



Disclosure Committee Charter

Telix Pharmaceuticals Limited
ACN 616 620 369

Adopted by the Board
effective on 13 November 2024*

1 Purpose and authority

1.1 Purpose

The purpose of this Disclosure Committee Charter (**Charter**) is to specify the authority delegated to the Disclosure Committee (**Committee**) by the board of Directors (**Board**) of Telix Pharmaceuticals Limited (**Telix**) and to set out the role, responsibilities, membership and operation of the Committee.

This Charter should be read in conjunction with Telix's Continuous Disclosure Policy. Telix has securities listed on the ASX Limited (**ASX**), the Nasdaq Stock Market (**Nasdaq**) and the Singapore Exchange (**SGX**) (**Relevant Exchanges**), with each Relevant Exchange having listing rules (**Listing Rules**), including in respect of Telix's disclosure obligations.

1.2 Authority

The Committee is a committee of the Board established in accordance with Telix's constitution. It has the authority delegated to it by the Board, and the power to undertake the roles and exercise the responsibilities as set out in this Charter and under any separate resolutions of the Board from time to time.

1.3 Price Sensitive Information

Telix must, subject to the disclosure exceptions set out in applicable Listing Rules, immediately notify the market of any information or development related to its business of which Telix becomes aware that a reasonable person would expect to have a material effect on the price or value of its securities.

This information is referred to as "Price Sensitive Information". Materiality is assessed having regard to all the relevant background information, including past announcements that have been made by Telix and other generally available information.

2 Membership of the Committee

2.1 Composition and size

The Committee will comprise the:

- (a) Chairperson of the Board;
- (b) Managing Director and Group Chief Executive Officer (**CEO**);
- (c) Group Chief Financial Officer (**CFO**);
- (d) Group Company Secretary; and
- (e) Chair of the Audit and Risk Committee for financial related disclosures.

Non-Committee members, including members of management, may attend meetings of the Committee at the invitation of the Committee Chairperson. Directors who are not Committee members are entitled to attend Committee meetings and receive Committee papers where there is no conflict of interest.

2.2 Secretary

The Group Company Secretary (or delegate) is the secretary of the Committee and must attend all Committee meetings.

3 Committee's role

The Committee's role is to receive information that may constitute Price Sensitive Information and will (as appropriate):

- (a) review the information in question and determine whether it is Price Sensitive Information that is required to be disclosed to a Relevant Exchange and the United States Securities and Exchange Commission (**SEC**);
- (b) urgently seek any advice that is needed to assist the Disclosure Committee to interpret the information;

- (c) inform the Board, as necessary;
- (d) consider whether it is necessary to seek a trading halt; and
- (e) coordinate the actual form of disclosure with the relevant members of management and Directors and confirm the approval by all required persons of the proposed disclosure.

All announcements under the Listing Rules must be approved by the Disclosure Committee before the announcement is made or disclosure released through the Group Company Secretary. The exceptions to this rule are market announcements relating to matters reserved for the Board outlined in this Charter or administration notices which can be approved by the Group Company Secretary.

All announcements to a Relevant Exchange and SEC filings will be made in accordance with Telix's Continuous Disclosure Policy.

4 Committee's responsibilities

The Committee's responsibilities include:

- (a) ensuring Telix complies with its continuous disclosure obligations;
- (b) reviewing information which is brought to its attention to determine if there is a disclosable matter and, if so, whether any Listing Rule non-disclosure exception applies;
- (c) referring any announcement which the Committee considers to be a matter of significance to the Board for consideration;
- (d) consider whether it's necessary to seek a trading halt to facilitate an orderly, fair and informed market in Telix's securities or to manage disclosure issues;
- (e) overseeing Telix's response to any Relevant Exchange 'query' letter or ASIC, SEC or other regulatory authority infringement notice (in consultation with the Board where appropriate); and
- (f) coordinate the form of disclosure with the relevant members of management.

5 Matters reserved for the Board

Board input and approval will be required in respect of matters that are clearly within the reserved powers of the Board (and responsibility for which has not been delegated to management) or matters that are otherwise of real significance to Telix. Such matters will include:

- (a) issuing of market guidance;
- (b) profit upgrades or downgrades;
- (c) dividend policy, guidance or declarations;
- (d) periodic reporting of financial results;
- (e) material transactions (such as acquisitions, disposals, entry into material contracts or capital raisings);
- (f) material operational developments; and
- (g) any other matters that are determined by the Board or Committee to be of fundamental significance to Telix, including reputational matters.

In the event that an announcement that would ordinarily require Board approval must immediately be disclosed to the market in order for Telix to comply with its continuous disclosure obligations, all reasonable efforts must be made to have the announcement urgently considered and approved by the Board prior to release. However, if such approval cannot be obtained, the Committee may authorise disclosure to ensure compliance with the continuous disclosure laws. The announcement must then be considered by the Board at the first possible

opportunity following its release to determine what, if any, further steps need to be taken by Telix.

6 Rights of access and authority to management

The Committee has rights of access to management and has the authority to:

- (a) require management or others to attend meetings and to provide any information or advice that the Committee requires;
- (b) access Telix's documents and records; and
- (c) obtain advice and input from counsel, accountants and other experts, without seeking approval of the Board or management (where the Committee considers such action necessary or appropriate).

Relevant information will be distributed to Committee members as it becomes available.

7 Review

The Board will conduct a review of this Charter at least annually.

8 Administrative matters and procedures

The proceedings of the Committee will be conducted in accordance with provisions set out in Annexure 1.

Annexure 1 Administrative matters and procedures

Meetings

The Committee meets as required and may meet at short notice where necessary. Decisions of the Committee may be made electronically (including by telephone, email or other electronic means).

At the end of each reporting period, the Board will disclose the number of times the Committee met throughout that reporting period and the individual attendance of each Committee member at those meetings.

Quorum

The quorum is at least 2 members, including the Chairperson of the Board or Chair of the Audit and Risk Committee.

Rapid response

If the Chairperson of the Board and Chair of the Audit and Risk Committee are not available, the decision may be made by any 2 of the CEO, CFO, the Group Company Secretary and the Group General Counsel (preferably including the CEO) (in consultation with other members of the Board if practicable). They may obtain any advice that is needed for these purposes, subject to compliance with Telix's continuous disclosure obligations.

Convening and notice of meeting

Where practicable, notice of each meeting confirming the venue, date and time together with an agenda of items to be discussed and supporting documentation will be circulated by the Group Company Secretary to each Committee member and any other individual invited to attend. There is no minimum notice period and acknowledgement of receipt of notice by all members is not required before the meeting may be validly held.

Attendance by management and advisors

The Committee Chairperson may invite any person from time to time to attend meetings of the Committee. The Committee may request management and others to provide such input and advice as is required.

Minutes

Minutes of meetings of the Committee must be kept by the Group Company Secretary and, after approval by the Committee Chairperson must be entered into a minute book maintained for that purpose and be open at all times for inspection by any Director.

Reporting

It is intended that a report of the actions of the Committee or a copy of the minutes of the Committee meeting or both will be included in the Board papers for the next Board meeting following a meeting of the Committee.

The Committee must refer any matter of significant importance to the Board for its consideration and attention.