ASX ANNOUNCEMENT

22 May 2026

Opening of Entitlement Offer

SPC Global Holdings Limited (ASX:SPG) ("**SPC Global**", "**the Company**" or "**the Group**"), a leading Australian food and beverage manufacturer, is pleased to advise that the Company's fully underwritten 1 for 0.1993 pro rata renounceable entitlement offer ("**Entitlement Offer**") announced on Thursday, 14 May 2026, to raise ~$97.1 million (before costs), opens today.

Under the Entitlement Offer, "Eligible Shareholders" will have the opportunity to acquire 1 new fully paid ordinary share in the Company ("**Shares**") for every 0.1993 Shares ("**Entitlement**") held as at 7.00pm on Tuesday, 19 May 2026 ("**Record Date**") at an offer price of $0.10 per new Share ("**Offer Price**").

Eligible Shareholders are those persons who:

- were registered as a holder of Shares as at the Record Date;
- as at the Record Date, had a registered address on the SPC Global share register in Australia or New Zealand (or did not have a registered address in Australia or New Zealand but SPC Global has otherwise determined is eligible to participate);
- are not in the United States and are not acting for the account or benefit of persons in the United States; and
- are eligible under all applicable securities laws to receive an offer under the Entitlement Offer without any requirement for a prospectus or offer document to be lodged or registered.

Eligible Shareholders can choose to take up all, part or none of their Entitlement. Eligible Shareholders (who are not related parties of SPC Global) who take up their Entitlement in full may also apply for up to 500,000 new Shares (or $50,000 of new Shares) at the Offer Price. Additional new Shares will only be available to the extent that there is any shortfall under the Entitlement Offer and if the shortfall bookbuild does not clear above the Offer Price. The allocation of additional new Shares will be at the complete discretion of SPC Global and may be subject to scale back.

Further details about the Entitlement Offer are set out in the Entitlement Offer information booklet ("**Offer Booklet**") lodged with ASX on Monday, 18 May 2026, which will be dispatched, along with personalised Entitlement and Acceptance Forms relating to the Entitlement Offer (template attached), to Eligible Shareholders today. Eligible Shareholders should read the Offer Booklet and personalised Entitlement and Acceptance Forms in their entirety and consult with their stockbroker, accountant or other professional adviser before making any decision in respect of their Entitlements.

The Offer Booklet and personalised Entitlement and Acceptance Forms are also available for download from: https://portal.automic.com.au/investor/home.

The Entitlement Offer will open at 9.00am (AEST) today and will close at 5.00pm (AEST) on Tuesday, 2 June 2026. Application monies must be received prior to this time in accordance with the Offer Booklet and the personalised Entitlement and Acceptance Form.

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For further information regarding the Entitlement Offer, Eligible Shareholders should contact SPC Global's share registry on 1300 288 664 (for callers within Australia) or +61 2 9698 5414 (for callers outside Australia) between 8.30am and 7.00pm (AEST) Monday to Friday (excluding public holidays) or by email at corporate.actions@automic.com.au during the Entitlement Offer period.

Timetable

Event	Date
Announcement of Entitlement Offer, investor presentation, Appendix 3B and Entitlement Offer cleansing notice lodged with ASX	Thursday, 14 May 2026
"Ex" date and rights trading commences	Monday, 18 May 2026
Record Date for Entitlement Offer (7:00pm Sydney time)	Tuesday, 19 May 2026
Entitlement Offer opens and Offer Booklet despatched	Friday, 22 May 2026
Rights trading ends (at close of trading)	Tuesday, 26 May 2026
Last day to extend Entitlement Offer close date	Thursday, 28 May 2026
Entitlement Offer closes (5:00pm Sydney time)	Tuesday, 2 June 2026
Results of Entitlement Offer announced	Friday, 5 June 2026
Shortfall bookbuild	Friday, 5 June 2026
Results of shortfall bookbuild announced	Tuesday, 9 June 2026
Settlement of Entitlement Offer	Tuesday, 9 June 2026
Allotment of new Shares under the Entitlement Offer and Appendix 2A lodged with ASX in respect of new Shares issued under the Entitlement Offer	Wednesday, 10 June 2026
Normal trading of new Shares issued under the Entitlement Offer	Thursday, 11 June 2026
Despatch of holdings statements for new Shares issued under the Entitlement Offer	Friday, 12 June 2026

The timetable is indicative only and subject to change. SPC Global reserves the right to amend any or all of these dates and times without notice, subject to the Corporations Act, the ASX Listing Rules and other applicable laws. In particular, SPC Global 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 Entitlement Offer without prior notice. Any extension of the closing date will have a consequential effect on the issue date of new Shares. The commencement of quotation of new Shares is subject to confirmation from ASX. All references to time are to Sydney time. SPC Global also reserves the right not to proceed with the Entitlement Offer in whole or in part at any time prior to the allotment and issue of the new Shares. In that event, the relevant application monies (without interest) will be returned in full to applicants. Cooling off rights do not apply to an investment in new Shares. You cannot withdraw your application once it has been accepted.

Additional Information

Additional information in relation to the Entitlement Offer can be found in the Offer Booklet (lodged with ASX on Monday, 18 May 2026) and personalised Entitlement and

Acceptance Forms (template attached). Also attached is a copy of the form of the letter to be sent to:

- Eligible Shareholders notifying them of the Entitlement Offer and providing instructions on how to participate (including how to access the Offer Booklet and their personalised Entitlement and Acceptance Form);
- ineligible shareholders notifying them of the Entitlement Offer and their ineligibility to participate; and
- nominees containing instructions as to how nominees and/or custodians acting for beneficial holders in SPC Global may participate in the Entitlement Offer on behalf of eligible underlying shareholders.

--ends--

This announcement was authorised by the SPC Global Holdings Ltd Board.

