CORPORATE GOVERNANCE STATEMENT

ReadyTech Holdings Limited ACN 632 137 216 (**ReadyTech** or the **Company**) and its related entities (collectively, **ReadyTech Group**) are committed to achieving and demonstrating the highest standards of corporate governance to protect and enhance shareholder interests. The Company reports against the ASX Corporate Governance Principles and Recommendations (Fourth Edition) (**Recommendations**) and fully complies with the Recommendations.

This Corporate Governance Statement (**Statement**) has been prepared in respect of the financial year ending 30 June 2026 (**Reporting Period**) and by reference to each recommendation contained in the Recommendations. The Statement was approved by the Company's Board on 27 August 2026.

In this Statement, all references to the Company's website are to: https://readytech.io/ (**Website**).

The Board is committed to maximising performance, generating appropriate levels of shareholder value and financial return, and sustaining the growth and success of ReadyTech. In conducting business with these objectives, the Board seeks to ensure that ReadyTech is properly managed to protect and enhance shareholder interests, and that ReadyTech and its directors, officers and personnel operate in an appropriate environment of corporate governance and in accordance with the Company's stated values. Accordingly, the Board has created a framework for managing ReadyTech, including adopting relevant internal controls, risk management processes and corporate governance policies and practices which it believes are appropriate for ReadyTech's business and which are designed to promote the responsible management and conduct of the Company and encourage behaviours which support the Company's values and desired culture.

No.	ASX Recommendation	Status	Reference / Comment
Principle 1 – Lay solid foundations for management and oversight			
1.1	**A listed entity should have and disclose a board charter setting out:** **(a) the respective roles and responsibilities of its board and management; and** **(b) those matters expressly reserved to the board and those delegated to management.**	**Compliant**	The Company's Board Charter provides a framework for the effective operation of the Board and sets out the Board's role, responsibilities, size, composition and independence; the relationship and interaction between the Board and Management; and, the authority delegated by the Board to Management and Board committees. The Board's role includes representing and serving the interests of Shareholders, overseeing and appraising the ReadyTech Group's strategies, policies and performance, approving budgets and major capital expenditure, and monitoring systems of risk management, internal compliance and control. The Board has delegated responsibility for the day-to-day management and administration of the ReadyTech Group to the CEO and Executive Team. The Board Charter is available on the Website.

No.	ASX Recommendation	Status	Reference / Comment
1.2	**A listed entity should:** **(a) undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a director; and** **(b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.**	**Compliant**	Prior to the appointment of a new director or senior executive, the Board, with the assistance of the Nomination and Remuneration Committee (**NRC**), undertakes appropriate background checks as to the person's character, experience, education, criminal record and bankruptcy history. Prior to elections, the Company provides shareholders with all material information in its possession relevant to a decision on whether to elect or re-elect a director, including the results of those checks and a statement on whether the Board supports the election or re-election and why. The NRC reviews the performance of directors before they stand for re-election.
1.3	**A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.**	**Compliant**	ReadyTech has entered into written agreements with each Director and Senior Executive setting out the terms, conditions and responsibilities of their appointment. In accordance with ASX Listing Rule 3.16.4, ReadyTech discloses, to the extent required, the key terms of all employment, service or consultancy agreements with Directors or other related parties.
1.4	**The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.**	**Compliant**	The Board Charter provides that the Company Secretary is directly accountable to the Board, through the Chair, on all matters to do with the proper functioning of the Board.
1.5	**A listed entity should:** **(a) have and disclose a diversity policy;** **(b) through its board or a committee of the board set measurable objectives for achieving gender diversity in the composition of its board, senior executives and workforce generally; and** **(c) disclose in relation to each reporting period:** **(1) the measurable objectives set for that period to achieve gender diversity;** **(2) the entity's progress towards achieving those objectives; and** **(3) either:** **(A) the respective proportions of men and women on the board, in senior executive positions and**	**Compliant**	The Company has adopted a Diversity Policy and reviews its diversity, equity, inclusion and belonging (**DEIB**) practices from time to time, with the assistance of the NRC. The Nomination and Remuneration Committee has set measurable objectives regarding gender outcomes for the following 3 years as follows:

