Notice to the Members of the Annual General Meeting and CVs of Candidates standing for election

The Professional Provident Society Holdings Trust

(Registration number: IT312/2011)

('the Trust')

Notice is hereby given that the twelfth annual general meeting ('the meeting') of the members of the Trust will be held VIRTUALLY on Monday, 9 May 2022 at 18:00, for the purposes set out below. Please refer to the section titled "Action required by members in regard to the 2022 annual general meeting" included in this integrated report for particulars regarding participation in the annual general meeting.

- 1. To adopt, by ordinary resolution, the annual financial statements for the year ended 31 December 2021, including the reports of the trustees and the auditors of the Trust.
- 2. To appoint, by ordinary resolution, Ernst & Young Incorporated as the auditors of the Trust for the financial year ending 31 December 2022.

EXPLANATORY NOTE ON THE APPOINTMENT OF THE EXTERNAL AUDITORS

As set out in the Audit Committees' Report on pages 128 to 131 of this integrated report, the Audit Committees have rotated the audit firm owing to their tenure, as well as the designated audit partner becoming eligible for rotation in this financial year.

Ordinary resolution two is proposed to approve the appointment of Ernst & Young Incorporated as the new auditors for the Trust for the 2022 financial year, in accordance with section 90(1) of the Companies Act, and to remain in office until the conclusion of the next AGM. The Audit Committees and the Board are satisfied that Ernst & Young Incorporated meet the provisions of the Companies Act and are recommending this appointment to PPS members.

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').

Dr D P du Plessis, Mr N C Nyawo, Dr R Putter and Prof L C Snyman are retiring 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 (Mr Nyawo is not standing for re-election):

- 3.1 Dr D P du Plessis
- 3.2 Dr R Putter
- 3.3 Prof L C Snyman

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

- 3.4 Dr A Coetzee
- 3.5 Adv J Malherbe
- 3.6 Dr B R Ntshabele
- 3.7 Prof J Rangasamy
- 3.8 Dr S Sookram
- 3.9 Mr J W van Vught

(Abbreviated biographical details of the persons referred to above are set out on pages 226 to 234 of this Integrated Report).

Notice to the Members of the Annual General Meeting and CVs of Candidates standing for election (continued)

EXPLANATORY NOTE ON THE APPOINTMENT OF THE TRUSTEES

The Trust Deed provides for a maximum of 20 Trustees, all of whom are appointed in accordance with the Trust Deed. There are currently 10 elected Trustees, of whom four are required to retire by rotation in terms of clause 7.2.1 of the Trust Deed. Following these retirements by rotation, there will be six elected trustees in office. In terms of clause 5.3.1 of the Trust Deed, a maximum of ten Trustees may be appointed by the members in general meeting. There are therefore four vacancies and there are nine nominees for these vacant positions (including the three Trustees who retire by rotation and who offer themselves for re-election and appointment). The Trust Deed provides that:

- (i) Each candidate will be voted upon by a separate election resolution and if the election resolution is not approved then that candidate is not appointed.
- (ii) If the number of candidates whose election resolutions are approved exceeds the above-mentioned number of vacancies, the result of the voting shall be determined in accordance with the number of votes cast in favour of each approved election resolution so that the vacancies will be filled by those candidates whose approved election resolutions received 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 P Ranchod
 - 4.3 Prof H E Wainer
- To approve, by special resolution, the following remuneration of the trustees (exclusive of VAT) for the period commencing 1 July 2022 until such time as this remuneration is amended by a further special resolution:
 - remuneration of the chairman, comprising an annual retainer of R513 450 and an attendance fee of R22 185 per meeting;
 - remuneration of the deputy chairman, comprising an annual retainer of R342 300 and an attendance fee
 of R16 639 per meeting;
 - remuneration of the co-opted members of the Board of Trustees, comprising an annual retainer of R256 725 and an attendance fee of R11 093 per meeting;
 - remuneration of the remainder of the members of the Board of Trustees, comprising an annual retainer of R171 150 and an attendance fee of R11 093 per meeting;
 - remuneration of the chairman of the Trust Audit Committee, being an attendance fee of R27 731 per meeting;
 - o remuneration of the members of the Trust Audit Committee, being an attendance fee of R13 866 per meeting;
 - remuneration of the chairman of the Group Nominations Committee, being an attendance fee of R27 731 per meeting;
 - remuneration of the deputy chairman of the Group Nominations Committee, being an attendance fee of R20 798 per meeting; and
 - remuneration of the members of the Group Nominations Committee, being an attendance fee of R13 866 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 arrears 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.

