

APPENDIX 4D

The information contained in this report is for the half year ended 31 December 2020 and the previous corresponding period ended 31 December 2019 for RPMGlobal Holdings Limited and its controlled entities.

This report is presented in Australian dollars. The report has been subjected to independent review and is not subject to qualification.

Results for announcement to the market

\$'000	1H21	1H20	Movement
Revenues from ordinary activities	36,065	41,098	-12.2%
Profit from ordinary activities after tax	898	452	98.6%
Profit for the period	898	452	98.6%

Dividend information

	Amount per Share (cents)	Franked Amount per Share (cents)	Conduit Foreign Income Amount per Share
Interim dividend	-	-	-

Brief explanation to figures reported above

Refer to review of operations on page 2.

	31 Dec 2020	31 Dec 2019
Net tangible assets per security (cents)	14.8	13.1

Details of entities over which control has been gained or lost during the period

Control was gained over Revolution Mining Software Inc and IMAFS Inc during the period. Refer to note 5 "Business Combinations" on page 12.

DIRECTORS' REPORT

Your Directors present their report on RPMGlobal Holdings Limited and its subsidiaries for the half year ended 31 December 2020 (referred to hereafter as "RPM" and the "Group").

Directors

The directors of RPMGlobal Holdings Limited at any time during or since the end of the period are:

Non-executive

Mr Ross Walker – *Interim Chairman*

Mr Stephen Baldwin – Appointed 1 July 2020

Mr Paul Scurrah – Appointed 1 January 2021

Executive

Mr Richard Mathews – *CEO & Managing Director*

Review and Results of Operations

	Six months ended 31 Dec 2020 \$m	Six months ended 30 Jun 2020 \$m	Variance to 30 Jun 2020 %	Six months ended 31 Dec 2019 \$m	Variance to 31 Dec 2019 %
Software Division	24.8	26.2	-5%	23.8	4%
Advisory Division	8.6	11.4	-25%	14.8	-42%
GeoGAS	2.3	2.0	15%	2.3	0%
Other	0.4	-	n/a	0.2	100%
Revenue	36.1	39.6	-9%	41.1	-12%
Direct costs	(1.2)	(2.2)	-45%	(4.6)	-74%
Net Revenue	34.9	37.4	-7%	36.5	-4%
Operating Expenses	(29.2)	(34.4)	-15%	(32.2)	-9%
Operating EBITDA*	5.7	3.0	90%	4.3	33%
Depreciation & Amortisation	(3.5)	(3.5)	0%	(3.2)	9%
Foreign exchange loss	(1.0)	(0.1)	900%	(0.2)	400%
Net finance costs	-	(0.1)	n/a	(0.1)	n/a
Profit/(Loss) before Tax	1.2	(0.7)	n/a	0.8	50%

* Operating Earnings before Interest, Tax, Depreciation, Amortisation, and Foreign exchange is a non-IFRS disclosure. In the opinion of the Directors, the Group's EBITDA reflects the results generated from ongoing operating activities and is calculated in accordance with AICD/Finsia principles. The non-operating adjustments outlined above are considered to be non-cash and/or non-recurring in nature. These items are included in the Group's consolidated statutory result but excluded from the underlying result. Operating EBITDA has not been audited or reviewed.

Revenue

For the half year ended 31 December 2020, the Group's Revenue was \$36.1 million a 12% decrease over the previous corresponding six month period (December 2019: \$41.1 million). This reduction was primarily due to a decline in Advisory consulting revenue which was directly impacted by the curtailment of international travel due to the spread of COVID-19 around the world.

DIRECTORS' REPORT

Review and Results of Operations (Continued)

Software Division

	Six months ended 31 Dec 2020 \$m	Six months ended 30 Jun 2020 \$m	Variance to 30 Jun 2020 %	Six months ended 31 Dec 2019 \$m	Variance to 31 Dec 2019 %
Perpetual Licence Sales	1.8	4.3	-58%	2.6	-31%
Subscriptions	6.4	6.1	5%	3.9	64%
Maintenance Support	9.5	9.7	-2%	10.9	-13%
Consulting	4.8	4.9	-2%	6.4	-25%
COVID Subsidies	2.3	1.2	92%	-	100%
Software Revenue	24.8	26.2	-5%	23.8	4%
Cost of Sales	(0.3)	(0.5)	-40%	(0.9)	-67%
Net Revenue - Software	24.5	25.7	-5%	22.9	7%

Net Revenue from the Software division increased to \$24.8 million a 4% increase on the prior corresponding half (December 2019: \$23.8 million).

