



Notice of Annual General Meeting and explanatory memorandum

Wellnex Life Limited

ACN 150 759 363

Date:	Thursday, 27 November 2025 (Melbourne time) / Wednesday, 26 November 2025 (UK time)
Time:	9:00 am (Melbourne time) / 10:00 pm (UK time)
Place:	Suite 68, Level 3, Building 2, 574 Plummer Street, Port Melbourne VIC 3207

Important Information

QUESTIONS FROM SHAREHOLDERS

In order to provide an equal opportunity for all Shareholders to ask questions of the Board, we ask you to submit in writing any questions to the Company or to the Company's auditor, William Buck, in relation to the conduct of the external audit for the year ended 30 June 2025, or the content of its audit report. Please send your questions via email to:

Kobe Li
Company Secretary
Wellnex Life Limited
kobe.l@wellnexlife.com.au

Written questions must be received by no later than **5.00pm (Melbourne time) on Thursday, 20 November 2025**.

Your questions should relate to matters that are relevant to the business of the Annual General Meeting, as outlined in this Notice of Meeting and Explanatory Memorandum.

In accordance with the *Corporations Act 2001* (Cth) and the Company's policy, a reasonable opportunity will also be provided to Shareholders attending the Annual General Meeting to ask questions about, or make comments upon, matters in relation to the Company including the Company's Remuneration Report for the year ended 30 June 2025.

During the course of the Annual General Meeting, the Chairman will seek to address as many Shareholder questions as reasonably practicable, and where appropriate, will give a representative of the auditor the opportunity to answer written questions addressed to it. However, there may not be sufficient time to answer all questions at the Annual General Meeting. Please note that individual responses may not be sent to Shareholders.

VOTING INFORMATION

Voting by proxy

- (a) A Shareholder entitled to attend and vote at the Annual General Meeting may appoint one proxy or, if the Shareholder is entitled to cast 2 or more votes at the Meeting, 2 proxies, to attend and vote instead of the Shareholder.
- (b) Where 2 proxies are appointed to attend and vote at the Meeting, each proxy may be appointed to represent a specified proportion or number of the Shareholder's voting rights at the Meeting.
- (c) A proxy need not be a Shareholder of the Company.
- (d) A proxy may be an individual or a body corporate. If a body corporate is appointed, the proxy form must indicate the full name of the body corporate and the full name or title of the individual representative of the body corporate for the Meeting.
- (e) A proxy form accompanies this Notice. If a Shareholder wishes to appoint more than 1 proxy, they may make a copy of the proxy form attached to this Notice. For the proxy form to be valid it must be received together with the power of attorney or other authority (if any) under which the form is signed, or a (notarially) certified copy of that power or authority by **9.00am (Melbourne time) on Tuesday 25 November 2024**:

1. **Online:** All Shareholders can appoint a proxy to vote on their behalf online at www.investorvote.com.au by following the instructions set out on the website.

Shareholders who elected to receive their Notice of Meeting electronically will have received an email with a link to the InvestorVote site.

For all other Shareholders, you will receive a letter by mail with instructions on how to vote online.

2. **By mail:** If Shareholders are unable to complete an online proxy appointment, a proxy form can be requested by contacting Computershare on 1300 850 505 (within Australia) or +61 3 9415 4000 (overseas). Completed proxy forms (together with any authority under which the proxy form was signed or a certified copy of the authority) must be returned to Computershare

By post to: GPO Box 242, Melbourne, Victoria 3001; or

By facsimile: Australia – 1800 783 447, overseas - +61 3 9473 2555.

3. **Custodian voting:** For Intermediary Online subscribers only (custodians) please visit www.intermediaryonline.com to submit your voting intentions.

Voting and other entitlements at the Meeting

A determination has been made by the Board under regulation 7.11.37 of the *Corporations Regulations 2001* that shares in the Company which are on issue at **7.00pm (Melbourne time)** on **Tuesday 25 November 2025** will be taken to be held by the persons who held them at that time for the purposes of the Annual General Meeting (including determining voting entitlements at the meeting).

Proxy voting by the Chairman

The *Corporations Amendment (Improving Accountability on Director and Executive Remuneration) Act 2011* (Cth), imposes prohibitions on Key Management Personnel and their Closely Related Parties from voting their shares (or voting undirected proxies) on, amongst other things, remuneration matters.

However, the chair of a meeting may vote an undirected proxy (i.e. a proxy that does not specify how it is to be voted), provided the Shareholder who has lodged the proxy has given an express voting direction to the chair to exercise the undirected proxy, even if the resolution is connected with the remuneration of a member of Key Management Personnel.

If you complete a Proxy Form that authorises the Chairman of the Meeting to vote on your behalf as proxy, and you do not mark any of the boxes so as to give him directions about how your vote should be cast, then you will be taken to have expressly authorised the Chairman to exercise your proxy on **Resolution 1**. In accordance with this express authority provided by you, the Chairman will vote in favour of **Resolution 1**. If you wish to appoint the Chairman of the Meeting as your proxy, and you wish to direct him how to vote, please tick the appropriate boxes on the Proxy Form.

The Chairman of the Meeting intends to vote all available undirected proxies in favour of each item of business.

If you appoint as your proxy any Director of the Company, except the Chairman, or any other Key Management Personnel or any of their Closely Related Parties and you do not direct your proxy how to vote on **Resolution 1**.

NOTICE OF 2025 ANNUAL GENERAL MEETING

Notice is given that the 2025 Annual General Meeting of Wellnex Life Limited ACN 150 759 363 (the **Company**) will be held at Suite 68, Level 3, Building 2, 574 Plummer Street, Port Melbourne VIC 3207 on Thursday 27 November 2025 at 9.00am (Melbourne time).

BUSINESS OF THE MEETING

Shareholders are invited to consider the following items of business at the Annual General Meeting.

Financial and related reports

Item 1	Financial and related reports
Description	To receive and consider the Financial Report of the Company and its controlled entities and the related Directors' and Auditor's Reports in respect of the financial year ended 30 June 2025.

Adoption of Remuneration Report (non-binding resolution)

Resolution 1	Adoption of Remuneration Report (non-binding resolution)
Description	Shareholders are asked to adopt the Company's Remuneration Report. The Remuneration Report is set out in the 2025 Annual Report and is available from the Company's website (https://wellnexlife.investorportal.com.au/). In accordance with section 250R of the Corporations Act, the vote on this resolution will be advisory only and will not bind the Directors or the Company.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution: <i>"THAT the Remuneration Report of the Company and its controlled entities for the year ended 30 June 2025 be adopted."</i>
Voting Exclusion	The Company will disregard any votes cast on this Resolution 1: (a) by or on behalf of a member of Key Management Personnel (KMP) named in the Remuneration Report for the year ended 30 June 2025, or that KMP's Closely Related Party, regardless of the capacity in which the vote is cast; and (b) as a proxy by a member of the KMP at the date of the meeting, or that KMP's Closely Related Party. However, the Company will not disregard a vote if it is cast as a proxy for a person who is entitled to vote on this Resolution 1: (a) in accordance with the directions of how to vote on the Proxy Form; or (b) by the Chair of the Meeting pursuant to an express authorisation on the Proxy Form.

