

# 2025 Annual General Meeting Chairman & Managing Director's Addresses

RPMGlobal Holdings Limited ACN 010 672 321

2025 Annual General Meeting (**AGM**) to be held *virtually* at **10.00 am** (Brisbane time) on **Friday, 17 October 2025** via the online platform available at

<https://meetnow.global/MVDWYRA> (**AGM**):

<b>Location</b>	Online Platform - <a href="https://meetnow.global/MVDWYRA">https://meetnow.global/MVDWYRA</a>
<b>Date</b>	Friday, 17 October 2025
<b>Time</b>	10:00 am (Brisbane time)

## Chairman's Welcome and Speech

Good morning, ladies and gentlemen. As the time is 10 am, I want to welcome everyone online to the 2025 Annual General Meeting of RPMGlobal Holdings Limited.

My name is Steve Baldwin, and I am Chair of the Board of RPM.

As we have a quorum, I now declare the meeting open.

Today's meeting is being held online via the Computershare platform. This meeting platform allows Shareholders, Proxies and Guests to attend the meeting virtually.

Shareholders may participate in the AGM via the online platform from their computer, smartphone or tablet by entering the URL detailed in the Notice of

Meeting into your browser. The online platform allows RPM shareholders to view the meeting presentation, vote and ask questions in real-time.

Further information regarding the online platform (including how to participate, vote and ask questions during the meeting) is set out on this slide and is also attached to the Notice of Meeting.

Before we proceed with the formal items of business, Richard will provide a brief update on a few areas of the business.

## **Managing Director's Speech**

What a year it has been.

In April, we successfully completed the sale of the Advisory Business to SLR Consulting Pty Ltd for an enterprise value of \$63.0 million, thereby enabling us to focus on our Software business.

As soon as we announced the sale of the Advisory business in February, we started receiving approaches for our software business.

The Board determined that it was in the best interests of shareholders to take control of the situation and run a structured and competitive process. This was done to ensure we engaged with all credible parties.

As a result of this process, Caterpillar emerged as the preferred bidder, and we subsequently entered into a six-week period of exclusive due diligence with them.

Earlier this week, we announced that RPM and Caterpillar had entered into a binding

Scheme Implementation Deed, pursuant to which Caterpillar will acquire 100% of RPM's share capital by way of a Scheme of Arrangement for \$5.00 per share in cash.

The transaction is subject to several regulatory approvals, including those from the Australian Competition and Consumer Commission (ACCC) and the Foreign Investment Review Board (FIRB), as well as other customary closing conditions, such as RPM shareholder approval and Federal court approvals.

We are working with Caterpillar on these approvals and are targeting release of the Scheme Booklet to shareholders later in November, so that we can hold a shareholder meeting to approve the Scheme before Christmas. At this time, the Scheme timetable has completion scheduled for mid-February 2026.

I am happy to answer whatever questions I can from shareholders during today's meeting regarding the Scheme.

Speaking of last year, for the seventh consecutive year, the company set a new sales record for software licenses sold. Since starting the transition to subscription licensing the company had two inspirational goals, the first being to sell more than 100 million dollars' worth of software in one financial year, and the second being to have \$200 million in contracted non-cancellable software backlog. Both goals were achieved in financial year 2025, one year earlier than planned.

The company expects to set another new benchmark for software sales in the upcoming year, and I believe XECUTE, AMT and XERAS Cloud will all have big years in 2026 due to their boosted market acceptance over the last fifteen months.

The financial leverage provided by the \$200 million in pre-contracted, non-cancellable software revenue, combined with the \$6.1 million reduction in annual operating costs in the 2025 financial year (following the divestment of the Advisory business), will ensure a significant improvement in the operating margins of the business going forward.

Financial year 2025 was certainly an eventful year for the business as it transitioned to a pure-play software company with a strong reputation for quality, innovation, and delivery.

It was these qualities that attracted Caterpillar to the business. They, like us, have a strong focus on the customer, and there is no doubt in my mind that the combination of our two software offerings will change the way miners use technology in their businesses.

I will now return control of the meeting to Steve to continue the formal business items.

## **Formal Items of Business**

Thank you, Richard. I will now proceed with the formal part of the proceedings. The meeting has been called in accordance with the Notice of Meeting, issued on September 15, 2025.