Revenue from software subscriptions as at the end of December 2020 grew 64% on the prior corresponding period.

The Total Contracted Value (TCV) of software subscriptions sold during H1 2021 was \$9.7m, \$0.8m of which was recognised in the half year.

The strengthening Australian dollar negatively impacted Software Subscription revenue (\$0.4m) and Maintenance Support revenue (\$0.2m) as less than 30% of these revenue lines are billed in Australian dollars.

Operating Expenses

	Six months ended 31 Dec 2020 \$m	Six months ended 30 Jun 2020 \$m	Variance to 30 Jun 2020 %	Six months ended 31 Dec 2019 \$m	Variance to 31 Dec 2019 %
Field	(18.2)	(23.2)	-22%	(20.7)	-12%
Software Development	(6.2)	(5.8)	7%	(5.8)	7%
Corporate	(4.8)	(5.4)	-11%	(5.7)	-16%
Operating Expenses	(29.2)	(34.4)	-15%	(32.2)	-9%

The impact of COVID-19 resulted in some of the Group's normal operating expenses decreasing (including for example travel, accommodation, conferences etc.).

As previously announced, the Group has accelerated the move of its software solutions into the cloud which has resulted in an increase in development costs.

Profit for the period

The reported profit after tax of \$0.9 million is an 80% increase over the comparative first half of last year (December 2019: \$0.5 million).

DIRECTORS' REPORT

Review and Results of Operations (Continued)

Financial Position

On 31 December 2020, the Group had net assets of \$67.2 million (June 2020: \$63.3 million), including cash of \$32.8 million (June 2020: \$40.0 million) and no debt.

In September, the Group moved its leased head office in Brisbane after the old lease expired, and capitalised \$3.1 million in right-of-use assets.

As most of the software maintenance support revenue (approximately \$19 million) is invoiced at the start of the calendar year (and paid in the second half of the financial year) the first half's operating cash outflow is traditionally lower than the second half which was again the case this period.

Business Acquisitions

During the half year, the Group acquired two global software companies (both headquartered in Canada) with \$2.0 million paid by the Group in completion payments for those acquisitions during the half year.

On 31 July 2020, the Group acquired 100% of the issued share capital of Revolution Mining Software Inc (RMS), a mine scheduling optimisation company located in Sudbury, Canada. RMS has over six years' experience in developing and selling its Schedule Optimisation Tool (SOT), a cutting-edge mine scheduling optimisation software solution for tier one miners around the globe.

On 25 November 2020, the Group acquired 100% of the issued share capital of IAFS Inc. (IMAFS), a Software-as-a-Service and cloud delivery inventory optimization and forecasting solution company, based in Quebec, Canada.

New Products

Since the start of this financial year the Group has concluded the first license sales to customers for the following new products:

- (1) Haulage as a Service (cloud-based solution);
- (2) Strategic Design Optimiser (Parametric Design product for underground metal mines);
- (3) Underground Potash; and
- (4) Demand Chain Optimisation for XECUTE.

Outlook

Whilst the COVID-19 pandemic has certainly impacted the Group's Advisory and Software Consulting businesses (due to suspension of international travel) and slowed down the software procurement, legal and approval processes of a number of our customers, the Group sees strong demand for its software products and is excited about the progress it has made on moving its software products into the cloud.

Rounding of Amounts

RPMGlobal Holdings Limited is a company of a kind referred to in ASIC Corporations (Rounding in Financial/Directors Reports) Instrument 2016/191 and in accordance with that Instrument amounts in the Financial Report and Directors' Report have been rounded off to the nearest thousand dollars, unless otherwise stated.

Signed in accordance with a resolution of the board of directors of RPMGlobal Holdings Limited.



Ross Walker

Interim Chairman

Brisbane

Dated: 22 February 2021

AUDITOR'S INDEPENDENCE DECLARATION



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DECLARATION OF INDEPENDENCE BY T R MANN TO THE DIRECTORS OF RPMGLOBAL HOLDINGS LIMITED

As lead auditor for the review of RPMGlobal Holdings Limited for the half-year ended 31 December 2020, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
2. No contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of RPMGlobal Holdings Limited and the entities it controlled during the period.

