

NOTICE TO THE MEMBERS OF THE ANNUAL GENERAL MEETING

THE PROFESSIONAL PROVIDENT SOCIETY HOLDINGS TRUST

(Registration number: IT312/2011)

('the Trust')

Notice is hereby given that the eighth annual general meeting ('the meeting') of the members of the Trust will be held on Tuesday, 22 May 2018 at 18:00, in the PPS Indaba Centre, 6 Anerley Road, Parktown, Johannesburg, for the following purposes:

1. **To adopt, by ordinary resolution, the annual financial statements for the year ended 31 December 2017, including the reports of the trustees and the auditors of the Trust.**
2. **To reappoint, by ordinary resolution, PricewaterhouseCoopers Inc. as the auditors of the Trust.**
3. **To elect and appoint trustees, by ordinary resolutions, in place of those trustees retiring in accordance with the trust deed which established and governs the Trust ('Trust Deed').**

Mr E A Moolla, Mr U D Jivan and Dr C M Krüger retire by rotation at the meeting in terms of the Trust Deed.

The following trustees, being eligible for re-election and appointment, offer themselves for re-election and appointment as trustees of the Trust:

- 3.1 Dr C M Krüger
- 3.2 Mr E A Moolla

In addition, the following candidates have been nominated for election and appointment as trustees of the Trust in terms of the Trust Deed:

- 3.3 Adv H Cassim
- 3.4 Ms R Gopichund
- 3.5 Dr AC Hurribunce
- 3.6 Dr N H P Khosa
- 3.7 Ms LJ Page
- 3.8 Prof M W Sonderup

(Abbreviated biographical details of the persons referred to above are set out on pages 173 to 180 of this Integrated Report).

EXPLANATORY NOTE ON THE APPOINTMENT OF THE TRUSTEES

The board of trustees currently consists of 20 trustees, all of whom were appointed in accordance with the Trust Deed. There are currently 10 elected trustees, of whom three are required to retire by rotation in terms of clause 7.2.1 of the current Trust Deed, following which there will be seven elected trustees in office. In terms of clause 5.3.1 of the Trust Deed, a maximum of 10 trustees may be appointed by the members in general meeting. There are three vacancies and there are eight nominees for these vacant positions (including the trustees who retire by rotation and who offer themselves for re-election and appointment). Each candidate will be voted upon by a separate resolution. In terms of the Trust Deed, if the number of persons approved by such resolutions exceeds the number of vacancies (being three), the result of the voting shall be determined in accordance with the number of votes cast in favour of each resolution so that the vacancies will be filled by the candidates receiving the highest number of favourable votes.

4. **To elect the Audit Committee of the Trust by ordinary resolution. The following trustees, who meet the requirements of paragraph 26.1 of the Trust Deed, nominated by the Group Nominations Committee and recommended by the Board, have offered themselves for election:**
 - 4.1 Ms D L T Dondur
 - 4.2 Mr E A Moolla
 - 4.3 Mr P Ranchod

5. **To approve, by special resolution, the following remuneration of the trustees for the period 1 July 2018 to 30 June 2019 (exclusive of VAT):**

- remuneration of the chairman, comprising a retainer of R421 750 and an attendance fee of R18 100 per meeting;
- remuneration of the deputy chairman, comprising a retainer of R281 170 and an attendance fee of R13 575 per meeting;
- remuneration of the co-opted members of the board of trustees, comprising a retainer of R201 300 and an attendance fee of R9 050 per meeting;
- remuneration of the remainder of the members of the board of trustees, comprising a retainer of R140 580 and an attendance fee of R9 050 per meeting;
- remuneration of the chairman of the Trust Audit Committee, being an attendance fee of R22 250 per meeting;
- remuneration of the members of the Trust Audit Committee, being an attendance fee of R11 125 per meeting;
- remuneration of the chairman of the Group Nominations Committee, being an attendance fee of R22 690 per meeting;
- remuneration of the members of the Group Nominations Committee, being an attendance fee of R11 345 per meeting.

