SRJ

ASX ANNOUNCEMENT | 1 August 2025

SRJ Signs Strategic Joint Venture Agreement to Deliver Initial US$6M+ Work Scope in the Middle East and Launches an Accelerated Non-Renounceable Entitlement Offer

For personal use only

Highlights:

- SRJ Technologies Group proposes to undertake a fully underwritten pro-rata accelerated non-renounceable entitlement offer to raise approximately $2.5 million (**Entitlement Offer**).
- **SRJ signs a 50:50 Joint Venture Agreement** with a National Oil Company (**NOC**)-registered entity, CAPSA Engineering & Contracting L.L.C (**CEC**), to deliver a multi-year scope of work in the Middle East.
- **Initial scope of the joint venture project valued at over US$6 million**, to be delivered in two distinct phases, with ~70% of SRJ's revenues expected to be recognised in the first 12 months.
- **The Joint Venture (JV) enables immediate commercial entry into the Middle East energy sector**, the establishment of a local delivery team, and forms part of SRJ's broader strategy to contract with regional clients.
- **Follows the agreement to acquire an NOC-registered UAE entity** announced on 24 July 2025.
- JV supports SRJ's transition from market entry to **execution as a regionally embedded Asset Integrity and Maintenance (AIM) partner**.
- **Additional JV opportunities are actively being pursued** to accelerate regional growth.

SRJ Technologies Group Plc (ASX: SRJ) (SRJ or the Company) is pleased to announce it has entered into a 50:50 Joint Venture Agreement (**JVA**) with CAPSA Engineering & Contracting L.L.C (**CEC**), a National Oil Company (**NOC**)-registered entity based in the Middle East. In addition, the Company is undertaking a fully underwritten pro-rata accelerated non-renounceable entitlement offer (**ANREO**) on an 8-for-9 basis (**Entitlement Offer**).

Joint Venture Agreement

Under the JVA, SRJ and CEC will collaborate to deliver a multi-year scope of work valued at more than US$6 million. The contract will be delivered in two distinct phases:

- **Phase 1:** Design, Implementation & Configuration – to be delivered over an initial **12-month period**;
- **Phase 2:** Support & Maintenance – to be provided over a subsequent **24-month period**.

Approximately **70% of the total contract value (inclusive of margin)** is expected to be recognized during the first 12 months, with the balance to be realised over the 24-month Support & Maintenance Phase.

SRJ will fund the project up to an agreed cap including providing a performance bank guarantee and will provide project management services and risk, cost and reporting controls. CEC will be solely responsible for the execution of all obligations, deliverables and requirements of the project to the NOC under the Principal Contract, including bearing any liability for delays or liquidated damages relating to the execution of the project. CEC will receive the revenue from the NOC and pay SRJ 50% of the net profits generated on the project as and when received from the NOC under the Principal Contract. SRJ's liability to CEC under the JVA is limited by reference to the agreed funding cap. The JVA may be terminated by either party for cause.

For personal use only

Strategic Execution Underway

This Joint Venture marks a significant step in the execution of SRJ's updated regional strategy, following the recent agreement to acquire an NOC-registered UAE entity, as announced on 24 July 2025. Together, these initiatives provide a platform for:

- Immediate **commercial entry** into the regional market with an initial revenue-generating agreement.
- Establishment of a **local delivery team**; and
- Support of SRJ's strategy to **contract directly** with regional clients.

The JVA is consistent with SRJ's three concurrent strategic initiatives aimed at building a foundation for long-term success, developed under the leadership of CEO Kurt Reeves and Chair George Gourlay, which include:

1. **Cost-out and Restructure** – streamlining operations, shifting geographic focus, and relocating operations to the UAE to align with regional delivery requirements.
2. **Strategic Acquisition** – enabling a pathway to direct access to NOC tendering and client engagement; and
3. **Joint Venture Strategy** – targeting near-term regional contracts to drive early revenue and establish a commercial track record.

Together, these initiatives support SRJ's overarching goal to become a trusted, embedded AIM partner across the UAE, Saudi Arabia, Qatar, and other high-opportunity markets.

Further details of the new strategy and Joint Venture are set out in the investor presentation and prospectus released to ASX today.

