 Ordinary in BUPA Egypt Insurance held by subsidiary BUPA Treasury Limited			
		100% AUD1 Ordinary in BUPA Australian Finance held by subsidiary BUPA Australian Investments Limited			
		100% £1 Ordinary in BUPA Holdings (Australia) Pty Limited held by subsidiary BUPA Australia Pty Limited			
		99.995% £1 ORDINARY in BUPA Holdings (Guernsey) Limited held by subsidiary BUPA Beheer BV			
		100% £100 ORDINARY in BI Healthcare Holdings BV held by subsidiary BUPA Beheer BV			
		100% £100 ORDINARY in BUPA Nederland BV held by subsidiary BUPA Beheer BV			
		100% £1 ORDINARY in BUPA Spain BV held by subsidiary BUPA Beheer BV			
		100% £1 Ordinary in Plainprime Limited held by subsidiary BUPA Beheer BV			
		100% AUD1 Ordinary in BUPA Funding (Australia) Pty Limited held by			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		subsidiary BUPA Holdings (Australia) Pty Limited			
		100% £1 Ordinary in ASAP Spain (Overseas Limited) S.L. held by subsidiary BUPA Iberia S.L.			
		100% £1 ORDINARY in BUPA Health at Work Limited held by subsidiary BUPA Wellness Group Limited			
		100% £1 ORDINARY in BUPA Occupational Health Limited held by subsidiary BUPA Wellness Group Limited			
		100% £1 ORDINARY in Barbican Sportcare Limited held by subsidiary BUPA Wellness Group Limited			
		100% £1 ORDINARY in City Healthcare Limited held by subsidiary BUPA Wellness Group Limited			
		100% £1 ORDINARY in Design Crown & Bridge Limited held by subsidiary BUPA Wellness Group Limited			
		100% £1 ORDINARY in M. Spencer Swaine Limited held by subsidiary BUPA Wellness Group Limited			
		100% £1 ORDINARY in Occupational Health Care Limited held by subsidiary BUPA Wellness Group Limited			
		0% £1 REDEEMABLE PREFERENCE in Occupational Health Care Limited held by subsidiary BUPA Wellness Group Limited			
		100% £1 Ordinary in Personal Effectiveness Centre Limited held by subsidiary BUPA Wellness Group Limited			
		100% £1 Ordinary in BUPA Care Homes (AKW) Limited held by subsidiary Care First Group plc			
		100% £1 ORDINARY in BUPA Care Homes (Bedfordshire) Limited held by subsidiary Care First Group plc			
		100% £1 ORDINARY in BUPA Care Homes Group Limited held by subsidiary Care First Group plc			
		100% £1 ORDINARY in BUPA Care Homes Limited held by subsidiary Care First Group plc			
		100% £1 ORDINARY in Court Cavendish (Beckton) Ltd held by subsidiary Care First Group plc			
		100% £1 ORDINARY in Court Cavendish Capital Limited held by subsidiary Care First Group plc			
		100% £0 ORDINARY in Court Cavendish Group Limited held by subsidiary Care First Group plc			
		100% £1 ORDINARY in Capital Childcare Limited held by subsidiary Care First Group plc			
		100% £0 DEFERRED in Court Cavendish Limited held by subsidiary Care First Group plc			
		0.091% £0 'A' ORDINARY in Court Cavendish Limited held by subsidiary Care First Group plc			
		0.091% £0 'B' ORDINARY in Court Cavendish Limited held by subsidiary Care First Group plc			
		0.091% £0 'C' ORDINARY in Court Cavendish Limited held by subsidiary Care First Group plc			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		0.091% £0 'D' ORDINARY in Court Cavendish Limited held by subsidiary Care First Group plc			
		0.545% £0 'E' ORDINARY in Court Cavendish Limited held by subsidiary Care First Group plc			
		100% £1 ORDINARY in Court Cavendish Properties Limited held by subsidiary Care First Group plc			
		100% £1 ORDINARY in Care First At Home Ltd held by subsidiary Care First Group plc			
		100% £1 ORDINARY in Cavendish Hyde Limited held by subsidiary Care First Group plc			
		100% £1 Ordinary in Downing Harnham Croft Nursing Home Limited held by subsidiary Care First Group plc			
		100% £0 ORDINARY in Greenacre Group Limited held by subsidiary Care First Group plc			
		100% £1 ORDINARY in Greenacre Residential Retirement Homes Ltd held by subsidiary Care First Group plc			
		50% £1 'A' ORDINARY in Surgichem Ltd held by subsidiary Care First Group plc			
		50% £1 'B' ORDINARY in Surgichem Ltd held by subsidiary Care First Group plc			
		100% £1 ORDINARY in Takare Developments Ltd held by subsidiary Care First Group plc			
		100% £1 ORDINARY in Takare Special Projects Limited held by subsidiary Care First Group plc			
		50% £1 ORDINARY in Country House Homes Limited held by subsidiary Country House Nursing Homes Limited			
		99.857% £1 ORDINARY in Country House Management Services Limited held by subsidiary Country House Nursing Homes Limited			
		100% £60 Ordinary in Gestion de Inversiones De Recursos Sociales SA (Sociedad Unipersonal) held by subsidiary GERS Investment Holding SL			
		100% £900 Ordinary in Gestion de Recursos Sociales SL held by subsidiary GERS Investment Holding SL			
		100% £60 Ordinary in Gestion de Recursos Sociales De Navarra SA (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL			
		100% £120 Ordinary in Gestion de Recursos Sociales Pais Vasco SA (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL			
		100% £60 Ordinary in Luz 3015 SL (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL			
		50% £1 ORDINARY in Tunbridge Wells Independent Hospital Limited held by subsidiary Goldsbrough Developments Limited			
		100% £1 ORDINARY in The Yale Hospital Limited held by subsidiary Goldsbrough Developments Limited			
		28.727% £100 ORDINARY in Blue Cross Insurance Co Limited held by subsidiary Healthcare Management Company Limited			
		65% SGD1 Partnership Capital in Healthway Sunshine Family Clinic held by			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		subsidiary Heathway Medical Enterprises Pte Ltd 55% SGD1 Partnership Capital in Heathway Tampines Clinic held by subsidiary Heathway Medical Group Pte Ltd 55.001% SGD1 Partnership Capital in Heathway Woodlands Family Clinic held by subsidiary Heathway Medical Group Pte Ltd 28.249% US\$10 Ordinary in IBC Healthcare Limited (Mauritius) held by subsidiary IBC-ASIA Healthcare Limited (Cayman Islands) 0.05% HKD1 Ordinary in Dr. Anne Spooner & Associates Limited held by subsidiary Integrated Healthcare (Holdings) Limited 50% HKD1 Ordinary in VISTA Healthcare Benefits Management (HK) Limited held by subsidiary Integrated Healthcare (Holdings) Limited 50% HKD1 Ordinary in Vista Healthcare Management Services (HK) Limited held by subsidiary Integrated Healthcare (Holdings) Limited 46.271% £100 ORDINARY in Blue Cross Insurance Co Limited held by subsidiary Minor Health Enterprises Limited 50% £1 ORDINARY in Regency (Macclesfield) Limited held by subsidiary The Regency Hospital Limited 100% £1 Ordinary in GERS Investment Holding SL held by subsidiary Sanitas Sociedad Limitada de Diversificacion SL 0% £1 REDEEMABLE PREFERENCE in BUPA Care Homes (CFHCare) Limited held by subsidiary Sanitas SA de Inversiones (Spain) 49.589% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas SA de Inversiones (Spain) 95% €67 Ordinary in Laborers S.A. held by subsidiary Sanitas S.A. De Seguros (Spain) 100% €60 Ordinary in Novomedic S.A. de Seguros held by subsidiary Sanitas S.A. De Seguros (Spain) 95% €12 Ordinary in Previlabor, S.A. held by subsidiary Sanitas S.A. De Seguros (Spain) 50.211% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas S.A. De Seguros (Spain) 99.833% €6 ORDINARY in Sanitas SA de Inversiones (Spain) held by subsidiary Sanitas S.A. De Seguros (Spain) 100% €6 Ordinary in Sanitas Prevencion de Riesgos Laborales, S.A. held by subsidiary Sanitas S.A. De Seguros (Spain) 100% €6 ORDINARY in Sanitas, Sociedad Anonima de Hospitales (Spain) held by subsidiary Sanitas S.A. De Seguros (Spain) 100% £1 ORDINARY in Nomad (UK) Ltd held by subsidiary Surgichem Ltd 99% £1 ORDINARY in Pharmaceutical Care Services Limited held by subsidiary Surgichem Ltd 0.018% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas, Sociedad Anonima de Hospitales (Spain) 0.167% €6 ORDINARY in Sanitas SA de Inversiones (Spain) held by subsidiary Sanitas, Sociedad Anonima de Hospitales (Spain) 100% £1 ORDINARY in Teddies Sports Limited held by subsidiary Teddies			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
2	BUPA (Asia) Limited	Nurses Limited	Active	International	Subsidiary of BUPA International Limited
		0.1% US\$1 ORDINARY in BUPA Limited (HK) held by subsidiary BUPA (Asia) Limited			
3	BUPA Finance PLC	99.9% US\$1 ORDINARY in BUPA Limited (HK) held by subsidiary BUPA International Limited	Active	Trading	Direct subsidiary of The British United Provident Association Limited
		70% £10 ORDINARY in BUPA (Asia) Limited held by subsidiary BUPA International Limited			
		99.8% £1 Ordinary in Blackrock Group Services Limited (Republic of Ireland) held by subsidiary Blackrock Clinic Limited (Republic of Ireland)			
		99.99% £1 Ordinary in Blackrock Clinic Limited (Republic of Ireland) held by subsidiary Blackrock Hospital Limited (Republic of Ireland)			
		100% £1 ORDINARY in BUPA Childcare Services Limited			
		100% £0 ORDINARY in BUPA Care Services Limited			
		100% £1 ORDINARY in BUPA Financial Securities (1992) Limited			
		100% £1 Ordinary in BHS (Holdings) Limited			
		100% £1 ORDINARY in BUPA International Insurance Services Limited			
		100% £1 ORDINARY in BUPA Investments Overseas Limited			
		100% £1 ORDINARY in BUPA Membership Limited			
		100% £1 Ordinary in BUPA Australian Investments Limited			
		0.017% EGP10 Ordinary in BUPA Egypt Insurance			
		100% £1 ORDINARY in BUPA Insurance Limited			
		100% £0 ORDINARY in BUPA Wellness Group Limited			
		100% £0 ORDINARY in Care First Group plc			
		100% £1 ORDINARY in Hospital Finance Investments Limited			
		0% £1 6.5% CUMULATIVE REDEEMABLE PREFERENCE in Hospital Finance Investments Limited			
		100% £1 ORDINARY in R/UWELL.COM LIMITED			
		99% £1 ORDINARY in BUPA Care Homes (BNHP) Limited held by subsidiary BUPA Care Homes (BNH) Limited			
		100% £1 ORDINARY in BUPA Nursing Homes (1997) Limited held by subsidiary BUPA Care Homes (BNH) Limited			
		99.999% £1 ORDINARY in CHG Homes Limited held by subsidiary BUPA Care Homes (BNH) Limited			
		50% £1 'A' ORDINARY in Fulford Grange Medical Centre Limited held by subsidiary BUPA Care Homes (GL) Limited			
		50% £1 ORDINARY in Goldsborough Property Ltd held by subsidiary BUPA Care Homes (GL) Limited			
		97.826% £1 ORDINARY in Palladius Limited held by subsidiary BUPA Care Homes (GL) Limited			
		100% £1 ORDINARY in The Regency Hospital Limited held by subsidiary BUPA Care Homes (GL) Limited			
		99.363% £1 ORDINARY in BUPA Care Homes (BNH) Limited held by			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		subsidiary BUPA Care Homes Group Limited			
		100% £1 ORDINARY in BUPA Care Homes (CFCGHomes) Limited held by			
		subsidiary BUPA Care Homes Group Limited			
		100% £1 ORDINARY in BUPA Care Homes (CFHCare) Limited held by			
		subsidiary BUPA Care Homes Group Limited			
		100% £1 ORDINARY in BUPA Care Homes (GL) Limited held by subsidiary			
		BUPA Care Homes Group Limited			
		100% £1 ORDINARY in BUPA Care Homes (Partnerships) Limited held by			
		subsidiary BUPA Care Homes Group Limited			
		100% £1 ORDINARY in BUPA Care Services Overseas Staffing Limited held			
		by subsidiary BUPA Care Services Limited			
		100% £1 ORDINARY in BUPA Nursing Limited held by subsidiary BUPA Care			
		Services Limited			
		99.98% £1 ORDINARY in Flexible Care Services Limited held by subsidiary			
		BUPA Care Services Limited			
		100% £1 ORDINARY in Goldsbrough Estates Limited held by subsidiary			
		BUPA Care Services Limited			
		99.98% £1 ORDINARY in Montpelier Health Care Limited held by subsidiary			
		BUPA Care Services Limited			
		50% £1 ORDINARY in Professional Healthcare Services Limited held by			
		subsidiary BUPA Care Services Limited			
		50% £1 ORDINARY in Professional Management Services Limited held by			
		subsidiary BUPA Care Services Limited			
		100% £1 ORDINARY in Strand Nurses Bureau Limited held by subsidiary			
		BUPA Care Services Limited			
		0% £1 5% NON-CUMULATIVE PREFERENCE in BUPA Finance No.2 Limited			
		held by subsidiary BUPA Finance BV			
		0% £1 5% NON-CUMULATIVE PREFERENCE in BUPA Finance BV held by			
		subsidiary BUPA Finance No.1 Limited			
		0% £1 5% NON-CUMULATIVE PREFERENCE in BUPA Spain BV held by			
		subsidiary BUPA Finance No.2 Limited			
		100% AUD1 Ordinary in BUPA Health Care Australia Pty Ltd held by			
		subsidiary BUPA Health Care Australia Holdings Pty Ltd			
		100% AUD1 Ordinary in Hurstville Community Private Hospital Ltd held by			
		subsidiary BUPA Health Care Australia Holdings Pty Ltd			
		100% SGD1 Ordinary in BUPA Health Care Australia Holdings Pty Ltd held by			
		subsidiary BUPA Health Care Asia Pte Ltd			
		100% HKD1 Ordinary in BUPA Health Care Hong Kong Limited held by			
		subsidiary BUPA Health Care Asia Pte Ltd			
		100% MYR1 Ordinary in BUPA Health Care Malaysia Sdn Bhd held by			
		subsidiary BUPA Health Care Asia Pte Ltd			
		100% SGD1 Class A Ordinary in BUPA Health Care Singapore Pte Ltd held by			
		subsidiary BUPA Health Care Asia Pte Ltd			
		100% SGD1 Ordinary in Healthway Medical Enterprises Pte Ltd held by			
		subsidiary BUPA Health Care Asia Pte Ltd			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		62.5% SGD1 Ordinary in Healthway Medical Group Pte Ltd held by subsidiary BUPA Health Care Asia Pte Ltd			
		28.249% USD0 Voting Preference in IBC-ASIA Healthcare Limited (Cayman Islands) held by subsidiary BUPA Health Care Asia Pte Ltd			
		70% HKD1 Ordinary in Byrne & Hickman Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		74.95% HKD1 Ordinary in Dr. Anne Spooner & Associates Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		85.2% HKD1 Ordinary in Dr. Vio & Partners Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		100% US\$1 Ordinary in Integrated Healthcare (Holdings) Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		51% HKD1 Ordinary in Polyray Technology Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		50% HKD1 Ordinary in VISTA Healthcare Benefits Management (HK) Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		50% HKD1 Ordinary in Vista Healthcare Management Services (HK) Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		22.915% MYR1 Ordinary in Megah Medical Specialists Group SDN BHD held by subsidiary BUPA Health Care Malaysia Sdn Bhd			
		25% £100 ORDINARY in Blue Cross Insurance Co Limited held by subsidiary BUPA Holdings (Guernsey) Limited			
		99.998% £1 ORDINARY in BUPA Hospitals Limited held by subsidiary BUPA Hospitals (Holdings) Limited			
		100% £1 ORDINARY in BUPA Gatwick Park Hospital Limited held by subsidiary BUPA Hospitals Limited			
		0% £1 ORDINARY in BUPA Health at Work Limited held by subsidiary BUPA Hospitals Limited			
		50% £1 ORDINARY in BHL Properties Limited held by subsidiary BUPA Hospitals Limited			
		99.998% £1 ORDINARY in BHS Leasing ('1992) Limited held by subsidiary BUPA Hospitals Limited			
		99.999% £1 ORDINARY in BHS Leasing ('1994) Limited held by subsidiary BUPA Hospitals Limited			
		50% £1 ORDINARY in BHSL Properties Limited held by subsidiary BUPA Hospitals Limited			
		99.9% £1 ORDINARY in BUPA Medical Supplies Limited held by subsidiary BUPA Hospitals Limited			
		50% £1 ORDINARY in BUPA Power & Leasing Limited held by subsidiary BUPA Hospitals Limited			
		100% £1 ORDINARY in BUPA Purchasing Limited held by subsidiary BUPA Hospitals Limited			
		100% £1 ORDINARY in Goldborough Developments Limited held by subsidiary BUPA Hospitals Limited			
		100% £1 Ordinary in Hospitals Leasing (One) Limited held by subsidiary BUPA			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		Hospitals Limited			
		100% £1 ORDINARY in Hospitals Leasing (Two) Limited held by subsidiary			
		BUPA Hospitals Limited			
		100% £1 Ordinary in Indexscreen Limited held by subsidiary BUPA Hospitals Limited			
		100% £1 Ordinary in BUPA Hospitals (Holdings) Limited held by subsidiary BHS (Holdings) Limited			
		100% £1 ORDINARY in BUPA Redwood Hospital Limited held by subsidiary BHS (Holdings) Limited			
		100% £100 ORDINARY in Healthcare Management Company Limited held by subsidiary BI Healthcare Holdings BV			
		100% £100 ORDINARY in Minor Health Enterprises Limited held by subsidiary BI Healthcare Holdings BV			
		100% £1 ORDINARY in BUPA Finance BV held by subsidiary BUPA Investments Overseas Limited			
		50% £1 ORDINARY in BUPA Finance No.1 Limited held by subsidiary BUPA Investments Overseas Limited			
		50% £1 ORDINARY in BUPA Finance No.2 Limited held by subsidiary BUPA Investments Overseas Limited			
		100% US\$0 Ordinary in BUPA Health Care Asia Pte Ltd held by subsidiary BUPA Investments Overseas Limited			
		100% £1 Ordinary in BUPA Healthcare Ireland Limited held by subsidiary BUPA Investments Overseas Limited			
		50% £2 Ordinary in BUPA Ireland Limited (Ireland) held by subsidiary BUPA Investments Overseas Limited			
		100% £1 ORDINARY in BUPA LeaseCo Holdings Limited held by subsidiary BUPA Investments Overseas Limited			
		50% BHD1 Ordinary in BUPA Middle East E C Limited held by subsidiary BUPA Investments Overseas Limited			
		50% BHD1 Premium Reserved in BUPA Middle East E C Limited held by subsidiary BUPA Investments Overseas Limited			
		0% AUD1 Ordinary in BUPA Australian Finance held by subsidiary BUPA Investments Overseas Limited			
		100% £1 Ordinary in BUPA Australia Pty Limited held by subsidiary BUPA Investments Overseas Limited			
		100% NLG100 ORDINARY in BUPA Beheer BV held by subsidiary BUPA Investments Overseas Limited			
		99.95% EGP10 Ordinary in BUPA Egypt Insurance held by subsidiary BUPA Investments Overseas Limited			
		75% £1 'B' ORDINARY in UK Care Co. No. 1 Limited held by subsidiary BUPA Investments Overseas Limited			
		100% £2 Ordinary in BUPA Ireland Services Limited (Ireland) held by subsidiary BUPA Ireland Limited (Ireland)			
		100% £1 Ordinary in BUPA Ireland Health Services Limited held by subsidiary BUPA Ireland Limited (Ireland)			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		100% £1 ORDINARY in BUPA LeaseCo. (Guernsey) Limited held by subsidiary BUPA LeaseCo Holdings Limited			
		50% £1 ORDINARY in Tiner Estates Limited held by subsidiary BUPA Medical Supplies Limited			
		99.398% £1 ORDINARY in BUPA Mobile Screening Limited held by subsidiary BUPA Occupational Health Limited			
		99% £1 ORDINARY in BUPA Wellness Construction Limited held by subsidiary BUPA Occupational Health Limited			
		99% £1 ORDINARY in BUPA Wellness Leasing Limited held by subsidiary BUPA Occupational Health Limited			
		99% £1 ORDINARY in BUPA Wellness Properties Limited held by subsidiary BUPA Occupational Health Limited			
		100% £1 ORDINARY in BUPA Iberia S.L. held by subsidiary BUPA Spain BV			
		99.894% £1 ORDINARY in Sanitas S.A. De Seguros (Spain) held by subsidiary BUPA Spain BV			
		100% AUD1 Ordinary in BUPA Australian Finance held by subsidiary BUPA Australian Investments Limited			
		100% £1 Ordinary in BUPA Holdings (Australia) Pty Limited held by subsidiary BUPA Australia Pty Limited			
		99.995% £1 ORDINARY in BUPA Holdings (Guernsey) Limited held by subsidiary BUPA Beheer BV			
		100% £100 ORDINARY in BI Healthcare Holdings BV held by subsidiary BUPA Beheer BV			
		100% £100 ORDINARY in BUPA Nederland BV held by subsidiary BUPA Beheer BV			
		100% £1 ORDINARY in BUPA Spain BV held by subsidiary BUPA Beheer BV			
		100% £1 Ordinary in Plainprime Limited held by subsidiary BUPA Beheer BV			
		100% AUD1 Ordinary in BUPA Funding (Australia) Pty Limited held by subsidiary BUPA Holdings (Australia) Pty Limited			
		100% £1 Ordinary in ASAP Spain (Overseas Limited) S.L. held by subsidiary BUPA Iberia S.L.			
		100% £1 ORDINARY in BUPA Health at Work Limited held by subsidiary BUPA Wellness Group Limited			
		100% £1 ORDINARY in BUPA Occupational Health Limited held by subsidiary BUPA Wellness Group Limited			
		100% £1 ORDINARY in Barbican Sportcare Limited held by subsidiary BUPA Wellness Group Limited			
		100% £1 ORDINARY in City Healthcare Limited held by subsidiary BUPA Wellness Group Limited			
		100% £1 ORDINARY in Design Crown & Bridge Limited held by subsidiary BUPA Wellness Group Limited			
		100% £1 ORDINARY in M. Spencer Swaine Limited held by subsidiary BUPA Wellness Group Limited			
		100% £1 ORDINARY in Occupational Health Care Limited held by subsidiary BUPA Wellness Group Limited			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		0% £1 REDEEMABLE PREFERENCE in Occupational Health Care Limited held by subsidiary BUPA Wellness Group Limited			
		100% £1 Ordinary in Personal Effectiveness Centre Limited held by subsidiary BUPA Wellness Group Limited			
		100% £1 Ordinary in BUPA Care Homes (AKW) Limited held by subsidiary Care First Group plc			
		100% £1 ORDINARY in BUPA Care Homes (Bedfordshire) Limited held by subsidiary Care First Group plc			
		100% £1 ORDINARY in BUPA Care Homes Group Limited held by subsidiary Care First Group plc			
		100% £1 ORDINARY in BUPA Care Homes Limited held by subsidiary Care First Group plc			
		100% £1 ORDINARY in Court Cavendish (Beckton) Ltd held by subsidiary Care First Group plc			
		100% £1 ORDINARY in Court Cavendish Capital Limited held by subsidiary Care First Group plc			
		100% £0 ORDINARY in Court Cavendish Group Limited held by subsidiary Care First Group plc			
		100% £1 ORDINARY in Capital Childcare Limited held by subsidiary Care First Group plc			
		100% £0 DEFERRED in Court Cavendish Limited held by subsidiary Care First Group plc			
		0.091% £0 'A' ORDINARY in Court Cavendish Limited held by subsidiary Care First Group plc			
		0.091% £0 'B' ORDINARY in Court Cavendish Limited held by subsidiary Care First Group plc			
		0.091% £0 'C' ORDINARY in Court Cavendish Limited held by subsidiary Care First Group plc			
		0.091% £0 'D' ORDINARY in Court Cavendish Limited held by subsidiary Care First Group plc			
		0.545% £0 'E' ORDINARY in Court Cavendish Limited held by subsidiary Care First Group plc			
		100% £1 ORDINARY in Court Cavendish Properties Limited held by subsidiary Care First Group plc			
		100% £1 ORDINARY in Care First At Home Ltd held by subsidiary Care First Group plc			
		100% £1 ORDINARY in Cavendish Hyde Limited held by subsidiary Care First Group plc			
		100% £1 Ordinary in Downing Hamham Croft Nursing Home Limited held by subsidiary Care First Group plc			
		100% £0 ORDINARY in Greenacre Group Limited held by subsidiary Care First Group plc			
		100% £1 ORDINARY in Greenacre Residential Retirement Homes Ltd held by subsidiary Care First Group plc			
		50% £1 'A' ORDINARY in Surgichem Ltd held by subsidiary Care First Group			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
	plc	50% £1 'B' ORDINARY in Surgichem Ltd held by subsidiary Care First Group plc			
	plc	100% £1 ORDINARY in Takare Developments Ltd held by subsidiary Care First Group plc			
	plc	100% £1 ORDINARY in Takare Special Projects Limited held by subsidiary Care First Group plc			
	plc	100% £60 Ordinary in Gestion de Inversiones De Recursos Sociales SA (Sociedad Unipersonal) held by subsidiary GERS Investment Holding SL			
	plc	100% £900 Ordinary in Gestion de Recursos Sociales SL held by subsidiary GERS Investment Holding SL			
	plc	100% £60 Ordinary in Gestion de Recursos Sociales De Navarra SA (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL			
	plc	100% £120 Ordinary in Gestion de Recursos Sociales Pais Vasco SA (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL			
	plc	100% £60 Ordinary in Luz 3015 SL (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL			
	plc	50% £1 ORDINARY in Tunbridge Wells Independent Hospital Limited held by subsidiary Goldsbrough Developments Limited			
	plc	100% £1 ORDINARY in The Yale Hospital Limited held by subsidiary Goldsbrough Developments Limited			
	plc	28.727% £100 ORDINARY in Blue Cross Insurance Co Limited held by subsidiary Healthcare Management Company Limited			
	plc	65% SGD1 Partnership Capital in Healthcare Sunshine Family Clinic held by subsidiary Healthcare Medical Enterprises Pte Ltd			
	plc	55% SGD1 Partnership Capital in Healthcare Tampines Clinic held by subsidiary Healthcare Medical Group Pte Ltd			
	plc	55.001% SGD1 Partnership Capital in Healthcare Woodlands Family Clinic held by subsidiary Healthcare Medical Group Pte Ltd			
	plc	28.249% US\$10 Ordinary in IBC Healthcare Limited (Mauritius) held by subsidiary IBC-ASIA Healthcare Limited (Cayman Islands)			
	plc	0.05% HKD1 Ordinary in Dr. Anne Spooner & Associates Limited held by subsidiary Integrated Healthcare (Holdings) Limited			
	plc	50% HKD1 Ordinary in VISTA Healthcare Benefits Management (HK) Limited held by subsidiary Integrated Healthcare (Holdings) Limited			
	plc	50% HKD1 Ordinary in Vista Healthcare Management Services (HK) Limited held by subsidiary Integrated Healthcare (Holdings) Limited			
	plc	46.271% £100 ORDINARY in Blue Cross Insurance Co Limited held by subsidiary Minor Health Enterprises Limited			
	plc	50% £1 ORDINARY in Regency (Macclesfield) Limited held by subsidiary The Regency Hospital Limited			
	plc	100% £1 Ordinary in GERS Investment Holding SL held by subsidiary Sanitas Sociedad Limitada de Diversificacón SL			
	plc	0% £1 REDEEMABLE PREFERENCE in BUPA Care Homes (CFHCare) Limited held by subsidiary Sanitas SA de Inversiones (Spain)			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
4	BHS (Holdings) Limited	49.589% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas SA de Inversiones (Spain)	Active	Hospitals	BUPA Finance PLC
		95% €67 Ordinary in Laboreris S.A. held by subsidiary Sanitas S.A. De Seguros (Spain)			
		100% €60 Ordinary in Novomedic S.A. de Seguros held by subsidiary Sanitas S.A. De Seguros (Spain)			
		95% €12 Ordinary in Previlabor, S.A. held by subsidiary Sanitas S.A. De Seguros (Spain)			
		50.211% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas S.A. De Seguros (Spain)			
		99.833% €6 ORDINARY in Sanitas SA de Inversiones (Spain) held by subsidiary Sanitas S.A. De Seguros (Spain)			
		100% €6 Ordinary in Sanitas Prevencion de Riesgos Laborales, S.A. held by subsidiary Sanitas S.A. De Seguros (Spain)			
		100% €6 ORDINARY in Sanitas, Sociedad Anonima de Hospitales (Spain) held by subsidiary Sanitas S.A. De Seguros (Spain)			
		100% €1 ORDINARY in Nomad (UK) Ltd held by subsidiary Surgichem Ltd			
		99% €1 ORDINARY in Pharmaceutical Care Services Limited held by subsidiary Surgichem Ltd			
		0.018% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas, Sociedad Anonima de Hospitales (Spain)			
		0.167% €6 ORDINARY in Sanitas SA de Inversiones (Spain) held by subsidiary Sanitas, Sociedad Anonima de Hospitales (Spain)			
		100% £1 Ordinary in BUPA Hospitals (Holdings) Limited			
		100% £1 ORDINARY in BUPA Redwood Hospital Limited			
		99.998% £1 ORDINARY in BUPA Hospitals Limited held by subsidiary BUPA Hospitals (Holdings) Limited			
		100% £1 ORDINARY in BUPA Gatwick Park Hospital Limited held by subsidiary BUPA Hospitals Limited			
		50% £1 ORDINARY in BHL Properties Limited held by subsidiary BUPA Hospitals Limited			
		99.998% £1 ORDINARY in BHS Leasing (1992) Limited held by subsidiary BUPA Hospitals Limited			
		99.999% £1 ORDINARY in BHS Leasing (1994) Limited held by subsidiary BUPA Hospitals Limited			
		50% £1 ORDINARY in BHS Properties Limited held by subsidiary BUPA Hospitals Limited			
		99.9% £1 ORDINARY in BUPA Medical Supplies Limited held by subsidiary BUPA Hospitals Limited			
		50% £1 ORDINARY in BUPA Power & Leasing Limited held by subsidiary BUPA Hospitals Limited			
		100% £1 ORDINARY in BUPA Purchasing Limited held by subsidiary BUPA Hospitals Limited			
		100% £1 ORDINARY in Goldborough Developments Limited held by			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
5	BUPA Hospitals (Holdings) Limited	subsidiary BUPA Hospitals Limited 100% £1 Ordinary in Hospitals Leasing (One) Limited held by subsidiary BUPA Hospitals Limited 100% £1 ORDINARY in Hospitals Leasing (Two) Limited held by subsidiary BUPA Hospitals Limited 100% £1 Ordinary in Indexscreen Limited held by subsidiary BUPA Hospitals Limited 50% £1 ORDINARY in Timer Estates Limited held by subsidiary BUPA Medical Supplies Limited 50% £1 ORDINARY in Tunbridge Wells Independent Hospital Limited held by subsidiary Goldsborough Developments Limited 100% £1 ORDINARY in The Yale Hospital Limited held by subsidiary Goldsborough Developments Limited	Active	Hospitals	Subsidiary of BHS (Holdings) Limited
		99.998% £1 ORDINARY in BUPA Hospitals Limited 100% £1 ORDINARY in BUPA Gatwick Park Hospital Limited held by subsidiary BUPA Hospitals Limited 50% £1 ORDINARY in BHL Properties Limited held by subsidiary BUPA Hospitals Limited 99.998% £1 ORDINARY in BHS Leasing (1992) Limited held by subsidiary BUPA Hospitals Limited 99.999% £1 ORDINARY in BHS Leasing (1994) Limited held by subsidiary BUPA Hospitals Limited 50% £1 ORDINARY in BHSL Properties Limited held by subsidiary BUPA Hospitals Limited 99.9% £1 ORDINARY in BUPA Medical Supplies Limited held by subsidiary BUPA Hospitals Limited 50% £1 ORDINARY in BUPA Power & Leasing Limited held by subsidiary BUPA Hospitals Limited 100% £1 ORDINARY in BUPA Purchasing Limited held by subsidiary BUPA Hospitals Limited 100% £1 ORDINARY in Goldsborough Developments Limited held by subsidiary BUPA Hospitals Limited 100% £1 Ordinary in Hospitals Leasing (One) Limited held by subsidiary BUPA Hospitals Limited 100% £1 ORDINARY in Hospitals Leasing (Two) Limited held by subsidiary BUPA Hospitals Limited 100% £1 Ordinary in Indexscreen Limited held by subsidiary BUPA Hospitals Limited 50% £1 ORDINARY in Timer Estates Limited held by subsidiary BUPA Medical Supplies Limited 50% £1 ORDINARY in Tunbridge Wells Independent Hospital Limited held by subsidiary Goldsborough Developments Limited 100% £1 ORDINARY in The Yale Hospital Limited held by subsidiary Goldsborough Developments Limited			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
6	BUPA Hospitals Limited	100% £1 ORDINARY in BUPA Gatwick Park Hospital Limited 50% £1 ORDINARY in BHL Properties Limited 99.998% £1 ORDINARY in BHS Leasing (1992) Limited 99.999% £1 ORDINARY in BHS Leasing (1994) Limited 50% £1 ORDINARY in BHSL Properties Limited 99.9% £1 ORDINARY in BUPA Medical Supplies Limited 50% £1 ORDINARY in BUPA Power & Leasing Limited 100% £1 ORDINARY in BUPA Purchasing Limited 100% £1 ORDINARY in Goldborough Developments Limited 100% £1 Ordinary in Hospitals Leasing (One) Limited 100% £1 ORDINARY in Hospitals Leasing (Two) Limited 100% £1 ORDINARY in Indexscreen Limited 50% £1 ORDINARY in Timer Estates Limited held by subsidiary BUPA Medical Supplies Limited 50% £1 ORDINARY in Tunbridge Wells Independent Hospital Limited held by subsidiary Goldborough Developments Limited 100% £1 ORDINARY in The Yale Hospital Limited held by subsidiary Goldborough Developments Limited	Active	Hospitals	Subsidiary of BUPA Hospitals (Holdings) Limited
7	BHL Properties Limited		Active	Hospitals	Subsidiary of BUPA Hospitals Limited
8	BHS Leasing (1992) Limited		Active	Hospitals	Subsidiary of BUPA Hospitals Limited
9	BHS Leasing (1994) Limited		Active	Hospitals	Subsidiary of BUPA Hospitals Limited
10	BHSL Properties Limited		Active	Hospitals	Subsidiary of BUPA Hospitals Limited
11	BUPA Gatwick Park Hospital Limited		Active	Hospitals	Hospitals Limited and BUPA Investments Limited
12	BUPA Medical Supplies Limited		Active	Hospitals	Subsidiary of BUPA Hospitals Limited
13	Timer Estates Limited	50% £1 ORDINARY in Timer Estates Limited	Dormant	Dormant	Hospitals Limited
14	BUPA Power & Leasing Limited		Active	Group	Supplies Limited
15	BUPA Purchasing Limited		Active	Membership	Hospitals Limited
16	Goldborough Developments Limited	50% £1 ORDINARY in Tunbridge Wells Independent Hospital Limited 100% £1 ORDINARY in The Yale Hospital Limited	Active	Hospitals	Subsidiary of BUPA Hospitals Limited
17	The Yale Hospital Limited		Dormant	Dormant	Subsidiary of Goldborough Development Limited
18	Tunbridge Wells Independent Hospital Limited		Active	Hospitals	Subsidiary of Goldborough