VOTING

In voting or passing any resolution:

- **Associate Members** (as defined in clause 18 of the Trust Deed) do not have any votes; and
- **Ordinary Members** (as defined in clause 18 of the Trust Deed) shall have 100 (one hundred) votes each, plus 1 (one) additional vote for each completed R200 (two hundred Rand) standing to his/her credit in his/her Apportionment Account (as defined in the Trust Deed), as at the most recent date prior to the meeting when the Apportionment Accounts of Ordinary Members were adjusted, provided that an Ordinary Member who is at the date of the vote 3 (three) months or more in arrear with the payment of his/her premiums (payable in terms of the Master Contract (as defined in clause 1.2.25 of the Trust Deed)) shall only have 1 (one) vote at the meeting.

A member who has more than 1 (one) vote may not split votes to exercise his/her votes in voting on any particular resolution but shall exercise all his/her votes either for or against the resolution or the member may abstain from voting on it.

PROXIES

Any member who is entitled to attend and vote at the meeting may appoint a proxy (who need not be a member of the Trust) to attend, speak and on a poll to vote or abstain from voting in his/her stead.

A form of proxy is included in this Integrated Report on pages 181 to 182 and is also available for downloading from www.pps.co.za. **The form of proxy is accompanied by notes indicating the requirements for its completion. Forms of proxy which do not comply with these requirements will be rejected.**

Forms of proxy must be delivered at one of the following addresses physically or via facsimile or email, to be received by, and marked for the attention of, the Secretary, by no later than 18:00 on Thursday, 17 May 2018 (please note that additional requirements apply to proxies submitted in terms of a Power of Attorney or Order of Court, as set out in the notes to the Proxy Form):

- Physical address: 6 Anerley Road, Parktown, Johannesburg
- Postal address: PO Box 1089, Houghton, 2041
- Facsimile: 011 644 4641
- Email: Companysecretary@pps.co.za

By order of the board of trustees



V E Barnard

Trust Secretary

The Professional Provident Society Holdings Trust

28 March 2018

ABBREVIATED *CURRICULUM VITAE* FOR NOMINATED CANDIDATE

DR CHRISTIAN MARTIN (MANNIE) KRÜGER

DATE OF BIRTH

15 December 1965

PROFESSION

Family physician

TERTIARY QUALIFICATIONS

- MBChB (1989)
- M Prax Med (1995)
- M Pharm Med (2000)

CURRENT POSITIONS

- Private practice in Polokwane as family physician (since 1992)
- Trustee of The Professional Provident Society Holdings Trust (since 2011) and previous Director of PPS Limited (Limited by Guarantee) (2004 to 2011)
- Member of the PPS Group Nominations Committee (since 2013)
- Director of PPS Insurance Company Limited (since 2004)
- Director of PPS Healthcare Administrators Proprietary Limited (since 2009)
- Member of the Executive Committee, National Council on Dispensing (NCD) (since 2003)

FORMER POSITIONS

- Branch Councillor, Soutpansberg Branch, South African Medical Association (SAMA)(1992 to 2015)
- President, SAMA Soutpansberg Branch (1994)
- National Councillor, SAMA, (2000 to 2015)
- Councillor, HPCSA (1998 to 2003)
- Member of the Medical and Dental Professions Board (MDB)(1998 to 2003)
- Member of MDB Committee for General Practice (1998 to 2003)
- Chairperson of the SA Academy for Family Practice, Limpopo Province (1999 to 2007)
- National Councillor, Society of General/Family Practice (SGFP) (1993 to 2013)



