

## **ASX ANNOUNCEMENT**

**22 November 2024**

Market Announcements Office  
ASX Limited  
Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

Dear Sir/Madam

### **Pacific Smiles Group Limited (ASX:PSQ) – Off-market takeover bid by Beam Dental Bidco Pty Ltd – Lodgement of Fourth Supplementary Target’s Statement**

We enclose, in accordance with subsection 647(3)(b)(ii) of the *Corporations Act 2001* (Cth) (as inserted by *ASIC Corporations (Replacement Bidder’s and Target’s Statements) Instrument 2023/688*), a copy of the fourth supplementary target’s statement issued by Pacific Smiles Group Limited (ACN 103 087 449) (**Pacific Smiles**) (**Fourth Supplementary Target’s Statement**) in response to the off-market takeover bid made by Beam Dental Bidco Pty Ltd (ACN 676 303 254) (**Genesis Bidco**) (an entity associated with Genesis Capital Manager I Pty Ltd) for all of the fully paid ordinary shares in Pacific Smiles on the terms set out in its replacement bidder’s statement dated 1 October 2024 (**Offer**).

A copy of the Fourth Supplementary Target’s Statement was today served on Genesis Bidco and lodged with the Australian Securities and Investments Commission.

If you have any questions in relation to the Offer or the Fourth Supplementary Target’s Statement, please contact the Pacific Smiles Shareholder Information Line on 1300 367 804 (within Australia) or +61 2 9066 6162 (outside Australia) between 8:30am and 5:30pm (Sydney time), Monday to Friday (excluding public holidays).

This announcement was authorised by the Board of Pacific Smiles.

**ENDS**

**For further information, please contact:**

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# Fourth Supplementary Target's Statement

Pacific Smiles Group Limited (ABN 42 103 087 449)

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## 1 IMPORTANT NOTICE

This document is a supplementary target's statement under section 644(1) of the *Corporations Act 2001* (Cth). It is the fourth supplementary target's statement (**Fourth Supplementary Target's Statement**) issued by Pacific Smiles Group Limited (**Pacific Smiles**) in response to the off-market takeover bid made by Beam Dental Bidco Pty Ltd (ACN 676 303 254) (**Genesis Bidco**) for all of the fully paid ordinary shares in Pacific Smiles on the terms set out in its replacement bidder's statement dated 1 October 2024 (**Offer**).

This Fourth Supplementary Target's Statement supplements, and should be read together with, Pacific Smiles' Target's Statement dated 11 October 2024 (**Original Target's Statement**), Pacific Smiles' Supplementary Target's Statement dated 16 October 2024, Pacific Smiles' Second Supplementary Target's Statement dated 13 November 2024 and Pacific Smiles' Third Supplementary Target's Statement dated 14 November 2024.

Capitalised terms in this Fourth Supplementary Target's Statement have the same meaning given in the Original Target's Statement, unless the context otherwise requires.

A copy of this Fourth Supplementary Target's Statement was lodged with ASIC on 22 November 2024. Neither ASIC nor any of its officers take any responsibility for its contents.

A copy of this Fourth Supplementary Target's Statement will be available on the ASX website ([www.asx.com](http://www.asx.com)).

## 2 UPDATES TO THE OFFER

On 19 November 2024, Genesis Bidco released its second supplementary bidder's statement (**Second Supplementary Bidder's Statement**) detailing that:

- the Offer will close at 7:00pm (Sydney time) on 29 November 2024 and will not be extended unless, on or before that date, Genesis Bidco has Voting Power of at least 50% in Pacific Smiles or a competing or alternative proposal emerges;<sup>1</sup> and
- it has accelerated payment terms under the Offer and will now pay Pacific Smiles Shareholders who accept the Cash Offer the cash consideration they are due as quickly as practicable and in all instances within 20 days of a valid Acceptance being received.

On 22 November 2024, Genesis Bidco announced to the ASX that it had Voting Power of 32.93% in Pacific Smiles, including pursuant to Acceptances under the Offer.<sup>2</sup>

Multiple Shareholders with aggregate Voting Power of approximately 12% in Pacific Smiles have now indicated to the Board that they are either supportive of Genesis Bidco's strategy as outlined in the Bidder's Statement (including as to composition of the Board) or intend to accept the Offer imminently.

