



Announcement Summary

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**Entity name**

TELIX PHARMACEUTICALS LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

13/1/2025

**The Proposed issue is:**

A placement or other type of issue

**Total number of +securities proposed to be issued for a placement or other type of issue**

<b>ASX +security code</b>	<b>+Security description</b>	<b>Maximum Number of +securities to be issued</b>
New class-code to be confirmed	ImaginAb acquisition performance rights.	3,914,631
TLX	ORDINARY FULLY PAID	2,318,255

**Proposed +issue date**

31/1/2025

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

TELIX PHARMACEUTICALS LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

**1.2 Registered Number Type**

ACN

**Registration Number**

616620369

**1.3 ASX issuer code**

TLX

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

13/1/2025

**1.6 The Proposed issue is:**

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

**7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?**

No

Part 7B - Issue details

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

Existing class

**Will the proposed issue of this +security include an offer of attaching +securities?**

No

Details of +securities proposed to be issued

**ASX +security code and description**

TLX : ORDINARY FULLY PAID

**Number of +securities proposed to be issued**

2,318,255

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

Upfront consideration for the ImaginAb acquisition is US\$10 million cash and US\$35 million in fully paid ordinary TLX shares (Consideration Shares). Refer ASX announcement 13 January 2025. US\$31 million of Consideration Shares will be issued at closing and US\$4 million of Consideration Shares will be issued at the end of a 15 month indemnity period, subject to set-off of any substantiated claims by Telix above a threshold amount. The number of Consideration Shares to be issued is determined by converting the 10 trading day VWAP of TLX shares up to and including 10 January 2025 to USD using the RBA conversion rate on that date and then dividing US\$35 million (assuming no substantiated claims) by the USD VWAP of TLX shares. Assuming the full USD\$35 million of Consideration Shares is issued, 2,318,255 Consideration Shares will be issued at an effective price of A\$24.3745 (or US\$15.0976) per Consideration Share.

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

57,000,000.000000

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**

Yes



**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

New class

**Will the proposed issue of this +security include an offer of attaching +securities?**

No

Details of +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

No

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

No

**ASX +security code**

New class-code to be confirmed

**+Security description**

ImaginAb acquisition performance rights.

**+Security type**

Performance options/rights

**Number of +securities proposed to be issued**

3,914,631

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

Performance Rights represent rights to TLX shares to the value of up to US\$60 million in aggregate on the achievement of certain Milestone Events. The Performance Rights will be issued in four tranches of US\$15 million, corresponding to four Milestone Events. Refer to ASX announcement 13 January 2025. As and when Milestone Events are satisfied, Performance Rights will be settled by the issue of TLX shares or cash (at Telix's election). The number of any TLX shares to be issued will be calculated by converting the USD amount of the relevant Performance Rights to AUD using the RBA conversion rate at the time the Milestone Event is satisfied and dividing that amount by the 20 trading day VWAP of Telix shares at the time. Each Performance Right will have a USD face value that most closely reflects the value of 1 Telix share at the time of issue. If issued on 13 January 2025, approximately 3,914,631 Performance Rights would be issued and each would have a face value of US\$15.3271.

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

97,000,000.000000

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

Yes



## Performance options/rights details

<b>+Security currency</b>	<b>Exercise price</b>	<b>Expiry date</b>
USD - US Dollar	USD 0.0000	31/1/2030

**Details of the type of +security that will be issued if the option is exercised**

TLX : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

Assuming satisfaction and conversion on 13 January 2025, 3,914,631 TLX shares would be issued on conversion of Performance Rights.

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

Refer ASX announcement dated 13 January 2025.

## Part 7C - Timetable

**7C.1 Proposed +issue date**

31/1/2025

## Part 7D - Listing Rule requirements

**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**  
No

**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**  
Yes

**7D.1b ( i ) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

2,318,255 Consideration Shares and 3,914,631 Performance Rights.

**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**  
No

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**  
No

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**  
No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**  
Yes

**7D.4a Please enter the number and +class of the +securities subject to +voluntary escrow and the date from which they will cease to be subject to +voluntary escrow**

The USD\$31 million of Consideration Shares issued at closing will be subject to voluntary escrow restrictions for a period of 60 days (33.3%), 90 days (33.3%) and 120 days (33.3%) from the date of their issue. The up to USD\$4 million of Consideration Shares to be issued 15 months after closing will not be subject to voluntary escrow restrictions. The Performance Rights are non-transferrable, except in certain limited circumstances.



Part 7E - Fees and expenses

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**7E.1 Will there be a lead manager or broker to the proposed issue?**

No

**7E.2 Is the proposed issue to be underwritten?**

No

**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**

N/A.

Part 7F - Further Information

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**7F.01 The purpose(s) for which the entity is issuing the securities**

As closing consideration (Consideration Shares) and contingent consideration (Performance Rights) in connection with the acquisition of assets and rights from ImaginAb Inc. Refer to TLX's ASX announcement of 13 January 2025.

**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

No

**7F.2 Any other information the entity wishes to provide about the proposed issue**

N/A

**7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:**

The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)