MR EBRAHIM ABOOBAKER MOOLLA

DATE OF BIRTH

24 November 1950

PROFESSION

Practising attorney

TERTIARY QUALIFICATIONS

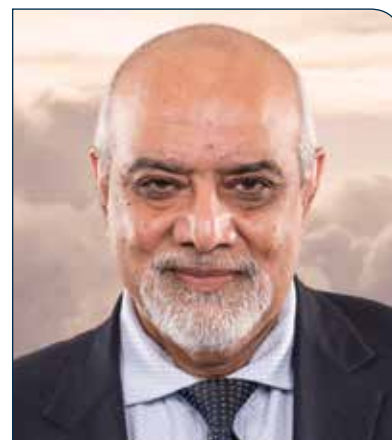
- B Iuris (1977)

CURRENT POSITIONS

- Chairman of the Board of Trustees, The Professional Provident Society Holdings Trust (since 2012) and previous Director of PPS Limited (Limited by Guarantee) (2002 to 2011)
- Member of the Board of Professional Provident Society Insurance Company Limited (since 2004) and previous Deputy Chairman of the Board of Professional Provident Society Limited (2004 to 2011)
- Member of PPS Group Remuneration Committee, PPS Group Audit Committee and PPS Holdings Trust Audit Committee and Chairman of the PPS Group Nominations Committee
- Chairman of the Board of Professional Provident Society Investments Proprietary Limited (since 2008)
- Proprietor of Ebi Moolla & Singh Attorneys (since 1977)
- Member on various Committees of the Law Society of South Africa and KwaZulu-Natal Law Society (since 1994), including being the Chairman of the Investment Committee, Chairman of the Master's Liaison Committee and Member of the Finance, Audit and Risk Committee
- Council Member of the KZN Law Society (since 1994) and previous President of the KZN Law Society (2002 to 2003)
- Member of the Board of the Attorneys Fidelity Fund (current) including the Chairperson of the Remuneration Committee and Member of the Audit and Investment Committees and previous Chairman of the Attorneys Fidelity Fund (2007 to 2009)
- Member of the Takeover Regulation Panel (established by the Minister of Trade and Industry in terms of the Companies Act, 2008) (current) and Member of the Takeover Regulation Panel's Audit and Risk Committee and Chairman of the Remuneration Committee
- Member of the Audit Committee of the Health Systems (NGO) (since 2016)
- Director of the Attorney's Insurance Indemnity Fund Proprietary Limited (current) and Member of the Audit and Risk Committees, Investment Committee and Chairman of the Investment and Remuneration Committees
- Chairman of the Board of Intembeko Investment Administrators Proprietary Limited (since 2017)
- Member of the IoDSA (current)

FORMER POSITIONS

- Served as an Acting Judge of the Bloemfontein High Court (2010)
- Served as an Acting Judge of the High Court of South Africa (Venda) Division (1999)
- Director of Santam and Member of the Investment and Sustainability Committees (2005 to 2006)
- Trustee of the Legal Provident Fund (2002 to 2004)
- Director and Member of the Audit Committee of the Legal Aid Board of South Africa (now Legal Aid SA) (1994 to 2006)
- Deputy Chairman, Enforcement Committee of the Directorate of Market Abuse of the Financial Services Board (current)



ADV HASINA CASSIM**DATE OF BIRTH**

22 November 1967

PROFESSION

Practising advocate and registered pharmacist

TERTIARY QUALIFICATIONS

- B Pharm (1990)
- LLB (2011)
- Pharmacoepidemiology (Newcastle University Australia)
- Executive Leadership Programme (Said Business School – Oxford University)
- Certified Mediator (UCT@law)

CURRENT POSITIONS

- Advocate at the Thulamela Chambers and member of the Johannesburg Bar Council (since 2015)
- Member of the South African Medicine Pricing Committee (since 2016)
- Member of the South African Health Products Regulatory Authority (SAHPRA) (since 2017)