Election and Re-election of Directors

Resolution 2A	Election of Mr Ash Vesali as Director
Description	The Company seeks Shareholder approval to elect Mr Ash Vesali as Director of the Company, who was appointed to fill a casual vacancy as a Director on 18 September 2025.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution : <i>“THAT pursuant to the Company’s Constitution and for all other purposes, Ash Vesali having been duly appointed to the Board on 18 September 2025 to fill a casual vacancy retires as a Director of the Company and being eligible, offers himself for election, be elected as Director of the Company.”</i>

Resolution 2B	Election of Mr Ruari McGirr as Director
Description	The Company seeks Shareholder approval to elect Mr Ruari McGirr as Director of the Company, who was appointed to fill a casual vacancy as a Director on 17 March 2025.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution : <i>“THAT pursuant to the Company’s Constitution and for all other purposes, Ruari McGirr having been duly appointed to the Board on 17 March 2025 to fill a casual vacancy retires as a Director of the Company and being eligible, offers himself for election, be elected as Director of the Company.”</i>

Ratification of Prior Issues of Securities

Resolution 3	Ratification of Prior Issue of Shares (Placement)
Description	The Company seeks Shareholder approval under ASX Listing Rule 7.4 for the prior issue of Shares to Coriolis Capital Management Pty Ltd and Acorn Managed Investments Pty Ltd.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution : <i>“THAT for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 1,111,111 fully paid ordinary shares as set out in the Explanatory Memorandum accompanying this Notice.”</i>

Voting Exclusion	The Company will disregard any votes cast in favour of this resolution by or on behalf of: (a) Coriolis Capital Management Pty Ltd and Acorn Managed Investments Pty Ltd; and (b) any associates of the persons named in sub-paragraph (a). However, this does not apply to a vote cast in favour of the resolution by: (a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and (i) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.
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Resolution 4	Ratification of Prior Issue of Shares (Capital Raising Services)
Description	The Company seeks Shareholder approval under ASX Listing Rule 7.4 for the prior issue of Shares to Classique Capital Aus Pty Ltd.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution: <i>“THAT for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 100,000 fully paid ordinary shares as set out in the Explanatory Memorandum accompanying this Notice.”</i>
Voting Exclusion	The Company will disregard any votes cast in favour of this resolution by or on behalf of: (a) Classique Capital Aus Pty Ltd; and (b) any associates of the persons named in sub-paragraph (a). However, this does not apply to a vote cast in favour of a resolution by: (a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and (i) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Resolution 5	Ratification of Prior Issue of Shares (Convertible Note Refinance)
Description	The Company seeks Shareholder approval under ASX Listing Rule 7.4 for the prior issue of Shares to Reach Investment Group / Nominees.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution: <i>“THAT for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 500,000 fully paid ordinary shares as set out in the Explanatory Memorandum accompanying this Notice.”</i>
Voting Exclusion	The Company will disregard any votes cast in favour of this resolution by or on behalf of: (a) Reach Investment Group / Nominees; and (b) any associates of the persons named in sub-paragraph (a). However, this does not apply to a vote cast in favour of a resolution by: (a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and (ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Resolution 6	Ratification of Prior Issue of Shares (Consideration for Extension of Pain Away Deferred Consideration Payment Tranche 1)
Description	The Company seeks Shareholder approval under ASX Listing Rule 7.4 for the prior issue of Shares to 365 Health Australia Pty Ltd.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution: <i>“THAT for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 480,770 fully paid ordinary shares as set out in the Explanatory Memorandum accompanying this Notice.”</i>
Voting Exclusion	The Company will disregard any votes cast in favour of this resolution by or on behalf of: (a) 365 Health Australia Pty Ltd; and (b) any associates of the persons named in sub-paragraph (a). However, this does not apply to a vote cast in favour of a resolution by: (a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: (ii) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and (iii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Resolution 7	Ratification of Prior Issue of Shares (Convertible Note Conversion)
Description	The Company seeks Shareholder approval under ASX Listing Rule 7.4 for the prior issue of Shares to Reach Investment Group / Nominees.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution: <i>“THAT for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 840,546 fully paid ordinary shares as set out in the Explanatory Memorandum accompanying this Notice.”</i>
Voting Exclusion	The Company will disregard any votes cast in favour of this resolution by or on behalf of: (a) Reach Investment Group / Nominees; and (b) any associates of the persons named in sub-paragraph (a). However, this does not apply to a vote cast in favour of a resolution by: (a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and (ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Resolution 8	Ratification of Prior Issue of Shares (Consideration for Extension of Pain Away Deferred Consideration Payment Tranche 2)
Description	The Company seeks Shareholder approval under ASX Listing Rule 7.4 for the prior issue of Shares to 365 Health Australia Pty Ltd.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution: <i>“THAT for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 403,226 fully paid ordinary shares as set out in the Explanatory Memorandum accompanying this Notice.”</i>
Voting Exclusion	The Company will disregard any votes cast in favour of this resolution by or on behalf of: (a) 365 Health Australia Pty Ltd; and (b) any associates of the persons named in sub-paragraph (a). However, this does not apply to a vote cast in favour of a resolution by: (a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and (ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Resolution 9	Ratification of Prior Issue of Shares (Undertaking Fees)
Description	The Company seeks Shareholder approval under ASX Listing Rule 7.4 for the prior issue of Shares to Barclay Pearce Capital Management Pty Limited.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution: <i>“THAT for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 646,153 fully paid ordinary shares as set out in the Explanatory Memorandum accompanying this Notice.”</i>
Voting Exclusion	The Company will disregard any votes cast in favour of this resolution by or on behalf of: (a) Barclay Pearce Capital Management Pty Limited; and (b) any associates of the persons named in sub-paragraph (a). However, this does not apply to a vote cast in favour of a resolution by: (a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and (ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Resolution 10	Ratification of Prior Issue of Shares (Corporate Services & CN Conversion)
Description	The Company seeks Shareholder approval under ASX Listing Rule 7.4 for the prior issue of Shares to Reach Investment Group / Nominees.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution: <i>“THAT for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 2,183,948 fully paid ordinary shares as set out in the Explanatory Memorandum accompanying this Notice.”</i>
Voting Exclusion	The Company will disregard any votes cast in favour of this resolution by or on behalf of: (a) Reach Investment Group / Nominees; and (b) any associates of the persons named in sub-paragraph (a). However, this does not apply to a vote cast in favour of a resolution by: (a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and (ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Resolution 11	Ratification of Prior Issue of Pre-IPO Options
Description	The Company seeks Shareholder approval under ASX Listing Rule 7.4 for the prior issue of Options to clients of S.P. Angel Corporate Finance LLP.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution : <i>“THAT for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the prior issue of 847,826 options as set out in the Explanatory Memorandum accompanying this Notice.”</i>
Voting Exclusion	The Company will disregard any votes cast in favour of this resolution by or on behalf of: (a) clients of S.P. Angel Corporate Finance LLP who received options; and (b) any associates of the persons named in sub-paragraph (a). However, this does not apply to a vote cast in favour of a resolution by: (a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and (ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Approval of Issue of Options

Resolution 12	Approval of Issue of Options
Description	The Company seeks approval of shareholders to be able to issue up to a total of 1,732,283 options exercisable at \$0.65 each and expiring 3 years from the date of issue to Strand Hanson Limited (Strand Hanson) and Orana Corporate LLP (Orana). This issue was contemplated in the Company's LSE AIM admission document released to the ASX on 21 March 2025.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution : <i>“THAT for the purposes of ASX Listing Rule 7.1 and for all other purposes, Shareholders approve and authorise the issue of up to 1,732,283 Options to Strand Hanson and Orana, on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice.”</i>
Voting Exclusion	The Company will disregard any votes cast in favour of this resolution by or on behalf of: (a) Strand Hanson and Orana and any other person who will obtain a material benefit

	as a result of the issue of securities (except a benefit solely by reason of being a holder of ordinary securities in the entity); and (b) any associates of the persons named in sub-paragraph (a). However, this does not apply to a vote cast in favour of a resolution by: (a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: (ii) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and (ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.
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Approval of Issue of Shares to Repay a Loan from Former Director

