

Notice of Annual General Meeting

Notice is given that the Annual General Meeting of CBHS Health Fund Limited will be held as a virtual meeting

Online: cbhs.com.au/AGM2021

On: Thursday, 4 November 2021 at 9:00am (AEDT)

Agenda

Ordinary Business

1 Reports

To consider the Financial Report, Directors Report and Auditor's Report for the financial year ended 30 June 2021.

2 Election of Directors

To note the election of the following two directors in accordance with CBHS Health Fund Limited's **(Company)** constitution **(Constitution)**:

- (a) Mr Peter MacCuspie, a director of the Company since November 2015, having retired from office in accordance with clause 5.7 of the Constitution and having submitted a nomination, is elected as a director of the Company in accordance with clause 5.6(b) of the Constitution; and
- (b) Mr Fintan Thornton, a director of the Company since November 2012, having retired from office in accordance with clause 5.7 of the Constitution and having submitted a nomination, is elected as a director of the Company in accordance with clause 5.6(b) of the Constitution.

Other Business

To consider any other business brought forward in accordance with the Constitution or the law.

By order of the Board



Nicole Nott
Company Secretary
28 September 2021



Notes to Notice of Annual General Meeting

This information forms part of the Notice of Annual General Meeting (AGM).

- 1 A Member who is entitled to attend the 2021 virtual AGM may appoint a person as the Member's proxy to attend for the Member at the AGM.
- 2 An appointed proxy is not required to be a Member of the Company.
- 3 None of the business of the AGM requires Members to vote. Accordingly, a proxy form has not been included with this Notice of AGM. A proxy form may be requested by email at company.secretary@cbhs.com.au
- 4 Where a proxy appointment is signed by a Member's attorney, the original of the power of attorney or a certified copy of the power of attorney must accompany the proxy appointment.
- 5 Under the Company's Constitution a proxy appointment must be received by the Company at least 48 hours before a meeting of Members. Consequently, proxy appointments for the 2021 AGM must be received by **9:00am (AEDT) on Tuesday, 2 November 2021**.
- 6 A proxy form may be lodged with the Company:

By post:

The Company Secretary
CBHS Health Fund Limited
Locked Bag 5014
PARRAMATTA NSW 2124

- 7 A proxy appointment may also be emailed to company.secretary@cbhs.com.au
- 8 A proxy has the same rights as the Member to ask questions at the AGM.
- 9 Members may attend the 2021 virtual AGM and direct questions to the Chairman and Group CEO about the operations and management of the Company, or to the Company's auditor about the content of the Auditor's Report and the conduct of the audit via the online platform at:

cbhs.com.au/AGM2021

To do this, you will need a computer or mobile/tablet device with internet access. When you log onto the online platform, you will need to provide your details including first and last name, membership number and postcode to be verified as a Member and to view the meeting. Online registrations for the AGM will commence at **8:30am (AEDT) on Thursday, 4 November 2021**.

- 10 If Members wish to ask a question in advance of the meeting, it should be submitted no later than **9:00am (AEDT) on Wednesday, 3 November 2021** by email to company.secretary@cbhs.com.au
- 11 Members with questions about any aspect of the AGM (including the appointment of proxies) may contact Nicole Nott, Group General Counsel & Company Secretary by email at company.secretary@cbhs.com.au



Explanatory notes to Notice of Annual General Meeting

This information forms part of the Notice of AGM.

Item 1: Financial Report

The Company's Financial Report, which includes the Directors' Report and the Auditor's Report, for the financial year ended 30 June 2021 may be accessed online through the Company's website at cbhs.com.au/annual-reports

Alternatively, Members who have chosen to receive a hard copy of the Annual Report will receive this in accordance with the timeframe outlined in the Corporations Act 2001 (Cth).

During this item of business, Members will have a reasonable opportunity to ask questions and make comments on the Company's Financial Report, including the Directors' Report and the Auditor's Report, and the business and management of the Company generally.

The Chairman will also give Members a reasonable opportunity to ask the Company's Auditor, PwC, questions relevant to:

- the conduct of the audit;
- the preparation and content of the Auditor's Report; and
- the accounting policies adopted by the Company in relation to the preparation of financial statements.

Item 2: Election of Directors

The Constitution requires that a director must retire at the third AGM after the director was elected or last re-elected.

A director is eligible to nominate for re-election, subject to a twelve-year aggregate maximum term not being exceeded.

Peter MacCuspie and Fintan Thornton were elected to office at the 2018 AGM. Consequently, Mr MacCuspie and Mr Thornton are required to retire from office at the 2021 AGM. Both directors remain eligible for re-election.

Nominations for election as a director were received from Mr MacCuspie and Mr Thornton prior to the closing date for nominations of Friday, 6 August 2021. Given the number of candidates for election as a director equals the number of vacancies on the Board, the Returning Officer, Nicole Nott, is required to declare Mr MacCuspie and Mr Thornton duly elected directors at the 2021 AGM.

The qualifications and experience of the nominating directors can be found within the Corporate Governance section of the 2021 Annual Report.

This item informs members of the outcome of the election.

