

## ASX ANNOUNCEMENT

24 June 2025

### Minimum holding buy-back of unmarketable parcels

Pacific Smiles Group Limited (ASX: PSQ) (**Pacific Smiles**) is pleased to announce that it intends to undertake 'minimum holding buy-back' of ordinary shares (**Shares**) for shareholders of less than a marketable parcels of Shares in the Company (**UMP Facility**) as at 7:00pm (AEST) on 23 June 2025 (**Record Date**).

Under the ASX listing Rules, a marketable parcel of Shares is a parcel of not less than \$500, based on the closing price of the Shares on ASX.

The UMP Facility will allow shareholders who hold less than a marketable parcel of Shares (**Unmarketable Parcel**) in the Company (**Eligible Shareholder**) to sell their Shares back to the Company at the price of \$1.6886, being the 5-day Volume Weighted Average Price at the close of trade on the Record Date (**Sale Price**) without incurring any brokerage costs.

The UMP Facility is a 'minimum holding buy-back' under section 257B of the *Corporations Act 2001* (Cth) and accordingly does not require shareholder approval, and any Shares acquired by the Company under the UMP Facility will be cancelled. Eligible Shareholders may choose to opt out of the UMP Facility and retain their unmarketable parcels by completing and returning a share retention form as outlined in the **attached** draft letter to be sent to eligible shareholders.

Based on the Sale Price and as of the Record Date, there were 140 Eligible Shareholders with an Unmarketable Parcel of Shares, representing in total 9,850 Shares (0.00006% of the total Shares outstanding) and aggregate value of \$16,632.71.

The Company will pay for all costs related to the UMP Facility (excluding any tax consequences from the sale).

The Company expects that undertaking the UMP Facility will reduce the ongoing administrative costs (including printing and mailing costs and share registry expenses) associated with maintaining Unmarketable Parcels on the Company's shareholder register.

## Key Dates

Event	Key Dates
Record date for minimum holding buy-back	Monday, 23 June 2025 at 7:00pm (AEST)
Announcement of UMP Facility	Tuesday, 24 June 2025
Despatch of UMP Facility documents to eligible shareholders	Thursday, 26 June 2025
Closing date: Period to opt out of the UMP Facility closes	Thursday, 7 August 2025 at 5:00pm (AEST)
Announcement of the outcome of the UMP Facility	Friday, 8 August 2025
Shareholders who have participated in the UMP Facility to receive sale proceeds and documentation confirming Shares have been bought back	As soon as practicable after Friday, 8 August 2025

*Note: All times and dates in the above timetable are references to the time and date in Sydney, New South Wales, Australia. This timetable is indicative only and is subject to change. PSQ will inform shareholders of any change to the timetable by ASX announcement.*

Shareholders with queries regarding the UMP Facility may contact the Company's share registry, Automic, on 1300 288 664 (within Australia) or +61 2 9698 5414 (from overseas).

This announcement has been authorised for release by the PSQ Board of Directors.

**ENDS**

**For further information, please contact:**

### Investors & Media

Managing Director and Chief Executive Officer  
Gary Carroll  
P: 02 4930 2000  
E: [investor.relations@pacificsmiles.com.au](mailto:investor.relations@pacificsmiles.com.au)

**24 June 2025**

Dear Shareholder

### **Minimum holding buy-back of unmarketable parcels**

Pacific Smiles Group Limited (ASX: PSQ) (**Pacific Smiles** or the **Company**) is pleased to announce that it intends to undertake a 'minimum holding buy-back' of ordinary shares (**Shares**) for holders of less than a marketable parcels of Shares in the Company (**UMP Facility**) as at 7:00pm (AEST) on 23 June 2025 (**Record Date**).

Under the ASX listing Rules, a marketable parcel of Shares is a parcel of not less than \$500, based on the closing price of the Shares on ASX.

The UMP Facility will allow shareholders who hold less than a marketable parcel of Shares (**Unmarketable Parcel**) in the Company (**Eligible Shareholder**) to sell their Shares back to the Company at the price of \$1.6886, being the 5-day Volume Weighted Average Price at the close of trade on the Record Date (**Sale Price**) without incurring any brokerage costs.

The UMP Facility is a 'minimum holding buy-back' under section 257B of the *Corporations Act 2001* (Cth) and accordingly does not require shareholder approval, and any Shares acquired by the Company under the UMP Facility will be cancelled.

Based on the Sale Price and as of the Record Date, there were 140 Eligible Shareholders with an Unmarketable Parcel of Shares, representing in total 9,850 Shares (0.00006% of the total Shares outstanding) and aggregate value of \$16,632.71.