A handwritten signature in dark ink, appearing to read 'T R Mann', with a long horizontal stroke extending to the right.

T R Mann
Director

BDO Audit Pty Ltd

Brisbane, 22 February 2021

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CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE HALF YEAR ENDED 31 DECEMBER 2020

	Notes	31 Dec 2020 \$'000	31 Dec 2019 \$'000
Revenue from contracts with customers			
Services		14,838	23,497
Licence sales		1,802	2,552
Software subscriptions		6,426	3,884
Software support		9,475	10,892
Revenue from contracts with customers		32,541	40,825
Other income	1(b)	3,524	273
Rechargeable expenses		(1,185)	(4,545)
Net revenue		34,880	36,553
Expenses			
Amortisation		(1,549)	(1,590)
Depreciation - right of use assets		(1,556)	(1,233)
Depreciation - other		(442)	(419)
Employee benefits expense		(25,641)	(27,315)
Foreign exchange losses		(1,017)	(171)
Office expenses		(1,305)	(1,287)
Travel expenses		(42)	(1,593)
Other expenses		(2,144)	(2,023)
Total Expenses		(33,696)	(35,631)
Profit before finance costs and income tax		1,184	922
Finance income		89	191
Finance costs –lease liabilities		(130)	(87)
Finance costs - other		(10)	(12)
Fair value adjustments – contingent consideration		26	(259)
Net Finance Income/(Costs)		(25)	(167)
Profit before income tax		1,159	755
Income tax	4	(261)	(303)
Net profit		898	452

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE HALF YEAR ENDED 31 DECEMBER 2020

	31 Dec 2020 \$'000	31 Dec 2019 \$'000
Net profit	898	452
Other comprehensive income		
<i>Items that may be classified subsequently to profit or loss:</i>		
Foreign currency translation differences	(205)	145
Other comprehensive income/(loss), net of tax	(205)	145
Total comprehensive income	693	597
Earnings per share		
Basic earnings per share (cents)	0.39	0.21
Diluted earnings per share (cents)	0.38	0.19

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2020

	Notes	31 Dec 2020 \$'000	30 June 2020 \$'000
ASSETS			
Current assets			
Cash and cash equivalents		32,840	40,004
Trade and other receivables		11,206	14,224
Contract assets		1,817	1,858
Current tax receivable		1,575	1,270
Other assets		3,928	4,900
Total current assets		51,366	62,256
Non-current assets			
Trade and other receivables		200	203
Property, plant and equipment - Right-of-use assets		7,052	4,424
Property, plant and equipment - Other		2,104	2,049
Deferred tax assets		2,709	2,693
Intangible assets		32,279	31,376
Total non-current assets		44,344	40,745
Total assets		95,710	103,001
LIABILITIES			
Current liabilities			
Trade and other payables		5,541	10,257
Provisions		4,372	4,248
Current tax liabilities		252	401
Contract liabilities		8,907	18,663
Deferred and contingent consideration		399	34
Right-of-use lease liabilities		2,796	1,782
Total current liabilities		22,267	35,385
Non-current liabilities			
Provisions		1,445	1,280
Contingent consideration		138	-
Right-of-use lease liabilities		4,682	3,002
Total non-current liabilities		6,265	4,282
Total liabilities		28,532	39,667
Net assets		67,178	63,334
EQUITY			
Contributed equity	3	98,227	94,399
Reserves		(5,979)	(5,067)
Accumulated losses		(25,070)	(25,998)
Total equity		67,178	63,334

The above consolidated statement of financial position should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE HALF YEAR ENDED 31 DECEMBER 2020

	Contributed equity \$'000	Reserves \$'000	Accumulated Losses \$'000	Total equity \$'000
Balance at 1 July 2020	94,399	(5,067)	(25,998)	63,334
Profit / (loss) for the period	-	-	898	898
Other comprehensive income	-	(205)	-	(205)
Total comprehensive income for the period	-	(205)	898	693
Transactions with owners in their capacity as owners				
Contribution of equity, net of transaction costs	2,910	-	-	2,910
Employee share options expensed	-	241	-	241
Employee share options transferred from reserve	918	(948)	30	-
	3,828	(707)	30	3,151
Balance at 31 December 2020	98,227	(5,979)	(25,070)	67,178
Balance at 1 July 2019	87,936	(1,788)	(26,610)	59,538
Profit / (loss) for the period	-	-	452	452
Other comprehensive income	-	145	-	145
Total comprehensive income for the period	-	145	452	597
Transactions with owners in their capacity as owners				
Contribution of equity, net of transaction costs	859	-	-	859
Employee share options	-	311	-	311
	859	311	-	1,170
Balance at 31 December 2019	88,795	(1,332)	(26,158)	61,305

