Minutes of the Special General Meeting of Union Medical Benefits Society Limited

28th May at 6pm

Held at the offices of UniMed, 165 Gloucester Street, Christchurch, and virtually on Teams

Board Members Present	**Executive Leadership Present**
Peter Tynan *(Chair)* Angela Dixon Justine Gilliland Chris Flatt Erin Polaczuk	Lance Walker *(CEO)* James Brownell *(Chief Risk Officer)* Hamish O'Brien *(Chief Corporate Services Officer)* Kirsty Phillips *(Chief Marketing & Product Officer)*
Guests Jack Roberts *(Scrutineer – Wynn Williams Lawyers)* Joanie Sims *(Associate Director)* **Apologies** Ben Kepes *(Deputy Chair)* Noeline Hobson, Susan Grimm *(Members)*	**Members Present** Andrew Lil, Daniel Needham, Phil Knight, Gurpreet Singh, Brett D'Ath, Connie Christensen, Katarina Johnson, Eden Robertson, Emma Hay, Jake Hird, Sarah Minotti, Rona Potiki, John Seed, Michelle Parkes, Channa Gunasekera, Andrew Casidy, Bryce Skinner, Daniel Wong, Lynette Greenwood, Emily Simes, Emma Brown, Selina Chan

1.0 WELCOME & APOLOGIES

The Chair, Peter Tynan, welcomed attendees to the 2026 UniMed Special General Meeting, declared the meeting open and invited Lance Walker, Chief Executive Officer, to open with a Karakia.

The Chair acknowledged Directors, members, guests and staff attending both in person and online. A brief overview of meeting etiquette and voting procedures was provided, including voting in person, online via Teams polls, and by proxy.

The Chair then called for a mover and seconder for the motion to accept the apologies for the Special General Meeting. The motion was moved by Andrew Lil and seconded by Phil Knight. No questions were raised, and the motion was carried unanimously.

Motion 1: The apologies were accepted.

Carried with 300 votes in favour, including proxy votes held by members, to a maximum of 50 proxies per member. There were no votes against and no abstentions.

2.0 CHAIR'S ADDRESS

The Chair provided an overview of the proposed Rules changes and the process undertaken to reach the Special General Meeting. He noted that the Rules had last been reviewed in 2012 and that, since then, the regulatory environment and health insurance market had changed significantly. The review had been undertaken to ensure the Rules remained legally compliant, aligned with governance best

practice, fit for purpose for UniMed's current and future strategy, and written in clear, plain English. Members were advised that the proposed changes would not affect health insurance benefits or cover.

The Chair also summarised the engagement process undertaken with members, advisers and employers, including communications issued in April and May 2026, the member webinar, and the incorporation of feedback into the final draft Rules where appropriate. He outlined the key areas of change, including UniMed's purpose and membership provisions, meeting and participation requirements, voting and proxy arrangements, Board composition and remuneration settings, and updates to subscriptions, benefits and disputes provisions. The Chair advised that the proposed amendments were intended to modernise the Rules, strengthen governance clarity, and support effective member participation.

3.0 VOTING ON THE RESOLUTION

The Chair introduced the resolution to approve and adopt the revised and updated Rules of Union Medical Benefits Society (UniMed). He outlined the voting procedures for members attending in person, online via Teams, and by proxy, and invited any discussion on the resolution before the vote was taken.

The motion, "That Members of Union Medical Benefits Society (UniMed) approve and adopt the revised and updated Rules of UniMed," was moved by Peter Tynan and seconded by Andrew Lil.

Members attending online and present in the room thanked those involved for the engagement undertaken and the process followed to review the Rules. The motion was then put to the meeting by way of vote and poll.

Motion 2: That Members of Union Medical Benefits Society (UniMed) approve and adopt the revised and updated Rules of UniMed.

Carried unanimously with 300 votes in favour, including proxy votes held by members, to a maximum of 50 proxies per member. There were no votes against and no abstentions.

4.0 CLOSE

The Chair thanked everyone for their attendance and invited the members and guests who attended in person, to stay for refreshments.

The Meeting closed at 6.20pm.

Chair's Signature: _____

Date Confirmed: _____