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
19	Hospitals Leasing (One) Limited		Active	Hospitals	Developments Limited
20	Hospitals Leasing (Two) Limited		Active	Hospitals	Subsidiary of BUPA Hospitals Limited
21	Indexscreen Limited		Active	Hospitals	Subsidiary of BUPA Hospitals Limited
22	BUPA Redwood Hospital Limited		Active	Hospitals	Subsidiary of BUPA Hospitals Limited
23	BUPA Australian Investments Limited	100% AUD1 Ordinary in BUPA Australian Finance	Active	Group	Subsidiary of BHS (Holdings) Limited
24	BUPA Australian Finance		Active	Group	Subsidiary of BUPA Finance PLC
25	BUPA Care Services Limited	100% £1 ORDINARY in BUPA Care Services Overseas Staffing Limited 100% £1 ORDINARY in BUPA Nursing Limited 99.98% £1 ORDINARY in Flexible Care Services Limited 100% £1 ORDINARY in Goldborough Estates Limited 99.98% £1 ORDINARY in Montpellier Health Care Limited 50% £1 ORDINARY in Professional Healthcare Services Limited 50% £1 ORDINARY in Professional Management Services Limited 100% £1 ORDINARY in Strand Nurses Bureau Limited	Active	Care Services	Subsidiary of BUPA Australian Investments Limited BUPA Finance PLC
26	BUPA Care Services Overseas Staffing Limited		Active	Trading	Subsidiary of BUPA Care Services Limited
27	BUPA Nursing Limited		Active	Care Services	Subsidiary of BUPA Care Services Limited
28	Flexible Care Services Limited		Dormant	Dormant	Subsidiary of BUPA Care Services Limited
29	Goldborough Estates Limited		Active	Care Services	Subsidiary of BUPA Care Services Limited
30	Idealoutcome Limited		Dormant	Care Services	Subsidiary of BUPA Care Services Limited
31	Montpellier Health Care Limited		Active	Care Services	Subsidiary of BUPA Care Services Limited
32	Professional Healthcare Services Limited		Active	Care Services	Subsidiary of BUPA Care Services Limited
33	Professional Management Services Limited		Active	Care Services	Subsidiary of BUPA Care Services Limited
34	Strand Nurses Bureau Limited		Active	Care Services	Subsidiary of BUPA Care Services Limited
35	BUPA Childcare Services Limited		Active	Care Services	Subsidiary of BUPA Care Services Limited
36	BUPA Financial Securities (1992) Limited		Active	Membership	Subsidiary of BUPA Finance PLC

