

Notice of Annual Shareholder Meeting

Third Age Health Services Limited

To be held on Friday 23 August 2024 at 1:00pm

ANZ Pavilions Suite, Ground Floor, 23 Albert Street, Auckland CBD

Notice is hereby given that the 2024 annual meeting of the shareholders of Third Age Health Services Limited (**Third Age Health**) will be held in person on Friday 23 August 2024 at ANZ Pavilions Suite, Ground Floor, 23 Albert Street, Auckland, beginning at 1pm.

Items of business

1. Chairman's address

2. CEO's address

3. Financial statements and reports

To receive and consider the financial statements of Third Age Health for the year ending 31 March 2024 and the auditor's report to shareholders.

4. Ordinary resolutions

To consider and, if thought fit, to pass the following ordinary resolutions:

A. Re-election of Bevan Walsh

That Bevan John Walsh, who retires at the annual meeting and is eligible for re-election, be re-elected as a director of Third Age Health (see explanatory note).

B. Re-election of Wayne Williams

That Wayne Geoffrey Williams, who retires at the annual meeting and is eligible for re-election, be re-elected as a director of Third Age Health (see explanatory note).

C. Re-election of Steffan Crausaz

That Steffan Crausaz, who retires at the annual meeting and is eligible for re-election, be re-elected as a director of Third Age Health (see explanatory note).

D. Auditor's remuneration

That the directors be authorised to fix the auditor's fees and expenses for the coming year (see explanatory note).

5. Shareholder questions and other business

To consider any other matters which can be considered at an annual meeting including any shareholder questions not previously answered.

Virtual Access

A virtual, 'listen-only' online link will be made available on request for any shareholders not able to attend in person. If you would like to observe the meeting remotely utilizing this online access, please email your request to investors@thirdagehealth.co.nz with your shareholder number and name, and any questions you would like answered, by 1pm on Thursday 22nd August 2024 to obtain details. If those listening in virtually wish to vote they will need to do so in advance or by proxy.

By order of the Board

John Fernandes, Chairman

26 July 2024

Explanatory Notes

These notes form part of the notice of meeting.

The resolutions to be voted on at the annual meeting are ordinary resolutions. This means that in order to be approved more than 50% of the shareholders entitled to vote and voting (either in person or by proxy) must vote in favour of the resolution. There are no restrictions on any shareholder that prevent them from exercising their vote on any of the resolutions being considered at the meeting.

Resolution A: Re-election of Bevan Walsh

Bevan Walsh retires due to having held office for three years and, being eligible, offers himself for re-election as a Director. As Bevan is a major shareholder the Board does not consider him an Independent Director.

A short biography for Bevan is below:

Bevan's journey in medical services began in 2007 when he established a mobile medical service, providing after-hours general practitioner home visits. Through this experience, he identified unmet needs within the Aged Residential Care (ARC) sector. Recognising the demand for a dependable, robust, and unwaveringly client-focused around-the-clock primary care medical service, Bevan founded Third Age Health in 2010. His goal was to address the unique requirements of New Zealand ARC providers and their residents in terms of comprehensive Primary Care. Bevan was Chairman of the Board of Third Age Health from 2013 to 2022.

Bevan is a consummate entrepreneur whose mindset, energy, and passion for doing good are instrumental to the business' success and growth.

The Board unanimously recommends that shareholders vote in favour of re-electing Bevan Walsh as a director.

Resolution B: Re-election of Wayne Williams

Wayne Williams retires due to having held office for three years and, being eligible, offers himself for re-election as a Director. The Board considers Wayne to be an Independent Director.

A short biography for Wayne is below:

Wayne was appointed to the Board as an independent Director on 10 June 2021. Formerly a Partner of KPMG, Wayne has 30 years' experience within the health sector working in line management and consulting roles within primary care, DHBs and the MOH. Wayne is the former CEO of Alliance Health Plus Trust, a Pacific-led PHO based in South Auckland and is also currently the Director and Chair of the Finance Audit Risk Committee of Habitat for Humanity Northern Region Ltd. He is a member of the Institute of Chartered Accountants Australia and New Zealand and a Chartered Member of the Institute of Directors.

