



WELL Health

WELL Health Completes Acquisition of Jack Nathan Health's Canadian Clinical Assets Begins to Operate Clinics at Wal-Mart with Intent to Grow Network, and Improve Accessibility to Quality Healthcare Across Canada

- WELL has completed the acquisition of the Canadian clinical assets from Jack Nathan Medical Corp. including a network of 13 owned and operated clinics, which generated revenue of over \$9 million in the past 12 months. The portfolio of owned and operated clinics is expected to operate profitably on an adjusted EBITDA basis in 2025, following immediate synergies with WELL's shared services program and application of WELL's clinic transformation program.
- WELL also acquired 59 licensee clinics that generate approximately \$2.2 million annually in high margin revenue and will become the model for WELL's new 'Affiliate Clinic' business stream.
- WELL has also entered into various agreements with Walmart Canada that provide a framework to support the potential expansion of WELL's clinical network within Walmart Canada's footprint of over 400 locations over time.
- The acquired clinics will be rebranded as WELL Health Medical Centres, and will reflect WELL's tech enabled approach to delivering quality healthcare over time.

VANCOUVER, BC and TORONTO, Dec. 2, 2024 /CNW/ - WELL Health Technologies Corp. (TSX: WELL) (OTCQX: WHTCF) ("**WELL**" or the "**Company**"), a digital healthcare company focused on improving health outcomes through technology and empowering healthcare providers globally, is pleased to announce the closing of the previously announced transaction (the "**Transaction**") to acquire the Canadian clinical assets of Jack Nathan Medical Corp. (TSXV: JNH) ("**Jack Nathan**"). The Transaction includes a network of 13 owned and operated primary care clinics across 10 Canadian cities and a clinic licensing business with 59 licensee clinics under WELL's new Affiliate Clinic business model.

Hamed Shahbazi, Founder and CEO of WELL, commented "This acquisition marks another significant milestone for WELL as we expand our clinical footprint to include Walmart stores in Canada. The addition of Jack Nathan's network of owned and licensee clinics strengthens WELL's position as the largest clinic owner-operator in the country and introduces a new business model that gives healthcare providers another way to partner with WELL. Through the newly acquired licensing arrangement with Walmart Canada, WELL gains a unique opportunity to deliver care conveniently in high-traffic, densely populated areas within Walmart Canada's footprint of over 400 locations, including geographies not currently served by WELL. We look forward to working with Walmart Canada for years to come."

The Transaction includes a total of 72 clinics, comprising 13 owned and operated clinics and 59 licensee clinics. This represents a slight adjustment from the originally announced clinic counts, as some clinics initially categorized as owned and operated were transitioned to the licensee model prior to close. The owned and operated clinics collectively generated over \$9 million in revenue in the past twelve months and are expected to be EBITDA-positive within the next twelve months following the closing. Meanwhile, the licensee clinics contribute over \$2.2 million in annual high-margin revenue, further enhancing WELL's financial performance and expanding its clinic network.

Dr. Michael Frankel, WELL's Chief Medical Officer, commented "We are very pleased to have begun operating healthcare clinics at Walmart stores across Canada and welcome more than 90 physicians that have joined the WELL medical family through this transaction. This expansion aligns with WELL's long-term vision of building a well-integrated, pan-Canadian network of healthcare clinics, while bringing greater value to both patients and providers."

The licensee clinics form the foundation of WELL's new primary care "Affiliate Clinic" business model. This model will allow WELL to generate high-margin rental income from clinics without directly managing their day-to-day operations. As WELL expands the Affiliate Clinic model, WELL plans to support these clinics by recruiting and placing physicians, providing comprehensive technology solutions, and offering operational support to help optimize performance. In the meantime, WELL will act as a property manager for these clinics to address operational needs. This scalable approach empowers healthcare providers to independently operate their clinics while benefiting from WELL's tools and infrastructure, aligning with WELL's mission to enhance clinic efficiency and support high-quality patient care.

The acquired clinics will be rebranded as WELL Health Medical Centres, and will reflect WELL's tech enabled approach to delivering quality healthcare.

WELL HEALTH TECHNOLOGIES CORP.

Per: "Hamed Shahbazi"

Hamed Shahbazi

Chief Executive Officer, Chairman and Director

About WELL Health Technologies Corp.

WELL's mission is to tech-enable healthcare providers. We do this by developing the best technologies, services, and support available, which ensures healthcare providers are empowered to positively impact patient outcomes. WELL's comprehensive healthcare and digital platform includes extensive front and back-office management software applications that help physicians run and secure their practices. WELL's solutions enable more than 38,000 healthcare providers between the US and Canada and power the largest owned and operated healthcare ecosystem in Canada with over 200 clinics supporting primary care, specialized care, and diagnostic services. In the United States WELL's solutions are focused on specialized markets such as the gastrointestinal market, women's health, primary care, and mental health. WELL is publicly traded on the Toronto Stock Exchange under the symbol "WELL" and on the OTC Exchange under the symbol "WHTCF". To learn more about WELL, please visit: www.well.company.

Forward-Looking Statements

This news release contains "Forward-Looking Information" within the meaning of applicable Canadian securities laws, including, without limitation: information regarding the Transaction and the Company's goals, strategies and growth plans with respect to the operated and licensed clinics. Forward-Looking Information is necessarily based upon a number of estimates and assumptions that, while considered reasonable by management, are inherently subject to significant business, economic and competitive uncertainties, and contingencies. Forward-Looking Information generally can be identified by the use of forward-looking words such as "may", "should", "will", "could", "intend", "estimate", "plan", "anticipate", "expect", "believe", "goal" or "continue", or the negative thereof or similar variations. Forward-Looking Information involves known and unknown risks, uncertainties and other factors that may cause future results, performance, or achievements to be materially different from the estimated future results, performance or achievements expressed or implied by the Forward-Looking Information and the Forward-Looking Information is not a guarantee of future results or performance. WELL's comments expressed or implied by such Forward-Looking Information are subject to a number of risks, uncertainties, and conditions, many of which are outside of WELL's control, and undue reliance should not be placed on such information. Forward-Looking Information are qualified in their entirety by inherent risks and uncertainties, including: that the revenue and margins generated by the new Affiliate Clinic model may be different than anticipated; that WELL's role in supporting the Affiliate Clinics may be different than anticipated; WELL's ability to successfully integrate the newly acquired clinics into its clinic network; WELL's ability to develop and maintain its commercial relationship with Wal-Mart Canada Corp.; direct and indirect material adverse effects from adverse market conditions; risks inherent in the primary healthcare sector in general; regulatory and legislative changes; litigation risk; that future results may vary from historical results; an inability to realize the expected benefits and synergies of acquisitions; that market competition may affect the business, results and financial condition of WELL and other risk factors identified in documents filed by WELL under its profile at www.sedar.com, including its most recent Annual Information Form and its most recent Management, Discussion and Analysis. Except as required by securities

law, WELL does not assume any obligation to update or revise any forward-looking information, whether as a result of new information, events or otherwise.

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