**NOTICE OF THE 18th ANNUAL GENERAL MEETING OF**

**The South African Medical Association NPC (“SAMA”)**

(Registration number 1927/000136/08)

Notice is hereby given to the members of SAMA in terms of section 59(1)(a) of the Companies Act, 71 of 2008 as amended (“Companies Act”), that the 18th annual general meeting (“AGM”) of the company will be held at the SAMA Head Office, Erasmuskloof, Pretoria, on **Friday 2 December 2016** at **09:00** for the purpose of considering the following business:

1. To confirm the minutes of the previous Annual General Meeting (minutes available at [www.samedical.org/2016-agm](http://www.samedical.org/2016-agm)); and

2. if deemed fit to pass, with or without modification, to approve the ordinary resolutions set out hereunder, in the manner required by the Companies Act; and

3. to further deal with any such other business as may lawfully be dealt with at the meeting;

which meeting is to be participated in and voted at by SAMA members registered as such as at 30 November 2016, being the record date to participate in and vote at the annual general meeting in terms of section 62(3)(a), read with section 59(1)(b), of the Companies Act.

**Section 63(1) of the Companies Act – Identification of meeting participants**

Kindly note that meeting participants (including proxies) are required to provide reasonably satisfactory identification before being entitled to attend or participate in a members’ meeting. Forms of identification include valid identity documents, driver’s licenses and passports.

**ORDINARY RESOLUTIONS**

*Percentage of voting rights required to pass these resolutions: 50% + 1 vote*

**Ordinary resolution 1: Adoption of consolidated annual financial statements of the SAMA Group for the financial year ended 31 December 2015**

“Resolved that the consolidated annual financial statements of the SAMA Group for the year ended 31 December 2015 be and are hereby received and adopted.” The annual financial statements of the SAMA Group are available at [www.samedical.org/2016-agm](http://www.samedical.org/2016-agm).

**Ordinary resolution 2: Adoption of consolidated annual financial statements of the SAMA Head Office for the financial year ended 31 December 2015**

“Resolved that the consolidated annual financial statements of the SAMA Head Office for the year ended 31 December 2015 be and are hereby received and adopted.” The annual financial statements of the SAMA Head Office are available at [www.samedical.org/2016-agm](http://www.samedical.org/2016-agm).

**Ordinary resolution 3: Adoption of consolidated annual financial statements of the SAMA Benevolent Fund for the financial year ended 31 December 2015**

“Resolved that the consolidated annual financial statements of the SAMA Benevolent Fund for the year ended 31 December 2015 be and are hereby received and adopted.” The annual financial statements of the SAMA Benevolent Fund are available at [www.samedical.org/2016-agm](http://www.samedical.org/2016-agm).

**Ordinary resolution 4: Appointment of auditors**

“Resolved that the auditors Nexia SAB&T be and are hereby appointed as auditors of the company for the ensuing financial year, that Mr B Adam is appointed as the independent individual registered auditor who will undertake the audit for the company for the ensuing year, and that the directors be and are hereby authorised to negotiate and determine the remuneration of the auditors.”

**2./...**

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**Voting and proxies**

A member of the company entitled to attend and vote at the annual general meeting is entitled to appoint a proxy to attend, vote and speak in his/her stead. On a show of hands, every member of the company present in person or represented by proxy shall have one vote only. On a poll, every member of the company present in person or represented by proxy shall have one vote in his/her own capacity and one vote per proxy.

Forms of proxy are available at [www.samedical.org/2016-agm](http://www.samedical.org/2016-agm) and may also be obtained on request from the company’s registered office, desk of the Company Secretary. Members are requested to lodge their proxy forms by hand, post, email or facsimile (all electronic proxies are accepted) to the desk of the Company Secretary at Block F Castle Walk Office Park, Nossob Street, Erasmuskloof Extension 3, Pretoria, or P.O. Box 74789, Lynnwood Ridge, 0040, or facsimile number 086 580 1389, [yolandel@samedical.org](mailto:yolandel@samedical.org) or [sonettev@samedical.org](mailto:sonettev@samedical.org) at least 48 hours prior to the meeting – thus at the latest at **09:00 on Wednesday 30 November 2016.**

Although a member entitled to attend and vote at the annual general meeting may appoint a proxy to attend, vote and speak in his/her stead at the annual general meeting, any member who completes and lodges a form of proxy will nevertheless be entitled to attend and vote in person at the annual general meeting should the member subsequently decide to do so. In this event the proxy will be cancelled.

Voting at the meeting will take place through either the use of an electronic keypad voting system or through a show of hands.

**Costs**

Attendance of the 18th AGM of SAMA will be for the cost of the SAMA member attending the meeting. SAMA will not carry the costs of any travel, accommodation or other costs associated with the attendance of the meeting.

**Quorum**

Business may be transacted at any Members’ Meeting only while a quorum is present. The quorum shall be sufficient persons present at the Members’ Meeting to exercise, in aggregate, at least 10% (ten percent) of all of the voting rights that are entitled to be exercised in respect of at least one matter to be decided at the Members’ Meeting. In the event that a quorum cannot be reached within an hour after the start thereof, the meeting will be postponed by seven days, to be held at the same place and time, where those present (in person and/or by proxy) would constitute a quorum.

**BY ORDER OF THE BOARD OF DIRECTORS**



Dr MJ Grootboom

Chairman

**10 November 2016**

**Registered Office:**

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Castle Walk Office Park

Nossob Street

Erasmuskloof Ext 3

Pretoria

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