

NOTICE

NOTICE TO CONVENE THE ANNUAL GENERAL MEETING OF BONITAS MEDICAL FUND TO BE HELD VIRTUALLY

2020



You are hereby notified that Bonitas Medical Fund (“Bonitas” or “the Scheme”) hereby convenes its Annual General Meeting (“AGM”) in respect of its 2019 financial year to take place on **Wednesday, 11 November 2020 at 09h00**, in accordance with the Scheme Rules and the provisions of this Notice.

Due to the COVID-19 pandemic and the resulting lockdown restrictions which made it impossible to hold the AGM by traditional means, the Scheme applied to the Council for Medical Schemes (“CMS”) for an exemption in respect of:

- The date by which the AGM is to be convened; and
- That to the extent required, that the Rules of the Scheme be dispensed with so as to enable the AGM to be conducted via a digital platform.

The CMS duly granted the Scheme with an exemption as requested. Accordingly, the AGM in respect of the 2019 financial year of the Scheme is being convened in terms of this Notice. The Board of Trustees (“Board”) encourage members (“Members”) to attend this AGM as your participation is important in ensuring a successful event.

The Scheme has appointed PricewaterhouseCoopers Advisory Services (Pty) Ltd (“PwC”) as the Independent Oversight Body (“IOB”) to oversee and monitor the AGM proceedings and matters related thereto.

DETAILS OF THE AGM

DATE: WEDNESDAY, 11 NOVEMBER 2020

TIME: THE AGM LIVE WEBCAST STREAMING PLATFORM WILL BE OPEN FROM 07H00 AND THE MEETING WILL COMMENCE AT 09H00

You are hereby furnished with this Notice to convene the AGM and the following documentation for purposes of the AGM:

- Agenda for the AGM;
- The Scheme’s Annual Performance Highlights Report for the financial year ended 31 December 2019; and
- The AGM Procedures.

THE AGENDA FOR THE AGM WILL BE AS FOLLOWS:

1. To receive and note the Board of Trustees’ report for the year ended 31 December 2019.

This report provides an outline of the Scheme’s financial performance for the 2019 financial year. It also provides insights on the key focus areas to ensure the sustainability of the Scheme as well as measures that will be taken to improve the experience of Members within the context of the challenges faced by the healthcare industry. The report further provides the feedback on key initiatives implemented in support of the Scheme’s strategic objectives as well as feedback on various operational matters.

2. To receive and note the Independent Auditors’ report for the year ended 31 December 2019.

Deloitte & Touche are the Scheme’s auditors for the 2019 financial year and were responsible for reporting on whether the annual Financial Statements fairly represents the financial position of the Scheme in accordance with the applicable financial reporting framework.

3. To receive and note the audited Financial Statements for the year ended 31 December 2019

The Scheme's Annual Performance Highlights Report for the 2019 financial year is attached hereto, as permitted in terms of Circular 6 of 2013 issued by the Registrar of Medical Schemes. A complete copy of the audited Financial Statements is available at www.bonitas.co.za or by contacting the call centre on 0860 002 108 on request from the Scheme's office. The audited Annual Financial Statements of the Scheme were approved by the Board on 21 April 2020 and submitted to the CMS for approval on 13 May 2020. No concerns have been raised by the Council for Medical Schemes regarding the 2019 audited Financial Statements.

4. Confirmation of the appointment of the Auditor for 2020

Considering and confirming the appointment of Deloitte & Touche as the Scheme's Auditor for the 2020 financial year.

5. To consider any other matters of which due notice has been given in terms of the Scheme Rules

The Scheme Rules allow for any Member of Bonitas to place a matter on the agenda for consideration at the AGM, provided that the process detailed below is followed.

SUBMITTING A NOTICE OF MOTION

Any Member wishing to place matters on the Agenda for consideration at the AGM must ensure that the request is received by the Scheme, marked for the attention of the Principal Officer, no later than 14 days before the date of the AGM. Members who wish to place matters on the Agenda must provide full details of the issues to be raised, the reasons for this and the desired actions and outcomes related to the motion. This is to ensure that Members receiving notification of these Agenda items are able to make an informed decision on the matter put before them. Notices of Motions that are not consistent with the Scheme Rules or the Medical Schemes Act will not be accepted.

MATTERS SOUGHT TO BE PLACED ON THE AGENDA MUST REACH THE PRINCIPAL OFFICER BY NO LATER THAN 16H30 ON WEDNESDAY, 28 OCTOBER 2020. THIS CAN BE EMAILED TO AGM@BONITAS.ORG.ZA

PROXIES

In terms of Scheme Rule 27.6.3 where voting is to occur by electronic means at a general meeting, "the Scheme shall not allow proxies to be lodged as all Members shall have the opportunity to participate individually." Accordingly, for purposes of this AGM, no proxies will be allowed, and all Members seeking to participate will have to access the digital platforms and cast their votes by means of the electronic methods provided for.

VIRTUAL ATTENDANCE OF THE AGM

The AGM will be conducted via the digital platform, and only Principal Members of the Scheme who are in good standing may attend the AGM. The attached AGM Procedures sets out the processes that Members should follow to virtually attend the AGM. The link to join the Live Webcast Streaming of the AGM will be sent to Members in due course.

ONLINE VOTING FOR RESOLUTIONS

The online voting will be conducted via a digital platform, and only Principal Members of the Scheme who are in good standing may participate and vote. Voting will take place by electronic means only. Members will be able to cast their votes via the digital voting platform for a period commencing on Wednesday, 4 November 2020 at 09h00, and closing on Wednesday, 11 November 2020, on the day of the AGM, 10 minutes after the last agenda item has been discussed. The attached AGM Procedures sets out the processes that Members should follow to cast their online vote on Resolutions. The link and details to access the digital platforms will be sent to Members in accordance with the processes set out in the AGM Procedures document attached.

ALL QUERIES MUST BE DIRECTED AS FOLLOWS

MEDICAL SCHEME RELATED QUERIES	AGM RELATED QUERIES
Call: 0860 002 108	Call: 011 287 0974
Email: queries@bonitas.co.za	Email: za_bonitasvagm2020@pwc.com

KEY AGM DATES

CLOSING DATE FOR SUBMISSION OF MOTIONS	16h30 on Wednesday, 28 October 2020
VOTING FOR RESOLUTIONS AS SET OUT IN THE AGENDA (OPEN FOR SEVEN (7) DAYS)	Voting opens at 09h00 on Wednesday, 4 November 2020 Voting closes on Wednesday, 11 November 2020, on the day of the AGM, 10 minutes after the last agenda item has been discussed.
ANNUAL GENERAL MEETING	Wednesday, 11 November 2020 at 09h00

We look forward to your attendance and participation in the AGM.

**ISSUED BY THE BOARD OF TRUSTEES OF BONITAS MEDICAL FUND
19 OCTOBER 2020**