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
37	BUFA Insurance Limited		Active	Membership	Subsidiary of BUPA Finance PLC
38	BUPA International Insurance Services Limited		Active	International	Subsidiary of BUPA Finance PLC
39	BUPA Investments Overseas Limited		Active	Group	Subsidiary of BUPA Finance PLC
		100% €1 ORDINARY in BUPA Finance BV			
		50% €1 ORDINARY in BUPA Finance No.1 Limited			
		50% €1 ORDINARY in BUPA Finance No.2 Limited			
		100% US\$0 Ordinary in BUPA Health Care Asia Pte Ltd			
		100% €1 Ordinary in BUPA Healthcare Ireland Limited			
		50% €2 Ordinary in BUPA Ireland Limited (Ireland)			
		100% €1 ORDINARY in BUPA LeaseCo Holdings Limited			
		50% BHD1 Ordinary in BUPA Middle East E C Limited			
		50% BHD1 Premium Reserved in BUPA Middle East E C Limited			
		100% €1 Ordinary in BUPA Australia Pty Limited			
		100% NLG100 ORDINARY in BUPA Beheer BV			
		99.95% EGP10 Ordinary in BUPA Egypt Insurance			
		75% £1 'B' ORDINARY in UK Care Co. No. 1 Limited			
		0% £1 5% NON-CUMULATIVE PREFERENCE in BUPA Finance No.2 Limited held by subsidiary BUPA Finance BV			
		0% €1 5% NON-CUMULATIVE PREFERENCE in BUPA Finance BV held by subsidiary BUPA Finance No.1 Limited			
		0% €1 5% NON-CUMULATIVE PREFERENCE in BUPA Spain BV held by subsidiary BUPA Finance No.2 Limited			
		100% AUD1 Ordinary in BUPA Health Care Australia Pty Ltd held by subsidiary BUPA Health Care Australia Holdings Pty Ltd			
		100% AUD1 Ordinary in Hurstville Community Private Hospital Ltd held by subsidiary BUPA Health Care Australia Holdings Pty Ltd			
		100% SGD1 Ordinary in BUPA Health Care Australia Holdings Pty Ltd held by subsidiary BUPA Health Care Asia Pte Ltd			
		100% HKD1 Ordinary in BUPA Health Care Hong Kong Limited held by subsidiary BUPA Health Care Asia Pte Ltd			
		100% MYR1 Ordinary in BUPA Health Care Malaysia Sdn Bhd held by subsidiary BUPA Health Care Asia Pte Ltd			
		100% SGD1 Class A Ordinary in BUPA Health Care Singapore Pte Ltd held by subsidiary BUPA Health Care Asia Pte Ltd			
		100% SGD1 Ordinary in Healthway Medical Enterprises Pte Ltd held by subsidiary BUPA Health Care Asia Pte Ltd			
		62.5% SGD1 Ordinary in Healthway Medical Group Pte Ltd held by subsidiary BUPA Health Care Asia Pte Ltd			
		28.249% USD0 Voting Preference in IBC-ASIA Healthcare Limited (Cayman Islands) held by subsidiary BUPA Health Care Asia Pte Ltd			
		70% HKD1 Ordinary in Byrne & Hickman Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		74.95% HKD1 Ordinary in Dr. Anne Spooner & Associates Limited held by subsidiary BUPA Health Care Hong Kong Limited			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		85.2% HKD1 Ordinary in Dr. Vio & Partners Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		100% US\$1 Ordinary in Integrated Healthcare (Holdings) Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		51% HKD1 Ordinary in Polyray Technology Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		50% HKD1 Ordinary in VISTA Healthcare Benefits Management (HK) Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		50% HKD1 Ordinary in Vista Healthcare Management Services (HK) Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		22.915% MYR1 Ordinary in Megah Medical Specialists Group SDN BHD held by subsidiary BUPA Health Care Malaysia Sdn Bhd			
		25% £100 ORDINARY in Blue Cross Insurance Co Limited held by subsidiary BUPA Holdings (Guernsey) Limited			
		100% £100 ORDINARY in Healthcare Management Company Limited held by subsidiary BI Healthcare Holdings BV			
		100% £100 ORDINARY in Minor Health Enterprises Limited held by subsidiary BI Healthcare Holdings BV			
		100% £2 Ordinary in BUPA Ireland Services Limited (Ireland) held by subsidiary BUPA Ireland Limited (Ireland)			
		100% £1 Ordinary in BUPA Ireland Health Services Limited held by subsidiary BUPA Ireland Limited (Ireland)			
		100% £1 ORDINARY in BUPA LeaseCo. (Guernsey) Limited held by subsidiary BUPA LeaseCo Holdings Limited			
		100% £1 Ordinary in BUPA Iberia S.L. held by subsidiary BUPA Spain BV			
		99.894% £1 ORDINARY in Sanitas S.A. De Seguros (Spain) held by subsidiary BUPA Spain BV			
		100% £1 Ordinary in BUPA Holdings (Australia) Pty Limited held by subsidiary BUPA Australia Pty Limited			
		99.995% £1 ORDINARY in BUPA Holdings (Guernsey) Limited held by subsidiary BUPA Beheer BV			
		100% £100 ORDINARY in BI Healthcare Holdings BV held by subsidiary BUPA Beheer BV			
		100% £100 ORDINARY in BUPA Nederland BV held by subsidiary BUPA Beheer BV			
		100% £1 ORDINARY in BUPA Spain BV held by subsidiary BUPA Beheer BV			
		100% £1 Ordinary in Plainprime Limited held by subsidiary BUPA Beheer BV			
		100% AUD1 Ordinary in BUPA Funding (Australia) Pty Limited held by subsidiary BUPA Holdings (Australia) Pty Limited			
		100% £1 Ordinary in ASAP Spain (Overseas Limited) S.L. held by subsidiary BUPA Iberia S.L.			
		100% £60 Ordinary in Gestion de Inversiones De Recursos Sociales SA (Sociedad Unipersonal) held by subsidiary GERS Investment Holding SL			
		100% £900 Ordinary in Gestion de Recursos Sociales SL held by subsidiary GERS Investment Holding SL			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		100% €60 Ordinary in Gestion de Recursos Sociales De Navarra SA (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL			
		100% €120 Ordinary in Gestion de Recursos Sociales Pais Vasco SA (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL			
		100% €60 Ordinary in Luz 3015 SL (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL			
		28.727% £100 ORDINARY in Blue Cross Insurance Co Limited held by subsidiary Healthcare Management Company Limited			
		65% SGD1 Partnership Capital in Healthway Sunshine Family Clinic held by subsidiary Healthway Medical Enterprises Pte Ltd			
		55% SGD1 Partnership Capital in Healthway Tampines Clinic held by subsidiary Healthway Medical Group Pte Ltd			
		55.001% SGD1 Partnership Capital in Healthway Woodlands Family Clinic held by subsidiary Healthway Medical Group Pte Ltd			
		28.249% US\$10 Ordinary in IBC Healthcare Limited (Mauritius) held by subsidiary IBC-ASIA Healthcare Limited (Cayman Islands)			
		0.05% HKD1 Ordinary in Dr. Anne Spooner & Associates Limited held by subsidiary Integrated Healthcare (Holdings) Limited			
		50% HKD1 Ordinary in VISTA Healthcare Benefits Management (HK) Limited held by subsidiary Integrated Healthcare (Holdings) Limited			
		50% HKD1 Ordinary in Vista Healthcare Management Services (HK) Limited held by subsidiary Integrated Healthcare (Holdings) Limited			
		46.271% £100 ORDINARY in Blue Cross Insurance Co Limited held by subsidiary Minor Health Enterprises Limited			
		100% €1 Ordinary in GERS Investment Holding SL held by subsidiary Sanitas Sociedad Limitada de Diversificacion SL			
		49.589% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas SA de Inversiones (Spain)			
		95% €67 Ordinary in Laboreris S.A. held by subsidiary Sanitas S.A. De Seguros (Spain)			
		100% €60 Ordinary in Novomedic S.A. de Seguros held by subsidiary Sanitas S.A. De Seguros (Spain)			
		95% €12 Ordinary in Previlabor, S.A. held by subsidiary Sanitas S.A. De Seguros (Spain)			
		50.211% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas S.A. De Seguros (Spain)			
		99.833% €6 ORDINARY in Sanitas SA de Inversiones (Spain) held by subsidiary Sanitas S.A. De Seguros (Spain)			
		100% €6 Ordinary in Sanitas Prevencion de Riesgos Laborales, S.A. held by subsidiary Sanitas S.A. De Seguros (Spain)			
		100% €6 ORDINARY in Sanitas, Sociedad Anonima de Hospitales (Spain) held by subsidiary Sanitas S.A. De Seguros (Spain)			
		0.018% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas, Sociedad Anonima de Hospitales (Spain)			
		0.167% €6 ORDINARY in Sanitas SA de Inversiones (Spain) held by subsidiary Sanitas, Sociedad Anonima de Hospitales (Spain)			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		subsidiary Sanitas, Sociedad Anonima de Hospitales (Spain)			
40	BUPA Australia Pty Limited	100% £1 Ordinary in BUPA Holdings (Australia) Pty Limited 100% AUD1 Ordinary in BUPA Funding (Australia) Pty Limited held by subsidiary BUPA Holdings (Australia) Pty Limited	Active	International	
41	BUPA Holdings (Australia) Pty Limited	100% AUD1 Ordinary in BUPA Funding (Australia) Pty Limited	Active	International	
42	BUPA Funding (Australia) Pty Limited	99.995% £1 ORDINARY in BUPA Holdings (Guernsey) Limited	Active	International Group	Subsidiary of BUPA Investments Overseas Limited
43	BUPA Beheer BV	100% £100 ORDINARY in BI Healthcare Holdings BV 100% £100 ORDINARY in BUPA Nederland BV 100% £1 ORDINARY in BUPA Spain BV 100% £1 Ordinary in Plainprime Limited 25% £100 ORDINARY in Blue Cross Insurance Co Limited held by subsidiary BUPA Holdings (Guernsey) Limited 100% £100 ORDINARY in Healthcare Management Company Limited held by subsidiary BI Healthcare Holdings BV 100% £100 ORDINARY in Minor Health Enterprises Limited held by subsidiary BI Healthcare Holdings BV 100% £1 Ordinary in BUPA Iberia S.L. held by subsidiary BUPA Spain BV 99.894% £1 ORDINARY in Sanitas S.A. De Seguros (Spain) held by subsidiary BUPA Spain BV 100% £1 Ordinary in ASAP Spain (Overseas Limited) S.L. held by subsidiary BUPA Iberia S.L. 100% £60 Ordinary in Gestion de Inversiones De Recursos Sociales SA (Sociedad Unipersonal) held by subsidiary GERS Investment Holding SL 100% £900 Ordinary in Gestion de Recursos Sociales SL held by subsidiary GERS Investment Holding SL 100% £60 Ordinary in Gestion de Recursos Sociales De Navarra SA (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL 100% £120 Ordinary in Gestion de Recursos Sociales Pais Vasco SA (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL 100% £60 Ordinary in Luz 3015 SL (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL 28.727% £100 ORDINARY in Blue Cross Insurance Co Limited held by subsidiary Healthcare Management Company Limited 46.271% £100 ORDINARY in Blue Cross Insurance Co Limited held by subsidiary Minor Health Enterprises Limited 100% £1 Ordinary in GERS Investment Holding SL held by subsidiary Sanitas Sociedad Limitada de Diversificacion SL 49.589% £6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas SA de Inversiones (Spain) 95% £67 Ordinary in Laborservis S.A. held by subsidiary Sanitas S.A. De Seguros (Spain)	Active		