In alignment with the Board's succession planning process, Wayne has advised the Board that, upon re-election, he will continue to serve on the Board until a suitable successor is appointed. This process is expected to take place during his upcoming three-year term. The Board is grateful for Wayne's dedication and service.

The Board unanimously recommend that shareholders vote in favour of re-electing Wayne Williams as a director.

Resolution C: Re-election of Steffan Crausaz

Steffan Crausaz was appointed as a director by unanimous resolution of the Board in December 2023. Under NZX Listing Rule 2.7.1 a director appointed by the Board must not hold office (without re-election) past the next Annual Meeting following the director's appointment. Steffan, being eligible for re-election, offers himself to be re-elected as a Director. The Board considers Steffan to be an Independent Director.

A short biography for Steffan is below:

Steffan is a transformative leader in healthcare, with a background ranging from pharmacist to CEO. He is presently Western Australia State Manager with IMed and known for his strategic vision and ability to drive significant change in the healthcare and biotech industries. As the former CEO of Tāmaki Health Group, he significantly enhanced operating profits and margins through strategic growth in services and mergers & acquisitions. His leadership was instrumental in the development of innovative telehealth options during the COVID-19 crisis. Before Tāmaki, Steffan led Pharmac.

His appointment to the Board of Third Age Health brings a unique combination of clinical and management expertise, poised to contribute significantly to the organisation's growth and success.

The Board unanimously recommends that shareholders vote in favour of re-electing Steffan Crausaz as a director.

Resolution D: Auditor's remuneration

UHY Haines Norton, Sydney is automatically reappointed as auditor under section 207T of the Companies Act 1993. This resolution authorises the Board to fix the fees and expenses of the auditor as required by section 207S of the Companies Act 1993.

The Board unanimously recommends that shareholders vote in favour of this resolution.

Attendance and voting

Attendance

The annual meeting will be held in person. Shareholders, or their proxy, wishing to attend the annual meeting should arrive at 23 Albert Street at the appointed time and should bring their proxy voting form with their shareholder number for verification purposes.

Voting

Voting at the annual meeting will be by way of a poll. The persons who will be entitled to vote at the meeting are those persons (or their proxies) registered as holding shares at **5pm on Wednesday 21st August 2024**.

Shareholders may, and are encouraged to, exercise their right to vote by way of proxy vote if they cannot attend the meeting in person.

A proxy form is included with this notice of meeting. You or your proxy can vote for or against or abstain from each of the resolutions. You can cast your vote prior to the annual meeting by using the proxy voting form. A proxy you appoint does not need to be a shareholder in Third Age Health.

The Chairman of the annual meeting is available to act as your proxy if you wish. If you appoint the Chair of the annual meeting as your proxy, they will cast your vote in accordance with the indication made in your proxy voting form, or if no vote is entered or discretion is selected, in favour of each resolution.

To be effective, the proxy form must be received at Link Market Services Limited, Level 30, PwC Tower, 15 Customs Street West, Auckland, by mail to PO Box 91976, Auckland 1142, New Zealand or by email no later than **1pm on Thursday 22nd August 2024** in accordance with the instructions on the proxy form.

You may also appoint your proxy online by following the instructions on the proxy form.

A shareholder may also cast a postal vote instead of attending in person, online, or appointing a proxy. You can cast a postal vote online or by electing to "Postal Vote" on the proxy form and returning it to Link Market Services Limited using any of the methods above no later than **1pm on Thursday 22nd August 2024**.

A corporate shareholder may appoint a person to attend the annual meeting as its representative in the same manner as it could appoint a proxy.

Shareholder questions

Shareholders will have the opportunity to ask questions during the meeting.