Representation	**2026 (Actual)**	**2029 (Target)**
Women representation across total workforce	37%	40%
Women representation across senior executives*	30%	35%
Women representation across the Board** Board excl. CEO	25%	No less than

No.	ASX Recommendation	Status	Reference / Comment
	across the whole workforce (including how the entity has defined "senior executive" for these purposes); or **(B)** if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act. If the entity was in the S&P/ASX 300 Index at the commencement of the reporting period, the measurable objective for achieving gender diversity in the composition of its board should be to have not less than 30% of its directors of each gender within a specified period.		Independent NEDs | 33% | 25% No less than 33% **Senior leadership in ReadyTech is defined as CEO-1 and CEO-2 (ie. Executive and Senior leadership community)* ***With Board composition being in part determined by major shareholder, target is established for Independent NEDs* The Company was not in the S&P/ASX 300 Index at the commencement of the Reporting Period.
1.6	A listed entity should: (a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and (b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.	Compliant	The Board Charter provides that the performance of the Board, its committees and individual directors is evaluated periodically, with the assistance of the NRC, including whether directors have the appropriate knowledge and skills. The Board undertook a Board performance evaluation process during the Reporting Period.
1.7	A listed entity should: (a) have and disclose a process for periodically evaluating the performance of its senior executives at least once every reporting period; and (b) disclose, for each reporting period, whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	Compliant	ReadyTech's Board Charter provides that the Board is responsible for monitoring the performance of the CEO and Senior Executives. The NRC is responsible for ensuring processes are in place to periodically evaluate their performance. The performance of the CEO and Senior Executives is assessed annually against agreed milestones. A performance evaluation was undertaken during the Reporting Period.
Principle 2 – Structure the Board to be effective and add value			
2.1	The board of a listed entity should: (a) have a nomination committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director,	Compliant	The Board has established a Nomination and Remuneration Committee (**NRC**) to assist it in relation to nomination and remuneration matters. The NRC charter requires at least three members, a majority of whom must be independent Directors and all of whom must be Non-Executive Directors, and an independent Chair who is not the Chair of the Board.

No.	ASX Recommendation	Status	Reference / Comment
	and disclose: **(3) the charter of the committee;** **(4) the members of the committee; and** **(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or** **(b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.**		The NRC currently comprises three members, all of whom are independent Non-Executive Directors: Ms Helen Lea (Chair), Mr Timothy Ebbeck and Mr Tony Faure. The NRC charter, adopted in March 2019, is available on the Website. The number of NRC meetings and attendance by members is set out in the Company's Annual Report for the Reporting Period.
2.2	**A listed entity should have and disclose a board skills matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership.**	**Compliant**	Under the Company's Constitution, the Board must comprise at least three and no more than eight Directors. The Board has developed a Board skills matrix, disclosed in its Diversity Policy which is available on the Website, setting out the mix of skills and experience the Board considers important. The Board undertakes an annual review of how it measures against this matrix. A review was undertaken during the Reporting Period. The Board is continuing to review its Board Skills Matrix to ensure the Board has the skills needed, on a forward looking basis, to address the existing and emerging needs of the business.
2.3	**A listed entity should disclose:** **(a) the names of the directors considered by the board to be independent directors;** **(b) if a director has an interest, position, association or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position, association or relationship in question and an explanation of why the board is of that opinion; and** **(c) the length of service of each director.**	**Compliant**	As at 30 June 2026, the Board comprised: Mr Tony Faure (Independent Non-Executive Director and Chair, appointed 8 March 2019); Mr Marc Washbourne (CEO and Managing Director, not independent, appointed 8 March 2019); Mr Timothy Ebbeck (Independent Non-Executive Director, appointed 8 March 2019); Mr Mark Summerhayes (Non-Independent Non-Executive Director, appointed 30 July 2024); and Ms Helen Lea (Independent Non-Executive Director, appointed 21 May 2024). The Board considers each of Mr Faure, Mr Ebbeck and Ms Lea to be independent. Mr Washbourne is not independent as he is the CEO of the ReadyTech Group. Mr Summerhayes is not considered independent as he is a