An ordinary resolution is a resolution approved by a majority of votes exercised on that resolution. A special resolution is a resolution approved by 75% of the votes exercised on that resolution.

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 231 to 232 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 Trust Secretary, by no later than 18:00 on Wednesday, 4 May 2022 (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 form of proxy):

- Physical address: 6 Anerley Road, Parktown, Johannesburg
- Postal address: PO Box 1089, Houghton, 2041
- Facsimile: 011 644 4641
- Email: AGMproxies@pps.co.zaBy order of the Board of Trustees

V E Barnard

Trust Secretary

The Professional Provident Society Holdings Trust

30 March 2022

DR DIRK PRIEUR DU PLESSIS

DATE OF BIRTH

14 March 1955

PROFESSION

Businessman

TERTIARY QUALIFICATIONS

- Risk Management for Corporate Leaders, Harvard Business School (2016)
- Business Risk Management, University of Cape Town (2016)
- Chartered Director (South Africa), Institute of Directors in South Africa (2015)
- Certificate in Corporate Governance (International Directors Programme), INSEAD Business School (2013)
- DBA (Doctor of Business Administration Finance), Stellenbosch University (1984)
- MBA (Cum Laude), Stellenbosch University (1982)
- B Hons (Business & Administration) (Cum Laude), Stellenbosch University (1981)
- B Sc (Quantity Surveying), University of Cape Town (1979)

CURRENT POSITIONS

- Non-executive Director of University of Stellenbosch Business School Executive Development (USB-ED) (Member of Audit and Risk Committee) (since 2021)
- Non-Executive Director of PPS Short-term Insurance Company (Chairman of Risk and Audit Committee) (since 2020)
- Facilitator at the Institute of Directors (Southern Africa), specialising in board performance evaluations, independence assessments and governance advisory services (since 2020)
- Non-Executive Chairman of PPS Multi-managers (since 2019)
- Non-Executive Director of PPS Investments (Chairman of Risk and Audit Committee) (since 2018)
- Non-Executive Director of PPS Insurance (Chairman of Remuneration Committee and member of the Audit and Risk Committees) (since 2017)
- Member of the Investment Committee of the Legal Practitioners Insurance Indemnity Fund (since 2017)
- Non-executive Director: Distell Group (Chairman of Risk Committee, member of Audit and Social and Ethics Committees) (since 2015)
- Trustee of the PPS Holdings Trust and the PPS Foundation Trust (since 2013)
- Chairman of the Audit and Risk Committee and Member of the Investment Committee of Stellenbosch University (since 2012)
- Member of the Advisory Board of the University of Stellenbosch Business School (since 2012)
- President of the Alumni Association of the University of Stellenbosch Business School (since 2012)
- Professor extraordinaire, University of Stellenbosch Business School (since 2010)
- Honorary Consul General of Slovenia (since 2009)
- Chairman Plexus Holdings and its division iCRAFT Board Governance Consultants (since 2008)

- Chairman of the Institute of Directors in South Africa (2013 to 2019)
- Chairman of Bridge Fund Managers (2012 to 2019)
- Member of the Council and Executive Committee of Stellenbosch University (2012 to 2016)
- Chief Executive Officer, Plexus Asset Management (1995 to 2008)
- General Manager: Portfolio Management, Sanlam (1984 to 1995)
- Quantity Surveyor, Paul Maré & Partners (1979 to 1982)



DR RENIER PUTTER

DATE OF BIRTH

29 April 1978

PROFESSION

Dentist

TERTIARY QUALIFICATIONS

- B ChD University of the Western Cape, (2007)
- M Sc (Dent) (Public Dental Health) (2016)
- Certified Financial Officer (CFO(SA)) (2017)

CURRENT POSITIONS

- Trustee of the PPS Holdings Trust (since 2019)
- Non-Executive Director of PPS Healthcare Administrators (since 2021)
- Dentist in private practice (since 2009)
- Chairperson, Msaada Trust (since 2011)
- Member of Appeals Board, South African Institute for Drug-Free Sport (since 2017)