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		100% €60 Ordinary in Novomedic S.A. de Seguros held by subsidiary Sanitas S.A. De Seguros (Spain)			
		95% €12 Ordinary in Previlabor, S.A. held by subsidiary Sanitas S.A. De Seguros (Spain)			
		50.211% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas S.A. De Seguros (Spain)			
		99.833% €6 ORDINARY in Sanitas SA de Inversiones (Spain) held by subsidiary Sanitas S.A. De Seguros (Spain)			
		100% €6 Ordinary in Sanitas Prevencion de Riesgos Laborales, S.A. held by subsidiary Sanitas S.A. De Seguros (Spain)			
		100% €6 ORDINARY in Sanitas, Sociedad Anonima de Hospitales (Spain) held by subsidiary Sanitas S.A. De Seguros (Spain)			
		0.018% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas, Sociedad Anonima de Hospitales (Spain)			
		0.167% €6 ORDINARY in Sanitas SA de Inversiones (Spain) held by subsidiary Sanitas, Sociedad Anonima de Hospitales (Spain)			
44	BI Healthcare Holdings BV	100% £100 ORDINARY in Healthcare Management Company Limited 100% £100 ORDINARY in Minor Health Enterprises Limited 28.727% £100 ORDINARY in Blue Cross Insurance Co Limited held by subsidiary Healthcare Management Company Limited 46.271% £100 ORDINARY in Blue Cross Insurance Co Limited held by subsidiary Minor Health Enterprises Limited	Active	Group	Subsidiary of BUPA Beheer BV
45	Healthcare Management Company Limited	28.727% £100 ORDINARY in Blue Cross Insurance Co Limited	Active	International	Subsidiary of BI Healthcare Holdings BV
46	Blue Cross Insurance Co Limited		Active	International	Subsidiary of Minor Health Enterprises Limited
47	Minor Health Enterprises Limited	46.271% £100 ORDINARY in Blue Cross Insurance Co Limited	Active	International	Subsidiary of BI Healthcare Holdings BV
48	Blue Cross Insurance Co Limited		Active	International	Subsidiary of Minor Health Enterprises Limited
49	BUPA Holdings (Guernsey) Limited	25% £100 ORDINARY in Blue Cross Insurance Co Limited	Active	Group	Subsidiary of BUPA Beheer BV
50	Blue Cross Insurance Co Limited		Active	International	Subsidiary of Minor Health Enterprises Limited
51	BUPA Nederland BV		Active	Group	Subsidiary of BUPA Beheer BV
52	BUPA Spain BV	100% €1 Ordinary in BUPA Iberia S.L. 99.894% €1 ORDINARY in Sanitas S.A. De Seguros (Spain) 100% €1 Ordinary in ASAP Spain (Overseas Limited) S.L. held by subsidiary BUPA Iberia S.L. 100% €60 Ordinary in Gestion de Inversiones De Recursos Sociales SA (Sociedad Unipersonal) held by subsidiary GERS Investment Holding SL 100% €900 Ordinary in Gestion de Recursos Sociales SL held by subsidiary	Active	Group	Subsidiary of BUPA Beheer BV