Kurt Reeves, CEO of SRJ, commented:

"This joint venture is a major milestone for SRJ and a clear validation of our strategic approach in the Middle East. It enables us to begin delivering services immediately, build our local delivery team, and demonstrate our capabilities to major regional clients. It also marks the transition from market entry to embedded execution—bringing us closer to our vision of becoming a trusted partner in long-term asset integrity management."

George Gourlay, Chair of SRJ, commented:

"The agreement reflects the strength of the opportunity in the region and the quality of the team SRJ has assembled. This JV is not only a commercial win—it's strategic validation. It enables SRJ to build enduring presence and credibility in a region where relationships, capability, and delivery performance are paramount. Supported by the funds from the capital raising, which are instrumental in driving the growth strategy, we are confident that this is the first of several partnerships that will underpin SRJ's next phase of growth."

Entitlement Offer

The Company is undertaking a fully underwritten ANREO on an 8-for-9 basis to raise approximately A$2,535,393 (**Entitlement Offer**) via the issue of 633,848,293 new fully paid Chess Depositary Interests (**CDIs**) (**New CDIs**). The New CDIs will rank equally with existing SRJ CDIs and, SRJ will seek quotation of the New CDIs on ASX. The ANREO follows a successful A$356.6k strategic placement (**Placement**) to existing and new institutional and sophisticated investors as announced on 24 July 2025.

For personal use only

Under the Entitlement Offer, eligible shareholders and CDI holders are invited to subscribe for 8 New CDIs for every 9 existing SRJ shares or CDIs (**Entitlements**) held as at 5:00pm (Sydney time) on Tuesday, 5 August 2025.

All New CDIs offered under the Entitlement Offer will be issued at a price of A$0.004 per New CDI (**Offer Price**) being the same price as the Placement. The Offer Price represents a:

- 0.0% discount to the last traded price of $0.004 on Tuesday, 1 July 2025; and
- 22.7% discount to the 10-day VWAP of $0.005 up to, and including, Tuesday, 1 July 2025
- 0.0% discount to the theoretical ex-rights price (**TERP**) of $0.004 per CDI

Peloton Capital Pty Limited (**Peloton** or the **Underwriter**) is acting as the sole lead manager, underwriter and bookrunner to the Entitlement Offer. Maddocks are acting as Issuer Legal Counsel for the Entitlement Offer.

Institutional Entitlement Offer

Eligible institutional shareholders will be invited to participate in the institutional component of the Entitlement Offer (**Institutional Entitlement Offer**), which is being conducted on Friday, 1 August 2025 and Monday, 4 August 2025.

Eligible institutional shareholders can choose to take up all, part or none of their Entitlement. Institutional Entitlements cannot be traded on the ASX or transferred.

Institutional Entitlements that eligible institutional shareholders do not take up by the close of the Institutional Entitlement Offer, and institutional Entitlements that would otherwise have been offered to ineligible institutional shareholders, will be offered to new institutional investors and existing institutional shareholders concurrently with the Institutional Entitlement Offer.

SRJ CDIs will remain in voluntary suspension pending completion of the Institutional Entitlement Offer.

Retail Entitlement Offer

Eligible retail shareholders in Australia and New Zealand will be invited to participate in the retail component of the Entitlement Offer (**Retail Entitlement Offer**) at the same Offer Price and offer ratio as the Institutional Entitlement Offer. The Retail Entitlement Offer will open on Friday, 8 August 2025 and close at 5:00pm (Sydney time) on Tuesday, 19 August 2025.

Entitlements cannot be traded on the ASX or transferred. Eligible retail shareholders who do not take up their Entitlement under the Retail Entitlement Offer, in full or in part, will not receive any value in respect to those Entitlements not taken up.

Further details about the Retail Entitlement Offer will be set out in the prospectus lodged with ASX and ASIC today, which SRJ expects to dispatch to eligible retail shareholders on Friday, 8 August 2025together with personalised entitlement and acceptance forms.
If you have any questions, you should seek advice from your stockbroker, accountant or other independent and appropriately licensed professional advisor.