Resolution 13	Approval of Issue of Shares to Repay a Loan from Former Director
Description	The Company seeks approval of shareholders to be able to issue up to 4,000,000 Shares at \$0.22 per share as loan repayment to Geroge Karafotias, a former director of the Company or his nominees in lieu of repayment of a director loan.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an ordinary resolution: <i>“THAT for the purposes of ASX Listing Rules 7.1 and 10.11 and for all other purposes, Shareholders approve and authorise the issue of up to 4,000,000 Shares to Geroge Karafotias or his nominees, on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice.”</i>
Voting Exclusion	The Company will disregard any votes cast in favour of this resolution by or on behalf of: (a) George Karafotias and any other person who will obtain a material benefit as a result of the issue of securities (except a benefit solely by reason of being a holder of ordinary securities in the entity); and (b) any associates of the persons named in sub-paragraph (a). However, this does not apply to a vote cast in favour of a resolution by: (a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or (b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or

	(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and (ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.
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Approval of 10% Placement Capacity

Resolution 14	Approval of 10% Placement Capacity
Description	The Company seeks approval of Shareholders to be able to issue Equity Securities of up to an additional 10% of its issued capital by way of placements over a 12 month period, in addition to its 15% Placement Capacity under Listing Rule 7.1.
Resolution (Special)	To consider and, if thought fit, pass the following resolution as a special resolution: <i>“THAT for the purposes of Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue up to an additional 10% of its issued Equity Securities by way of placements over a 12-month period, on such terms and conditions more particularly described in the Explanatory Memorandum accompanying this Notice.”</i>
Voting Exclusion	Not applicable. As at the date of this Notice, the Company has no plans to issue Equity Securities under Listing Rule 7.1A.

Dated: 28 October 2025

By order of the Board of Wellnex Life Limited

Kobe Li
Company Secretary

EXPLANATORY MEMORANDUM TO NOTICE OF 2025 ANNUAL GENERAL MEETING

Financial and related reports

Item 1	Financial and related reports
Explanation	Section 317 of the Corporations Act requires the Company's financial report, Directors' report and auditor's report for the financial year ended 30 June 2025 to be laid before the Company's 2025 Annual General Meeting. There is no requirement for a formal resolution on this item. The financial report contains the financial statements of the consolidated entity consisting of Wellnex Life Limited and its controlled entities. As permitted by the Corporations Act, a printed copy of the Company's 2025 Annual Report has been sent only to those Shareholders who have elected to receive a printed copy. A copy of the 2025 Annual Report is available from the Company's website (https://wellnexlife.investorportal.com.au/). The Chairman of the Meeting will allow a reasonable opportunity at the Meeting for Shareholders to ask questions. Shareholders will also be given a reasonable opportunity at the Meeting to ask the Company's auditor questions about its audit report, the conduct of its audit of the Company's financial report for the year ended 30 June 2025, the preparation and content of its audit report, the accounting policies adopted by the Company in its preparation of the financial statements and the independence of William Buck in relation to the conduct of the audit.

Adoption of Remuneration Report (non-binding resolution)

Resolution 1	Adoption of Remuneration Report (non-binding resolution)
Explanation	Shareholders are asked to adopt the Company's Remuneration Report. The Remuneration Report is set out in the Company's 2025 Annual Report and is available from the Company's website (https://wellnexlife.investorportal.com.au/). The Remuneration Report: ▪ describes the policies behind, and the structure of, the remuneration arrangements of the Company and the link between the remuneration of executives and the Company's performance; ▪ sets out the remuneration arrangements in place for each Director and for certain members of the senior management team; and ▪ explains the differences between the basis for remunerating Non-Executive Directors and senior executives, including the CEO/ Managing Director. The vote on this item is advisory only and does not bind the Directors. However, the Board will take into account any discussion on this item and the outcome of the vote when considering the future remuneration policies and practices of the Company.
Voting Exclusion	A voting exclusion statement applies to this resolution, as set out in the Notice.
Board Recommendation	The Directors unanimously recommend that Shareholders vote in favour of adopting the Remuneration Report.
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of this resolution.

Election and Re-election of Directors

Resolutions 2A-2B	Election of Directors
Explanation	Under clauses 13.1(c) and 13.1(d) of the Constitution, the Directors may at any time appoint any person to hold office as Director, whether to fill a casual vacancy or otherwise, until the next annual general meeting. The director is eligible for election at the next annual general meeting. The Company seeks Shareholder approval to elect Mr Ash Vesali and Mr Ruari McGirr as directors at this Meeting. Mr Ash Vesali was appointed as director on 18 September 2025. Mr Ruari McGirr was appointed as director on 17 March 2025.
About Mr Ash Vesali	Mr Vesali brings over 20 years of global experience across high volume manufacturing and top-tier consulting, supporting ASX executives and boards on strategy, governance, performance improvement and business resiliency. He has delivered operational excellence through governance reform and cost restructuring and led turnarounds with disciplined capital allocation. Additionally, he has driven growth through IP monetisation, international expansion, and global strategic partnerships. Special responsibilities: None. Ash currently holds nil Shares.
About Mr Ruari McGirr	Ruari is a qualified chartered accountant and a former approved Qualified Executive under the AIM Rules for Nominated Advisers. He has been an adviser to both quoted companies on the London Financial markets and private companies for over 30 years, working at a number of financial advisory firms, including Arden Partners Plc and WH Ireland Limited's Capital Markets Division (both of which are now part of Zeus Capital). Ruari has also worked in industry in innovative businesses across the UK, Switzerland, and Singapore. Special responsibilities: Members of Audit and Risk Committee and Nomination and Remuneration Committee. Ruari currently holds nil Shares.
Board Recommendation	The Board, with Ash Vesali and Ruari McGirr abstaining on making a recommendation on Resolutions 2A and 2B respectively, recommends that Shareholders vote in favour of Resolutions 2A and 2B.
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of Resolutions 2A and 2B.

Ratification of Prior Issues of Securities (Resolutions 3 – 11)

Resolution 3	Ratification of Prior Issue of Shares (Placement)
Explanation of Listing Rule 7.4 (Listing Rule 14.1A information – for Resolutions 3 –	The Company seeks Shareholder ratification pursuant to Listing Rule 7.4 for a previous issue of securities made by the Company during the last 12 months under Listing Rule 7.1, which provides that a company must not, subject to specified exceptions under Listing Rule 7.2, issue or agree to issue Equity Securities during any 12 month period in excess of 15% of the number of ordinary shares on issue at the commencement of that 12 month period without Shareholder approval (15% Placement Capacity).

