



Insider Trading Policy

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1. Purpose and Principles

The purpose of the Insider Trading Policy (the “**Policy**”) is to summarize the insider trading restrictions to which directors, officers and certain employees are subject under applicable securities legislation, and to set forth a policy governing trading in the securities of WELLSTAR Technologies Corp. (“**WELLSTAR**”) and the reporting thereof which is consistent with the applicable legislation.

This Policy is not intended to discourage investment in WELLSTAR's securities. Rather, it is intended to highlight the obligations and the restrictions imposed by relevant securities legislation.

2. Roles and Responsibilities

Role	Responsibilities
WELLSTAR Enterprise Risk Management	• Administers and maintains this policy • Reviews and decides trading pre-clearance requests • Identifies individuals subject to pre-clearance and communicates applicable restricted period restrictions • Provides guidance on the application of this policy and escalates material questions to Legal, Finance, or the Board, as appropriate • Documents and approves any permitted exceptions
Personnel and Reporting Insiders	• Complies with all trading, tipping, hedging, short-selling, margin, and restricted period restrictions • Protects undisclosed material information and uses it only in the necessary course of business • Obtains required written pre-clearance before trading • Determines and meets their personal insider reporting obligations within applicable deadlines • Seeks guidance before trading when uncertain whether a restriction applies
WELLSTAR Board of Directors	• Approves financial statements and any changes to periodic restricted periods, as applicable • Refrains from approving equity-based compensation awards during a restricted period • Oversees material insider-trading matters escalated for Board consideration • Approves material amendments to the Policy, where required

3. Summary of Legislation

Securities legislation prohibits any person in a “special relationship” with WELLSTAR from:

- (a) purchasing or selling WELLSTAR's shares with the knowledge of a material fact or material change concerning WELLSTAR that has not been generally disclosed; or
- (b) informing (or “tipping”), other than, when necessary, in the course of business, another person or company of a material fact or material change concerning WELLSTAR before such information has been generally disclosed; or
- (c) recommending or encouraging, while in possession of a material fact or material change concerning WELLSTAR that has not been generally disclosed, another person or company to purchase or sell securities of WELLSTAR, other than, when necessary, in the course of business.

A material change to the business or affairs of WELLSTAR or a material fact is one which would reasonably be expected to have a significant effect on the market price or value of any securities of a reporting issuer, or that could otherwise affect the decisions of a reasonable investor to buy, sell or hold securities of WELLSTAR. A material change is specifically defined to include any decision by a board of directors to implement a material change, as well as any decision made to implement such a change by senior management, if board of director approval is probable.

Information is “generally disclosed” when it has been publicly disclosed in a manner calculated to effectively reach the marketplace, most often by way of a press release, and public investors have been given a reasonable amount of time to analyze the information but may be disclosed by other means in accordance with WELLSTAR’s *Disclosure Policy*.

This prohibition applies to persons who are deemed to have a “special relationship” with WELLSTAR, which include:

- directors, officers, employees, contractors, consultants, temporary workers, volunteers, individuals providing or delivering health care or health related services, and other persons acting for or on behalf of WELLSTAR (collectively, “Personnel”), together with any partnerships, trusts, corporations, RRSPs and similar entities over which any of the above-mentioned individuals exercise control or direction; and
- persons or companies who learn of a material fact or material change concerning WELLSTAR.

While the penalties for a breach of this prohibition vary among jurisdictions, as WELLSTAR is under the jurisdiction of the British Columbia Securities Commission, a breach may render Personnel personally liable to prosecution and, upon conviction, to considerable financial penalties, incarceration, or both. Further, Personnel may be subject to civil actions at the instance of all or any security holders, WELLSTAR whose securities were traded, and regulators.

Personnel should note that their associates (such as family members who reside in the same home as any Personnel), are also deemed to be in a special relationship with WELLSTAR where such associate possesses undisclosed material information concerning WELLSTAR and are subject to the same legal obligations and duties described in this Policy. Personnel may also be held responsible for trades made by such associates, or by any personal holding company or similar entity, where Personnel exercise control or direction over the associate’s or entity’s trading.

4. Trading Prohibitions

Therefore, all WELLSTAR Personnel will be subject to the following prohibitions relating to investments in WELLSTAR’s securities and securities of other public issuers.

