

21 April 2023

ASX Market Announcements Office
Australian Securities Exchange
20 Bridge Street
Sydney NSW 2000

Telix Pharmaceuticals Limited (TLX) – Notice of Annual General Meeting, Proxy Form & Virtual Meeting Online Guide

Telix Pharmaceuticals Limited's hybrid AGM will be held at 11.00am (Melbourne time) on Wednesday, 24 May 2023 at The Events Centre, Collins Square, 727 Collins Street, Melbourne, Victoria, 3008, and virtually at <https://meetings.linkgroup.com/TLX23>.

The following documents are attached:

- Notice of Annual General Meeting (AGM) and accompanying invitation from the Chairman
- Proxy Form
- Virtual Meeting Online Guide.

The 2022 Annual Report was previously lodged with the ASX and, along with the Notice, is also available on the Company's website www.telixpharma.com. A printed copy of the Annual Report has been mailed to all shareholders who have elected to receive a printed copy.

Yours faithfully



Genevieve Ryan
Company Secretary

This announcement has been authorised for release by the Board of Telix Pharmaceuticals Limited.

Notice of Annual General Meeting

Explanatory Notes

For personal use only



DATE OF MEETING
WEDNESDAY 24 MAY 2023

TIME OF MEETING
11.00AM (MELBOURNE TIME)

MEETING WILL BE CONVENED AT
THE EVENTS CENTRE, COLLINS SQUARE
727 COLLINS STREET, MELBOURNE VIC 3008

AND VIRTUALLY

Invitation from the Chairman

Dear Shareholder

On behalf of the Board of Directors, I am pleased to invite you to attend the upcoming Annual General Meeting (AGM) of Telix Pharmaceuticals Limited (Telix or Company). The meeting will be held at 11.00am (Melbourne time) on Wednesday, 24 May 2023 at The Events Centre, Collins Square, 727 Collins Street, Melbourne VIC 3008 (Venue), and via Telix's share registry's Virtual Meeting Online Platform at <https://meetings.linkgroup.com/TLX23>.

Shortly after opening the AGM, I will address the meeting and then our Managing Director and Group Chief Executive Officer, Dr Christian Behrenbruch, will review Telix's operations and performance over the year to 31 December 2022. We will then move through the items of business set out in this Notice of Meeting and you will have an opportunity to ask questions about the management and operations of the Company.

Items of business

The Notice of Meeting details the formal business to be dealt with at the AGM. This will be to:

1. Receive and consider the formal reports for the financial year ended 31 December 2022
2. Re-elect H Kevin McCann, AO and Dr Mark Nelson as Directors
3. Approve the issue of Performance Share Appreciation Rights (PSARs) to Dr Christian Behrenbruch, Telix's Group Managing Director and Chief Executive Officer
4. Adopt the 2022 Remuneration report

How to participate

Details of how to participate in the AGM is available on pages 13 - 15 of this Notice of Meeting, a summary of which is provided below.

Physical attendance

Shareholders attending the AGM can register from 10.15am (Melbourne time) at the Venue. Shareholders are reminded to please bring your proxy form to assist with your registration at the AGM. Shareholders will have an opportunity to meet with Directors and senior executives, prior to, and at the conclusion of, the AGM. Light refreshments will also be available.

Online attendance

Shareholders attending the AGM online via Telix's share registry's Virtual Meeting Online Platform at <https://meetings.linkgroup.com/TLX23> will be able to hear and view the meeting on your own devices, vote on resolutions, ask questions and will be treated as if you were present at the physical location of the AGM.

Voting and questions

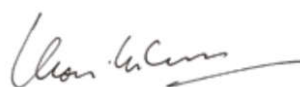
Shareholders are encouraged to lodge your vote online ahead of the AGM by visiting <https://investorcentre.linkgroup.com> and logging in to your portfolio. If you are lodging your votes via Single Holding Login you will need your holder identifier (SRN or HIN) and postcode. Alternatively, you may lodge your completed proxy form by post or fax to the number on the form. I intend to vote all proxies without voting instructions that are exercisable by me in favour of each resolution.

If you wish to submit a question to me or Telix's Auditor, PricewaterhouseCoopers (PwC), in advance of the meeting, you can lodge your questions online at <https://investorcentre.linkgroup.com>. When you have accessed your portfolio or shareholding online, select the 'Ask Question' option under 'Action'. Questions for the Company should be received by no later than 11.00am (Melbourne time) on Monday 22 May 2023. We will endeavour to respond to as many of the more frequently asked questions as possible at the AGM. You may also ask questions at the meeting.

The 2022 Annual Report can be viewed online at <https://telixpharma.com/investor-centre>. Telix's website also offers shareholders details of the latest share price, announcements made to the ASX, investor and analyst presentations and many other publications that may be of interest.

The Board considers the AGM to be an important event on our calendar and we look forward to the opportunity to update you on the Company's recent performance and answer any questions you may have.

Yours faithfully



H Kevin McCann AO

Chairman

Notice of Annual General Meeting

Telix Pharmaceuticals Limited ACN 616 620 369

Notice is given that the Annual General Meeting (AGM) of the shareholders of Telix Pharmaceuticals Limited ACN 616 620 369 (Telix or the Company) will be convened as a hybrid AGM follows:

Time:	11.00am (Melbourne time)
Date:	Wednesday, 24 May 2023
Physical location:	The Events Centre, Collins Square, 727 Collins Street, Melbourne VIC 3008
Attend online:	https://meetings.linkgroup.com/TLX23

Under rule 7.5 of the Company's Constitution, shareholders attending the AGM online will be able to hear and view the AGM on their own devices, vote on resolutions, ask questions and will be treated as if they were present at the AGM. Details of how to attend the AGM online can be found in the Virtual Meeting Online Guide lodged with the ASX and also accessible at <https://telixpharma.com/investor-centre/>.

The business to be considered at the AGM is set out below. This Notice of Meeting should be read in its entirety in conjunction with the accompanying Explanatory Notes. If you are in any doubt as to how you should vote on the resolutions, you should consult your financial or other professional adviser.

BUSINESS OF THE MEETING

1. Financial and other formal reports

To receive and consider the Financial report of the Company and the reports of the Directors and the Auditor of the Company, PricewaterhouseCoopers (PwC), for the financial year ended 31 December 2022.

