

NOTICE OF THE 2024 ANNUAL GENERAL MEETING



Notice is hereby given that the **2024 Annual General Meeting (AGM)** of PULAMED will be held at **09:00 Hours** on **Friday 29th November 2024 Virtually** (meeting link will be provided in due course), and at **PROTEA BY MARRIOTT HOTEL GABORONE MASA SQUARE** for the purpose of transacting and considering the following business and if deemed fit, passing, with or without modification, the following resolutions:

ORDINARY BUSINESS

1. To read the Notice convening the meeting and ascertain the quorum required in terms of the Rules of the Fund.
2. To Adopt the Agenda.
3. To receive and confirm the Minutes of the previous Annual General Meeting held on 1st December 2023.
4. To note the Chairman's remarks.

5. ORDINARY RESOLUTION NO.1

To receive, consider and adopt the Trustees' Report for the year ended 30th June 2024. (Resolution 1)

6. ORDINARY RESOLUTION NO.2

Presentation of Annual Financial Statements and report

RESOLVED THAT, the Audited Annual Financial Statements for the year ended 30th June 2024 together with the Trustee and External Auditor's reports thereon be adopted. (Resolution 2)

7. ORDINARY RESOLUTION NO.3-4

Retirement of Trustees of the Fund

RESOLVED THAT the following Trustees retire as Trustees of the Fund:

- a. Mr. Anthony Masunga (Employer Group Representative for BTCL) – (Resolution 3)
- b. Ms. Naiko Carol Ralebala (Employer Group Representative for Debswana) – (Resolution 4)

8. ORDINARY RESOLUTION NO.5-7

Re-appointment of Trustees of the Fund

RESOLVED THAT the following Trustees retire by rotation in terms of the Fund's Deed of Trust and the Board Charter and are eligible to offer themselves for re-election:

- a. Mr. Ranjith Priyalal De Silva (Resolution 5)
- b. Mr. Ishmael Dipholo (Resolution 6)
- c. Ms. Kushatha Moswela (Resolution 7)

being eligible and available, offer themselves for re-election and shall be re-elected by way of separate resolutions. Biographical information of the Trustees to be re-elected is included in the Annual General Meeting Report.

9. ORDINARY RESOLUTION NO.8-9

Appointment of Trustees of the Fund

To approve the appointment of new Trustees as recommended by the Board of Trustees:

- a. Mr. Wanatsha Moakofi – Employer Group Representative (Resolution 8)
- b. Mr. Anthony Masunga – Independent Trustee (Resolution 9)

Biographical information of the Trustees to be appointed is included in the Annual General Meeting Report.

10. ORDINARY RESOLUTION NO.10

Remuneration of Trustees

RESOLVED THAT the remuneration paid to Trustees in line with the approved Trustees' fees for the year ended 30th June 2024 is hereby approved.

11. ORDINARY RESOLUTION NO.11-12

External Auditors

- a. RESOLVED THAT the remuneration paid to the independent External Auditors, Deloitte & Touche, of the Fund for the year ended 30th June 2024 is hereby ratified. (Resolution 11)
- b. RESOLVED THAT external auditors of the Fund for the ensuing year are hereby appointed. (Resolution 12)

SPECIAL BUSINESS

12. SPECIAL RESOLUTION NO.1

To consider and approve proposed amendments to the Rules of the Fund as presented in the Annual General Meeting Report.

13. ANY OTHER BUSINESS

To answer any questions put by members in respect of the affairs and the business of the Fund and to transact any other business which may be transacted at an AGM.

14. PROXIES

A member entitled to attend, and vote may appoint a proxy to attend and vote for him/her on his/her behalf. The instrument appointing such a proxy, if not completed online, must be emailed to secretary@pulamed.co.bw or deposited at the registered office of the Fund at:

**Pulamed Head office
Plot 74358, Unit 1 (Acacia)
Prime Plaza, Western Commercial Road
New CBD
Gaborone**

Proxies must be deposited no later than 1000Hours on Wednesday 27th November 2024. Proxies so not received shall not be accepted on the day of the AGM.

15. ONLINE VOTING FOR RESOLUTIONS

Online voting will be conducted via a digital platform, and only Members of the Fund who are in good standing may participate and vote. Members will be able to cast their votes via the digital voting platform on the day of the AGM. The link and details to access the digital platforms will be sent to Members in accordance with the AGM procedures.

16. NOTE TO MEMBERS

A copy of the Annual General Meeting Report together with Proxy Forms will be availed to Members by email and will be accessible at www.pulamed.co.bw

BY ORDER OF THE BOARD OF TRUSTEES

Nomsa L. Otsogile
CORPORATE SECRETARY