Nomination Committee Charter

Telix Pharmaceuticals Limited
ACN 616 620 369

Adopted by the Board effective
on 11 December 2025*

* Australian Eastern Time

1 Purpose and authority

1.1 Purpose

The purpose of this Committee Charter (**Charter**) is to specify the authority delegated to the Nomination 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;

(c) a minimum of three members of the Board; and

(d) an independent Director as Chair.

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 will be the Chair of the Board, or in the absence of the Chair of the Board, an independent director appointed by the members present to chair 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 responsibilities, having regard to Telix and its subsidiary entities (**Group**) purpose and strategy, in relation to:

(a) the size, composition and organization of the Board and Board Committees;

(b) Board succession planning, including Non-Executive Director appointments, elections and re-elections of Chair of the Board appointment, and appointment of the Group Chief Executive Officer (**CEO**);

(c) the process for evaluation of Board and Committee performance;

(d) the approval of the appointment and removal of the Group Company Secretary; and

(e) induction and ongoing development for Directors.

4 Committee's responsibilities

The Committee's key responsibilities are:

4.1 Board and Committee composition, organization and competencies

(a) reviewing and making recommendations to the Board in relation to Board composition and competencies (reflected in the Board skills matrix), including regularly reviewing the size and composition of the Board and the mix of skills, competencies, knowledge and experience, diversity and independence represented by Directors on the Board, and determine whether the composition and mix remain appropriate for the Group's purpose and strategy and whether they cover the skills needed to address existing and emerging business and governance issues relevant to the Group; and

(b) reviewing and making recommendations to the Board on the structure and membership of the Board's standing Committees;

4.2 Non-Executive Director Independence

(a) overseeing the assessment of, and making recommendations to the Board in relation to the independence of Non-Executive Directors on appointment and then annually as soon as practicable whenever any new material interests or relationships are disclosed by a Director;

4.3 Board succession

(a) overseeing the succession planning process for the identification and evaluation of suitable candidates for appointment to the Board (including the CEO), the position of Chair of the Board and each of the Board's standing committees;

(b) making recommendations to the Board on candidates it considers appropriate for appointment to the Board. In doing so, the Committee:

  (i) will establish processes for the selection of suitable candidates for appointment to the Board which will include an assessment of the candidate's credentials, independence, experience, skills and competencies as against the Group's purpose and strategy;

  (ii) may seek assistance from appropriately qualified independent consultants; and

  (iii) will arrange for, and consider, appropriate checks and searches of the candidate before making recommendations to the Board, including checks to the person's character, experience, education, criminal record and bankruptcy history.

(c) making recommendations to the Board in respect of a candidate it considers suitable for appointment to the role of CEO and their terms and conditions of appointment, following assessment of the candidate's credentials, experience, skills, competencies and commitments and completion of appropriate background checks on the recommended candidate;

(d) making recommendations to the Board on Non-Executive Directors it considers appropriate for election or re-election to the Board at each Annual General Meeting; and

(e) making recommendations to the Board in respect of the appointment and removal of the Group Company Secretary;

4.4 Board and Committee performance

(a) overseeing the performance evaluation process for the Board, the Board Committees and individual Directors having regard to Charters, the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations, Nasdaq Listing Rules and other applicable laws, including assisting with scheduling, at least annually, internal or external performance reviews of the Board, its Committees and individual Directors, and make recommendations to the Board;

4.5 Induction and Development

(a) overseeing the development of Director induction programs that are undertaken by each new Director, tailored to their existing skills, competencies, knowledge and experience;

(b) overseeing the ongoing education, training and development program for Directors; and

(c) in consultation with other Committees as appropriate, regularly assessing whether the

Directors as a group have the skills, knowledge and experience to effectively lead and govern Telix, engage in strategy and deal with new and emerging business risks and opportunities and governance issues. Where the Committee identifies potential gaps in skills, competencies, knowledge and experience which are not expected to be addressed in the short term by new Director appointments, the Committee will oversee the provision of relevant professional development or engagement of external subject matter experts and advisers to appropriately brief Directors.

5 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 consultants, to provide information to the Committee.

6 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.

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.