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<sup>1</sup> Genesis Bidco reserves its right to extend the Offer Period or to let the Offer close in these circumstances. The Offer Period will also be automatically extended under section 624(2)(b) of the *Corporations Act 2001* (Cth) by 14 days if, in the last seven days of the Offer Period, Genesis Bidco's Voting Power in Pacific Smiles increases to more than 50%.

<sup>2</sup> As set out in the notice of status of defeating conditions lodged with the ASX on 22 November 2024.

On the basis of the above, the Board considers that Genesis Bidco likely has, or will have, sufficient Voting Power and support to control the outcome of ordinary resolutions (which require 50% of Shares voted at the relevant meeting) and therefore now has the ability to obtain effective control of Pacific Smiles.

### 3 DIRECTORS' RECOMMENDATION

Having carefully considered these developments in consultation with Pacific Smiles' Shareholders and its financial and legal advisers, and taking into account all relevant considerations, the Pacific Smiles Directors now unanimously recommend, in the absence of a superior proposal emerging, that Shareholders **ACCEPT THE CASH OFFER**.

The reasons for the change in the Directors' recommendation are outlined in section 4 below.

The Directors only make a recommendation in respect of the Cash Offer and make no recommendation in relation to the Scrip Offer due to:

- the speculative nature of Holdco Shares; and
- the fact that whether Holdco Shares are appropriate will depend significantly on each Shareholder's individual circumstances, financial situation, taxation position, investment objectives and risk profile.

The Board has not undertaken any valuation of the Scrip Offer, but refers to Genesis Bidco's disclosure in its Bidder's Statement that there is no assurance that the present or future value of Holdco Shares will be equal to or higher than the value of the Cash Offer, and may be materially lower than such value. The Pacific Smiles Board wishes to draw your attention to the summary of the risks associated with accepting the Scrip Offer provided in sections 1.4, 7.3 and 8.3 of the Original Target's Statement.

Although the Directors have now unanimously recommended that Shareholders accept the Cash Offer, in the absence of a superior proposal emerging, there may be a number of risks associated with doing so. A summary of the risks associated with accepting the Cash Offer is provided in section 5 below.

Pacific Smiles confirms that no superior proposal from any third party has emerged since the announcement of the Offer from Genesis Bidco on 17 September 2024.

To accept the Cash Offer, Pacific Smiles Shareholders are advised to follow the instructions set out in section 6 below.

### 4 SUMMARY OF REASONS TO ACCEPT THE CASH OFFER

#### 4.1 Overview

The Pacific Smiles Directors consider that, given Genesis Bidco's ability to obtain effective control of Pacific Smiles, the risks associated with continuing to hold Pacific Smiles Shares as a minority shareholder now outweigh the advantages of remaining a Pacific Smiles Shareholder, and recommend, in the absence of a superior proposal emerging, that Pacific Smiles Shareholders **ACCEPT THE CASH OFFER** for the following reasons:

## Reasons to ACCEPT the Cash Offer

1. In light of Genesis Bidco's Voting Power of approximately 32.93% in Pacific Smiles and Shareholder support for Genesis Bidco's strategy or the Offer, Genesis Bidco now has the ability to obtain effective control of Pacific Smiles.
2. If Genesis Bidco obtains control, you will be a minority Shareholder in a Genesis Bidco controlled Pacific Smiles if you do not accept the Offer.
3. No superior proposal has emerged at the date of this Fourth Supplementary Target's Statement, and a superior proposal is unlikely to emerge before the end of the Offer Period.
4. The Cash Offer provides certainty of value for your Pacific Smiles Shares as the Offer is now unconditional.
5. The Offer price is best and final and will not be increased, in the absence of an alternative or competing proposal.
6. The price of Pacific Smiles Shares may fall after the Offer closes and Shareholders may face a lack of liquidity.

The Directors acknowledge that each Shareholder's risk profile, investment strategy, tax position and financial circumstances are different and recommend that Shareholders obtain financial advice from their broker or financial adviser on the Cash Offer and taxation advice on the effect of accepting the Cash Offer.

Further information in relation to each of these reasons is set out below.

### **4.2 In light of Genesis Bidco's Voting Power of approximately 32.93% in Pacific Smiles and shareholder support for Genesis Bidco's strategy or the Offer, Genesis Bidco now has the ability to obtain effective control of Pacific Smiles**

Refer to section 4.3 below.

