

Date Printed: 15-Feb-24

Last Date Votes were Submitted for the Meeting: 15-Feb-24

Total Number of Ballots Instructed: 13

Total Number of Shares Instructed: 1,432,854

Total Number of Ballots Uninstructed: 0

Total Number of Shares Uninstructed: 0

Life Healthcare Group Holdings Ltd.

LHC

Primary CUSIP: S4682C100	Primary ISIN: ZAE000145892	Primary SEDOL: B4K90R1
Country: South Africa	Country of Operation: South Africa	ISS Country of Coverage: South Africa
Industry Sector: Health Care Providers & Services	Market Cap (USD): 1,398,300,000.00	ISS Governance QualityScore: 3
Meeting Date: 22-Feb-24	Record Date: 16-Feb-24	Meeting Type: Annual
Meeting ID: 1815309	Percentage Votable Shares: 0.09650	Workflow Tag:
Location ID: 14141	Location Name: Mergence Investment Management	
**Earliest Cutoff Date: 13-Feb-24	Voting Policy: ISS	Most Recent Publish Date: 08-Feb-24
Total Ballots: 13	Votable Shares: 1,432,854	*Shares on Loan: 0
		Viewed: No
		Shares Instructed: 1,432,854

Item #	Significant Vote	Item Description	Proponent	Mgmt Rec	ISS Rec	Policy Rec	Vote Instruction
		Ordinary Resolutions					
1		Reappoint Deloitte & Touche as Auditors with James Welch as the Individual Designated Auditor	Management	For	For	For	For
2.1		Re-elect Victor Lithakanyane as Director	Management	For	For	For	For
		<i>Research Notes: A vote FOR these items is warranted: * No issues have been identified in relation to the re-election or election of these Directors.</i>					
2.2		Re-elect Caroline Henry as Director	Management	For	For	For	For
		<i>Research Notes: A vote FOR these items is warranted: * No issues have been identified in relation to the re-election or election of these Directors.</i>					
2.3		Re-elect Marian Jacobs as Director	Management	For	For	For	For
		<i>Research Notes: A vote FOR these items is warranted: * No issues have been identified in relation to the re-election or election of these Directors.</i>					
2.4		Elect Paul Moeketsi as Director	Management	For	For	For	For
		<i>Research Notes: A vote FOR these items is warranted: * No issues have been identified in relation to the re-election or election of these Directors.</i>					
2.5		Elect Fulvio Tonelli as Director	Management	For	For	For	For
		<i>Research Notes: A vote FOR these items is warranted: * No issues have been identified in relation to the re-election or election of these Directors.</i>					
3.1		Elect Fulvio Tonelli as Chairman of the Audit Committee	Management	For	For	For	For
		<i>Research Notes: A vote FOR these items is warranted: * All of the members of the Audit Committee are independent.</i>					
3.2		Re-elect Caroline Henry as Member of the Audit Committee	Management	For	For	For	For
		<i>Research Notes: A vote FOR these items is warranted: * All of the members of the Audit Committee are independent.</i>					
3.3		Re-elect Lars Holmqvist as Member of the Audit Committee	Management	For	For	For	For
		<i>Research Notes: A vote FOR these items is warranted: * All of the members of the Audit Committee are independent.</i>					
3.4		Elect Paul Moeketsi as Member of the Audit Committee	Management	For	For	For	For
		<i>Research Notes: A vote FOR these items is warranted: * All of the members of the Audit Committee are independent.</i>					
4		Authorise Ratification of Approved Resolutions	Management	For	For	For	For
5.1		Approve Remuneration Policy	Management	For	For	For	Against
5.2		Approve Remuneration Implementation Report	Management	For	For	For	Against
		Special Resolutions					
1.1		Approve Board Fees	Management	For	For	For	For
		<i>Research Notes: Item 1.1 and 1.3 to 1.11 A vote FOR these items is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Item 1.2 A vote FOR this item is warranted although it is not without concern for shareholders: * An above inflationary increase is applied to the fee for the Lead Independent Director. The main reason for support is: * The proposed fee is not considered excessive relative to comparable South African companies.</i>					
1.2		Approve Fees of the Lead Independent Director	Management	For	For	For	For
		<i>Research Notes: Item 1.1 and 1.3 to 1.11 A vote FOR these items is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.</i>					