Further information:

Investors
investors@spcglobalgroup.com

Media
Angela Maher
Head of Communications and Corporate Affairs
M: +61 400 200 429
Angela.maher@spcglobalgroup.com

ABOUT SPC GLOBAL

SPC Global consists of SPC, The Original Beverage Co, Nature One and Natural Ingredients. The four companies were brought together in December 2024, with the Company's listing on the ASX (ASX:SPG). The Group has a portfolio of brands with a focus on providing nourishment and wellness for consumers globally. The Group's products span packaged fruit and tomatoes, baked beans and spaghetti, ready-made meals, beverages, juice and wellness shots, powdered milk products and vegetables and fruit supplies to the food service industry. With a strong agricultural heritage, around 800 employees, and operations in Australia and Asia, the company has ambitions to grow both domestically and internationally. For more information: spcglobalgroup.com

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All Registry Communication to:
AUTOMIC GROUP
GPO Box 5193, Sydney NSW 2001
1300 288 664 (within Australia)
+61 2 9698 5414 (international)
corporate.actions@automicgroup.com.au
www.automicgroup.com.au

SPC Global Holdings Limited | ACN 150 015 446

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Holder Number:

Shares held as at the Record Date at 7:00pm (AEST) on 19 May 2026

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ENTITLEMENT AND ACCEPTANCE FORM

OFFER CLOSES 5:00PM (AEST) 2 JUNE 2026 (WHICH MAY CHANGE WITHOUT NOTICE)

On 14 May 2026, SPC Global Holdings Limited (ASX: SPG) (**SPC Global** or **the Company**) announced a pro rata renounceable entitlement offer of 1 New Share for every 0.1993 Shares held at the Record Date by Eligible Shareholders, at an Offer Price of $0.10 per New Share to raise ~$97.1 million (**Entitlement Offer**).

The entitlement offer booklet dated 18 May 2026 (**Offer Booklet**) contains information about the Entitlement Offer and you should read it carefully before applying for New Shares. This Entitlement and Acceptance Form should be read in conjunction with the Offer Booklet. If you do not understand the information provided in the Offer Booklet or you are in doubt as to how you should deal with it, you should seek professional advice. Other than as defined in this Entitlement and Acceptance Form, capitalised terms have the same meaning as defined in the Offer Booklet.

1 ACCEPTANCE OF ENTITLEMENT OR PART THEREOF

	Payment amount A$ ($0.10 per New Share)	Number of New Shares entitled
Full Entitlement		

2 APPLICATION FOR ADDITIONAL NEW SHARES

If you have taken up your full Entitlement, you are eligible to apply for Additional New Shares under the Oversubscription Facility. To apply for additional New Shares, please make payment for the total number of New Shares you wish to apply for, including both Entitlement and additional New Shares. Payment for additional New Shares should be calculated separately from the Entitlement Payment Amount stated above. The maximum number of additional New Shares that an Eligible Shareholder (who is not a Related Party of SPC Global) may apply for is 500,000 New Shares (or $50,000 of New Shares).

3 PAYMENT - YOU CAN PAY BY BPAY® OR ELECTRONIC FUNDS TRANSFER (EFT)

Payments must be made in Australian dollars via BPAY or EFT. You do not need to return this Entitlement and Acceptance Form.

Option A – BPAY

Biller Code:

Ref:

Mobile & Internet Banking – BPAY®
Make this payment from your cheque or savings account.

Note: Please ensure you use the BPAY details stated above as they are unique for each offer. Your BPAY reference number will process your payment for your Application for New Shares electronically.

Option B – Electronic Funds Transfer (EFT)

Funds are to be deposited in AUD currency directly to following bank account:

Account name:
Account BSB:
Account number:
Swift Code:

Your unique entitlement reference number:

IMPORTANT: You must quote your **unique entitlement reference number** as your payment reference/description when processing your EFT payment. Failure to do so may result in your funds not being allocated to your Application and New Shares subsequently not issued.

INSTRUCTIONS FOR COMPLETION OF THIS ENTITLEMENT AND ACCEPTANCE FORM

The right to participate in the Entitlement Offer is optional and is offered exclusively to persons who (i) were registered as a holder of Shares as at the Record Date; (ii) as at the Record Date, had a registered address on the SPC Global share register in Australia or New Zealand (or did not have a registered address in Australia or New Zealand but SPC Global has otherwise determined is eligible to participate); (iii) are not in the United States and are not acting for the account or benefit of persons in the United States; and (iv) are eligible under all applicable securities laws to receive an offer under the Entitlement Offer without any requirement for a prospectus or offer document to be lodged or registered (**Eligible Shareholders**).

Any Entitlements that are not exercised (whether by Eligible Shareholders or Eligible Persons), not sold during the Entitlement Trading Period by the nominee on behalf of Ineligible Shareholders, or Applications not supported by cleared funds, will lapse. New Shares attributable to those lapsed Entitlements will be offered for sale through a bookbuild process to be undertaken by the Joint Lead Managers (**Shortfall Bookbuild**). Any proceeds in excess of the Offer Price under the Shortfall Bookbuild (i.e., a premium), net of any applicable withholding tax and expenses, will be paid on a pro rata basis to Renouncing Shareholders, Eligible Persons (as applicable), Ineligible Shareholders (as applicable) and/or Ineligible Persons, in each case by reference to the number of lapsed Entitlements or notional Entitlements (as applicable). There is no guarantee that a premium will be achieved.
Eligible Shareholders should note that if they do not participate in the Entitlement Offer, then their percentage shareholding in SPC Global will be diluted to a greater extent than would otherwise be the case, and they will not be exposed to future increases or decreases in SPC Global's share price in respect of the New Shares which would have been issued to them had they participated in the Entitlement Offer.

ACCEPTANCE OF OFFER

By making a BPAY® or EFT payment:

- you represent and warrant that you have read and understood the Offer Booklet and that you acknowledge the matters, and make the warranties and representations contained therein and in this Entitlement and Acceptance Form; and
- you provide authorisation to be registered as the holder of New Shares acquired by you and agree to be bound by the constitution of the Company.

1 Acceptance of full or partial Entitlement

If you wish to accept your full Entitlement:

- make payment by BPAY® or EFT for your full Entitlement by following the instructions on this Entitlement and Acceptance Form.

If you only wish to accept part of your Entitlement:

- calculate the payment amount for the portion of your Entitlement that you wish to take up by multiplying the number of New Shares you wish to apply for by the Offer Price, rounded up to the nearest cent; and
- make payment by BPAY® or EFT for that portion of your Entitlement by following the instructions on this Entitlement and Acceptance Form.

2 Applying for additional New Shares

If you accept your full Entitlement and wish to apply for additional New Shares in excess of your Entitlement, under the Oversubscription Facility:

- make payment by BPAY® or EFT of the total payment amount for your full Entitlement AND your participation in the Oversubscription Facility by following the instructions on this Entitlement and Acceptance Form.

