

 <b>ProCare</b>	<b>MINUTES OF THE ANNUAL GENERAL MEETING OF PROCARE NETWORK LTD HELD TUESDAY, 5 NOVEMBER 2019 AT 6.30PM AT PROCARE – LEVEL 2, 110 STANLEY STREET, GRAFTON, AUCKLAND</b>
<b>ProCare Network Limited (Co-op) AGM</b>	<b>Date:</b> 5 November 2019
<b>Minute Taker:</b>	Tony Wai – Chief Financial Officer / Company Secretary

The meeting started at 6.35pm.

### PRESENT:

AGM ATTENDANCE - 21 attendees as follows:		
Shareholders	Board Members	Management and Staff
David Going	Jan White	Allan Moffitt
Georgina Kaye	Jodie O'Sullivan	Ainslie Caldwell
Sue Clark	June McCabe	Rose Chandra
	Lesley Going	Sarina Pereira
Board Members	Mike Schubert	Sherryl Arneil
Craig King	Neil Hefford	Steve Boomert
Francesco Lentini	Stephanie Taylor	Tony Wai
Harley Aish	Tevita Funaki	

**APOLOGIES:** Drs: Jim Kriechbaum and Julie Taylor.

### INTRODUCTORY REMARKS:

- The Chairman of ProCare Network Limited, Dr Harley Aish thanked Directors and Shareholders for their attendance, and welcomed on-line and attendee's in the room.
- Dr Harley Aish presented the co-operative and the wider group structure journey and the impacts of the parts of the group and co-operative benefits to shareholders.

### PRESENTATION OF THE YEAR'S RESULTS AND HIGHLIGHTS:

- Steve Boomert (CEO) presented specific ProCare achievements.
- Tony Wai (CFO & Company Secretary) presented the Finance report, and highlights of the financial performance of ProCare in the financial year ended 30 June 2019.

### FORMAL RESOLUTIONS:

- The Chairman of ProCare Dr Harley Aish noted attendance and noted that with electronic votes cast (111) before the AGM, together with proxies (13) and those attending (zero– voted at the meeting), there was a quorum – (124) represented out of 612 = turnout of approx. 20%.

- Voting closed at 6.50pm

**The Chair put forward the following three resolutions and one item for noting:**

**Resolution 1: That the meeting approves the minutes of the ProCare 2018 AGM held on 29 November 2018.**

**Moved:** Dr Francesco Lentini; **Seconded:** Dr Jan White

**Approved**

**Resolution 2 - Noted 2: The Directors' report, Financial Statements and Auditor's Report for the year ended June 30 2019, as detailed in the Annual Report be received.**

**Noted**

**Resolution 3: That the Directors be authorised to fix the remuneration of the Auditors.**

**For: 102; Against: 2; Abstain: 19**

**Resolution 4: That the highest two polling nominees are elected as director of the Company.**

**Lesley Going: For: 51**

**Georgina Kay: For: 38**

**Francesco Lentini: For: 68**

**Jan White: For: 62**

**ELECTION RESULTS:** In his capacity as returning officer for Board elections Mr Wai gave the above results; which were subsequently announced by Harley Aish:

Dr Francesco Lentini - successful (and re-elected)

Dr Jan White – successful (and re-elected).

In accordance with the ProCare Network Limited Constitution, Dr Francesco Lentini and Dr Jan White were re-elected as Directors of the Company. The Chair congratulated the successful candidates.

**CLOSING REMARKS:**

**Questions**

- No on line questions were raised.
- Dr Sue Clark – raised the question of enrolled population growth trends in ProCare. Steve Boomert responded.
- Dr Jodie O'Sullivan – raised the question on surpluses being allocated equitably across practices not by population. Harley Aish acknowledged.

The Chair thanked all who attended the formal part of the AGM and declared the meeting closed at 7.07pm.