RBR GROUP Limited

ASX Release

13 November 2026

RBR Secures A$600,000 Placement and Extends Convertible Notes

- **Firm commitments received for a Placement to raise A$600,000 (before costs) at A$0.018 per share, cornerstoned by Paul Natoli (Grounded Group) for A$150,000.**
- **Existing convertible notes restructured and extended, which, alongside the Placement, removes near-term balance sheet pressure and allows the Company to execute on its contract pipeline.**
- **Subject to his election at the AGM, Laurie Ziatas to become Non-Executive Chair of RBR.**

PERTH, AUSTRALIA – 13 November 2026: RBR Group Limited (**ASX: RBR**) (**RBR** or the **Company**), a provider of workforce and project services to the energy and resources sectors, today announced it has received firm commitments for a placement to raise A$600,000 (before costs) (the **Placement**) of 33,333,333 fully paid ordinary shares at an issue price of A$0.018 (**New Shares**) to sophisticated and professional investors, cornerstoned by Mr Paul Natoli of Grounded Group (**Grounded**). The Company has also agreed with the holders of all A$1.25 million of its convertible notes to restructure and extend those notes, removing near-term balance sheet pressure as it executes on its contract pipeline. Details of the convertible note restructure and extension are set out below.

Executive Chairman, Ian Macpherson, said:

"We thank our new and existing shareholders for their support of the Placement, and our noteholders for agreeing to extend their notes. Together with the support of the Grounded team, this places RBR in a stronger position to deliver Stage 1 at Rovuma and pursue the significant opportunities in Mozambique. I am also pleased to welcome Laurie Ziatas, who, subject to his election at the AGM, will become Chair. Laurie brings more than 45 years of experience in corporate, commercial and mining law to the Board, and I look forward to working with him to ensure a smooth transition."

Non-Executive Director, Athol Emerton, said:

"In relation to the awarded contract, first modules are already under construction in South Africa for expeditious delivery to site in December. The improved balance sheet will assist with early-stage contract working capital, adding to the capital already provided by our Mozambique operating entities, PD and our strategic partner, Canvas & Tent."

Board Transition

Following the withdrawal of Mr Jake Cole as a candidate for election to the Board and with a number of the Company's Directors based offshore, Executive Chairman Ian Macpherson has agreed that he will stand for re-election at the Company's Annual General Meeting on 27 November 2026 and subject to his re-election, transition to the role of Non-Executive Director ahead of his planned retirement.

Mr Macpherson will remain with the Company until Christmas to assist with the appointment of a new Non-Executive Director and the transition of all management matters. As outlined above, Mr Laurie Ziatas has been nominated for election as a Director at the Annual General Meeting and, subject to his election, will assume the role of Chair.

Extension of Convertible Notes

The Company has agreed with the holders of all of its convertible notes, totalling A$1.25 million in face value, to restructure those notes. The maturity date of the notes held by FNBIT (The JEMA International A/C), with a face value of A$1,000,000, has been extended by 12 months to 26 September 2027. The notes held by the trustees of the GH Super Fund, with a face value of A$250,000, will be dealt with as follows: A$50,000 will be repaid in cash from the proceeds of the Placement; A$25,000 will be cancelled in exchange for the issue of 1,388,889 fully paid ordinary shares at the Placement price of A$0.018 per share (**Settlement Shares**); and the maturity date of the remaining A$175,000 has been extended by 6 months to 15 March 2027.

Accrued interest on all of the notes will be paid in cash from the proceeds of the Placement. Interest will continue to accrue on the extended notes at the existing rates of 10% and 11% per annum respectively, and all other terms of the notes remain unchanged.

In consideration for the extensions, the noteholders will receive a rollover fee of 3.5% of the face value of the notes extended by 12 months (A$35,000) and 2.5% of the face value of the notes extended by 6 months (A$4,375), totalling A$39,375, to be satisfied by the issue of 2,187,501 fully paid ordinary shares at the Placement price of A$0.018 per share (**Fee Shares**). The Settlement Shares and the Fee Shares (1,944,445 to FNBIT and 243,056 to the GH Super Fund) will be issued at the same time as the New Shares under the Placement, using the Company's existing placement capacity under ASX Listing Rule 7.1. All Settlement Shares and Fee Shares will rank equally with the Company's existing shares.

Placement

The Placement was conducted at an issue price of A$0.018 representing a nil discount to the last ASX closing price prior to the trading halt. There were no options issued to investors as part of the placement. The New Shares will be issued under the Company's existing placement capacity, with 18,038,872 New Shares to be issued under ASX Listing Rule 7.1 and 15,294,461 New Shares under ASX Listing Rule 7.1A, and will rank equally with the Company's existing shares. Settlement is expected on Tuesday, 17 November 2026, with the New Shares expected to be issued on Wednesday, 18 November 2026. An Appendix 3B for the proposed issue accompanies this announcement.

MST Financial Services Pty Ltd (**MST**) acted as Lead Manager to the Placement. In consideration for its services, MST will receive a management fee of 3% and a selling fee of 3% of the funds raised under the Placement (each plus GST), with the selling fee not payable on funds raised from Grounded Group and CPS Capital. MST may elect to receive its fees in cash or in shares at the Placement price, with any shares subject to shareholder approval. Subject to shareholder approval, MST will also be issued 7,000,000 unquoted options at an issue price of $0.00001 per option, each exercisable at $0.03 on or before 7 November 2027, on the same terms as the Company's existing unquoted options (ASX: RBRAC).

The Company will convene a general meeting to seek shareholder approval for the issue of the MST options and any shares issued to MST in satisfaction of its fees.

The funds raised under the Placement will be used as follows:

Use of funds	A$
Current creditors	150,000
Convertible note interest, partial repayment	90,000
Mozambique contract (Stage 1, Rovuma LNG)	150,000
Working capital and costs of the Placement	210,000
Total	**600,000**

For more information, please contact:

Ian Macpherson
Executive Chairman
info@rbrgroup.com.au

This announcement has been authorised for release by the Board.