SAMWUMED
Real Heritage. Real People. Real Health Care.

MINUTES OF THE ANNUAL GENERAL MEETING (AGM) HELD ON TUESDAY, 30 SEPTEMBER 2025 AT 09:30, WITH THE MAIN VENUE AT THE POLOKWANE ROYAL HOTEL, & COORDINATED VIRTUALLY FROM THE SAMWUMED HEAD OFFICE, TREMATON ROAD, ATHLONE, CAPE TOWN

BOARD MEMBERS:	Mr. L Sibiya Ms. M A Marule Ms. S Dube Ms. N Bhozo Mr. M Nzuza Ms. M R Letsoalo Mr. I Solomon Mr. S Dladla Mr. M Langa Mr. J Mcanjana	Chairperson | Trustee Deputy Chairperson| Trustee Board Member | Trustee Board Member | Trustee Board Member | Trustee Board Member | Trustee Board Member | Trustee Board Member | Trustee Board Member | Trustee Board Member | Trustee	**LS** **MAM** **SD** **NB** **MN** **MRL** **IS** **SD** **ML** **JM**
EXECUTIVE MEMBERS:	Ms. M F Mosoeu Ms. A Le Roux Ms. P Escreet Mr. Z Samsam Mr. J Kugel Ms. P Silinda	Principal Officer Compliance Officer Chief Operations Officer Chief Financial Officer Chief Information Officer Executive Personal Assistant in the Office of the Principal Officer	**MFM** **ALR** **PE** **ZS** **JK** **PS**
Alberton Venue:	Lists of participants are filed at the SAMWUMED Head Office		
Boksburg Venue:	Lists of participants are filed at the SAMWUMED Head Office		
Nigel Venue:	Lists of participants are filed at the SAMWUMED Head Office		
Belmont Venue:	Lists of participants are filed at the SAMWUMED Head Office		
Marlboro Venue:	Lists of participants are filed at the		

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<tr><td colspan="2"></td><td>SAMWUMED Head Office</td><td></td><td></td></tr>
<tr><td colspan="2">Selby Venue:</td><td>Lists of participants are filed at the SAMWUMED Head Office</td><td></td><td></td></tr>
<tr><td colspan="2">Virtual attendees:</td><td>Lists of participants are filed at the SAMWUMED Head Office</td><td></td><td></td></tr>
<tr><td></td><td colspan="3">ADMINISTRATION</td><td><u>ACTION</u></td></tr>
<tr><td>1.</td><td colspan="3"><u>Opening and singing of the South African National Anthem</u>
• The Chairperson commenced the South African Municipal Workers Union Medical Scheme (SAMWUMED) Annual General Meeting (AGM) at 09:30, extending a warm welcome to all attendees.
• The meeting began with the singing of the National Anthem of the Republic of South Africa, with all present standing to participate.
• Conducted virtually, the AGM was hosted at multiple physical venues, with the primary location in Polokwane. Additional sites included Belmont, Nigel, Boksburg, Selby, Marlboro, and Alberton, while other participants joined online.
• During the proceedings, the Chairperson introduced members of the Board of Trustees (BoT) and he acknowledged the presence of the Principal Officer, who was physically present at the Polokwane venue. The Chairperson also recognized the SAMWUMED Executive team, representatives of the Council for Medical Schemes (CMS), legal representatives from Malatji & Co (the Scheme's Attorneys), and various other service providers.
• To ensure that the meeting met the quorum requirements as stipulated by the Scheme's Rules, the Chairperson requested the moderators at each venue to confirm the number of members present.
• The attendance was reported as follows: 25 members online, 51 in Polokwane, 70 in Belmont, 99 in Marlboro, 74 in Selby, 16 in Alberton, 11 in Boksburg, and 32 in Nigel.
• The Chair explained that Scheme Rule 32.1.3, prescribed that a minimum of 30 members needed to be present at the AGM, either in person or virtually, for the meeting to be considered quorate.</td><td></td></tr>
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	• With a total attendance of 370 members, the meeting comfortably surpassed the quorum requirement.	
2.	**<u>Confirmation of the meeting credentials and the reading of the notice to convene the AGM</u>** • The Principal Officer read the notice calling for the 2025 AGM into the record, noting that it had been distributed to all members on 30 May 2025. She also confirmed that the notice and the accompanying agenda package were sent out on 20 August 2025, indicating that the AGM would be held on 30 September 2025 across virtual platforms and at multiple physical venues. • The Chairperson reiterated that, as per Scheme Rule 24.4.1, the Scheme was obligated to issue notices calling for nominations no later than four months before the expiry of any elected Trustee's term. • Regarding the distribution of documents, the Chairperson highlighted that Scheme Rule 32.1.2 mandated that documents and packs be sent out 30 days before the AGM. • Members at the different venues confirmed they had received the notice via SMS and on the SAMWUMED website. • It was also confirmed that no notices of motion were submitted to the Scheme. • The members at Belmont requested the allocation of additional venues at the next AGM.	**BoT**
3.	**<u>Adoption of the agenda</u>** • The Principal Officer read the agenda into the record. It stated as follows: 1. Opening and singing of the South African National Anthem 2. Confirmation of the meeting credentials and the reading of the notice to convene the AGM 3. Agenda 4. Minutes 5. Chairperson's Foreword 6. Principal Officer's Message 7. Financial Report for the year ended 31 December 2024. 8. Appointment of External Auditors for the 2025 Financial Year 9. Notices of Motion 10. Closure • There were no amendments made to the agenda.	

