

13 April 2021

Annual General Meeting of Shareholders

Doctor Care Anywhere Group PLC (ASX:DOC, “Doctor Care Anywhere” or “the Company”), encloses its Notice of Annual General Meeting (“AGM”) of Shareholders.

Annual General Meeting of Shareholders

Details of the meeting are set out below:

Date: Thursday 12 May 2021
Time: 6pm AEST, 9am BST
Venue: Virtual

Included within this release are the Notice of our AGM, details of the business of the meeting and an example voting instruction form. Voting instruction forms will be distributed individually to holders of Common Stock and CDIs in the Company by our registrar on or about 15 April 2021. When voting instruction forms are distributed, an information sheet will be appended providing details of how you can join and participate in the meeting. You are encouraged to complete the voting instruction form and submit it as soon as possible once you have received it.

The Company’s 2020 Annual Report is available on the ASX Portal and can also be found on our website at the following link:

<https://doctorcareanywhere.com/media/2895/doctor-care-anywhere-group-plc-2020-annual-report.pdf>

This ASX release has been authorised for release by the Board of Directors.

- ENDS -

About Doctor Care Anywhere

Doctor Care Anywhere Group PLC is a UK-based telehealth company that is committed to delivering the best possible patient experience and clinical care through digitally enabled, joined up, evidence based pathways on its proprietary platform. Doctor Care Anywhere utilises its relationships with health insurers, healthcare providers and corporate customers to connect with patients to deliver a range of telehealth services.

Further Information:
Roger Newby Domestique Consulting – Investor Relations +61 401 278 906
Daniel Curran Company Secretary company.secretary@doctorcareanywhere.com

Notice of Annual General Meeting of Shareholders

Dear Doctor Care Anywhere Securityholder,

Notice of Annual General Meeting

I am pleased to give notice of the first Annual General Meeting (“AGM”) of Doctor Care Anywhere Group PLC. The meeting will be held on 12 May 2021 at 6pm Australian Eastern Standard Time (9am BST). Appended to this Notice you can find details as to the business of the meeting.

The Board and Leadership Team have been closely monitoring the COVID-19 pandemic and the current regulations associated with it. Due to the current quarantine and travel restrictions affecting our UK-based Board members and Leadership Team, the Board has decided that our 2021 AGM will be held virtually. We have looked closely at the advice set out by the Australian Securities Exchange and this approach is in line with the temporary legal changes and current best practice guidance.

We still recognise the importance of you having the opportunity to communicate your views to us and value your participation. It will be possible to view and take part in the meeting in real time online, details of how to do so will be provided in an information sheet that will be appended to your voting instruction form.

We will do our utmost to ensure that everyone who has a right to speak at the meeting is able to do so.

How you can participate remotely:

1. CDI holders can indicate their voting preferences to CHESSE Depository Nominees Pty Limited (“Chess”) in advance of the meeting by completing the voting instruction which will be sent by our registrar on or about 15 April 2021, an example of which is appended to this Notice. The voting instruction form will provide specific instructions on how your vote is to be exercised on each item of business. Chess must follow your instructions. The CDI voting instruction form needs to be received at the address shown on the form by no later than 9 May 2021.
2. Securityholders are encouraged to submit questions ahead of the meeting to either the Company or the Auditor. We will allow securityholders to submit questions online during the meetings. Further details will be set out in the information sheet appended to the voting instruction forms distributed by our registrar.
3. A live webcast will be available, which will allow Securityholders to participate in the meeting with written questions and cast their vote. Instructions for joining the AGM will be published on the Doctor Care Anywhere’s website prior to the AGM. The webcast will also be archived on Doctor Care Anywhere’s website for you to access at your convenience.

I am sorry our first AGM will not be a physical event. I am very proud of the achievements of the business this year and alongside Bayju, had looked forward to presenting these in person. However, the health and safety of our securityholders and employees must take precedence.

I look forward to welcoming you to our virtual AGM on the 12 May 2021 and remain hopeful that we will host you in Sydney at our 2022 meeting.

Yours faithfully,

A handwritten signature in black ink, appearing to read "Jonathan Baines". The signature is written in a cursive style and is underlined with a long horizontal stroke.

Jonathan Baines
Chairman
13 April 2021

Business of the Meeting

Set out below is the business of the meeting and the resolutions that will be considered, and if thought fit, passed at the meeting.

Voting Exclusion Statement

The Company will disregard any votes cast on each of these Resolutions by a person who might obtain a benefit if the Resolution is passed, and any associate of those persons.

1. Financial Reports and Accounts for the Year Ended 31 December 2020

To receive the Director's Report, Financial Report and Auditors' Report for the Company and its wholly owned subsidiaries for the year ended 31 December 2020.

The Companies Act 2006 (UK) requires these reports be considered at our AGM. Shareholders are not required to vote on these reports. The Chairman of the meeting will give shareholders a reasonable opportunity to ask questions and make comments to the management of the Company. Shareholders will also be given a reasonable opportunity to ask the Auditor questions about the conduct of the audit and the content of the Auditor's Report.