11)	Listing Rule 7.4 sets out an exception to the limitations on the Company's capacity to issue Equity Securities pursuant to its 15% Placement Capacity, by permitting the ratification of previous issues of Equity Securities which were not made under a prescribed exception under Listing Rule 7.2 or with Shareholder approval. If Shareholders of a company approve the ratification of such previous issues of Equity Securities at a general meeting, those Equity Securities will be deemed to have been issued with Shareholder approval for the purposes of Listing Rule 7.1. Resolutions 3-11 (inclusive) are not interdependent such that each will be considered separately and is not conditional on any other resolution.																
Specific information for Resolution 3	In accordance with Listing Rule 7.5, which contains requirements as to the contents of a notice sent to Shareholders for the purposes of Listing Rule 7.4, the following information is provided to Shareholders: <table border="0"> <tr> <td>Names of recipients</td><td>Coriolis Capital Management Pty Ltd and Acorn Managed Investments Pty Ltd</td></tr> <tr> <td>Number and class of securities issued / agreed to be issued</td><td>1,111,111 fully paid ordinary shares (Shares)</td></tr> <tr> <td>Date on which the securities were or will be issued</td><td>3 February 2025</td></tr> <tr> <td>Issue price</td><td>A\$0.675 per Share</td></tr> <tr> <td>Consideration received for the issue</td><td>Cash</td></tr> <tr> <td>The purpose of the issue and the intended use of funds</td><td>To fund working capital and payment of consideration for extension of Pain Away deferred consideration.</td></tr> <tr> <td>Other Key Material Terms of the Agreement for the Issuance</td><td>There are no other key material terms of agreement for the issuance.</td></tr> <tr> <td>Voting exclusion statement</td><td>A voting exclusion statement applies to this item of business, as set out in the Notice.</td></tr> </table>	Names of recipients	Coriolis Capital Management Pty Ltd and Acorn Managed Investments Pty Ltd	Number and class of securities issued / agreed to be issued	1,111,111 fully paid ordinary shares (Shares)	Date on which the securities were or will be issued	3 February 2025	Issue price	A\$0.675 per Share	Consideration received for the issue	Cash	The purpose of the issue and the intended use of funds	To fund working capital and payment of consideration for extension of Pain Away deferred consideration.	Other Key Material Terms of the Agreement for the Issuance	There are no other key material terms of agreement for the issuance.	Voting exclusion statement	A voting exclusion statement applies to this item of business, as set out in the Notice.
Names of recipients	Coriolis Capital Management Pty Ltd and Acorn Managed Investments Pty Ltd																
Number and class of securities issued / agreed to be issued	1,111,111 fully paid ordinary shares (Shares)																
Date on which the securities were or will be issued	3 February 2025																
Issue price	A\$0.675 per Share																
Consideration received for the issue	Cash																
The purpose of the issue and the intended use of funds	To fund working capital and payment of consideration for extension of Pain Away deferred consideration.																
Other Key Material Terms of the Agreement for the Issuance	There are no other key material terms of agreement for the issuance.																
Voting exclusion statement	A voting exclusion statement applies to this item of business, as set out in the Notice.																

What will happen if shareholders give, or do not give, approval? (For Resolutions 3 – 11 inclusive)	If shareholder approval is obtained If Shareholders ratify the previous issue of Equity Securities made by the Company by way of approving Resolutions 3 to 11 as listed below, those Equity Securities will be deemed to have been issued with Shareholder approval for the purposes of Listing Rule 7.1 and will no longer be deducted from the Company's 15% Placement Capacity. If shareholder approval is not obtained If Shareholders do not approve the ratification of such previous issues of Equity Securities as outlined for each of Resolutions 3 to 11, the Company will not be able to refresh its placement capacity under Listing Rule 7.1. As a result, the Company's ability to issue additional securities will be dependent on the Company's placement capacity at the time of issuance.
Board Recommendation	The Directors recommend that shareholders vote in favour of Resolution 3.
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of Resolution 3.

Resolution 4	Ratification of Prior Issue of Shares (Capital Raising Services)	
Explanation	See above.	
Specific information for Resolution 4	In accordance with Listing Rule 7.5, which contains requirements as to the contents of a notice sent to Shareholders for the purposes of Listing Rule 7.4, the following information is provided to Shareholders:	
	Names of recipients	Classique Capital Aus Pty Ltd
	Number and class of securities issued / agreed to be issued	100,000 fully paid ordinary shares
	Date on which the securities were or will be issued	3 February 2025
	Issue price	Deemed A\$0.675 per Share
	Consideration received for the issue	Non-cash.
	The purpose of the issue and the intended use of funds	The Shares were issued in connection with capital raising services provided to the Company.
	Other Key Material Terms of the Agreement for the Issuance	There are no other key material terms of agreement for the issuance.
Voting exclusion statement	A voting exclusion statement applies to this item of business, as set out in the Notice.	

Board Recommendation	The Directors recommend that shareholders vote in favour of Resolution 4.
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of Resolution 4.

Resolution 5	Ratification of Prior Issue of Shares (Convertible Note Refinance)
Explanation	See above.
Specific information for Resolution 5	In accordance with Listing Rule 7.5, which contains requirements as to the contents of a notice sent to Shareholders for the purposes of Listing Rule 7.4, the following information is provided to Shareholders: Names of recipients Reach Investment Group / Nominees Number and class of securities issued / agreed to be issued 500,000 fully paid ordinary shares Date on which the securities were or will be issued 7 February 2025 Issue price Deemed A\$0.80 per Share Consideration received for the issue Non-cash. The purpose of the issue and the intended use of funds For consideration of refinance of Convertible Note and postponement of interest payment. Other Key Material Terms of the Agreement for the Issuance There are no other key material terms of agreement for the issuance. Voting exclusion statement A voting exclusion statement applies to this item of business, as set out in the Notice.
Board Recommendation	The Directors recommend that shareholders vote in favour of Resolution 5.
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of Resolution 5.

Resolution 6	Ratification of Prior Issue of Shares (Consideration for Extension of Pain Away Deferred Consideration Payment Tranche 1)
Explanation	See above.
Specific information for Resolution 6	In accordance with Listing Rule 7.5, which contains requirements as to the contents of a notice sent to Shareholders for the purposes of Listing Rule 7.4, the following information is provided to Shareholders:

	Names of recipients 365 Health Australia Pty Ltd Number and class of securities issued / agreed to be issued 480,770 fully paid ordinary shares Date on which the securities were or will be issued 7 March 2025 Issue price Deemed A\$0.65 per Share Consideration received for the issue Non-cash The purpose of the issue and the intended use of funds For extension of payment of PA Deferred Consideration 1st tranche per agreement. Other Key Material Terms of the Agreement for the Issuance There are no other key material terms of agreement for the issuance. Voting exclusion statement A voting exclusion statement applies to this item of business, as set out in the Notice.
Board Recommendation	The Directors recommend that shareholders vote in favour of Resolution 6.
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of Resolution 6.

Resolution 7	Ratification of Prior Issue of Shares (Convertible Note Conversion)
Explanation	See above.
Specific information for Resolution 7	In accordance with Listing Rule 7.5, which contains requirements as to the contents of a notice sent to Shareholders for the purposes of Listing Rule 7.4, the following information is provided to Shareholders: Names of recipients Reach Investment Group / Nominees Number and class of securities issued / agreed to be issued 840,546 fully paid ordinary shares Date on which the securities were or will be issued 21 March 2025 Issue price Deemed A\$0.65 per Share

	Consideration received for the issue Non-cash The purpose of the issue and the intended use of funds Shares were issued in lieu of convertible note redemption of interest, as disclosed in LSE Admission Document. Other Key Material Terms of the Agreement for the Issuance There are no other key material terms of agreement for the issuance. Voting exclusion statement A voting exclusion statement applies to this item of business, as set out in the Notice.
Board Recommendation	The Directors recommend that shareholders vote in favour of Resolution 7.
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of Resolution 7.

Resolution 8	Ratification of Prior Issue of Shares (Consideration for Extension of Pain Away Deferred Consideration Payment Tranche 2)
Explanation	See above.
Specific information for Resolution 8	In accordance with Listing Rule 7.5, which contains requirements as to the contents of a notice sent to Shareholders for the purposes of Listing Rule 7.4, the following information is provided to Shareholders: Names of recipients 365 Health Australia Pty Ltd Number and class of securities issued / agreed to be issued 403,226 fully paid ordinary shares Date on which the securities were or will be issued 21 March 2025 Issue price Deemed A\$0.62 per Share Consideration received for the issue Non-cash The purpose of the issue and the intended use of funds For extension of payment of Pain Away Deferred Consideration 2nd tranche per agreement. Other Key Material Terms of the Agreement for the Issuance There are no other key material terms of agreement for the issuance. Voting exclusion A voting exclusion statement applies to this item of

	statement business, as set out in the Notice.
Board Recommendation	The Directors recommend that shareholders vote in favour of Resolution 8.
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of Resolution 8.

