

Bankmed Annual General Meeting 2024

QUESTIONS AND ANSWERS

Before and during the virtual Annual General Meeting (“AGM”) held on 27 June 2024, the Scheme assured members that questions about AGM-specific agenda items would be addressed at the meeting. Any unanswered questions would have responses published within seven days.

All questions raised during the AGM were addressed. However, additional feedback from a member post-AGM is detailed below.

Queries and answers from the AGM will be appropriately reflected in the minutes, though not verbatim.

MEMBER COMMENT AT AGM: “JUST TO CLARIFY. A BOARD MEMBER IS NOT ALLOWED TO VOTE ON THE BOARD MEMBER INCREASE FOR 2024.”

Scheme response to the above:

1. Background

A member raised an issue regarding the approval of a 4.8% increase in remuneration for Trustees and Independent Audit Committee members.

The member pointed out that these individuals were eligible to vote on their own pay increase, which he believes represents a clear conflict of interest. Initially, the conflict was acknowledged, but the Chairperson later overruled this statement.

The member has requested that the increase be halted immediately and that another meeting be scheduled to address this matter appropriately.

2. Trustee Fee Increase - Annual Process

Following the Board of Trustees’ standard procedure, it engaged REMchannel, an independent remuneration company, to review market conditions and provide recommendations.

REMchannel’s analysis indicated that an expected Consumer Price Index (CPI) of around 5.2% for the rest of 2024, potentially decreasing to 4.5% in 2025. Based on the projections and market observations, REMchannel recommended a fee increase of 5.6% at the mean, and 6% at the median.

After careful consideration, the Trustees decided the recommended increase was too high, given the anticipated CPI decrease. Consequently, the Trustees proposed a more conservative fee increase of 4.8%.

3. Response to Query Raised

During the AGM, the Chairperson addressed the member’s query as follows:

The query had not been fully examined at the time but preliminarily checked against the Scheme Rules. Rule 29.1 states, “Every principal member who is in good standing with the Scheme, and who is present at a general meeting of the Scheme has the right to vote, or may, subject to this Rule, appoint another principal member of the Scheme as proxy, who is also in good standing, to attend, speak and vote in his stead.”

The Chairperson noted that Trustees might have already cast their votes anonymously through BDO, making it difficult to identify if any Trustees had voted on the matter. Due to the anonymity and the voting process' advanced stage, no amendments could be made for 2024. The Chairperson requested that any Trustee with a conflict of interest, who had not already voted, refrain from voting on the policy.

The Chairperson confirmed that the issue would be thoroughly investigated, and that the Scheme Rules would be reviewed to determine if any changes are necessary.

4. BDO Audited Voting Report

To address this concern, the results are shown separately for the Trustees who voted on the motion:

VOTES	MEMBERS	TRUSTEE MEMBERS	TOTAL
Approved	35	6	41
Abstained	2	1	3
Not Approved	1	0	1
TOTAL	38	7	45

5. Future Actions

As noted above, the Board of Trustees will thoroughly review the Scheme Rules to determine if any changes are necessary. This process will take place during August 2024 during the annual Scheme Rule review process. Any proposed changes will be presented to the Council for Medical Schemes for consideration.