



# WELLNEX LIFE LIMITED

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## SOCIAL MEDIA POLICY

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## SOCIAL MEDIA POLICY

### **Policy statement**

This policy is intended to help the directors, officers, employees and other staff of Wellnex Life Limited (the “**Company**”) and its subsidiaries (together with the Company, the “**Group**”) make appropriate decisions about the use of social media – which encompasses, but is not limited to, the main networking sites such as Facebook, X, LinkedIn, Instagram and TikTok, but also includes blogs, wikis, podcasts, fora and message boards.

This policy, which will be reviewed annually on behalf of the board of directors, outlines the standards the Company requires all staff to observe when using social media on behalf of the Company, the circumstances in which it will monitor your use of the Company’s social media profiles and the action the Company will take in respect of breaches of this policy. It has been put in place to minimise the risks to the Company through the use of any social media.

### **Who is covered by the policy**

- 1.1 This policy covers all individuals working for or with the Group at all levels of the business, including senior managers, officers, directors, employees, consultants, contractors, trainees, homeworkers, part-time and fixed-term employees, casual and agency staff and volunteers (collectively referred to as “**staff**” in this policy).
- 1.2 Any third parties engaged in relation to the use of social media are also required to comply with this policy.

### **The scope of the policy**

- 2.1 This policy does not form part of any staff member’s contract of employment and the Company may amend, replace or withdraw it at any time. The terms of this policy are not intended to impose legally binding obligations on the Company or any Group member. All staff are responsible for the success of this policy and should ensure they take the time to read and understand it. All staff are expected to comply with this policy at all times to protect the privacy, confidentiality, and interests of the Group and its services, employees, partners, customers, and competitors and to ensure the Company and any other member of the Group complies with applicable regulations and law, including:
  - 2.1.1 in relation to the Company’s listing on the securities exchange operated by ASX Limited (“**ASX**”), the Corporations Act 2001 (Cth) and the ASX Listing Rules; and
  - 2.1.2 in relation to the Company’s listing on the AIM market of the London Stock Exchange (“**LSE**”), the UK version of the Market Abuse Regulation (Regulation 596/2014) which forms part of UK domestic law pursuant to the European Union (Withdrawal) Act 2018 (as amended) (“**UK MAR**”), and the AIM Rules for Companies published by the London Stock Exchange plc (“**AIM Rules**”).
- 2.2 Failure to comply with the terms of this policy will be dealt with in accordance with clause 8 below.
- 2.3 There are two main kinds of social media activity the Company is concerned with:
  - 2.3.1 official social media activity in the name of the Company or any other member of the Group, used in accordance with this policy; and

- 2.3.2 your own personal social media use, not carried out in the name of the Company or any other member of the Group.

**The Group has an absolute prohibition on the discussion of the Company and its Group's financial performance, position and/or prospects, financial instruments and/or its regulated activities on social media, other than by way of approved, official social media activity in the name of the Company or other member of the Group.**

#### **Responsibility for implementation of the policy**

- 3.1 The board of directors of the Company (the “**Board**”) has overall responsibility for the effective operation of this policy, but has delegated responsibility to George Karafotias (the “**Key Individual**”) who has day-to-day responsibility for the effective operation of this policy.
- 3.2 The Key Individual is responsible for monitoring and reviewing the operation of this policy and making recommendations for changes to minimise risks to the Group and its operations.
- 3.3 All staff are responsible for their own compliance with this policy and for ensuring that it is consistently applied. All staff should ensure that they take the time to read and understand it. Any breach of this policy should immediately be reported to the Key Individual.
- 3.4 Questions regarding the content or application of this policy should be directed to the Key Individual.
- 3.5 The Board may be required to issue a clarification notification where comments made via social media by directors, or persons on behalf of the Company are inconsistent with notifications made to the ASX in Australia or, in the UK, via an approved regulatory information service (“**RIS**”). Accordingly, any social media communication made by any of the directors or other persons on behalf of the Company regarding any notification released by the Company to the ASX in Australia or, in the UK, via a RIS should either (a) be merely re-tweet of, or simply provide the link to, the Company’s announcement without seeking to paraphrase it or include any additional information or comments not contained in the Company’s announcement or (b) be a re-posting of a pre-approved Company-version of the announcement.
- 3.6 If the Board are unsure regarding any posts they wish to publish via non-regulatory news feeds, on the Company’s website or via any other form of social media, the Company shall take advice from its legal advisers in Australia and/or the UK (as the case may be) before approving any such public communication.