No.	ASX Recommendation	Status	Reference / Comment
			representative of Pemba, a substantial Shareholder of the Company. A director is considered independent if they are a Non-Executive Director who is free of any business or other relationship that could materially interfere with, or reasonably be perceived to interfere with, the independent exercise of their judgement. The length of service of each Director is set out above and disclosed in the Annual Report.
2.4	**A majority of the board of a listed entity should be independent directors.**	**Compliant**	The Board consists of a majority of independent directors. Each of Mr Tony Faure, Mr Timothy Ebbeck and Ms Helen Lea is an independent Non-Executive Director.
2.5	**The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.**	**Compliant**	The Chair of the Board, Mr Tony Faure, is an independent Non-Executive Director. There is a clear division of responsibility between the independent Non-Executive Chair and the CEO, and the positions of Chair and CEO are held by separate persons.
2.6	**A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively.**	**Compliant**	The NRC is responsible for arranging an induction program for each new director to enable them to gain an understanding of the Company's operations, the industry sectors in which it operates, its culture and values, its financial, strategic, operational and risk management position, and their rights, duties and responsibilities. The NRC also ensures that a periodic review of directors' performance is conducted and that appropriate professional development opportunities are available to directors to develop and maintain the skills and knowledge needed to perform their role effectively.
Principle 3 – Instill a culture of acting lawfully, ethically and responsibly			
3.1	**A listed entity should articulate and disclose its values.**	**Compliant**	ReadyTech's values are 'Ready to put people first; Ready to do the right thing; Ready to do the work; Ready for change.' The Company's values are set out on the Website in the 'Our Company' section and in the 'Who we are' video.
3.2	**A listed entity should:** **(a) have and disclose a code of conduct for its directors,**	**Compliant**	The Board has adopted a Code of Conduct, which applies to all ReadyTech Directors, officers, senior executives, employees, contractors and consultants,

No.	ASX Recommendation	Status	Reference / Comment
	senior executives and employees; and (b) ensure that the board or a committee of the board is informed of any material breaches of that code.		all of whom have received appropriate training on their obligations. The Code sets out the Company's values and policies on ethical and business conduct, compliance, privacy, security of information, conflicts of interest and corporate social responsibility. The Code of Conduct, adopted in March 2019, is available on the Website. Material breaches of the Code of Conduct are notified to the Board and the Audit and Risk Committee.
3.3	A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	Compliant	The Board has adopted a Whistleblower Policy, which gives clear guidance on how to speak up about any unlawful, unethical or irresponsible behaviour, including the types of concerns to be reported, how confidentiality is safeguarded, and the processes of investigation. Employees and managers receive appropriate training on the policy, which is periodically reviewed by the Board. The Whistleblower Policy, adopted on 19 December 2019 and last reviewed and updated on 22 August 2023, is available on the Website. Material incidents reported under the policy are reported to the Board.
3.4	A listed entity should: (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the board or committee of the board is informed of any material breaches of that policy.	Compliant	The Company has adopted a Fraud and Corruption Policy, adopted in March 2019, which is available on the Website. The purpose of the policy is to protect the assets and reputation of ReadyTech by identifying fraudulent and corrupt activities, requiring directors, management and employees to refrain from such conduct, and encouraging the reporting of any instance of fraud or corruption. Material breaches of the policy are reported to the Board.
Principle 4 – Safeguard the integrity of corporate reports			
4.1	The board of a listed entity should: (a) have an audit committee which: (1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and (2) is chaired by an independent director, who is not the	Compliant	The Board has established an Audit and Risk Committee (**ARC**). The ARC charter requires at least three members, a majority of whom must be independent Directors and all of whom must be Non-Executive Directors, and an independent Chair who is not the Chair of the Board. The ARC currently comprises three members, all of whom are independent Non-Executive Directors: Mr Timothy Ebbeck (Chair), Mr Tony Faure and Ms