Resolution 9	Ratification of Prior Issue of Shares (Undertaking Fees)	
Explanation	See above.	
Specific information for Resolution 9	In accordance with Listing Rule 7.5, which contains requirements as to the contents of a notice sent to Shareholders for the purposes of Listing Rule 7.4, the following information is provided to Shareholders: Names of recipients Barclay Pearce Capital Management Pty Limited Number and class of securities issued / agreed to be issued 646,153 fully paid ordinary shares Date on which the securities were or will be issued 15 May 2025 Issue price Deemed A\$0.65 per Share Consideration received for the issue Non-cash The purpose of the issue and the intended use of funds In lieu of undertaking fees as described in section 14.24 of the LSE Admission Document. Other Key Material Terms of the Agreement for the Issuance There are no other key material terms of agreement for the issuance. Voting exclusion statement A voting exclusion statement applies to this item of business, as set out in the Notice.	
Board Recommendation	The Directors recommend that shareholders vote in favour of Resolution 9.	
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of Resolution 9.	

Resolution 10	Ratification of Prior Issue of Shares (Corporate Services & Convertible Note Conversion)	
Explanation	See above.	

Specific information for Resolution 10	In accordance with Listing Rule 7.5, which contains requirements as to the contents of a notice sent to Shareholders for the purposes of Listing Rule 7.4, the following information is provided to Shareholders: Names of recipients Reach Investment Group / Nominees Number and class of securities issued / agreed to be issued 2,183,948 fully paid ordinary shares Date on which the securities were or will be issued 2 October 2025 Issue price Deemed A\$0.22 per Share Consideration received for the issue Non-cash. The purpose of the issue and the intended use of funds In lieu of cash for various agreements and corporate services mandates. Other Key Material Terms of the Agreement for the Issuance There are no other key material terms of agreement for the issuance. Voting exclusion statement A voting exclusion statement applies to this item of business, as set out in the Notice.
Board Recommendation	The Directors recommend that shareholders vote in favour of Resolution 10.
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of Resolution 10.

Resolution 11	Ratification of Prior Issue of Pre-IPO Options
Explanation	See above.
Specific information for Resolution 11	In accordance with Listing Rule 7.5, which contains requirements as to the contents of a notice sent to Shareholders for the purposes of Listing Rule 7.4, the following information is provided to Shareholders: Names of recipients Clients of S.P. Angel Corporate Finance LLP Number and class of securities issued / agreed to be issued 847,826 unquoted options exercisable at A\$1.40 each expiring 30 March 2026. Terms of the options are disclosed in Annexure A of this Notice. Date on which the securities were or will be issued 2 October 2025

	Issue price N/A Consideration received for the issue Pre-IPO options as disclosed in the LSE Admission Document. The purpose of the issue and the intended use of funds No funds are raised. Funds received from exercise of the options will be used for working capital needs of the Company. Other Key Material Terms of the Agreement for the Issuance There are no other key material terms of agreement for the issuance. Voting exclusion statement A voting exclusion statement applies to this item of business, as set out in the Notice.
Board Recommendation	The Directors recommend that shareholders vote in favour of Resolution 11.
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of Resolution 11.

Approval of Issue of Options

Resolution 12	Approval of Issue of Options
Explanation	ASX Listing Rule 7.1 provides that a company must not, subject to specified exceptions under ASX Listing Rule 7.2, issue or agree to issue Equity Securities during any 12 month period in excess of 15% of the number of ordinary shares on issue at the commencement of that 12 month period, without shareholder approval. Resolution 12 seeks shareholder approval under ASX Listing Rules 7.1 for the issue of up to 1,732,283 Options to Strand Hanson and Orana. This issue was contemplated as part of the Company's UK IPO on LSE AIM and was disclosed in the admission document released to the ASX dated 21 March 2025.
Specific information for Resolution 12	In accordance with Listing Rule 7.3, which contains requirements as to the contents of a notice sent to Shareholders for the purposes of Listing Rule 7.1, the following information is provided to Shareholders: Names of recipients Strand Hanson Limited and Orana Corporate LLP Number and class of securities issued / agreed to be issued 1,023,622 (Strand Hanson) and 708,661 (Orana) unquoted options exercisable at A\$0.65 each expiring three (3) years from date of issue. Terms of securities Terms of the options are disclosed in Annexure A of this Notice. Date by which securities will be issued Subject to shareholder approval being obtained, the Company will issue the Options as soon as practicable, but in any event within 3 months after the date of the Meeting.

	Price or other consideration received for the issue	The Options will be issued for no cash consideration.
	Purpose of issue and use of funds raised	No funds will be raised. Funds raised from exercise of the Options will be used for working capital of the Company.
	Other Key Material Terms of the Agreement for the Issuance	There are no other key material terms of agreement for the issuance.
	Voting Exclusion	A voting exclusion statement applies to this Resolution 12, as set out in the Notice.
What will happen if shareholders give, or do not give, approval?	If shareholder approval is obtained	
	If Resolution 12 is approved by shareholders, the issue of Options will be <u>excluded</u> from the Company's calculations of its 15% Placement Capacity under ASX Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without shareholder approval over the 12 month period following the issue date.	
	If shareholder approval is not obtained	
	If Resolution 12 is not approved by shareholders, the Company intends to issue the Options using its available 15% Placement Capacity following the Meeting. As such, the issue of the Options will be <u>included</u> in calculating the Company's 15% Placement Capacity, effectively decreasing the number of Equity Securities that it can issue without shareholder approval over the 12 month period following the issue date.	
Board Recommendation	The Directors recommend that shareholders vote in favour of Resolution 12.	
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of Resolution 12.	

Approval of Issue of Shares to Repay a Loan from Former Director

Resolution 13	Approval of Issue of Shares to Repay a Loan from Former Director
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Explanation	Listing Rule 10.11 Listing Rule 10.11 states that, unless an exception in Listing Rule 10.12 applies, an entity must not issue or agree to issue Equity Securities to any of the following persons without the approval of holders of its ordinary securities: 10.11.1 A related party 10.11.2 A person who is, or was at any time in the 6 months before the issue or agreement, a substantial (30+%) holder in the entity. 10.11.3 A person who is, or was at any time in the 6 months before the issue or agreement, a substantial (10%+) holder in the entity and who has a director to the board of the entity 10.11.4 An associate of a person referred to in rules 10.11.1 to 10.11.3 10.11.5 A person whose relationship with the entity or a person referred to in rules 10.11.1 to 10.11.4 is such that, in ASX's opinion, the issue or agreement should be approved by security holders For the purposes of Listing Rule 10.11.1, a "related party" of an entity includes, among other things: (a) directors of the entity, and their spouses, parents, and children; (b) an entity controlled by anyone referred to in paragraph (a) above; (c) anyone who has fallen within paragraphs (a) – (b) above within the past 6 months; and (d) anyone who believes or has reasonable grounds to believe that they are likely to fall within (a) – (b) above at any time in the future. Listing Rule 7.1 ASX Listing Rule 7.1 provides that a company must not, subject to specified exceptions under ASX Listing Rule 7.2, issue or agree to issue Equity Securities during any 12 month period in excess of 15% of the number of ordinary shares on issue at the commencement of that 12 month period, without shareholder approval. Resolution 13 seeks shareholder approval under ASX Listing Rules 7.1 and 10.11 for the issue of up to 4,000,000 Shares to George Karafotias (a former director of the Company) or his nominees in lieu of repayment of a loan he advanced to the Company.										
Specific information for Resolution 13	In accordance with ASX Listing Rule 10.13, which contains requirements as to the contents of a notice sent to shareholders for the purposes of ASX Listing Rule 10.11, the following information is provided to shareholders: <table border="0"> <tr> <td style="vertical-align: top;">Names of recipients</td><td>George Karafotias (a former director of the Company) or his nominees</td></tr> <tr> <td style="vertical-align: top;">Category in rules 10.11.1-10.11.5</td><td>George Karafotias is a related party under ASX Listing Rule 10.11.1</td></tr> <tr> <td style="vertical-align: top;">Number and class of securities issued / agreed to be issued</td><td>Up to 4,000,000 Shares.</td></tr> <tr> <td style="vertical-align: top;">Terms of securities</td><td>The Shares will be fully paid ordinary shares, ranking pari passu with other existing fully paid ordinary shares in the Company.</td></tr> <tr> <td style="vertical-align: top;">Date by which securities will be issued</td><td>Subject to shareholder approval being obtained, the Company will issue the Shares as soon as practicable, but in any event within 1 month after the date of the Meeting.</td></tr> </table>	Names of recipients	George Karafotias (a former director of the Company) or his nominees	Category in rules 10.11.1-10.11.5	George Karafotias is a related party under ASX Listing Rule 10.11.1	Number and class of securities issued / agreed to be issued	Up to 4,000,000 Shares.	Terms of securities	The Shares will be fully paid ordinary shares, ranking pari passu with other existing fully paid ordinary shares in the Company.	Date by which securities will be issued	Subject to shareholder approval being obtained, the Company will issue the Shares as soon as practicable, but in any event within 1 month after the date of the Meeting.
Names of recipients	George Karafotias (a former director of the Company) or his nominees										
Category in rules 10.11.1-10.11.5	George Karafotias is a related party under ASX Listing Rule 10.11.1										
Number and class of securities issued / agreed to be issued	Up to 4,000,000 Shares.										
Terms of securities	The Shares will be fully paid ordinary shares, ranking pari passu with other existing fully paid ordinary shares in the Company.										
Date by which securities will be issued	Subject to shareholder approval being obtained, the Company will issue the Shares as soon as practicable, but in any event within 1 month after the date of the Meeting.										