#### **Our regulatory requirements**

- 4.1 The ASX and the LSE, and the other applicable laws of Australia and the UK, have strict rules in relation to the use of social media, the protection and control of inside information, and the Company’s obligations in respect of the announcement to the ASX and the LSE of inside information. **There are criminal and civil penalties for breach of these rules and obligations and the Company’s listing on the LSE may be suspended as noted below.**
- 4.2 Briefly, the Company is subject to two separate, but similar regulatory regimes when it comes to its continuous disclosure obligations. For the purpose of:
- 4.2.1 the Australian regime – ‘material price sensitive information’ is information that a reasonable person would expect to have a material effect on the price or value of

the Company's securities; and the Company must immediately notify ASX of 'materially price sensitive information' when the Company becomes aware of it (unless the materially price sensitive information falls within the exemptions in ASX Listing Rule 3.1A). In this context, ASX has confirmed in Guidance Note 8 that 'immediately' means 'promptly and without delay.'; and

- 4.2.2 the UK regime – 'inside information' is information of a precise nature, which has not been made public, relating, directly or indirectly, to one or more companies or to one or more financial instruments, and which, if it were made public, would be likely to have a significant effect on the prices of those financial instruments or on the price of related derivative financial instruments; and the Company must disclose such information 'inside information' via a RIS as soon as possible, save to the limited extent that the Company is permitted to delay such disclosure under MAR.
- 4.3 Accordingly, an extremely cautious approach should be taken in respect of the use of social media, and you should assume that any confidential information in relation to the Company might constitute 'inside information' or 'materially price sensitive information'. Further details about 'inside information' and 'materially price sensitive information', your obligations in relation to it and the restrictions on dealing in the Company's shares and other securities when in possession of it, are set out in the Company's **Corporate Governance Securities Trading Policy** and **Continuous Disclosure Policy**.
- 4.4 Essentially, 'inside information' or 'materially price sensitive information' must be announced via a formal stock exchange announcement before it is made public in any other way. Any unofficial announcement via social media would breach this obligation and could lead to criminal and civil penalties for the Company, its Directors and the person making the unofficial announcement.
- 4.5 If any 'inside information' or 'materially price sensitive information' is disclosed via social media that seeks to condition the market or alter the Company's share price in any way, this is likely to represent market abuse under UK MAR, and a breach of the continuous disclosure obligations under the ASX Listing Rules. A breach of UK MAR or the ASX Listing Rules could result in one or more of:
- 4.4.1. a fine or public censure;
  - 4.4.2. trading in the Company's shares on the ASX and LSE being suspended; or
  - 4.4.3. an individual being prohibited from managing or dealing in investments.
- 4.5. In addition, there are stringent requirements in relation to the publication of profit forecasts or estimates, which may oblige the Company to make further updates to the market, which could be embarrassing or inconvenient.
- 4.6 AIM also has requirements regarding the use of social media.
- AIM Rule 10 states that any information required to be published by the AIM Rules, including unpublished price sensitive information, must be published on a RIS no later than it is published elsewhere. It is the responsibility of all Company social media users to ensure that information which is required to be released via the RIS is not published on any social media accounts in advance of this happening. For more information, *Inside AIM "Interaction of social media with disclosure obligations under the AIM Rules"*, which was published on 10 December 2016, is available to read at the following link: [social-media.pdf \(londonstockexchange.com\)](https://www.londonstockexchange.com/~/media/Company-Information/2016/12/10/inside-aim-social-media.pdf).

- 4.7 If we are ever uncertain as to the application of the AIM Rules, we are required to consult our nominated adviser (“**NOMAD**”) about how information is disseminated and ensure that our communications are supervised and monitored to ensure compliance with the AIM Rules. No information will be provided to the media even on an embargoed basis ahead of the release of RNS updates, without prior consultation with the Key Individual and the NOMAD. Under no circumstances will social media updates be made prior to RNS updates. In the case of any doubt, we should check with the NOMAD prior to publishing any social media post.
- 4.8 If you are in any doubt whatsoever, do not use social media without consulting the Key Individual, who will take such advice as is necessary from the Company’s legal advisers.
- 4.9 If you become aware of (a) any social media content which provides false or misleading information about the Company, the Company’s shares or any other member of the Group or (b) a leak of any ‘inside information’ or ‘materially price sensitive information’ relating to the Group or the Company’s shares through the social media, you must inform the Key Individual immediately. The Key Individual will in turn inform the Board to assess what action should be taken.