No.	ASX Recommendation	Status	Reference / Comment
	chair of the board, **and disclose:** **(3) the charter of the committee;** **(4) the relevant qualifications and experience of the members of the committee; and** **(5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or** **(b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.**		Helen Lea. The ARC charter, adopted in March 2019, is available on the Website. The number of ARC meetings and attendance by members is set out in the Company's Annual Report for the Reporting Period.
4.2	**The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.**	**Compliant**	Prior to the Board approving ReadyTech's annual and half-year financial reports, the CEO and CFO provide the Board with the declaration required under section 295A of the Corporations Act and Recommendation 4.2 that, in their opinion, the financial records have been properly maintained and the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity, and that this opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively. For the financial year ended 30 June 2026, the CEO and CFO made a declaration in accordance with section 295A of the Corporations Act and Recommendation 4.2.
4.3	**A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.**	**Compliant**	For the Reporting Period, a number of ReadyTech's periodic corporate reports released to the market were audited or subject to review by the auditor. For key announcements that are not audited or reviewed, Management undertakes a verification process to ensure the information is materially accurate and balanced and provides investors with appropriate information to make informed investment decisions. The process typically includes preparation by subject matter experts (finance, legal, governance, HR and other expert advisers) and final review and sign-off by the CEO, CFO and

No.	ASX Recommendation	Status	Reference / Comment
			Company Secretary and, where appropriate, the Board.
Principle 5 – Make timely and balanced disclosure			
5.1	**A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under Listing Rule 3.1.**	**Compliant**	The Company has adopted a Continuous Disclosure Policy which establishes procedures to ensure Directors and Management are aware of, and fulfil, their obligations in relation to the timely disclosure of material price-sensitive information under the Corporations Act and the ASX Listing Rules. Consideration of continuous disclosure is a standing item at all Board meetings. The Board has appointed the CFO and Company Secretary as Disclosure Officers, who have primary responsibility for all communication with ASX on disclosure matters. The Continuous Disclosure Policy is available on the Website.
5.2	**A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.**	**Compliant**	All material market announcements are provided to the Board before they are released to the market, and copies are provided to the Board promptly upon release on the ASX Market Announcements Platform.
5.3	**A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.**	**Compliant**	ReadyTech provides all new and substantive investor or analyst presentations to the ASX Market Announcements Platform ahead of the presentation.
Principle 6 – Respect the rights of security holders			
6.1	**A listed entity should provide information about itself and its governance to investors via its website.**	**Compliant**	ReadyTech provides information about itself and its governance arrangements via the Website, which is kept current to maintain effective communication with shareholders and stakeholders. All ASX announcements made to the market, including annual and half-year financial results, are posted on the Company's investor website at investors.readytech.com.au as soon as they have been released by ASX. The Website also contains the full text of all notices of meeting and explanatory material, the Annual Report, key policies, the Company's values, the Constitution, the charters of its Board committees and copies of investor presentations, together with a facility for Shareholders to direct queries to the Company. Governance information is

No.	ASX Recommendation	Status	Reference / Comment
			available under the 'Corporate Governance' heading.
6.2	**A listed entity should have an investor relations program to facilitate effective two-way communication with investors.**	**Compliant**	Relationships with investors are a priority for ReadyTech. Following the release of its half-year and annual financial statements, ReadyTech conducts investor briefings and roadshows with institutional groups and analysts. ReadyTech's annual general meeting is usually held in November each year, and the Chair, Directors and Key Management Personnel engage with Shareholders in advance of the meeting as appropriate. Investor relations contact details are provided on ASX market announcement materials.
6.3	**A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.**	**Compliant**	Shareholders are encouraged to attend the Company's annual general meeting, where they have the opportunity to ask questions from the floor, participate in voting and meet the Board and the Management team in person. Shareholders who are unable to attend are encouraged to vote on the proposed motions by appointing a proxy via the proxy form that accompanies the notice of meeting, or online through the share registry's website. Shareholders also have the opportunity to submit written questions to ReadyTech and its external auditor. Presentations and speeches made by the Chair and CEO at the meeting are made available on the ASX announcements platform and the Website before the commencement of the meeting, and ReadyTech publishes the results of the meeting to the ASX and on the Website following its conclusion.
6.4	**A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.**	**Compliant**	All substantive resolutions considered by shareholders at shareholder meetings have been, and will continue to be, decided by a poll rather than by a show of hands.
6.5	**A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.**	**Compliant**	Shareholders may elect to receive all communications from the ReadyTech share registry electronically. Electronic communications are timelier and more cost effective and are encouraged by ReadyTech. Shareholders should contact the ReadyTech share registry, MUFG Corporate Markets (AU) Limited, if they wish to elect to receive electronic communications, by emailing support@cm.mpms.mufg.com.

