

# ANNUAL GENERAL MEETING 2023

## PROXY FORM

**Proxy Form for the 17th Government Employees Medical Scheme (“GEMS”) Annual General Meeting (“AGM”) to be held virtually via ZOOM on 28 July 2023 at 15h00.**

**Please refer to the important notes below before completing this Proxy Form.**

I, \_\_\_\_\_, GEMS Membership Number \_\_\_\_\_, being a current and fully paid-up principal member of GEMS (“Member”), hereby appoint \_\_\_\_\_ as my proxy to attend, speak and vote on a poll for me and on my behalf at the GEMS AGM to be held virtually via Zoom on **28 July 2023 at 15h00**, and at any adjournment thereof, as follows:

**Indicate your instructions to the person appointed as your proxy by way of a cross or tick in the space provided for motions for resolution in the table below.**

Number	Motion	In favour of	Against	Abstain
1.	Adoption of the Minutes of the 16th GEMS Annual General Meeting held virtually on 29 July 2022			
2.	Adoption of the Annual Financial Statements for the financial year ended 31 December 2022, including the reports of the Board of Trustees and the external auditor of GEMS			
3.	Appointment of Deloitte & Touche, with OMA Chartered Accountants Inc., as GEMS’ external auditors for the financial year ending 31 December 2023 in terms of GEMS Rules 27.1 and 27.4			

**Name of Proxy:** \_\_\_\_\_

(This is the name of the person who will attend the AGM for and on behalf of the Member.)

**GEMS Membership Number of Proxy:** \_\_\_\_\_

(This is the GEMS membership number of the person who will attend the AGM for and on behalf of the Member.)

**Signature of Proxy:**

(This is the signature of the person who will attend the AGM for and on behalf of the Member.)

**Signature of Member:**

**SIGNED AT \_\_\_\_\_ THIS \_\_\_\_\_ DAY OF \_\_\_\_\_ 2023.**

**NOTES:**

- A principal member of GEMS (“Member”) who is eligible to attend and vote at the AGM is entitled to appoint a proxy to attend, speak and on a poll vote in his/her stead, **provided that such proxy is also a current and fully paid-up Member of GEMS and signs this Proxy Form together with the Member who appoints him/her.**
- The Member may insert the name of another Member whom the Member wishes to appoint as his/her proxy in the blank spaces provided for that purpose on the face of this Proxy Form. **It is important to note that if the name of a person who is not a Member of GEMS is inserted, this Proxy Form will be disregarded.**
- It is also important to note that the following trustees, who were appointed by the Minister for Public Service and Administration, and the Independent Chairperson of the GEMS Audit Committee, are not Members of GEMS, and therefore, cannot be appointed as proxies:**
  - Dr. Sebayitseng Millicent Hlatshwayo (Chairperson of the GEMS Board of Trustees);
  - Mr. Rakgama Andries Manoko;
  - Dr. Nomzamo Tutu; and
  - Mr. Motshoanedi Johannes Lesejane (Independent Chairperson of the GEMS Audit Committee).
- The following trustees, who are Members of GEMS, may be appointed as proxies:**
  - Mr. Mpariseni Erasmus Phophi (Deputy Chairperson of the GEMS Board of Trustees);
  - Ms. Nkobane Constance Ntshane;
  - Mr. Marthinus Brand;
  - Dr. Izak Jacobus (Kobus) van Zyl;
  - Dr. Frederik Johan Smit;
  - Ms. Precious Lebohang Khumalo; and
  - Mr. Pierre Francois de Villiers.
- Proxy Forms must be signed, dated and returned to GEMS to Private Bag X782, CAPE TOWN, 8000, or emailed to enquiries@gems.gov.za, or faxed to 0861 00 4367 by not later than **16h00 on Friday, 21 July 2023. Proxy Forms received after this time will not be considered, as prescribed by the GEMS Rules.**
- Proxy Forms, appointing trustees or other officers of GEMS who are Members, will be signed by such officers after GEMS’ receipt of same, but prior to the AGM; therefore, **in such instances only**, Members may sign and submit their Proxy Forms to GEMS without them having been signed by their proxies too.
- Proxy Forms that are not completed correctly will be deemed as spoilt and will be disregarded.**
- The motions for resolution referred to at Motion Number 1, 2 and 3 of the table on the face of this Proxy Form must, in accordance with the GEMS Rules, be taken to the AGM and voted on by the Members present at the AGM.
- The completion and lodging of this Proxy Form by a Member will not preclude that Member from attending the AGM, and speaking and voting, virtually to the exclusion of any proxy appointed in terms hereof, should the Member wish to do so.
- If a Member does not indicate in the appropriate place on the face of this Proxy Form how he/she wishes to vote in respect of any motion for resolution, or in the event that a Member’s choice is not clearly displayed, his/her proxy shall be entitled to vote as he/she deems fit in respect of that motion.