Securities Trading Policy

Doctor Care Anywhere Group PLC

Adopted by the Board on 2 December 2020

1 Securities Trading Policy

Doctor Care Anywhere Group PLC (**Doctor Care Anywhere**) has adopted this Securities Trading Policy in order to comply with ASX Listing Rule 12.9.

It covers the following things that all DCA team members, including the Executive Group and the Board, need to be aware of:

(a) no insider trading;

(b) no trading except in specified Trading Windows;

(c) no short term or speculative trading;

(d) restrictions on the use of derivatives; and

(e) specified individuals must obtain prior written approval to trade and comply with a number of additional requirements as set out in this policy.

2 Purpose and application of this policy

(a) Doctor Care Anywhere is committed to its reputation as one of the world's leading healthcare companies. This includes ensuring that public confidence is maintained in the policies relating to the trading in its Securities.

This policy is intended to assist each Doctor Care Anywhere Person to comply with their legal obligations relating to Securities trading, particularly while they are in possession of non-public information. It has been prepared to meet the requirements of ASX Listing Rules 12.9 and 12.12. It should be read in conjunction with the Company's Code of Conduct.

(b) This policy applies to every Doctor Care Anywhere Person.

(c) You should be aware that this policy also applies to other companies' Securities if you have Inside Information. If you are in doubt about this, you should check with the Company Secretary.

(d) If you breach insider trading laws, you could be fined, sued and/or imprisoned. The maximum penalty for this offence is ten years' imprisonment and/or an AUD$450,000 fine. Compliance with this policy, and the Company's Code of Conduct, is also a condition of your employment, and breaches of this policy may result in disciplinary action and/or summary termination of your appointment or employment.

3 Insider Trading

3.1 Insider Trading Definition

It is an offence under the Corporations Act to trade using inside information, or communicate inside information to others who will, or are likely to, trade on the inside information. This means that a Doctor Care Anywhere Person who possesses inside information (whether of Doctor Care Anywhere or another company) must not:

(i) apply for, acquire or dispose of relevant Securities, or agree to do so;

(ii) permit, procure, encourage or induce another person (including e.g. a self-managed superannuation fund, company or family trust) to do any of the above things; or

(iii) directly or indirectly communicate the inside information to any other person, if the Doctor Care Anywhere Person knows (or ought to know) that the other person may use the information to do any of the above things.

3.2 What is Inside Information?

(a) '**Inside Information**' is information that is not generally available and, if it was generally available, a reasonable person would expect it to have a material effect on the price or value of the relevant Securities. In simple terms, this means information which might influence someone to decide whether or not to buy or sell the Securities. Examples could include information relating to:

(i) financial performance (e.g. sales or profit of the Company or a division);

(ii) a material acquisition or disposal of assets, or takeover or merger;

(iii) an actual or proposed dividend or change in dividend policy;

(iv) an actual or proposed new share issue or change to capital structure;

(v) the entry into or termination of a material contract;

(vi) a material claim or other unexpected liability; or

(vii) a significant change in senior management. Inside Information can include matters which are still in draft or not yet certain, and may include hints or rumours.

(b) Information is not Inside Information if:

(i) it consists of a 'readily observable' matter; i.e. it is known, obvious or in the public domain;

(ii) it has been brought to the attention of investors by an ASX announcement and a reasonable period for its dissemination has elapsed since the announcement; or

(iii) it consists of observations, deductions, conclusions or inferences made or drawn from other generally available information.

(c) Information can come from any source Inside Information does not have to be obtained from Doctor Care Anywhere. It does not matter how or from where a Doctor Care Anywhere Person obtains the information.

4 Permitted Trading

(a) As set out below, you may only trade in the company's Securities in designated Trading Windows.

(b) It is your responsibility to know when Trading Windows are open. If you are in doubt, you should check with the Company Secretary before trading Doctor Care Anywhere Securities.

(c) As an indication only, Trading Windows of around 4 weeks' duration are likely to be approved following the release to ASX of certain key announcements, namely:

(i) quarter 1 and 3 results;

(ii) half and full year results;

(iii) after the company's Annual General Meeting; and

(iv) following other material company communications.

