

No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise.

This prospectus supplement (this “**Prospectus Supplement**”), together with the short form base shelf prospectus dated December 31, 2025 to which it relates, as amended or supplemented (the “**Prospectus**”), and each document incorporated, or deemed to be incorporated, by reference into the Prospectus, constitutes a public offering of these securities only in those jurisdictions where they may be lawfully offered for sale and therein only by persons permitted to sell such securities.

The securities offered hereunder have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”), or any U.S. state securities laws and may not be offered, sold or delivered, directly or indirectly, within the United States of America or to, or for the account or benefit of, U.S. persons (as such term is defined in Regulation S under the U.S. Securities Act), except as permitted by the Underwriting Agreement (as defined below) and pursuant to an exemption from the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. This Prospectus Supplement does not constitute an offer to sell or a solicitation of an offer to buy any of the securities offered hereunder within the United States of America. See “Plan of Distribution” in this Prospectus Supplement.

Information has been incorporated by reference in the Prospectus from documents filed with securities commissions or similar authorities in Canada. Copies of the documents incorporated by reference in the Prospectus may be obtained on request without charge from the General Counsel and Corporate Secretary of Rockpoint Gas Storage Inc. at 400 — 607 8th Ave. S.W., Calgary, Alberta, Canada, T2P 0A7 (telephone (403) 513-8680) and are also available electronically at www.sedarplus.ca.

**PROSPECTUS SUPPLEMENT
To a Short Form Base Shelf Prospectus Dated December 31, 2025**

Secondary Offering

February 18, 2026



ROCKPOINT GAS STORAGE INC.

**C\$427,280,000
15,260,000 Class A Shares**

This Prospectus Supplement, together with the Prospectus, qualifies the distribution (the “**Offering**”) of 15,260,000 class “A” common shares (the “**Offered Shares**”) in the capital of Rockpoint Gas Storage Inc. (“**Rockpoint**” or the “**Company**”) to be sold by BIF II CalGas Carry (Delaware) LLC, BIP BIF II U.S. Holdings (Delaware) LLC, Swan Equity Carry LP and BIP BIF II Swan AIV LP (the “**Selling Shareholders**”) at a price of C\$28.00 (the “**Offering Price**”) per Offered Share. Rockpoint will not receive any proceeds from the Offering or from any exercise of the Over-Allotment Option (as defined below). See “*Use of Proceeds*” and “*Plan of Distribution*” in this Prospectus Supplement.

The Offering is being made pursuant to an underwriting agreement dated effective February 17, 2026 (the “**Underwriting Agreement**”) among the Company, the Selling Shareholders and a syndicate of underwriters led by RBC Dominion Securities Inc. (“**RBC**”) and J.P. Morgan Securities Canada Inc. (“**J.P. Morgan**” and, together with RBC, the “**Joint Bookrunners**”), and including BMO Nesbitt Burns Inc., CIBC World Markets Inc., National Bank Financial Inc., Scotia

Capital Inc., TD Securities Inc., Wells Fargo Securities Canada, Ltd., ATB Capital Markets Corp., Desjardins Securities Inc. and Peters & Co. Limited (collectively, the “**Underwriters**”). The Offering is being made under this Prospectus Supplement in each of the provinces and territories of Canada.

The Company’s class “A” common shares (the “**Class A Shares**”) are listed and posted for trading on the Toronto Stock Exchange (the “**TSX**”) under the symbol “**RGSI**”. The closing price of the Class A Shares on the TSX on February 17, 2026, the last full trading day prior to the announcement of the Offering and the filing of this Prospectus Supplement, was C\$29.16.

Offering Price: C\$28.00 per Class A Share

	Price to the Public⁽¹⁾	Underwriters’ Fee⁽²⁾	Net Proceeds to the Selling Shareholders⁽³⁾
Per Offered Share	C\$28.00	C\$1.12	C\$26.88
Total ⁽⁴⁾	C\$427,280,000	C\$17,091,200	C\$410,188,800

Notes:

- (1) The Offering Price was established by arm’s length negotiations between the Selling Shareholders and the Joint Bookrunners, on behalf of the Underwriters, with reference to the then-current market price of the Class A Shares and other factors.
- (2) Pursuant to the terms of the Underwriting Agreement, and in consideration of the services rendered by the Underwriters in connection with the Offering, the Selling Shareholders will pay the Underwriters an aggregate fee (the “**Underwriters’ Fee**”) of C\$17,091,200, representing 4.00% of the gross proceeds from the sale of the Offered Shares (assuming no exercise of the Over-Allotment Option). See “*Plan of Distribution*” in this Prospectus Supplement.
- (3) After deducting the Underwriters’ Fee payable by the Selling Shareholders, but before deducting expenses of the Offering (which are estimated to be C\$1,000,000 (assuming no exercise of the Over-Allotment Option) and will be paid by the Selling Shareholders). Rockpoint will not receive any of the proceeds of the Offering or from any exercise of the Over-Allotment Option.
- (4) The Selling Shareholders have granted to the Underwriters an option (the “**Over-Allotment Option**”), exercisable at the Underwriters’ sole discretion, in whole or in part at any time up to 30 days after the Closing Date (as defined below), to purchase up to an additional 1,140,000 Class A Shares (the “**Additional Shares**”) at the Offering Price of \$28.00 per Additional Share and on the same terms as set forth above, to cover the Underwriters’ over-allocation position, if any, and for market stabilization purposes. If the Over-Allotment Option is exercised in full, the total Price to the Public, the Underwriters’ Fee and the Net Proceeds to the Selling Shareholders (before deducting expenses of the Offering) will be C\$459,200,000, C\$18,368,000 and C\$440,832,000, respectively. This Prospectus Supplement, together with the Prospectus, qualifies the grant of the Over-Allotment Option and the distribution of any Additional Shares upon exercise of the Over-Allotment Option. Unless the context otherwise requires, all references to “Offered Shares” in this Prospectus Supplement include references to Additional Shares that may be issued pursuant to the Over-Allotment Option. A purchaser who acquires Additional Shares forming part of the Underwriters’ over-allocation position acquires those Additional Shares under this Prospectus Supplement, together with the Prospectus, regardless of whether the over-allocation position is ultimately filled through the exercise of the Over-Allotment Option or secondary market purchases. See “*Plan of Distribution*” in this Prospectus Supplement.

The following table sets out certain information regarding the Additional Shares that may be sold by the Selling Shareholders to the Underwriters pursuant to the Over-Allotment Option:

Underwriters’ Position	Maximum Size or Number of Class A Shares Available	Exercise Period	Exercise Price
Over-Allotment Option	Option to purchase up to 1,140,000 Class A Shares	At any time up to 30 days after the Closing Date	Offering Price

The Underwriters, as principals, conditionally offer the Offered Shares, subject to the prior sale, if, as and when sold and delivered by the Selling Shareholders and accepted by the Underwriters in accordance with the conditions contained in the Underwriting Agreement and subject to the approval of certain legal matters on behalf of the Company by Torys LLP, with respect to matters of Canadian and U.S. law, and on behalf of the Underwriters by Blake, Cassels & Graydon LLP, with respect to matters of Canadian law, and Skadden, Arps, Slate, Meagher & Flom LLP, with respect to matters of U.S. law. See “*Plan of Distribution*” in this Prospectus Supplement.