The Company recognises that an Unmarketable Parcel can be difficult and expensive (relative to their value) to sell; the UMP Facility enables Eligible Shareholders to sell their small shareholdings without having to act through a broker or incurring any brokerage costs. The Company expects that undertaking the UMP Facility will reduce the ongoing administrative costs (including printing and mailing costs and share registry expenses) associated with maintaining Unmarketable Parcels on the Company's shareholder register.

The Company's share registry, Automic, shows that the number of Shares held by you or an entity that is associated with you is an Unmarketable Parcel (which is less than 296 Shares as of the Record Date), which therefore makes you an Eligible Shareholder.

Your options in relation to the UMP Facility are as follows:

- a) **Sell your Unmarketable Parcel** – if you wish to sell your Unmarketable Parcel at the Sale Price per Share via the UMP Facility, ***you do not have to take any action*** and will receive the proceeds as soon as practicable after the closing date of the UMP Facility being 5:00pm on Thursday, 7 August 2025 (**Closing Date**).
- b) **Retain your Unmarketable Parcel** – if you would like to opt-out of the UMP Facility and not have your Shares purchased by the Company, you must complete and return the *attached* Share Retention Form to Automic by the Closing Date.
- c) **Top-up or consolidate your existing holding** – increase your holding to a marketable parcel by either merging multiple holdings or by acquiring more Shares in the Company on market such that your registered holding on the Closing Date is 296 Shares or greater. Note any additional Shares acquired must be registered under the same name and address and with the same holder number (SRN or HIN) as set out in the *attached* Share Retention Form. To merge your multiple holdings prior to the Closing Date, please contact Automic on 1300 288 664 (within Australia) or +61 2 9698 5414 (from overseas).

If you wish to retain your shareholding in the Company, please allow reasonable time for your Share Retention Form to be received by Automic. If you hold Shares in multiple holdings, some of which are Unmarketable Parcels, then the Company will purchase those Unmarketable Parcels unless a separate Share Retention Form is received for each holding.

If your Shares are purchased under the UMP Facility, the sale proceeds will be forwarded to you by the Company via direct credit using the bank account details as recorded on Automic, the Company's share registry as soon as practicable or will be withheld until bank details are provided if none are recorded. There will be no brokerage fees payable by shareholders whose Shares are purchased by the Company under the UMP Facility. As noted above, Shares purchased by the Company under the UMP Facility will be cancelled in accordance with section 257H of the Corporations Act.

The Company makes no recommendation as to whether you should participate in the UMP Facility. You should seek independent professional advice when deciding whether to retain your Shares or if you have any questions on how a sale of Shares under the UMP Facility may affect you.

While the Company will pay for all costs associated with the UMP Facility, any taxation consequences arising from the sale of your Unmarketable Parcel(s) will be your responsibility. Please consult your legal, financial or taxation advisor if you require

information regarding possible taxation implications of the sale of your Unmarketable Parcels under the UMP Facility.

### **Key Dates**

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If you query further information in respect of the UMP Facility, you may contact the Company's share registry, Automic, on 1300 288 664 (within Australia) or +61 2 9698 5414 (from overseas).

Yours sincerely

David Hwang  
**Company Secretary**



## LODGING YOUR RETENTION FORM



**IMPORTANT! Retention Forms cannot be returned by fax or email.**  
**Your Retention Form must be returned via one of the return methods provided below.**

Due to recent changes to delivery times by Australia Post, standard delivery may now take up to ten Business Days, or longer from regional areas. Shareholders should bear this in mind when returning their Retention Form using Australia Post.

### ONLINE

**Existing users:** If you have an existing Automic Investor Portal account, with access to Pacific Smiles Group Limited, you do not need to register and can log in with your existing username and password at <https://investor.automic.com.au>

If you do not automatically see your PSQ shareholding in your account, you can easily add it by selecting the "Add holding" button on the top right-hand corner of the screen and following the prompts.

**New users:** If you do not have an existing Automic account you will need to register for Investor Portal by visiting <https://investor.automic.com.au/#/signup> and following these steps:

1. In the Company Name field, select " Pacific Smiles Group Limited (PSQ)"
2. Enter your Holder Number (SRN or HIN)
3. Enter the postcode (Australian address) or click "change country" to select the country code (overseas address) relevant to your holding
4. Tick the "I'm not a robot" box and click "Next"
5. Complete the prompts to set up your Username and Password

**Once you are logged in, select "Offers" from the left-hand vertical menu and follow the prompts.**

### BY MAIL

Pacific Smiles Group Limited – Minimum Holding Buy-Back  
C/- Automic Group  
GPO Box 5193  
Sydney NSW 2001

### BY HAND DELIVERY (Between Sydney office hours 9.00am – 5.00pm AEST)

Automic Group  
Level 5  
126 Phillip Street  
Sydney NSW 2000

**YOUR SHARE RETENTION FORM MUST BE RECEIVED BY NO LATER THAN  
5.00PM (AEST) ON 7 AUGUST 2025.**