### **4.3 If Genesis Bidco obtains control, you will be a minority Shareholder in a Genesis Bidco controlled Pacific Smiles if you do not accept the Offer**

The unconditional status of the Offer means that Genesis Bidco likely has sufficient Voting Power to control the outcome of any ordinary resolution (which requires 50% of Shareholders voting to approve it) where it has the support of Pacific Smiles' co-founder, Dr Alexander Abrahams,<sup>3</sup> and the Board considers that Genesis Bidco now has the ability to obtain effective control of Pacific Smiles.

This may have a number of potential implications, including:

- (a) Genesis Bidco will be able to control the composition of the Pacific Smiles Board and senior management, determine Pacific Smiles' dividend policy and control the strategic direction

<sup>3</sup> Dr Alexander Abrahams has disclosed Voting Power of approximately 9.65% in Pacific Smiles (representing 15,404,646 Shares), based on a substantial holder notice dated 5 August 2024.

of the Pacific Smiles Group. Genesis Bidco stated in section 8.3 of the Bidder's Statement that, if Pacific Smiles becomes a controlled entity of Genesis Bidco, it:

- (A) intends (subject to the Corporations Act and the constitution of Pacific Smiles) to seek to replace some of the members of the Pacific Smiles Board and the Chair;
- (B) may seek to procure that Pacific Smiles is removed from the official list of the ASX (which would result in Pacific Smiles Shareholders not being able to sell their Shares on ASX). Shareholders should note that ASX guidance indicates that it would usually expect Genesis Bidco and its related bodies corporate to own or control at least 75% of Pacific Smiles Shares (among other things) in order for it to approve an application for Pacific Smiles to be removed from the official list of ASX without Shareholder approval in the context of the Offer;<sup>4</sup> and
- (C) intends, after the end of the Offer Period, to propose to the Pacific Smiles Board that an immediate, broad based review of Pacific Smiles's operations be conducted on both a strategic and financial level (including the current dividend policy of Pacific Smiles). Genesis Bidco intends, subject to the approval of the Pacific Smiles Board, to participate in this review. Shareholders should be aware that Genesis Capital (an associate of Genesis Bidco) manages the Impression Dental Group, which is a competitor of Pacific Smiles.

Genesis Bidco further stated in its Supplementary Bidder's Statement that, in the event that it acquires a Relevant Interest in 50% or less of Pacific Smiles Shares, it may consider exercising its rights under the Corporations Act to requisition a meeting of Pacific Smiles Shareholders to approve the removal of some or all of the Pacific Smiles Directors and to appoint replacement directors to the Pacific Smiles Board nominated by Genesis Bidco;

- (b) it may be less likely that another party will seek to acquire all of the Pacific Smiles Shares in the future;
- (c) the liquidity of Pacific Smiles Shares may be lower than at present, partly because other investors may not want to be minority shareholders in Pacific Smiles while Genesis Capital has control. There is also risk that Pacific Smiles could be fully or partially removed from certain ASX indices due to a lack of free float and/or liquidity. In addition, research analysts may cease coverage of Pacific Smiles, reducing the information available to Shareholders and potentially further reducing liquidity;
- (d) the price of Pacific Smiles Shares may fall after the Offer closes, and it is unlikely that the price of Pacific Smiles Shares will contain any control premium; and
- (e) Genesis Bidco may procure that Pacific Smiles undertakes equity raisings in the future, which could dilute minority Shareholders.

Genesis Bidco has also stated that, even if it is not entitled to compulsorily acquire the remaining Pacific Smiles Shares under Part 6A.1 of the Corporations Act, it may become entitled to exercise general compulsory acquisition rights under Part 6A.2 of the Corporations Act, for example, as a result of acquisitions of Pacific Smiles Shares in reliance on the '3% creep' exception in item 9 of section 611 of the Corporations Act. If so, it intends to exercise those rights.

Moreover, if Genesis Bidco acquires Voting Power of 75% or more in Pacific Smiles (or potentially a lower percentage having regard to historical turnout at general meetings of Pacific Smiles Shareholders), it will be able to vote on and unilaterally pass special resolutions of Pacific Smiles

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<sup>4</sup> Refer to Section 4.16(a) of the Original Target's Statement for further details.

Shareholders. This will enable Genesis Bidco to, among other things, change Pacific Smiles' constitution.

Further details regarding Genesis Bidco's intentions for Pacific Smiles as a part owned controlled entity are provided in section 8.3 of the Bidder's Statement and sections 4 and 5 of the Supplementary Bidder's Statement.

