Continuous Disclosure Policy

1. INTRODUCTION

1.1 Company Securities are quoted on ASX.

1.2 Under the ASX Listing Rules, the Company must immediately disclose 'price-sensitive information' to the market. Price-sensitive information is information that a reasonable person would expect to have a material effect on the price or value of Company Securities.

1.3 The continuous disclosure regime under the ASX Listing Rules is given legislative force under section 674 and 674A of the Corporations Act.

1.4 This policy embraces the principles contained in the ASIC Regulatory Guide 62 'Better Disclosure for Investors', ASX Guidance Note 8 'Continuous Disclosure: Listing Rules 3.1 – 3.1B' and the *ASX Corporate Governance Principles and Recommendations* published by the ASX Corporate Governance Council.

2. DEFINED TERMS

In this policy:

ASIC means the Australian Securities and Investments Commission.

ASX means the ASX Limited or the market it operates as the context requires.

ASX Listing Rules means the listing rules of ASX, as amended or waived from time to time.

Board means the directors of the Company from time to time, acting as a board.

Chair means the chairperson of the Board from time to time.

CEO means the Chief Executive Officer of the Company.

CFO means the Chief Financial Officer of the Company.

Company means ReadyTech Holdings Limited ACN 632 137 216.

Company Secretary means the secretary of the Company, from time to time.

Company Personnel means all executive and non-executive directors, officers, employees, contractors and consultants of the Company from time to time, as well as any person engaged to perform work on behalf of the Company who may have access to market-sensitive information.

Company Securities includes securities in the Company, options over those securities and any other financial products of the Company traded on the ASX.

Corporations Act means the *Corporations Act 2001* (Cth), as amended or modified from time to time.

Disclosure Officers means the CFO and the Company Secretary of the Company, from time to time.

Group means the Company and its controlled entities.

General Counsel means the general counsel or chief legal officer of the Company from time to time, and includes the Company Secretary where no separate general counsel has been appointed.

Media Adviser means any media or investment relations adviser appointed by the Board and authorised to speak on behalf of the Company.

3. OBJECTIVE

The objective of this policy is to:

3.1 ensure that the Company immediately (meaning, 'promptly and without delay') discloses all price-sensitive information to ASX in accordance with the ASX Listing Rules and the Corporations Act;

3.2 ensure that the Company's Company Personnel (including contractors and consultants) are aware of the Company's continuous disclosure obligations; and

3.3 establish procedures for:

(a) the collection of all potentially price-sensitive information;

(b) assessing whether information must be disclosed to ASX under the ASX Listing Rules or under the Corporations Act and, if it is to be disclosed, that its announcement is factual, complete, balanced and expressed in a clear and objective manner that allows an investor to assess the impact of the information when making an investment decision;

(c) releasing to ASX information determined to be price-sensitive information and required to be disclosed so that all investors have equal and timely access to this information; and

(d) responding to any queries from ASX (particularly queries under ASX Listing Rule 3.1B).

4. DISCLOSURE

4.1 The Board is responsible for approving and monitoring compliance with this policy.

4.2 The Board has authorised the CEO, or his or her delegate, to have responsibility for:

(a) deciding if information should be disclosed to ASX (subject to any overriding authority of the Board, including in accordance with this policy);

(b) ensuring compliance with the Company's continuous disclosure obligations;

(c) establishing a system to monitor compliance with the Company's continuous disclosure obligations and this policy;

(d) monitoring regulatory developments so that amendments necessary to ensure that this policy continues to conform with those requirements can be considered by the Board; and

(e) monitoring changes in the market price of, and trading volume in, Company Securities to identify, and if necessary take action to remedy, a potential false or disorderly market in the Company's Securities (subject to any overriding authority of the Board).

4.3 The Board will be consulted in relation to the disclosure (or non disclosure) in accordance with paragraph 6. The form and content of any announcement in relation to a matter on which the Board is consulted under paragraph 6.5 requires consideration and approval by the Board. The form and content of any announcement relating to a matter that is not a matter on which the Board is consulted under paragraph 6.5 (but is more than merely routine) requires the consideration and approval of the CEO.

4.4 Decisions about trading halts will be made following consultation with the Board in relation to matters on which the Board must be consulted under paragraph 6.5 and by the CEO in relation to other matters (or, if such decision is required to be made on an urgent basis, with the Disclosure Officers).

4.5 Routine administrative announcements, such as a disclosure to the market concerning a change in a director's notifiable interest in Company Securities, may be made by a Disclosure Officer following consultation with the CEO or his or her delegate.