These reports can be viewed on Doctor Care Anywhere's website at the following link:
<https://doctorcareanywhere.com/media/2895/doctor-care-anywhere-group-plc-2020-annual-report.pdf>

2. Remuneration Report

To consider and, if thought fit, to pass the following resolution as a non-binding resolution:

"To adopt the Remuneration Report for the year ended 31 December 2020".

The vote on the Remuneration Report is advisory and will not bind Doctor Care Anywhere or its Directors. However, the Board will take the outcome of the vote into consideration when reviewing the future remuneration policies and practices of Doctor Care Anywhere.

The Company will disregard any votes cast on this resolution by or on behalf of:

- (a) a member of the key management personnel named in the Remuneration Report (KMP); or
- (b) a closely related party of a member of any KMP, unless the vote is cast as proxy for a person entitled to vote in accordance with a direction on the Proxy Form or by the Chairman pursuant to an express authorisation to exercise the proxy.

The Remuneration Report is included within Doctor Care Anywhere's Annual Report which is available on Doctor Care Anywhere's website at the following link:
<https://doctorcareanywhere.com/media/2895/doctor-care-anywhere-group-plc-2020-annual-report.pdf>

Board Recommendation and Chairman's Voting Intention for Item 2

The Directors recommend that all eligible voting shareholders vote in favour of this Item. It is the intention of the Chairman to vote undirected proxies in favour of this item.

3. Reappointment of Grant Thornton UK LLP as Auditors

To consider and, if thought fit, to pass the following as an ordinary resolution:

“That Grant Thornton UK LLP be reappointed as Auditors of the Company, to hold office until the conclusion of the next general meeting at which the accounts are laid before the Members, and to authorise the Directors to determine their remuneration”.

The Company is required at each general meeting in which financial statements are laid to appoint auditors who will remain in office until the next general meeting at which the financial statements are laid. Grant Thornton UK LLP have expressed willingness to continue in office. In accordance with the Companies Act 2006 (UK) shareholders are also asked to authorise directors to determine the Auditors remuneration.

Board Recommendation and Chairman’s Voting Intention for Item 3

The Directors recommend that all eligible voting shareholders vote in favour of this Item. It is the intention of the Chairman to vote undirected proxies in favour of this item.

4. Re-Election of Simon John Calver

To consider and, if thought fit, to pass the following as an ordinary resolution:

“That Mr Simon John Calver, being eligible, be re-elected as a Non-Executive Director of the Company, to hold office until the next Annual Meeting of the Shareholders and until his successor has been duly elected, or until his earlier death, resignation, retirement, disqualification or removal”.

Simon John Calver retires by rotation in accordance with Doctor Care Anywhere’s Constitution and, being eligible, offers himself for re-election.

Between January 2019 and June 2020, Simon was nominee director on the Board for BGF Nominees Limited, a major investor shareholder in Doctor Care Anywhere. Notwithstanding Simon’s resignation from BGF (and therefore cessation of his position as BGF’s nominee), he was reappointed as a Non-Executive Director of the Board in October 2020, owing to his significant experience leading fast-growing technology businesses.

Board recommendation and Chairman’s voting intention for item 4

Simon John Calver having abstained, the Directors recommend that all eligible voting shareholders vote in favour of this Item. It is the intention of the Chairman to vote undirected proxies in favour of this item.

5. Re-Election of David Jeremy Ravech

To consider and, if thought fit, to pass the following as a ordinary resolution:

“That Mr David Jeremy Ravech, being eligible, be re-elected as a Non-Executive Director of the Company, to hold office until the next Annual Meeting of the Shareholders and until his successor has been duly elected, or until his earlier death, resignation, retirement, disqualification or removal”.

David Jeremy Ravech retires by rotation in accordance with Doctor Care Anywhere’s Constitution and, being eligible, offers himself for re-election.

David was a co-founder of Synergix Health Limited, now Doctor Care Anywhere Group PLC. He served as Executive Chairman of Synergix Health until November 2018.

Board recommendation and Chairman’s voting intention for item 5

David Jeremy Ravech having abstained, the Directors recommend that all eligible voting shareholders vote in favour of this Item. It is the intention of the Chairman to vote undirected proxies in favour of this item.

6. Approval of Political Donations and Contributions

To consider and, if thought fit, to pass the following as a ordinary resolution:

“That the Company be authorised to make political donations to political parties and/or independent election candidates not exceeding £50,000 in total; and/or make political donations to political organisations other than political parties not exceeding £50,000 in total; and/or incur political expenditure not exceeding £50,000 in total, provided that the aggregate amount of any such donations and expenditure within the forthcoming year does not exceed £50,000.”

The Companies Act 2006 contains a broad definition of matters which constitute political donations, with shareholder approval being required for expenditure exceeding £5,000 in any twelve month period. Routine expenditure on public policy associations or business representation organisations, or expenditure on communications with government and/or political parties could be considered a political donation. Therefore, this Resolution is proposed to ensure that neither the Company nor its subsidiaries inadvertently commit any breach of the Companies Act during the course of routine activities.

