



Pacific Smiles Group Limited (ASX: **PSQ**)  
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ABN 42 103 087 449 / ACN 103 087 449

## **ASX ANNOUNCEMENT**

**Pacific Smiles Group Limited (ASX:PSQ)**

18 December 2023

### **Pacific Smiles Group Limited: Disclosure under Takeovers Panel Guidance Note 20: Equity Derivatives**

Pacific Smiles Group Limited (ASX:PSQ) (**Pacific Smiles**) has received the attached notice from Genesis Capital Manager I Pty Ltd, provided under Takeovers Panel Guidance Note 20: Equity Derivatives.

This announcement was authorised by the Pacific Smiles Board.

For further information, please contact:

**Peter Brookes**  
Citadel-Magnus  
0407 911 389



18 December 2023

**VIA EMAIL**

Zita Peach  
Chairperson  
Pacific Smiles Group Limited

Dear Zita

**Disclosure of long equity derivative position in Pacific Smiles Group Limited**

This notice is provided pursuant to *Guidance Note 20: Equity Derivatives* issued by the Australian Takeovers Panel (**Guidance Note 20**). Capitalised terms not otherwise defined in this notice have the meaning given to them in Guidance Note 20.

Guidance Note 20 relevantly provides that the non-disclosure of Long Positions, including long equity derivative positions, may give rise to unacceptable circumstances.

Genesis Capital Manager 1 Pty Ltd as manager of Genesis Capital Fund I, LP (**Fund**) discloses the following information.

Beam Investments Co Pty Ltd (ABN 85 673 355 658) (**Beam**) (a wholly owned subsidiary of Genesis Capital Ultimate GP Pty Ltd) holds an economic interest in 29,913,833 shares in Pacific Smiles Group Limited (**PSQ**), representing an 18.75% economic interest in PSQ, pursuant to a cash settled total return swap, the key terms of which are set out in the Annexure to this letter.

Yours sincerely,

A handwritten signature in black ink, appearing to be 'M. Caristo', written over a light blue horizontal line.

**Dr Michael Caristo**

Partner

**Genesis Capital Investment Management Pty Ltd**

Level 9, 309 Kent Street  
Sydney NSW 2000

**W:** [www.genesiscapital.com.au](http://www.genesiscapital.com.au)

## Annexure: Key terms of total return swap

Identity of Taker	Beam Investments Co Pty Limited
Relevant security	Fully paid ordinary shares in PSQ
Average Price	\$1.3977
Initial entry date	6 December 2023
Number of securities to which the derivative relates	29,913,833
Type of Derivative Instrument	Cash settled total return swap
Any material changes to information previously disclosed to the market	N/A
Long equity derivative positions held by the taker and its associates, its relevant interests and its associates' relevant interests	Beam and its associates have no other long equity derivative positions in PSQ nor a relevant interest in any PSQ shares
Short equity derivative positions that offset long positions	None
Short positions of more than 1% that have been acquired after a long position is disclosed, whether by notice or substantial holding notice	None
Identity of the associates of the taker	Genesis Capital Manager I Pty Ltd (ACN 634 339 576)  Genesis Capital Ultimate GP Pty Ltd (ACN 634 339 549) of Level 9, 309 Kent Street, Sydney NSW 2000 as general partner of Genesis Capital Management Partnership I, LP (ILP 1900016), the general partner of Genesis Capital Fund I, LP (ILP 2100002) (Genesis Capital)  GFT 2 Co Pty Ltd (ACN 658 670 627) as trustee for GFT 2 Trust

### Genesis Capital Investment Management Pty Ltd

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