

Announcement

26 September 2025

LAPSE AND VESTING OF OPTIONS ISSUED PURSUANT TO EMPLOYEE SHARE OPTION PLAN

RPMGlobal Holdings Limited (ASX: RUL) (the **Company**) hereby advises, in accordance with Listing Rule 3.10, 23,324 options previously issued under the Company's long-term incentive plan have lapsed (as a result of the holding conditions for those options not being met or maintained by the relevant holders), and 915,138 zero-exercise price options (**ZEPOs**) previously issued under the Company's long-term incentive plan on 26 September 2022 have, as a result of the vesting conditions attached to those ZEPOs being achieved, vested and are now capable of being exercised at the discretion of the individual employee holders.

As detailed in the announcement that accompanied the grant on 26 September 2022, the ZEPOs, operating as a long-term incentive and retention strategy for key employees of the business, had a vesting date three years after the grant, and vesting conditions requiring both continuity of employment by each eligible holder over that three-year period and a market-based hurdle being achieved or exceeded.

The market-based vesting hurdle attached to the ZEPOs assessed the percentage change in RPM's share price over the three-year period (measured as a VWAP (volume weighted average price) of RPM on the twenty (20) days immediately preceding both the grant on 26 September 2022 and the vesting on 26 September 2025), against the percentage change in the S&P ASX 300 Accumulated index (AXKOA) over that same period. 50% of the options vested if the percentage change in RPM's share price (over that three year period) was at least 2.5% higher than the percentage change in the AXKOA over that same three-year period, and the remaining 50% vested if the percentage change was at least 7.5% higher than the percentage change in the AXKOA over the same period.

The vesting conditions were assessed by the Company on 26 September 2025, and as a result of the Company's share price over the relevant three year period commencing on 26 September 2022, increasing 199.9%, 156.5% higher than the corresponding change in the AXKOA over that same period, 100% of the current ZEPOs issued on 26 September 2022 have vested and are now capable of being exercised at the discretion of the individual employee holders. As at the date of this announcement, the Company's options on issue are as follows:

<u>Grant Date</u>	<u>Vesting Date</u>	<u>Expiry Date</u>	<u>No. Options Lapsed</u>	<u>Exercise Price</u>	<u>Total Options on Issue</u>
<i>Previous grants:</i>					
12 November 2020	Vested ⁽¹⁾	12 November 2025		ZEPO ⁽³⁾	112,273 ⁽¹⁾
23 March 2021	Vested ⁽¹⁾	23 March 2026		ZEPO ⁽³⁾	136,398 ⁽¹⁾
3 September 2021	Vested ⁽¹⁾	3 September 2026		ZEPO ⁽³⁾	102,367 ⁽¹⁾
25 February 2022	Vested ⁽¹⁾	25 February 2027	(8,199)	ZEPO ⁽³⁾	65,592 ⁽¹⁾
26 September 2022	26 September 2025 ⁽¹⁾	26 September 2027	(5,000)	ZEPO ⁽³⁾	915,138 ⁽¹⁾
1 September 2023	1 September 2026 ⁽²⁾	1 September 2028	(6,325)	ZEPO ⁽³⁾	956,509 ⁽²⁾
1 May 2025	1 May 2028 ⁽²⁾	1 May 2030		ZEPO ⁽³⁾	1,227,369 ⁽²⁾
5 September 2025	5 September 2028 ⁽²⁾	5 September 2030	(3,800)	ZEPO ⁽³⁾	388,252 ⁽²⁾
Total					3,903,898

⁽¹⁾ Options are currently vested and capable of being exercised at the discretion of the option-holders and expiring at the dates specified above (subject to Plan Rules).

⁽²⁾ Options issued that are yet to vest (vesting conditions yet to be satisfied - vesting conditions subject to the Plan Rules) and accordingly are not currently capable of being exercised.

⁽³⁾ Zero Exercise Price Option

The total number of share options currently on issue by the Company is 3,903,898 which equates to approximately 1.77% of the current share capital of the Company. This vesting of options does not impact the terms of the non-binding indicative proposal issued by Caterpillar announced on 1 September 2025 (in the event that the proposed transaction proceeds). The above lapse is further detailed in the Appendix 3H lodged immediately following this announcement.

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About RPMGlobal Holdings Limited:

RPMGlobal Holdings Limited (ASX: RUL) [RPM®] was listed on the Australian Securities Exchange on 27 May 2008 and is a global leader in the provision and development of mining software solutions and professional development to the mining industry.

RPM has been advancing the global mining industry through the provision of innovative software solutions and deep domain expertise for more than 50 years. The company brings together its technology and professional development services to support mining clients extract more value at every stage of the mining lifecycle. In partnership with the industry, RPM has delivered safer, cleaner and more efficient operations in over 125 countries.

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