2. Re-election of Directors

To consider and, if thought fit, to pass the following resolutions as **ordinary resolutions**:

- To re-elect as a Director, H Kevin McCann AO, who retires by rotation in accordance with the Company's Constitution and ASX Listing Rules, and, being eligible, offers himself for re-election
- To re-elect as a Director, Dr Mark Nelson, who retires by rotation in accordance with the Company's Constitution and ASX Listing Rules, and, being eligible, offers himself for re-election

The Chairman of the AGM intends to vote all available proxies in favour of items 2(a) and 2(b).

3. Approval of issue of Performance Share Appreciation Rights to Group Managing Director and Chief Executive Officer, Dr Christian Behrenbruch

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

That, for the purposes of ASX Listing Rule 10.14, sections 200B and 200E of the Corporations Act 2001 (Cth) (Corporations Act) and for all other purposes, approval is given for the Company to issue to the Group Managing Director and Chief Executive Officer, Dr Christian Behrenbruch (or nominee), 120,268 Performance Share Appreciation Rights (PSARs) on the terms summarised in the Explanatory Notes to this Notice of Meeting.

Voting exclusion

Under the ASX Listing Rules and the Corporations Act, the Company will disregard any votes cast in favour of item 3 by or on behalf of:

- Dr Behrenbruch; or
- any of his Associates (given the same meaning as in the ASX Listing Rules).

However, the Company will not disregard the vote if it is cast:

- as proxy or attorney for a person entitled to vote on the resolution in accordance with a direction given to the proxy or attorney to vote on the resolution in that way;
- by the Chairman of the AGM, as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the Chairman to vote on the resolution as the Chairman decides; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided that:
 - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an Associate of a person excluded from voting, on the resolution; and
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

In addition, a vote must not be cast, and the Company will disregard any votes cast, on item 3 by any member of the Company's Key Management Personnel (KMP) or any closely related party of a KMP who is appointed as a proxy for a person who is entitled to vote, where the appointment does not specify how the proxy is to vote on item 3. Closely related party is defined in the Corporations Act and includes a spouse, dependant, and certain other close family members, as well as any companies controlled by a member of the KMP.

The Chairman of the AGM intends to vote all available proxies (where the Chairman has been appropriately authorised) in favour of item 3. If you do not wish the Chairman of the AGM to vote in favour of item 3 as your proxy, it is important that you complete the voting directions in respect of those items in the proxy form.

4. Adoption of the Remuneration report

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

To adopt the Remuneration report of the Company for the financial year ended 31 December 2022.

Please note the vote on this resolution is advisory only and does not bind the Directors or the Company.

Voting exclusion

Under the Corporations Act, the following persons may not vote, and the Company will disregard any votes cast by or on behalf of the following persons, on the proposed resolution in item 4:

- any of the Company's KMP whose remuneration details are included in the Remuneration report; or
- any of that KMP's closely related parties, whether as shareholder or proxyholder.

However, the Company will not disregard the vote as a result of these exclusions if it is cast:

- as proxy for a person who is entitled to vote in accordance with a direction on the proxy form; or
- by the Chairman of the AGM as proxy for a person who is entitled to vote, and the Chairman has received express authority to vote undirected proxies as the Chairman decides.

The Chairman of the AGM intends to vote all available proxies in favour of item 4.

Dated 21 April 2023

By order of the Board



Genevieve Ryan

Company Secretary

Explanatory Notes

These Explanatory Notes have been prepared to provide shareholders with important information regarding the items of business proposed for consideration at the AGM. They form part of the Notice of Meeting and should be read in conjunction with it.

1. Financial and other formal reports

The Corporations Act requires that the Financial report of the Company and the Directors' report and Auditor's report of the Company for the year ended 31 December 2022 be laid before the AGM.

Neither the Corporations Act nor the Company's Constitution require a formal resolution on this item. Accordingly, there will be no formal resolution put to the AGM in respect of the Financial report, and the Directors' report and Auditor's report of the Company for the year ended 31 December 2022. However, shareholders will be given a reasonable opportunity to comment and raise questions with respect to these reports or the operations or performance of the Company generally at the AGM.

A reasonable opportunity will be given to shareholders at the AGM to ask the Company's Auditor questions relevant to the conduct of the audit, the preparation and content of the Auditor's report, the accounting policies adopted by the Company and the independence of the Auditor. Shareholders are encouraged to submit questions in advance of the AGM in accordance with the instruction on page 14 of this Notice.

Shareholders may view the Company's Annual Report on the Company's website at www.telixpharma.com or request a copy from the Company at any time.

2. Re-election of Directors

In accordance with rule 8.1 of the Company's Constitution and Listing Rules 14.3 - 14.5, H Kevin McCann, AO and Dr Mark Nelson will retire and, being eligible, offer themselves for re-election.

a. Re-election of H Kevin McCann, AO as Director



Kevin McCann

**Appointed Non-Executive Director and Chairman, 17 September 2017
AO BA LLB (Hons (Syd) LLM (Harvard) LL.D (Syd) (Hon) Life Fellow AICD**

Mr McCann has extensive board experience with some of Australia's most recognised companies. Mr McCann is a former corporate lawyer and experienced Chairman and Director of listed, private and government companies and agencies. Previously, Mr McCann has been Chairman of Macquarie Group and Macquarie Bank Limited, Origin Energy Limited, Healthscope Limited, the Sydney Harbour Federation Trust and a Director of Bluescope Steel. He practised as a commercial lawyer as a partner of Allens Arthur Robinson from 1970 to 2004 and was Chairman of Partners from 1995 to 2004. Mr McCann was made an Officer of the Order of Australia for services to business, corporate governance and gender equality in January 2020.

Directorships of other entities and offices

Current

- Chairman, China Matters (since 2019)
- Chair and Board Advisor, Blueprint Institute (since 2022)
- Member, Champions of Change Founding Group (since 2010)
- Trustee, Sydney Opera House (since 2019)

Recent (last 3 years)

- Director, E&P Financial Group Limited (February 2020 to November 2021)

Board Committee Membership

- Chair – People, Culture, Nomination and Remuneration Committee
- Chair – Disclosure Committee
- Member – Audit and Risk Committee

b. Re-election of Dr Mark Nelson as Director



Mark Nelson

Appointed Non-Executive Director, 17 September 2017
B.Sc (Hons) (Melb), M.Phil (Cantab), Ph.D (Melb)

Dr Nelson is Chairman and Co-Founder of the Caledonia Investments Group, and a Director of The Caledonia Foundation. He is Chairman of Art Exhibitions Australia, a Director of Kaldor Public Art Projects, Director of The Mindgardens Neuroscience Network, and serves as a Governor of the Florey Neurosciences Institute. Previously Mark was a Director of The Howard Florey Institute of Experimental Physiology and Medicine, and served on the Commercialisation Committee of the Florey Institute. Mark was educated at the University of Melbourne and University of Cambridge (UK).