#### **4.4 No superior proposal has emerged at the date of this Fourth Supplementary Target's Statement, and a superior proposal is unlikely to emerge before the end of the Offer Period**

As at the date of this Fourth Supplementary Target's Statement, there is no takeover offer for your Pacific Smiles Shares other than the Offer from Genesis Bidco. The Directors have not received a superior proposal from any third party since the announcement of the Offer by Genesis Bidco on 17 September 2024. In this respect, the Directors note that Pacific Smiles has been subject to publicised corporate interest for almost a year.

Further, having regard to Genesis Bidco's Relevant Interest in Pacific Smiles Shares, any competing proposal for Pacific Smiles would require the cooperation of Genesis Bidco and its Associates to ultimately proceed to compulsory acquisition (or otherwise lead to control of 100% of Pacific Smiles Shares). In light of the above, the Pacific Smiles Directors consider it unlikely that a superior proposal will emerge before the end of the Offer Period.

#### **4.5 The Cash Offer provides certainty of value for your Pacific Smiles Shares as the Offer is now unconditional**

Since Genesis Bidco has declared the Offer unconditional, Shareholders who accept the Cash Offer are guaranteed of receiving certain cash value for their Pacific Smiles Shares (without incurring any brokerage fees), removing any exposure to the future risks and uncertainties associated with an investment in Pacific Smiles.

Genesis Bidco has accelerated payment terms under the Offer and has stated that it will now pay Shareholders who accept the Cash Offer the cash consideration they are due as quickly as practicable and in all instances within 20 days of a valid Acceptance being received.

Moreover, if Genesis Bidco does not become entitled to compulsorily acquire the remaining Pacific Smiles Shares, there is a risk that liquidity of Pacific Smiles Shares will be negatively impacted. In that scenario, it may be difficult for Pacific Smiles Shareholders who do not accept the Cash Offer and remain a minority Shareholder in Pacific Smiles to sell their Shares.

The Offer is currently scheduled to close at 7:00pm (Sydney time) on 29 November 2024 (unless further extended in accordance with the Corporation Act). In this regard, Pacific Smiles Shareholders should note that:

- Genesis Bidco has reserved the right to extend the Offer Period, or to let the Offer close, in the event that it acquires Voting Power of at least 50% in Pacific Smiles or a competing or alternative proposal emerges before that date; and
- the Offer Period will be automatically extended by 14 days if, in the last seven days of the Offer Period, Genesis Bidco's Voting Power in Pacific Smiles increases to more than 50%.

#### **4.6 The Offer price is best and final and will not be increased, in the absence of an alternative or competing proposal**

On 11 November 2024, Genesis Bidco declared the Offer price best and final, such that the Offer price will not be increased, in the absence of an alternative or competing proposal.

In light of this, and having regard to the Pacific Smiles Directors' views on the likely implications of Genesis Bidco acquiring effective control of Pacific Smiles and the likelihood of a superior proposal emerging (as set out in sections 4.3 and 4.4 above, respectively), the Directors consider that the Offer price may be the highest price that Pacific Smiles Shareholders are likely to be offered for their Pacific Smiles Shares in the near future.

#### **4.7 The price of Pacific Smiles Shares may fall after the Offer closes and Shareholders may face a lack of liquidity**

While the price at which Pacific Smiles Shares trade on the ASX is affected by a range of factors (including the Offer price), if a competing proposal does not emerge before the Offer closes (which, as noted in section 4.4 above, the Pacific Smiles Directors consider unlikely to occur), there is a risk that the price of Pacific Smiles Shares may fall.

As set out in sections 4.3 and 4.5 above, in circumstances where Genesis Bidco acquires effective control of Pacific Smiles but does not become entitled to compulsorily acquire the remaining Pacific Smiles Shares, the Directors expect that the liquidity in Pacific Smiles Shares will reduce, potentially making it difficult for Shareholders to dispose of their Shares.

## **5 RISKS ASSOCIATED WITH ACCEPTING THE CASH OFFER**

Pacific Smiles Shareholders should be aware that there are various potential risks associated with accepting the Cash Offer. Some of those potential risks are set out below.