No.	ASX Recommendation	Status	Reference / Comment
Principle 7 – Recognise and manage risk			
7.1	**The board of a listed entity should have a committee or committees to oversee risk and disclose the committee charter, members, meeting frequency and attendance, or otherwise disclose the processes it employs for overseeing the entity's risk management framework.**	**Compliant**	In its function as a risk committee, the Audit and Risk Committee (**ARC**) assists the Board in providing oversight of, and ensuring the soundness of, ReadyTech's risk management framework and internal control systems. The ARC charter requires at least three members, a majority of whom must be independent Directors and all of whom must be Non-Executive Directors, and an independent Chair who is not the Chair of the Board. The ARC currently comprises three members, all of whom are independent Non-Executive Directors: Mr Timothy Ebbeck (Chair), Mr Tony Faure and Ms Helen Lea. The ARC charter is available on the Website. The number of ARC meetings and attendance by members is set out in the Company's Annual Report for the Reporting Period.
7.2	**The board or a committee of the board should review the entity's risk management framework at least annually and disclose whether such a review has taken place.**	**Compliant**	The Board, with the assistance of the ARC, reviews the ReadyTech Group's risk management framework at least annually to satisfy itself that it continues to be sound and that the Company is operating with due regard to the risk appetite set by the Board. A review of the risk management framework was undertaken during the Reporting Period. In addition, ReadyTech has adopted a Risk Management Policy, which is available on the Website.
7.3	**A listed entity should disclose whether it has an internal audit function and, if not, the processes it employs for evaluating and improving risk management and internal control processes.**	**Compliant**	Given the size and scale of its current operations, ReadyTech has not established a separate internal audit function. Oversight of the effectiveness of ReadyTech's governance, risk management and internal control processes currently forms part of the responsibilities of Management, and the Board relies on ongoing reporting and discussion of the management of material business risks to evaluate and continually improve their effectiveness. As ReadyTech's business operations continue to develop, the ARC may consider establishing an independent internal audit function.
7.4	**A listed entity should disclose whether it has any material exposure to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.**	**Compliant**	ReadyTech has a risk management framework and Risk Management Policy that require regular review of the ReadyTech Group's existing risks and the identification of new and emerging risks, including financial and non-financial matters. The risk processes have identified possible risk areas including

No.	ASX Recommendation	Status	Reference / Comment
			economic risks (information technology; reliance on third party technology and development services; and reputation), environmental risks (climate change) and social sustainability risks (reputation). ReadyTech also faces other business risks relating to the retention and attraction of clients and key personnel, increasing industry competition, compliance and regulatory matters, and intellectual property. These risks are carefully managed by ReadyTech in accordance with the Risk Management Policy, which is available on the Website.
Principle 8 – Remunerate fairly and responsibly			
8.1	**The board of a listed entity should:** **(a) have a remuneration committee which:** **(1) has at least three members, a majority of whom are independent directors; and** **(2) is chaired by an independent director,** **and disclose:** **(3) the charter of the committee;** **(4) the members of the committee; and** **(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or** **(b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.**	**Compliant**	The Board has established the Nomination and Remuneration Committee (**NRC**) to assist it in fulfilling its responsibilities to remunerate fairly and responsibly. The NRC charter requires at least three members, a majority of whom must be independent Directors and all of whom must be Non-Executive Directors, and an independent Chair who is not the Chair of the Board. The NRC currently comprises three members, all of whom are independent Non-Executive Directors: Ms Helen Lea (Chair), Mr Timothy Ebbeck and Mr Tony Faure. The NRC charter is available on the Website. The number of NRC meetings and attendance by members is set out in the Company's Annual Report for the Reporting Period.
8.2	**A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.**	**Compliant**	Details of ReadyTech's remuneration strategy, framework, policies and practices are set out in the Company's Remuneration Report, which clearly distinguishes the structure of Non-Executive Directors' remuneration from that of the Management Key Management Personnel. ReadyTech has also adopted a Remuneration Policy, which is available on the Website. The Remuneration Report for the Reporting Period is set out in the Annual Report.