- Vice-Chairperson and Non-Executive Director South African Dental Association (SADA) (2017 to 2019)
- Chairperson SADA Board (2019 to 2021)
- Chairperson SADA Audit and Risk Committee (2017 to 2019)
- Member SADA Strategy, Social and Ethics Committee (2017 to 2019)
- Member SADA Nominations Committee (2017 to 2021)
- National Councillor SADA (2014 to 2017)
- Community Service Dentist Western Cape Department of Health (2008)
- Trustee of the Dentistry Development Foundation Trust (DDFT) (2017)



PROF LEON CORNELIUS SNYMAN

DATE OF BIRTH

28 June 1962

PROFESSION

Medical Doctor

TERTIARY QUALIFICATIONS

- B Med Sci, University of Pretoria (1984)
- MB ChB, University of Pretoria (1988)
- M Prax Med, University of Pretoria (1996)
- M Med O&G, University of Pretoria (2002)
- The Colleges of Medicine of SA (CMSA) (FCOG) (2002)
- PhD O&G, University of Pretoria (2017)

CURRENT POSITIONS

- Trustee of the PPS Holdings Trust (since 2019)
- Head of Clinical Unit and acting Head of Department, Department Obstetrics & Gynaecology, Kalafong Provincial Tertiary Hospital
- Immediate past President of the College of Obstetricians & Gynaecologists of SA
- Elected Member of South African Society of Obstetrics & Gynaecology Council and Chair Medico-legal Committee
- Editorial Boards O&G Forum and Southern African Journal of Gynaecologic Oncology
- South African Society of Gynaecologic Endoscopy committee member

- Senior specialist, UP and Kalafong Hospital Gynaecological Oncology Unit, Kalafong Hospital (2003 to 2007)
- O&G Registrar, UP and Kalafong Hospital (1998 to 2002)
- General Practitioner, private practice, Louis Trichardt (1993 to 1998)
- Medical Officer, 1 Military Hospital (1991 to1992)
- Medical Officer, Livingstone Hospital Port Elizabeth (1990)
- o Intern, Livingstone Hospital Port Elizabeth (1989)



DR ANGELIQUE COETZEE

DATE OF BIRTH

20 January 1960

PROFESSION

Family Practitioner in the Private Sector

TERTIARY QUALIFICATIONS

- B Med Sci, University of Pretoria (1981)
- MB ChB, University of Pretoria (1985)
- Certificate in Advanced Health Management (CAHM) (Cum Laude), Yale (2011 to 2012)
- Asset Based Community Development, Gordon Institute of Business Science (2013)
- Higher Certificate in Criminal Justice and Forensic Investigation, University of Johannesburg (2018)
- Accredited International Association of Certified Fraud Examiners member (ACFE), University of Pretoria (2018)
- Certified Mediator Conflicts Dynamics and Centre for effective dispute resolution, UK (2020 to current)

CURRENT POSITIONS

- Private Practice (since 1988)
- Member of the Family Practitioners Forum Discovery Health (since 2015)
- Member of the Family Practitioners Formulary Forum Discovery Health (since 2016)
- International Association of Certified Fraud Examiners member (since 2017)
- Association of Certified Fraud Examiners South African Chapter (since 2017)
- Member of Board of Directors of the Foundation of Professional Development (2019 to 2022)
- Member of the Pretoria North Integrated Clinical Consortium (since 2019)
- Board Member of the South African United Business Confederation (since 2020)
- Member of the Covid Case Management Technical Working Group (2022)

- Member of the South African Society of Psychiatrists (2006 to 2021)
- Chairperson Military Veterans Health Practitioners Association (2012 to 2015)
- National Council Member, SAMA (2013 to 2022)
- Vice-chairperson Medical Parole Advisory Board, Department of Correctional Services (2012 to 2015)
- Chairperson SAMA Gauteng North (2013 to 2016)
- Chairperson Gauteng General Practitioners Private Practice Committee (2014 to 2017)
- National Chair of the South African Medical Association (2018 to 2022)
- SAMA Chair Representative on the Coalition of African National Medical Association (2018 to 2022)
- Member of the PPS Holdings Trust Board (2019 to 2022)
- Lead Person of Pillar 5 of the Joint Technical Monitoring and Evaluation Committee of Presidential Health Compact (2018 to 2022)
- World Medical Association Chair: Advocacy and Communication Panel (2019 to 2022)
- Member of the National Task Team on Safety and Security (2020)
- SAMA Ambassador HCW Heroes Memorial South Africa (2020 to 2022)
- Member of the Ministerial Advisory Committees on COVID-19 (2020 to 2022)
- LCBO Member and Provider Advisory Committee (2021 to 2022)