FORMER POSITIONS

- Pupil Advocate at the Johannesburg Bar Council (2015)
- Risk Manager at Discovery Health (2005 to 2015)
- Pharmaceutical and Medical Devices Access and Reimbursement Consultant at Metrics (2005)
- Access and Reimbursement Manager at Eli Lilly SA (2000 to 2005)
- Managing Director of Careways (1997 to 2000)
- General Manager at SA Homepatient (Presmed) (1993 to 1997)
- Pharmacist at MBS Hospital (1992 to 1993)
- Pharmacist at Afrox Brenthurst (1991 to 1992)



MS RIKA GOPICHUND**DATE OF BIRTH**

13 September 1981

PROFESSION

Chemical engineer

TERTIARY QUALIFICATIONS

- BSc Chemical Engineering (2004)
- B Eng (Hons) Chemical Engineering (2006)
- M Eng Technology Management (2009)
- MBL (2014)

CURRENT POSITIONS

- Senior Account Manager/Deal Maker at the Industrial Development Corporation of South Africa (IDC) (since 2007)
- Member of the Engineering Council of South Africa (ECSA) (since 2005)
- Member of the South African Institute of Chemical Engineers (SAIChe) (since 2007)

FORMER POSITIONS

- Process Engineer at SA Mint (2006 to 2007)
- Process Control and Implementation Engineer at Mintek (2005 to 2006)



DR ASHWIN CHITASON HURRIBUNCE

DATE OF BIRTH

25 November 1960

PROFESSION

Business consultant and medical doctor

TERTIARY QUALIFICATIONS

- MBChB (1983)
- Fellowship in Diagnostic Radiology (FF Rad (D) SA) (1991)
- MBA (2005)

CURRENT POSITIONS

- Proprietor of Deftlogix South Africa and Australia (since 2013)
- Fellow and Mentor of the Institute of Managers and Leaders (Australia and New Zealand) (since 2014)
- Associate Fellow of the Australasian College of Health Services Management (since 2016)
- Board member of Eriger (since 2015)
- Board member and Vice-chairperson of PinkDrive (2018)
- Board member of Prior Ditema (2018)

FORMER POSITIONS

- Proprietor of Novarum (2006 to 2011)
- Executive and Practice Head for Health and Public Sectors, Capital Ventures at The IQ Business (2006 to 2016) and Trustee of the IQ Pension Fund (2006 to 2011)
- Served at the uMkhonto we Sizwe (MK), MK Military Health Service, Department of Defence, South African National Defence Force (1979 to 2006) and on the Bench of Court of Military Appeals of South Africa (1999 to 2014)
- Served at Baragwanath Hospital, King Edward VIII Hospital, Wentworth Hospital, Coronationville Hospital, Prince Mshiyeni Memorial Hospital, RK Khan Hospital, University of Natal, University of Witwatersrand, University of Pretoria and University of Limpopo (1984 to 2014)
- Council Member of the College of Radiologists (1994 to 2014), President of the College for Radiologists (2011 to 2014), Trustee of the Colleges of Medicine (2008 to 2014) and Senator of Colleges of Medicine of SA (1998 to 2014)
- Member and Chairperson of SAQA National Standards Body 08 (Law, Military Science and Security) (1994 to 2001)
- Country delegate of United Nations Group of Governmental Experts (2004 to 2006)
- Country delegate of The Interallied Confederation of Medical Reserve Officers of NATO (2009 to 2013)
- Member of the Ministerial Advisory Committee on Health Technology at the Ministry of Health of South Africa (1996 to 2004 and 2009 to 2014)
- Board member and Chairperson of PinkDrive (2008 to 2015) and Starfish Greathearts Foundation (2012 to 2013)



DR NKHENSANE HUBERT PETER KHOSA

DATE OF BIRTH

27 April 1981

PROFESSION

Medical doctor

TERTIARY QUALIFICATION

- MBChB (2005)
- MBA (2017)

CURRENT POSITIONS

- Managing Director and General Practitioner of Hopewell Med Center (since 2009)
- Deputy President of Limpopo IPA (since 2015)
- Non-Executive Director, member of the Community Development Committee of Medicoop CFI (since 2015)
- Member of the Institute of Directors of South Africa (since 2017)
- Director of Khosa & Mathebula Inc. Netcare Pholoso Emergency services (since 2014)

