

Compliance statement

The Scheme complied with its approved Employee Remuneration Policy in 2024 without deviation. There are currently no voting results for the policy.

It complied without deviation with the active components of the Performance Management Policy, which is still being implemented.

Trustee remuneration

Trustee remuneration paid in a financial year is informed by the number of Board, standing committee, task team and other obligatory meetings attended. It is also decided by meeting fees, travel and accommodation expenses and the fees paid to training service providers.

The GEMS Board and committees meet frequently to ensure effective oversight of the Scheme. Board and committee meetings are all necessary and convened to:

- Meet the Scheme's statutory obligations.
- Adhere to corporate governance standards.
- Meet governance requirements related to the Scheme's business model and operational structure.
- Guide Scheme management on stakeholder engagements, considering the Scheme's complex stakeholder relations environment.

Close Board oversight contributes extensively to the Scheme's continued financial and operational performance, evidenced by the Scheme's track record of unqualified audits, sound procurement processes, improving member survey results and strong stakeholder relationships. The performance and effectiveness of the Board reflects the Scheme's ability to create value for members, the MPSA and stakeholders.

Trustee and Independent Committee Member Remuneration Policy

Trustees and independent committee members are remunerated for preparation for and attendance of Board and committee meetings. Trustees and committee members may also be reimbursed for costs incurred for travelling and subsistence in the performance of their obligations. The Scheme commissions independent remuneration surveys to ensure that the remuneration paid is commensurate with the fiduciary obligations assumed by trustees and the expertise of trustees and independent committee members.

Trustees and committee members are not remunerated for:

- Meetings not attended.
- Participating in the Scheme's Board effectiveness assessment.
- Attendance of training sessions/interventions.
- Attendance of member and other stakeholder events where work is not required.
- Attendance of member and other stakeholder information and communication sessions.

Trustees and committee members are paid a fixed daily meeting fee for each day of quarterly and interim meetings based on an average meeting duration of six hours and 12 hours' preparation time. A reduced daily meeting fee applies to ad hoc and special meetings.

For meetings with the MPSA and stakeholders, the meeting fee is half of the fixed fee.

Trustees receive a monthly stipend to cover expenses such as stationery, telephone and internet fees.

The remuneration of the chairperson of the Board and chairpersons of the committees (including the independent chairperson of the Audit Committee) is calculated as the trustee fixed daily meeting fee multiplied by 1.5.

In 2024, the Audit Committee initiated an ongoing review of the policy to ensure alignment with King IV's requirements.

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The Scheme complied with the policy without deviation in 2024. There are currently no voting results for the policy.

Remuneration benchmarks:

Trustee remuneration benchmarking compares remuneration from at least 10 of the largest closed and open medical schemes in the industry.

The Board tasked the Audit Committee with setting the meeting fee through benchmarking. The current fee for Board members is R21 486.38 and R32 289.46 for chairpersons.

The remuneration paid in 2024 per trustee is shown below. Meeting fees, travel and accommodation costs, training costs and other disbursements are disclosed separately per trustee in accordance with Regulation 6A of the regulations of the MSA, 1998, as amended.

Table 19: Board of Trustees' remuneration — 2024

	Term end	Attendance fees R '000	Travel and accommodation R '000	Reimbursements and allowances R '000	Training R '000	Total R '000
Dr IJ Van Zyl	29-Aug-27	949	198	14	37	1 198
Dr SM Hlatshwayo	19-Feb-24	263	103	2	9	377
RA Manoko	05-Mar-24	176	61	3	2	242
NC Ntshane	24-Sep-25	926	607	31	90	1 654
M Brand	24-Sep-25	-	1	1	-	2
Dr N Tutu	30-Jul-26	1 330	653	1	76	2 060
L Khumalo	24-Sep-25	981	361	24	77	1 443
P de Villiers	29-Aug-27	953	110	20	81	1 164
Dr J Smit	29-Aug-27	901	328	62	69	1 360

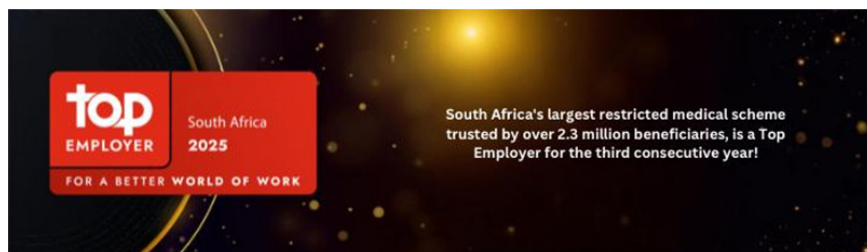
	Term end	Attendance fees R '000	Travel and accommodation R '000	Reimburse- ments and allowances R '000	Training R '000	Total R '000
S Tsengiwe (Deputy Chairperson)**	24-Jan-30	909	78	10	36	1 033
A Rapea	24-Jan-30	1 050	160	12	64	1 286
H Punt	24-Sep-25	715	275	7	23	1 020
M Rabada	15-Apr-30	309	-	4	20	333
N Ndumo	24-Jan-30	1 001	219	13	74	1 307
S Sigodi	15-Apr-30	320	-	2	20	342
		10 783	3 154	206	678	14 821

Trustee remuneration paid in 2024 was R14.821 million (2023: R14.025 million), an increase of 5.7% from 2023. Of this, R10.989 million (74%) was meeting fees, reimbursements and allowances. The balance of R3.832 million was for travel and accommodation costs and training. In 2024, trustee fees as a percentage of insurance revenue were 0.02% and as a percentage of the Scheme's other operating expenses, 1.3%.

The GEMS trustees undertook additional duties voluntarily during 2024 to represent the Scheme at important stakeholder events and to support Scheme management at important engagements with key stakeholders such as unions.

Conclusion

The Human Resources and Remuneration Committee recommended the GEMS 2024 remuneration report to the Board of Trustees. We are satisfied that the committee fulfilled its obligations in 2024.



Alvin Phumudzo Rapea
Chairperson: Human Resources and Remuneration Committee
24 April 2025