Subject to applicable laws, the Underwriters may, in connection with the Offering, over-allot or effect transactions intended to stabilize or maintain the market price of the Class A Shares at levels other than those that might otherwise prevail on the open market. Such transactions, if commenced, may be discontinued at any time. The Underwriters propose to offer the Offered Shares initially at the Offering Price. **After the Underwriters have made reasonable efforts to sell all of the Offered Shares at the Offering Price, the Underwriters may subsequently reduce the selling price to investors from time to time in order to sell any of the Offered Shares remaining unsold. Any such reduction will not affect the proceeds received by the Selling Shareholders. See “Plan of Distribution” in this Prospectus Supplement.**

An investment in the Offered Shares involves certain risks that should be considered by prospective investors. See “Risk Factors” in this Prospectus Supplement and in the Prospectus. Prospective investors should carefully consider such risk factors before purchasing any Offered Shares.

Subscriptions for Offered Shares will be received subject to rejection or allocation, in whole or in part, and the Underwriters reserve the right to close the subscription books at any time without notice. Registrations and transfers of Offered Shares will be effected electronically through the non-certificated inventory system (“**NCI**”) administered by CDS Clearing and Depository Services Inc. (“**CDS**”). No certificates evidencing the Offered Shares will be issued to purchasers of the Offered Shares. Purchasers of Offered Shares will receive only a customer confirmation or statement from the Underwriter or other registered dealer which is a CDS participant from or through which an Offered Share is purchased in accordance with the practices and procedures of such Underwriter or other registered dealer. See “*Plan of Distribution – Non-Certificated Inventory System*” in this Prospectus Supplement.

Closing of the Offering (“**Closing**”) is expected to occur on or about February 23, 2026, or such other date as the Company, the Selling Shareholders and the Underwriters may agree, but in any event not later than March 2, 2026 (such actual closing date hereinafter referred to as the “**Closing Date**”). In any event, the Offered Shares are to be taken up by the Underwriters, if at all, on or before a date not later than 42 days after the date hereof. See “*Plan of Distribution*” in this Prospectus Supplement.

Subject to certain conditions set out under “Eligibility for Investment” in this Prospectus Supplement, the Offered Shares will constitute a qualified investment for trusts governed by DPSPs, RRSPs, RRIFs, RESPs, RDSPs, TFSAs and FHSAs (as such terms are defined below). As set out under “Eligibility for Investment” in this Prospectus Supplement, prospective holders of Offered Shares who intend to hold their Offered Shares in an Exempt Plan (as defined below) should consult their own advisors regarding their particular circumstances.

Securities legislation in certain of the provinces and territories of Canada provides purchasers with the right to withdraw from an agreement to purchase securities. See “*Purchasers’ Statutory Rights*” in this Prospectus Supplement.

Rockpoint’s head and registered office is located at 400 — 607 8th Ave. S.W., Calgary, Alberta, Canada, T2P 0A7.

TABLE OF CONTENTS

	<u>Page</u>
DOCUMENTS INCORPORATED BY REFERENCE	S-1
MARKETING MATERIALS	S-3
NOTE REGARDING FORWARD-LOOKING STATEMENTS	S-3
CONSOLIDATED CAPITALIZATION OF ROCKPOINT	S-4
USE OF PROCEEDS	S-5
PLAN OF DISTRIBUTION	S-5
PROMOTER	S-8
SELLING SHAREHOLDERS	S-9
PRIOR SALES	S-10
MARKET FOR CLASS A SHARES	S-10
DESCRIPTION OF Class A SHARES	S-11
DIVIDENDS	S-11
ELIGIBILITY FOR INVESTMENT	S-11
RISK FACTORS	S-12
INTERESTS OF EXPERTS	S-12
TRANSFER AGENT AND REGISTRAR	S-12
ENFORCEMENT OF JUDGMENTS AGAINST FOREIGN PERSONS OR COMPANIES	S-12
PURCHASERS' STATUTORY RIGHTS	S-13
CERTIFICATE OF THE UNDERWRITERS	C-1

Base Shelf Prospectus

	<u>Page</u>
ABOUT THIS PROSPECTUS	1
NOTE REGARDING FORWARD-LOOKING STATEMENTS	1
DOCUMENTS INCORPORATED BY REFERENCE	4
THIRD PARTY SOURCES AND INDUSTRY DATA	6
ROCKPOINT	6
CONSOLIDATED CAPITALIZATION	7
MARKET FOR CLASS A SHARES	7
PRIOR SALES	7
USE OF PROCEEDS	8
DESCRIPTION OF SECURITIES	8
PROMOTER	12
SELLING SHAREHOLDERS	13
PLAN OF DISTRIBUTION	15
RISK FACTORS	16
LEGAL MATTERS	16
AUDITORS, TRANSFER AGENT AND REGISTRAR.....	17
ENFORCEMENT OF JUDGMENTS AGAINST FOREIGN PERSONS	17
PURCHASERS' STATUTORY RIGHTS	17
CERTIFICATE OF THE CORPORATION AND PROMOTER	C-1
CERTIFICATE OF THE OPERATING ENTITIES	C-2

IMPORTANT NOTICE ABOUT INFORMATION IN THIS PROSPECTUS SUPPLEMENT AND THE PROSPECTUS

This document consists of two parts. The first part of this document is this Prospectus Supplement, which describes the specific terms of the Offering and also adds to and updates certain information contained in the Prospectus and the documents incorporated by reference therein. The second part of this document is the Prospectus, which gives more general information, some of which may not apply to the Offering. Defined terms or abbreviations used in this Prospectus Supplement that are not defined herein have the meanings ascribed thereto in the Prospectus.

If the description of the Offered Shares or any other information varies between this Prospectus Supplement, the Prospectus and the documents incorporated by reference therein, a prospective investor should rely on the information in this Prospectus Supplement.

A prospective investor should rely only on the information contained in this Prospectus Supplement and the Prospectus and the documents incorporated by reference therein and should not rely on parts of the information contained in this Prospectus Supplement and the Prospectus and the documents incorporated by reference therein to the exclusion of others. None of Rockpoint, the Selling Shareholders and the Underwriters have authorized anyone to provide prospective investors with additional or different information. Rockpoint, the Selling Shareholders and the Underwriters take no responsibility for, and can provide no assurance as to the reliability of, any other information that others may give to a prospective investor or any representation that others may make to a prospective investor. Neither Rockpoint, the Selling Shareholders nor the Underwriters are making an offer to sell the Class A Shares in any jurisdiction where such offer or sale is not permitted. Prospective investors should assume that the information in this Prospectus Supplement and the Prospectus, as well as the information in any document incorporated by reference therein that Rockpoint previously filed with any securities commission or similar regulatory authority in Canada, is accurate only as of the respective dates of the applicable documents. Rockpoint's business, financial condition, results of operations and prospects may have changed since those dates. A prospective investor should carefully read this Prospectus Supplement and the Prospectus and the documents incorporated by reference therein and consult their own professional advisors to assess the risks associated with, and the income tax, legal, and other aspects of, an investment in the Offered Shares.