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE HALF YEAR ENDED 31 DECEMBER 2020

	31 Dec 2020 \$'000	31 Dec 2019 \$'000
Cash flows from operating activities		
Receipts from customers	32,404	42,495
Payments to suppliers and employees	(36,419)	(42,308)
Interest received	89	191
Finance costs	(140)	(100)
Income taxes paid	(666)	(957)
Net cash inflow/(outflow) from operating activities	(4,732)	(679)
Cash flows from investing activities		
Payments for property, plant and equipment	(502)	(595)
Payment for intangible assets	-	(142)
Payments for investments in subsidiaries net of cash acquired	(1,537)	-
Payments for contingent and deferred consideration	(423)	(1,898)
Net cash outflow from investing activities	(2,462)	(2,635)
Cash flows from financing activities		
Contributions of equity	2,959	892
Share issue costs	(49)	(32)
Repayment of Right-of-Use lease liabilities	(1,480)	(1,376)
Net cash inflow/(outflow) from financing activities	1,430	(516)
Net increase/(decrease) in cash and cash equivalents held	(5,764)	(3,830)
Cash and cash equivalents at the beginning of the period	40,004	28,207
Effects of exchange rate changes on cash and cash equivalents	(1,400)	179
Cash and cash equivalents at the end of the period	32,840	24,556

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes

SELECTED NOTES TO THE FINANCIAL STATEMENTS

1. Basis of Preparation

This general purpose interim financial report for the half year ended 31 December 2020 has been prepared in accordance with AASB 134 Interim Financial Reporting and the *Corporations Act 2001*. The interim financial report does not include all of the information required for a full annual financial report, and should be read in conjunction with the annual report of the Group for the year ended 30 June 2020 and any public announcements made by RPMGlobal Holdings Limited during the interim reporting period.

The accounting policies and methods of computation applied in this interim financial report are consistent with those applied in the previous financial year and the corresponding interim reporting period except for the adoption of new and amended standards as set out below.

1 (a). Fair values

The fair values of the Group's financial assets and financial liabilities approximate their carrying value due to being short-term in nature. No financial assets or financial liabilities are readily traded on organised markets in standardised form.

1 (b). Government subsidies

Government subsidies relating mostly to Australian Jobkeeper of \$3,518k (Dec 2019: nil) are included within the 'other income' line of the Consolidated Statement of Comprehensive Income. There are no unfulfilled conditions or other contingencies attached to these subsidies.

2. Operating Segments

Operating segments are reported in a manner consistent with the internal reporting provided by management to the Managing Director in order to make decisions about resource allocations and to assess performance of the Group. The reports are split into functional divisions: Software Division, Advisory Division and GeoGAS.

Segment revenue, expenses and results include transfers between segments. Such transfers are priced on an "arms-length" basis and are eliminated on consolidation.

(a) Information about reportable segments

	December 2020				December 2019			
	Software Division	Advisory Division	GeoGAS	Total	Software Division	Advisory Division	GeoGAS	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Revenue								
External sales	22,511	7,874	2,156	32,541	23,744	14,757	2,324	40,825
Other income	2,315	647	179	3,141	11	-	5	11
Inter-segment sales	83	139	10	232	218	141	26	385
Total Revenue	24,909	8,660	2,345	35,914	23,973	14,898	2,355	41,226
Inter-segment expenses	(124)	(94)	(14)	(232)	(141)	(244)	-	(385)
Rechargeable expenses	(280)	(803)	(102)	(1,185)	(945)	(3,550)	(50)	(4,545)
Net revenue	24,505	7,763	2,229	34,497	22,887	11,104	2,305	36,296
Expenses	(10,499)	(6,990)	(742)	(18,231)	(12,043)	(8,902)	(781)	(21,726)
Software Development	(6,149)	-	-	(6,149)	(5,789)	-	-	(5,789)
Segment profit/(loss)	7,857	773	1,487	10,117	5,055	2,202	1,524	8,781

