

ASX ANNOUNCEMENT

14 October 2024

Appointment of Gary Carroll as Managing Director and CEO

Pacific Smiles Group Limited (ASX:PSQ) (**Pacific Smiles**) today announces the appointment of Gary Carroll as Managing Director and Chief Executive Officer of Pacific Smiles.

Gary is an experienced CEO with a track record growing and transforming consumer-facing distributed network businesses. He has most recently been the CEO of MindChamps Australia, which operates 21 premium early learning and preschool services across NSW and Victoria. From 2017 to 2022, he was the CEO of ASX-listed G8 Education, Australia's largest for-profit provider of quality early childhood education and care with over 400 centres nationwide. As CEO, he was responsible for the development and execution of G8 Education's strategy to turn around the group following a period of significant expansion and financial pressure. Prior to this, he was CFO of G8 Education and before that, he held a number of senior roles at ASX-listed Super Retail Group including Chief Financial Officer and General Manager of Group Development.

Gary will join Pacific Smiles today, Monday 14 October 2024.

Gary will succeed Andrew Vidler, whose resignation was announced on 6 September 2024. The Board have agreed with Andrew that he will step aside from today and that he will assist Gary and the Board with a smooth transition for a two-week period to 28 October 2024. Andrew has led Pacific Smiles through a demanding period since he joined and the Board thanks Andrew and wishes him every success in his new role.

Giselle Collins, Chairman of Pacific Smiles, said: "Following a comprehensive search process, the Board is delighted to appoint Gary as Managing Director and CEO of Pacific Smiles. He has a track record of bringing strategic discipline and accountability to consumer-facing network businesses such as Pacific Smiles, whilst achieving efficiencies from scale and driving growth. His experience will be invaluable as we work to deliver on the next stage of network optimisation and growth for Pacific Smiles, and the Board is looking forward to working with him to unlock the full potential of the group."

Gary Carroll, Managing Director and CEO, said: "The opportunity to lead Pacific Smiles is an exciting one and I am pleased to be joining the company. Pacific Smiles is a highly attractive business with a market leading brand, strong invested footprint and capacity

for future growth. I can see lots of opportunities for the company and I look forward to working with Giselle, the rest of the Board and the broader Pacific Smiles team as we capitalise on Pacific Smiles' many strengths."

In accordance with ASX Listing Rule 3.16.4, Pacific Smiles has included the material terms of Gary Carroll's contract with Pacific Smiles as an appendix to this announcement.

This announcement was authorised by the Board of Pacific Smiles.

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Appendix A: About Gary Carroll

Gary Carroll is an experienced senior executive. From 2017 – 2022, Gary was CEO of ASX-listed G8 Education, Australia's largest for-profit provider of quality early childhood education and care with over 400 centres nationwide. Prior to his appointment as CEO of G8 Education, Gary was CFO of that Group. From 2006–2016, he spent ten years at ASX-listed Super Retail Group in a range of senior management roles. Most recently, he has been CEO of MindChamps Australia, which operates 21 premium early learning and preschool centres in NSW and Victoria and was EGM, Transformation at Crown Resorts Melbourne as a contract position in 2023.

Gary has a Bachelor of Commerce – 1st Class Honours and a Bachelor of Law – 2nd Class (Division A) Honours both from the University of Queensland. He is a Fellow of CPA Australia.

Appendix B: Summary of Managing Director and CEO Remuneration Arrangements

Position	Managing Director and Chief Executive Officer.
Start date	14 October 2024.
Remuneration	\$630,000 per annum.
STI	Up to 60% of the Remuneration, awarded as cash or equity, or a combination of both.* For the Financial Year ending 30 June 2025, any award under the STI Plan will be pro rata based on the period of service during the Financial Year.
LTI	Up to 60% of the Remuneration, awarded as cash or equity, or a combination of both.* For the Financial Year ending 30 June 2025, any award under the LTI Plan will be on a pro rata basis based on the period of service during the Financial Year.
Notice period	9 months' notice by the Company if terminated within 18 months of appointment; then 6 months on a BAU basis by both parties or 9 months if notice given during a takeover (whether or not control passes) – both parties.
Post employment terms	Non-compete and non-solicitation restrictions apply for up to 12 months.

* The payment of an award as cash or equity (or a combination of those) will be by determination of the Board. The Board has not decided to offer or offered any equity at this time, and any offer or issue of equity will be subject to any required approvals.