Directorships of other entities and offices

Current

- Chairman, Art Exhibitions Australia (since February, 2019)
- Director, The Mindgardens Neuroscience Network (since February, 2018)
- Director, Kaldor Public Art Projects (since October, 2005)
- Governor, Florey Neurosciences Institute (since October, 2007)

Board Committee Membership

- Member – Audit and Risk Committee
- Member – People, Culture, Nomination and Remuneration Committee

Board recommendation

The Directors (other than Mr McCann and Dr Nelson in relation to their own re-election) consider that Mr McCann and Dr Nelson qualify as an independent Non-Executive Director and unanimously recommend that shareholders vote in favour of items 2(a) and (b).

Mr McCann makes no recommendation in relation to item 2(a) due to his interest in the resolution. Dr Nelson makes no recommendation in relation to item 2(b) due to his interest in the resolution. The Chairman of the Meeting intends to vote all available proxies in favour of items 2(a) and (b).

3. Issue of Performance Share Appreciation Rights to Group Managing Director and Chief Executive Officer, Dr Christian Behrenbruch

Approval is being sought from shareholders for the Group Managing Director and Chief Executive Officer, Dr Christian Behrenbruch, to receive Performance Share Appreciation Rights (PSARs) under the Company's Equity Incentive Plan on the terms below.

Background

As part of the FY2022 annual performance and remuneration review an offer of FY2023 long term variable remuneration (LTVR) in the form of PSARs is proposed to be issued to Dr Behrenbruch (Managing Director PSARs).

LTVR is remuneration that may vest subject to the achievement of performance conditions set by the Board for all PSARs issued in the relevant year with a measurement period of three years. LTVR is offered under the Telix Equity Incentive Plan as part of Dr Behrenbruch's Total Target Remuneration Package (TTRP) to build alignment between the Company's management and the Company's shareholders and other stakeholders over the long term. The offer and issue of PSARs under Telix's LTVR to Dr Behrenbruch (or nominee) is subject to shareholder approval.

Further details of Telix's remuneration practices are contained in the Remuneration report.

PSARs

PSARs are a form of right that are able to be issued under the Telix Equity Incentive Plan as an entitlement to the value of a share that only produces value when, at the time of exercise, the current market price of shares exceeds the notional exercise price. PSARs have a term of five years from the grant date and are used in place of options to minimise dilution to shareholder value and remove the need for participants to fund an exercise price, thereby encouraging executives to acquire shares in Telix.

The notional exercise price of a PSAR is not an amount payable in cash on exercise of the PSAR, but rather a notional amount used to determine the value of the PSAR (if any) at the time of exercise, by reference to the difference between the notional exercise price and the current market price of shares. The notional share exercise price is calculated as a volume weighted average price (VWAP) of shares over the 20 trading days following the announcement of the applicable full year annual results. The current market price is the daily VWAP of all shares sold on the ASX during the 20 trading days prior to the exercise. PSARs can be exercised on a cashless basis (which may be settled in cash rather than shares at the sole discretion of the Board). Shares may be issued on exercise of PSARs on a ratio that is not necessarily one share for one PSAR.

If at the time of exercise of a PSAR the current market price of shares:

- a. is more than the notional exercise price of the PSARs being exercised – then the difference in value will be paid to the participant via the allocation of shares (to be issued at the current market price); and
- b. is less than the notional exercise price of the PSARs being exercised – then the PSARs will have no value and the participant will not receive shares on exercise of the PSARs.

Details of the Managing Director PSARs

Term

The Managing Director PSARs that are the subject of resolution 3 will have a term that ends on the fifth anniversary of the date of grant of the PSARs.

The Managing Director PSARs can be exercised at any time after vesting. If not exercised during the five year term, the Managing Director PSARs will lapse.

Cost of PSARs and notional exercise price

No amount is payable by Dr Behrenbruch for the Managing Director PSARs, either in respect of their issue or exercise.

The notional exercise price for each PSAR is \$6.90, being the VWAP for the 20 trading days from lodgement of the Company's Annual Report with the ASX (on 27 February 2023) until 27 March 2023 (inclusive).

The Board determined that the 20 trading day period following the lodgement of the Company's Annual Report was a reasonable period to calculate the notional exercise price on the basis that trading in the shares after lodgement of the Annual Report is undertaken with the most current financial information available to investors.

Black Scholes valuation methodology

The Managing Director PSARs have been valued in accordance with the Black Scholes valuation methodology set out below. The valuation was undertaken by an independent corporate adviser engaged by the Company.

Assumptions	
Valuation date	28 March 2023
Underlying share price	\$7.03
Notional exercise price	\$6.90
Term	5 years
Risk-free rate	2.910%
Dividend yield	Nil
Volatility	60%
Fair Value of a Managing Director PSAR	\$3.7866
Non-market vesting conditions weighted probability of achievement	78.3%
Concluded value	\$2.9662

In relation to certain of the assumptions outlined above:

- a. The valuation date occurred following determination of the notional exercise price and is applied for all PSARs issued under Telix's Equity Incentive Plan for FY2023.
- b. The underlying share price of \$7.03 was the closing price of shares on ASX on 27 March 2023, the day prior to the valuation date. The Board considers it to be reasonable to use this underlying share price on the basis that the most recent "spot price" is typically used in a Black Scholes calculation.
- c. The risk-free rate was determined based on government bond interest rates with a term of equal duration taken from the Reserve Bank of Australia website on the valuation date.
- d. The volatility of the shares was determined by the independent corporate adviser in accordance with AASB 2 paragraph B22, being the annualised standard deviation of the continuously compounded daily change in price of the Company's shares over a period of time. The volatility was examined over a 6-month to 5-year period prior to, and including, the valuation date. The Board considers the volatility assumption to be reasonable in the circumstances.

Non-market vesting condition probability of achievement determination

In determining the concluded value of each PSAR tranche, the independent corporate adviser engaged by the Company has applied a probability of achievement of the non-market-based vesting conditions to the fair value of each tranche. This is aligned to the treatment prescribed by paragraph 19 and 20 of AASB 2, such that the Company recognises a share-based payment charge based on an estimate of the number of equity instruments expected to vest. To determine this probability of achievement, the Company has assessed the likelihood of achieving each of the vesting conditions outlined below. These probabilities have been weighted in line with the vesting scales to determine an overall weighted probability associated with the non-market vesting conditions associated with the PSARs at the inception of the measurement period.