(d) In certain rare circumstances, Doctor Care Anywhere People may be given clearance to dispose of Doctor Care Anywhere Securities where they would otherwise be restricted. Those circumstances include where the person;

(i) is in severe financial hardship or other exceptional circumstances apply (e.g. a bona fide family settlement);

(ii) is not actually in possession of Inside Information in relation to Doctor Care Anywhere Securities;

(iii) has obtained the prior written approval of the Company Secretary (or, in the case of the Company Secretary, the Chief Executive Officer); or

(iv) if the trade does not involve a change in beneficial ownership, and does not require disclosure to ASX.

5 Short Term or Speculative Trading

Except as stated below, Doctor Care Anywhere People must not deal in the same Doctor care Anywhere Securities within a 6 month period (e.g. sale of Doctor Care Anywhere shares within 6 months after their purchase is prohibited by this policy).

Provided you do not possess Inside Information, this prohibition does not restrict the sale of Doctor Care Anywhere Securities within 6 months following the vesting of, or exercise of, options under an employee share scheme (e.g. an option plan, restricted share plan or share purchase plan). Doctor Care Anywhere People are not permitted to "short sell" Doctor Care Anywhere Securities.

6 Restrictions on Derivatives and Margin Lending

(a) There must be no Derivatives over unvested or restricted Doctor Care Anywhere Securities.

(b) Doctor Care Anywhere People must not use, or allow to be used, any Derivatives in relation to any unvested Doctor Care Anywhere Securities or vested Doctor Care Anywhere Securities that are still subject to disposal restrictions.

(c) The use of Derivatives over unvested Doctor Care Anywhere Securities, or vested Doctor Care Anywhere Securities that are still subject to disposal restrictions, can have the effect of distorting the proper functioning of these hurdles and reduce the intended alignment with shareholders' interests.

(d) The appropriate use of Derivatives over vested and unrestricted Doctor Care Anywhere Securities can encourage longer term holding of Doctor Care Anywhere Securities and therefore increase alignment with shareholders' interests.

Accordingly, once Doctor Care Anywhere Securities have vested and are not otherwise subject to disposal restrictions, Derivatives may be used in relation to those Securities.

(e) Notwithstanding the above, the use of Derivatives over vested Doctor Care Anywhere Securities, like any other trading in Doctor Care Anywhere Securities, must comply with the law and with the other provisions of this policy, including in relation to short term trading, Trading Windows and applicable notification and approval procedures.

7 Employee Share Schemes

As a result of an exception under the law, the insider trading prohibitions do not prevent a Doctor Care Anywhere Person who is in possession of Inside Information from applying for/acquiring Doctor Care Anywhere Securities under a Doctor Care Anywhere employee equity incentive scheme (e.g. an option plan, restricted share plan, or share purchase plan). However, if the Doctor Care Anywhere Person has Inside Information, or is outside of a designated Trading Window, the legal prohibitions will still prevent the Doctor Care Anywhere Person from subsequently disposing of the Securities until the Inside Information has become generally available.

8 Additional Director and Leadership Team Requirements

8.1 Director and Leadership Team Obligations

(a) Each Director, the CEO, and Leadership team member (in this policy, the 'Senior Leadership Group') needs to take special care in relation to dealing Doctor Care Anywhere Securities due to the potential for adverse public perceptions to be formed.

(b) Each year the Senior Leadership Group is required to confirm to the Company Secretary in writing that they are aware of, understand and have complied with this policy. They are also required to provide the holder identification number (HIN) and/or shareholder reference number (SRN) in respect of all relevant holdings of Doctor Care Anywhere Securities.

8.2 Prior Notification and Approval Procedure

(a) Each member of the Senior Leadership Group who wishes to trade in Doctor Care Anywhere Securities must first seek approval in writing from the Company Secretary of Doctor Care Anywhere (or delegate). In the case of the Company Secretary, approval must be obtained from the CEO. In the case of the Chair, consent must be obtained from the Chair of the Audit and Risk Committee.

(b) Approval to trade will be confirmed in writing and is valid for five business days (inclusive of the approval date) unless otherwise stated. Trading must not occur until approval has been granted in writing.

(c) Approval is conditional on a confirmation of trade being provided to Company Secretariat within two days of the trade occurring.

(d) It should be noted that approval of proposed trading is intended as a compliance monitoring function only, and is never an endorsement of the proposed trade or a confirmation regarding the absence of Inside Information. Individuals remain responsible for their own investment decisions and their compliance with the law (including the insider trading prohibitions) and this policy.