ADV JOSEPH MALHERBE

DATE OF BIRTH

23 August 1985

PROFESSION

Practising Advocate and Legal Advisor/Consultant

TERTIARY QUALIFICATIONS

- Bachelor of Laws (LLB), North-West University (2009)
- Master of Laws (LLM) (Cum Laude), North-West University (2012)
- PSA Examination and Pupillage, General Council of the Bar of South Africa in Pretoria Society of Advocates, South Africa (2013)
- Chartered Secretary, Chartered Governance Institute of Southern Africa (May 2022)
- Certified Director, Institute of Directors South Africa (April 2022)

CURRENT POSITIONS

- Legal Advisor at Lafeki Group of Companies (since 2021)
- Legal Consultant at Raubex Building (since 2022)
- Practising Advocate of the High Court RSA (since 2013)
- Trustee of JK Family Haushalt Trust (since 2016)
- Trustee of Sepatse Trust (since 2009)
- Trustee of Malherbe Family Trust (since 2008)

- Managing Director of Circle Chambers Group of Advocates (2021)
- Director of Circle Chambers Group of Advocates (2018 to 2021)
- Member of the Pretoria Society of Advocates (2013 to 2021)
- Member of the General Council of the Bar of South Africa (2013 to 2021)
- Member of the Training Committee at the Pretoria Society of Advocates (2015 to 2021)
- Member of the Finance Committee at the Pretoria Society of Advocates (2017 to 2019)
- Member of the Disciplinary Committee at the Pretoria Society of Advocates (2017 to 2019)
- Pupil Member at the Pretoria Society of Advocates (2013)
- Articles of Clerkship at JH Malherbe Inc (2011 to 2012)
- Chairman of the Notting Hill Body Corporate (2008 to 2010)



DR BOITSHOKO R NTSHABELE

DATE OF BIRTH

6 September 1972

PROFESSION

Veterinarian-Public Sector

TERTIARY QUALIFICATIONS

- Master of Business Administration (2003)
- Diploma in Management Studies (2000)
- Certificate in Entrepreneurship (1998)
- Bachelor of Veterinary Medicine and Surgery (1995)
- Strategic Leadership (2021)

CURRENT POSITIONS

- Director Biosecurity, Department of Agriculture, Land Reform and Rural Development (since 2020)
- Ministerial Representative, Onderstepoort Biological Products (OBP), (SOC) Ltd (since 2020)

FORMER POSITIONS AND LEADERSHIP

- Minister Counsellor Agriculture, South African Embassy to Belgium, Luxemburg and Mission to the European Union (2015 to 2019)
- Director Food Safety and Quality Assurance, Department of Agriculture (2008 to 2015)
- Acting Chief Executive Officer, OBP (SOC) Ltd (2008 to 2009)
- General Manager Government Operations, Bytes Specialised Solutions (2006 to 2008)
- Manager Food Safety and Quality Assurance (Meat Poultry and Dairy Products), National Department of Agriculture (2003 to 2006)
- President of the South African Veterinary Council (2013 to 2015)
- Interim Chairman OBP (SOC) Ltd (2020)
- Minister's Representative on the South African Veterinary Council (2010 to 2013)
- Team Leader of an International Team to review Veterinary qualifications offered by Faculty of Veterinary Science of the University of Pretoria (2021)
- Senior Lecturer, North West University (1996 to 1999)
- Senior State Veterinarian, North West Province (1999 to 2003)
- CTA Board, Netherlands (2018 to 2021)



PROF JUGANATHAN RANGASAMY

DATE OF BIRTH

4 November 1962

PROFESSION

 Professor and Academic Director, Wits Business School (WBS), University of Witwatersrand, Johannesburg

TERTIARY QUALIFICATIONS

- D Com (Economics), University of Pretoria (2003)
- M Sc (Economics), University of London (1993)
- MA (Economics) University of KwaZulu-Natal (1991)
- BA Honours (Economics), University of KwaZulu-Natal (1990)
- B Paed (Economics, Education, History), University of KwaZulu-Natal (1989)