SELECTED NOTES TO THE FINANCIAL STATEMENTS

2. Operating Segments (continued)

(b) Disaggregation of revenue from contracts with customers

	December 2020				December 2019			
	Software Division	Advisory Division	GeoGAS	Total	Software Division	Advisory Division	GeoGAS	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Segment Revenue	24,909	8,660	2,345	35,914	23,973	14,898	2,355	41,226
Government subsidies	(2,315)	(647)	(175)	(3,137)	-	-	-	-
Other income/leases	-	-	(4)	(4)	(11)	-	(5)	(16)
Inter-segment revenue	(83)	(139)	(10)	(232)	(218)	(141)	(26)	(385)
Revenue from external customers	22,511	7,874	2,156	32,541	23,744	14,757	2,324	40,825
Timing of revenue recognition								
At a point in time	1,802	-	1,624	3,426	2,553	-	1,797	4,350
Over time	20,709	7,874	532	29,115	21,191	14,757	527	36,475
Revenue from external customers	22,511	7,874	2,156	32,541	23,744	14,757	2,324	40,825

(c) Reconciliation of segment profit to reported profit / (loss)

	31 Dec 2020 \$'000	31 Dec 2019 \$'000
Segment profit	10,117	8,781
Adjustments:		
Foreign exchange gains/(losses)	(1,017)	(171)
Employment benefits – corporate and IT	(2,651)	(2,680)
Other unallocated costs – corporate and IT	(1,873)	(1,681)
Rent	(226)	(340)
Depreciation and amortisation	(3,547)	(3,242)
Net finance income/(costs)	(24)	(167)
Unallocated income	380	255
Profit / (loss) before income tax	1,159	755
Income tax benefit / (expense)	(261)	(303)
Profit / (loss) for the period	898	452

3. Contributed Equity – Movement in Share Capital

Details	Number of shares	\$'000
Opening balance 1 July 2020	224,238,684	94,399
Exercise of options - proceeds received	4,801,488	2,944
Exercise of options - transferred from share option reserve	-	918
Less: Transaction costs arising on share issues	-	(48)
Deferred tax credit recognised directly in equity	-	14
Balance 31 December 2020	229,040,172	98,227

SELECTED NOTES TO THE FINANCIAL STATEMENTS

4. Income Tax Expense

	31 Dec 2020 \$'000	31 Dec 2019 \$'000
Tax Recognised in profit or loss		
<i>Income tax benefit/(expense)</i>		
Current tax	(222)	(253)
Deferred tax	(17)	(50)
Adjustments to prior periods	(22)	-
Income tax expense	(261)	(303)
 Numerical reconciliation of income tax expense to prima facie tax		
Profit before income tax	1,159	755
Tax at the Australian tax rate of 30% (Dec 2019: 30%)	(348)	(227)
Tax effect of amounts which are not taxable/(deductible) in calculating taxable income:		
Non-deductible expense	(46)	(41)
Tax losses recognised	151	-
Difference in overseas tax rates	4	(35)
Underprovision in prior years	(22)	-
Income tax benefit/(expense)	(261)	(303)

5. Business Combinations

(a) Summary of acquisition

On 31 July 2020, the Group acquired 100% of the issued share capital of Revolution Mining Software Inc (RMS), a mine scheduling optimisation company located in Sudbury, Canada. RMS has over six years' experience in developing and selling its Schedule Optimisation Tool (SOT), a cutting-edge mine scheduling optimisation software solution for tier one miners around the globe. The acquisition of the SOT solutions extends the strategic capability of the Group's scheduling solutions.

On 25 November 2020, the Group acquired 100% of the issued share capital of IMAFS Inc. (IMAFS), a Software-as-a-Service and cloud delivery inventory optimization and forecasting solution company, based in Quebec, Canada. The IMAFS product will complement the Group's asset management suite AMT and additionally is marketed and sold as a standalone parts and inventory optimiser.

The provisionally determined fair values of the assets and liabilities of RMS and IMAFS as at the date of acquisition are as follows:

	RMS \$'000	IMAFS \$'000	Total \$'000
Purchase consideration			
Cash	518	1,359	1,877
Contingent and deferred consideration	691	267	958
	1,209	1,626	2,835

Contingent and deferred consideration comprises an adjustment for net monetary assets for both RMS and IMAFS and ongoing retention and growth of annuity revenues by RMS.