Note your Oversubscription Facility payment should be calculated separately by multiplying the number of additional New Shares you wish to apply for by the Offer Price, rounded up to the nearest cent.

The maximum number of additional New Shares that an Eligible Shareholder (who is not a Related Party of SPC Global) may apply for is 500,000 New Shares (or $50,000 of New Shares).

Your application for additional New Shares may not be successful (wholly or partially). The decision in relation to the number of additional New Shares in excess of your entitlement to be allocated to you will be final. No interest will be paid on any application monies received and returned.

3 Payment

By making a payment via BPAY® or EFT, you agree that it is your responsibility to ensure that funds are submitted correctly and received by the Share Registry by the Closing Date and time. Payment must be received by the Share Registry by 5:00pm (AEST) on the Closing Date.

By making payment of Application Monies, you certify that you wish to apply for New Shares under the Entitlement Offer as indicated on this Entitlement and Acceptance Form and acknowledge that you may not withdraw your Application except as allowed by law.

It is your responsibility to ensure your BPAY® reference number or unique entitlement reference number is quoted, as per the instructions in Section 2. If you fail to quote your BPAY® reference number or unique entitlement reference number correctly, Automic may be unable to allocate or refund your payment. If you need assistance, please contact Automic.

Payment by BPAY®: You can make a payment via BPAY® if you are the holder of an account with an Australian financial institution that supports BPAY® transactions. To BPAY® this payment via internet or telephone banking use your BPAY® reference number on this Entitlement and Acceptance Form. Multiple acceptances must be paid separately.

Payment by EFT: You can make a payment via Electronic Funds Transfer (**EFT**). Multiple acceptances must be paid separately. Please use your unique entitlement reference number on this Entitlement and Acceptance Form. This will ensure your payment is processed correctly to your Application electronically.

Applicants should be aware of Automic's financial institution's cut-off time, their own financial institution's cut-off time and associated fees with processing a funds transfer. It is the Applicant's responsibility to ensure funds are submitted correctly by the Closing Date and time, including taking into account any delay that may occur as a result of payments being made after 5:00pm (AEST) and/or on a day that is not a business day (payment must be made to be processed overnight). You do not need to return this Entitlement and Acceptance Form. Your payment reference number will process your payment to your Application electronically and you will be deemed to have applied for such New Shares for which you have paid in accordance with the terms of the Offer Booklet.

If you require further information about the Entitlement Offer, please contact Automic on 1300 288 664 (for callers within Australia) or +61 2 9698 5414 (for callers outside Australia) between 8:30am and 7:00pm (AEST), Monday to Friday (excluding public holidays) or email corporate.actions@automicgroup.com.au during the Entitlement Offer Period.

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RENUNCIATION OF RIGHTS

If you wish to transfer all or a proportion of your Entitlement to or from another person on the CHESS subregister you must engage your CHESS controlling participant (usually your stockbroker). If the transferee wants to exercise some or all of the Entitlement, you should follow your stockbroker's instructions as to the most appropriate way to take up the Entitlement on their behalf. The Application Monies for New Shares the transferee of the Entitlement wants to acquire must be received by the Share Registry.

- The Entitlements referred to in this Entitlement and Acceptance Form may be transferred electronically in CHESS without surrendering the Entitlement and Acceptance Form.
- The Entitlement and Acceptance Form should not be relied upon as evidence of the current Entitlement of the person named in the Entitlement and Acceptance Form.

DISPOSAL OF YOUR ENTITLEMENT OTHER THAN THROUGH A STOCKBROKER: A Standard Renunciation Form must be used for all disposals of Entitlements other than through a stockbroker. These may be obtained by contacting Automic.

IMPORTANT NOTICE TO HOLDERS WITH SECURITIES ON THE CHESS SUBREGISTER: Holders whose existing Shares are held on the CHESS subregister as detailed overleaf should contact their sponsoring broker in respect of any proposed sale of their Entitlements.

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22 May 2026

Dear Shareholder

Important notice

On Thursday, 14 May 2026 SPC Global Holdings Limited (ASX:SPG) (**SPC Global** or **the Company**) announced a fully underwritten placement to raise ~$2.9 million (**Placement**) and a fully underwritten pro-rata renounceable entitlement offer to Eligible Shareholders with a registered address in Australia or New Zealand (or such other jurisdictions the SPC Global has otherwise determined is eligible to participate) to raise ~$97.1 million (**Entitlement Offer**) (together, **the Offer**) to fund the reduction of net debt working capital, and costs of the Offer. More detail is provided in SPC Global's ASX announcements (including the equity raising presentation) lodged with the Australian Securities Exchange (**ASX**) on Thursday, 14 May 2026.

United Capital Partners Pty Limited and Gleneagle Securities (Aust) Pty Ltd are acting as joint lead managers, underwriters and bookrunners to the Offer.

Under the Entitlement Offer, Eligible Shareholders will be entitled to subscribe for 1 new fully paid ordinary share in SPC Global (**New Share**) for every 0.1993 fully paid ordinary shares in SPC Global (**Shares**) held as at 7.00pm (AEST) on the record date (being Tuesday, 19 May 2026) (**Record Date**) at an offer price of $0.10 per New Share (**Offer Price**) (being the same Offer Price per New Share as the Placement).

The Entitlement Offer Booklet (**Offer Booklet**) has been given to ASX and is available to view on the ASX website at https://www.asx.com.au/. Further details regarding the Offer have also been announced to the ASX and are available on ASX's website.

SPC Global will not be printing / dispatching hard copies of the Offer Booklet or Entitlement and Acceptance Forms. Instead, an electronic copy of the Offer Booklet and your Entitlement and Acceptance Form is available and accessible by you (using your Securityholder Reference Number (**SRN**) or Holder Identification Number (**HIN**) from your latest holding statement, and your postcode) at the following link: https://portal.automic.com.au/investor/home.

You should read the Offer Booklet in full prior to making an Application under the Entitlement Offer. You should also consult your stockbroker, solicitor, accountant or other professional adviser to evaluate whether or not to participate in the Entitlement Offer. Your Application under the Entitlement Offer must be made by making payment in accordance with the personalised payment instructions on your Entitlement and Acceptance Form which is available through Automic's online facility.