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		TERS Investment Holding SL 100% €60 Ordinary in Gestion de Recursos Sociales De Navarra SA (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL 100% €120 Ordinary in Gestion de Recursos Sociales Pais Vasco SA (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL 100% €60 Ordinary in Luz 3015 SL (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL 100% €1 Ordinary in GERS Investment Holding SL held by subsidiary Sanitas Sociedad Limitada de Diversificacion SL 49.589% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas SA de Inversiones (Spain) 95% €67 Ordinary in Laborservis S.A. held by subsidiary Sanitas S.A. De Seguros (Spain) 100% €60 Ordinary in Novomedic S.A. de Seguros held by subsidiary Sanitas S.A. De Seguros (Spain) 95% €12 Ordinary in Previlabor, S.A. held by subsidiary Sanitas S.A. De Seguros (Spain) 50.211% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas S.A. De Seguros (Spain) 99.833% €6 ORDINARY in Sanitas SA de Inversiones (Spain) held by subsidiary Sanitas S.A. De Seguros (Spain) 100% €6 Ordinary in Sanitas Prevencion de Riesgos Laborales, S.A. held by subsidiary Sanitas S.A. De Seguros (Spain) 100% €6 ORDINARY in Sanitas, Sociedad Anonima de Hospitales (Spain) held by subsidiary Sanitas S.A. De Seguros (Spain) 0.018% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas, Sociedad Anonima de Hospitales (Spain) 0.167% €6 ORDINARY in Sanitas SA de Inversiones (Spain) held by subsidiary Sanitas, Sociedad Anonima de Hospitales (Spain)			
53	BUPA Iberia S.L.	100% €1 Ordinary in ASAP Spain (Overseas Limited) S.L.	Active	International	Subsidiary of BUPA Spain BV
54	ASAP Spain (Overseas Limited) S.L.		Active	International	Subsidiary of BUPA Iberia S.L.
55	Sanitas S.A. De Seguros (Spain)	95% €67 Ordinary in Laborservis S.A. 100% €60 Ordinary in Novomedic S.A. de Seguros 95% €12 Ordinary in Previlabor, S.A. 50.211% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL 99.833% €6 ORDINARY in Sanitas SA de Inversiones (Spain) 100% €6 Ordinary in Sanitas Prevencion de Riesgos Laborales, S.A. 100% €6 ORDINARY in Sanitas, Sociedad Anonima de Hospitales (Spain) 100% €60 Ordinary in Gestion de Inversiones De Recursos Sociales SA (Sociedad Unipersonal) held by subsidiary GERS Investment Holding SL 100% €900 Ordinary in Gestion de Recursos Sociales SL held by subsidiary GERS Investment Holding SL	Active	Sanitas	Subsidiary of BUPA Spain BV

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
56	Laborstervis S.A.	100% €60 Ordinary in Gestion de Recursos Sociales De Navarra SA (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL	Active	Sanitas	Subsidiary of Sanitas SA de Seguros
57	Novomedic S.A. de Seguros	100% €120 Ordinary in Gestion de Recursos Sociales Pais Vasco SA (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL	Active	Sanitas	Subsidiary of Sanitas SA de Seguros
58	Previlabor, S.A.	100% €60 Ordinary in Luz 3015 SL (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL	Active	Sanitas	Subsidiary of Sanitas SA de Seguros
59	Sanitas Prevencion de Riesgos Laborales, S.A.	100% €1 Ordinary in GERS Investment Holding SL held by subsidiary Sanitas Sociedad Limitada de Diversificacion SL	Active	Sanitas	Subsidiary of Sanitas SA de Seguros
60	Sanitas SA de Inversiones (Spain)	49.589% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas SA de Inversiones (Spain)	Active	Sanitas	Subsidiary of Sanitas SA de Seguros
61	Sanitas Sociedad Limitada de Diversificacion SL	0.018% €6 ORDINARY in Sanitas Sociedad Limitada de Diversificacion SL held by subsidiary Sanitas, Sociedad Anonima de Hospitales (Spain)	Active	Sanitas	Subsidiary of Sanitas SA de Seguros
62	Sanitas Sociedad Limitada de Diversificacion SL	0.167% €6 ORDINARY in Sanitas SA de Inversiones (Spain) held by subsidiary Sanitas, Sociedad Anonima de Hospitales (Spain)	Active	Sanitas	Subsidiary of Sanitas SA de Seguros
63	GERS Investment Holding SL	100% €1 Ordinary in GERS Investment Holding SL 100% €60 Ordinary in Gestion de Inversiones De Recursos Sociales SA (Sociedad Unipersonal) held by subsidiary GERS Investment Holding SL 100% €900 Ordinary in Gestion de Recursos Sociales SL held by subsidiary GERS Investment Holding SL 100% €60 Ordinary in Gestion de Recursos Sociales De Navarra SA (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL 100% €120 Ordinary in Gestion de Recursos Sociales Pais Vasco SA (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL 100% €60 Ordinary in Luz 3015 SL (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL	Active	Sanitas	Subsidiary of Sanitas Sociedad Limitada de Diversificacion SL

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
64	Gestion de Inversiones De Recursos Sociales SA (Sociedad Unipersonal)	(Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL	Active	Sanitas	Subsidiary of GERS Real Estate SL
65	Gestion de Recursos Sociales SL	100% €60 Ordinary in Luz 3015 SL (Sociedad Unipersonal) held by subsidiary Gestion de Recursos Sociales SL	Active	Sanitas	Subsidiary of GERS Investment Holding SL
66	Gestion de Recursos Sociales De Navarra SA (Sociedad Unipersonal)	100% €60 Ordinary in Gestion de Recursos Sociales De Navarra SA (Sociedad Unipersonal)	Active	Sanitas	Subsidiary of Gestion de Recursos Sociales SL
67	Gestion de Recursos Sociales Pais Vasco SA (Sociedad Unipersonal)	100% €120 Ordinary in Gestion de Recursos Sociales Pais Vasco SA (Sociedad Unipersonal)	Active	Sanitas	Subsidiary of Gestion de Recursos Sociales SL
68	Luz 3015 SL (Sociedad Unipersonal)	100% €60 Ordinary in Luz 3015 SL (Sociedad Unipersonal)	Active	Sanitas	Subsidiary of Sanitas SA de Seguros
69	Sanitas, Sociedad Anonima de Hospitales (Spain)		Active	Group	Subsidiary of BUPA Investments Limited
70	Plainprime Limited		Active	International	Subsidiary of BUPA Investments Overseas Limited
71	BUPA Egypt Insurance		Active	Group	Subsidiary of BUPA Investments Overseas Limited
72	BUPA Finance BV		Active	Group	Subsidiary of BUPA Investments Limited
73	BUPA Finance No.1 Limited		Active	Group	Subsidiary of BUPA Finance BV, BUPA Investments Limited and BUPA Investments Overseas Limited
74	BUPA Finance No.2 Limited		Active	Group	Subsidiary of BUPA Investments Limited and BUPA Investments Overseas Limited
75	BUPA Health Care Asia Pte Ltd	100% SGD1 Ordinary in BUPA Health Care Australia Holdings Pte Ltd 100% HKD1 Ordinary in BUPA Health Care Hong Kong Limited 100% MYR1 Ordinary in BUPA Health Care Malaysia Sdn Bhd 100% SGD1 Class A Ordinary in BUPA Health Care Singapore Pte Ltd 100% SGD1 Ordinary in Healthway Medical Enterprises Pte Ltd 62.5% SGD1 Ordinary in Healthway Medical Group Pte Ltd 28.249% USD0 Voting Preference in IBC-ASIA Healthcare Limited (Cayman Islands) 100% AUD1 Ordinary in BUPA Health Care Australia Pty Ltd held by subsidiary BUPA Health Care Australia Holdings Pte Ltd	Active	International	Subsidiary of BUPA Investments Limited

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		100% AUD1 Ordinary in Hurstville Community Private Hospital Ltd held by subsidiary BUPA Health Care Australia Holdings Pty Ltd			
		70% HKD1 Ordinary in Byrne & Hickman Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		74.95% HKD1 Ordinary in Dr. Anne Spooner & Associates Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		85.2% HKD1 Ordinary in Dr. Vio & Partners Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		100% US\$1 Ordinary in Integrated Healthcare (Holdings) Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		51% HKD1 Ordinary in Polyray Technology Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		50% HKD1 Ordinary in VISTA Healthcare Benefits Management (HK) Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		50% HKD1 Ordinary in Vista Healthcare Management Services (HK) Limited held by subsidiary BUPA Health Care Hong Kong Limited			
		22.915% MYR1 Ordinary in Megah Medical Specialists Group SDN BHD held by subsidiary BUPA Health Care Malaysia Sdn Bhd			
		65% SGD1 Partnership Capital in Healthway Sunshine Family Clinic held by subsidiary Healthway Medical Enterprises Pte Ltd			
		55% SGD1 Partnership Capital in Healthway Tampines Clinic held by subsidiary Healthway Medical Group Pte Ltd			
		55.001% SGD1 Partnership Capital in Healthway Woodlands Family Clinic held by subsidiary Healthway Medical Group Pte Ltd			
		28.249% US\$10 Ordinary in IBC Healthcare Limited (Mauritius) held by subsidiary IBC-ASIA Healthcare Limited (Cayman Islands)			
		0.05% HKD1 Ordinary in Dr. Anne Spooner & Associates Limited held by subsidiary Integrated Healthcare (Holdings) Limited			
		50% HKD1 Ordinary in VISTA Healthcare Benefits Management (HK) Limited held by subsidiary Integrated Healthcare (Holdings) Limited			
		50% HKD1 Ordinary in Vista Healthcare Management Services (HK) Limited held by subsidiary Integrated Healthcare (Holdings) Limited			
76	BUPA Health Care Australia Holdings Pty Ltd	100% AUD1 Ordinary in BUPA Health Care Australia Pty Ltd	Active	International	Subsidiary of BUPA Health Care Asia Pte Limited
77	BUPA Health Care Australia Pty Ltd	100% AUD1 Ordinary in Hurstville Community Private Hospital Ltd	Active	International	Subsidiary of BUPA Health Care Australia Holdings Pty Limited
78	Hurstville Community Private Hospital Ltd		Active	International	Subsidiary of BUPA Health Care Asia Pte Limited
79	BUPA Health Care Hong Kong Limited	70% HKD1 Ordinary in Byrne & Hickman Limited 74.95% HKD1 Ordinary in Dr. Anne Spooner & Associates Limited 85.2% HKD1 Ordinary in Dr. Vio & Partners Limited 100% US\$1 Ordinary in Integrated Healthcare (Holdings) Limited 51% HKD1 Ordinary in Polyray Technology Limited	Active	International	