CURRENT POSITIONS

- Deputy Head, Academic Director and member of Executive Committee of Wits Business School (WBS) (since 2021)
- Chairman of numerous Academic Committees of WBS (since 2021)
- School representative on faculty and university committees, Wits University (since 2021)
- Fellow, Pan African Scientific Research Council (since 2021)

- Member of the Executive Committee of the SARB (2000 to 2020)
- Head of Department, International Economic Relations and Policy Department, SARB (2016 to 2020)
- Deputy Head and member of management committee of Research Department, SARB (2000 to 2016)
- Member of Officials Team meeting with Monetary Policy Committee of the South African Reserve Bank (SARB) (2000 to 2020)
- Member of Officials Team meeting with Financial Stability Committee of the SARB (2016 to 2020)
- Member of Procurement Committee of the SARB (2015 to 2020)
- Director of the SARB for the Contingency Reserve Arrangement for the BRICS countries (2016 to 2020)
- Advisor, Bank for International Settlements (2011 to 2012)
- Council Member of Economic Society of South Africa (2013)
- Member of Economic Society of South Africa (2001 to 2020)
- Economic Advisor, European Commission (1994 to 1999)
- Research Fellow, University of Cambridge, UK (1993)
- Visiting professor and research fellowships (various between 2001 and 2020)



DR SURIKA SOOKRAM

DATE OF BIRTH

o 23 June 1984

PROFESSION

Businesswoman

TERTIARY QUALIFICATIONS

- Certified Director, Institute of Directors, South Africa (2021)
- PhD, University of Kwa Zulu Natal (2020)
- M Com (Information Systems), University of Kwa Zulu Natal (2012)
- B Com (Honours), University of Kwa Zulu Natal (2006)
- B Com (Information systems), University of Kwa Zulu Natal (2005)

CURRENT POSITIONS

- Board Member, FAMSA (since 2021)
- Senior Consultant, NTT (since 2022)
- Council Member, Harvard Business Review (since 2021)
- Global Ambassador, Women Tech (since 2021)
- Winner, Inspiring Fifty South Africa (since 2021)
- SME Judge, Tony Elumelu Foundation (since 2021)
- Member, South African Institute for Computer Scientists and information Technologist (SAICIST) (since 2020)
- MBA Research Supervisor and External Examiner, University of Witwatersrand (since 2018)
- Member, Golden Key Honour Society (since 2005)

- Analyst, Dimension Data (2016 to 2021)
- General Manager, Internet Solutions (2014 to 2016)
- Founder and Director of Mbono Advisory (2014 to 2016)
- MBA Research External Examiner, University of Cape Town (2014 to 2015)
- Portfolio Product Manager, MTN (2011 to 2014)
- Senior Business Analyst MTN (2009 to 2011)
- Business Analyst, Derivco (2006 to 2009)



MR JAMES WILLIAM VAN VUGHT

DATE OF BIRTH

27 March 1969

PROFESSION

Businessman

TERTIARY QUALIFICATIONS

- BA, University of Cape Town (1991)
- B Soc Sc (Hons), University of Cape Town (1993)
- LLB, University of Cape Town (1996)
- LLM (Tax), University of Cape Town (2001)
- MBA, University of Cape Town (2006)



o CEO and owner of Edge Health (Pty) Ltd (since 2022)

- CEO (contract position), The Bank Hospital, Accra, Ghana (2021)
- Hospital Manager, Melomed Bellville (2018 to 2021)
- CEO (contract position), Ibn Al-Nafees Hospital, Bahrain (2016 to 2018)
- Hospital General Manager, Melomed Bellville (2014 to 2016)
- Hospital General Manager, Netcare Parklands Hospital, Durban (2010 to 2014)
- O Director The Bank Hospital, Ghana
- Director, Board of Healthcare Funders (BHF)
- Member of Finance Committee, BHF
- O Chairperson of the Regulatory and Policy Committee, BHF
- Member of Udipa Advisory Council
- Independent Member of the Audit Committee, Old Mutual Staff Medical Aid Fund
- Trustee, Caremed Medical Scheme
- Trustee. Melomed Pension Fund