In this Prospectus Supplement, unless otherwise specified or the context otherwise requires, all dollar amounts are expressed in United States dollars. References to "\$" or "US\$" are to the lawful currency of the United States. References to "C\$" are to the lawful currency of Canada.

DOCUMENTS INCORPORATED BY REFERENCE

This Prospectus Supplement is deemed to be incorporated by reference into the Prospectus solely for the purposes of the Offering. Other documents are also incorporated or deemed to be incorporated by reference into the Prospectus and reference should be made to the Prospectus for full particulars thereof. See "*Documents Incorporated by Reference*" in the Prospectus.

The following documents filed by Rockpoint with the various provincial and territorial securities commissions or similar authorities in Canada are specifically incorporated by reference in and form an integral part of the Prospectus, for the purpose of the Offering:

- (a) the unaudited interim condensed financial statements of Rockpoint for the period beginning July 28, 2025 and ending December 31, 2025;

- (b) the unaudited interim condensed combined consolidated financial statements of the Business (as defined herein) for the three and nine months ended December 31, 2025;
- (c) the management’s discussion and analysis of Rockpoint and the Business for the three and nine months ended December 31, 2025 (the “**Interim MD&A**”);
- (d) the business acquisition report of Rockpoint dated December 1, 2025 relating to the Company’s acquisition of a 40% interest in the natural gas storage business (the “**Business**”) carried on by Swan Equity Aggregator LP and BIF II CalGas (Delaware) LLC (collectively, the “**OpCos**”) and certain related entities from Brookfield Infrastructure (as defined herein);
- (e) the supplemented PREP prospectus of Rockpoint dated October 8, 2025 (the “**IPO Prospectus**”) but excluding the disclosure in the following sections of the IPO Prospectus: the cover page and “*Table of Contents*”; “*Notice to Investors – Marketing Materials*”; “*Prospectus Summary*”; “*Summary of the Offering*”; “*Selected Historical Financial Information*”; the information and discussion related to Rockpoint’s financial condition and results of operations for the three month periods ending June 30, 2025 and June 30, 2024 under the heading “*Management’s Discussion and Analysis*”; “*Use of Proceeds*”; “*Consolidated Capitalization*”; “*Prior Sales*”; “*Plan of Distribution*”; “*Eligibility for Investment*”; “*Certain Canadian Federal Income Tax Considerations*”; “*Auditor, Transfer Agent and Registrar*”; “*Experts*”; “*Legal Proceedings and Regulatory Actions*”; “*Enforcement of Judgments Against Foreign Persons*”; “*Purchasers’ Statutory Rights*”; “*Glossary*”; “*Certificate of the Company and Promoter*”; “*Certificate of the Operating Entities*”; “*Certificate of the Underwriters*”; the “*unaudited interim condensed combined consolidated financial statements of the Business as at June 30, 2025 and March 31, 2025 and for the three months ended June 30, 2025 and June 30, 2024, together with the accompanying notes thereto*” and the “*unaudited Pro Forma Financial Statements of Rockpoint as at and for the three months ended June 30, 2025 and for the fiscal year ended March 31, 2025, together with the accompanying notes thereto*” (collectively, the “**Excluded Sections**”); and
- (f) the “template version” (as such term is defined in National Instrument 41-101 – *General Prospectus Requirements*) of the term sheet for the Offering dated February 17, 2026 (the “**Term Sheet**”).

The Excluded Sections have not been incorporated by reference into and do not form part of the Prospectus since: (i) comparable and updated disclosure is included elsewhere in this Prospectus Supplement, the Prospectus or the documents incorporated by reference therein; or (ii) such sections contain specific information relating to the offering of the securities under the IPO Prospectus and do not pertain to the Offering of the Offered Shares pursuant to this Prospectus Supplement.

Any documents of the type required by National Instrument 44-101 – *Short Form Prospectus Distributions* to be incorporated by reference into a short form prospectus, including any material change reports (excluding material change reports filed on a confidential basis), interim financial reports, annual financial statements and the auditors’ reports thereon, management’s discussion and analysis of financial condition and results of operations, information circulars, annual information forms and business acquisition reports, as well as all prospectus supplements disclosing additional or updated information relating to the Offering filed by the Company with the securities commissions or similar authorities in each of the provinces and territories of Canada subsequent to the date of this Prospectus Supplement and prior to the termination of the Offering, shall be deemed to be incorporated by reference into the Prospectus. These documents will be available under the Company’s profile on SEDAR+, which can be accessed at www.sedarplus.ca.

Any statement contained in the Prospectus, in this Prospectus Supplement or in any other document (or part thereof) incorporated or deemed to be incorporated by reference into the Prospectus shall be

deemed to be modified or superseded, for purposes of this Prospectus Supplement, to the extent that a statement contained herein or in any other subsequently filed document (or part thereof) which also is or is deemed to be incorporated by reference into the Prospectus modifies or supersedes such statement. The modifying or superseding statement need not state that it has modified or superseded a prior statement or include any other information set forth in the document which it modifies or supersedes. The making of a modifying or superseding statement shall not be deemed an admission for any purposes that the modified or superseded statement, when made, constituted a misrepresentation, an untrue statement of a material fact or an omission to state a material fact that is required to be stated or that is necessary to make a statement not misleading in light of the circumstances in which it was made. Any statement so modified or superseded shall not be deemed to constitute a part of this Prospectus Supplement or the Prospectus, except as so modified or superseded.

MARKETING MATERIALS

The Term Sheet is specifically incorporated by reference into this Prospectus Supplement and the Prospectus for the purpose of the Offering. Any “template version” of any “marketing materials” (as such terms are defined in National Instrument 41-101 – *General Prospectus Requirements*) in respect of Offering are incorporated by reference into this Prospectus Supplement but are not part of this Prospectus Supplement to the extent that their contents have been modified or superseded by a statement contained in this Prospectus Supplement. In addition, any template version of any other marketing materials filed with the securities commission or similar authority in each of the provinces and territories of Canada in connection with the Offering after the date hereof but prior to the termination of the distribution of the Offered Shares under this Prospectus Supplement is deemed to be incorporated by reference herein solely for the purpose of the distribution of the Offered Shares.

NOTE REGARDING FORWARD-LOOKING STATEMENTS

This Prospectus Supplement, the Prospectus and the documents incorporated by reference therein contain “forward-looking information” within the meaning of applicable securities laws.