Number of Managing Director PSARs and calculation methodology

It is proposed that Dr Behrenbruch will be invited to apply for three tranches of Managing Director PSARs, for a total of 120,268 PSARs, in relation to resolution 3 as follows:

- a. **Tranche 1** – 80,178 Managing Director PSARs with an adjusted Earnings before Interest, Taxes, Depreciation, Amortisation and Research and Development (EBITDAR) on a three-year cumulative basis performance vesting condition, to be allocated as follows:
 - i. 25%, or 20,044 Managing Director PSARs, for achievement of the **Threshold** adjusted EBITDAR performance vesting condition;
 - ii. Up to an additional 25%, or 20,044 Managing Director PSARs, for achievement of the **Target** adjusted EBITDAR performance vesting condition; and
 - iii. Up to an additional 50%, or 40,090 Managing Director PSARs, for achievement of the **Stretch** adjusted EBITDAR performance vesting condition.

The total value of tranche 1 represents an amount comprising 50% of Dr Behrenbruch's base remuneration of \$475,650, being \$237,825 (representing 80,178 Managing Director PSARs at the concluded value of \$2.9662).

- b. **Tranche 2** – 20,045 Managing Director PSARs with a vesting condition of ProstACT Global Phase III interim read-out completed.

The total value of tranche 2 represents an amount comprising 12.5% of Dr Behrenbruch's base remuneration of \$475,650, being \$59,457 (representing 20,045 Managing Director PSARs at the concluded value of \$2.9662).

- c. **Tranche 3** – 20,045 Managing Director PSARs with a vesting condition of pre-pivotal trial (pre-IND) meeting completed with a major regulator for one of Telix's rare disease therapy programs.

The total value of tranche 3 represents an amount comprising 12.5% of Dr Behrenbruch's base remuneration of \$475,650, being \$59,457 (representing 20,045 Managing Director PSARs at the concluded value of \$2.9662).

In summary, a total of 120,268 Managing Director PSARs are proposed to be issued to Dr Behrenbruch (or nominee) under resolution 3, to vest on achievement of the performance metrics under tranches 1, 2 and 3, including achievement of the stretch EBITDAR performance vesting condition. Achievement of stretch (above target) represents an additional 25% of Dr Behrenbruch's fixed pay/base salary (40,090 PSARs at concluded value of \$118,914).

When added to the other remuneration elements, the Board considers that the proposed issue of Managing Director PSARs to Dr Behrenbruch (or nominee) will produce a TTRP that is appropriate given the Company's circumstances for FY2023, based on market benchmarking and the current Telix executive remuneration policy.

Measurement period

The measurement period is the period over which performance vesting conditions are assessed.

For tranches 1, 2 and 3, the **measurement period will be from 1 January 2023 to 31 December 2025**.

Vesting Conditions

Vesting conditions are conditions that are used to determine the extent, if any, of vesting of Managing Director PSARs.

If any vesting condition is not satisfied during the measurement period, the PSARs associated with the tranche will automatically lapse at the end of the measurement period (unless otherwise determined by the Board).

For Tranche 1 – The Managing Director PSARs vesting condition assesses the Company's adjusted EBITDAR on a three-year cumulative basis performance calculated over the measurement period. The vesting scale for this performance vesting metric is as follows:

Performance Level	Adjusted EBITDAR on a three year cumulative basis	% Vesting of target LTVR grant
Stretch	\$403 million	100%
Between Target and Stretch	Pro-rata	Pro-rata
Target	\$332 million	50%
Between Threshold and Target	Pro-rata	Pro-rata
Threshold	\$227 million	25%
Below Threshold	< Threshold	0%

For Tranche 2 – The Managing Director PSARs vesting condition is to have the ProstACT Global Phase III interim read-out completed in the Measurement Period. The vesting scale for this performance vesting metric is as follows:

Performance Level	ProstACT Global Phase III interim read-out completed	% Vesting of target LTVR grant
Target	ProstACT Global Phase III interim read-out completed	25%
Below Threshold	ProstACT Global Phase III interim read-out not completed	0%

For Tranche 3 – The Managing Director PSARs vesting condition is to have the pre-pivotal trial (pre-IND) meeting completed with a major regulator for one of Telix's rare disease therapy programs in the measurement period. The vesting scale for this performance vesting metric is as follows:

Performance Level	Pre-pivotal trial (pre-IND) meeting completed with a major regulator for one of Telix's rare disease therapy programs	% Vesting of Tranche 3 Grant
Target	Pre-pivotal trial (pre-IND) meeting completed	25%
Below Threshold	Pre-pivotal trial (pre-IND) meeting not completed	0%

Exercise of vested Managing Director PSARs

Vested PSARs may be exercised at any time between the vesting date and the end of their term, by the Managing Director (or nominee) submitting an exercise notice, failing which they will lapse.

Upon exercise of vested PSARs the value of each Managing Director PSAR (Managing Director PSARs Value) will be calculated as follows and will be converted into shares based on the then share price, or a combination of cash and shares, as determined by the Board:

<i>Managing Director PSARs Value for each right exercised</i>	=	<i>Current market price at the time of exercise of the Managing Director PSAR</i>	less	<i>Notional exercise price of the Managing Director PSAR</i>
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In the event that the Managing Director PSARs Value at the time of exercise is zero or negative, the Managing Director PSAR will have no value and Dr Behrenbruch will have no entitlement to cash or shares on exercise of the Managing Director PSARs.

In the event that the Managing Director PSARs Value at the time of its exercise is positive, each Managing Director PSAR will have value and Dr Behrenbruch will be entitled to realise that value by the payment of cash, the issue of shares or a mix of both (as determined by the Board). It is expected that the Managing Director PSARs Value will be settled in shares.

The total number of shares to be allocated at the time of exercise of the Managing Director PSARs will be calculated by:

- first, calculating the Managing Director PSARs Value of each Managing Director PSAR;
- second, multiplying the Managing Director PSARs Value for each Managing Director PSAR by the total number of Managing Director PSARs exercised (Total Managing Director PSARs Value); and
- third, dividing the Total Managing Director PSARs Value by the current market price (rounding up to the nearest whole number).

