

ASX ANNOUNCEMENT

Share Purchase Plan – Letter to Eligible Shareholders

10 October 2024, Melbourne: Elixinol Wellness Ltd (ASX: EXL) ("**EXL**," "**Elixinol**," or "**the Company**") is pleased to provide an update in relation to its share purchase plan ("**SPP**") announced on 3 October 2024.

The Company confirms that letters to eligible shareholder ("**SPP Offer Letter**") have been despatched to eligible shareholders today, being shareholders with a registered address in Australia or New Zealand on the Company's register as at 7.00pm (AEST) on Wednesday, 2 October 2024 ("**Eligible Shareholders**").

Eligible Shareholders who have provided an email address to the Company's share registry will be sent the SPP Offer Letter via an email communication. Eligible Shareholders who have not provided an email address to the Company's share registry will receive the SPP Offer Letter via post.

A copy of the SPP Offer Letter has been **attached** to this release.

The SPP offer opens today, being 10 October 2024, and is expected to close at 5.00pm (AEDT) on Friday, 25 October 2024 (AEDT).

Authorised for release by Tai Phan, Joint Company Secretary of Elixinol Wellness Limited.

For further information, please contact:

David Fenlon, Non-executive Chair
David.fenlon@elixinolwellness.com

Pauline Gately, Non-executive Director
Pauline.gately@elixinolwellness.com

For more information visit Elixinol Wellness Investor Hub: <https://investorhub.elixinolwellness.com>

About Elixinol Wellness

Elixinol Wellness Limited (ASX: EXL) is a leader in the global hemp industry, innovating, marketing, and selling hemp and other plant-derived food, skincare, and nutraceutical products.

In Australia, Elixinol Wellness operates a vertically integrated business which produces, manufactures, and distributes a range of highly complementary products delivered across four verticals – human nutrition, human wellness, pet wellness and superfood ingredients. These products are sold under brands including Hemp Foods Australia, Mt Elephant, Ananda Food, Soul Seed, and Field Day and are sold through grocery, wholesale, and e-commerce channels. The Australian Superfood Co also supplies Australian natives and superfood ingredients to white label customers as well as food, beverage, and beauty manufacturers.

Elixinol USA sells high quality Elixinol branded hemp and other plant-derived nutraceutical and skincare products. www.elixinolwellness.com

Disclaimer

Forward looking statements

This document contains certain "forward-looking statements". The words "expect", "anticipate", "estimate", "intend", "believe", "guidance", "should", "could", "may", "will", "predict", "plan" and other similar expressions are intended to identify forward-looking statements. Indications of, and guidance on, future earnings and financial position and performance are also forward-looking statements. Forward-looking statements, opinions and estimates provided in this document are based on assumptions and contingencies that are subject to change without notice and involve known and unknown risks and uncertainties and other factors that are beyond the control of EXL, its directors and management. This includes statements about market and industry trends, which are based on interpretations of current market conditions.

Forward-looking statements are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance. Actual results, performance or achievements may differ materially from those expressed or implied in such statements and any projections and assumptions on which these statements are based. These statements may assume the success of EXL's business strategies. The success of any of those strategies will be realised in the period for which the forward-looking statement may have been prepared or otherwise. Readers are cautioned not to place undue reliance on forward-looking statements and except as required by law or regulation, none of EXL, its representatives or advisers assumes any obligation to update these forward-looking statements. No representation or warranty, express or implied, is made as to the accuracy, likelihood of achievement or reasonableness of any forecasts, prospects, returns or statements in relation to future matters contained in this document. The forward-looking statements are based on information available to EXL as at the date of this document. Except as required by law or regulation (including the ASX Listing Rules), none of EXL, its representatives or advisers undertakes any obligation to provide any additional or updated information whether as a result of a change in expectations or assumptions, new information, future events, or results or otherwise. Indications of, and guidance or outlook on, future earnings or financial position or performance are also forward-looking statements.

Not an offer in the United States

This document has been prepared for publication in Australia and may not be released to US wire services or distributed in the United States. This document does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or in any other jurisdiction in which such an offer would be illegal. Any securities described in this document have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the "US Securities Act") or the securities laws of any state or jurisdiction of the United States. Accordingly, the securities described in this document may not be offered or sold, directly or indirectly, in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act and applicable securities laws of any state or other jurisdiction of the United States

[EntityRegistrationDetailsLine1Envelope]
[EntityRegistrationDetailsLine2Envelope]
[EntityRegistrationDetailsLine3Envelope]
[EntityRegistrationDetailsLine4Envelope]
[EntityRegistrationDetailsLine5Envelope]
[EntityRegistrationDetailsLine6Envelope]

10 October 2024

Dear shareholder

Important notice: Notice to Eligible Shareholders of Elixinol Wellness Limited – Share Purchase Plan

On 3 October 2024, Elixinol Wellness Limited (“**Elixinol**” or “**the Company**”) announced to ASX Limited (**ASX**) a Share Purchase Plan (**Offer**) to Elixinol shareholders in Australia and New Zealand (**Eligible Shareholders**) to acquire up to a value of \$30,000 new Elixinol shares (**New Shares**) at an issue price of \$0.0045 per New Share, together with 1 New Option for every 3 New Shares issued under the SPP. The Record Date for participation is 7:00 pm (Sydney time) on 2 October 2024.