4.6 All continuous disclosure decisions that require Board approval require a quorum of two members of the Board.

4.7 If a quorum of the Board is unavailable, any two of the Chair, the CEO or the Company Secretary may authorise an announcement to be made to the ASX, convene an immediate teleconference of available directors, or request a trading halt, to comply with the Company's continuous disclosure obligations.

5. DISCLOSURE OFFICERS

5.1 The Board has appointed the CFO and the Company Secretary to act as the Disclosure Officers.

5.2 The Disclosure Officers are the primary point of contact with the ASX and are responsible for:

(a) communicating with ASX about general matters concerning the ASX Listing Rules (in accordance with ASX Listing Rule 12.6);

(b) ensuring Company Personnel are aware of and adequately understand:

(i) the Company's continuous disclosure obligations;

(ii) their responsibilities in relation to the Company's continuous disclosure obligations and to protect the confidentiality of information (including, when instructing advisers or conducting negotiations in relation to any matter that may give rise to price-sensitive information); and

(iii) this policy;

(c) if the Disclosure Officers think it necessary, implementing training sessions for Company Personnel in relation to the Company's continuous disclosure obligations, their responsibilities in relation to those obligations and the protection of confidential information and this policy;

(d) implementing and supervising procedures for reporting potentially price-sensitive information;

(e) ensuring (by using all reasonable endeavours) that all announcements:

(i) are factual, objective and free from the use of any emotive or argumentative language;

(ii) are balanced and free from any misleading or deceptive statements (including by omission);

(iii) do not omit material information;

(iv) are expressed in a clear, concise and effective manner; and

(v) to the extent that they contain financial information, compliant with the requirements of *ASIC Regulatory Guide 230 Disclosing non-IFRS financial information*, in each case, so that investors can make fully informed investment decisions in response to that information; and

(f) ensuring that the Board receive a copy of all announcements released by the Company on ASX promptly after release of such announcements.

5.3 The Disclosure Officers must maintain a Register (**Disclosure Register**) of:

(a) material disclosed to ASX;

(b) communications with ASX under ASX Listing Rule 3.19B;

(c) potentially price-sensitive information that has come to a Disclosure Officer's attention and that has not been disclosed to ASX; and

(d) reasons why any potentially price-sensitive information was not disclosed (and especially if the Company is seeking to rely on the exceptions to ASX Listing Rule 3.1 (contained in ASX Listing Rule 3.1A) in deciding not to disclose that potentially material information).

5.4 The Disclosure Officers must report the information referred to in paragraph 5.3 to:

(a) the CEO; and

(b) the Board at each regular Board meeting.

6. DECIDING IF INFORMATION SHOULD BE DISCLOSED

6.1 If an employee or officer of the Company becomes aware of any information at any time that should be considered for release to the market, it must be reported immediately to the Disclosure Officers or the CEO. The CFO of the Company, along with its divisional managers for their areas of responsibility, must ensure there are appropriate procedures in place to ensure that all relevant information (i.e. any information that could be materially price-sensitive) is reported to them immediately for on-forwarding in accordance with this policy. It is important for employees and officers of the Company to understand that just because information is reported to the Disclosure Officers or the CEO that does not mean that it will be disclosed to ASX. It is for the CEO (subject to the Board's overriding authority) to determine whether information is material and requires disclosure. Accordingly, the Company's policy is for all potentially material information to be reported to the Disclosure Officers or the CEO even where the reporting officer or division is of the view that it is not in fact 'material'. The officer's or division's view on materiality can (and should) be shared with the Disclosure Officers or the CEO but will not be determinative. A similar reporting obligation also arises where a non-executive director (in their capacity as a director of the Company) becomes aware of information that should be considered for release to the market.

6.2 Subject to the Board's overriding authority, the CEO is responsible in the first instance for deciding if information should be disclosed. Accordingly, all potentially price-sensitive information must be given to the CEO, or, in his or her absence, the Disclosure Officers for their consideration as to whether such information needs disclosure.

6.3 If the CEO or the Disclosure Officers (as applicable) decide that information is price-sensitive and therefore must be disclosed, the Disclosure Officers must:

(a) prepare an ASX announcement disclosing that information; and

(b) subject to paragraph 4.4, provide that draft announcement to the CEO or, in the case of matters referred to in paragraph 4.3, the Board for its approval prior to release.

6.4 If in any doubt, the CEO or Disclosure Officers must refer the matter to the Board. The CEO, Disclosure Officers or the Board will, if necessary, seek external legal or financial advice.

6.5 Board approval and input will be required in respect of matters that are within the reserved powers of the Board and matters that are otherwise of reasonable consequence to the Company. Such matters will include:

(a) significant profit upgrades or downgrades;

(b) dividend policy guidance or declarations;

(c) Company-transforming transactions or events; and

(d) any other matters that are determined by the Disclosure Officers, CEO or the Chair of the Company to be of fundamental significance to the Company.

