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Rithm Acquisition Corp. (NYSE: RAC.U) | Rithm-Sponsored SPAC

Rithm Acquisition Corp. (“RAC”), a special purpose acquisition company (“SPAC”), recently closed its initial public offering (“IPO”) of 23 million units at \$10.00 per unit (consisting of one Class A ordinary share and one-third of a redeemable warrant exercisable at \$11.50 per share). RAC intends to leverage the Rithm Capital Corp. (“Rithm Capital” or “Rithm”) platform, including its extensive sourcing capabilities, proven M&A experience and capital markets expertise, to identify and pursue an acquisition of a high-quality business with compelling long-term growth potential.

Why is Rithm Sponsoring a SPAC?

- ✓ Capitalize on Rithm’s extensive M&A experience, deal execution capabilities and operational expertise
- ✓ Leverage Rithm’s scale, financial depth and capital markets expertise to support a growth enterprise
- ✓ Broaden M&A scope through access to a larger pool of targets in complementary sectors
- ✓ Potential to generate substantial long-term value for RAC and Rithm shareholders

Target Criteria for Business Combination⁽²⁾

RAC intends to pursue high-quality businesses that are likely to benefit from the capabilities of the Rithm platform

Attractive industry fundamentals

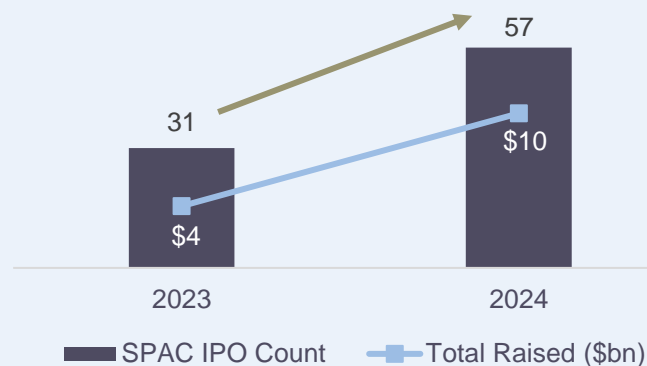
Durable financial profile

Strong & dedicated management team

Significant long-term growth potential

Interest in SPACs reignites on the heels of a challenging IPO backdrop⁽¹⁾

Although below the peak of 2020-2021, SPAC IPOs grew by **~84% in 2024** compared to 2023



The Rithm Take

We believe RAC is well-positioned to execute a successful business combination due to Rithm’s sponsorship. Rithm’s seasoned management team has a proven track record of acquiring and operating businesses to create long-term shareholder value. RAC will have access to Rithm’s sourcing capabilities across a wide array of investment opportunities driven by our breadth of relationships, proprietary insights and culture of innovation. Moreover, RAC will adopt Rithm’s steadfast commitment to shareholder stewardship, underscored by its consistent dividend and return profile over a dynamic investment landscape.

1. Based on SPAC IPO filings made in applicable years.

2. The above is an illustrative example of criteria the management team may consider in pursuing a business combination. However, the business team may decide to enter into its initial business combination that does not meet these criteria and guidelines. See RAC’s filings with the SEC for a full discussion of criteria.

For any further questions about Rithm Capital, RAC or this article, please reach out to ir@rithmcap.com. This article is being provided for informational purposes only. It may not be reproduced or distributed. No representation is made regarding the accuracy or completeness of the information contained herein. Nothing contained herein constitutes investment advice. Nothing herein constitutes an offer to sell or a solicitation or an offer to buy any security and may not be relied upon in connection with the purchase or sale of any security.

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Important Disclaimers

This article contains statements that may constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including, but not limited to, statements with respect to the ability to leverage the Rithm Capital platform, the ability to identify suitable acquisition targets and the use of certain criteria. They represent management's current expectations regarding future events and are subject to a number of trends and uncertainties, many of which are beyond our control, which could cause actual results to differ materially from those described in the forward-looking statements. Accordingly, you should not place undue reliance on any forward-looking statements contained herein. For a discussion of some of the risks and important factors that could affect such forward-looking statements, see the sections entitled "Cautionary Statement Regarding Forward Looking Statements," and "Risk Factors" in RAC's most recent filings with the U.S. Securities and Exchange Commission, which are available on RAC's website (www.rithmacquisitioncorp1.com). New risks and uncertainties emerge from time to time, and it is not possible for Rithm Capital or RAC to predict or assess the impact of every factor that may cause its actual results to differ from those contained in any forward-looking statements. Forward-looking statements contained herein speak only as of the date of this article, and each of RAC and Rithm Capital expressly disclaims any obligation to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in RAC's or Rithm Capital's expectations with regard thereto or change in events, conditions or circumstances on which any statement is based.