- (a) If one has knowledge of a material fact or material change related to the affairs of WELLSTAR or any public issuer involved in a transaction with WELLSTAR which is not generally known, no trades in securities of WELLSTAR may be made until the information has been generally disclosed to the public and the restricted periods set forth below have expired.
- (b) If one has knowledge of a material fact or material change related to the affairs of WELLSTAR or any public issuer involved in a transaction with WELLSTAR which is not

generally known, no recommendation or encouragement to another person or company to trade in securities of WELLSTAR may be made until the information has been generally disclosed to the public and the restricted periods set forth below have expired.

- (c) Knowledge of a material fact or material change must not be conveyed to any other person other than in the necessary course of business until the information has been generally disclosed to the public and the restricted periods set forth below have expired.
- (d) The practice of selling “short” securities of WELLSTAR at any time is not permitted.
- (e) The practice of buying or selling a “call” or “put” or any other financial instruments, including prepaid forward contracts, equity swaps, collars, units of exchange funds, or derivative securities that are designed to hedge or offset a decrease in the market value of securities of WELLSTAR (or equivalents such as share units, the value of which is derived from equity securities of WELLSTAR) held in respect of any securities of WELLSTAR are not permitted.
- (f) The purchase of securities of WELLSTAR on margin, or the holding of WELLSTAR securities in a margin account, is not permitted, as such securities could be sold without Personnel’s “consent” in the event of a margin call.
- (g) Speculating in securities of WELLSTAR, which may include buying with the intention of quickly reselling such securities, or selling securities of WELLSTAR with the intention of quickly buying such securities (other than in connection with the acquisition and sale of shares issued under a securities-based compensation or an equity-based compensation arrangement of WELLSTAR) is not permitted.
- (h) Trading in securities of WELLSTAR is prohibited when WELLSTAR has provided notice of a pending material fact or material change until the information has been generally disclosed to the public and the restricted periods set forth below have expired.

For purposes of this Policy, public issuer includes any issuer, whether a company or otherwise, whose securities are traded in a public market, whether on a stock exchange or “over the counter”.

For purposes of this Policy, trading in securities of WELLSTAR includes: (i) any purchase or sale of securities of WELLSTAR, including the exercise of stock options and any associated sale of securities to fund related tax obligations; (ii) any settlement of share units granted under an equity-based compensation arrangement of WELLSTAR; and (iii) any other derivative-based transaction, agreement or arrangement that has the effect of altering Personnel’s economic exposure to WELLSTAR and would be required to be reported in accordance with applicable laws or regulations; provided that, solely for such purposes all Personnel shall be deemed to be reporting insiders. The above prohibitions and the insider reporting obligations provided below apply equally to each of the foregoing forms of trading, and to the trading or exercising of options to acquire shares or other securities of a public issuer.

5. Insider Reporting Obligations

A person or company who becomes a “reporting insider” of WELLSTAR must file an insider report within five days of the date of becoming a new “reporting insider”. In addition, a “reporting insider” whose director indirect beneficial ownership of or control or direction over

securities of WELLSTAR changes, must file an insider report of the change within five days of the date of the change.

Reporting insiders must also file reports in respect of any interest in, or right or obligation associated with, a related financial instrument (i.e., a derivative) involving securities of WELLSTAR, as well as any monetization transaction, secured loan with recourse limited to securities of WELLSTAR, or similar arrangement, trade or transaction that changes the reporting insider's economic exposure to or interest in securities of WELLSTAR, which may not necessarily involve a purchase or sale.

National Instrument 55-104 – *Insider Reporting Requirements and Exemptions* ("NI 55-104") defines a "reporting insider" to include, among others, an insider of the issuer if the insider is:

- the Chief Executive Officer ("CEO"), Chief Financial Officer ("CFO"), the Chief Operating Officer (if any) ("COO") and each director of the issuer, of a significant shareholder of the issuer or of a major subsidiary of the issuer;
- a person or company responsible for a principal business unit, division or function of the issuer;
- a significant shareholder of the issuer; and
- any other insider that in the ordinary course receives or has access to information as to material facts or material changes concerning the issuer before the material facts or material changes are generally disclosed and directly or indirectly, exercises, or has the ability to exercise, significant power or influence over the business, operations, capital or development of the issuer.

