



Announcement Summary

Entity name

TELIX PHARMACEUTICALS LIMITED

Announcement Type

New announcement

Date of this announcement

8/2/2024

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

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	QSAM Performance Rights	11,881,940
TLX	ORDINARY FULLY PAID	4,369,914

Proposed +issue date

4/4/2024

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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

8/2/2024

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

4,369,914

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

The closing consideration is equivalent to US\$33.1m (subject to adjustments made at and after closing). Consideration will be satisfied by the issue of fully paid ordinary shares (Consideration Shares) and a cash payment. Refer ASX announcement 8 Feb 2024. The Consideration Shares will be issued at a price equal to US\$7.5745 based on the 10 day VWAP ended 6 February 2024, converted from AUD into USD. Assuming the closing consideration is paid fully through the issue of Consideration Shares (ignoring any cash payment), approx.4,369,914 Consideration Shares would be issued. The actual number of Consideration Shares may be more or less than this amount, depending on the final amount of the closing consideration (including any amount that is cash settled). Issue of Consideration Shares (valued at US\$500,000) will be postponed pending finalisation of post-closing adjustment.

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

50,800,000.000000

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?

Yes

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

Yes

ASX +security code

New class-code to be confirmed

+Security description

QSAM Performance Rights

+Security type

Performance options/rights

Number of +securities proposed to be issued

11,881,940

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 comprise contingent value rights (CVR) to Telix ordinary shares and/or cash up to US\$90m in aggregate, conditional on achievement of milestones (refer ASX announcement 8 Feb 2024). Number of CVRs issued at closing equal to number of QSAM shares outstanding prior its reverse stock split. Each CVR will entitle the holder to CVRs rateable share of each milestone payment. If and when milestones are achieved, CVRs will be satisfied by issue of Telix ordinary shares or cash settled (compulsory cash settled after 5 years and in certain other circumstances). Actual number of shares issued for entitled CVRs in connection with any milestone payment based on AUD equivalent value of USD amount payable in connection with such milestone payment and 20 trading day VWAP up to such milestone payment. 11,881,940 Performance Rights to be issued on closing, based on total value of CVRs assuming all milestones achieved and satisfied by issue of Telix shares at US\$7.5745.

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

138,000,000.000000

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

Yes



Performance options/rights details

+Security currency	Exercise price	Expiry date
USD - US Dollar	USD 0.0000	4/4/2029

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

Per above, if closing occurred on 8 Feb 2024, 11,881,940 Performance Rights issued (valued at US\$7.5745 each) would be converted to 11,881,940 Telix ordinary shares if all milestones were satisfied

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 to ASX announcement dated 8 February 2024

Part 7C - Timetable

7C.1 Proposed +issue date

4/4/2024

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?

4,369,914 Consideration Shares and 11,881,940 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

Consideration Shares will be subject to voluntary escrow and will not be able to be traded for a period of: 6 months or 12 months (for QSAM directors, officers and employees) from the date of issue in respect of the Consideration Shares. Telix shares issued on satisfaction of the Performance Rights will not be subject to voluntary escrow.



Part 7E - Fees and expenses

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

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

On QSAM Biosciences, Inc. acquisition closing, Telix will issue fully paid ordinary shares (Consideration Shares) and performance rights to acquire shares (Performance Rights). Refer ASX announcement dated 8 February 2024.

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

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)