

Rimini Street, Inc.

**Rule 10b5-1 Trading Plan Guidelines
(Amended and Approved as of September 13, 2017)**

The following are guidelines for any Rule 10b5-1 trading plan relating to Rimini Street stock (a “**10b5-1 Plan**”). All 10b5-1 Plans (and any amendment or modification) must comply with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), and must meet the following minimum conditions:

- **Participants.** Only members of Rimini Street’s Board of Directors and Rimini Street employees, as approved by Rimini Street’s General Counsel (collectively, “**Insiders**”) are eligible to adopt a 10b5-1 Plan.
- **Plan and Approval.** The 10b5-1 Plan must be in writing and signed by the Insider. Rimini Street will keep a copy of each 10b5-1 Plan in its files. Each 10b5-1 Plan or amendment used by an Insider must be approved in writing by Rimini Street’s General Counsel or his/her delegate. The 10b5-1 Plan must be entered in good faith and not as part of a plan or scheme to evade the prohibitions of Rule 10b5 of the Exchange Act.
- **Timing and Term of Plan.** Each 10b5-1 Plan used by an Insider must be adopted (a) during an open trading window under Rimini Street's Insider Trading Policy, and (b) when the Insider does not otherwise possess material nonpublic information about Rimini Street (and must include a representation to that effect). Each 10b5-1 Plan must be structured to remain in place for at least 12 months but no longer than 24 months after the effective date of such plan. However, it is expected that the 10b5-1 Plan will be earlier terminated within 90 days of termination of employment or directorship.
- **Timing of Plan Amendment, Modification or Termination.** Each 10b5-1 Plan used by an Insider may be amended, modified or terminated only (a) during an open trading window under the Insider Trading Policy, (b) when the Insider does not otherwise possess material nonpublic information about Rimini Street (and must include a representation to that effect), and (c) after approval by the General Counsel or his/her delegate, unless terminated in the context of termination of employment or directorship. *Although amending, modifying or terminating a trading plan is permissible, doing so could raise significant legal concerns. Insiders are encouraged to consult with their legal advisors before terminating a trading plan.*
- **Termination.** If an Insider terminates his/her 10b5-1 Plan prior to its stated duration, such Insider may not trade in Rimini Street securities (other than pursuant to another 10b5-1 Plan already in place) until after the completion of the next quarterly blackout period following such termination unless such termination was made in the context of termination of employment or directorship. 10b5-1 Plan terminations must be approved by Rimini Street’s General Counsel or his/her delegate.
- **Delayed Effectiveness of Adoption or Amendment/Modification.** Each 10b5-1 Plan used by an Insider must provide that the first trade under the 10b5-1 Plan after adoption, amendment or modification of the 10b5-1 Plan may not occur until after the completion of the next quarterly blackout period following the adoption, amendment or modification of the 10b5-1 Plan, as applicable.

- **Relationships with Plan Broker; No Subsequent Influence.** Each 10b5-1 Plan used by an Insider must provide that, to the extent such plan permits any discretion to a broker regarding the details (e.g., timing, share amounts) of trading, such Insider must not communicate any material nonpublic information about Rimini Street to such broker, or attempt to influence how the broker exercises its discretion in any way. In addition, each 10b5-1 Plan used by an Insider must provide that any individual who executes the Insider's 10b5-1 Plan may not be the same individual who executes any trades in other securities for the benefit of the Insider.
- **Plan Specifications; Discretion Regarding Trades.** The 10b5-1 Plan must specify the amount of stock to be purchased or sold, or specify or set an objective formula for determining the amount of stock to be sold. Each 10b5-1 Plan used by an Insider should specify the timing of trading or allow for the broker to exercise its discretion regarding the timing of trading under the 10b5-1 Plan.
- **No Other Trades.** No Insider entering into a 10b5-1 Plan may make open market purchases or sales of Rimini Street securities during the effectiveness of their 10b5-1 Plan.
- **Only One Plan in Effect at Any Time.** An Insider may have only one 10b5-1 Plan in effect at any time. However, an Insider may adopt a new 10b5-1 Plan to replace an existing 10b5-1 Plan before the scheduled termination date of such existing 10b5-1 Plan, so long as the first scheduled trade under the new 10b5-1 Plan does not occur prior to the last scheduled trade(s) of the existing 10b5-1 Plan and otherwise complies with the guidelines regarding the first trade described above.
- **No Hedging.** As described in Rimini Street's Insider Trading Policy, individuals subject to the policy are prohibited from engaging in any hedging or similar transactions designed to decrease the risks associated with holding Rimini Street securities. Further to this end, an Insider adopting a 10b5-1 Plan may not have entered into or altered a corresponding or hedging transaction or position with respect to the securities subject to the 10b5-1 Plan and must agree not to enter into any such transaction while the 10b5-1 Plan is in effect.
- **Mandatory Suspension.** Each 10b5-1 Plan used by an Insider must provide for suspension of trades under such plan (a) at the discretion of Rimini Street, or (b) if legal, regulatory or contractual restrictions are imposed on the Insider, or other events occur, that would prohibit sales under such plan.
- **Compliance with Rule 144.** Each 10b5-1 Plan used by an Insider must provide for specific procedures to comply with Rule 144 under the Securities Act of 1933, as amended, including the filing of Forms 144.
- **Broker Obligation to Provide Notice of Trades.** Each 10b5-1 Plan used by an Insider must provide that the broker will provide notice of any trades under the 10b5-1 Plan to the Insider and Rimini Street in sufficient time to allow for the Insider to make timely filings under the Exchange Act (i.e., no later than the close of business on the day of the trade).
- **Insider Obligation to Make Exchange Act Filings.** Each 10b5-1 Plan used by an Insider must contain an explicit acknowledgement by such Insider that all filings required by the Exchange Act, as a result of or in connection with trades under such plan, are the sole obligation of such Insider and not the Company.

- **Required Footnote Disclosure.** Insiders must footnote trades disclosed on Forms 4 and Forms 144 to indicate that the trades were made pursuant to a 10b5-1 Plan.