Terms and Conditions in relation to the Offer has been given to ASX and is available to view on the ASX website and Elixinol’s website at <https://investorhub.elixinolwellness.com/announcements>. Further details regarding the Offer have also been announced to the ASX and are available on ASX’s website.

Elixinol will not be printing / dispatching hard copies of the Terms and Conditions or application forms. Instead, an electronic copy of the Terms and Conditions and your application form is available and accessible by you (using your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) from your latest Holding Statement, and your postcode) at the following link: <https://investor.automic.com.au>.

Shareholders should read the Terms and Conditions in full prior to making an application under the Offer. Your application under the Offer must be made by making payment in accordance with the personalised payment instructions

1. **ONLINE** - The Prospectus and personalised Application Form can be accessed via: <https://investor.automic.com.au/#/home>
2. **PAPER** - Request a paper copy of the Prospectus and the personalised Application Form by contacting the Company’s Share Registry, Automic on 1300 288 664 (within Australia) or: +61 2 9698 5414 (outside Australia).



To download your application form you have the following 3 choices:

I already have an online account with the Automic Share registry	I don't have an online account with Automic and wish to register for one	I don't have an online account with Automic – but wish to use Automic for this Offer only
<p>https://investor.automic.com.au</p> <p>Select: "Existing Users Sign In".</p> <p>Once you have successfully signed in, click on "Documents and Statements".</p> <p>Download the Prospectus and Application Form. Submit your payment using the payment details provided on your personalised Application form.</p> <p>Do not return your Application form.</p>	<p>https://investor.automic.com.au/#/sign-up</p> <p>Select Elixinol Wellness Limited from the dropdown list in the ISSUER field.</p> <p>Enter your holder number SRN / HIN (from your latest Holding Statement). Enter a single identifying word from your holder name. Enter your Postcode (Australia) or Country of Residence (Outside Australia). Tick box "I am not a robot", then Next Complete prompts.</p> <p>Once you have successfully signed in, click on "Documents and Statements".</p> <p>Download the Prospectus and Application Form. Submit your payment using the payment details provided on your personalised Application form.</p> <p>Do not return your Application form.</p>	<p>https://investor.automic.com.au/#/logins-ah</p> <p>Select Elixinol Wellness Limited from the dropdown list in the ISSUER field.</p> <p>Enter your holder number SRN / HIN (from your latest Holding Statement). Enter a single identifying word from your holder name. Enter your Postcode (Australia) or Country of Residence (Outside Australia). Tick box "I am not a robot", then Next Complete prompts.</p> <p>Once you have successfully signed in, click on "Documents and Statements".</p> <p>Download the Prospectus and Application Form. Submit your payment using the payment details provided on your personalised Application form.</p> <p>Do not return your Application form.</p>

If you are unable to access <https://investor.automic.com.au> online, you can obtain a copy of the terms and conditions and your application form – initially by calling Automic Group on 1300 288 664 or emailing corporate.actions@automicgroup.com.au and asking them to mail a paper copy of the terms and conditions and your application form to you free of charge. After your request has been acknowledged by Automic you will need to provide your SRN or HIN and postcode to complete this request. To accept an Offer using these paper copy documents, you will still need to make payment via BPay® or via Electronic Funds Transfer (EFT). For New Zealand shareholders please follow the instructions on your application form to make payment via Electronic Funds Transfer (EFT).

The Offer closes at 5:00 pm (Sydney time) on 25 October 2024.

Event	Date
Record Date for eligibility to participate in SPP	7.00pm (Sydney time) Wednesday 2 October 2024
Announcement Date	Thursday 3 October 2024
Prospectus despatched / Opening Date	Thursday 10 October 2024
Issue of Placement Shares and New Options under the Placement	Thursday 10 October 2024
Closing Date	Friday 25 October 2024
Announcement of results of SPP Offer	Tuesday 29 October 2024
Issue of the New Shares and New Options under SPP Offer*	Thursday 21 November 2024
Despatch of holding statements for New Shares and New Options issued under SPP Offer*	Friday 22 November 2024

Notes:

*Subject to Shareholder Approval (including possible consolidation)

The above dates relate to the SPP Offer, are indicative only and subject to change. All dates and times referenced are Sydney time. The Company reserves the right, subject to the Corporations Act and the Listing Rules, to extend these dates without prior notice including extending the last date for receipt of Application Forms, or to delay or withdraw the Offer at any time without prior notice. If withdrawn, all Application Monies for New Shares which have not been issued will be refunded (without interest) as soon as practicable.

If you have any query or question about the Offer, please contact tai.phan@vistra.com or for any other registry related matters please contact Elixinol's share registrar as follows:

For further information about how to participate in the Offer, please contact Automic.

Email: corporate.actions@automicgroup.com.au

Phone: 1300 288 664 (within Australia), or +61 2 9698 5414 (international) between 8:30 am and 7:00pm (Sydney time) Monday to Friday.

David Fenlon

Non-Executive Chair

Elixinol Wellness Limited

SAMPLE

Elect to receive communications electronically

You have received this letter by post, as you have not provided your email address or elected to receive all communications electronically. We encourage you to elect to receive shareholder communications electronically, to update your communication preference scan the QR code to visit <https://investor.automic.com.au>

