

**FRIENDLY SOCIETY MEDICAL ASSOCIATION LIMITED
ABN 69 088 347 602**



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Friendly Society Medical Association Limited ("Company") will be held at Level 1, 372 Grange Road, Kidman Park, on Thursday, 21 November 2024 at 9.30 am (ACDT).

A. NOTING OF ACCOUNTS AND REPORTS

To note the Annual Financial Report, the Directors' Report and the Auditor's Report for the 52 weeks ended 30 June 2024.

B. ORDINARY BUSINESS

Election of Director – Resolution 1

That Ms Pauline Carr, retiring by rotation in accordance with Rule 37.1.2 of the Company's constitution and having signified her candidature for the office, be and is hereby re-elected a Director of the Company.

Dated 21 October 2024

By order of the Board

J E TAYLOR
Company Secretary

VOTING INFORMATION

1. General Notes

For the purpose of the meeting, members in the Company will be taken to be those persons who are registered as members at 5.30 pm (ACDT) on Tuesday, 19 November 2024. Membership transactions registered after that time will be disregarded in determining entitlements to vote at the meeting.

2. Voting

On a show of hands every member present in person or by proxy and entitled to vote shall have one (1) vote and upon a poll each Member present in person has one (1) vote and each person present by proxy has one (1) vote for each member the proxy represents. If a proxy has been appointed by two or more members, the proxy has only one (1) vote on a show of hands.

3. Proxies

3.1 A member who is entitled to attend and cast a vote at the Annual General meeting and is unable to attend the meeting is entitled to appoint one proxy.

3.2 A proxy need not be a member of the Company.

3.3 For an appointment of a proxy to be effective, the proxy form (and if the appointment is signed by the appointments attorney, the authority under which the form signed or a certified copy of the authority) must be received no later than 9.30 am (ACDT) on 19 November 2024.

You can send in your proxy form by doing any of the following:

- posting it to 52 Gawler Place, Adelaide SA 5000;
- faxing it to (08) 8223 0405; or
- emailing it to jtaylor@fsma.com.au.

4. Explanatory Notes

This Notice of Annual General Meeting should be read in conjunction with the accompanying Explanatory Notes which forms part of this Notice of Annual General Meeting.

EXPLANATORY NOTES

These Explanatory Notes form part of the Notice of Annual General Meeting dated 21 October 2024 (the Notice) and should be read in conjunction with the Notice as these Explanatory Notes contain important information on the proposed Resolution. Members should read these Explanatory Notes in full before making a decision on how to vote on the proposed Resolution to be considered at the Annual General Meeting.

A. ACCOUNTS AND REPORTS

The financial report, directors' report and auditor's report for the Company for the 52 weeks ended 30 June 2024 will be laid before the meeting. There is no requirement for members to approve those reports. However, the Chairman will allow a reasonable opportunity for members to ask questions or make comments about those reports and the management of the Company. Members will also be given a reasonable opportunity to ask the auditor questions about the conduct of the audit and the preparation of the auditor's report.

B. ORDINARY BUSINESS

Resolution 1 - Election of Director

Rule 37.1.2 of the Constitution requires at least one director (excluding the Managing Director) to retire each year. Ms Carr retires in accordance with this rule and offers herself for re-election.

Ms Pauline Carr

BEc, MBA, FAICD, FGIA FCG (CS,CGP)

- Director of Friendly Society Medical Association Limited.
- Director of ASX listed potash development company, Highfield Resources Limited and Australian Rare Earths Limited and chairs their Audit, Business Risk and Compliance Committee and its Remuneration and Nomination Committee.
- During the year Ms Carr stepped down from her role as Chancellor of the University of South Australia to become Chancellor of the Transition Council of the new Adelaide University.

Resident of South Australia

Ms Carr has been a non-executive director since 23 September 2013 and was appointed Chairman on 26 March 2018. She is also a member of FSMA's People, Culture and Rewards Committee and its Superannuation Policy Committee. Ms Carr is an experienced director and senior executive with extensive commercial, management, compliance and governance expertise acquired over 30 years with Australian and international organisations in a range of sectors.

The Board considers Ms Carr to be an independent director.

The Board has reviewed Ms Carr's nomination and recommends members vote in favour of the resolution. The Chairman intends to vote undirected proxies in favour of this resolution.

FRIENDLY SOCIETY MEDICAL ASSOCIATION LIMITED

(ABN 69 088 347 602)



Appointment of Proxy

I.....

of.....

Member No.....

being a Member of Friendly Society Medical Association Limited ABN 69 088 347 602 (the "Company") and entitled to attend and vote hereby appoint (mark with "x"):

the following named person _____

OR

the Chairman of the meeting:

as my proxy and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the 2024 Annual General Meeting of the Company to be held at Level 1, 372 Grange Road, Kidman Park, on Thursday, 21 November 2024 at 9.30 am (ACDT) and at any adjournment of that meeting.

Voting directions to your proxy – please mark "x" to indicate your directions

RESOLUTION	FOR	AGAINST	ABSTAIN *
1. To elect Pauline Carr	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

*If you mark the abstain box for the item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll, or if your voting entitlement cannot be voted by the Chairman of the Meeting, your votes will not be counted in tallying the required majority on a poll.

The Chairman of the Meeting intends to vote undirected proxies in favour of this resolution.

Authorised signature

.....
Member's Signature

.....
Date

Authorised Signature(s)

If the Proxy Form is signed under a Power of Attorney, you must have already lodged the Power of Attorney with the Company or a certified copy of the Power of Attorney must be attached to this Proxy Form when it is returned.

Joint Members

If the membership is in joint names, the first name to be in the register is the primary joint member and only the primary joint member is entitled to vote.

Lodgement

This Proxy Form (and any Power of Attorney under which it is signed) must be deposited for the attention of the Company Secretary at the Company's registered office, 52 Gawler Place, Adelaide South Australia 5000, by facsimile to the Company on 08 8223 0405 or by email to jtaylor@fsma.com.au not later than 48 hours before the commencement of the meeting (ie 9.30 am on Tuesday, 19 November 2024). Any Proxy Form received after that time will not be valid for the scheduled meeting.