No.	ASX Recommendation	Status	Reference / Comment
8.3	**A listed entity which has an equity-based remuneration scheme should:** **(a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and** **(b) disclose that policy or a summary of it.**	**Compliant**	ReadyTech has a long-term incentive plan to assist in the motivation, retention and reward of senior management which is designed to align the interests of executives and senior management with those of shareholders. Grants are generally subject to the satisfaction of performance hurdles before they vest. As the use of derivatives over unvested Company securities could allow value to be realised even where performance hurdles have not been met, breaking the intended connection between staff performance and shareholder interests, employees are not permitted to use derivatives in relation to any unvested Company securities. Employees may use derivatives in relation to vested Company securities, provided any dealing complies with the Company's Securities Trading Policy. The Securities Trading Policy is available on the Website.

Appendix 4G

Key to Disclosures
Corporate Governance Council Principles and Recommendations

Name of entity

ReadyTech Holdings Limited

ABN/ARBN		Financial year ended:
25 632 137 216		30 June 2026

Our corporate governance statement[1] for the period above can be found at:[2]

☐	These pages of our annual report:	
☒	This URL on our website:	https://readytech.io/

The Corporate Governance Statement is accurate and up to date as at 27 August 20*26* and has been approved by the board.

The annexure includes a key to where our corporate governance disclosures can be located.[3]

Date:	27 August 2026
Name of authorised officer authorising lodgement:	Bryce Thompson, Chief Financial Officer and Company Secretary

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[1] "Corporate governance statement" is defined in Listing Rule 19.12 to mean the statement referred to in Listing Rule 4.10.3 which discloses the extent to which an entity has followed the recommendations set by the ASX Corporate Governance Council during a particular reporting period.

Listing Rule 4.10.3 requires an entity that is included in the official list as an ASX Listing to include in its annual report either a corporate governance statement that meets the requirements of that rule or the URL of the page on its website where such a statement is located. The corporate governance statement must disclose the extent to which the entity has followed the recommendations set by the ASX Corporate Governance Council during the reporting period. If the entity has not followed a recommendation for any part of the reporting period, its corporate governance statement must separately identify that recommendation and the period during which it was not followed and state its reasons for not following the recommendation and what (if any) alternative governance practices it adopted in lieu of the recommendation during that period.

Under Listing Rule 4.7.4, if an entity chooses to include its corporate governance statement on its website rather than in its annual report, it must lodge a copy of the corporate governance statement with ASX at the same time as it lodges its annual report with ASX. The corporate governance statement must be current as at the effective date specified in that statement for the purposes of Listing Rule 4.10.3.

Under Listing Rule 4.7.3, an entity must also lodge with ASX a completed Appendix 4G at the same time as it lodges its annual report with ASX. The Appendix 4G serves a dual purpose. It acts as a key designed to assist readers to locate the governance disclosures made by a listed entity under Listing Rule 4.10.3 and under the ASX Corporate Governance Council's recommendations. It also acts as a verification tool for listed entities to confirm that they have met the disclosure requirements of Listing Rule 4.10.3.

The Appendix 4G is not a substitute for, and is not to be confused with, the entity's corporate governance statement. They serve different purposes and an entity must produce each of them separately.

[2] Tick whichever option is correct and then complete the page number(s) of the annual report, or the URL of the web page, where your corporate governance statement can be found. You can, if you wish, delete the option which is not applicable.

[3] Throughout this form, where you are given two or more options to select, you can, if you wish, delete any option which is not applicable and just retain the option that is applicable. If you select an option that includes "OR" at the end of the selection and you delete the other options, you can also, if you wish, delete the "OR" at the end of the selection.

See notes 4 and 5 below for further instructions on how to complete this form.

ANNEXURE – KEY TO CORPORATE GOVERNANCE DISCLOSURES

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT			
1.1	A listed entity should have and disclose a board charter setting out: (a) the respective roles and responsibilities of its board and management; and (b) those matters expressly reserved to the board and those delegated to management.	☒ see page 1 and we have disclosed a copy of our board charter at: https://readytech.io/	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.2	A listed entity should: (a) undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	☒ see page 2.	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	☒ see page 2.	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.4	The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	☒ see page 2.	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable

[4] Tick the box in this column only if you have followed the relevant recommendation <u>in full</u> for the <u>whole</u> of the period above. Where the recommendation has a disclosure obligation attached, you must insert the location where that disclosure has been made, where indicated by the line with "*insert location*" underneath. If the disclosure in question has been made in your corporate governance statement, you need only insert "our corporate governance statement". If the disclosure has been made in your annual report, you should insert the page number(s) of your annual report (eg "pages 10-12 of our annual report"). If the disclosure has been made on your website, you should insert the URL of the web page where the disclosure has been made or can be accessed (eg "www.entityname.com.au/corporate governance/charters/").