You do not need to return your Entitlement and Acceptance Form.

To download your Entitlement and Acceptance Form you have the following 3 choices:

I already have an online account with the Automic Share registry	https://portal.automic.com.au/investor/home Select: "Investor Sign In". Once you have successfully signed in, click on "Documents and Statements". Download the Offer Booklet and Entitlement and Acceptance Form. Submit your payment using the payment details provided on your Entitlement and Acceptance Form. **Do not return your Entitlement and Acceptance Form.**
I don't have an online account with Automic – but wish to register for one	https://singleholding.automic.com.au/signup Select *SPC Global Holdings Limited* from the dropdown list in the "ISSUER" or code field. Enter your holder number (HIN /SRN) (from your latest holding statement). Enter your Postcode (Australia only) or Country of Residence (if not Australia). Tick box "I am not a robot", then Next. Complete the prompts on the next page to create your account. Once you have successfully signed in, click on "Documents and Statements". Download the Offer Booklet and Entitlement and Acceptance Form. Submit your payment using the payment details provided on your Entitlement and Acceptance Form. **Do not return your Entitlement and Acceptance Form.**
I don't have an online account with Automic – but want to use Automic for this Offer only	https://singleholding.automic.com.au/login Select *SPC Global Holdings Limited* from the dropdown list in the "ISSUER" or code field. Enter your holder number (HIN /SRN) (from your latest holding statement). Enter your Postcode (Australia only) or Country of Residence (if not Australia). Tick box "I am not a robot", then Access. Once you have successfully signed in, click on "Documents and Statements". Download the Offer Booklet and Entitlement and Acceptance Form. Submit your payment using the payment details provided on your Entitlement and Acceptance Form. **Do not return your Entitlement and Acceptance Form.**

If you are unable to access https://portal.automic.com.au/investor/home online, you can obtain a copy of the Offer Booklet and your Entitlement and Acceptance Form initially by calling Automic on 1300 288 664 (for callers within Australia) or +61 2 9698 5414 (for callers outside Australia) any time between 8.30am and 7.00pm (AEST) Monday to Friday (excluding public holidays) or by emailing corporate.actions@automic.com.au during the Entitlement Offer Period and asking them to mail a paper copy of the Offer Booklet and your Entitlement and Acceptance Form to you free of charge. After your request has been acknowledged by Automic you will need to provide your SRN or HIN and postcode to complete this request. To apply under the Entitlement Offer using these paper copy documents, you will still need to make payment via BPAY® or via Electronic Funds Transfer (EFT).

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The Entitlement Offer closes at 5:00 pm (AEST) on 2 June 2026.

Event	Date
Announcement of the Offer	14 May 2026
Ex date and rights trading comments	18 May 2026
Record date for the Entitlement Offer (7.00pm Sydney time)	19 May 2026
Entitlement Offer opens and Offer Booklet despatched	22 May 2026
Rights trading ends (at close of trading)	26 May 2026
Last day to extend the Entitlement Offer Closing Date	28 May 2026
Entitlement Offer closes (5.00pm Sydney time)	2 June 2026
Results of Entitlement Offer announced	5 June 2026
Shortfall Bookbuild	5 June 2026
Announcement of the results of Shortfall Bookbuild	9 June 2026
Settlement of Entitlement Offer	9 June 2026
Allotment of New Shares under the Entitlement Offer	10 June 2026
New Shares under the Entitlement Offer commence trading on ASX on a normal settlement basis	11 June 2026
Dispatch of holding statements for New Shares issued under the Entitlement Offer	12 June 2026

The above timetable (and each reference thereto or to dates therein in this Offer Booklet) is indicative only and may change. SPC Global reserves the right to amend any or all of these dates and times the timetable for the Entitlement Offer without notice, subject to the Corporations Act, the ASX Listing Rules and other applicable laws. In particular, SPC Global 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 Entitlement Offer without prior notice. Any extension of the Closing Date will have a consequential effect on the issue date of New Shares. The commencement of quotation of New Shares is subject to confirmation from ASX. All references to time are to AEST.

If you require further information about the Entitlement Offer, please contact Automic on 1300 288 664 (for callers within Australia) or +61 2 9698 5414 (for callers outside Australia) any time between 8:30am and 7:00pm (AEST) Monday to Friday (excluding public holidays) or by email corporate.actions@automic.com.au during the Entitlement Offer Period.

Capitalised terms have the same meaning as defined in the Offer Booklet dated 18 May 2026 unless otherwise defined.

Yours sincerely,

Ms Hayley Coldrey

Company Secretary

SPC Global Holdings Limited

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SPC Global Holdings Limited (ASX: SPG)
ASX Shareholder communication
22 May 2026

SPC Global Holdings Ltd
ABN 20 150 015 446
Level 6, 501 Swanston Street
Melbourne VIC 3000
Tel: +61 3 9861 8999
www.spcglobalgroup.com

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NOT FOR RELEASE TO US WIRE SERVICES OR DISTRIBUTION IN THE UNITED STATES

Dear Shareholder

SPC Global Holdings Limited Entitlement Offer – Notification to ineligible shareholders

Background

On Thursday, 14 May 2026, SPC Global Holdings Limited ("SPC Global" or "Company") announced a fully underwritten placement to raise approximately A$2.9 million ("Placement") and a fully underwritten pro-rata renounceable entitlement offer to raise approximately A$97.1 million ("Entitlement Offer") (together the "Offer") to fund the reduction of net debt, working capital, and costs of the Offer. More detail is provided in SPC Global's investor presentation lodged with the Australian Securities Exchange ("ASX") on Thursday, 14 May 2026.

Under the Entitlement Offer, eligible shareholders will be entitled to subscribe for 1 new fully paid ordinary share in SPC Global ("New Share") for every 0.1993 fully paid ordinary shares in SPC Global ("Shares") held as at 7.00 pm (AEST) on the record date (being Tuesday, 19 May 2026) ("Record Date") ("Entitlement"), at an offer price of A$0.10 per New Share ("Offer Price").

Unified Capital Partners Pty Limited (ACN 666 560 050) ("UCPs") and Gleneagle Securities (Aust) Pty Ltd (ACN 136 930 526) ("Gleneagle") are acting as joint lead managers and underwriters to the Offer ("Joint Lead Managers" or "Underwriters").

