

Wellnex Life Limited (ASX:WNX) Pain Away Acquisition Update

Key Highlights

- *Revised terms for the proposed acquisition of Pain Away reducing upfront payment by \$5.85 million thus reducing dilution to shareholders*
- *Pain Away completion payment of \$12.8 million plus target inventory of \$1.15 million with a deferred consideration payable of \$5.85 million payable in 2 equal instalments over an 18-month period*
- *Wellnex as part of the consideration will issue 20 million fully paid ordinary shares escrowed till May 2024.*
- *Sunset date for transaction is 16th of October*
- *Barclay Pearce Capital has been engaged to lead the capital raising to complete the acquisition*

Wellnex Life Limited (ASX:WNX) ("**Wellnex**" or "**Company**") is pleased to provide an update on the proposed acquisition of Pain Away with a reduced upfront payment and subsequently reduced dilution to the shareholders of Wellnex.

Pain Away Acquisition

Wellnex has agreed to new terms for the acquisition of Pain Away with the completion payment reduced from \$19.8 million to \$13.95 million (including inventory target of \$1.15 million). The parties have agreed to a deferred consideration of \$5.85 million payable in equal instalments on the 12 month and 18 months anniversary of the acquisition date, which will be paid from the internal cash generation of the combined business.

Wellnex in consideration of the deferred payment will issue 20 million fully paid ordinary shares at \$0.05 escrowed until May 2024.

Wellnex are finalising the new agreement to formalise the new transaction structure, and we anticipate having this formally completed by 22 September 2023 with a sunset date of 16th October 2023.

Wellnex will update ASX once the agreements have been formalised and the planned settlement date is agreed.

Capital Raising

Barclay Pearce Capital has been engaged to lead the capital raise under these revised terms, with strong initial interest based on the revised and improved transaction structure.

This ASX announcement has been authorised by the Board of Wellnex Life Limited (ASX:WNX).

For further information, please contact:

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About Wellnex Life

Wellnex Life Limited (ASX: WNX) is a consumer healthcare business with a track record for developing, licensing, and marketing registered products and brands to customers in the growing healthcare market segment. Since listing in 2021, Wellnex Life has successfully launched a host of brands and products now ranged in major retailers in the healthcare market space, pharmacies and supermarkets included. Its distribution arrangements have seen Wellnex Life secure significant licensing arrangements with major pharmaceutical companies in Australia and globally that have given the company's registered products a distribution channel with a steadily increasing global geographic footprint.

Wellnex Life has more recently acquired leading Australian topical pain relief brand Pain Away. Its addition to Wellnex Life's product offering both compliments and accelerates the potential growth of the company's business operations. This transformational acquisition gives added impetus to Wellnex Life's financial growth and scale and reinforces its place as a major and respected participant in the growing healthcare market, both in Australia and overseas.

To learn more, please visit: www.wellnexlife.com.au/