[5] If you have followed all of the Council's recommendations <u>in full</u> for the <u>whole</u> of the period above, you can, if you wish, delete this column from the form and re-format it.

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
1.5	A listed entity should: (a) have and disclose a diversity policy; (b) through its board or a committee of the board set measurable objectives for achieving gender diversity in the composition of its board, senior executives and workforce generally; and (c) disclose in relation to each reporting period: (1) the measurable objectives set for that period to achieve gender diversity; (2) the entity's progress towards achieving those objectives; and (3) either: (A) the respective proportions of men and women on the board, in senior executive positions and across the whole workforce (including how the entity has defined "senior executive" for these purposes); or (B) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act. If the entity was in the S&P / ASX 300 Index at the commencement of the reporting period, the measurable objective for achieving gender diversity in the composition of its board should be to have not less than 30% of its directors of each gender within a specified period.	☒ see pages 2 and 3 and we have disclosed a copy of our diversity policy at: https://readytech.io/	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.6	A listed entity should: (a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	☒ and we have disclosed the evaluation process referred to in paragraph (a) at: see page 3, and whether a performance evaluation was undertaken for the reporting period in accordance with that process at: see page 3.	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
1.7	A listed entity should: (a) have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	☒ and we have disclosed the evaluation process referred to in paragraph (a) at: see page 3, and whether a performance evaluation was undertaken for the reporting period in accordance with that process at: see page 3.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 2 - STRUCTURE THE BOARD TO BE EFFECTIVE AND ADD VALUE			
2.1	The board of a listed entity should: (a) have a nomination committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.	☒ and we have disclosed a copy of the charter of the committee at: https://readytech.io/ and the information referred to in paragraph (4) at page 4; and paragraph (5) in the Annual Report.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
2.2	A listed entity should have and disclose a board skills matrix setting out the mix of skills that the board currently has or is looking to achieve in its membership.	☒ see page 4.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
2.3	A listed entity should disclose: (a) the names of the directors considered by the board to be independent directors; (b) if a director has an interest, position, affiliation or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position or relationship in question and an explanation of why the board is of that opinion; and (c) the length of service of each director.	☒ and we have disclosed the names of the directors considered by the board to be independent directors see page 4, and, where applicable, the information referred to in paragraph (b) at: see pages 4 and 5, and the length of service of each director at: see page 4, and the Annual Report.	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
2.4	A majority of the board of a listed entity should be independent directors.	☒ see page 5.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
2.5	The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	☒ see page 5.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
2.6	A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively.	☒ see page 5.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
PRINCIPLE 3 – INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY			
3.1	A listed entity should articulate and disclose its values.	☒ and we have disclosed our values at: see page 5. The Company's value are included in the "Who we are" video located on the website: https://readytech.io/.	☐ set out in our Corporate Governance Statement
3.2	A listed entity should: (a) have and disclose a code of conduct for its directors, senior executives and employees; and (b) ensure that the board or a committee of the board is informed of any material breaches of that code.	☒ and we have disclosed our code of conduct at: see page 5. The Company's code of conduct is located on the website: https://readytech.io/.	☐ set out in our Corporate Governance Statement
3.3	A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	☒ and we have disclosed our whistleblower policy at: see page 6. The Company's whistleblower policy is located on the website: https://readytech.io/.	☐ set out in our Corporate Governance Statement
3.4	A listed entity should: (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the board or committee of the board is informed of any material breaches of that policy.	☒ and we have disclosed our anti-bribery and corruption policy at: see page 6. The Company's anti-bribery and corruption policy is located on the website: https://readytech.io/.	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 4 – SAFEGUARD THE INTEGRITY OF CORPORATE REPORTS			
4.1	The board of a listed entity should: (a) have an audit committee which: (1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and (2) is chaired by an independent director, who is not the chair of the board, and disclose: (3) the charter of the committee; (4) the relevant qualifications and experience of the members of the committee; and (5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.	☒ see pages 6 and 7 and we have disclosed a copy of the charter of the committee at: https://readytech.io/, and the information referred to in paragraphs (4) and (5) is included in the Annual Report. The Annual Report can be accessed at: https://readytech.io/investors.	☐ set out in our Corporate Governance Statement
