



People Committee Charter

Telix Pharmaceuticals Limited
ACN 616 620 369

Adopted by the Board effective
on 11 December 2025*

1 Purpose and authority

1.1 Purpose

The purpose of this Committee Charter (**Charter**) is to specify the authority delegated to the People 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.

1.2 Authority

The Committee is a committee of the Board established in accordance with Telix's constitution and authorized by the Board to assist it in fulfilling its statutory, fiduciary and regulatory responsibilities. It has the authority and power to exercise the role and responsibilities set out in this Charter and granted to it under any separate resolutions of the Board from time to time.

2 Membership of the Committee

2.1 Composition and size

The Committee will comprise:

- (a) only Non-Executive Directors;
- (b) only independent Directors; and
- (c) a minimum of three members of the Board.

The Board may appoint additional Directors to the Committee or remove and replace members of the Committee by resolution. Members may withdraw from membership by written notification to the Board.

Each member is expected to possess skills and experience to carry out his or her responsibilities as a member of the Committee.

Committee members must devote the necessary time and attention for the Committee to carry out its responsibilities.

Non-Committee members, including members of management, may attend all or part of a meeting of the Committee at the invitation of the Committee Chair. 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 Committee Chair

The Committee Chair should be an independent Non-Executive Director. The Board has adopted a definition of independence as set out in the Board Charter. The Committee Chair is appointed by the Board.

If, for a particular Committee meeting, the Committee Chair is not present, the Committee may appoint a Chair for the meeting.

2.3 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 assist the Board in discharging its oversight responsibilities in relation to:

- (a) Telix and its subsidiary entities (**Group**) people and culture, and remuneration policies and practices to ensure they are aligned with Telix's purpose, values, strategic objectives and risk appetite;
- (b) the remuneration for Directors, including the Group Chief Executive Officer (**CEO**) (subject to shareholder approval as applicable);

- (c) the appointment, succession planning, remuneration and performance of the Group Chief Financial Officer (**CFO**) and other members of the Group Executive Team(**GET**) (as recommended by the CEO), including executive key management personnel (as defined in section 9 of the Corporations Act and under AASB 124 *Related Party Disclosures*) ();
- (d) assisting the Chair of the Board in the annual performance review of the CEO;
- (e) the Group's workplace belonging program; and
- (f) the Group's workplace health and safety program.

4 Committee's responsibilities

The Committee's key responsibilities are:

4.1 People and culture

- (a) reviewing and overseeing the Group's key people and organizational culture strategies and initiatives, and their alignment with the Group's purpose, strategy and values;

4.2 Remuneration

- (a) reviewing and making recommendations to the Board on:
 - (i) the Group's remuneration framework and policies to confirm that they:
 - A. support Telix's strategic objectives and long-term financial soundness;
 - B. encourage and sustain a culture aligned with Telix's purpose, strategy and values; and
 - C. are aligned with the Group's risk management framework and risk appetite;
 - (ii) the remuneration of Non-Executive Directors (including fees, equity and other benefits);
 - (iii) the remuneration arrangements, including fixed, short-term and long-term remuneration arrangements (including performance targets applicable to any incentive and/or equity plans and the level and nature of participation in the Group's incentive and/or equity plans) of the CEO and other GET members. The CEO will not be present during voting or deliberations on his or her compensation;
 - (iv) the remuneration outcomes for the CEO and other GET members, including whether the Board should consider exercising any discretion in respect of awards;
- (b) overseeing the Group's compliance obligations in relation to the remuneration of key management personnel and other Group employees;
- (c) overseeing the establishment and implementation of the remuneration framework applied across the Group (including remuneration policies and plans for the Group);
- (d) recommending to the Board any changes to the overall Group policy regarding remuneration;
- (e) delegating power for the operation and administration of all Group incentive and equity plans to management (as appropriate), within the approved remuneration framework;
- (f) overseeing management's preparation of the annual remuneration report for inclusion in the Group's annual reports; and
- (g) monitoring and providing input to the Board regarding the perspective of external proxy advisers and shareholders on the remuneration policies, practices and the annual remuneration report of Telix;

4.3 Senior management appointment and succession planning

- (a) approving the appointment of the CFO and other GET members (other than the CEO), and the general terms of their employment contracts on appointment, any changes to these arrangements, including any termination arrangements;
- (b) overseeing the succession plans and processes for GET members (other than the CEO); and
- (c) reviewing talent management within the Group generally;

4.4 CEO and senior management annual performance review

- (a) assisting the Chair of the Board in the annual performance review of the CEO; and
- (b) overseeing the annual performance review of other GET members;

4.5 Workplace belonging

- (a) overseeing Telix's workforce belonging program on an annual basis and providing recommendations to the Board;

4.6 Workplace health and safety

- (a) overseeing the Group's workplace health and safety program to ensure compliance with applicable laws and alignment to the Group's culture strategies and providing recommendations to the Board;

4.7 Other

- (a) approving the appointment of remuneration consultants for the purposes of the Corporations Act and other applicable laws; and
- (b) performing any other duties and undertaking or overseeing any specific projects as the Board may from time to time request.

5 Reporting and disclosure

The Committee will:

- (a) liaise with the Audit and Risk Committee and the Board in relation to Telix's remuneration-related reporting, including in its financial statements; and
- (b) approve an annual remuneration report containing information on Telix's remuneration policy, practices and make recommendations to the Board for the inclusion in Telix's annual reports.

The Committee Chair, or if they are unavailable, a Committee member, will attend Telix's annual general meetings to respond to any shareholder questions on the Committee's activities or, if appropriate, Telix's remuneration arrangements.

6 Access to information and advisers

The Committee shall have direct access to all resources necessary, at its sole discretion, to discharge its duties and responsibilities, including engaging counsel, accountants or other experts as it considers appropriate. This may include requesting management, or engaging external remuneration consultants, to provide information to the Committee.

The Committee shall be directly responsible for the appointment, compensation and oversight of the work of any external remuneration consultant, legal counsel and other advisor retained by the Committee. The Committee is empowered, without further action by the Board, to cause Telix to pay the compensation, as determined by the Committee, of any remuneration consultant, legal counsel and other advisor retained by the Committee. The Committee may select, or receive advice from, an external remuneration consultant, legal counsel or other advisor only after taking into consideration the applicable factors affecting the independence of such an advisor as specified under applicable law.

The Committee also has the authority to conduct or direct any investigation required to fulfil its responsibilities.

7 Review

The Committee will conduct a review of this Charter at least annually and recommend any proposed amendments to the Board for approval.

Annexure 1 Administrative matters and procedures

Meetings

The Committee will meet as often as the Committee members deem necessary in order to fulfil their role. However, it is intended that the Committee will normally meet four times per year.

Committee members may attend meetings in person or by telephone or video conference.

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.

Convening and notice of meeting

Any member may, and the Group Company Secretary must upon request from any member, the auditor or the Chair of the Board, convene a meeting of the Committee.

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.

Minutes

Minutes of meetings of the Committee must be kept by the Group Company Secretary and, after approval by the Committee Chair 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.

The Committee Chair will, if requested, provide a brief oral report as to any material matters arising out of the Committee meeting. All Directors may, within the Board meeting, request information of members of the Committee.