FORMER POSITIONS

- TB, HIV Clinician and Senior Clinical Advisor at Foundation for Professional Development (2008 to 2009)
- Clinical Manager at Khosa & Mathebula Emergency Services in partnership with Polokwane Municipality (2014 to 2017)



MS LIZANNE JEAN PAGE**DATE OF BIRTH**

30 August 1978

PROFESSION

Chartered accountant

TERTIARY QUALIFICATIONS

- BCom (Hons) (2003)
- CA(SA) (2008)

CURRENT POSITIONS

- Investment Executive at WDB Investment Holdings (since 2014)
- Independent Non-Executive Director of Hannover Reinsurance Group Africa Proprietary Limited, including being a Member of the Audit Committee, Social and Ethics Committee (appointed 2017)
- Independent Non-Executive Director of Hannover Reinsurance Africa Limited (appointed 2017)
- Independent Non-Executive Director of Hannover Life Reinsurance Africa Limited (appointed 2017)
- Independent Non-Executive Director of Compass Insurance Company Limited, including being a Member of the Audit Committee and Social and Ethics Committee (appointed 2017)
- Independent Non-Executive Director of Lireas Holdings Proprietary Limited (appointed 2017)
- Alternate Non-Executive Board Member of Assupol Group, including being an invitee Member of the Audit Committee (appointed 2015)
- Member of the South African institute of Chartered Accountants

FORMER POSITIONS

- Manager of Leverage and Acquisition Finance at the Standard Bank of SA Limited - CIB Division (2011 to 2013)
- Manager of New Business Development, Corporate Banking Division at the Standard Bank of SA Limited (2006 to 2011)
- Manager Finance: Technical Accountant for Stanbic Africa Division at the Standard Bank of SA Limited (2006)
- Trainee Accountant: TOPP/CA(SA) Programme (2004 to 2006)
- Junior Financial Officer: Standard Bank Corporate and Investment Banking Division (2003)



PROF MARK WAYNE SONDERUP**DATE OF BIRTH**

4 February 1969

PROFESSION

Medical doctor

TERTIARY QUALIFICATIONS

- B Pharm (*cum laude*, 1990, UPE)
- MBChB (first class honours, 1995, UCT)
- Fellowship of the College of Physicians of South Africa (FCP SA, 2002)
- Masters in Medicine (2013, UCT)
- Fellowship of the Royal College of Physicians (FRCP) (2018)

CURRENT POSITIONS

- Trustee of The Professional Provident Society Holdings Trust Board (since 2012)
- Associate Professor, Senior Specialist and Lecturer of the Department of Medicine and Division of Hepatology at the University of Cape Town and Groote Schuur Hospital (since 2007)
- Vice-Chairman of the South African Medical Association, SAMA (2009 to current)
- Board Member of the South African Medical Association, SAMA (2000 to 2004, 2009 to current)
- National Council Member of the South African Gastroenterology Society (2009 to current)
- Member of the SA Rugby Medical Advisory Committee (2017 to current)
- Board Member of the WHO Strategic Advisory Committee of Viral Hepatitis, Geneva (2014 to current)

FORMER POSITIONS

- Chairman of the SAMA Western Cape Branch (2008 to 2012)
- President of the Cape Western Branch, SAMA (2007)
- Council Member of the World Medical Association (WMA, 2011 to 2016)
- Specialist in the Department of Medicine, New Somerset Hospital (2006 to 2007)
- Senior Registrar and Fellow of the MRC/UCT Liver Research Centre at the Groote Schuur Hospital (2002 to 2004)
- Medical Registrar Rotation at the Groote Schuur Hospital (1998 to 2002)
- Senior House Officer at the Groote Schuur Hospital (1997 to 1998)
- Medical Intern in Medicine, Surgery and O&G at the Livingstone Hospital (1996)