	• A member from Nigel requested to add an item to the agenda. He was advised that the item could not be added as the period prescribed by the Scheme Rules for motions to be submitted had lapsed. • **The agenda was therefore adopted without any amendments.**	
4.	**MINUTES**	
4.1.	**Adoption and correction of the minutes** • The Chairperson indicated that the 2024 AGM minutes were circulated before the AGM via SMS and they were also lodged on the Scheme website. • **The minutes of the 2024 AGM were approved without amendment.** • There were no matters arising from the previous AGM that were raised and tabled at the 2025 AGM.	
5.	**Chairperson's Message** • The Chair noted that the outgoing BoT was established in 2020 following the Scheme's emergence from curatorship. • He remarked on the limited governance structures that existed at that time, highlighting how the Board had successfully established and enhanced committees to better serve both the Board and the Scheme. • He expressed gratitude to the outgoing Board and to the SAMWUMED Executives, acknowledging their crucial role in the development and implementation of key policies. • The Chair announced that the Principal Officer would oversee operations from 30 September until a new Board was elected. • He identified the loss of membership as the Scheme's most pressing issue and he encouraged members to lead efforts in recruiting new members. • In terms of improvements, he informed the attendees that the Scheme had begun engaging with relevant parties to investigate innovative approaches such as potentially introducing traditional medicine into the Scheme's benefit structure. • In conclusion, the Chairperson thanked the Board of Trustees, the Board Committees, the Scheme Executive, management, and staff for their dedication and hard work.	
6.	**Principal Officer's Review** • The Principal Officer reflected on SAMWUMED's achievements over the past year, highlighting the Scheme's dedication to	

providing quality and affordable healthcare to its members while promoting overall well-being. Despite facing a challenging year in 2024, the Scheme ended with a net surplus of R14.3 million, marking a turnaround from previous deficits. This success was credited to disciplined cost management, improved claims oversight, and a return on investments of 11.24%. It was also reported that the Scheme maintained a solvency ratio of 68.19%, and operational performance improved significantly, with 93% of member queries resolved within five business days.

- The Scheme refined its vision, mission, and values, focusing on financial sustainability, operational excellence through technology, effective governance, and stakeholder management as strategic pillars from 2023 to 2027.
- However, the Scheme experienced a decline in membership, with a net loss of 1,104 members due to various factors such as resignations, affordability issues, and dissatisfaction. Cape Town had the highest member count, followed by Gauteng and KwaZulu-Natal, while contributions were successfully collected from most municipalities despite financial challenges in the Free State.
- The Scheme paid over R2 billion to healthcare providers, ensuring members' healthcare needs were met and investment returns reached 11.24% by the end of 2024.
- Improvements were noted in the call centre performance and digital engagement, with the launch of new member portals and mobile apps. The Scheme also published its first Integrated Annual Report and engaged in outreach events.
- In the area of managed care, the Scheme introduced innovations such as expanded hospital networks, alternative reimbursement models, and new benefits like art therapy and expanded vaccine coverage. Digital transformation efforts included the launch of an Artificial Intelligence (AI) chatbot named SAMMY and the migration of key systems to the cloud.
- The Scheme continued to address issues with Fraud, Waste, and Abuse, achieving a decrease in these activities and recouping significant funds.
- Looking ahead, the Principal Officer reported that the Scheme planned to maintain certain benefit options and it introduced a new initiative, CareCash, to incentivize healthy behaviour.