- (a) **Possible appreciation of Pacific Smiles Shares in the future:** you may be able to sell your Pacific Smiles Shares in the future for more valuable consideration than is available under the Cash Offer given the current strong momentum in the business.
- (b) **By accepting the Cash Offer, Shareholders give up their rights to further dividends:** if you accept the Cash Offer, you will have no right to receive any further dividends from Pacific Smiles, or to participate in any other returns of capital to Shareholders.
- (c) **Possibility of a superior proposal emerging, including after the Offer closes:** a third party with a superior proposal may emerge. By accepting the Cash Offer, you will not be able to accept any such superior proposal. The Directors note that there is no guarantee that any superior or competing proposal from any third party will emerge and, as set out in section 4.4 above, the Directors consider it unlikely that a superior proposal will emerge before the end of the Offer Period.
- (d) **No ability to withdraw your Acceptance:** since Genesis Bidco has declared the Offer unconditional, you will be unable to withdraw your Acceptance and unable to accept a superior proposal if one emerges.
- (e) **Any personal taxation consequences of accepting the Cash Offer:** the taxation consequences of disposing of your Pacific Smiles Shares pursuant to the Cash Offer depend on a number of factors and your particular circumstances. A general outline of certain Australian tax considerations associated with such a disposal is provided in Section 9 of the Original Target's Statement. You should seek your own specific professional tax advice as to the taxation implications applicable to your circumstances.

Having regard to these risks, and notwithstanding the Board's recommendation, Shareholders may see future upside in retaining exposure to Pacific Smiles Shares.

Section 8.2 of the Original Target's Statement provides further information in relation to the potential risks associated with accepting the Cash Offer.



## 6 HOW TO ACCEPT THE CASH OFFER

You can accept the Cash Offer by following the instructions set out below, which have been derived from sections 12.5 and 12.15 of the Bidder's Statement and section 1 of the Second Supplementary Bidder's Statement.

### 6.1 Accept for all of your Pacific Smiles Shares

You may only accept the Offer during the Offer Period for all, and not some only, of Your Pacific Smiles Shares. You will be taken to have accepted the Offer for all Your Pacific Smiles Shares plus any additional Pacific Smiles Shares held by you (on Genesis Bidco's copy of the Register) on the date your Acceptance is processed (despite any difference between that number and the number of Pacific Smiles Shares specified on your Acceptance Form when you accept the Offer).

### 6.2 Issuer Sponsored Holdings and other holdings

If your Pacific Smiles Shares are held on Pacific Smiles' issuer sponsored subregister (in which case your Securityholder Reference Number (**SRN**) will commence with 'I'), to accept the Offer you must accept the Offer either online or by completing and returning the Acceptance Form enclosed with the Bidder's Statement.

- (a) **Online:** to accept the Offer online, you must follow the instructions below:
- (i) go to <https://investor.automic.com.au/#/signup>;
  - (ii) click "Register" then select "Pacific Smiles Takeover Offer" from the dropdown list in the Issuer Name Field;
  - (iii) enter your Securityholder Reference Number (SRN);
  - (iv) enter your postcode OR country of residence (only if outside Australia);
  - (v) tick the box "I'm not a robot" and then select "Next";
  - (vi) complete the prompts to set up your username and password details; and
  - (vii) once you are logged in, select "Offers" from the left-hand vertical menu and follow the prompts; or
- (b) **Acceptance Form:** to accept the Offer using a physical Acceptance Form, complete the Acceptance Form enclosed with the Bidder's Statement in accordance with the instructions on it and return it to the address on the Acceptance Form so that it is received before 7:00pm (Sydney time) on the last day of the Offer Period.

### 6.3 CHESS Holdings

If your Pacific Smiles Shares are in a CHESS Holding (in which case your Holder Identification Number (**HIN**) will commence with 'X'), to accept the Offer, you must either accept the Offer online, or by contacting your Controlling Participant (usually your Broker), or by completing and returning the Acceptance Form enclosed with the Bidder's Statement:

- (a) **Online:** To accept the Offer online, you must follow the instructions below:
- (i) go to <https://investor.automic.com.au/#/signup>;
  - (ii) click "Register" then select "Pacific Smiles Takeover Offer" from the dropdown list in the Issuer Name Field;

- (iii) enter your Holder Identification Number (HIN);
  - (iv) enter your postcode OR country of residence (only if outside Australia);
  - (v) tick the box "I'm not a robot" and then select "Next";
  - (vi) complete the prompts to set up your username and password details; and
  - (vii) once you are logged in, select "Offers" from the left-hand vertical menu and follow the prompts; or
- (b) **Contact your Controlling Participant:** contact your Controlling Participant (usually your broker) and instruct them to accept the Offer on your behalf so that it is processed before 7:00pm (Sydney time) on the last day of the Offer Period. This is the quickest and most effective way for CHESS holders to accept the Offer; or
- (c) **Acceptance Form:** to accept the Offer using a physical Acceptance Form, complete the Acceptance Form enclosed with the Bidder's Statement in accordance with the instructions on it and return it to the address on the Acceptance Form. For the return of a CHESS Acceptance Form to be an effective acceptance of the Offer, it must be received in time for the Registry to give instructions to your Controlling Participant and for your Controlling Participant to carry out those instructions before the end of the Offer Period.