Dealing and disposal restrictions

PSARs may not be sold, transferred, mortgaged, charged or otherwise dealt with or encumbered, except by force of law. Shares allocated following the vesting of PSARs are not subject to any specific trading restrictions other than the general restrictions set out in the Company's Securities Dealing Policy.

Other required information

Under Listing Rule 10.14

Under ASX Listing Rule 10.14, shareholder approval is required in order for a Company to issue equity to a Director under an employee incentive scheme.

If resolution 3 is passed, the Company will be able to proceed with the issue of the Managing Director PSARs to Dr Behrenbruch (or nominee). Further, Listing Rule 7.2, exception 12 provides that Listing Rule 7.1 does not apply to an issue of securities made with approval under Listing Rule 10.14. Accordingly, if resolution 3 is approved, the Managing Director PSARs will not count towards the Company's placement capacity under Listing Rule 7.1.

If resolution 3 is not passed, the Company will not be able to proceed with the issue of the Managing Director PSARs.

Under Chapter 2E of the Corporations Act, for a public company to give a financial benefit to a related party of the public company, the public company must:

- obtain the approval of the public company's members in the manner set out in sections 217 to 227 of the Corporations Act; and

b. give the benefit within 15 months following such approval,

unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

It is the view of the Directors (other than Dr Behrenbruch, who abstains) that the exception set out in section 211(1) of the Corporations Act (allowing the giving of a financial benefit that is reasonable remuneration) applies in the current circumstances. Accordingly, shareholder approval is sought for the issue of the Managing Director PSARs to Dr Behrenbruch under Listing Rule 10.14 as contemplated by resolution 3, but not under Chapter 2E of the Corporations Act.

Under Listing Rule 10.15

For the purpose of resolution 3, the following information is provided in relation to the proposed issue of the Managing Director PSARs in accordance with Listing Rule 10.15:

- a. The related party is Dr Christian Behrenbruch and he is a related party by virtue of being a Director who falls within Listing Rule 10.14.1.
- b. The number of Managing Director PSARs to be allocated to Dr Behrenbruch (or nominee) is 120,268 PSARs. The actual number available for exercise by Dr Behrenbruch will depend on the satisfaction of the vesting conditions as set out in this Notice (and the share price performance of the Company).
- c. In the event Dr Behrenbruch ceases employment with the Company before the Managing Director PSARs vest, pro-rata forfeiture of PSARs occurs reflecting the remaining portion of the first year, and any complete years of the measurement period that will not be served. In the event of termination of employment by the Company for cause, all granted equity is dealt with under malus and clawback provisions which apply before and after termination.
- d. In the event of a change of control of the Company, the Board may determine that all or a specified number of the Managing Director PSARs will vest or cease to be subject to restrictions on a change of control event in accordance with the Company's Equity Incentive Plan Rules.
- e. The table below sets out a number of examples of the value which may be realised, and the number of shares that may be allocated, assuming the vesting and exercise of all 120,268 of Dr Behrenbruch's proposed Managing Director PSARs at various current market prices at the time of exercise. It assumes that the stretch vesting condition associated with tranche 1 is met in full.

The table also shows the potential dilution that the exercise of Managing Director PSARs may result in, based on the total number of issued shares being 317,328,350¹ shares.

Example	Assumed current market price	Managing Director PSARs Value for each Managing Director PSAR exercised	Total Managing Director PSARs Value	Shares to be issued at assumed current market price	Dilution
1	\$6.50	Nil	Nil	Nil	Nil
2	\$8.00	\$1.10	\$132,294.80	16,537	0.005%
3	\$10.00	\$3.10	\$372,830.80	37,283	0.012%
4	\$12.00	\$5.10	\$613,366.80	51,114	0.016%

- f. Dr Behrenbruch's salary for the financial year ending 31 December 2023 consists of the following:
 - i. Fixed term/base salary of \$526,783 (inclusive of superannuation).
 - ii. Short Term Variable Remuneration (STVR): Eligible to receive an STVR payment of up to 32% of FY2023 fixed term/base remuneration. STVR rewards performance against annual corporate objectives approved by the Board at the commencement of each year, maintaining a focus on underlying value creation within the business operations. Payment and treatment of any STVR is at the discretion of the Board.
 - iii. LTVR is remuneration that may vest subject to the achievement of set performance conditions over a measurement period of three years.

The concluded value of the proposed FY2023 LTVR grant of 120,268 Managing Director PSARs using the Black Scholes methodology and applying weighted probabilities of achieving the non-market vesting conditions is \$356,739, being approximately 75% of Dr Behrenbruch's fixed term/base salary excluding superannuation. Of this number, 40,090 Managing Director PSARs (at concluded value of \$118,914, or approximately 25% of Dr Behrenbruch's base salary and 1/3 of the available PSARs) will vest on satisfaction of the stretch vesting condition associated with tranche 1.

1. Number of ordinary fully paid shares on issue as at 21 March 2023.

- g. In 2022, Dr Behrenbruch was issued with 139,672 Share Appreciation Rights (for nil consideration, which will vest and become exercisable upon achievement of performance conditions over a three year period (being, FY2022, FY2023 and FY2024)) as approved by shareholders at the Company's AGM held on 18 May 2022. This represents a fair value of \$339,752.14, being approximately 75% of Dr Behrenbruch's 2022 fixed term/base salary.
- h. Shares issued (if any) on vesting and exercise of the Managing Director PSARs will rank equally with fully paid ordinary shares of the Company.
- i. The Managing Director PSARs will be issued to Dr Behrenbruch no later than 12 months after the date of the AGM and it is anticipated the Managing Director PSARs will be allocated on one date. The Company expects to grant the Managing Director PSARs within one month after the date of the AGM.
- j. The Managing Director PSARs will be issued for nil cash consideration and accordingly no funds will be raised by the issue of the Managing Director PSARs.
- k. There is no loan associated with the grant or exercise of the Managing Director PSARs.
- l. Details of any securities issued under the Telix Equity Incentive Plan to Directors following shareholder approval will be published in the Company's Annual Report relating to the period in which they were issued.
- m. Any additional persons covered by Listing Rule 10.14 who become entitled to participate in an issue of securities under the Telix Equity Incentive Plan after the resolution is approved and who were not named in the Notice will not participate until approval is obtained under Listing Rule 10.14.

Board recommendation

The Directors (other than Dr Behrenbruch) unanimously recommend that shareholders eligible to do so vote in favour of item 3. For the voting exclusions applicable to item 3, please refer to pages 3-4 of this Notice of Meeting. The Chairman of the AGM intends to vote all available proxies in favour of item 3.

