RLF raises $3.9 million to support its growth agenda

Highlights

- **RLF has received binding commitments to raise $3.9 million (before costs) by way of a Share placement and issue of convertible notes to institutional and sophisticated investors.**
- **Both the Placement Shares and Convertible Notes are subject to shareholder approval, which is expected to be sought at the General Meeting scheduled for 28 August 2026.**
- **Funds to secure raw materials and inventory to fulfil customer pre-orders, fund targeted capital expenditure and advance joint venture opportunities.**
- **Board and management participated in the raise.**

RLF AgTech Ltd (**RLF** or the **Company**) (ASX: RLF) is pleased to announce that it has received strong interest and firm commitments to raise approximately $3.59 million (before costs) from institutional and sophisticated investors (**Placement**) and $0.31 million via the issue of Convertible Notes (the **Notes**). The issue of Placement Shares and the Notes is subject to shareholder approval, which is expected to be sought at the general meeting scheduled for 28 August 2026 (**General Meeting**).

The Placement will be undertaken at $0.028 per share, representing a 3.4% discount to the last closing price of $0.029 and a 9.1% discount to the 15-day VWAP.

RLF will deploy the funds to secure raw materials and inventory to fulfil customer pre-orders, undertake targeted capital expenditure and advance joint venture opportunities, while providing additional working capital to support increased commercial activity. The funding follows the restructuring of RLF's Australian operations and strengthening of its management team and Board and the Company is solidly focussed on continuing to convert its pipeline into repeatable sales and sustainable revenue growth.

Board and management have committed to the placement, including incoming Non-Executive Directors and members holding executive roles in the Company.

> ***RLF AgTech's CEO Stuart Upton** said: "We thank our existing shareholders for their continued support and welcome the new investors who have participated in the raising. The support from our new Board and management demonstrates strong alignment as we move into FY 2027.*
>
> *"We have spent the past 18 months restructuring the business, rebuilding our Australian sales capability and strengthening our management team and Board. This funding allows us to now put additional capital behind commercial execution.*
>
> *"We will use the funds to secure raw materials and inventory to meet customer demand, undertake targeted capital expenditure and progress joint venture opportunities. FY27 will represent the Company's first full year of executing our targetted strategy in the Australian market whilst focusing on profitable growth across the group."*

Placement Details

The Placement consists of 128,214,286 Shares to be issued to unrelated institutional and sophisticated investors at a price of $0.028 per share (**Placement Shares**) to raise a total of $3.59 million, before costs. The issue of Placement Shares is subject to shareholder approval under ASX Listing Rule 7.1, with this expected to be sought at the General Meeting.

In addition, Mr Tim Watson and Mr Greg Hunt, each incoming directors of the Company, have agreed to participate in the Placement on the same terms as other participants. As Messrs Watson and Hunt are related parties of the Company, the issue of these Shares to them (or their respective nominees) is subject to shareholder approval under ASX Listing Rule 10.11, with this expected to be sought at the General Meeting.

The issue price of $0.028 per Placement Share, represents:

- A 3.4% discount to the last closing price of $0.029 per share on 7 August 2026; and
- A 9.1% discount to the 15-day volume-weighted average price (VWAP) of $0.0308 per share up to and including 7 August 2026.

The funds raised from the Placement will be used to secure raw materials and inventory to fulfil customer pre-orders, fund targeted capital expenditure and advance joint venture opportunities.

Convertible Note Offer Details

Upon payment of the principal amount of the subscription, and subject to shareholder approval being obtained, the Company will issue 310,000 Convertible Notes, with the following key terms:

- Total amount to be raised: $310,000 AUD.
- Issue price: Face value of $1.00 AUD per Convertible Note.
- Interest: 11.5% per annum, payable quarterly in cash (not in shares).
- Security: unsecured.
- Repayment (maturity) date: 1 September 2028. If not converted, the outstanding face value (together with any accrued but unpaid interest) is repayable in cash on that date.
- Conversion: convertible into Shares at the election of the noteholder at any time prior to 1 September 2027.
- Conversion price: The higher of:
  - a 20% discount to the 10-day VWAP of the Company's Shares on the date of conversion; and
  - A$0.028 (being the issue price of Placement Shares), as a floor.

Further details regarding the terms and conditions of the Convertible Notes will be included in the notice of meeting.

Indicative Timetable

Event	Date
Announcement of Placement and recommencement of trading	12 August 2026
Release of addendum to Notice of Meeting to shareholders	18 August 2026
General Meeting of shareholders	28 August 2026
Settlement and issue of Placement Shares and Convertible Notes	1 September 2026

Authorised for release by the Board of Directors of the Company.

For more information:

Stuart Upton
Chief Executive Officer
M +61 6187 0753
E ir@rlfagtech.com

Simon Pitaro
NWR Communications
M +61 (0) 409 523 632
E spitaro@nwrcommunications.com.au

About RLF AgTech Ltd (ASX: RLF)

RLF AgTech Ltd (ASX: RLF) manufactures high-analysis liquid fertilisers and seed treatments that build stronger root systems, the foundation for better nutrient uptake, crop quality and yield. Backed by more than 30 years of technical and agronomic expertise, RLF's products are designed to deliver measurable return on investment at the farm gate.

The Group operates multiple business units: RLF Australia, supplying broadacre and horticultural growers through a national distribution network; LiquaForce, a Queensland-based liquid fertiliser manufacturer primarily servicing the sugarcane industry; and RLF China, an established operation serving one of the world's largest agricultural markets. RLF also sells into Southeast Asia and other global markets.

By improving how efficiently crops take up nutrients, RLF's products reduce input waste and support long-term soil health, delivering agronomic and environmental benefits from the same application.