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Workflow Tag:

	<i>No major concerns are raised. Item 1.2 A vote FOR this item is warranted although it is not without concern for shareholders: * An above inflationary increase is applied to the fee for the Lead Independent Director. The main reason for support is: * The proposed fee is not considered excessive relative to comparable South African companies.</i>					
1.3	Approve Fees of the Audit Committee	Management	For	For	For	For
	<i>Research Notes: Item 1.1 and 1.3 to 1.11 A vote FOR these items is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Item 1.2 A vote FOR this item is warranted although it is not without concern for shareholders: * An above inflationary increase is applied to the fee for the Lead Independent Director. The main reason for support is: * The proposed fee is not considered excessive relative to comparable South African companies.</i>					
1.4	Approve Fees of the Human Resources and Remuneration Committee	Management	For	For	For	For
	<i>Research Notes: Item 1.1 and 1.3 to 1.11 A vote FOR these items is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Item 1.2 A vote FOR this item is warranted although it is not without concern for shareholders: * An above inflationary increase is applied to the fee for the Lead Independent Director. The main reason for support is: * The proposed fee is not considered excessive relative to comparable South African companies.</i>					
1.5	Approve Fees of the Nominations and Governance Committee	Management	For	For	For	For
	<i>Research Notes: Item 1.1 and 1.3 to 1.11 A vote FOR these items is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Item 1.2 A vote FOR this item is warranted although it is not without concern for shareholders: * An above inflationary increase is applied to the fee for the Lead Independent Director. The main reason for support is: * The proposed fee is not considered excessive relative to comparable South African companies.</i>					
1.6	Approve Fees of the Risk, Compliance and IT Governance Committee	Management	For	For	For	For
	<i>Research Notes: Item 1.1 and 1.3 to 1.11 A vote FOR these items is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Item 1.2 A vote FOR this item is warranted although it is not without concern for shareholders: * An above inflationary increase is applied to the fee for the Lead Independent Director. The main reason for support is: * The proposed fee is not considered excessive relative to comparable South African companies.</i>					
1.7	Approve Fees of the Investment Committee	Management	For	For	For	For
	<i>Research Notes: Item 1.1 and 1.3 to 1.11 A vote FOR these items is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Item 1.2 A vote FOR this item is warranted although it is not without concern for shareholders: * An above inflationary increase is applied to the fee for the Lead Independent Director. The main reason for support is: * The proposed fee is not considered excessive relative to comparable South African companies.</i>					
1.8	Approve Fees of the Clinical Committee	Management	For	For	For	For
	<i>Research Notes: Item 1.1 and 1.3 to 1.11 A vote FOR these items is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Item 1.2 A vote FOR this item is warranted although it is not without concern for shareholders: * An above inflationary increase is applied to the fee for the Lead Independent Director. The main reason for support is: * The proposed fee is not considered excessive relative to comparable South African companies.</i>					
1.9	Approve Fees of the Social, Ethics and Transformation Committee	Management	For	For	For	For
	<i>Research Notes: Item 1.1 and 1.3 to 1.11 A vote FOR these items is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Item 1.2 A vote FOR this item is warranted although it is not without concern for shareholders: * An above inflationary increase is applied to the fee for the Lead Independent Director. The main reason for support is: * The proposed fee is not considered excessive relative to comparable South African companies.</i>					
1.10	Approve Fees of the Ad Hoc Material Board and Committee Meetings	Management	For	For	For	For
	<i>Research Notes: Item 1.1 and 1.3 to 1.11 A vote FOR these items is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Item 1.2 A vote FOR this item is warranted although it is not without concern for shareholders: * An above inflationary increase is applied to the fee for the Lead</i>					

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Workflow Tag:

*Independent Director. The main reason for support is: * The proposed fee is not considered excessive relative to comparable South African companies.*

1.11 Approve Fees of the Committee Meeting for International Board Members Management For For For For

*Research Notes: Item 1.1 and 1.3 to 1.11 A vote FOR these items is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Item 1.2 A vote FOR this item is warranted although it is not without concern for shareholders: * An above inflationary increase is applied to the fee for the Lead Independent Director. The main reason for support is: * The proposed fee is not considered excessive relative to comparable South African companies.*