You must comply with any other applicable ASX Settlement Operating Rules and the terms of the sponsorship agreement between you and the Controlling Participant.

If you are a Controlling Participant, you must yourself initiate acceptance under rule 14.14 of the ASX Settlement Operating Rules so as to be effective before the end of the Offer Period.

#### 6.4 Separate holdings

If some of Your Pacific Smiles Shares are in an Issuer Sponsored Holding and some of Your Pacific Smiles Shares are in a CHESS Holding, your Acceptance of the Offer will require separate action in relation to the separate portions of Your Pacific Smiles Shares.

#### 6.5 Risk in Acceptance Form

Genesis Bidco has stated that the transmission of an Acceptance Form and any documents that accompany that form to Genesis Bidco is at your risk, and that neither Genesis Bidco, nor anyone on its behalf, will acknowledge receipt of those documents to you.

#### 6.6 Payment of Offer Consideration

Genesis Bidco has accelerated payment terms under the Offer and has stated that it will now pay Shareholders who accept the Cash Offer the cash consideration they are due as quickly as practicable and in all instances within 20 days of a valid Acceptance being received.

### 7 SELLING YOUR PACIFIC SMILES SHARES ON-MARKET

Pacific Smiles Shareholders may also seek to sell some or all of their Pacific Smiles Shares on-market (unless they have already accepted the Offer). Pacific Smiles Shareholders who do so will receive the consideration for their Pacific Smiles Shares sooner than if they had accepted the Offer. However, as set out in Section 3.2 of the Original Target's Statement, they also:

- (a) will not receive the benefits of:

(i) the potential appreciation of Pacific Smiles Shares in the future (noting the Pacific Smiles Directors can give no assurances and make no forecast of whether this will occur); or

(ii) any superior proposal which may emerge,

noting that they also will not receive any such benefits if they accept the Offer;

(b) may incur a brokerage charge; and

(c) may be liable for tax on gains they make on the sale.

Genesis Bidco has disclosed in its Bidder's Statement that it reserves, and may at any time exercise, the right to acquire Pacific Smiles Shares on-market at or below the Offer price during the Offer Period, and that it has appointed a broker to make such purchases.

Pacific Smiles Shareholders should seek their own specific professional advice regarding the taxation consequences of selling their Pacific Smiles Shares on-market.

## **8 STATUS OF THE OFFER**

As at the date of this Fourth Supplementary Target's Statement, Genesis Bidco has disclosed that:

(a) it has Voting Power of 32.93% in Pacific Smiles; and

(b) no current Acceptance Instructions have been received under the Institutional Acceptance Facility.

The Offer is currently scheduled to close at 7:00pm (Sydney time) on 29 November 2024, unless further extended.

Shareholders should note that Genesis Bidco has disclosed that the Offer will not be extended unless, on or before that date, Genesis Bidco has Voting Power of at least 50% in Pacific Smiles or a competing or alternative proposal emerges. The Offer Period will also be automatically extended if, in the last seven days of the Offer Period, Genesis Bidco's Voting Power in Pacific Smiles increases to more than 50%.

## **9 FURTHER INFORMATION**

If you have any questions in relation to the Offer or this Fourth Supplementary Target's Statement, please contact the Pacific Smiles Shareholder Information Line on 1300 367 804 (callers within Australia) or +61 2 9066 6162 (callers outside Australia) between 8:30am and 5:30pm (Sydney time), Monday to Friday (excluding public holidays).

## **10 CONSENTS**

Each of the Directors have given and not withdrawn their consent to:

(a) be named in this Fourth Supplementary Target's Statement in the form and context in which they are named; and

(b) statements attributable to them being included in this Fourth Supplementary Target's Statement in the form and context in which they appear.

## 11 APPROVAL OF FOURTH SUPPLEMENTARY TARGET'S STATEMENT

This Fourth Supplementary Target's Statement has been approved by a resolution passed by the Directors of Pacific Smiles.

Date: 22 November 2024

Signed for and on behalf of Pacific Smiles Group Limited



**Giselle Collins**  
Non-Executive Chairman  
Pacific Smiles Group Limited