This letter has been sent to you to inform you about the Entitlement Offer and to explain why you will not be able to subscribe for New Shares under the Entitlement Offer. This letter is not an offer to allocate or issue Entitlements or New Shares to you, nor an invitation for you to apply for Entitlements or New Shares.

You are not required to do anything in response to this letter but there may be financial implications for you as a result of the Entitlement Offer that you should be aware of.

Details about the Entitlement Offer

The Entitlement Offer is being made to Eligible Shareholders on the basis of 1 New Share for every 0.1993 Shares held as at 7.00 pm (AEST) on the Record Date, being Tuesday, 19 May 2026.

The Entitlement Offer is being made by SPC Global to eligible shareholders in Australia in accordance with section 708AA of the *Corporations Act 2001* (Cth) ("Corporations Act") as modified by the *ASIC Corporations (Non-Traditional Rights Issues) Instrument 2026/98 and ASIC Corporations (Disregarding Technical Relief) Instrument 2026/180* (together the "ASIC Instruments"). The Entitlement

Offer is being made by SPC Global to eligible shareholders in New Zealand in reliance on the Financial Markets Conduct (Incidental Offers) Exemption Notice 2021.

The Entitlement Offer is renounceable which means that Entitlements will be tradeable on ASX and are otherwise transferable. Entitlement trading commenced at 10.00am on Monday, 18 May 2026 and will end at 4.00pm on Tuesday, 26 May 2026 ("Entitlement Trading Period").

Documents relating to the Entitlement Offer (including an offer booklet, which sets out further details in respect of the Entitlement Offer ("Offer Booklet")) were lodged with the ASX on Monday, 18 May 2026, and today, Friday, 22 May 2026, and are being despatched to Eligible Shareholders today. Terms capitalised but otherwise not defined in this letter have the meaning given in the Offer Booklet.

Eligibility criteria

Shareholders who are eligible to participate in the Entitlement Offer ("Eligible Shareholders") are those are those persons who:

- were registered as a holder of Shares as at the Record Date;
- as at the Record Date, had a registered address on the SPC Global share register in Australia or New Zealand (or did not have a registered address in Australia or New Zealand but SPC Global has otherwise determined is eligible to participate);
- are not in the United States and are not acting for the account or benefit of persons in the United States; and
- are eligible under all applicable securities laws to receive an offer under the Entitlement Offer without any requirement for a prospectus or offer document to be lodged or registered.

Shareholders who are not Eligible Shareholders are "Ineligible Shareholders" and are consequently unable to participate in the Entitlement Offer.

SPC Global reserves the right to determine whether a shareholder is an Eligible Shareholder or an Ineligible Shareholder.

Ineligible Shareholders

SPC Global has determined, pursuant to section 9A(3) of the Corporations Act and ASX Listing Rule 7.7.1(a), that it would be unreasonable to make offers in connection with the Entitlement Offer to SPC Global shareholders outside of Australia and New Zealand, other than, in the case of China, Hong Kong, Singapore and the United Kingdom, to certain shareholders in those jurisdictions who meet the eligibility criteria as set out in the 'Important notices' section of the Offer Booklet. The restrictions upon eligibility are due to a number of factors, including the small number of SPC Global shareholders in each of those countries, the number and value of Shares those SPC Global shareholders hold, and the cost of complying with the applicable laws and regulations and the requirements of any regulatory authority in those jurisdictions.

Unfortunately, according to our records you do not satisfy the criteria for an Eligible Shareholder, meaning you are an Ineligible Shareholder. Accordingly, in compliance with section 9A(3) of the Corporations Act and ASX Listing Rule 7.7.1(b), SPC Global wishes to inform you that it will not be extending the Entitlement Offer to you and you will not be able to subscribe for New Shares under the Entitlement Offer.

Nominee for Ineligible Shareholders

Ineligible Shareholders are unable to participate in the Entitlement Offer and cannot take up, sell or transfer their Entitlements.

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Entitlements that would otherwise be issued to Ineligible Shareholders have been issued to, or are held by, a nominee appointed by SPC Global. The nominee will seek to sell those Entitlements on ASX during the Entitlement Trading Period for the benefit of the relevant Ineligible Shareholders (and will work with SPC Global to distribute any premium achieved through such sales proportionately to Ineligible Shareholders). There is no assurance that any such Entitlements will be sold or that any premium will be achieved.

Notwithstanding that the nominee will use its endeavours to sell the Ineligible Shareholders' Entitlements, Ineligible Shareholders may nevertheless receive no net proceeds if the costs of the sale are greater than the sale proceeds. In addition, there is no guarantee the nominee will be able to sell the Ineligible Shareholders' Entitlements. Neither the Company nor the nominee will be subject to any liability to Ineligible Shareholders for failure to sell the Entitlements of the Ineligible Shareholders or to sell them at a particular price.

To the extent such Entitlements are unable to be sold on ASX during the Entitlement Trading Period, they will be offered for sale through a bookbuild process to be undertaken by the Joint Lead Managers. There is no guarantee that a premium will be achieved.

Further information

If you have any questions in relation to any of the above matters, please contact the SPC Global's Share Registry Automic, on 1300 288 664 (for callers within Australia) or +61 2 9698 5414 (for callers outside Australia) any time between 8.30am and 7.00pm (AEST) Monday to Friday (excluding public holidays) or by email at corporate.actions@automic.com.au during the Entitlement Offer Period.

On behalf of the Board and management of SPC Global, thank you for your continued support of SPC Global.

Yours faithfully



Andrew Reitzer
Chairman, SPC Global Holdings Limited

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DISCLAIMER

The Entitlement Offer is being made by SPC Global in accordance with section 708AA of the Corporations Act as modified by the ASIC Instruments, meaning that no prospectus or other disclosure document needs to be prepared.

Determination of eligibility of investors for the purposes of the Entitlement Offer is determined by reference to a number of matters, including legal and regulatory requirements, logistical and registry constraints and the discretion of SPC Global and the Joint Lead Managers. Each of SPC Global and the Joint Lead Managers and each of their respective related bodies corporate (as defined in the Corporations Act) and affiliates and each of their respective directors, officers, employees, partners, consultants, contractors, agents and advisers disclaim any duty or liability (including, without limitation, any liability arising from fault, negligence or negligent misstatement) in respect of that determination and the exercise or otherwise of that discretion, to the maximum extent permitted by law.