	Price or other consideration received for the issue No cash is being raised. The Shares are to be issued in lieu of full repayment and settlement to cover all expected costs of a loan advanced by George to the Company which totals approximately \$880,000. The deemed issue price is \$0.22 per Share. Purpose of issue and use of funds raised See above. Other Key Material Terms of the Agreement for the Issuance The Company intends to finalise an agreement of settlement with George Karfotias in relation to the repayment of the outstanding loan and expects the agreement to contain customary terms for mutual release of obligations under the loan agreement. Voting Exclusion A voting exclusion statement applies to this Resolution 13, as set out in the Notice.
What will happen if shareholders give, or do not give, approval?	If shareholder approval is obtained If Resolution 13 is approved by shareholders, any Shares issued under this resolution will be <u>excluded</u> from the Company's calculations of its 15% Placement Capacity under ASX Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without shareholder approval over the 12 month period following the relevant issue date. If shareholder approval is not obtained If Resolution 13 is not approved by shareholders, the Company will not issue the shares to George Karafotias or his nominees. The Company will seek alternative options to repay the loan.
Board Recommendation	The Directors recommend that shareholders vote in favour of Resolution 13.
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of Resolution 13.

Approval of 10% Placement Capacity

Resolution 14	Approval of 10% Placement Capacity
General	Under Listing Rule 7.1, every listed entity has the ability to issue 15% of its issued capital without shareholder approval in a 12 month period (15% Placement Capacity). Listing Rule 7.1A permits eligible small and mid-cap ASX-listed entities, subject to shareholder approval, to issue Equity Securities of up to an additional 10% of its issued capital by way of placements over a 12 month period, in addition to its ability to issue securities under Listing Rule 7.1 (10% Placement Capacity). The Company seeks shareholder approval under Listing Rule 7.1A for the 10% Placement Capacity. The effect of this resolution will be to allow the Company, subject to the conditions set out below, to issue Equity Securities under the 10% Placement Capacity without using its 15% placement capacity under Listing Rule 7.1. Resolution 14 is a special resolution. Accordingly, at least 75% of votes cast by shareholders present and eligible to vote (in person or by proxy) at the meeting must

	be in favour of this resolution for it to be passed.
Eligibility	ASX-listed entities which have a market capitalisation of \$300 million or less, and which are not included in the S&P/ASX 300 Index, are eligible to seek shareholder approval under Listing Rule 7.1A. As at the date of this Notice, the Company, which has a market capitalisation of less than \$300 million, is not included in the S&P/ASX 300 Index. Accordingly, the Company is eligible to seek shareholder approval under Listing Rule 7.1A.
Formula	The exact number of additional Equity Securities that the Company may issue under the 10% Placement Capacity will be determined by a formula set out Listing Rule 7.1A.2 as follows: (A x D) - E Where: A is the number of shares on issue at the commencement of the relevant period: ▪ plus the number of fully paid shares issued in the relevant period under an exception in Listing Rule 7.2, other than exception 9, 16 or 17, ▪ plus the number of fully paid ordinary securities issued in the relevant period on the conversion of convertible securities within rule 7.2 exception 9 where: ○ the convertible securities were issued or agreed to be issued before the commencement of the relevant period; or ○ the issue of, or agreement to issue, the convertible securities was approved, or taken under these rules to have been approved, under rule 7.1 or 7.4, ▪ plus the number of fully paid ordinary securities issued in the relevant period under an agreement to issue securities within rule 7.2 exception 16 where: ○ the agreement was entered into before the commencement of the relevant period; or ○ the agreement or issue was approved, or taken under these rules to have been approved, under rule 7.1 or 7.4, ▪ plus the number of any other fully paid ordinary securities issued in the relevant period with approval under rule 7.1 or 7.4, ▪ plus the number of partly paid ordinary securities that became fully paid in the relevant period, ▪ less the number of equity securities cancelled in the relevant period. 'A' has the same meaning in Listing Rule 7.1 when calculating an entity's 15% Placement Capacity D is 10%. E is the number of Equity Securities issued or agreed to be issued under Listing Rule 7.1A.2 in the relevant period where the issue or agreement has not been subsequently approved by the holders of its ordinary securities under rule 7.4. 'Relevant period' means the 12 month period immediately preceding the date of the issue or agreement.

Conditions of issue under the 10% Placement Capacity	There are a number of conditions applicable to the issue of Equity Securities under Listing Rule 7.1A, including a limitation on the discount to prevailing market price at which they may be issued, and additional disclosure requirements. A summary of these conditions is as follows: (a) Equity Securities issued under the 10% Placement Capacity can only be in a class of securities already quoted. At the date of this Notice, the Company has one class of securities which is quoted, being fully paid ordinary shares. (b) The price of each Equity Security issued under the 10% Placement Capacity must be issued for a cash consideration per security which is not less than 75% of the volume weighted average price (VWAP) for Equity Securities in that class, calculated over the 15 trading days on which trades in that class were recorded immediately before either: i. the date on which the price at which the Equity Securities are to be issued is agreed by the entity and the recipient of the securities; or ii. if the Equity Securities are not issued within 10 trading days of the date in paragraph (i), the date on which the securities are issued.
Period of validity of shareholder approval	In the event that the Company obtains shareholder approval of Resolution 10, such approval will commence on the date of this Meeting, and will cease to be valid upon the earlier of: (a) 12 months after the date of this Annual General Meeting; (b) the time and date of the Company's next annual general meeting; or (c) if applicable, the time and date on which the Company's shareholders approve a change to the nature or scale of the Company's activities under Listing Rule 11.1.2, or the disposal of the Company's main undertaking under Listing Rule 11.2. (Placement Period)
Information to be provided to shareholders under Listing Rule 7.3A	
Minimum issue price	The issue price of each Equity Security issued under the 10% Placement Capacity must be no less than 75% of the VWAP for Equity Securities in that class, calculated over the 15 trading days on which trades in that class were recorded immediately before either: i. the date on which the price at which the Equity Securities are to be issued is agreed by the entity and the recipient of the securities; or ii. if the Equity Securities are not issued within 10 trading days of the date in paragraph (i), the date on which the securities are issued.
Risk of dilution to shareholders	If Resolution 10 is approved by shareholders, any issue of Equity Securities under the 10% Placement Capacity may present a risk of economic and voting dilution of existing shareholders, including the risk that: ▪ the market price of the Company's Equity Securities may be significantly lower on the relevant issue date than on the date of the Meeting; and

- the Equity Securities may be issued at a price that is at a discount to the market price for the Company's Equity Securities on the issue date.