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
80	Byrne & Hickman Limited	50% HKD1 Ordinary in VISTA Healthcare Benefits Management (HK) Limited	Active	International	Subsidiary of BUPA Health
81	Dr. Anne Spooner & Associates Limited	50% HKD1 Ordinary in Vista Healthcare Management Services (HK) Limited	Active	International	Care Hong Kong Limited
82	Dr. Vio & Partners Limited	0.05% HKD1 Ordinary in Dr. Anne Spooner & Associates Limited held by subsidiary Integrated Healthcare (Holdings) Limited	Active	International	Subsidiary of BUPA Health
83	Integrated Healthcare (Holdings) Limited	50% HKD1 Ordinary in VISTA Healthcare Benefits Management (HK) Limited held by subsidiary Integrated Healthcare (Holdings) Limited	Active	International	Care Hong Kong Limited
84	Polyray Technology Limited	50% HKD1 Ordinary in Vista Healthcare Management Services (HK) Limited held by subsidiary Integrated Healthcare (Holdings) Limited	Active	International	Subsidiary of BUPA Health
85	VISTA Healthcare Benefits Management (HK) Limited		Active	International	Care Hong Kong Limited
86	Vista Healthcare Management Services (HK) Limited		Active	International	Subsidiary of BUPA Health
87	BUPA Health Care Malaysia Sdn Bhd	22.915% MYR1 Ordinary in Megah Medical Specialists Group SDN BHD	Active	International	Care Hong Kong Limited
88	Megah Medical Specialists Group SDN BHD		Active	International	Subsidiary of BUPA Health
89	BUPA Health Care Singapore Pte Ltd		Active	International	Care Hong Kong Limited
90	Healthway Medical Enterprises Pte Ltd	65% SGD1 Partnership Capital in Healthway Sunshine Family Clinic	Active	International	Subsidiary of BUPA Health
91	Healthway Sunshine Family Clinic		Active	International	Care Asia Pte Limited
92	Healthway Medical Group Pte Ltd	55% SGD1 Partnership Capital in Healthway Tampines Clinic	Active	International	Subsidiary of BUPA Health
93	Healthway Tampines Clinic	55.001% SGD1 Partnership Capital in Healthway Woodlands Family Clinic	Active	International	Care Asia Pte Limited
94	Healthway Woodlands Family Clinic		Active	International	Subsidiary of BUPA Health
95	IBC-ASIA Healthcare Limited (Cayman Islands)	28.249% US\$10 Ordinary in IBC Healthcare Limited (Mauritius)	Active	International	Care Asia Pte Limited
96	IBC Healthcare Limited (Mauritius)		Active	International	Subsidiary of BUPA Health
97	BUPA Healthcare Ireland Limited	100% €2 Ordinary in BUPA Ireland Services Limited (Ireland)	Active	Membership	Subsidiary of BUPA Investments Overseas Limited
98	BUPA Ireland Limited (Ireland)	100% €1 Ordinary in BUPA Ireland Health Services Limited	Active	Membership	Subsidiary of BUPA Ireland Limited
99	BUPA Ireland Health Services Limited		Active	Membership	Subsidiary of BUPA Ireland Limited

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
100	BUPA Ireland Services Limited (Ireland)		Active	Membership	Subsidiary of BUPA Ireland Limited
101	BUPA LeaseCo Holdings Limited	100% £1 ORDINARY in BUPA LeaseCo. (Guernsey) Limited	Active	Group	Subsidiary of BUPA Investments Overseas Limited
102	BUPA LeaseCo. (Guernsey) Limited		Active	Group	Subsidiary of BUPA LeaseCo Holdings Limited
103	BUPA Middle East E C Limited		Active	International	Subsidiary of BUPA Investments Overseas Limited
104	UK Care Co. No. 1 Limited		Active	Membership	Subsidiary of BUPA Finance PLC
105	BUPA Membership Limited		Active	Wellness	Subsidiary of BUPA Finance PLC
106	BUPA Wellness Group Limited	100% £1 ORDINARY in BUPA Health at Work Limited 100% £1 ORDINARY in BUPA Occupational Health Limited 100% £1 ORDINARY in Barbican Sportcare Limited 100% £1 ORDINARY in City Healthcare Limited 100% £1 ORDINARY in Design Crown & Bridge Limited 100% £1 ORDINARY in M. Spencer Swaine Limited 100% £1 ORDINARY in Occupational Health Care Limited 0% £1 REDEEMABLE PREFERENCE in Occupational Health Care Limited 100% £1 Ordinary in Personal Effectiveness Centre Limited 99.398% £1 ORDINARY in BUPA Mobile Screening Limited held by subsidiary BUPA Occupational Health Limited 99% £1 ORDINARY in BUPA Wellness Construction Limited held by subsidiary BUPA Occupational Health Limited 99% £1 ORDINARY in BUPA Wellness Leasing Limited held by subsidiary BUPA Occupational Health Limited 99% £1 ORDINARY in BUPA Wellness Properties Limited held by subsidiary BUPA Occupational Health Limited	Active		
107	Barbican Sportcare Limited		Active	Wellness	Subsidiary of Barbican Healthcare PLC
108	BUPA Health at Work Limited		Active	Wellness	Subsidiary of Barbican Healthcare PLC
109	BUPA Occupational Health Limited	99.398% £1 ORDINARY in BUPA Mobile Screening Limited 99% £1 ORDINARY in BUPA Wellness Construction Limited 99% £1 ORDINARY in BUPA Wellness Leasing Limited 99% £1 ORDINARY in BUPA Wellness Properties Limited	Active	Wellness	Subsidiary of Barbican Healthcare PLC
110	BUPA Mobile Screening Limited		Active	Wellness	Subsidiary of BUPA Occupational Health Limited
111	BUPA Wellness Construction Limited		Active	Wellness	Subsidiary of BUPA Occupational Health Limited
112	BUPA Wellness Leasing Limited		Active	Wellness	Subsidiary of BUPA Occupational Health Limited

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
113	BUPA Wellness Properties Limited	100% £1 Ordinary in BUPA Care Homes (AKW) Limited	Active	Wellness	Occupational Health Limited
114	City Healthcare Limited	100% £1 ORDINARY in BUPA Care Homes (Bedfordshire) Limited	Active	Wellness	Subsidiary of BUPA Occupational Health Limited
115	Design Crown & Bridge Limited	100% £1 ORDINARY in BUPA Care Homes Group Limited	Active	Wellness	Subsidiary of Barbican Healthcare PLC
116	M. Spencer Swaine Limited	100% £1 ORDINARY in BUPA Care Homes Limited	Active	Wellness	Subsidiary of Barbican Healthcare PLC
117	Occupational Health Care Limited	100% £1 ORDINARY in Court Cavendish (Beckton) Ltd	Active	Wellness	Subsidiary of BUPA Healthcare PLC
118	Personal Effectiveness Centre Limited	100% £0 ORDINARY in Court Cavendish Capital Limited	Active	Wellness	Subsidiary of Barbican Healthcare PLC
119	Care First Group plc	100% £0 ORDINARY in Court Cavendish Group Limited 100% £1 ORDINARY in Capital Childcare Limited 100% £0 DEFERRED in Court Cavendish Limited 0.091% £0 'A' ORDINARY in Court Cavendish Limited 0.091% £0 'B' ORDINARY in Court Cavendish Limited 0.091% £0 'C' ORDINARY in Court Cavendish Limited 0.091% £0 'D' ORDINARY in Court Cavendish Limited 0.545% £0 'E' ORDINARY in Court Cavendish Limited 100% £1 ORDINARY in Court Cavendish Properties Limited 100% £1 ORDINARY in Care First At Home Ltd 100% £1 ORDINARY in Cavendish Hyde Limited 100% £1 Ordinary in Downing Hamham Croft Nursing Home Limited 100% £0 ORDINARY in Greenacre Group Limited 100% £1 ORDINARY in Greenacre Residential Retirement Homes Ltd 50% £1 'A' ORDINARY in Surgichem Ltd 50% £1 'B' ORDINARY in Surgichem Ltd 100% £1 ORDINARY in Takare Developments Ltd 100% £1 ORDINARY in Takare Special Projects Limited 99% £1 ORDINARY in BUPA Care Homes (BNHP) Limited held by subsidiary BUPA Care Homes (BNH) Limited 100% £1 ORDINARY in BUPA Nursing Homes (1997) Limited held by subsidiary BUPA Care Homes (BNH) Limited 99.999% £1 ORDINARY in CHG Homes Limited held by subsidiary BUPA Care Homes (BNH) Limited 50% £1 'A' ORDINARY in Fulford Grange Medical Centre Limited held by	Active	Care Services	Wellness Group Limited Subsidiary of BUPA Finance PLC

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		subsidiary BUPA Care Homes (GL) Limited 50% £1 ORDINARY in Goldsbrough Property Ltd held by subsidiary BUPA Care Homes (GL) Limited 97.826% £1 ORDINARY in Palladius Limited held by subsidiary BUPA Care Homes (GL) Limited 100% £1 ORDINARY in The Regency Hospital Limited held by subsidiary BUPA Care Homes (GL) Limited 99.363% £1 ORDINARY in BUPA Care Homes (BNH) Limited held by subsidiary BUPA Care Homes Group Limited 100% £1 ORDINARY in BUPA Care Homes (CFCHomes) Limited held by subsidiary BUPA Care Homes Group Limited 100% £1 ORDINARY in BUPA Care Homes (CFHCare) Limited held by subsidiary BUPA Care Homes Group Limited 100% £1 ORDINARY in BUPA Care Homes (GL) Limited held by subsidiary BUPA Care Homes Group Limited 100% £1 ORDINARY in BUPA Care Homes (GL) Limited held by subsidiary BUPA Care Homes Group Limited 100% £1 ORDINARY in BUPA Care Homes (Partnerships) Limited held by subsidiary BUPA Care Homes Group Limited 50% £1 ORDINARY in Regency (Macclesfield) Limited held by subsidiary The Regency Hospital Limited 100% £1 ORDINARY in Nomad (UK) Ltd held by subsidiary Surgichem Ltd 99% £1 ORDINARY in Pharmaceutical Care Services Limited held by subsidiary Surgichem Ltd			
120	BUPA Care Homes (AKW) Limited	99.363% £1 ORDINARY in BUPA Care Homes (BNH) Limited	Active	Trading	Direct subsidiary of Care First Group PLC
121	BUPA Care Homes (Bedfordshire) Limited	100% £1 ORDINARY in BUPA Care Homes (CFCHomes) Limited	Active	Care Services	Subsidiary of Care First Group PLC
122	BUPA Care Homes Group Limited	100% £1 ORDINARY in BUPA Care Homes (GL) Limited 100% £1 ORDINARY in BUPA Care Homes (Partnerships) Limited 99% £1 ORDINARY in BUPA Care Homes (BNHP) Limited held by subsidiary BUPA Care Homes (BNH) Limited 100% £1 ORDINARY in BUPA Nursing Homes (1997) Limited held by subsidiary BUPA Care Homes (BNH) Limited 99.999% £1 ORDINARY in CHG Homes Limited held by subsidiary BUPA Care Homes (BNH) Limited 50% £1 'A' ORDINARY in Fulford Grange Medical Centre Limited held by subsidiary BUPA Care Homes (GL) Limited 50% £1 ORDINARY in Goldsbrough Property Ltd held by subsidiary BUPA Care Homes (GL) Limited 97.826% £1 ORDINARY in Palladius Limited held by subsidiary BUPA Care Homes (GL) Limited 100% £1 ORDINARY in The Regency Hospital Limited held by subsidiary	Active	Care Services	Care First Group PLC

The British United Provident Association Limited

Schedule 5 -- Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
123	BUPA Care Homes (BNH) Limited	BUPA Care Homes (GL) Limited 50% £1 ORDINARY in Regency (Macclesfield) Limited held by subsidiary The Regency Hospital Limited	Active	Care Services	Subsidiary of BUPA Care Homes Group Limited
124	BUPA Care Homes (BNHP) Limited	99% £1 ORDINARY in BUPA Care Homes (BNHP) Limited	Active	Care Services	Subsidiary of BUPA Nursing Homes Limited
125	BUPA Nursing Homes (1997) Limited	100% £1 ORDINARY in BUPA Nursing Homes (1997) Limited	Active	Care Services	Subsidiary of BUPA Nursing Homes Limited
126	CHG Homes Limited	99.999% £1 ORDINARY in CHG Homes Limited	Dormant	Dormant	Subsidiary of Care First Group PLC
127	BUPA Care Homes (CFCHomes) Limited		Active	Care Services	Subsidiary of BUPA Care Homes Group Limited
128	BUPA Care Homes (CFHCare) Limited		Active	Care Services	Subsidiary of BUPA Care Homes Group Limited
129	BUPA Care Homes (GL) Limited	50% £1 'A' ORDINARY in Fulford Grange Medical Centre Limited 50% £1 ORDINARY in Goldsborough Property Ltd 97.826% £1 ORDINARY in Palladius Limited 100% £1 ORDINARY in The Regency Hospital Limited 50% £1 ORDINARY in Regency (Macclesfield) Limited held by subsidiary The Regency Hospital Limited	Active	Care Services	Subsidiary of BUPA Care Homes Group Limited
130	Fulford Grange Medical Centre Limited		Dormant	Dormant	Subsidiary of Goldsborough Limited
131	Goldsborough Property Ltd		Dormant	Dormant	Subsidiary of Goldsborough Limited
132	Palladius Limited		Dormant	Dormant	Subsidiary of Goldsborough Limited
133	The Regency Hospital Limited	50% £1 ORDINARY in Regency (Macclesfield) Limited	Dormant	Dormant	Subsidiary of Goldsborough Limited
134	Regency (Macclesfield) Limited		Dormant	Dormant	Subsidiary of The Regency Hospital Limited
135	BUPA Care Homes (Partnerships) Limited		Active	Care Services	Subsidiary of BUPA Care Homes Group Limited
136	BUPA Care Homes Limited		Dormant	Dormant	Care First Group PLC
137	Capital Childcare Limited		Dormant	Dormant	Subsidiary of Care First Group PLC
138	Care First At Home Ltd		Active	Care Services	Subsidiary of Care First Group PLC
139	Cavendish Hyde Limited		Dormant	Dormant	Subsidiary of Care First Group PLC
140	Court Cavendish (Beckton) Ltd		Dormant	Dormant	Subsidiary of Care First Group PLC