It is each insider's personal responsibility to determine if they are a "reporting insider" as defined in NI 55-104 and should review the complete definition of such term in NI 55-104 in making such determination. It is each reporting insider's responsibility to ensure that all requisite insider trading reports are filed with the appropriate securities commissions within the statutory time limits.

A copy of the insider report may be obtained from WELLSTAR and is required to be filed electronically on the System for Electronic Disclosure by Insiders.

6. Trading Pre-Clearance

To assist each of the Personnel specified above in avoiding any trade in securities of WELLSTAR that may contravene or be perceived to contravene applicable securities laws, these individuals are required to notify, and obtain written pre-clearance from the WELL Health Group CLO ("CLO") of any proposed trade of securities of WELLSTAR before effecting the trade in order to confirm that no undisclosed material fact or material change exists: (a) Personnel who are "reporting insiders" of WELLSTAR for purposes of NI 55-104; (b) any employee who reports directly to the CEO or CFO; (c) a member of WELLSTAR's finance staff; and (d) an individual that is notified by the WELL Health CLO that the individual's trades in securities of WELLSTAR will be subject to pre-clearance in accordance with this Policy. Notification is required not only for trades by the foregoing Personnel, but also for any proposed trades by any other person if such Personnel has control or direction over such securities. A request for pre-clearance must be made sufficiently far in advance of the date of the proposed transaction in order to allow the WELL Health CLO to properly consider the request. If pre-clearance is received for a proposed trade, it will, unless otherwise specified,

be effective until the earlier of (a) conclusion of the fifth trading day following the day on which pre-clearance is granted and (b) such Personnel coming into possession of a material fact or material change that has not been generally disclosed. If the proposed trade is not completed within such time, it will be necessary for the Personnel to reapply for pre-clearance. If any Personnel who has requested pre-clearance for a proposed trade and has not received such pre-clearance from the WELL Health CLO by the date of the proposed transaction, the Personnel may not proceed with such trade. If any Personnel has any doubt with respect to whether they are subject to trade pre-clearance, they should contact the WELL Health CLO.

7. Restricted Periods

In order to ensure uniform compliance with securities legislation, WELLSTAR has made the following provision for restricted periods during which restricted persons, including but not limited to Personnel who are routinely in possession of undisclosed material information, are prohibited from trading in WELLSTAR's securities.

The board of directors of WELLSTAR (the “**Board**”) will not approve the grant of stock options or other forms of equity-based compensation awards during any trading restricted period.

7.1. Periodic, Regular Disclosure (Quarterly and Annual Financial Results)

For each quarter, the restricted period begins 14 days after the end of the quarter, or year-end, and terminates at the end of two clear trading days following the release of the financial statements following their approval by the Board, unless otherwise determined by the Board.

7.2. Unscheduled Developments

Unscheduled developments are significant corporate developments, acquisitions, divestitures, contract negotiations, or other transactions (collectively a “**Corporate Development**”) that could result in a material change in the affairs of WELLSTAR.

The restricted period begins as soon as management is aware of the Corporate Development and has determined to implement or proceed with same and terminates at the earlier of (i) the end of the second clear trading day following the disclosure to the public of the information; or (ii) when the information is no longer material or relevant.

If Personnel are unsure whether or not they may trade in a given circumstance, they should contact the CFO to determine if the particular information is or is not material.

8. Related Documentation

8.1. Related Policies

WELLSTAR Disclosure Policy

8.2. External References

Ontario Securities Commission, 2023. National Instrument 55-104 Insider Reporting Requirements and Exemptions

9. Compliance

This Policy must be reviewed annually and whenever material legal, regulatory, or market changes occur. It will be republished only when amendments are made.

9.1. Non-Compliance with this Policy

All directors, officers and employees of WELLSTAR will be provided with a copy of this Policy and will be subject to compliance with the procedures and restrictions set forth in this Policy.

Non-compliance with this Policy is subject to disciplinary action, up to and including termination of employment and/or contract with WELLSTAR for cause, without notice. The violation of this Policy may also violate certain securities laws, corporate law and/or criminal laws. If it appears that a director, officer or employee may have violated such laws, WELLSTAR may refer the matter to the appropriate regulatory authorities, which could lead to penalties, fines or imprisonment.

9.2. Exceptions to this Policy

ALL exceptions to this Policy must be documented and approved by the CFO. Exceptions must be reviewed annually at a minimum.