



NOTICE OF CONVENING A SPECIAL GENERAL MEETING FOR BONITAS MEDICAL FUND

Bonitas
Medical Aid for South Africa

1. CONVENING OF A SPECIAL GENERAL MEETING FOR PURPOSES OF ELECTING TRUSTEES

- 1.1. In terms of Rule 26.2.1 of the Bonitas Medical Fund (“Bonitas”/ “the Scheme”) Rules, a Special General Meeting (“SGM”) of members may be called at any time by the Board of Trustees (“Board”) if deemed necessary. You are hereby notified that in terms of Rule 26.2.1 an SGM is hereby convened for purposes of electing trustees to serve on the Board, as set out in this Notice.
- 1.2. You are notified that the SGM for the purpose set out above shall be held on **Wednesday, 3 July 2024 from 09h00 to 14h00 at the Indaba Hotel, Spa and Conference Centre, William Nicol Drive, Fourways.**

2. TRUSTEES ELECTION PROCESS

- 2.1. Only Principal Members who are in good standing (i.e. whose contributions are up to date and who are not suspended for any reason), present at the SGM, either in person or represented by a proxy in good standing, may vote.
- 2.2. The Independent Electoral Body (“IEB”), PricewaterhouseCoopers Advisory Services (Pty) Ltd (“PwC”), has been appointed by the Scheme to independently oversee the election process, including the receipt and vetting of proxies. Any decisions made by the IEB pursuant to the election process shall be final and binding.
- 2.3. There are three (3) vacancies on the Board which are sought to be filled by this process.
- 2.4. A Candidate list and CV booklet of Candidates who are eligible for purposes of election is attached to this Notice, and members are required to make their choice from the Candidates appearing on the list.
- 2.5. Each Principal Member may elect a maximum of three (3) Candidates. Any member choosing more than three (3) Candidates will result in that member’s Ballot Paper being regarded as invalid.

3. TRUSTEES ELECTION PROCESS

- 3.1. **Principal Members attending the SGM, will be required to produce their proof of membership and a green RSA ID book or card, valid driver’s license or passport.** Membership will be validated as being in good standing, meaning those members whose contributions are not in arrears and who are not suspended for any reason, before being allowed to participate at the SGM. Anyone who is appointed as a proxy should also be in good standing on the day of the SGM and will similarly have to produce the aforesaid identification documents. All Principal Members who seek to participate in the SGM whether personally or as a proxy, must be in good standing. Should a proxy not be in good standing, the proxies held by him/her shall be allocated to the Principal Officer (“PO”) of the Scheme, to be exercised on behalf of the member granting the proxy.
- 3.2. Registration will commence at **07h00 on the morning of 3 July 2024 at the venue set out above.**
- 3.3. In terms of Rule 27.1 of the Scheme Rules: *“every member who is entitled to be present at a general meeting of the Scheme and whose contributions are not in arrears shall be entitled to appoint, subject to the provisions of Rule 27.2, another person who shall be a member as the member’s proxy to attend, speak and vote in the member’s stead.”*

- 3.4. In terms of Rule 27.2 of the Scheme Rules: *“only principal members of the Scheme who are in good standing as contemplated in Rule 27.1 may attend, participate, and vote at any general meeting of the Scheme. Where members are required to express their views by means of ballot, then only principal members in good standing are entitled to receive and cast such ballots.”*
- 3.5. In terms of Rule 27.5 of the Scheme Rules: *“every member who is present in person or by proxy at a general meeting convened in terms of either rule 26.1 or rule 26.2 and whose contributions are not in arrears, shall have the right to vote at the meeting concerned.”*
- 3.6. In terms of Rule 27.3 of the Scheme Rules: *“the instrument appointing the proxy shall be in writing, in a form the Board may determine and shall be signed by the member. The proxy form shall be deposited not later than 48 hours before the time of holding the meeting at the registered office of the Scheme or such other place or places as the Board may decide.”* **Therefore, completed Proxy Appointment Forms must reach the IEB by no later than 09h00 on Monday, 1 July 2024, by e-mail only, to za_bonitaselection2024@pwc.com.**
- 3.7. Failure to comply with the provisions of the above-mentioned Scheme Rules, will render the Proxy Appointment Form to be invalid.
- 3.8. If the SGM convened in terms of this Notice is adjourned for any reason, all valid proxies shall remain valid for the adjourned meeting unless otherwise advised by the Scheme.
- 3.9. According to Scheme Rule 27.4: *“a member may withdraw the authority given in terms of Rule 27.1 at any time and in the case of a meeting adjourned to not less than seven (7) days after the original date set down for the meeting the member may substitute a new instrument in place of the previous one.”*
- 3.10. The completion and lodging of this form of proxy will not preclude the relevant member from attending the SGM and voting in person thereat instead of any proxy appointed in terms hereof. Should the member attend or vote at the meeting, the proxy that has been appointed will not be able to vote on the member's behalf and the proxy given to the representative shall be deemed to have been revoked and will be cancelled.

4. INSTRUCTIONS ON OBTAINING AND COMPLETING THE PROXY APPOINTMENT FORM

- 4.1. Only Principal Members who are in good standing (i.e. whose contributions are up to date and who are not suspended for any reason) may appoint proxies. Only other Principal Members who are in good standing on the day of the SGM may act as proxies. It is hereby clarified that only Principal Members may appoint other Principal Members to act as their proxy.
- 4.2. Proxy appointments must be made using the **official pre-numbered Proxy Appointment Form** that must be obtained by sending an email to za_bonitaselection2024@pwc.com and providing your full names and surname, Bonitas membership number and ID number. Kindly note that only Proxy Appointment Forms issued to a particular member can be used by such a member. If the Proxy Appointment Form is spoilt for some reason, the member shall be obliged to request a new Proxy Appointment Form by sending an email to the aforesaid email address, and the old Proxy Appointment Form shall be deemed to be invalid.
- 4.3. Each Proxy Appointment Form must be signed by the appointing Principal Member.
- 4.4. All information required on the Proxy Appointment Form must be completed. Failure to do so may invalidate the Proxy Appointment Form.
- 4.5. All information supplied on the completed Proxy Appointment Form shall be verified. Decisions made by the IEB in respect of the validity of submitted Proxy Appointment Forms will be final and binding.
- 4.6. Completed and signed Proxy Appointment Forms may be returned by email only, to za_bonitaselection2024@pwc.com.
- 4.7. All election and proxy appointment queries must be directed to the IEB on **011 287 0974** or email: za_bonitaselection2024@pwc.com. The IEB will respond to queries and requests **between 08h00 and 16h30, Mondays to Fridays only (excluding weekends and public holidays)**.

Yours faithfully

Bonitas Medical Fund