### **Monitoring**

- 5.1 Nominated employees of the Company monitor the Company’s social media profiles on a regular basis, first thing in the morning and during the working day. If anyone has mentioned the Company in a social media post, these can be seen by such employees, for example by clicking ‘notifications’ on X or LinkedIn. In addition to checking notifications, ‘direct messages’ on X or other platforms must also be checked at least once a day and dealt with accordingly. Responding to these mentions and messages is dealt with below.
- 5.2 The Key Individual will be accountable and responsible for overseeing the content published by the Company on our own social media platforms.
- 5.3 If:
- 5.3.1 the Company’s share price is subject to sudden and/or unexpected movements;
  - 5.3.2 the volume and number of trades in the Company’s shares are significantly higher than usual; or
  - 5.3.3 the Company has unpublished price sensitive information,
- the Key Individual will, on a daily basis, review social media and the investor chat rooms to monitor for online discussions. This is to ensure, insofar as possible, that there are no leaks in relation to the Company’s unpublished price sensitive information, and that any rumour or speculation about the Company is dealt with appropriately and in accordance with all applicable laws.

### **Use of Social Media by the Company**

- 6.1 Social media should only be used by the Company to disseminate information in the following ways:
- 6.1.1 to communicate links to already published Company or the Group results and announcements – linking to the Company's website;

- 6.1.2 to communicate non-sensitive marketing information in relation to the Group and its products;
  - 6.1.3 to share externally written articles or comments about the Group, including but not exclusively those relating to new staff joiners or promotions, award wins, corporate or staff charity support, local marketing events or Group sponsorship;
  - 6.1.4 to promote career opportunities; and/or
  - 6.1.5 to reproduce appropriate announcements already released to the ASX and LSE by the Company through the appropriate channels.
- 6.2 Group social media accounts can only be updated by (or with the approval of) the Key Individual.

### **Rules for use of personal social media profiles**

- 7.1 When using your own social media profiles and presence you **must** adhere to the following general rules:
- 7.1.1 When making use of any social media platform, read and comply with its terms of use.
  - 7.1.2 You will be held personally responsible for any postings made on social media using any computer or other device, and may be held personally liable for posts that are defamatory, harassing or in breach of any law.
  - 7.1.3 What you say in relation to the Company or another member of the Group reflects directly on the Company and its Group. Discuss with the Key Individual the circumstances in which you can respond directly to third parties, or those situations where you need to seek approval before posting. You must obtain the approval of the Key Individual to any social media post about the Group, its business or products, save where this is simply a repost of something the Company or any other member of the Group has itself posted on social media.
  - 7.1.4 Do not upload, post, forward or share a link to any abusive, obscene, discriminatory, harassing, derogatory, illegal or defamatory content, or any other content which is unlawful at law, or otherwise in breach of the Company's policies and procedures.
  - 7.1.5 You must not make comments which disparage or reflect negatively on the Group or its reputation or make deliberately false or misleading claims about the Group, or its products or services.
  - 7.1.6 Any member of staff who feels that they have been harassed, offended, discriminated against, insulted or bullied by comments on a Group social media platform, should inform their line manager or the Key Individual.
  - 7.1.7 **Never disclose price sensitive, commercially sensitive, anti-competitive, private or confidential information.** If you are unsure whether the information you wish to share falls within one of these categories, you should discuss this with the Key Individual. If in doubt, do not disclose.

- 7.1.8 The sharing/retweeting of content posted by a third party is common practice within social media. However, if you are unsure about whether something is appropriate to share, or if you feel that it would be prudent to check with that third party before sharing the content, then seek advice from the Key Individual.
- 7.1.9 Quoting from an excerpt poses risk. It is better to share a link or retweet the underlying announcement where possible.
- 7.1.10 You must otherwise observe relevant privacy, defamation and copyright laws.
- 7.1.11 Before your first contribution on any social media site, observe the activity on the site for a while before launching in yourself to get a feel for the style of contributions and the nature of the content.
- 7.1.12 Do not post, upload, forward or share a link to any inappropriate or offensive chain mail, junk mail, cartoons, jokes or gossip.
- 7.1.13 Be honest and open, but be mindful of the impact your contribution might make to people's perceptions of the Group. If you make a mistake in a contribution, be prompt in admitting and correcting it.
- 7.1.14 You are personally responsible for content you publish into social media platforms – be aware that what you publish will be public for many years and it might not be possible to ever remove your content.
- 7.1.15 If you do not intend to make a comment that is available to the public, then it is your responsibility to take all necessary steps to ensure this does not occur. You will not be excused from breaching this policy simply because you inadvertently made a public comment or opinion, which you intended to be private.
- 7.1.16 Do not escalate heated discussions, try to be conciliatory, respectful and quote facts to lower the temperature and correct misrepresentations. Never contribute to a discussion if you are angry or upset. Return to it later when you can contribute in a calm and rational manner.
- 7.1.17 If you feel even slightly uneasy about something you are about to publish, then you should not do it. If in doubt, always discuss it with the Key Individual first.
- 7.1.18 Always consider the privacy of others and avoid discussing topics that may be inflammatory for example, politics and religion. Do not discuss situations involving named or pictured individuals without their prior permission.
- 7.1.19 Avoid publishing your contact details where they can be accessed and used widely by people you did not intend to see them, and never publish anyone else's contact details.
- 7.1.20 If you see content/mentions about the Company or any other member of the Group on social media, either complimentary or critical, which you feel needs a response, advise the Key Individual and request guidance.
- 7.1.21 You should carefully consider before providing any references for other staff on social or professional networking sites, positive and/or negative, that such references could be attributed to the Company or any other member of its Group