In addition to the following cautionary statement and the cautionary statement contained under “*Note Regarding Forward-Looking Statements*” in the Prospectus, prospective investors should refer to “*Notice to Investors – Forward-Looking Information*” in the IPO Prospectus and “*Forward-Looking Information*” in the Interim MD&A, as well as the advisories section of any documents incorporated by reference into this Prospectus Supplement or the Prospectus that are filed after the date of this Prospectus Supplement and prior to the termination of the Offering.

When used in this Prospectus Supplement, the Prospectus and the documents incorporated by reference therein, the words “may”, “can”, “would”, “could”, “should”, “will”, “intend”, “plan”, “anticipate”, “believe”, “aim”, “seek”, “propose”, “contemplate”, “estimate”, “focus”, “strive”, “forecast”, “expect”, “project”, “target”, “potential”, “objective”, “continue”, “outlook”, “vision”, “opportunity” and similar expressions suggesting future events or future performance, as they relate to Rockpoint, the Selling Shareholders or an affiliate thereof, are intended to identify forward-looking information. In particular, this Prospectus Supplement contains forward-looking information pertaining to, among other things: the plan of distribution of the Offered Shares; the exercise of the Over-Allotment Option; the anticipated Closing Date of the Offering; and Rockpoint’s plans respecting the declaration and payment of dividends. In addition, the Prospectus and the documents incorporated by reference therein contain forward-looking information pertaining to, among other things, Rockpoint’s and the Business’ future plans, business objectives, expected growth, business and growth projects, business strategies and the expected results of future operations.

Various factors or assumptions are typically applied by Rockpoint in drawing conclusions or making the forecasts, projections, predictions or estimations expressed or implied by forward-looking information based on information currently available to Rockpoint at the time such forward-looking information was made. The material assumptions in making the forward-looking information are disclosed in the Prospectus, the IPO Prospectus and the Interim MD&A, as may be modified or superseded by documents incorporated or deemed to be incorporated by reference in the Prospectus and include, among other assumptions: the ability to retain key personnel; the ability to obtain or maintain existing financing on acceptable terms; currency exchange and interest rates; the impact of competition; the changes and trends in the Business' industry or the global economy; operations and maintenance cost estimates; the demand for the Class A Shares; capital costs remaining steady; and dividend levels. Rockpoint believes that the expectations reflected in the forward-looking information included in this Prospectus Supplement, the Prospectus and the documents incorporated by reference therein are reasonable, in each case, as at the time that such information was given, but no assurance can be given that these expectations will prove to be correct and the forward-looking information included in this Prospectus Supplement, the Prospectus and the documents incorporated by reference therein should not be unduly relied upon.

Forward-looking information involves known and unknown risks, uncertainties and other factors that may cause actual results, events and achievements to differ materially from those expressed or implied by such information, including those risks, uncertainties and other factors discussed under the headings "*Note Regarding Forward-Looking Statements*" in the Prospectus, "*Notice to Investors – Forward-Looking Information*" in the IPO Prospectus, "*Forward-Looking Information*" and "*Qualitative and Quantitative Disclosures about Market Risk*" in the Interim MD&A and "*Risk Factors*" in the Prospectus, the IPO Prospectus and this Prospectus Supplement. Many factors could cause Rockpoint or the Business' actual results, performance or achievements to vary from those described in this Prospectus Supplement, the Prospectus and the documents incorporated by reference therein, including, without limitation, those listed above and the assumptions upon which they are based proving incorrect. These factors should not be construed as exhaustive. Should one or more of these risks or uncertainties materialize, or should assumptions underlying such forward-looking information prove incorrect, actual results may vary materially from those described in this Prospectus Supplement, the Prospectus and the documents incorporated by reference therein as intended, planned, anticipated, believed, sought, proposed, estimated, forecasted, expected, projected or targeted and such forward-looking information included in this Prospectus Supplement, the Prospectus and the documents incorporated by reference therein should not be unduly relied upon. The impact of any one assumption, risk, uncertainty or other factor on any particular forward-looking information cannot be determined with certainty because they are interdependent, and Rockpoint's future decisions and actions will depend on management's assessment of all information at the relevant time. The forward-looking information contained in this Prospectus Supplement, the Prospectus and the documents incorporated by reference therein represents Rockpoint's expectations as of the date of the applicable documents (or as of the date such information is otherwise provided) and is subject to change after such date. Rockpoint disclaims any intention or obligation or undertaking to update or revise any forward-looking information whether as a result of new information, future events or otherwise, except as required under applicable securities laws in Canada.

All of the forward-looking information contained in this Prospectus Supplement, the Prospectus and the documents incorporated by reference therein is expressly qualified by these cautionary statements.

CONSOLIDATED CAPITALIZATION OF ROCKPOINT

There have been no material changes in the share and loan capital of Rockpoint since December 31, 2025.

USE OF PROCEEDS

The aggregate net proceeds of the Offering to be received by the Selling Shareholders will be approximately C\$410,188,800 (C\$440,832,000 if the Over-Allotment Option is exercised in full), after deducting the Underwriters' Fee. Further expenses of the Offering (estimated at C\$1,000,000, assuming no exercise of the Over-Allotment Option) will be paid by the Selling Shareholders. Rockpoint will not receive any of the proceeds of the Offering or from any exercise of the Over-Allotment Option.

PLAN OF DISTRIBUTION

Pursuant to the Underwriting Agreement, the Selling Shareholders have agreed to sell and the Underwriters have severally agreed to purchase, on the Closing Date, subject to compliance with all necessary legal requirements and the terms and conditions stipulated in the Underwriting Agreement, an aggregate of 15,260,000 Offered Shares at a price of C\$28.00 per Offered Share for an aggregate purchase price of C\$427,280,000, payable in cash to the Selling Shareholders (less the Underwriters' Fee) against delivery of the Offered Shares on the Closing Date. The Offering Price was determined by arm's length negotiations between the Selling Shareholders and the Joint Bookrunners, on behalf of the Underwriters, with reference to the then-current market price of the Class A Shares and other factors.

The Underwriting Agreement provides that the Selling Shareholders will pay the Underwriters the Underwriters' Fee, in the aggregate amount of C\$17,091,200, representing 4.00% of the gross proceeds from the sale of the Offered Shares, in consideration for their services in connection with the Offering. The Underwriters' Fee will be paid to the Underwriters from the proceeds of the Offering on the Closing Date. It is estimated that the total expenses of the Offering, not including the Underwriters' Fee, will be approximately C\$1,000,000. All such expenses of the Offering will be paid by the Selling Shareholders pursuant to the Underwriting Agreement.

The Selling Shareholders have granted to the Underwriters the Over-Allotment Option, exercisable at the Underwriters' sole discretion, in whole or in part at any time up to 30 days after the Closing Date, to purchase up to 1,140,000 Additional Shares at the Offering Price of \$28.00 per Additional Share and on the same terms as the Offering, to cover the Underwriters' over-allocation position, if any, and for market stabilization purposes.