(e) In relation to Securities trading by close family members of the Senior Leadership Group, you should be aware of the negative perceptions that could arise if your family members trade Doctor Care Anywhere Securities other than during a designated Trading Window. It is recommended that the Senior Leadership Group makes family members aware of this policy and encourages them to avoid trading outside Trading Windows

(f) The Senior Leadership Group does not need to follow the formal notification and approval procedure required by this policy where the disposal or acquisition of Securities arises from:

(i) the acceptance of a takeover offer or equal access buyback;

(ii) the disposal of rights, or acquisition of Securities, pursuant to a pro rata issue;

(iii) an acquisition of Securities pursuant to a dividend reinvestment plan;

(iv) the indirect or incidental trading that occurs as a result of trading units or shares in a managed investment scheme, listed investment company, exchange-traded fund or similar investment vehicle.

(g) The Company Secretary may, from time to time, require other Doctor Care Anywhere Persons to comply with the prior notification and approval process applying to the Senior Leadership Group (e.g. when they have access to information about, or are working on, a particular market sensitive matter).

8.3 Restrictions applicable to financing equity

(a) Financing equity poses risks to the compliance of the Senior Leadership Group with this policy, particularly where the terms of the financing arrangements may place these persons in a position of conflict with their obligations under this policy and/or with the insider trading laws (e.g. if a call is made under a margin loan which results in Securities being sold while the relevant person possesses Inside Information).

Accordingly, the following requirements apply in relation to financing arrangements with respect to Doctor Care Anywhere Securities or Securities that are blacklisted:

(i) before entering into a financing arrangement, the relevant individual within the Senior Leadership Group must follow the notification and approval procedure outlined above; and

(ii) they must ensure that the terms of the financing arrangements do not require, or allow for, the disposal of the relevant Securities at any time when this policy would prohibit the person from trading the relevant Securities (e.g. including an express prohibition on disposal being required or allowed in those circumstances)

(iii) they must promptly inform the Company Secretary of Doctor Care Anywhere (or, in his or her absence, the Chief Executive Officer) of any call that is made under the financing arrangements, and of the terms of that call).

(b) Doctor Care Anywhere may publicly disclose the terms and nature of any financing arrangements to which a Doctor care Anywhere director is a party, and the terms and circumstances of any call made or likely to be made under those arrangements.

8.4 Special Requirements for Directors

Doctor Care Anywhere is required by law to disclose trading in its Securities by its directors, within a prescribed period after trades occur. In order to facilitate Doctor Care Anywhere's compliance with its disclosure and reporting obligations, each director of Doctor Care Anywhere must notify the Company Secretary as soon as practicable after any trading in Doctor Care Anywhere Securities occurs and, in any case, no more than two days afterwards. Doctor care Anywhere may also publicly disclose any Derivative positions over Doctor Care Anywhere Securities taken out by a Doctor Care Anywhere director. These disclosures may be made irrespective of whether or not they are technically required by the ASX Listing Rules or the Corporations Act or similar applicable legislation. The ASX Listing Rules do not permit participation by directors or their closely related parties in the Company's dividend reinvestment plan.

9 Key Terms Used in this Policy

(a) **Derivative** means:

(i) derivatives within the meaning given in section 761D of the Corporations Act (such as options, forward contracts, swaps, futures, warrants, caps and collars); and

(ii) any other transaction in financial products that operates to limit the economic risk associated with holding the relevant securities.

(b) **Security** includes shares, options, rights, debentures, interests in a managed investment scheme, Derivatives and other financial products covered by section 1042A of the Corporations Act.

(c) **Trade** or **Trading** includes an acquisition or disposal of Securities, or the grant of any encumbrance over the Securities, or the engagement in any other transaction involving a beneficial interest or a change in beneficial ownership of the Securities, or the entry into any agreement to do any of the above things.

(d) **Trading Window** means the times during the year, as approved by the Board, when Doctor Care Anywhere People may trade in the company's Securities.

(e) **Doctor Care Anywhere** means Doctor Care Anywhere Group.

(f) **Doctor Care Anywhere Person** means all directors, officers and employees, and also any contractor or consultant whose terms of engagement with the company apply this policy to them, and it also includes a company or trust controlled by any of these persons. The spouse or common law partner of any of the people noted in this definition are also considered to be a Doctor Care Anywhere Person for the purposes of this Policy.

(g) **Doctor Care Anywhere Securities** includes Doctor Care Anywhere shares, notes, options, rights, debentures, and other securities.