4. Adoption of Remuneration report

The Remuneration report for the financial year ended 31 December 2022 is set out in the Directors' report of the 2022 Annual Report and is also available on the Company's website at <https://telixpharma.com/investor-centre/>.

The Remuneration report sets out in detail the Company's policy for determining remuneration for Directors and other KMP. It includes information on the elements of remuneration that are performance based, the performance conditions that apply and the methodology used to assess satisfaction of those performance conditions.

The vote on item 4 is advisory only, and does not bind the Directors or the Company. However, shareholders will be given a reasonable opportunity to comment on and ask questions about the Remuneration report.

Notwithstanding the non-binding nature of the vote, the Board will take note of the outcome of the vote when considering future remuneration matters.

Board recommendation

The Directors abstain, in the interests of corporate governance, from making a recommendation in relation to item 4. For the voting exclusions applicable to item 4, please refer to page 4 of this Notice of Meeting. The Chairman of the Meeting intends to vote all available proxies in favour of item 4.

5. Information for shareholders

By hosting a hybrid AGM, the Company will enable shareholders to attend in person or online. Details of how to attend and participate online can be found in the Virtual Meeting Online Guide, released to ASX and also accessible at <https://telixpharma.com/investor-centre/>.

Eligibility

Shareholders

Shareholders will be eligible to vote and ask questions at the AGM if they are registered holders of ordinary shares in the Company as at 7.00pm (Melbourne time) on Monday, 22 May 2023. Shareholders attending the AGM can register from 10.15am (Melbourne time) at the Venue. Please bring your proxy form to assist with your registration at the AGM.

If you have any questions in relation to your shareholding(s), please contact our share registry at +61 1300 554 474 or email registrars@linkmarketservices.com.au.

Proxies

A shareholder entitled to be present virtually and vote at the AGM is entitled to appoint a proxy. A proxy need not be a shareholder of the Company.

The appointment of one or more proxies will not preclude a shareholder from being present virtually, voting and asking questions.

A shareholder entitled to cast more than one vote on a resolution may appoint two proxies, in which case the shareholder should specify the proportion or number of votes that each proxy is appointed to exercise. If no proportions or numbers are specified, each proxy may exercise half of the shareholder's votes.

Shareholders are encouraged to direct their proxies how to vote on each resolution by selecting the 'for', 'against' or 'abstain' box for each item on the proxy form. If a proxy chooses to vote, then he/she must vote in accordance with the directions set out in the proxy appointment form.

If the Chairman of the AGM is appointed, or taken to be appointed, as a proxy but the appointment does not direct the proxy how to vote on a resolution, then the Chairman intends to exercise the relevant shareholder's votes in favour of the relevant resolution (subject to the other provisions of these notes, including any voting exclusions set out in this Notice).

In order for the proxy appointment to be valid, completed proxy forms (together with any authority under which the proxy was signed or a certified copy of the authority) must be returned before 11.00am (Melbourne time) on Monday, 22 May 2023 in one of the following ways:

By mail	Telix Pharmaceuticals Limited, C/- Link Market Services Limited, Locked Bag A14, Sydney South NSW 1235, Australia
Online	https://investorcentre.linkgroup.com
By mobile device	using the QR code in the proxy form, or enter the voting link https://investorcentre.linkgroup.com into your mobile device
By fax	+61 2 9287 0309
By hand	Link Market Services Limited, Parramatta Square, Level 22, Tower 6, 10 Darcy Street, Parramatta NSW 2150 (during business hours - Monday to Friday, 9:00am – 5:00pm)

Attorneys

A shareholder may appoint an attorney to participate in the AGM, including vote, on his or her behalf. For an appointment to be effective for the AGM, the instrument effecting the appointment (or a certified copy of it) must be received by our share registry by no later than 11.00am (Melbourne time) on Monday, 22 May 2023.

Corporate representatives

A body corporate which is a shareholder, or which has been appointed as a proxy, may appoint an individual to act as its representative at the AGM in accordance with section 250D of the Corporations Act.

If you wish to appoint a body corporate as your proxy, you must specify on the proxy form:

- the full name of the body corporate appointed as proxy; and
- the full name or title of the individual representative of the body corporate who will be present in person or virtually at the AGM.

Representatives should provide satisfactory evidence of their appointment including any authority under which that appointment is signed (unless previously given to the Company).

If a representative of the corporation is to attend the Meeting virtually the appropriate "Certificate of Appointment of Corporate Representative" must be received at registrars@linkmarketservices.com.au prior to admission in accordance with the Notice of Annual General Meeting. A form of the certificate may be obtained from our share registry or online at www.linkmarketservices.com.au.

Voting and questions

Shareholders can vote:

- by attending the AGM and voting in person or by attorney or, in the case of body corporate shareholders, by corporate representative;
- by attending the AGM and voting via the Virtual Meeting Online Platform, in person or by attorney or, in the case of body corporate shareholders, by corporate representative; or
- by appointing a proxy to attend and vote at the AGM on their behalf. A proxy does not need to be a shareholder of the Company.

Shareholders' questions are welcome at the AGM. In the interests of all present, shareholders are asked to confine questions to matters before the AGM that are relevant to shareholders as a whole.

How to ask questions prior to the AGM

Shareholders are strongly encouraged to submit questions before the meeting so that the Company can consider and address relevant questions as part of the AGM presentation. Questions can be submitted by shareholders before the meeting online at <https://investorcentre.linkgroup.com> by logging into your portfolio or holding, selecting voting and then 'ask a question'.

Submitting questions in advance of the AGM will facilitate a considered reply of relevant questions, but will not stop any shareholder, proxy, attorney or corporate representative from asking questions at the AGM should they wish to do so.

Questions for the Company should be received no later than 11.00am (Melbourne time) on Monday 22 May 2023.

Questions for the Auditor in relation to the conduct of the audit (including the independence of the Auditor), the preparation and content of the auditor's report and the accounting policies adopted by the Company should be received no later than 11.00am (Melbourne time) on Thursday 18 May 2023.

The Company and the Auditor will respond to as many of the more frequently asked questions at the AGM. Please note that individual responses will not be sent.

How to be present, vote and ask questions virtually (online)

Shareholders who would prefer to participate online will have the opportunity to be present virtually and will be able to vote and ask questions electronically via an online platform (including lodging a vote in real time).