The table below shows the potential dilution of existing shareholders under various scenarios on the basis of:

- an issue price of \$0.20 per Share which was the closing price of the Company's Shares on the ASX on 20 October 2025; and
- the variable 'A' being calculated as the number of fully paid ordinary shares on issue as at the date of this Notice, being 69,955,476.

The table also shows:

- two examples where variable 'A' has increased by 50% and 100%. The number of shares on issue in the Company may increase as a result of the issue of shares that do not require approval of shareholders (for example, pro-rata entitlement issues or scrip issues under takeover offers) or future placements of shares under Listing Rule 7.1 of up to 15% of issued capital that are approved at future general meetings of shareholders; and
- two examples of where the issue price of shares has decreased by 50% and increased by 100%.

VARIABLE 'A'		Dilution		
		50% decrease in issue price \$0.10	Issue price \$0.20	100% increase in issue price \$0.40
Current Variable 'A' 69,955,476	10% voting dilution	6,995,547 Shares	6,995,547 Shares	6,995,547 Shares
	Funds raised	\$699,554	\$1,399,109	\$2,798,218
50% increase in current Variable 'A' 104,933,214	10% voting dilution	10,493,321 Shares	10,493,321 Shares	10,493,321 Shares
	Funds raised	\$1,049,332	\$2,098,664	\$4,197,328
100% increase in current Variable 'A' 139,910,952	10% voting dilution	13,991,095 Shares	13,991,095 Shares	13,991,095 Shares
	Funds raised	\$1,399,109	\$2,798,219	\$5,596,438

The table has been prepared on the following assumptions:

- the Company issues the maximum number of shares available under the 10% Placement Capacity;
- no options to acquire shares on issue in the Company are exercised;
- the 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue;
- the table does not show an example of dilution that may be caused to a particular shareholder as a result of placements under the 10% Placement Capacity based on that shareholder's holding at the date of the Meeting.
- the table shows only the effect of issues of Equity Securities under the 10% Placement Capacity in accordance with Listing Rule 7.1A and not under the 15%

	placement capacity under Listing Rule 7.1. (vi) the issue of Equity Securities under the 10% Placement Capacity consists only of shares. (vii) the issue price is \$0.20, being the closing price of the Company's shares on the ASX on 20 October 2025.
Period of validity	The Company will only issue and allot the Equity Securities during the Placement Period. The approval under Resolution 10 for the issue of the Equity Securities will cease to be valid in the event that shareholders approve a transaction under Listing Rule 11.1.2 (a significant change to the nature or scale of activities) or Listing Rule 11.2 (disposal of main undertaking).
Purpose for which the funds may be used	The Company may seek to issue the Equity Securities for cash consideration, the proceeds of which will be applied to fund the Company's existing and future activities, appraisal of corporate opportunities, investment in new businesses (if any), the costs incurred in undertaking placement(s) of shares under Listing Rule 7.1.A and for general working capital. The Company will comply with the disclosure obligations under Listing Rules 7.1A.4 and 3.10.3 upon issue of any Equity Securities.
Allocation policy	The Company may not issue any or all the Equity Securities for which approval is given and may issue the Equity Securities progressively as the Company places the Equity Securities with investors. The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Capacity. The identity of the allottees of Equity Securities will be determined on a case-by-case basis having regard to factors such as: 1. fund raising options (and their viability) available to the Company at the relevant time; 2. the effect of the issue of the Equity Securities on the control of the Company; 3. the financial situation of the Company and the urgency of the requirement for funds; and 4. advice from the Company's corporate, financial, legal and broking advisers. The allottees under the 10% Placement Capacity have not been determined as at the date of this Notice. It is intended that the allottees will be suitable professional and sophisticated investors, and other investors not requiring a disclosure document under section 708 of the Corporations Act, that are known to the Company and/or introduced by third parties. The allottees may include existing substantial shareholders and/or new shareholders, but the allottees will not be related parties of the Company. In the event that the shares under the 10% Placement Capacity are issued as consideration for the acquisition of businesses, assets or investments, it is likely that the allottees will be the vendors of such businesses, assets or investments.
Securities issued in previous 12 months under Listing Rule 7.1A.2	The Company has not issued any securities under ASX Listing Rule 7.1A.2 in the 12 months preceding the date of the meeting.

What will happen if shareholders give, or do not give, approval?	If Resolution 13 is passed, the Company will be able to issue Equity securities up to the combined 25% limit in Listing Rules 7.1 and 7.1A without any further shareholder approval. If Resolution 13 is not passed, the Company will not be able to access the additional 10% Placement Capacity to issue Equity Securities without shareholder approval provided for in Listing Rule 7.1A, and will remain subject to the 15% limit on issuing Equity Securities without shareholder approval set out in Listing Rule 7.1.
Board Recommendation	The Directors unanimously recommend that shareholders vote in favour of this Resolution.
Chairman's available proxies	The Chairman of the Meeting intends to vote all available proxies in favour of this Resolution.

DEFINITIONS

15% Placement Capacity	Means the Company's capacity to issue shares under Listing Rule 7.1.
ASIC	Means the Australian Securities and Investments Commission.
ASX	Means the Australian Securities Exchange or ASX Limited (ABN 98 008 624 691), as the context requires.
Board	Means the board of directors of the Company.
Corporations Act	Means the <i>Corporations Act 2001</i> (Cth).
Closely Related Party (of a member of KMP of an entity)	Has the definition given to it by section 9 of the Corporations Act, and means: (a) a spouse or child of the member; or (b) a child of the member's spouse; or (c) a dependant of the member or of the member's spouse; or (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealings with the entity; or (e) a company the member controls; or (f) a person prescribed by the regulations for the purposes of this definition.
Company or Wellnex	Means Wellnex Life Limited ACN 150 759 363.
Constitution	Means the constitution of the Company.
Director	Means a director of the board of Wellnex.
Equity Security	Means: (a) a share; (b) a right to a share or option; (c) an option over an issued or unissued security; (d) a convertible security; (e) any security that ASX decides to classify as an equity security.
Key Management Personnel or KMP	Means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (whether executive or otherwise) of the Company.
Listing Rules	Means the ASX Listing Rules and any other rules of ASX Limited which apply to an entity while it is a listed entity, each as amended or replaced from time to time, except to the extent of any express written waiver by ASX Limited.
LSE Admission Document	LSE Admission Document released to the ASX On 21 March 2025.
Option	Means an option to acquire a fully paid ordinary share in the capital of the Company.
Share	Means a fully paid ordinary share in the capital of the Company.
Shareholder	Means a holder of a Share.

Annexure A – Terms of Options

A summary of the material terms of the Options is set out below.