2 Approve Financial Assistance in Terms of Sections 44 and 45 of the Companies Act Management For Against Against For

*Research Notes: A vote AGAINST this item is warranted: * The Company seeks an authority to provide financial assistance to any person in connection with the subscription of options or securities issued or to be issued by the Company, or in relation to the purchase of securities. This is a broader authority than what many shareholders may prefer to approve in advance.*

3 Authorise Repurchase of Issued Share Capital Management For For For For

Institutional Account (name, number)	Custodian Account Number	Account Group	Ballot ID	Control Number	Ballot Ingestion Date	Share-blocking	Ballot Cutoff Date	Ballot Status	Instructed	Approved	Ballot Voting Status	Votable Shares	Shares Instructed
Auto Workers Provident Fund, 110135680006	110135680006	Mergence	172985876	N/A	25-Jan-24	No	13-Feb-24	Approved	cfebana2 15-Feb-24	cfebana2 15-Feb-24		34,102	34,102
Copartes Pension Fund, 110135680013	110135680013	Mergence	172985877	N/A	25-Jan-24	No	13-Feb-24	Approved	cfebana2 15-Feb-24	cfebana2 15-Feb-24		1,721	1,721
Electrical Contracting Industry Pension Fund -Mergence, ZA0000071112	ZA0000071112	Mergence	172985881	N/A	25-Jan-24	No	15-Feb-24	Approved	cfebana2 15-Feb-24	cfebana2 15-Feb-24		17,407	17,407
GEPF- Mergence, 120034270006	120034270006	Mergence	172985871	N/A	25-Jan-24	No	13-Feb-24	Approved	cfebana2 15-Feb-24	cfebana2 15-Feb-24		1,114,145	1,114,145
Impala Workers Provident Fund, 110135680015	110135680015	Mergence	172985879	N/A	25-Jan-24	No	13-Feb-24	Approved	cfebana2 15-Feb-24	cfebana2 15-Feb-24		28,755	28,755
KZN Municipal Pension Fund, 150045620007	150045620007	Mergence	172985873	N/A	25-Jan-24	No	13-Feb-24	Approved	cfebana2 15-Feb-24	cfebana2 15-Feb-24		41,739	41,739
Motor Industry Pension Fund, 110135680012	110135680012	Mergence	172985878	N/A	25-Jan-24	No	13-Feb-24	Approved	cfebana2 15-Feb-24	cfebana2 15-Feb-24		1,848	1,848
Motor Industry Provident Fund, 110135680005	110135680005	Mergence	172985875	N/A	25-Jan-24	No	13-Feb-24	Approved	cfebana2 15-Feb-24	cfebana2 15-Feb-24		23,609	23,609
Municipal Councillors Pension Fund, 130038900006	130038900006	Mergence	172985874	N/A	25-Jan-24	No	13-Feb-24	Approved	cfebana2 15-Feb-24	cfebana2 15-Feb-24		14,868	14,868
Municipal Employee Pension Flexi Fund, 120026500007	120026500007	Mergence	172985870	N/A	25-Jan-24	No	13-Feb-24	Approved	cfebana2 15-Feb-24	cfebana2 15-Feb-24		17,618	17,618
National Home Builders Registration Council (NHBC), ZA0000070150	ZA0000070150	Mergence	172985880	N/A	25-Jan-24	No	15-Feb-24	Approved	cfebana2 15-Feb-24	cfebana2 15-Feb-24		15,094	15,094
North West University, ZA0000071555	ZA0000071555	Mergence	172985882	N/A	25-Jan-24	No	15-Feb-24	Approved	cfebana2 15-Feb-24	cfebana2 15-Feb-24		7,744	7,744

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UIF- Mergence, 120027870011	120027870011	Mergence	172985872	N/A	25-Jan-24	No	13-Feb-24	Approved	cfebana2 15-Feb-24	cfebana2 15-Feb-24	114,204	114,204	
											Total Shares:	1,432,854	1,432,854

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