

ASX ANNOUNCEMENT

5 August 2024

Dr Alison Hughes, HBF and MA Financial reconfirm their intention to vote in favour of the NDC Scheme

As announced by Pacific Smiles Group Limited (ASX:PSQ) (**Pacific Smiles**) on 1 August 2024, NDC BidCo Pty Ltd (**NDC**) has increased its cash offer to acquire all the shares in Pacific Smiles for \$2.05 per share by way of scheme of arrangement (**NDC Scheme**).¹

Pacific Smiles is pleased to announce that the following substantial shareholders representing a total of approximately 33.35% of Pacific Smiles Shares have advised Pacific Smiles that they **continue to intend to vote all Pacific Smiles Shares they control in favour of the Scheme Resolution for the NDC Scheme**:

- Dr Alison Hughes, co-founder of Pacific Smiles (representing approximately 9.90%, of Pacific Smiles Shares);
- HBF Health Limited (representing approximately 10.03% of Pacific Smiles Shares); and
- MA Financial Group Limited (representing approximately 13.43% of Pacific Smiles Shares), whose intentions remain applicable in the absence of a higher offer.

As announced on 2 August 2024, Genesis Capital Manager I Pty Ltd has advised Pacific Smiles that it will vote **against** the NDC Scheme as presently formulated.

The Pacific Smiles Directors continue to **recommend that shareholders vote in favour of the NDC Scheme** subject only to no Superior Proposal emerging and the Independent Expert not withdrawing or adversely changing its conclusion.

The NDC Scheme can still be passed by the Requisite Majorities of Pacific Smiles shareholders if substantially all the Pacific Smiles shareholders vote in favour of the NDC Scheme.

Your vote is important in determining whether the NDC Scheme proceeds and the Pacific Smiles Directors strongly encourage you to vote.

Dr Alison Hughes, HBF and MA Financial have consented to the inclusion in this announcement of references to their statement of intention.

¹ Further details are set out in the Scheme Booklet released to ASX on 26 June 2024, and supplementary disclosure released on 1 August 2024. Capitalised terms in this announcement have the meaning given in the Scheme Booklet, unless the context otherwise requires.

Refer to the Scheme Booklet for details on how to vote.

This announcement was authorised by the Pacific Smiles Board.

ENDS

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