

ANNEXURE A: QUALIFICATION CRITERIA

Rule 18.4

18.4 The following persons are not eligible to serve as members of the Board:

- 18.4.1 A person under the age of 21 years;
- 18.4.2 An employee, director, officer, consultant or contractor of the Scheme or of the administrator of the Scheme or of the holding company, subsidiary, joint venture or associate of the administrator;
- 18.4.3 A broker;
- 18.4.4 The Principal Officer of the Scheme;
- 18.4.5 The auditor of the Scheme;
- 18.4.6 A person who has been dismissed by the Board for acting in breach of the Trustees Code of Conduct, following a fair process in terms of which such person was given an opportunity to respond to the evidence against him or her;
- 18.4.7 A person holding a trusteeship of any other medical scheme or schemes;
- 18.4.8 A person who has been convicted, whether in the Republic of South Africa or elsewhere, of theft, fraud, forgery, uttering of a forged document, perjury or any other crime involving dishonesty.

Rule 18.5

18.5 The following process shall apply to the nomination of elected members of the Board referred to in rule 18.1.1 –

- 18.5.1 Nominations to fill vacancies must be in writing and in the prescribed format;
- 18.5.2 Nominations must be submitted by the principal member who is in good standing with the Scheme;
- 18.5.3 Nominations must be proposed by a principal member and seconded by at least five (5) seconders, also principal members, also in good standing with the Scheme;
- 18.5.4 Nominations must be signed by the candidate, a principal member in good standing with the Scheme, signifying their consent to stand for election;
- 18.5.5 Nominations must be submitted to the Scheme, or the duly appointed independent third party, who may also be the Auditor, as referred to in Rule 18.5.10, together with a current curriculum vitae on or before the last day of February preceding the Annual General Meeting of the year concerned;
- 18.5.6 Specific submission deadlines, as well as to whom nominations must be submitted as per 18.5.5, will be communicated in member correspondence at the time;
- 18.5.7 Candidates may not nominate themselves;
- 18.5.8 The Scheme shall cause a vetting process to be undertaken to ensure that nominated candidates are eligible and fit and proper to serve as trustees, and shall compile a final list of vetted candidates eligible for election. If a candidate fails to timeously provide reasonable proof of eligibility, fitness and/or properness, at the request of the Scheme for the purpose of such vetting process, such candidate shall be deemed to



be ineligible for election;

- 18.5.9 The election of the members of the Board of Trustees will be carried out by ballot, whether physical or electronic, and will be decided by the simple majority of duly completed and returned ballots at the selected return date (which may be changed or extended where the Board considers this to be necessary) prior to the Annual General Meeting;¹
- 18.5.10 The election of the members of the Board of Trustees will be overseen by a duly appointed independent third party, who may also be the Auditor;
- 18.5.11 The independent third party, as outlined in Rule 18.5.10, will henceforth be known as the 'Independent Electoral Body' (IEB);
- 18.5.12 The Independent Electoral Body (IEB), as established in Rule 18.5.11, is solely responsible for supervising the election process. Its primary obligation is to oversee the nomination and election procedures for Trustees, focusing on maintaining the integrity and impartiality of the electoral process. Authorised by the Board of Trustees, the IEB is mandated to assist with ensuring compliance with the Scheme's Vetting Policy (which may be reviewed and updated from time to time), develop and enforce specific regulations, guidelines, and measures. These are intended to achieve its objectives and ensure the transparency, equity, and impartiality of the Trustee election process;
- 18.5.13 The ballots referred to in Rule 18.5.9 will be counted under the supervision of an Auditor who must certify the election results prior to the announcement of the newly elected Trustees;
- 18.5.14 The election results will be published before, or announced at, the Annual General Meeting of the Scheme, and the newly elected Trustees will take office with effect from the end of the Annual General Meeting.

Rule 18.7

18.7 A prospective nominee cannot hold office if:

- 18.7.1 They are in terms of any other legislation, declared mentally or legally incapable of managing their affairs;
- 18.7.2 They are declared insolvent or have surrendered their estate for the benefit of their creditors;
- 18.7.3 They are convicted, whether in the Republic or elsewhere, of theft, fraud, forgery or uttering of a forged document or perjury;
- 18.7.4 They are removed by the court from any office of trust on account of misconduct;
- 18.7.5 They are disqualified under any law from carrying on their profession;
- 18.7.6 They are not elected as a Board member by members of the Scheme, or if nominated to stand as a member-elected trustee, they cease to be a member of the Scheme.

¹ Bankmed has appointed BDO Advisory Services (Pty) Ltd as the Independent Electoral Body (IEB) to handle all matters related to the election. Notwithstanding the provisions of 18.5.5 above, Bankmed has elected to hand over the administration and oversight of the election process to BDO to maintain the integrity and independence of the Trustee Election process. Authorised by the Board of Trustees, BDO is mandated to develop and enforce specific regulations, guidelines, and measures intended to achieve its objectives. Members are therefore directed to submit nominations only to BDO as per the information contained in the Nominations Form and abide by all rules and guidelines.