Board Recommendation and Chairman’s Voting Intention for Item 6

The Directors recommend that all eligible voting shareholders vote in favour of this Item. It is the intention of the Chairman to vote undirected proxies in favour of this item.



Doctor Care Anywhere Group PLC
(Company Number 08915336)
(ARBN 645 163 873)

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MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030



Need assistance?



Phone:

1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:

www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your vote to be effective it must be received by **6pm (AEST) Sunday, 9 May 2021.**

CDI Voting Instruction Form

How to Vote on Items of Business

Each CHESSE Depository Interest (CDI) is equivalent to one share of Company Common Stock, so that every 1 (one) CDI registered in your name at 10 May 2021 entitles you to one vote.

You can vote by completing, signing and returning your CDI Voting Instruction Form. This form gives your voting instructions to CHESSE Depository Nominees Pty Ltd, which will vote the underlying shares on your behalf. You need to return the form no later than the time and date shown above to give CHESSE Depository Nominees Pty Ltd enough time to tabulate all CHESSE Depository Interest votes and to vote on the underlying shares.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the Australian registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Only duly authorised officer/s can sign on behalf of a company. Please sign in the boxes provided, which state the office held by the signatory, ie Sole Director, Sole Company Secretary or Director and Company Secretary. Delete titles as applicable.

Lodge your Form:

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Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

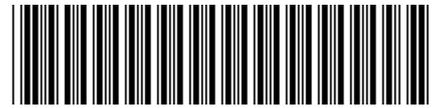
1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



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I ND

CDI Voting Instruction Form

Please mark to indicate your directions

STEP 1 CHESSE Depository Nominees Pty Ltd will vote as directed

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Voting Instructions to CHESSE Depository Nominees Pty Ltd

I/We being a holder of CHESSE Depository Interests of Doctor Care Anywhere Group PLC hereby direct CHESSE Depository Nominees Pty Ltd to vote the shares underlying my/our holding at the Annual General Meeting of Doctor Care Anywhere Group PLC to be held virtually on Wednesday, 12 May 2021 at 6pm (AEST) (9am BST) and at any adjournment or postponement of that meeting.

By execution of this CDI Voting Form the undersigned hereby authorises CHESSE Depository Nominees Pty Ltd to appoint such proxies or their substitutes to vote in their discretion on such business as may properly come before the meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Item 2 (except where I/we have indicated a different voting intention in step 2) even though Item 2 is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Item 2 by marking the appropriate box in step 2.

STEP 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing CHESSE Depository Nominees Pty Ltd or their appointed proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

	For	Against	Abstain
2 Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Reappointment of Grant Thornton UK LLP as Auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Re-Election of Simon John Calver	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 Re-Election of David Jeremy Ravech	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 Approval of Political Donations and Contributions	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGN Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Contact Name

Contact Daytime Telephone

Date / /

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Computershare +



Doctor Care Anywhere Group PLC
(Company Number 08915336)
(ARBN 645 163 873)

Return your information:

Online:
www.investorcentre.com/contact

By Mail:
Computershare Investor Services Pty Limited
GPO Box 2975 Melbourne
Victoria 3001 Australia

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SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Enquiries:

(within Australia) 1300 850 505
(international) +61 3 9415 4000

Securityholder Reference Number (SRN)



I 9999999999

I ND

For your security keep your SRN/HIN confidential.

Electronic Communication Request

Use a black pen.
Print in CAPITAL letters
inside the grey areas.

A B C

1 2 3

Where a choice is required,
mark the box with an 'X'

X

By electing to receive shareholder communications from the Company by email, you will help us help the environment and reduce costs.

We are required to mail shareholder reports and other shareholder communications to you each year, unless you tell us otherwise. If you would prefer not to receive annual reports and other shareholder communications by mail, please complete this form and return it in the reply paid envelope provided.

Your shareholding will not be affected if you take up this option and, please remember, you can view annual and interim reports on-line at the Company's website.

Please send me all shareholder communications, (e.g. Proxy Form, Dividend Advice and Holding Statement) by email at the following address.

[Grey address field]

@

[Grey email field]

If you have any questions, please contact the Company's share registry using the details at the top of this form.

This Document is printed on Greenhouse Friendly™ ENVI Laser Carbon Neutral Paper

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How to complete this form

Electronic Communications

Help us help the environment. We now offer shareholders electronic access to the Company's reports and statements via their email address. This facility promotes quick and efficient access to company reports and communications.

Important Considerations

- Accessing communications by email requires that you have access to the internet, which may result in charges to you from your internet service provider and/or telephone company.
- You will need to maintain your email address for this service to operate.
- You may cancel your email election at any time or specifically request a copy by mail of any material that is provided by email.

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Please return the completed form to:

Computershare Investor Services Pty Limited
GPO Box 2975
Melbourne VIC 3001
Australia