This Prospectus Supplement, together with the Prospectus, also qualifies the grant of the Over-Allotment Option and the distribution of any Additional Shares upon exercise of the Over-Allotment Option. A purchaser who acquires Additional Shares forming part of the Underwriters' over-allotment position acquires those Additional Shares under this Prospectus Supplement, together with the Prospectus, regardless of whether the Underwriters' over-allocation position is ultimately filled through the exercise of the Over-Allotment Option or secondary market purchases.

The Underwriters will also be paid an aggregate fee of 4.00% of the gross proceeds realized from the sale of any Additional Shares sold pursuant to the exercise of the Over-Allotment Option. The Underwriters' Fee in respect of the Over-Allotment Option will be payable in full upon closing of the Over-Allotment Option. If the Over-Allotment Option is exercised in full, the total "Price to the Public", "Underwriters' Fee" and "Net Proceeds to the Selling Shareholders" will be C\$459,200,000, C\$18,368,000 and C\$440,832,000, respectively, before deducting the expenses of the Offering.

The obligations of the Underwriters under the Underwriting Agreement are several, not joint nor joint and several. If an Underwriter fails to purchase the Offered Shares that it has agreed to purchase pursuant to the Underwriting Agreement, the other Underwriters may, but are not obligated to, purchase such Offered Shares, provided that, if the number of Offered Shares not purchased does not equal or exceed 10% of the

aggregate number of Offered Shares agreed to be purchased by the Underwriters, then each of the other Underwriters is obligated to purchase severally the Offered Shares not taken up, on a *pro rata* basis or as they may otherwise agree. If the number of Offered Shares not purchased is equal to or exceeds 10% of the aggregate number of Offered Shares agreed to be purchased by the Underwriters, then each of the other Underwriters shall be relieved of its obligations to purchase its respective percentage of the Offered Shares, subject to the terms and conditions of the Underwriting Agreement. The Underwriters are, however, obligated to take up and pay for all of the Offered Shares included in the Offering if any of the Offered Shares are purchased under the Underwriting Agreement.

Pursuant to the terms of the Underwriting Agreement, the Underwriters may, at their discretion, terminate the Underwriting Agreement upon the occurrence of certain events, including “material change out”, “disaster out”, and “regulatory out” clauses.

The Underwriters propose to offer the Offered Shares initially at the Offering Price. After the Underwriters have made a reasonable effort to sell all of the Offered Shares at the Offering Price, the offering price for the Offered Shares may be decreased and may be further changed from time to time to an amount not greater than the Offering Price, and the compensation realized by the Underwriters will be decreased by the amount that the aggregate price paid by purchasers for the Offered Shares is less than the price paid by the Underwriters to the Selling Shareholders. Any such reduction in the Offering Price will not affect the proceeds received by the Selling Shareholders.

Subject to the terms of the Underwriting Agreement, the Company and the Selling Shareholders have agreed to indemnify the Underwriters and their respective affiliates and their respective directors, officers, employees partners and agents from and against certain liabilities and expenses, including in connection with the non-compliance or alleged non-compliance by the Company or the Selling Shareholders, as applicable, with applicable securities laws in respect of, among other things, the Offering and this Prospectus Supplement and the Prospectus, and to contribute to any payments the Underwriters may be required to make in respect thereof. The Company has also agreed to indemnify the Selling Shareholders and their respective affiliates (other than the Company) and their respective directors, officers, employees, partners and agents from and against certain liabilities and expenses, including in connection with the non-compliance or alleged non-compliance by the Company with applicable securities laws in respect of, among other things, the Offering and this Prospectus Supplement and the Prospectus, and to contribute to any payments the Selling Shareholders may be required to make in respect thereof.

The Offering is being made in each of the provinces and territories of Canada. The Offered Shares will be offered in each of the provinces and territories of Canada through those Underwriters or their affiliates who are registered to offer such Offered Shares for sale in such provinces and territories and such other registered dealers as may be designated by the Underwriters. Subject to applicable law and the provisions of the Underwriting Agreement, the Underwriters may offer the Offered Shares outside of Canada.

The Offered Shares have not been, and will not be, registered under the U.S. Securities Act or the securities laws of any state of the United States and may not be offered, sold or delivered, directly or indirectly, in the United States except pursuant to an exemption from the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. Accordingly, except to the extent permitted by the Underwriting Agreement and except for offers and sales made pursuant to an available exemption from the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws, the Offered Shares to be sold pursuant to the Offering may not be offered or sold within the United States. Each Underwriter has agreed that it will not offer or sell the Offered Shares within the United States, except in transactions exempt from the registration requirements of the U.S. Securities Act and applicable state securities laws. The Underwriting Agreement provides that the Underwriters may re-offer and re-sell the Offered Shares through their U.S. broker-dealer affiliates in the United States to “qualified institutional

buyers” (as defined in Rule 144A under the U.S. Securities Act (“**Rule 144A**”)) in accordance with Rule 144A and similar exemptions from registration under applicable U.S. state securities laws. The Underwriting Agreement also provides that the Underwriters may offer and sell the Offered Shares outside the United States in accordance with Regulation S under the U.S. Securities Act. This Prospectus Supplement does not constitute an offer to sell or a solicitation of an offer to buy any of the Offered Shares within the United States.

In addition, until 40 days after the Closing Date, an offer or sale of the Offered Shares within the United States by any dealer (whether or not participating in the Offering) may violate the registration requirements of the U.S. Securities Act unless such offer is made pursuant to an exemption from registration under the U.S. Securities Act. The Offered Shares sold in the United States will be “restricted securities” within the meaning of Rule 144 under the U.S. Securities Act.

Price Stabilization, Short Positions and Passive Market-Making

In connection with the Offering, the Underwriters may, subject to applicable law, over-allocate or effect transactions which stabilize or maintain the market price of the Class A Shares at levels other than those which otherwise might prevail on the open market, including: stabilizing transactions; short sales; purchases to cover positions created by short sales; imposition of penalty bids; and syndicate covering transactions.

Stabilizing transactions consist of bids or purchases made for the purpose of preventing or retarding a decline in the market price of the Class A Shares while the Offering is in progress. These transactions may also include over-allocating or making short sales of the Class A Shares, which involve the sale by the Underwriters of a greater number of Class A Shares than they are required to purchase in the Offering. Short sales may be “covered short sales”, which are short positions in an amount not greater than the Over-Allotment Option, or may be “naked short sales”, which are short positions in excess of that amount.

The Underwriters may close out any covered short position either by exercising the Over-Allotment Option, in whole or in part, or by purchasing Class A Shares in the open market. In making this determination, the Underwriters will consider, among other things, the price of Class A Shares available for purchase in the open market compared with the price at which they may purchase Class A Shares through the Over-Allotment Option.

The Underwriters must close out any naked short position by purchasing Class A Shares in the open market or as otherwise permitted by applicable law. A naked short position is more likely to be created if the Underwriters are concerned that there may be downward pressure on the price of the Class A Shares in the open market that could adversely affect investors who purchase in the Offering. Any naked short position at Closing that are part of the Offering will form part of the Underwriters’ over-allocation position. A purchaser who acquires Class A Shares forming part of the Underwriters’ over-allocation position resulting from any short sales will acquire such Class A Shares under this Prospectus Supplement, regardless of whether the Underwriters’ over-allocation position is ultimately filled through the exercise of the Over-Allotment Option or secondary market purchases.

