MEETING NAME	Pinnacle Incorporated Annual General Meeting		
DATE	Tuesday, 25 November 2025	**START TIME**	5.30pm
VENUE	Pinnacle Offices, Ground Floor, River Room and via video conference		
MEMBERS PRESENT (VOTING RIGHTS	**Executive Committee GP members** Dr Kiyomi Kitagawa (KK) Dr Brendon Eade (BE) Dr Hayley Scott (HS) Dr Tamatoa Blaiklock (TB)		**Pinnacle GP members** Dr Gina Kaye
IN ATTENDENCE	**Pin. Inc Executive Committee non-GP members** Amit Prasad (AP), Chair Manu Sione (MS) Michelle Nathan (MN)		**Pinnacle Incorporated** Justin Butcher (JB), Chief Executive Officer Katie Latimer (KL), Deputy CEO Dr Jo Scott-Jones (JSJ), Clinical Director Avi Chand (AC), GM Corporate Liz Miller (LM), Governance Lead
APOLOGIES	Dr Bala Newton, Dr Kathy Gadd		

ITEM	DISCUSSION POINTS	NOTED IN DISCUSSION	OUTCOME	ACTION	RESPONSE	UPDATE
1	Welcome	The Chair welcomed members to the Pinnacle Incorporated Annual General Meeting. JSJ opened the meeting with a karakia and welcomed the GP members.				
2	Apologies	Apologies were received from Dr Bala Newton and Dr Kathy Gadd.	**MOTION**: That the apologies be sustained. **MOVED**: AP **SECONDED**: KK **CARRIED**			

3	Quorum	The Chair confirmed that a quorum had been reached – 21 valid proxies and 4 in attendance. It was noted that a quorum was at least 15 full members in person or via proxy; including Executive Committee GP members.				
4	Minutes of the previous meeting	The Chair reported that the minutes of the previous AGM held on Tuesday, 26 November 2024 were distributed prior to the meeting. The minutes were taken as read and any questions were invited from members present at the 2024 AGM.	**MOTION:** That the minutes of the Pinnacle Incorporated Annual General Meeting held Tuesday, 26 November 2024 be accepted as a true and accurate record of the meeting. **MOVED:** AP **SECONDED:** TB **CARRIED**			
5	Annual report	The Chair stated that the annual report was distributed prior to the meeting.	**MOTION:** That the business annual report is adopted. **MOVED:** AP **SECONDED:** KK **CARRIED**			
6	Financial statements	The Chair stated that the financial statements, were available upon request prior to the meeting. The Chair invited questions from those present. There were no questions raised.	**MOTION:** That the financial statements are adopted. **MOVED:** AP **SECONDED:** HS **CARRIED**			
7	Membership	The Chair stated that an updated constitution	**MOTION:** That Nurse			

	changes	was circulated prior to the meeting incorporating the addition of Nurse Practitioners as members of Pinnacle Incorporated. The Chair invited questions from those present.	Practitioners become eligible members of Pin Inc. **MOVED:** AP **SECONDED:** HS **CARRIED**			
8	Definition of clinical members	The Chair stated that an updated constitution was circulated prior to the meeting including the definition of a clinical representative on the Executive Committee. The Chair invited questions from those present.	**MOTION:** That clinical representatives are defined on the Executive Committee. **MOVED:** AP **SECONDED:** TB **CARRIED**			
9	Constitution amendments	The Chair stated that the constitution circulated prior to the meeting incorporated the above changes and was recommended for adoption.	**MOTION:** That constitution V2 be formally adopted as the Pin Inc constitution. **MOVED:** AP **SECONDED:** KK **CARRIED**			
10	Notification of the removal of membership fees	The Chair stated that the Pin Inc Executive Committee endorsed the removal of membership fees payable to Pin Inc from 1 July 2026.	**MOTION:** That membership fees are no longer payable to the Incorporated Society. **MOVED:** AP **SECONDED:** KK **CARRIED**			
11	Election of Executive Committee	The Chair stated that no members are due for re election this year.				

		Dr Hayley Scott, Dr Tamatoa Blaiklock, Dr Kiyomi Kitagawa and Dr Giles Turner will continue in office for the next financial year.				
12	Auditors	The Chair stated that as part of our ongoing commitment to good governance and ensuring the highest standards of financial oversight, the Executive Committee has undertaken a review of our external audit arrangements. Following this review, the Executive Committee is recommending the appointment of PwC New Zealand as the company's external auditor for the upcoming financial year, in place of our current auditor, KPMG. We would like to take this opportunity to sincerely thank KPMG for their service and support over the years.	**MOTION:** That Murray Dunn and KPMG is hereby removed from office as the auditor of Pinnacle Incorporated and the Pinnacle Group of entities, effective from the conclusion of this Annual General Meeting **MOVED:** AP **SECONDED:** HS **CARRIED** **MOTION:** That Peter Sharpe of PwC Hamilton is hereby appointed as the auditor of Pinnacle Incorporated and the Pinnacle Group of entities, effective immediately after the conclusion of this Annual General Meeting and that the directors are authorised to fix their remuneration for the ensuing year. **MOVED:** AP **SECONDED:** TB			

			CARRIED			
13	Honoraria	The Chair explained that the Executive Committee recommended that the honoraria for the coming year be set at a maximum of $300,000 per annum; to be divided among the committees in such proportions as they may determine and adjusted on a yearly basis using the “cost pressures adjustment”, the government funding adjustment.	**MOTION:** That the Executive Committee sets the level of honoraria at a maximum of $300,000 per annum, to be divided among the committees in such proportions as they may determine. **MOVED:** AP **SECONDED:** KK **CARRIED**			
9	General business	There was no discussion held. Jo closed the meeting with a karakia.				

MEETING CLOSED	5.40pm	**SIGNED ON BEHALF OF THE PIN INC. EXECUTIVE COMMITTEE, CHAIRMAN AS A TRUE AND ACCURATE RECORD OF THE MEETING**	
NEXT MEETING DATE	Tuesday, 24 November 2026	**DATE SIGNED**	