This letter is not a prospectus, product disclosure statement, other disclosure document or offering document under Australian law or under any other law. No action has been or will be taken to register the Entitlements or New Shares outside Australia or otherwise permit a public offering of the New Shares in any jurisdiction. This letter is for information purposes only and does not constitute or form part of an offer, invitation, solicitation, advice or recommendation with respect to the allocation, issue, purchase or sale of any Entitlements or New Shares in SPC Global.

The provision of this letter is not, and should not be considered as, financial product advice. The information in this document is general information only and does not take into account your individual objectives, taxation position, financial situation or needs. If you are unsure of your position, please contact your accountant, tax advisor, stockbroker or other professional adviser.

This letter does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. The Entitlements and New Shares have not been and will not be registered under the U.S. Securities Act of 1933 (the "U.S Securities Act") or the securities laws of any state or other jurisdiction of the United States. Accordingly, the Entitlements and New Shares may not be offered or sold in the United States unless they are registered under the U.S. Securities Act or unless they are offered or sold pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and any applicable U.S. state securities laws. The Entitlements and New Shares to be offered and sold in the Entitlement Offer may only be offered and sold outside the United States in "offshore transactions" (as defined in Regulation S under the Securities Act) in reliance on Regulation S under the Securities Act.

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SPC Global Holdings Limited (ASX: SPG)

ASX Shareholder communication

22 May 2026

SPC Global Holdings Ltd
ABN 20 150 015 446
Level 6, 501 Swanston Street
Melbourne VIC 3000
Tel: +61 3 9861 8999
www.spcglobalgroup.com

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URGENT – PRIVATE AND CONFIDENTIAL – ACKNOWLEDGEMENT REQUIRED

Dear Nominee / Custodian

Important instructions to nominees and/or custodians acting for beneficial holders in SPC Global Holdings Limited ("Holders")

If you are not the correct person in your organisation to receive this letter (Letter), we ask that you forward it to the most appropriate person.

Background

On Thursday, 14 May 2026, SPC Global Holdings Limited ("SPC Global") announced the Offer, as set out below.

Offeror (entity offering the New Shares for issue or sale)	SPC Global Holdings Limited (ACN 150 015 446) ("SPC Global" or "Company")
Offer structure	A fully underwritten placement to raise approximately A$2.9 million ("Placement") and a fully underwritten pro rata renounceable entitlement offer to raise approximately A$97.1 million ("Entitlement Offer") (together the "Offer"). Under the Entitlement Offer eligible shareholders will be entitled to subscribe for 1 New Share in SPC Global for every 0.1993 fully paid ordinary shares in SPC Global ("Shares") held as at 7.00pm (AEST) on the record date (being Tuesday, 19 May 2026) ("Record Date") ("Entitlement"). Any Entitlements that are not exercised, not sold during the Entitlement Trading Period by the nominee on behalf of Ineligible Shareholders, or applications not supported by cleared funds, will lapse. New Shares attributable to those lapsed Entitlements will be offered for sale through a bookbuild process to be undertaken by the Joint Lead Managers ("Shortfall Bookbuild"). Eligible Shareholders (who are not related parties of SPC Global) who take up their Entitlement in full may also apply for up to an additional

	500,000 New Shares (or $50,000 of New Shares) at the Offer Price. Additional New Shares will only be available to the extent that there is any shortfall under the Entitlement Offer and if the Shortfall Bookbuild does not clear above the Offer Price. Fractional Entitlements will be rounded up to the next whole number of New Shares (at the registered holder level).
Information materials	The offer booklet in relation to the Entitlement Offer ("Offer Booklet") that has been lodged with the Australian Securities Exchange ("ASX") and is available on the ASX website at www.asx.com.au.
Securities offered	New fully paid ordinary shares in SPC Global ("New Shares").
Offer Price	A$0.10 per New Share ("Offer Price").
Joint Lead Managers and Underwriters	Unified Capital Partners Pty Limited (ACN 666 560 050) ("UCPs") and Gleneagle Securities (Aust) Pty Ltd (ACN 136 930 526) ("Gleneagle") ("Joint Lead Managers" or "Underwriters").
Entitlement Offer offering jurisdictions	Australia and New Zealand, and, subject to the eligibility criteria set out in the 'Important notices' section of the Offer Booklet, China, Hong Kong, Singapore and the United Kingdom.
US Exemption	Regulation S – Category 1 – excluding Eligible U.S. Fund Managers

Entitlement Offer

As a nominee or custodian for Holders in SPC Global (hereafter, "nominee" or "You"), You will shortly receive an email or letter with details of how to access a copy of the Offer Booklet and personalised online entitlement and acceptance form ("Entitlement and Acceptance Form"). The Entitlement and Acceptance Form will indicate a pro-rata entitlement allocation based upon the number of Shares You hold in aggregate under Your nominee account name as at 7.00pm (AEST) on Tuesday, 19 May 2026.

Shareholders who are eligible to participate in the Entitlement Offer ("Eligible Shareholders") are those persons who:

- were registered as a holder of Shares as at the Record Date, being 7.00pm (AEST) on Tuesday, 19 May 2026;
- as at the Record Date, had a registered address on the SPC Global share register in Australia or New Zealand (or did not have a registered address in Australia or New Zealand but SPC Global has otherwise determined is eligible to participate);
- are not in the United States and are not acting for the account or benefit of persons in the United States; and
- are eligible under all applicable securities laws to receive an offer under the Entitlement Offer without any requirement for a prospectus or offer document to be lodged or registered.

All persons who do not satisfy the criteria to be Eligible Shareholders are "Ineligible Shareholders".

Eligible Shareholders can choose to take up all, part or none of their Entitlement. Eligible Shareholders (who are not related parties of SPC Global) who take up their Entitlement in full may also apply for up to 500,000 New Shares (or $50,000 of New Shares) at the Offer Price. Additional New Shares will only be available to the extent that there is any shortfall under the Entitlement Offer and if the Shortfall Bookbuild does not clear above the Offer Price. The allocation of additional New Shares will be at the complete discretion of SPC Global and may be subject to scale back.