The online platform can be accessed at <https://meetings.linkgroup.com/TLX23>. To vote or ask a question, shareholders will need their holder identifier (SRN, HIN or employee identification) and postcode. Proxies will need to enter the proxy number that Link will send via email 24 hours before the AGM.

Voting will open at commencement of registration.

More information regarding online participation at the AGM, including how to vote and ask questions through the online platform is available in the Virtual Meeting Online Guide. The Guide is available on Telix's website and has been lodged with the ASX.

How to attend and ask questions by telephone

Shareholders, proxyholders, corporate representatives or attorneys who are unable or do not wish to access the meeting online will be able to participate by teleconference by dialling 1800 875 033 (within Australia) or +61 7 3145 4068 (internationally) at least 10 minutes before the AGM starts.

To use this facility, participants will need to obtain a personalised PIN number to register, which can be requested before the AGM from our share registry on 1800 990 363 or +61 1800 990 363 (outside Australia).

To ask a question during the AGM, select *1 on your handset. You will receive instructions on how to ask a question during the Meeting from the phone moderator. **It will not be possible to vote by telephone.**

More information on how to participate in the meeting by telephone is available in the Virtual Meeting Online Guide available on Telix's website.

Poll

The Chairman intends to call a poll on each of the resolutions set out in this Notice of Meeting.

Technical difficulties

In the event that technical issues arise during the course of the AGM, the Company will have regard to the impact of the technical issues on shareholders participating and casting direct votes online.

The Chairman of the AGM may, in exercising his powers as the Chairman, issue any instructions for resolving the issue and may continue the meeting if it is appropriate to do so.

For personal use only



LODGE YOUR VOTE

-  **ONLINE**
https://investorcentre.linkgroup.com
-  **BY MAIL**
Telix Pharmaceuticals Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia
-  **BY FAX**
+61 2 9287 0309
-  **BY HAND**
Link Market Services Limited
Parramatta Square, Level 22, Tower 6,
10 Darcy Street, Parramatta NSW 2150
-  **ALL ENQUIRIES TO**
Telephone: 1300 554 474 Overseas: +61 1300 554 474



X99999999999

PROXY FORM

I/We being a member(s) of Telix Pharmaceuticals Limited and entitled to attend and vote hereby appoint:

APPOINT A PROXY

the Chairman of the Meeting (mark box)

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name and email of the person or body corporate you are appointing as your proxy. An email will be sent to your appointed proxy with details on how to access the virtual meeting.

Name
Email

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **11.00am (Melbourne time) on Wednesday, 24 May 2023 (the Meeting)** and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a hybrid event. You can participate by attending in person at **The Events Centre, Collins Square, 727 Collins Street, Melbourne VIC 3008** or logging in online at **https://meetings.linkgroup.com/TLX23** (refer to details in the Virtual Annual General Meeting Online Guide).

Important for Resolutions 3 & 4: If the Chairman of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, you expressly authorise the Chairman of the Meeting to exercise the proxy in respect of Resolutions 3 & 4, even though the Resolutions are connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (**KMP**).

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.


VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting.

Please read the voting instructions overleaf before marking any boxes with an .

Resolutions

	For	Against	Abstain*		For	Against	Abstain*
2a Re-election of H Kevin McCann AO as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4 Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2b Re-election of Dr Mark Nelson as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
3 Approval of issue of Performance Share Appreciation Rights to Group Managing Director and Chief Executive Officer, Dr Christian Behrenbruch	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

 *** If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority on a poll.**

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)	Joint Shareholder 2 (Individual)	Joint Shareholder 3 (Individual)
<input type="text"/>	<input type="text"/>	<input type="text"/>
Sole Director and Sole Company Secretary	Director/Company Secretary (Delete one)	Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

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STEP 1

STEP 2

STEP 3



HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company.

DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Form, including where the Resolutions are connected directly or indirectly with the remuneration of KMP.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- return both forms together.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting virtually the appropriate "Certificate of Appointment of Corporate Representative" must be received at registrars@linkmarketservices.com.au prior to admission in accordance with the Notice of Annual General Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.linkmarketservices.com.au.

LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **11.00am (Melbourne time) on Monday, 22 May 2023**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE

<https://investorcentre.linkgroup.com>

Login to the Link website using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).



BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your proxy by scanning the QR code adjacent or enter the voting link <https://investorcentre.linkgroup.com> into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



BY MAIL

Telix Pharmaceuticals Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



BY FAX

+61 2 9287 0309



BY HAND

delivering it to Link Market Services Limited*
Parramatta Square
Level 22, Tower 6
10 Darcy Street
Parramatta NSW 2150

* During business hours (Monday to Friday, 9:00am–5:00pm)

Virtual Meeting Online Guide

For personal use only

Before you begin

Ensure your browser is compatible. Check your current browser by going to the website: **whatismybrowser.com**

Supported browsers are:

- Chrome – Version 44 & 45 and after
- Firefox – 40.0.2 and after
- Safari – OS X v10.9 & OS X v10.10 and after
- Internet Explorer – 11 and up
- Microsoft Edge – 92.0 and after

To attend and vote you must have your securityholder number and postcode.

Appointed Proxy: Your proxy number will be provided by Link before the meeting.

Please make sure you have this information before proceeding.

Virtual Meeting Online Guide

Step 1

Open your web browser and go to <https://meetings.linkgroup.com/TLX23>

Step 2

Log in to the portal using your full name, mobile number, email address, and participant type.

Please read and accept the terms and conditions before clicking on the blue **'Register and Watch Meeting'** button.

- On the left – a live webcast of the Meeting starts automatically once the meeting has commenced. If the webcast does not start automatically please press the play button and ensure the audio on your computer or device is turned on.
- On the right – the presentation slides that will be addressed during the Meeting
- At the bottom – buttons for 'Get a Voting Card', 'Ask a Question' and a list of company documents to download

Note: If you close your browser, your session will expire and you will need to re-register. If using the same email address, you can request a link to be emailed to you to log back in.

1. Get a Voting Card

To register to vote – click on the 'Get a Voting Card' button.

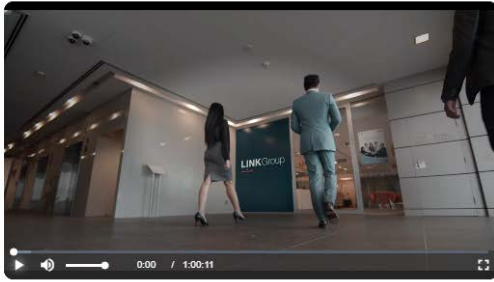
This will bring up a box which looks like this.