SELECTED NOTES TO THE FINANCIAL STATEMENTS

5. Business Combinations (continued)

(a) Summary of acquisition (continued)

Acquisition related costs of \$39,000 were included in professional fees and in operating cash flows. The provisionally determined fair values of the assets and liabilities recognised as at the date of the acquisition are as follows:

	RMS	IMAFS	Total
	\$'000	\$'000	\$'000
Assets acquired			
Cash and cash equivalents	285	55	340
Trade receivables and other assets	131	79	210
Intangible assets	871	1,568	2,439
Trade payables and other liabilities	(4)	(24)	(28)
Contract liabilities	(74)	(52)	(126)
Net identifiable assets acquired	1,209	1,626	2,835
Goodwill	-	-	-
Net Assets Acquired	1,209	1,626	2,835

At the time the financial statements were authorised for issue, the Group had not yet completed the accounting for the acquisition of RMS and IMAFS. In particular, the fair values of the assets and liabilities disclosed above have only been determined provisionally as income tax returns have not been finalised. It is also not yet possible to provide detailed information about each class of acquired receivables and any contingent liabilities of each acquired entity.

There were no acquisitions in the previous corresponding half year ending 31 December 2019.

(b) Significant estimate: contingent consideration

RMS receives payments for ongoing sales for two years following the acquisition, these payments represent a proportion of these future revenues and the maximum amount is not limited. The fair value of the contingent consideration of \$279,000 was estimated by calculating the present value of the future expected cash flows. The estimates are based on a discount rate of 3.5%.

(c) Revenue and profit contribution

The acquired businesses contributed revenues of \$137,000 for the Group. As all employees were transferred to the Group's various business units it is impractical to determine the profit contributed by these businesses in the half year.

6. Contingent liabilities

There has been no change to contingent liabilities since 30 June 2020.

7. Events occurring after the reporting period

No matter or circumstance has arisen since 31 December 2020 that has significantly affected the Group's operations, results or state of affairs, or may do so in the future years.

DIRECTORS' DECLARATION

In the opinion of the directors of RPMGlobal Holdings Limited:

- a) the accompanying financial statements and notes comply with the *Corporations Act 2001*, including:
 - (i) complying with Australian Accounting Standard AASB 134 *Interim Financial Reporting*, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
 - (ii) giving a true and fair view of the consolidated entity's financial position at as 31 December 2020 and of its performance for the half year ended on that date; and
- b) at the date of this declaration there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the Board of Directors made pursuant to section 303(5) of the *Corporations Act 2001*.



Ross Walker

Interim Chairman

Brisbane

Dated: 22 February 2021

INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of RPMGlobal Holdings Limited

Report on the Half-Year Financial Report

Conclusion

We have reviewed the half-year financial report of RPMGlobal Holdings Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 December 2020, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the half-year ended on that date, a summary of statement of accounting policies and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the accompanying half-year financial report of the Group does not comply with the *Corporations Act 2001* including:

- (i) Giving a true and fair view of the Group's financial position as at 31 December 2020 and of its financial performance for the half-year ended on that date; and
- (ii) Complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Basis for conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to the audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001* which has been given to the directors of the Company, would be the same terms if given to the directors as at the time of this auditor's review report.

Responsibility of the directors for the financial report

The directors of the Company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's responsibility for the review of the financial report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 31 December 2020 and its financial performance for the half-year ended on that date and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

BDO Audit Pty Ltd



T R Mann
Director

Brisbane, 22 February 2021

CORPORATE DIRECTORY

Directors

Ross Walker

Interim Chairman

Richard Mathews

Managing Director

Stephen Baldwin

Non-executive Director

Paul Scurrah

Non-executive Director

Group General Counsel and Company Secretary

James O'Neill

Registered Office

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Auditor

BDO Audit Pty Ltd

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Brisbane QLD 4000

Share Registry

Computershare Investor Services Pty Limited

Level 1, 200 Mary Street,

Brisbane QLD 4000

Stock Exchange Listing

The Company is listed on the Australian Securities Exchange Limited (ASX: RUL)

ABN 17 010 672 321