In addition, in accordance with rules and policy statements of certain Canadian securities regulators and the Universal Market Integrity Rules (“**UMIR**”) of the Canadian Investment Regulatory Organization, the Underwriters may not, at any time during the period of distribution, bid for or purchase Class A Shares. The foregoing restriction is, however, subject to certain exceptions as permitted by such policy statements and UMIR. These exceptions include a bid or purchase permitted under the provisions of such policy statements and UMIR relating to market stabilization and market balancing activities and a bid or purchase on behalf of a customer where the order was not solicited during the period of distribution.

As a result of these activities, the price of the Class A Shares may be higher than the price that otherwise might exist in the open market. If these activities are commenced, they may be discontinued by the Underwriters at any time. The Underwriters may carry out these transactions on any stock exchange on which the Class A Shares are listed in the over-the-counter market, or as otherwise permitted by applicable law.

Restrictions on Further Issues and Sales

The Company and each of the Selling Shareholders have agreed that, subject to certain limited exceptions, it will not, directly or indirectly, without the prior written consent of the Joint Bookrunners, on behalf of the Underwriters, which consent shall not be unreasonably withheld or delayed: (i) issue (in the case of the Company), sell or direct the sale of (in the case of the Selling Shareholders), offer to sell, grant or sell any option, warrant or other right for the purchase of, lend, transfer, assign or otherwise dispose of, in a public offering or by way of private placement or otherwise, any Class A Shares or other equity securities of the Company, including class “B” voting shares of the Company (the “**Class B Shares**” and, together with the Class A Shares, the “**Shares**”) or securities convertible into, exchangeable for, or exercisable into Class A Shares or other equity securities of the Company (collectively, “**Company Securities**”); (ii) enter into any short sale, engage in any hedging, monetization or derivative transaction or enter into any swap or other arrangement that transfers to another person, in whole or in part, any of the economic consequences of ownership of the Company Securities, whether or not cash settled; or (iii) agree to or publicly announce any intention to do any of the foregoing, for a period of 90 days from the Closing Date.

Non-Certificated Inventory System

Other than pursuant to certain exceptions, registration of interests in and transfers of Class A Shares held through CDS, or its nominee, will be made electronically through the NCI system administered by CDS. On Closing, the Selling Shareholders, via Rockpoint’s transfer agent, will electronically deliver the Offered Shares registered in the name of CDS or its nominee, and no certificates evidencing the Offered Shares will be issued to purchasers of the Offered Shares. Purchasers of Offered Shares will receive only a customer confirmation or statement from the Underwriter or other registered dealer which is a CDS participant from or through which an Offered Share is purchased in accordance with the practices and procedures of such Underwriter or other registered dealer. Such practices may vary between registered dealers, but generally customer confirmations are issued promptly following execution of a customer order.

Class A Shares held in CDS must be purchased, sold and transferred through a CDS participant, which includes securities brokers and dealers, banks and trust companies. All rights of beneficial shareholders who hold Class A Shares in CDS must be exercised through, and all payments or other property to which such shareholders may be entitled will be made or delivered by, CDS or the CDS participant through which the shareholder holds such Class A Shares. A holder of an Offered Share participating in the NCI system will not be entitled to a certificate or other instrument from the Company or the Company’s transfer agent evidencing that person’s interest in or ownership of Offered Shares, nor, to the extent applicable, will such shareholder be shown on the records maintained by CDS, except through an agent who is a CDS participant.

PROMOTER

Brookfield Asset Management Private Institutional Capital Adviser (Canada), L.P. (“**Brookfield Infrastructure**”, and together with its affiliates (other than Rockpoint, the OpCos, WGS LP, SIM, Swan Debt and any of their direct and indirect subsidiaries) “**Brookfield**”), an affiliate of the Selling Shareholders, was a promoter of Rockpoint within the meaning of Canadian securities laws. As of the date hereof, Brookfield Infrastructure, through Brookfield Infrastructure Holdings (Canada) Inc. and the Selling Shareholders, beneficially owns 16,400,000 Class A Shares and 79,800,000 Class B Shares, representing

30.8% of the Class A Shares and 100% of the Class B Shares. Upon completion of the Offering, Brookfield Infrastructure, through Brookfield Infrastructure Holdings (Canada) Inc., will continue to beneficially own 79,800,000 Class B Shares, representing 60% of the total outstanding Shares and voting interest in the Company. See “*Promoter*” in the Prospectus.

SELLING SHAREHOLDERS

The following tables set forth certain information regarding the Selling Shareholders’ ownership of Class A Shares before and after the completion of the Offering assuming: (a) no exercise of the Over-Allotment Option; and (b) the exercise of the Over-Allotment Option in full.

Assuming no exercise of the Over-Allotment Option

<u>Name of Shareholder</u>	<u>Number of Class A Shares Currently Owned⁽¹⁾</u>	<u>Number of Class A Shares to be Sold Pursuant to the Offering</u>	<u>Number of Shares Owned After Giving Effect to the Offering</u>		
			<u>Class A Shares</u>	<u>Class B Shares</u>	<u>Total Shares⁽²⁾</u>
BIF II CalGas Carry (Delaware) LLC	4,178,940	3,888,453	290,487	-	290,487
BIP BIF II U.S. Holdings (Delaware) LLC	2,716,016	2,527,220	188,796	-	188,796
Swan Equity Carry LP	5,760,879	5,360,427	400,452	-	400,452
BIP BIF II Swan AIV LP	3,744,165	3,483,900	260,265	-	260,265

Assuming exercise of the Over-Allotment Option in full

<u>Name of Shareholder</u>	<u>Number of Class A Shares Currently Owned⁽¹⁾</u>	<u>Number of Class A Shares to be Sold Pursuant to the Offering</u>	<u>Number of Shares Owned After Giving Effect to the Offering</u>		
			<u>Class A Shares</u>	<u>Class B Shares</u>	<u>Total Shares⁽²⁾</u>
BIF II CalGas Carry (Delaware) LLC	4,178,940	4,178,940	-	-	-
BIP BIF II U.S. Holdings (Delaware) LLC	2,716,016	2,716,016	-	-	-
Swan Equity Carry LP	5,760,879	5,760,879	-	-	-
BIP BIF II Swan AIV LP	3,744,165	3,744,165	-	-	-

Notes:

- (1) The Class A Shares were issued by Rockpoint to the Selling Shareholders at a value of C\$22.00 per Class A Share as partial consideration for the 40% interest in the Business. The Class A Shares are owned of record by the Selling Shareholders. See “*Prior Sales*” in this Prospectus Supplement.
- (2) Pursuant to the exchange agreement dated October 7, 2025 among the Company, the OpCos, Brookfield Infrastructure Holdings (Canada) Inc. and the Selling Shareholders (the “**Exchange Agreement**”), subject to certain limitations, Brookfield, upon its determination, has the right (the “**Exchange Right**”) to cause the Company to acquire all or a portion of its OpCo Interests (as defined in the IPO Prospectus) (along with the cancellation of a number of Class B Shares held by Brookfield corresponding to the number of OpCo Interests tendered) for, at the Company’s election: (i) Class A Shares at an exchange ratio of one Class A Share for each OpCo Interest and corresponding Class B Share exchanged, subject

to adjustments for share splits, share consolidations, share reclassifications and other similar transactions; (ii) cash in an amount equal to the Cash Election Amount (as defined in the IPO Prospectus) of such Class A Shares otherwise issuable to Brookfield pursuant to the Exchange Right; or (iii) a combination of (i) and (ii). In connection with any exchange of OpCo Interests pursuant to the Exchange Right, a number of Class B Shares held by Brookfield corresponding to the number of OpCo Interests exchanged will be cancelled. The Exchange Agreement provides that the Brookfield will not be permitted to exercise the Exchange Right: (i) until October 15, 2026; and (ii) at any time, to the extent that the change of proportional ownership or operational control of the OpCos would result in a change of control of the Lodi or Wild Goose operating subsidiaries for the purposes of the operating permits issued by the CPUC (as defined in the IPO Prospectus), unless the approval of the CPUC has first been obtained. If Brookfield exercised its Exchange Right in full and the Company elected to issue Class A Shares in respect thereof, Brookfield would own: (i) 96,200,000 Class A Shares (representing approximately 72% of the Class A Shares) before the completion of the Offering; (ii) 80,940,000 Class A Shares (representing approximately 61% of the Class A Shares) after the completion of the Offering assuming no exercise of the Over-Allotment Option; and (iii) 79,800,000 Class A Shares (representing 60% of the Class A Shares) after the completion of the Offering assuming the exercise of the Over-Allotment Option in full. See “*Relationship with Brookfield*” and “*Brookfield*” in the IPO Prospectus.

PRIOR SALES

The following table summarizes the issuance by Rockpoint of Class A Shares and securities convertible or exchangeable into Class A Shares since July 28, 2025, the date of incorporation of Rockpoint.

Date of Issuance	Security	Number of Securities	Issue or Exercise Price per Security (C\$)
October 15, 2025	Class A Shares	53,200,000 ⁽¹⁾	22.00
October 15, 2025	Class B Shares	79,800,000 ⁽²⁾	0.00 ⁽³⁾
November 13, 2025	Options	132,844 ⁽⁴⁾	25.75

Notes:

- (1) 32,000,000 Class A Shares were issued to the public pursuant to Rockpoint’s initial public offering and 21,200,000 Class A Shares were issued to the Selling Shareholders as partial consideration for the 40% interest in the Business.
- (2) Pursuant to the Exchange Agreement, subject to certain limitations, Brookfield, upon its determination, has the right to cause the Company to acquire all or a portion of its OpCo Interests (along with the cancellation of a number of Class B Shares held by Brookfield corresponding to the number of OpCo Interests tendered) for, at the Company’s election: (i) Class A Shares at an exchange ratio of one Class A Share for each OpCo Interest and corresponding Class B Share exchanged, subject to adjustments for share splits, share consolidations, share reclassifications and other similar transactions; (ii) cash in an amount equal to the Cash Election Amount of such Class A Shares otherwise issuable to Brookfield pursuant to the Exchange Right; or (iii) a combination of (i) and (ii).
- (3) The Class B Shares were issued for nominal consideration.
- (4) 132,844 stock options (“**Options**”) were granted under Rockpoint’s equity incentive plan. Each outstanding Option is exercisable for one Class A Share until November 13, 2035.

MARKET FOR CLASS A SHARES

The Class A Shares are listed and posted for trading on the TSX under the symbol “RGSI”. The following table sets out information concerning the monthly price ranges and trading volumes of the Class A Shares on the TSX for the periods indicated, as reported by the TSX.

Period	High (C\$)	Low (C\$)	Volume
October 15 - 31, 2025	26.21	24.55	2,700,518
November 2025	29.13	24.49	3,859,568
December 2025	30.00	27.00	2,034,369
January 2026	29.00	26.60	2,886,140
February 1 – 17, 2026	30.37	27.62	1,795,635

DESCRIPTION OF CLASS A SHARES

The Company is authorized to issue an unlimited number of Class A Shares. As at the close of business on February 17, 2026, the Company had 53,200,000 Class A Shares outstanding. For a summary of certain material attributes and characteristics of the Class A Shares, the Class B Shares and the share capital of Rockpoint and the OpCos, see “*Description of Securities – Class A Shares*” in the Prospectus and “*Description of Share Capital and OpCo Interests*” in the IPO Prospectus.

DIVIDENDS

The Company has established a dividend policy, pursuant to which it intends to pay a quarterly cash dividend on the Class A Shares in an amount based on its share of the distributable cash flow of the OpCos, with an initial target payout ratio of 50% to 60% of the Company’s share of the OpCos’ distributable cash flow. The Company paid its inaugural quarterly dividend of \$0.22 per Class A Share on December 31, 2025. As a holding company with no direct operations, the Company relies on cash distributions from the OpCos and its own cash reserves to fund dividend payments. The OpCos have adopted a target payout of 50% to 60% of their respective distributable cash flow, with approximately 40% of any such payments to be paid to the Company.

If closing of the Offering occurs on February 23, 2026 as anticipated, purchasers of the Offered Shares will be eligible to receive the cash dividend of \$0.22 per Class A Share declared by the Company on February 10, 2026, which is payable on March 31, 2026 to holders of record as of March 16, 2026. See “*Risk Factors – Payment of Dividends*” in this Prospectus Supplement.

ELIGIBILITY FOR INVESTMENT

In the opinion of Torys LLP, counsel to the Company, and Blake, Cassels & Graydon LLP, Canadian counsel to the Underwriters, based on the current provisions of the *Income Tax Act* (Canada) and the regulations thereunder (the “**Tax Act**”), as of the date hereof, provided that the Offered Shares are listed on a “designated stock exchange” (as defined in the Tax Act, which currently includes the TSX) at the time of acquisition, the Offered Shares will be at such time a qualified investment for a trust governed by a registered retirement savings plan (“**RRSP**”), registered education savings plan (“**RESP**”), registered retirement income fund (“**RRIF**”), deferred profit sharing plan (“**DPSP**”), registered disability savings plan (“**RDSP**”), tax-free savings account (“**TFSA**”) or first home savings account (“**FHSA**”) (each as defined in the Tax Act and collectively, “**Exempt Plans**”).

Notwithstanding the foregoing, if the Offered Shares are a “prohibited investment” (as defined in the Tax Act) for a trust governed by a TFSA, RRSP, RRIF, RESP, RDSP or FHSA, the holder, annuitant or subscriber thereof, as applicable, will be subject to a penalty tax as set out in the Tax Act. The Offered Shares will not be a prohibited investment for a TFSA, RRSP, RRIF, RESP, RDSP or FHSA provided the holder of the TFSA, RDSP, or FHSA, the annuitant of the RRSP or RRIF or the subscriber of the RESP, as the case may be, (i) deals at arm’s length with the Company, for purposes of the Tax Act, and (ii) does not have a “significant interest” (as defined in subsection 207.01(4) of the Tax Act) in the Company. In addition, the Offered Shares will not be a “prohibited investment” if the Offered Shares are “excluded property” (as defined in subsection 207.01(1) of the Tax Act) for trusts governed by a TFSA, RRSP, RRIF, RESP, RDSP or FHSA. Holders of a TFSA, RDSP or FHSA, the annuitant of the RRSP or RRIF or the subscriber of an RESP should consult their own tax advisors regarding whether the Offered Shares will be prohibited investments in their particular circumstances.

Prospective investors who intend to hold their Offered Shares in their Exempt Plan should consult their own tax advisors regarding their particular circumstances.

RISK FACTORS

An investment in the Offered Shares is subject to various risks, including those set out in this Prospectus Supplement, those set out in, or incorporated by reference into, the Prospectus and those inherent in the industries in which Rockpoint and the Business operate. Before deciding whether to invest in any Offered Shares, potential investors should consider carefully the risks set out in this Prospectus Supplement and those set out in, or incorporated by reference into, the Prospectus. Prospective investors should also consider the categories of risks identified and discussed in the IPO Prospectus and the Interim MD&A, which are incorporated by reference into the Prospectus.

Payment of Dividends

The Board's declaration of cash dividends on the Class A Shares is subject to applicable law and depend on, among other things, the timing and amount of distributions declared and paid by the OpCos to the Company, economic conditions, the Company's expenses, financial condition, results of operations, liquidity, earnings, projections, legal requirements, and restrictions in the agreements governing the Company's indebtedness, including the Credit Facilities (as defined in the IPO Prospectus). Accordingly, Rockpoint may not be able to pay dividends even if the Board would otherwise deem it appropriate. The payment of any future dividends will be at the discretion of the Board, and there can be no assurances that any further dividends will be declared and paid. A reduction or cessation of the payment of dividends could materially adversely affect the trading price of the Class A Shares.

The Offering may not be Completed

Although the Company and the Selling Shareholder have entered into the Underwriting Agreement with the Underwriters, there is no guarantee that all of the conditions to the completion of the Offering will be satisfied.

INTERESTS OF EXPERTS

Deloitte LLP is the auditor of Rockpoint and the Business. Deloitte LLP is independent of Rockpoint and the Business within the meaning of the Rules of Professional Conduct of the Chartered Professional Accountants of Alberta. The offices of Deloitte LLP are located at Suite 700, 850-2nd Street S.W., Calgary, Alberta, Canada, T2P 0R8.

Certain legal matters in connection with the Offering are being passed upon on behalf of the Company by Torys LLP, with respect to matters of Canadian law, and on behalf of the Underwriters by Blake, Cassels & Graydon LLP, with respect to matters of Canadian law. As at the date of this Prospectus Supplement, the partners and associates of Torys LLP and the partners and associates of Blake, Cassels & Graydon LLP, each as a group, beneficially own, directly or indirectly, less than 1% of the outstanding Class A Shares.

TRANSFER AGENT AND REGISTRAR

The transfer agent and registrar for the Class A Shares is Computershare Trust Company of Canada at its principal offices in Calgary, Alberta.

ENFORCEMENT OF JUDGMENTS AGAINST FOREIGN PERSONS OR COMPANIES

BIF II CalGas Carry (Delaware) LLC and BIP BIF II U.S. Holdings (Delaware) LLC, each a Selling Shareholder, and BIF II CalGas (Delaware) LLC are incorporated, continued or otherwise organized under the laws of a foreign jurisdiction and Suzanne Nimocks, Peter Cella, Gene Stahl, David Devine and William Burton, each a director of Rockpoint, reside outside of Canada. BIF II CalGas Carry (Delaware) LLC, BIP

BIF II U.S. Holdings (Delaware) LLC, BIF II CalGas (Delaware) LLC and each of the aforementioned directors have each appointed Rockpoint at 400 – 607 8th Ave. S.W., Calgary, Alberta, Canada, T2P 0A7, as agent for service of process in Canada.

Purchasers are advised that it may not be possible for investors to enforce judgments obtained in Canada against any person or company that is incorporated, continued or otherwise organized under the laws of a foreign jurisdiction or resides outside of Canada, even if the party has appointed an agent for service of process.

PURCHASERS' STATUTORY RIGHTS

Securities legislation in certain of the provinces and territories of Canada provides purchasers with the right to withdraw from an agreement to purchase securities. This right may be exercised within two business days after the later of (a) the date that the Company (i) filed the Prospectus, this Prospectus Supplement and any amendment on SEDAR+ and a receipt is issued and posted on SEDAR+ for the document, as applicable, and (ii) issued and filed a news release on SEDAR+ announcing that the document is, or will be, accessible through SEDAR+, and (b) the date that the purchaser or subscriber has entered into an agreement to purchase the securities or a contract to purchase or a subscription for the securities. In several of the provinces and territories, the securities legislation further provides a purchaser with remedies for rescission or, in some jurisdictions, revisions of the price or damages if the prospectus and any amendment contains a misrepresentation or is not delivered to the purchaser, provided that the remedies for rescission, revision of the price or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser's province or territory. Each purchaser should refer to any applicable provisions of the securities legislation of the purchaser's province or territory for the particulars of these rights and should consult with a legal advisor.

CERTIFICATE OF THE UNDERWRITERS

Dated: February 18, 2026

To the best of our knowledge, information and belief, the short form prospectus, together with the documents incorporated in the prospectus by reference, as supplemented by the foregoing, constitutes full, true and plain disclosure of all material facts relating to the securities offered by the prospectus and this supplement as required by the securities legislation of each of the provinces and territories of Canada.

(signed) "*Curtis Dunford*"
RBC DOMINION SECURITIES INC.

(signed) "*Sam Johnson*"
J.P. MORGAN SECURITIES CANADA INC.

(signed) "*Tim Lisevich*"
**BMO NESBITT
BURNS INC.**

(signed) "*Douglas Pearce*"
**CIBC WORLD
MARKETS INC.**

(signed) "*Tuc Tuncay*"
**NATIONAL BANK
FINANCIAL INC.**

(signed) "*David Baboneau*"
**SCOTIA
CAPITAL INC.**

(signed) "*Taso Arvanitis*"
**TD SECURITIES
INC.**

(signed) "*Darin Deschamps*"
WELLS FARGO SECURITIES CANADA, LTD.

(signed) "*Robyn Hemminger*"
**ATB CAPITAL MARKETS
CORP.**

(signed) "*Alan Fidler*"
**DESJARDINS SECURITIES
INC.**

(signed) "*Benjamin Gazdic*"
PETERS & CO. LIMITED