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
141	Court Cavendish Capital Limited		Dormant	Dormant	Group PLC
142	Court Cavendish Group Limited		Dormant	Dormant	Subsidiary of Care First Group PLC
143	Court Cavendish Limited		Dormant	Dormant	Subsidiary of Care First Group PLC
144	Court Cavendish Properties Limited		Dormant	Dormant	Subsidiary of Care First Group PLC
145	Downing Harnham Croft Nursing Home Limited		Active	Care Services	Subsidiary of Care First Group PLC
146	Greenacre Group Limited		Dormant	Dormant	Subsidiary of Care First Group PLC
147	Greenacre Residential Retirement Homes Ltd		Dormant	Dormant	Subsidiary of Care First Group PLC
148	Surgichem Ltd	100% £1 ORDINARY in Nomad (UK) Ltd 99% £1 ORDINARY in Pharmaceutical Care Services Limited	Active	Care Services	Subsidiary of Care First Group PLC
149	Nomad (UK) Ltd		Dormant	Dormant	Subsidiary of Surgichem Limited
150	Pharmaceutical Care Services Limited		Dormant	Dormant	Subsidiary of Surgichem Limited
151	Takare Developments Ltd		Active	Care Services	Subsidiary of Care First Group PLC
152	Takare Special Projects Limited		Dormant	Dormant	Subsidiary of Care First Group PLC
153	Hospital Finance Investments Limited		Active	Group	Subsidiary of BUPA Finance PLC
154	R/U/WEEL.COM LIMITED		Dormant	Dormant	Subsidiary of BUPA Finance PLC
155	BUPA Investments Limited	99% £1 ORDINARY in Actagent Limited 99% £1 ORDINARY in BUPA Administrative Systems Limited 100% £1 ORDINARY in BUPA Claims Administration Limited 100% £1 ORDINARY in BUPA Childcare Provision Limited 100% £1 ORDINARY in BUPA Carefinder Network Limited 0.001% £1 A ORDINARY in BUPA Construction Services Limited 99.998% £1 ORDINARY in BUPA Construction Services Limited 100% £1 ORDINARY in BUPA Clare Park Clinic Properties Limited 99.997% £1 ORDINARY in BUPA Dunedin Hospital Limited 100% £1 ORDINARY in BUPA Developments Limited 0% £1 NON CON NON VOT IRRED PREF in BUPA Europe Limited 99% £1 ORDINARY in BUPA Europe Limited 0% £1 CUM-FLOAT RATE CONV NON-VOTE PREF in BUPA Europe Limited 0.1% £1 ORDINARY in BUPA Financial Securities Limited 50% £1 ORDINARY in BUPA Gatwick Park Properties Limited	Active	Group	Direct subsidiary of The British United Provident Association Limited

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		100% £1 ORDINARY in BUPA Health Assurance Limited			
		100% £0 ORDINARY (£0.25) in BUPA Hospital Edinburgh Limited			
		100% £1 ORDINARY in BUPA Holdings (Jersey) Limited			
		97.767% £1 ORDINARY in BHL Hospitals Limited			
		99% £1 ORDINARY in BUPA Hospital Properties Limited			
		99% £1 ORDINARY in BUPA Health Services Limited			
		100% £1 ORDINARY in BHS Leasing (1993) Limited			
		99% £1 ORDINARY in BUPA IT Services Limited			
		100% £1 ORDINARY in BUPA Leasing (Dublin) Limited			
		99.996% £1 ORDINARY in BUPA Medical Centre (1996) Limited			
		98.99% £1 ORDINARY in BUPA Medical Centre Croydon Limited			
		50% £1 ORDINARY in BUPA Marketing Services Limited			
		100% £0 ORDINARY (10P) in BM Leasing (1992) Limited			
		100% £1 ORDINARY in BM Leasing (1994) Limited			
		98.999% £1 ORDINARY in BUPA Media Purchasing Limited			
		99% £1 ORDINARY in BMSL Limited			
		100% £1 ORDINARY in BUPA Operational Services Limited			
		99.99% £1 ORDINARY in BUPA Properties (1995) Limited			
		50% £1 ORDINARY in BUPA Limited			
		100% £0 ORDINARY in BUPA Roding Hospital Limited			
		99% £1 ORDINARY in BUPA Services Limited			
		100% £1 ORDINARY in BUPA Treasury Limited			
		99.998% £1 ORDINARY in BUPA Trustees Limited			
		99.99% £1 ORDINARY in BUPA Travel Services Limited			
		100% £1 Ordinary in BUPA Financial Investments Limited			
		50% £1 ORDINARY in BUPA Wellbeing Limited			
		99.999% £1 ORD in BUPA Worldwide Media Services Limited			
		50% £1 ORDINARY in Country House Homes Limited			
		0.143% £1 ORDINARY in Country House Management Services Limited			
		99.99% £1 ORDINARY in Country House Nursing Homes Limited			
		100% £1 ORDINARY in Care Homes Purchasing Limited			
		100% £1 ORDINARY in Click Locum Limited			
		99% £1 ORDINARY in Datahealth Limited			
		99% £1 ORDINARY in Essex Street Investments Limited			
		100% £1 Ordinary in General Leasing Limited			
		50% £1 ORDINARY in Health Care Online Limited			
		100% £1 ORDINARY in Hartswood Hospital Limited			
		100% £1 ORDINARY in Idealoutcome Limited			
		99.986% £1 ORDINARY in K B Jackson & Son (Developments) Limited			
		100% £1 ORDINARY in Partnership in Health Limited			
		50% £1 ORDINARY in Research Outcomes Limited			
		100% £1 ORDINARY in Solihull Parkway Hospital Limited			
		100% £0 "A" Ordinary in Outcome Technologies Limited			
		100% £1 ORDINARY in BUPA International Limited			
		55.9% £1 Ordinary-A in Blackrock Hospital Limited (Republic of Ireland)			

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
		0% £1 PREFERRED ORDINARY in Blackrock Hospital Limited (Republic of Ireland)			
		100% £1 ORDINARY in BUPA Childcare Limited held by subsidiary BUPA Childcare Provision Limited			
		100% £1 ORDINARY in Teddies Nurseries Limited held by subsidiary BUPA Childcare Provision Limited			
		100% £1 ORDINARY in BUPA Properties (1994) Limited held by subsidiary BUPA Construction Services Limited			
		99.9% £1 ORDINARY in BUPA Financial Securities Limited held by subsidiary BUPA Europe Limited			
		50% £1 ORDINARY in BUPA Building Services Limited held by subsidiary BUPA Limited			
		50% £1 ORDINARY in Country House Homes Limited held by subsidiary Country House Nursing Homes Limited			
		99.857% £1 ORDINARY in Country House Management Services Limited held by subsidiary Country House Nursing Homes Limited			
		100% £1 ORDINARY in Teddies Sports Limited held by subsidiary Teddies Nurseries Limited			
		0.1% US\$1 ORDINARY in BUPA Limited (HK) held by subsidiary BUPA (Asia) Limited			
		99.9% US\$1 ORDINARY in BUPA Limited (HK) held by subsidiary BUPA International Limited			
		70% £10 ORDINARY in BUPA (Asia) Limited held by subsidiary BUPA International Limited			
		99.8% £1 Ordinary in Blackrock Group Services Limited (Republic of Ireland) held by subsidiary Blackrock Clinic Limited (Republic of Ireland)			
		99.99% £1 Ordinary in Blackrock Clinic Limited (Republic of Ireland) held by subsidiary Blackrock Hospital Limited (Republic of Ireland)			
156	Actagent Limited		Active	Membership	Subsidiary of BUPA Investments Limited
157	BHL Hospitals Limited		Dormant	Dormant	Subsidiary of BUPA Investments Limited
158	BHS Leasing (1993) Limited		Active	Care Services	Investments Limited
159	Blackrock Hospital Limited (Republic of Ireland)		Active	Hospitals	BUPA Investments Limited
160	Blackrock Clinic Limited (Republic of Ireland)		Active	Hospitals	Subsidiary of Blackrock Hospital Limited
161	Blackrock Group Services Limited (Republic of Ireland)		Active	Hospitals	Subsidiary of Blackrock Clinic Limited
162	BM Leasing (1992) Limited		Active	Membership	Subsidiary of BUPA Investments Limited
163	BM Leasing (1994) Limited		Active	Membership	BUPA Investments Limited

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
164	BMSL Limited		Dormant	Dormant	Subsidiary of BUPA Investments Limited
165	BUPA Limited	50% £1 ORDINARY in BUPA Building Services Limited	Dormant	Dormant	Subsidiary of BUPA Investments Limited
166	BUPA Building Services Limited		Active	Group	Subsidiary of BUPA Investments Limited
167	BUPA Administrative Systems Limited		Dormant	Dormant	BUPA Limited
168	BUPA Carefinder Network Limited		Dormant	Dormant	Subsidiary of BUPA Investments Limited
169	BUPA Childcare Provision Limited	100% £1 ORDINARY in BUPA Childcare Limited	Active	Hospitals	Subsidiary of BUPA Investments Limited
		100% £1 ORDINARY in Teddies Nurseries Limited			Subsidiary of BUPA Investments Limited
		100% £1 ORDINARY in Teddies Sports Limited held by subsidiary Teddies Nurseries Limited			Subsidiary of BUPA Investments Limited
170	BUPA Childcare Limited		Active	Hospitals	Subsidiary of Teddies Nurseries Ltd
171	Teddies Nurseries Limited	100% £1 ORDINARY in Teddies Sports Limited	Active	Hospitals	Subsidiary of BUPA Childcare Provision Limited
172	Teddies Sports Limited		Active	Hospitals	Subsidiary of Teddies Nurseries Limited
173	BUPA Claims Administration Limited		Dormant	Trading	Subsidiary of BUPA Investments Limited
174	BUPA Clare Park Clinic Properties Limited		Dormant	Dormant	Subsidiary of BUPA Investments Limited
175	BUPA Construction Services Limited	100% £1 ORDINARY in BUPA Properties (1994) Limited	Active	Hospitals	Subsidiary of BUPA Investments Limited
176	BUPA Properties (1994) Limited		Active	Group	Subsidiary of BUPA Investments Limited
177	BUPA Developments Limited		Active	Hospitals	Construction Services Limited
178	BUPA Dunedin Hospital Limited		Dormant	Dormant	Subsidiary of BUPA Investments Limited
179	BUPA Europe Limited	99.9% £1 ORDINARY in BUPA Financial Securities Limited	Active	Group	Subsidiary of BUPA Investments Limited
180	BUPA Financial Securities Limited		Dormant	Dormant	Subsidiary of BUPA Europe Limited
181	BUPA Financial Investments Limited		Active	Group	Subsidiary of BUPA Investments Limited
182	BUPA Gatwick Park Properties Limited		Active	Group	Subsidiary of BUPA Investments Limited
183	BUPA Health Assurance Limited		Active	Membership	Subsidiary of BUPA Investments Limited
184	BUPA Health Services Limited		Dormant	Dormant	Subsidiary of BUPA Investments Limited