	• Recommended benefits for 2026 included various prostheses, expanded preventative care, and network enhancements. The Principal Officer concluded by emphasizing the scheme's commitment to aligning with global sustainability goals and maximizing positive impact and value creation.	
7.	**<u>Financial Report for the year ended 31 December 2024</u>** • The Chief Financial Officer (CFO) presented the financial report for SAMWUMED, detailing the financial performance for the year ended 31 December 2024. • He explained that the Annual Financial Statement (AFS) was prepared in compliance with section 37 of the Medical Schemes Act, 131 of 1998, which mandates annual presentation. • His report covered the Statement of Financial Position, the Statement of Surplus and Deficit, and the Statement of Cash Flows and Changes in Funds and Reserves. • The CFO highlighted that the Scheme had a successful year, achieving higher contributions despite a decline in membership, and the Scheme succeeded in reducing healthcare costs and improving investment performance, resulting in a surplus after three years of deficits. • Healthcare spending increased from R1.9 billion to R2 billion, covering doctor and hospital visits, medication, and other healthcare-related activities. Specifically, 38% of healthcare costs were allocated to hospital visits, 14% to specialists, and 12% to medication. • The CFO reported that the Scheme's solvency ratio stood at 68.19%, well above the CMS minimum requirement of 25%. • He also confirmed that the financial statements were audited by PricewaterhouseCoopers (PwC). • The Scheme's financial position was recorded at R1.4 billion, with R1.3 billion in financial assets. • Insurance revenue rose by 6% from the previous year, contributing to the Scheme's liquidity and solvency. • The Scheme achieved a net surplus of R14.312 million, marking a 119.42% improvement from previous years, and maintained liquidity with R64 million in cash, thus ensuring the ability to meet short-term obligations. • The CFO addressed the issue of membership decline, noting efforts to attract and retain members, particularly younger ones.	

	• He noted that the scheme focused on containing costs through Fraud, Waste, and Abuse (FWA) management and strengthening its network to protect risk protocols. • During the Q&A session, members requested an increase in over-the-counter benefits and raised concerns about members being denied hospital services due to non-payment by the Scheme, leading to out-of-pocket expenses. The Scheme acknowledged the request to increase over-the-counter consultations and planned to address it in the 2027 benefit review. • Concerns were also raised regarding the omission of the Melo-med issue from the meeting minutes. The Chair explained that the Melo-med issue was discussed after the 2024 AGM, which accounted for its absence in the minutes. • **The AGM approved the SAMWUMED Financial Report for the year ended 31 December 2024.**	**MFM**
8.	**Appointment of External Auditors for the 2025 Financial Year.** • The Chair tabled the matter regarding the appointment of the External Auditors for the 2025 financial year. This was in line with section 36 of the Medical Schemes Act. • He noted that the appointment would take effect once approved by the Registrar. • The Chair tabled the motion for the re-appointment of PwC as the scheme's independent external auditors for the next three years, as of the year ending 31 December 2025. • Members from Polokwane and Alberton confirmed their approval by verbal confirmation. Nigel objected the proposal as they raised concerns with the financial impact appointing an external auditor would have on the Scheme. • The Chair explained that the Medical Schemes Act prescribed that the Scheme needed to appoint an external auditor. No further objections were raised to the explanation and regarding the motion. • **The AGM therefore resolved to reappoint PwC as the Scheme's independent external auditor for the next three years, as of the year ending 31 December 2025**	
9.	**Notice of Motion** • No Notices of motion were submitted to the Scheme to be tabled at the AGM.	
10.	**Closure** • The Chair announced the conclusion of the current Board's tenure and requested that the Trustees present should step down from their duties. Following this, the Board was formally	

	dissolved, and all powers were transferred to the Principal Officer. • The Principal Officer then outlined the voting process for the new board, indicating that physical voting at all venues would close at 16:00, while online voting had already closed at 12:00. • She explained that the vetting process would begin once all votes were received and tallied, with the results to be announced within 30 days of the AGM. • It was noted that the Nominations Committee, consisting of independent members with no ties to the Board, was responsible for overseeing the elections. • She thanked the members for their participation in the AGM and adjourned the meeting at 13:00.	

SIGNED AS A TRUE RECORD OF THE PROCEEDINGS:

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CHAIR: DATE: