

**Lodged via  
ASX Online**

Our ref: 21-41067616

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

29 November 2024

Dear Sirs/Madams

**Off-market takeover bid by Beam Dental Bidco Pty Ltd for Pacific Smiles Group Limited  
(ASX: PSQ) – notice of automatic extension**

We act for Beam Dental Bidco Pty Ltd (ACN 676 303 254) ("**Bidco**") in relation to its off-market takeover bid under Chapter 6 of the *Corporations Act 2001* (Cth) ("**Corporations Act**") to acquire all of the ordinary shares in Pacific Smiles Group Limited ACN 103 087 449 (ASX: PSQ) ("**Offer**").

On behalf of Bidco, we enclose a notice pursuant to section 624(2) of the Corporations Act advising that the Offer Period has been automatically extended by 14 days so that the Offer will remain open for acceptance until 7:00pm (Sydney time) on 12 December 2024 (unless further extended).

This notice has been provided to Pacific Smiles and will be provided to all relevant persons in accordance with section 624(2) of the Corporations Act (as modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683*).

Yours sincerely



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David Clees

Partner  
**Clifford Chance**



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Nicole Backhouse

Counsel  
**Clifford Chance**

21-41067616

**Notice under section 624(2) of the Corporations Act 2001 (Cth)**

**Notice of automatic extension of Offer Period**

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*This is a notice made in accordance with section 624(2) of the Corporations Act 2001 (Cth) (as modified by ASIC Corporations (Takeover Bids) Instrument 2023/683) (**Corporations Act**) given by Beam Dental Bidco Pty Ltd (ACN 676 303 254) (**Bidco**) in relation to its off-market takeover bid to acquire all of the ordinary shares in Pacific Smiles (the **Offer**), the terms of which are contained in its replacement bidder's statement dated 1 October 2024 as supplemented by Bidco's first supplementary bidder's statement dated 11 November 2024, second supplementary bidder's statement dated 19 November 2024 and third supplementary bidder's statement dated 25 November 2024 (together the **Bidder's Statement**). Capitalised terms not defined in this notice have the same meaning given in the Bidder's Statement, unless the context requires otherwise.*

**To:** Pacific Smiles Group Limited (ACN 103 087 449) (ASX:PSQ) (**Pacific Smiles**)

Each Pacific Smiles Shareholder referred to in section 650D(1)(c) of the Corporations Act (other than those who have accepted the Offer)

**Automatic extension of Offer Period**

In accordance with section 624(2) of the Corporations Act, Bidco gives notice that:

- (a) Bidco's voting power in Pacific Smiles increased to more than 50% on 28 November 2024;
- (b) because of the event referred to in paragraph (a) and operation of section 624(2) of the Corporations Act, the Offer Period has been automatically extended by 14 days so that the Offer will remain open for acceptance until 7:00pm (Sydney time) on 12 December 2024 (unless further extended);
- (c) all references or deemed references to "29 November 2024" in the Bidder's Statement, in any previous notices and in all other instances where "29 November 2024" appears as the closing date of the Offer, are replaced with "12 December 2024".

As disclosed in the second and third supplementary bidder's statements, as Bidco's voting power in Pacific Smiles has now exceeded 50%, Bidco may further extend the Offer in its absolute discretion.

**Further information**

For more information regarding the Offer please refer to the Bidder's Statement (as supplemented or replaced from time to time). If you have any questions or require further assistance, please call the Bidco Offer Information Line on 1300 101 297 (for calls made within Australia) or +61 2 9068 1929 (for calls made from outside Australia) from Monday to Friday between 8:30am and 7:00pm (Sydney time).

**Dated** 29 November 2024

**Signed** on behalf of Bidco by



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Dr Michael Caristo  
Director  
Beam Dental Bidco Pty Limited

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