

## Minutes of Annual Meeting of Unitholders 24 November 2021

**Location:** Virtually, by participation through the Computershare web platform <https://meetnow.global/NZ>

Meeting ID 1177.

**Present (virtually)** Graham Stuart (GS) (as Chair of the meeting), Andrew Evans (AE), Paul Dalla Lana (PDL), Craig Mitchell (CM) and Dr Michael Stanford (MS) – directors of the Manager.

Justine Wealleans (JW) and Evan Kennerley (EK) from Trustees Executors Limited, the Supervisor of Vital Healthcare Property Trust. Silvio Bruinsma (SB) from Deloitte as auditor of the Trust. Toby Sharpe (TS) from Bell Gully as legal advisor of the Manager.

**In attendance:** Aaron Hockly (AH) Fund Manager, Alex Belcastro (AB) Senior Vice President – Medical Precincts, Michael Groth (MG) Chief Financial Officer, Vanessa Flax (VF) Regional General Counsel and Company Secretary, Chris Adams (CA) Executive Director - Developments, Richard Roos (RR) Executive Director - Portfolio. Registered unitholders, proxy holders and invitees.

**Apologies:** None

**Meeting opened:** 10.00am

### 1. Welcome

GS welcomed all to the meeting and identified that he had been appointed Chair of the meeting in accordance with the Trust Deed by the Trust Supervisor. GS noted that the meeting was a virtual meeting, meaning that it was held virtually via the Computershare web platform.

GS noted that the Notice of Meeting had been circulated to unitholders prior to the meeting, which set out the scope of the meeting and the resolution to be put to the meeting. GS confirmed that a quorum was present and declared the 2021 Annual Meeting open.

GS opened the voting on the resolution and set out the agenda for the meeting.

GS introduced the full Board of directors of the Manager. GS introduced AH, as well as JW and EK (representing the Supervisor of Trust), SB (auditor of the Trust) and TS (legal advisor of the Trust). GS noted that a number of the members of NorthWest's senior executive team (CA, AB, MG, VF and RR) were also attending the meeting.

### 2. Chairman of the Manager's Address

GS's presentation and speech is attached to these minutes.

### 3. Fund Manager's presentation

AH's presentation and speech is attached to these minutes.

### 4. Questions:

GS asked MS to moderate questions raised by unitholders. GS noted that questions could be asked via the Computershare web platform, and that MS would read out any questions received

through the platform. GS noted that only unitholders and proxy holders were permitted to submit questions during the meeting.

### **Edwin Arthur Stranaghan**

**Q.** When are you going to change Vital to a limited company, so that unitholders have a more democratic system of control for unitholders/shareholders?

**GS.** At this point there is no intention of changing Vital to a limited company.

GS asked for any further questions. None were raised in the room and MS confirmed that no further questions had been submitted via the Computershare web platform.

## **5. Election of Independent Director**

### **Resolution: Election of Independent Director**

*That Andrew Evans be re-elected as an Independent Director of NorthWest Healthcare Properties Management Limited, the manager of the Vital Healthcare Property Trust.*

GS confirmed that voting on the resolution would be conducted by poll, with votes being comprised of proxies lodged prior to the meeting and through the Computershare web platform. GS invited AE to address the meeting in relation to the resolution.

AE addressed the meeting and summarised his experience as a director of the Manager and his commitment to the highest standards of corporate governance as well as summarising the role of the Board of the Manager in delivering on Vital's strategy.

### **Voting on Resolution**

GS confirmed that voting on the resolution was now open.

Once it was confirmed that voting was complete, GS paused to allow for any final virtual voting to be completed. After a short pause, GS confirmed that voting had now closed.

## **6. General Business**

GS asked for any further questions or comments. GS noted that only unitholders and proxy holders were permitted to submit questions during the meeting.

GS asked for any further questions. MS confirmed that no questions had been raised online.

## **7. Results and conclusion of meeting**

GS advised that once the votes had been counted and the result of the poll was available a market release would be made to the NZX setting out the results.

### **There being no further business the Meeting closed at 10.40 am**

Signed by the Chair, Graham Stuart:



Dated: 29 November 2021

## **Matters Arising Following Meeting:-**

### **Update: Market Release**

25 November 2021

### **Vital Annual Meeting Voting Results**

NorthWest Healthcare Properties Management Limited (the Manager), as manager of Vital Healthcare Property Trust (Vital), reports the following results from voting at the Annual Meeting of Vital unitholders held yesterday.

All votes were conducted by poll.

### **Resolution – Andrew Evans re-elected as an Independent Director**

The re-election of Andrew Evans was approved, with 279,823,015 (92.56%) voting for his re-election and 22,507,446 (7.44%) voting against.

**– ENDS –**