and create legal liability for both the author of the reference and the Company or any other member of its Group. If you are in any doubt whatsoever, you should not provide the reference without consulting with the Key Individual first.

7.2 **As a guideline, do not post anything on a social media platform that you would not present in ANY public forum.**

7.3 To avoid doubt, the above obligations apply:

7.3.1 regardless of whether such conduct occurs in or out of normal working hours, or whether in or outside of the person's normal place of work; and

7.3.2 to any post or comment made by a staff member, using a social media account or profile that is not owned by them, or is not in their own name.

### **Monitoring use of social media websites, and consequences for misuse of social media**

8.1 Staff should be aware that any use of social media websites or platforms (whether or not accessed for work purposes) may be monitored and, where breaches of this policy are found, action may be taken, including disciplinary action up to and including termination of employment.

8.2 The Company and any other member of the Group reserves the right to restrict or prevent access to certain social media websites if it considers personal use to be excessive. Monitoring is only carried out to the extent permitted or as required by law and as necessary and justifiable for business purposes.

8.3 Misuse of social media websites can, in certain circumstances, constitute a criminal offence or otherwise give rise to legal liability against you and the Company or any other member of the Group. It may also cause embarrassment to the Group and to its clients.

8.4 In particular, uploading, forwarding a post or sharing a link to any of the following types of material on a social media platform, in a professional capacity, will amount to gross misconduct (this list is not exhaustive):

8.4.1 pornographic material (that is, writing, pictures, films and video clips of a sexually explicit nature);

8.4.2 a false and defamatory statement about any person or organisation;

8.4.3 material which is offensive, obscene, criminal, discriminatory, derogatory or may cause embarrassment to the Company, or any other member of the Group, its clients or its staff;

8.4.4 confidential information about the Company or any of its products, staff or clients (which you do not have express authority to disseminate);

8.4.5 material non-public information or 'inside information' as defined by FSMA 2000, the AIM Rules or UK MAR;

8.4.6 any other statement which is likely to create any liability (whether criminal or civil, and whether for you or the Company or any other member of the Group or their respective directors and officers); or

- 8.4.7 material in breach of copyright or other intellectual property rights, or which invades the privacy of any person.

Any such action is likely to result in summary dismissal / termination for serious or gross misconduct.

- 8.5 Where evidence of misuse is found, we may undertake a more detailed investigation in accordance with our Disciplinary Procedure Policy, involving the examination and disclosure of monitoring records to those nominated to undertake the investigation and any witnesses or managers involved in the investigation. If necessary, such information may be handed to the police in connection with a criminal investigation.
- 8.6 If you notice any use of social media by other members of staff in breach of this policy, please report it to the Key Individual.

#### **Sharing or commenting on Company content as yourself**

- 9.1 There may be occasions when you wish to share Company social media content on your personal profiles, or use your personal profile to link directly to information on the Company's website or existing third party website links that refer to the Company or any other member of the Group. In these circumstances, please adhere to the rules of this policy.
- 9.2 In online social networks, the lines between public and private, personal and professional are blurred. If you should identify yourself as a Group employee, or staff, you are creating perceptions about your expertise and about the Group by its shareholders, customers, regulators and the general public - and perceptions about you by your colleagues and managers. Be sure that all content associated with you is consistent with your work and with the Group's values and professional standards.

#### **Monitoring and review of this policy**

- 10.1 The Key Individual shall be responsible for reviewing this policy annually to ensure that it meets legal requirements and reflects best practice to minimise risk to the Group. This policy may be amended from time to time to achieve these objectives.