If you are an individual or joint securityholder you will need to register and provide validation by entering your securityholder number and postcode.

If you are an appointed Proxy, please enter the Proxy Number issued by Link in the PROXY DETAILS section. Then click the **'SUBMIT DETAILS AND VOTE'** button.

Once you have registered, your voting card will appear with all of the resolutions to be voted on by securityholders at the Meeting (as set out in the Notice of Meeting). You may need to use the scroll bar on the right hand side of the voting card to view all resolutions.

Securityholders and proxies can either submit a Full Vote or Partial Vote.



+
Get a Voting Card

?
Ask a Question

Downloads

- Speakers Bio's
- Sustainability Report
- Notice of meeting
- Online Guide
- Annual Report

JOHN SAMPLE | *****0014

Voting Card

Please complete your vote by selecting the required voting instruction (For, Against or Abstain) for each resolution. If you would like to complete a partial vote, please specify the number of votes for each resolution in the Partial Vote section. Proxy holder votes will only be applied to discretionary (undirected) votes. Directed votes will be applied as per the shareholder's voting instructions.

Full Vote | **Partial Vote**

Resolution 1 For Against Abstain

GENERAL BUSINESS

SUBMIT VOTE

Full Votes

To submit a full vote on a resolution ensure you are in the **'Full Vote'** tab. Place your vote by clicking on the **'For'**, **'Against'**, or **'Abstain'** voting buttons.

Partial Votes

To submit a partial vote on a resolution ensure you are in the **'Partial Vote'** tab. You can enter the number of votes (for any or all) resolution/s. The total amount of votes that you are entitled to vote for will be listed under each resolution. When you enter the number of votes it will automatically tally how many votes you have left.

Note: If you are submitting a partial vote and do not use all of your entitled votes, the un-voted portion will be submitted as No Instruction and therefore will not be counted.

Once you have finished voting on the resolutions scroll down to the bottom of the box and click on the **'Submit Vote'** or **'Submit Partial Vote'** button.

Note: You can close your voting card without submitting your vote at any time while voting remains open. Any votes you have already made will be saved for the next time you open up the voting card. The voting card will appear on the bottom left corner of the webpage. The message **'Not yet submitted'** will appear at the bottom of the page.

You can edit your voting card at any point while voting is open by clicking on **'Edit Card'**. This will reopen the voting card with any previous votes made.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide windows advising the remaining voting time. Please make any changes and submit your voting cards.

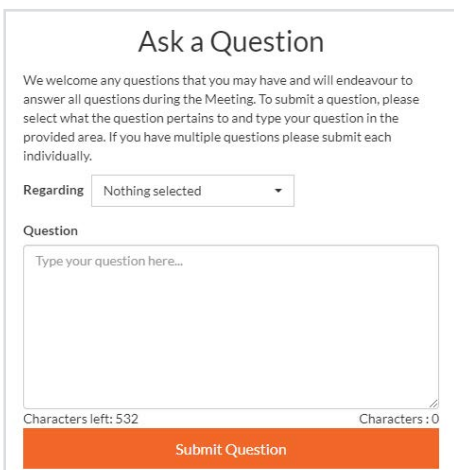
Once voting has been closed all submitted voting cards cannot be changed.

2. How to ask a question

Note: Only verified Securityholders, Proxyholders and Company Representatives are eligible to ask questions.

If you have yet to obtain a voting card, you will be prompted to enter your securityholder number or proxy details before you can ask a question. To ask a question, click on the 'Ask a Question' button either at the top or bottom of the webpage.

The 'Ask a Question' box will then pop up with two sections for completion.



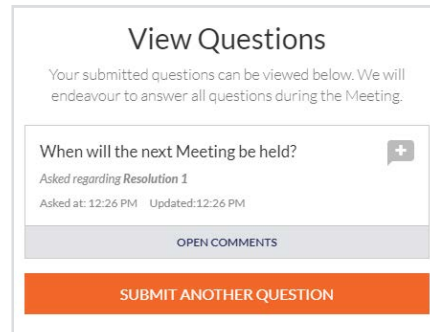
In the 'Regarding' section click on the drop down arrow and select the category/resolution for your question.

Click in the 'Question' section and type your question and click on 'Submit'.

A 'View Questions' box will appear where you can view your questions at any point. Only you can see the questions you have asked.

If your question has been answered and you would like to exercise your right of reply, you can submit another question.

Note that not all questions are guaranteed to be answered during the Meeting, but we will do our best to address your concerns.



3. Downloads

View relevant documentation in the Downloads section.

4. Voting closing

Voting will end 5 minutes after the close of the Meeting.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide screens advising the remaining voting time. If you have not submitted your vote, you should do so now.

5. Phone Participation

Before the Meeting, you will need

- a) Land line or mobile phone
- b) The name and securityholder number of your holding/s
- c) To obtain your unique PIN, please contact Link Market Services on +61 1800 990 363

Joining the Meeting via Phone

Step 1

From your land line or mobile device, call: 1800 875 033 or +61 7 3145 4068

Step 2

You will be greeted with a welcome message and provided with instructions on how to participate in the Meeting. Please listen to the instructions carefully.

At the end of the welcome message you will be asked to provide your PIN by the moderator. This will verify you as a securityholder and allow you to ask a question on the resolutions at the Meeting.

Step 3

Once the moderator has verified your details you will be placed into a waiting room where you will hear music playing.

Note: If your holding cannot be verified by the moderator, you will attend the Meeting as a visitor and will not be able to ask a question.

Step 4

At the commencement of the Meeting, you will be admitted to the Meeting where you will be able to listen to proceedings.

Asking a Question

Step 1

When the Chairman calls for questions or comments on each item of business, **press *1** on your keypad for the item of business that your questions or comments relates to. If at any time you no longer wish to ask a question or make a comment, you can lower your hand by **pressing *2** on your keypad.

Step 2

When it is time to ask your question or make your comment, the moderator will introduce you to the meeting. Your line will be unmuted and you will be prompted to speak. If you have also joined the Meeting online, please mute your laptop, desktop, tablet or mobile device before you speak to avoid technical difficulties for you and other shareholders.

Step 3

Your line will be muted once your question or comment has been asked / responded to

Contact us

Australia

T +61 1800 990 363

E info@linkmarketservices.com.au