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
185	BUPA Holdings (Jersey) Limited		Active	Group	Subsidiary of BUPA Investments Limited
186	BUPA Hospital Edinburgh Limited		Active	Hospitals	Subsidiary of BUPA Investments Limited
187	BUPA Hospital Properties Limited		Active	Hospitals	Subsidiary of BUPA Investments Limited
188	BUPA International Limited	99.9% US\$1 ORDINARY in BUPA Limited (HK) 70% £10 ORDINARY in BUPA (Asia) Limited 0.1% US\$1 ORDINARY in BUPA Limited (HK) held by subsidiary BUPA (Asia) Limited	Active	International	Subsidiary of BUPA Investments Limited
189	BUPA (Asia) Limited		Active	International	Subsidiary of BUPA International Limited
190	BUPA Limited (HK)		Dormant	International	Subsidiary of BUPA International Limited
191	BUPA IT Services Limited		Active	Group	Subsidiary of BUPA Investments Limited
192	BUPA Leasing (Dublin) Limited		Active	Group	Subsidiary of BUPA Investments Limited
193	BUPA Marketing Services Limited		Dormant	Dormant	Subsidiary of BUPA Investments Limited
194	BUPA Media Purchasing Limited		Active	Group	Subsidiary of BUPA Investments Limited
195	BUPA Medical Centre (1996) Limited		Dormant	Dormant	Subsidiary of BUPA Investments Limited
196	BUPA Medical Centre Croydon Limited		Dormant	Dormant	Subsidiary of BUPA Investments Limited
197	BUPA Operational Services Limited		Active	Care Services	Subsidiary of BUPA Investments Limited
198	BUPA Properties (1995) Limited		Dormant	Group	Subsidiary of BUPA Investments Limited
199	BUPA Roding Hospital Limited		Dormant	Dormant	Subsidiary of BUPA Investments Limited
200	BUPA Services Limited		Active	Membership	Subsidiary of BUPA Investments Limited
201	BUPA Travel Services Limited		Active	Membership	Subsidiary of BUPA Investments Limited
202	BUPA Treasury Limited		Active	Group	Subsidiary of BUPA Investments Limited
203	BUPA Trustees Limited		Dormant	Dormant	Subsidiary of BUPA Investments Limited
204	BUPA Wellbeing Limited		Active	Membership	Subsidiary of BUPA Investments Limited
205	BUPA Worldwide Media Services Limited		Active	Group	Subsidiary of BUPA Investments Limited

The British United Provident Association Limited

Schedule 5 – Part C

Line No	Company Name	Interests Held in Subsidiaries	Status	Activity	Notes
206	Care Homes Purchasing Limited		Active	Care Services	Subsidiary of BUPA Investments Limited
207	Click Locum Limited		Active	Group	Subsidiary of BUPA Investments Limited
208	Country House Nursing Homes Limited	50% £1 ORDINARY in Country House Homes Limited 99.857% £1 ORDINARY in Country House Management Services Limited	Dormant	Dormant	Subsidiary of BUPA Investments Limited
209	Country House Homes Limited		Dormant	Dormant	Subsidiary of Country House Nursing Homes Limited
210	Country House Management Services Limited		Active	Care Services	Subsidiary of Country House Nursing Homes Limited
211	Datahealth Limited		Active	Membership	Subsidiary of BUPA Investments Limited
212	Essex Street Investments Limited		Active	Group	Subsidiary of BUPA Investments Limited
213	General Leasing Limited		Active	Group	Subsidiary of BUPA Investments Limited
214	Hartwood Hospital Limited		Dormant	Dormant	Subsidiary of BUPA Investments Limited
215	Health Care Online Limited		Dormant	Dormant	Subsidiary of BUPA Investments Limited
216	Idealoutcome Limited		Dormant	Care Services	Subsidiary of BUPA Care Services Limited
217	K B Jackson & Son (Developments) Limited		Dormant	Dormant	Subsidiary of BUPA Investments Limited
218	Outcome Technologies Limited		Active	Hospitals	Subsidiary of BUPA Investments Limited
219	Partnership in Health Limited		Active	Hospitals	Subsidiary of BUPA Investments Limited
220	Research Outcomes Limited		Dormant	Dormant	Subsidiary of BUPA Investments Limited
221	Solihull Parkway Hospital Limited		Dormant	Dormant	Subsidiary of BUPA Investments Limited

The British United Provident Association Limited

Schedule 5 – Part D

Classification	Company	Line No
	BUPA Health Care Australia Pty Ltd	77
	BUPA Healthcare Ireland Limited	97
	Healthway Sunshine Family Clinic	91
	Healthway Tampines Clinic	93
	Healthway Woodlands Family Clinic	94
	IBC Healthcare Limited (Mauritius)	96
	IBC-ASIA Healthcare Limited (Cayman Islands)	95
	Megah Medical Specialists Group SDN BHD	88
	Outcome Technologies Limited	218
	The British United Provident Association Limited	1
	UK Care Co. No. 1 Limited	104
Subsidiary	Actagent Limited	156
	ASAP Spain (Overseas Limited) S.L.	54
	Barbican Sportcare Limited	107
	BHL Hospitals Limited	157
	BHL Properties Limited	7
	BHS (Holdings) Limited	4
	BHS Leasing (1992) Limited	8
	BHS Leasing (1993) Limited	158
	BHS Leasing (1994) Limited	9
	BHSL Properties Limited	10
	BI Healthcare Holdings BV	44
	Blackrock Clinic Limited (Republic of Ireland)	160
	Blackrock Group Services Limited (Republic of Ireland)	161
	Blackrock Hospital Limited (Republic of Ireland)	159
	Blue Cross Insurance Co Limited	46, 48, 50
	BM Leasing (1992) Limited	162
	BM Leasing (1994) Limited	163
	BMSL Limited	164
	BUPA Limited	165
	BUPA (Asia) Limited	2, 189
	BUPA Administrative Systems Limited	167
	BUPA Australia Pty Limited	40
	BUPA Australian Finance	24
	BUPA Australian Investments Limited	23
	BUPA Beheer BV	43
	BUPA Building Services Limited	166
	BUPA Care Homes (AKW) Limited	120
	BUPA Care Homes (Bedfordshire) Limited	121
	BUPA Care Homes (BNH) Limited	123
	BUPA Care Homes (BNHP) Limited	124
	BUPA Care Homes (CFC Homes) Limited	127
	BUPA Care Homes (CFH Care) Limited	128
	BUPA Care Homes (GL) Limited	129
	BUPA Care Homes (Partnerships) Limited	135
	BUPA Care Homes Group Limited	122
	BUPA Care Homes Limited	136
	BUPA Care Services Limited	25
	BUPA Care Services Overseas Staffing Limited	26
	BUPA Carefinder Network Limited	168
	BUPA Childcare Limited	170
	BUPA Childcare Provision Limited	169

Date 07/08/2003

The British United Provident Association Limited

Schedule 5 – Part D

35	BUPA Childcare Services Limited
173	BUPA Claims Administration Limited
174	BUPA Clare Park Clinic Properties Limited
175	BUPA Construction Services Limited
177	BUPA Developments Limited
178	BUPA Dunein Hospital Limited
71	BUPA Egypt Insurance
179	BUPA Europe Limited
72	BUPA Finance BV
73	BUPA Finance No.1 Limited
74	BUPA Finance No.2 Limited
3	BUPA Finance PLC
181	BUPA Financial Investments Limited
36	BUPA Financial Securities (1992) Limited
180	BUPA Financial Securities Limited
42	BUPA Funding (Australia) Pty Limited
11	BUPA Gatwick Park Hospital Limited
182	BUPA Gatwick Park Properties Limited
183	BUPA Health Assurance Limited
108	BUPA Health at Work Limited
75	BUPA Health Care Asia Pte Ltd
76	BUPA Health Care Australia Holdings Pte Ltd
79	BUPA Health Care Hong Kong Limited
87	BUPA Health Care Malaysia Sdn Bhd
89	BUPA Health Care Singapore Pte Ltd
184	BUPA Health Services Limited
41	BUPA Holdings (Australia) Pty Limited
49	BUPA Holdings (Guernsey) Limited
185	BUPA Holdings (Jersey) Limited
186	BUPA Hospital Edinburgh Limited
187	BUPA Hospital Properties Limited
5	BUPA Hospitals (Holdings) Limited
6	BUPA Hospitals Limited
53	BUPA Iberia S.L.
37	BUPA Insurance Limited
38	BUPA International Insurance Services Limited
188	BUPA International Limited
155	BUPA Investments Limited
39	BUPA Investments Overseas Limited
99	BUPA Ireland Health Services Limited
98	BUPA Ireland Limited (Ireland)
100	BUPA Ireland Services Limited (Ireland)
191	BUPA IT Services Limited
101	BUPA LeaseCo Holdings Limited
102	BUPA LeaseCo. (Guernsey) Limited
192	BUPA Leasing (Dublin) Limited
190	BUPA Limited (HK)
193	BUPA Marketing Services Limited
194	BUPA Media Purchasing Limited
195	BUPA Medical Centre (1996) Limited
196	BUPA Medical Centre Croydon Limited
12	BUPA Medical Supplies Limited
105	BUPA Membership Limited
103	BUPA Middle East E C Limited
110	BUPA Mobile Screening Limited
51	BUPA Nederland BV

The British United Provident Association Limited

Schedule 5 – Part D

125	BUPA Nursing Homes (1997) Limited	
27	BUPA Nursing Limited	
109	BUPA Occupational Health Limited	
197	BUPA Operational Services Limited	
14	BUPA Power & Leasing Limited	
176	BUPA Properties (1994) Limited	
198	BUPA Properties (1995) Limited	
15	BUPA Purchasing Limited	
22	BUPA Redwood Hospital Limited	
199	BUPA Roding Hospital Limited	
200	BUPA Services Limited	
52	BUPA Spain BV	
201	BUPA Travel Services Limited	
202	BUPA Treasury Limited	
203	BUPA Trustees Limited	
204	BUPA Wellbeing Limited	
111	BUPA Wellness Construction Limited	
Subsidiary		
106	BUPA Wellness Group Limited	
Subsidiary		
112	BUPA Wellness Leasing Limited	
113	BUPA Wellness Properties Limited	
205	BUPA Worldwide Media Services Limited	
80	Byrne & Hickman Limited	
137	Capital Childcare Limited	
138	Care First At Home Ltd	
119	Care First Group plc	
206	Care Homes Purchasing Limited	
139	Cavendish Hyde Limited	
126	CHG Homes Limited	
114	City Healthcare Limited	
207	Click Locum Limited	
209	Country House Homes Limited	
210	Country House Management Services Limited	
208	Country House Nursing Homes Limited	
140	Court Cavendish (Beckton) Ltd	
141	Court Cavendish Capital Limited	
142	Court Cavendish Group Limited	
143	Court Cavendish Limited	
144	Court Cavendish Properties Limited	
211	Datahealth Limited	
115	Design Crown & Bridge Limited	
145	Downing Harnham Croft Nursing Home Limited	
81	Dr. Anne Spooner & Associates Limited	
82	Dr. Vio & Partners Limited	
212	Essex Street Investments Limited	
28	Flexible Care Services Limited	
130	Fulford Grange Medical Centre Limited	
213	General Leasing Limited	
63	GERS Investment Holding SL	
64	Gestion de Inversiones De Recursos Sociales SA (Sociedad Unipersonal)	
66	Gestion de Recursos Sociales De Navarra SA (Sociedad Unipersonal)	
67	Gestion de Recursos Sociales Pais Vasco SA (Sociedad Unipersonal)	

The British United Provident Association Limited

Schedule 5 – Part D

65	Gestion de Recursos Sociales SL
16	Goldsborough Developments Limited
29	Goldsborough Estates Limited
131	Goldsborough Property Ltd
146	Greenacre Group Limited
147	Greenacre Residential Retirement Homes Ltd
214	Hartswood Hospital Limited
215	Health Care Online Limited
45	Healthcare Management Company Limited
90	Healthway Medical Enterprises Pte Ltd
92	Healthway Medical Group Pte Ltd
153	Hospital Finance Investments Limited
19	Hospitals Leasing (One) Limited
20	Hospitals Leasing (Two) Limited
78	Hurstville Community Private Hospital Ltd
30, 216	Idealoutcome Limited
21	Indexscreen Limited
83	Integrated Healthcare (Holdings) Limited
217	K B Jackson & Son (Developments) Limited
56	Laboreris S.A.
68	Luz 3015 SL (Sociedad Unipersonal)
116	M. Spencer Swaine Limited
47	Minor Health Enterprises Limited
31	Montpellier Health Care Limited
149	Nomad (UK) Ltd
57	Novomedic S.A. de Seguros
117	Occupational Health Care Limited
132	Palladius Limited
219	Partnership in Health Limited
118	Personal Effectiveness Centre Limited
150	Pharmaceutical Care Services Limited
70	Plainprime Limited
84	Polyray Technology Limited
58	Previlabor, S.A.
32	Professional Healthcare Services Limited
33	Professional Management Services Limited
154	R/U/WELL.COM LIMITED
134	Regency (Macclesfield) Limited
220	Research Outcomes Limited
59	Sanitas Prevencion de Riesgos Laborales, S.A.
55	Sanitas S.A. De Seguros (Spain)
55	Sanitas SA de Inversiones (Spain)
60	Sanitas Sociedad Limitada de Diversificacion SL
61, 62	Sanitas, Sociedad Anonima de Hospitales (Spain)
69	Solihull Parkway Hospital Limited
221	Strand Nurses Bureau Limited
34	Surgichem Ltd
148	Takare Developments Ltd
151	Takare Special Projects Limited
152	Teddies Nurseries Limited
171	Teddies Sports Limited
172	The Regency Hospital Limited
133	The Yale Hospital Limited
17	Timer Estates Limited
13	Tunbridge Wells Independent Hospital Limited
85	VISTA Healthcare Benefits Management (HK) Limited

The British United Provident Association Limited

Schedule 5 – Part D

	Vista Healthcare Management Services (HK) Limited	86
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