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Entitlements are renounceable and may be traded on ASX or transferred off-market. This provides Eligible Shareholders with the opportunity to sell some or all of their Entitlements and realise value for those Entitlements. Trading of Entitlements on ASX commenced at 10.00am on Monday, 18 May 2026 and will end at 4.00pm on Tuesday, 26 May 2026 ("Entitlement Trading Period").

Only Eligible Shareholders are entitled to participate in the Entitlement Offer. Entitlements that would otherwise be issued to Ineligible Shareholders have been issued to, or are held by, a nominee appointed by SPC Global. The nominee will seek to sell those Entitlements on ASX during the Entitlement Trading Period for the benefit of the relevant Ineligible Shareholders (and will work with SPC Global to distribute any premium achieved through such sales proportionately to Ineligible Shareholders). There is no assurance that any such Entitlements will be sold or that any premium will be achieved.

It is the responsibility of persons who acquire Entitlements to inform themselves of, and ensure that they satisfy, the eligibility criteria for exercise. If holders of Entitlements after the end of the trading period do not meet the criteria for an Eligible Person ("Ineligible Person"), they will not be able to exercise the Entitlements.

"Eligible Person" means a person who:

- is registered as the holder of the Entitlement as at the date of exercise;
- has a registered address on the Company's register for Entitlements in Australia or New Zealand (or not in Australia or New Zealand that SPC Global has otherwise determined is eligible to participate);
- not be in the United States and must not be acting for the account or benefit of a person in the United States (to the extent such a person holds Entitlements for the account or benefit of such persons in the United States); and
- be eligible under all applicable laws to exercise Entitlements without a prospectus, disclosure document, product disclosure statement or any lodgement, filing, registration or qualification.

Any Entitlements that are not exercised (whether by Eligible Shareholders or Eligible Persons), not sold during the Entitlement Trading Period by the nominee on behalf of Ineligible Shareholders, or applications not supported by cleared funds, will lapse. New Shares attributable to those lapsed Entitlements will be offered for sale through the Shortfall Bookbuild. Any proceeds in excess of the Offer Price under the Shortfall Bookbuild (i.e., a premium), net of any applicable withholding tax and expenses, will be paid on a pro rata basis to Renouncing Shareholders (i.e. an Eligible Shareholder who does not take up (or otherwise sell or transfer) all of their Entitlement or whose application is not supported by cleared funds prior to the closing date, and who is therefore deemed to have renounced any part of their Entitlement which they have not taken up or otherwise sold or transferred or is not supported by cleared funds), Eligible Persons (as applicable), Ineligible Shareholders (as applicable) and/or Ineligible Persons, in each case by reference to the number of lapsed Entitlements or notional Entitlements (as applicable). There is no guarantee that a premium will be achieved.

Offer Booklet

Copies of the Offer Booklet are, or will be, available from ASX website and from SPC Global's share registry. Nominees acting on behalf of Eligible Underlying Shareholders who want to acquire New Shares should apply in accordance with the Entitlement and Acceptance Form and should consider the Offer Booklet and publicly available information about SPC Global in deciding whether or not to acquire the New Shares.

This Letter and the Offer Booklet do not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States or to any person acting for the account or benefit of any person in the United States, or in any other jurisdiction in which such an offer or solicitation would be illegal.

No action has been taken to register the Entitlements or New Shares outside Australia or otherwise permit a public offering of the New Shares in any jurisdiction. In particular, the Entitlements and New Shares have not been, and will not be, registered under the U.S. Securities Act of 1933 ("U.S. Securities Act") or the securities laws of any state or other jurisdiction of the United States.

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The Joint Lead Managers have not authorised or caused the issue of this Letter or made or authorised the making of any statement that is included in this Letter or any statement on which a statement in this Letter is based. To the maximum extent permitted by law, the Joint Lead Managers and their respective related bodies corporate and affiliates and their respective directors, officers, employees, advisers and representatives expressly disclaim and take no responsibility for any statements in or omissions from this Letter and the Offer Booklet.

Eligibility

The Entitlement Offer is only being extended to nominees who were registered as a holder of Shares as at the Record Date, and, as at the Record Date, had a registered address on the SPC Global share register in Australia or New Zealand (or not in Australia or New Zealand that SPC Global has otherwise determined is eligible to participate) and who held those Shares on behalf of Eligible Underlying Shareholders.

Determination of the eligibility of Holders for the purposes of the Entitlement Offer is determined by reference to a number of matters, including legal requirements, logistical and registry constraints, and the discretion of SPC Global and/or the Joint Lead Managers. SPC Global and the Joint Lead Managers may in their absolute discretion refuse to accept an application to subscribe for New Shares under the Entitlement Offer if they believe that the nominee's underlying beneficial holders are not Eligible Underlying Shareholders or have not complied with the terms and conditions set out in the Offer Booklet. SPC Global, the Joint Lead Managers and each of their respective affiliates and related bodies corporate and each of their respective directors, officers, partners, employees, advisers and agents disclaims any liability in respect of the exercise or otherwise of that discretion, to the maximum extent permitted by law.

"Eligible Underlying Shareholders" are underlying beneficial owners who would meet the criteria for an Eligible Shareholder if their Shares had been held in their own name instead of through a nominee or custodian.

Directions to nominees

You may only contact those of Your clients who are Eligible Underlying Shareholders in relation to this offer.

Any of Your clients who are not Eligible Underlying Shareholders are ineligible to apply for New Shares under the Entitlement Offer.

You must not:

- send copies of this Letter, the Offer Booklet or any material relating to the Entitlement Offer; or
- submit a payment on behalf of any of Your clients (or any other person),

for any persons who are not Eligible Underlying Shareholders (in particular, any of Your clients who are in the United States, or acting for the account or benefit of a person in the United States). Failure to comply with these restrictions may result in violations of applicable securities laws.

SPC Global and the Joint Lead Managers are not required to determine whether or not any registered holder or investor is acting as a nominee or custodian or the identity or residence of any beneficial owners of Shares or provide any advice (legal or otherwise) as to whether any beneficial owner is an Eligible Underlying Shareholder. SPC Global and the Joint Lead Managers accept no responsibility or liability for determining whether any beneficial owner qualifies as an Eligible Underlying Shareholder.

Where any person is acting as a nominee and/or custodian for a foreign person, that nominee and/or custodian, in dealing with its beneficial owner, will need to assess whether indirect participation in the Entitlement Offer by the beneficial owner complies with applicable laws. You are advised to seek independent legal advice as to how to proceed in this regard and please note that SPC Global will not provide such legal advice.

