



Direction

To: Omnilife Insurance Company Limited (FRN 170734)

(the “firm”)

Ref: 2285670

Of: 53 New Broad Street, London EC2M 1SL

Date: 23 December 2015

PRA Rulebook Group Supervision 20.1 (Version as in force at the date this Direction takes effect)

Power

1. This direction is given by the *PRA* under section 138A of the Financial Services and Markets Act 2000.

Duration

2. (1) This direction takes effect on 1 January 2016
(2) This direction ends on the earlier of:
 - i) The date the relevant rule is revoked or no longer applies to the firm (in whole or in part); or
 - ii) 31 December 2018

Rules Modified

3. The PRA directs that the *rules* listed below apply to the firms with the modifications shown.

Group Supervision 20.1	<p>The rule is replaced with the following:</p> <p>20.1 When 2.1(3) applies, 16.2 applies with any necessary changes at the level of the <i>insurance holding company</i> or <i>mixed financial holding company</i> which does not have its head office in an <i>EEA State, third country insurance undertaking</i> or <i>third country reinsurance undertaking</i> unless, subject to 20.2, the third country in which that <i>undertaking</i> has its head office is assessed to be equivalent under Article 260 of the <i>Solvency II Directive</i>, in which case this rule and 20.1A to 20.1C do not apply.</p> <p>Insert the following after rule 20.1:</p> <p>20.1A When 2.1(3) applies, each <i>relevant insurance group undertaking</i> must:</p>
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	<p>(1) provide to the <i>PRA</i> annually, any regulatory solvency or capital adequacy reports submitted to any relevant regulatory authority in respect of <i>Medgulf or Medgulf KSA</i>;</p> <p>(2) provide to the <i>PRA</i> annually, an <i>ORSA</i> at the level of its ultimate <i>parent undertaking</i> which does not have its head office in an <i>EEA State</i>, or an equivalent report that provides an assessment and measurement of risks to which the <i>Medgulf Group</i> is exposed; and</p> <p>(3) notify the <i>PRA</i> immediately on becoming aware of any preventative or corrective measures taken by any relevant regulatory authority in respect of <i>Medgulf or Medgulf KSA</i>.</p> <p>20.1B When 2.1(3) applies, each <i>relevant insurance group undertaking</i> must notify the <i>PRA</i> prior to:</p> <p>(1) any payment of dividends from <i>Omnilife</i> to any <i>undertaking</i> in the <i>group</i> that is outside the <i>EEA</i>;</p> <p>(2) any other capital extractions from <i>Omnilife</i> to any <i>undertaking</i> in the <i>group</i> that is outside the <i>EEA</i>;</p> <p>(3) entering into any material intra-group transaction that involves the transfer of economic benefits to, or the assumption of liabilities from, any <i>undertaking</i> in the <i>group</i> that is outside the <i>EEA</i>.</p> <p>20.1C For the purposes of 20.1 to 20.1B, the following definitions apply:</p> <p>(1) <i>Omnilife</i> means Omnilife Insurance Company Limited, a company incorporated in England.</p> <p>(2) <i>Medgulf KSA</i> means Medgulf KSA, a company incorporated in Saudi Arabia.</p> <p>(3) <i>Medgulf</i> means Medgulf BSC, a company incorporated in Bahrain.</p> <p>(4) <i>Medgulf group</i> means <i>Medgulf</i> and its <i>subsidiaries</i>.</p>
Group Supervision 20.2	The rule is replaced with the following: 20.2 Notwithstanding an assessment of equivalence under Article 260 of the <i>Solvency II Directive</i> referred to in 20.1, rules 20.1 to 20.1B



	<p>apply where, in the case of temporary equivalence under Article 260(5) of the <i>Solvency II Directive</i>, there is a <i>Solvency II undertaking</i> in the <i>group</i> that has a balance sheet total that exceeds the balance sheet total of the <i>parent undertaking</i> situated outside of the <i>EEA</i>.</p>
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Interpretation

4. Interpretative provisions (including definitions) of the *PRA Rulebook* apply to this direction in the same way they apply to the *PRA Rulebook*.

James O'Reilly
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Prudential Regulation Authority