4.2	The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	☒ see page 7.	☐ set out in our Corporate Governance Statement
4.3	A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.	☒ see page 7.	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE			
5.1	A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	☒ see page 8 and we have disclosed our continuous disclosure compliance policy at: https://readytech.io/investors/board-profiles/corporate-governance.	☐ set out in our Corporate Governance Statement
5.2	A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	☒ see page 8.	☐ set out in our Corporate Governance Statement
5.3	A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.	☒ see page 8.	☐ set out in our Corporate Governance Statement
PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS			
6.1	A listed entity should provide information about itself and its governance to investors via its website.	☒ see pages 8 and 9, and we have disclosed information about us and our governance on our website at: https://readytech.io/investors/board-profiles/corporate-governance.	☐ set out in our Corporate Governance Statement
6.2	A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	☒ see page 9.	☐ set out in our Corporate Governance Statement
6.3	A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	☒ and we have disclosed how we facilitate and encourage participation at meetings of security holders at see page 9.	☐ set out in our Corporate Governance Statement
6.4	A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.	☒ see page 9.	☐ set out in our Corporate Governance Statement
6.5	A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	☒ see page 9.	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 7 – RECOGNISE AND MANAGE RISK			
7.1	The board of a listed entity should: (a) have a committee or committees to oversee risk, each of which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.	☒ see page 10 and we have disclosed a copy of the charter of the committee on our website at: https://readytech.io/. The number of times the committee met throughout the period and the individual attendances of the members at those meetings are listed in the "Meetings of Directors" section in the Annual Report, which can be found at: https://readytech.io/investors/results-centre.	☐ set out in our Corporate Governance Statement
7.2	The board or a committee of the board should: (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the board; and (b) disclose, in relation to each reporting period, whether such a review has taken place.	☒ see page 10.	☐ set out in our Corporate Governance Statement
7.3	A listed entity should disclose: (a) if it has an internal audit function, how the function is structured and what role it performs; or (b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its governance, risk management and internal control processes.	☒ we have disclosed the fact that we do not have an internal audit function and the processes we employ for evaluating and continually improving the effectiveness of our risk management and internal control processes on page 10.	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
7.4	A listed entity should disclose whether it has any material exposure to environmental or social risks and, if it does, how it manages or intends to manage those risks.	☒ see pages 10 and 11.	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY			
8.1	The board of a listed entity should: (a) have a remuneration committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.	☒ see page 11 and we have disclosed a copy of the charter of the committee on our website at: https://readytech.io/. The number of times the committee met throughout the period and the individual attendances of the members at those meetings are listed in the "Meetings of Directors" section of the Annual Report, which can be found at: https://readytech.io/investors/results-centre.	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
8.2	A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	☒ see page 11.	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
8.3	A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	☒ see page 12.	☐ set out in our Corporate Governance Statement **OR** ☐ we do not have an equity-based remuneration scheme and this recommendation is therefore not applicable **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
ADDITIONAL RECOMMENDATIONS THAT APPLY ONLY IN CERTAIN CASES			
9.1	A listed entity with a director who does not speak the language in which board or security holder meetings are held or key corporate documents are written should disclose the processes it has in place to ensure the director understands and can contribute to the discussions at those meetings and understands and can discharge their obligations in relation to those documents.	☐ and we have disclosed information about the processes in place at: …………………………………………………………………… [*insert location*]	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☒ we do not have a director in this position and this recommendation is therefore not applicable **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
9.2	A listed entity established outside Australia should ensure that meetings of security holders are held at a reasonable place and time.	☐	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☒ we are established in Australia and this recommendation is therefore not applicable **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
9.3	A listed entity established outside Australia, and an externally managed listed entity that has an AGM, should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.	☐	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☒ we are established in Australia and not an externally managed listed entity and this recommendation is therefore not applicable ☐ we are an externally managed entity that does not hold an AGM and this recommendation is therefore not applicable