What nominees are required to do

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You are required to complete a copy of the attached form entitled "Summary for Nominee Applications" (see Appendix A) which should detail the beneficial owner's name and the number of New Shares for which You are applying on their behalf by no later than 5:00pm (AEST) on Tuesday, 2 June 2026. Each beneficial owner's portion of the Entitlement Offer is to be calculated as the number of Shares under Your nominee account at 7:00pm (AEST) on the Record Date that You hold on behalf of that beneficial owner. These should be emailed to corporate.actions@automic.com.au.

Your application made on behalf of an Eligible Underlying Shareholder must be in accordance with these terms and the Offer Booklet. Payment by You via BPAY® (or any other means) will be taken by SPC Global and the Joint Lead Managers to constitute a representation by You that You have complied with the Entitlement Offer restrictions, the Offer Booklet, this Letter and all applicable laws. You acknowledge and agree that any failure by You to comply with the Entitlement Offer restrictions may result in violations of applicable laws and loss to SPC Global and the Joint Lead Managers. You are advised to seek independent advice as to how to proceed in this regard.

It is important to note that information on the "Summary for Nominee Applications" will be kept confidential and will only be used by SPC Global, Automic and the Joint Lead Managers to compare with our records of nominee accounts as at the Record Date.

In addition, please sign where indicated below and return as directed to acknowledge receipt of this Letter and Your understanding of and compliance with these procedures.

Should You have any queries please contact custodialcertificates@automicgroup.com.au.

Yours sincerely,

Andrew Reitzer

Chair, SPC Global Holdings Limited

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ACKNOWLEDGEMENT

We hereby acknowledge receipt of the Letter dated 22 May 2026 setting out instructions to nominees acting for Holders and confirm that we understand the procedures and terms and conditions of the Entitlement Offer.

NOMINEE:
……

SIGNED: …… NAME:……

DATED: …… PHONE:……

Important notices to nominees

Because of legal restrictions, you must not send copies of this Letter or any material in relation to the Entitlement Offer to any of your clients (or any other person) in the United States and on whose behalf you are the registered owner of Shares. Failure to comply with these restrictions may result in violations of applicable securities laws.

The information in this Letter is general information only, does not constitute a securities recommendation or financial product advice, is of general background, has been prepared without taking into account the investment objectives, financial situation or needs of any particular investor and does not purport to be complete. It should be read in conjunction with SPC Global's other periodic and continuous disclosure announcements lodged with ASX, which are available at www.asx.com.au. You should read the Offer Booklet, which includes risk factors, and consider whether any investment is appropriate having regard to your (or your client's) objectives, financial situation or needs before acting on the information.

This Letter may include forward-looking statements. These forward-looking statements are based on SPC Global's expectations and beliefs concerning future events. Forward-looking statements are necessarily subject to risks, uncertainties and other factors, many of which are outside the control of SPC Global, which could cause actual results to differ materially from such statements. SPC Global makes no undertaking to subsequently update or revise the forward-looking statements made in this Letter, to reflect the circumstances or events after the date of this Letter.

A copy of the Offer Booklet is, or will be, available from ASX's website.

You should seek independent tax advice in relation to the Entitlement Offer and your participation.

No action has been taken to register the Entitlements or New Shares outside Australia or otherwise permit a public offering of the New Shares in any jurisdiction. In particular, this Letter and Appendix A do not constitute an offer to sell, or a solicitation of an offer to buy, any securities in the United States or in any other jurisdiction in which such an offer would be illegal. The Entitlements and New Shares have not been, and will not be, registered under the U.S. Securities Act or the securities laws of any state or other jurisdiction of the United States. Accordingly, the Entitlements and New Shares may not be offered or sold to persons in the United States, except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act.

This Letter may not be released to US wire services or distributed in the United States.

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APPENDIX A – SPC GLOBAL HOLDINGS LIMITED - ENTITLEMENT OFFER

SUMMARY FOR NOMINEE APPLICATIONS

NOMINEE ACCOUNT NAME:	SRN/HIN:

SUMMARY NO.

	NAME OF BENEFICIAL HOLDER	JURISDICTION OF BENEFICIAL HOLDER	SECURITY HOLDING AT 7:00PM (AEST) ON TUESDAY, 19 MAY 2026 (RECORD DATE)	ENTITLEMENT BASED ON RECORD DATE HOLDING	ENTITLEMENT SECURITIES APPLIED FOR	ADDITIONAL SECURITIES APPLIED FOR (VIA OVERSUBSCRIPTION FACILITY	APPLICATION PAYMENT (AUD) AT A$0.10 PER NEW SHARE
1							A$
2							A$
3							A$
4							A$
5							A$
	TOTAL						A$

ENTITLEMENT:

Entitlement is calculated on the basis of shares held on behalf of each Eligible Underlying Shareholder as at 7:00pm (AEST) on Tuesday, 19 May 2026, rounding up to the nearest whole number.

IMPORTANT:

If more than one form is required, please photocopy this form and submit all forms together and at the same time.

CONTACT PERSON	PHONE NO. ( )	COMPLETED BY (INITIALS)

Please send the completed 'Summary for Nominee Applications' to the Share Registry – completed forms and all queries must be emailed to custodialcertificates@automicgroup.com.au.

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By submitting the enclosed 'Summary for Nominee Applications' we confirm that every Eligible Underlying Shareholder for whose account we are acquiring New Shares has made an irrevocable offer to subscribe for New Shares under the Entitlement Offer on the terms and conditions set out in the Entitlement and Acceptance Form and the Offer Booklet. In particular, we represent, warrant and agree that each Eligible Underlying Shareholder on whose behalf we are submitting this form is not in the United States or acting for the account or benefit of a person in the United States.

We acknowledge that SPC Global and the Joint Lead Managers may, in their absolute discretion refuse to accept this irrevocable offer to subscribe for New Shares under the Entitlement Offer if they reasonably believe that our underlying beneficial holders are not each an Eligible Underlying Shareholder or have not complied with the terms and conditions set out in the Entitlement and Acceptance Form and the Offer Booklet.

SIGNED:_____**NAME:**_____**DATED:**_____

Please enclose this form with Your 'Summary for Nominee Applications'

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