1	Entitlement	Each New Option entitles the holder (Option Holder) to subscribe for and be issued one fully paid ordinary share (Share) in Wellnex Life Limited ACN 150 759 363 (Company) on the following terms
2	Expiry Date	Subject to clause 3 and any restrictions imposed by the Australian Securities Exchange (ASX), each Option is exercisable at any time after the date on which the Attaching Option is issued (Issue Date), until 5.00pm (Melbourne time) on the Expiry Date. Any New Options not exercised by the Expiry Date will automatically lapse on the Expiry Date.
3	Exercise Price	The exercise price for each New Option (which is payable in cash or readily available funds immediately on exercise) is the price of the relevant exercise price per Share (Exercise Price).
4.	Notice of Exercise	The New Options may be exercised for part or all of the New Options issued by the Option Holder giving written notice in the form set out below (Notice of Exercise) to the Company at its registered office prior to the Expiry Date.
5.	Timing of issue of Shares on exercise	On receipt by the Company of the Notice of Exercise and payment of the Exercise Price, the Company must, within 5 Business Days and if the Shares are listed on the ASX within the time period prescribed by the Listing Rules of the ASX (ASX Listing Rules): (a) allot to the Option Holder one Share in the Company for each New Option exercised by the Option Holder; (b) cause to be despatched to the Option Holder the relevant acknowledgement of issue, a holding statement or share certificate (as applicable) as soon as is reasonably practicable detailing the issue of the relevant Share/s; and (c) issue (if applicable) a new holding statement (or option certificate) for the balance of the New Options that remain unexercised.
6.	Shares issued on exercise	Shares allotted on the exercise of New Options will rank equally in all respects with the then existing issued ordinary fully paid shares in the capital of the Company (except in respect to any dividends which shall have been declared but not yet distributed before the actual exercise of a New Option) and will be subject to the provisions of the Constitution of the Company.
7.	Transferability	The New Options are transferable by an Option Holder on written notice to the Company, and where the Shares are quoted, in accordance with the ASX Listing Rules, provided that the New Options cannot be transferred or assigned within 12 months after the Issue Date except in accordance with the Corporations Act.
8.	Reorganisation	If any reorganisation (including consolidation, subdivision, reduction, return or cancellation) of the issued capital of the Company occurs before the expiry of any New Options, the number of New Options to which each New Option Holder is entitled or the Exercise Price of his or her New Options or both must be reorganised in accordance with the ASX Listing Rules applying to a reorganisation at the time of the reorganisation (which adjustment formula will apply even where the Company is not admitted to the ASX Official List).
9.	New issues of capital	A New Option does not confer the right to participate in new issues of capital offered to holders of Shares (Rights Entitlement) during the currency of the New Options without exercising the New Options. However, the Company will use reasonable endeavours to procure that for the purpose of determining Rights Entitlements to any such issue, the Option Holder is to receive at least 2 business days written notice from the Company of the pending closing or record date and sufficient time for the Option Holder to exercise the New Options prior to that closing or record date in order to qualify for the participation in the Rights Entitlement.

10.	Liquidation	In the event of the liquidation of the Company, all unexercised New Options will lapse upon the occurrence of that liquidation
11.	Dividends	The New Options do not provide any entitlement to dividends paid to ordinary shareholders
12.	Voting entitlement	The New Options do not entitle the Option Holder to vote at any meeting of shareholders
13.	ASX Listing Rules	To the extent (if any) that any of these New Option Terms are inconsistent with or contrary to the ASX Listing Rules, the ASX Listing Rules provisions will prevail and these New Option Terms are deemed to incorporate the relevant ASX Listing Rules provisions as an amendment to these terms; and
14.	Governing law	These Variation Option Terms are governed by the laws of the State of Victoria. The parties submit to the non-exclusive jurisdiction of the courts of Victoria

Need assistance?



Phone:

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



Online:

www.investorcentre.com/contact

WNX

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

Wellnex Life Limited Annual General Meeting

The Wellnex Life Limited Annual General Meeting will be held on Thursday, 27 November 2025 at 9.00am (Melbourne time) / Wednesday, 26 November 2025 at 10.00pm (UK Time). You are encouraged to participate in the meeting using the following options:



MAKE YOUR VOTE COUNT

To lodge a proxy, access the Notice of Meeting and other meeting documentation visit www.investorvote.com.au and use the below information:



Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

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

For your proxy appointment to be effective it must be received by 9.00am (Melbourne time) on Tuesday, 25 November 2025.



ATTENDING THE MEETING IN PERSON

The meeting will be held at:
Suite 68, Level 3, Building 2, 574 Plummer Street, Port Melbourne VIC 3207

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

WNX

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 proxy appointment to be effective it must be received by **9.00am (Melbourne time) on Tuesday, 25 November 2025**.

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

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 registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy 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: I999999999****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

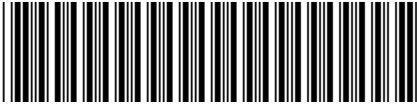


PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

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.



I 9999999999

I ND

■ **Proxy Form**

Please mark ☒ to indicate your directions

Step 1 **Appoint a Proxy to Vote on Your Behalf**

XX

I/We being a member/s of Wellnex Life Limited hereby appoint

☐ the Chairman of the Meeting **OR**

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Wellnex Life Limited to be held at Suite 68, Level 3, Building 2, 574 Plummer Street, Port Melbourne VIC 3207 on Thursday, 27 November 2025 at 9:00am (Melbourne time) / Wednesday, 26 November 2025 at 10:00pm (UK time) and at any adjournment or postponement of that meeting.

Chairman authorised to exercise undirected proxies on remuneration related items: 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 1 (except where I/we have indicated a different voting intention in step 2) even though Item 1 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 1 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 your 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			For	Against	Abstain
1	Adoption of Remuneration Report (non-binding resolution)	☐	☐	☐	8	Ratification of Prior Issue of Shares (Consideration for Extension of Pain Away Deferred Consideration Payment Tranche 2)	☐	☐	☐
2A	Election of Mr Ash Vesali as Director	☐	☐	☐	9	Ratification of Prior Issue of Shares (Undertaking Fees)	☐	☐	☐
2B	Re-election of Mr Ruari McGirr as Director	☐	☐	☐	10	Ratification of Prior Issue of Shares (Corporate Services & CN Conversion)	☐	☐	☐
3	Ratification of Prior Issue of Shares (Placement)	☐	☐	☐	11	Ratification of Prior Issue of Pre-IPO Options	☐	☐	☐
4	Ratification of Prior Issue of Shares (Capital Raising Services)	☐	☐	☐	12	Approval of Issue of Options	☐	☐	☐
5	Ratification of Prior Issue of Shares (Convertible Note Refinance)	☐	☐	☐	13	Approval of Issue of Shares to Repay a Loan from Former Director	☐	☐	☐
6	Ratification of Prior Issue of Shares (Consideration for Extension of Pain Away Deferred Consideration Payment Tranche 1)	☐	☐	☐	14	Approval of 10% Placement Capacity	☐	☐	☐
7	Ratification of Prior Issue of Shares (CN Conversion)	☐	☐	☐					

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any item, in which case an ASX announcement will be made.

Step 3 **Signature of Securityholder(s)** *This section must be completed.*

Individual or Securityholder 1	Securityholder 2	Securityholder 3	/ /
Sole Director & Sole Company Secretary	Director	Director/Company Secretary	Date

Update your communication details (Optional)

Mobile Number	Email Address

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically



WNXRM

MR RETURN SAMPLE
123 SAMPLE STREET
SAMPLE SUBURB
SAMPLETOWN VIC 3030

Dear Securityholder,

We have been trying to contact you in connection with your securityholding in Wellnex Life Limited. Unfortunately, our correspondence has been returned to us marked "Unknown at the current address". For security reasons we have flagged this against your securityholding which will exclude you from future mailings, other than notices of meeting.

Please note if you have previously elected to receive a hard copy Annual Report (including the financial report, directors' report and auditor's report) the dispatch of that report to you has been suspended but will be resumed on receipt of instructions from you to do so.

We value you as a securityholder and request that you supply your current address so that we can keep you informed about our Company. Where the correspondence has been returned to us in error we request that you advise us of this so that we may correct our records.

You are requested to include the following;

- > Securityholder Reference Number (SRN);
- > ASX trading code;
- > Name of company in which security is held;
- > Old address; and
- > New address.

Please ensure that the notification is signed by all holders and forwarded to our Share Registry at:

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

Note: If your holding is sponsored within the CHESS environment you need to advise your sponsoring participant (in most cases this would be your broker) of your change of address so that your records with CHESS are also updated.

Yours sincerely

Wellnex Life Limited