For personal use only

Timetable

An indicative timetable of the key dates in respect of the Entitlement Offer is set out below:

Event	Date
Institutional Entitlement Offer opens	Friday, 1 August 2025
SRJ expected to come out of voluntary suspension and recommences trading on an ex-entitlement basis	Tuesday, 5 August 2025
Record Date for Entitlement Offer (5:00pm AEST)	Tuesday, 5 August 2025
Settlement of Institutional Entitlement Offer	Wednesday, 6 August 2025
New CDIs issued under Institutional Entitlement Offer	Thursday, 7 August 2025
Normal Trading of New CDIs under Institutional Entitlement Offer	Thursday, 7 August 2025
Retail Entitlement Offer opens	Friday, 8 August 2025
Prospectus and entitlement and acceptance forms despatched	Friday, 8 August 2025
Retail Entitlement Offer closes	Tuesday, 19 August 2025
Announcement of results of Retail Entitlement Offer	Friday, 22 August 2025
Announcement of result of bookbuild	Monday, 25 August 2025
Settlement of Retail Entitlement Offer	Tuesday, 26 August 2025
New CDIs issued under Retail Entitlement Offer	Tuesday, 26 August 2025
Normal Trading of New CDIs under Retail Entitlement Offer	Tuesday, 27 August 2025

Note: the timetable above is indicative only and may be subject to change. SRJ Technologies Group Plc reserves the right to amend any or all of these dates and times without notice, subject to the Corporations Act 2001 (Cth) and the ASX Listing Rules and other applicable laws. In particular, SRJ Technologies Group Plc reserves the right to extend the closing date of the Entitlement Offer, to accept late applications under the Entitlement Offer (either generally or in particular cases) and to withdraw the ANREO without prior notice. Any extension of the closing date will have a consequential effect on the issue date of New CDIs. Reinstatement of the CDIs to trading is subject to satisfaction of any conditions imposed by ASX.

– Ends –

This announcement has been authorised for release by the Board.

For personal use only

FOR FURTHER INFORMATION PLEASE CONTACT

George Gourlay
Non-Executive Chair, SRJ Technologies
E. info@srj-technologies.com

IMPORTANT INFORMATION

This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States, or in any other jurisdiction in which such an offer would be illegal. The securities referred to in this document have not been and will not be registered under the United States Securities Act of 1933 (the US Securities Act), or under the securities laws of any state or other jurisdiction of the United States and may not be offered or sold, directly or indirectly, within the United States, unless the securities have been registered under the US Securities Act or an exemption from the registration requirements of the US Securities Act is available.

This document may not be distributed or released in the United States.

This announcement contains certain 'forward-looking statements' within the meaning of the securities laws of applicable jurisdictions. Forward-looking statements can generally be identified by the use of forward-looking words such as 'may,' 'should,' 'expect,' 'anticipate,' 'estimate,' 'scheduled' or 'continue' or the negative version of them or comparable terminology. Any forward looking statements contained in this announcement are subject to known and unknown risks and uncertainties and may involve significant elements of subjective judgment and assumptions as to future events which may or may not be correct. There are usually differences between forecast and actual results because events and actual circumstances frequently do not occur as forecast and these differences may be material. SRJ does not give any representation, assurance or guarantee that the occurrence of the events expressed or implied in any forward-looking statements in this announcement will actually occur and you are cautioned not to place undue reliance on forward-looking statements.

ABOUT SRJ TECHNOLOGIES

SRJ delivers a range of asset integrity products, consulting services and solutions to the energy and maritime industries.

Remote inspection services are provided utilising advanced robotics and custom UAV technologies. SRJ's specialised consulting services and range of containment management solutions enable customers to assure the integrity of new and ageing assets subject to ever more demanding regulatory pressures.

By providing advanced robotic and UAV systems, ACE (an SRJ Group company) is revolutionising asset inspection in terms of minimising human risk and providing accurate and repeatable inspection data. ACE is able to inspect the previously un-inspectable, delivering asset integrity assurance and management to the Energy and Marine industries. ACE has achieved accreditation with all the major Marine Class Societies.

SRJ's consulting expertise covers all areas of the asset integrity management value chain. Understanding the integrity risks our customers face generates high margin revenues and provides visibility of future product/solution needs particularly as assets degrade with age but require safe and efficient life extension.

SRJ's range of asset integrity products and solutions have gained industry approval across the energy sector and are now in use across the world. SRJ's products are designed to maintain and assure the integrity of pressure containment systems and therefore play an important role in the overall integrity of operating facilities.

Using pre-qualified service providers and manufacturers local to customer, SRJ is geolocation flexible and able to deliver a range of high quality, agile and cost-conscious solutions globally.