Where an announcement is to be considered and approved by the Board, the Disclosure Officers must ensure that the Board is provided with all relevant information necessary to ensure that it is able to appreciate fully the matters dealt with in the announcement.

6.6 If the Company is unable to make a disclosure to ASX immediately (meaning, 'promptly and without delay') upon becoming aware of that price-sensitive information (or if trading in Company Securities is suggestive of a false or disorderly market), then the CEO, the Disclosure Officers or the Board (as applicable) must apply for a trading halt.

6.7 Where any information is reported as referred to in paragraph 6.1, and the Disclosure Officers or CEO determine that the circumstances are developing but the information is not presently disclosable, the Disclosure Officers must oversee the preparation of an appropriate draft announcement to facilitate immediate disclosure of the information if it later becomes disclosable (for example, as a result of confidentiality being lost through a 'leak').

6.8 If the CEO or the Board (as applicable) decide that information is not price-sensitive, or does not have to be disclosed, the Disclosure Officers must:

(a) make careful and thorough notes setting out:

(i) how the information came to his or her attention; and

(ii) why it is not price-sensitive, or why it does not have to be disclosed; and

(iii) place those notes on the Disclosure Register.

6.9 If an officer or employee is in doubt about whether information is potentially price-sensitive, he or she must immediately give that information to the CEO or the Disclosure Officers for consideration.

7. ASSESSING IF INFORMATION IS PRICE-SENSITIVE

7.1 The guiding principle is that the Company must immediately disclose to ASX any information concerning the Group that a reasonable person would expect to have a material effect on the price or value of Company Securities.

7.2 If information would, or would be likely to, influence persons who commonly invest in securities in deciding whether to acquire or dispose of Company Securities, it is material. However, information could be material in other ways and materiality must be assessed having regard to all the relevant background information, including past announcements that have been made by the Company and other generally available information. If there is any doubt, the information should be disclosed to the CEO or the Disclosure Officers for consideration.

7.3 For the purposes of this policy, the Company is deemed to have become aware of information if, and as soon as, an officer of the Company has, or ought reasonably to have, come into possession of that information in the course of performance of their duties as an officer of the Company.

7.4 Examples of the types of information that may need to be disclosed include:

(a) a transaction that will lead to a significant change in the nature or scale of the Group's activities;

(b) a change in revenue or profit or loss forecasts that is materially different from market expectations;

(c) a change in asset values or liabilities;

(d) a change in tax or accounting policy;

(e) a decision of a regulatory authority in relation to the Group's business;

(f) a relationship with a new or existing significant customer or supplier;

(g) a formation or termination of a joint venture or strategic alliance;

(h) the granting or withdrawal of a material licence;

(i) an entry into, variation or termination of a major contract;

(j) a significant transaction, such as an acquisition or disposal, involving the Group;

(k) giving or receiving a notice of intention to make a takeover;

(l) any rating applied by a rating agency to the Company or Company Securities and any change to such a rating;

(m) a labour dispute;

(n) a threat, commencement or settlement of any material litigation or claim;

(o) the appointment of a liquidator, administrator or receiver;

(p) the commission of an event of default under, or other event entitling a financier to terminate, a material financing facility;

(q) undersubscriptions or oversubscriptions to an issue of securities (a proposed issue of securities is separately notifiable to ASX under Listing Rule 3.10.3);

(r) the lodging of a document containing price-sensitive information with an overseas exchange or other regulator so that it is public in that country; or

(s) an agreement between the Company and one of its directors or one of their related parties.

7.5 There are many other types of information that could give rise to a disclosure obligation. For example, a development in a company affiliated with, but not controlled by, the Company may be price-sensitive when related to the Company itself.

8. EXCEPTION TO DISCLOSURE AND CONFIDENTIALITY

8.1 Under ASX Listing Rule 3.1A, the Company does not have to give ASX information if:

(a) one or more of the following applies:

(i) it would be a breach of the law to disclose the information;

(ii) the information concerns an incomplete proposal or negotiation;

(iii) the information comprises matters of supposition or is insufficiently definite to warrant disclosure;

(iv) the information is generated for internal management purposes; or

(v) the information is a trade secret; and

(b) the information is confidential and ASX has not formed the view that the information has ceased to be confidential; and

(c) a reasonable person would not expect the information to be disclosed.

8.2 When the Company is relying on an exception to ASX Listing Rule 3.1, or is involved in a development that may eventually require reliance on an exception, appropriate confidentiality protocols must be adhered to. A leak of confidential information will immediately deny the Company the ability to withhold the information from ASX and force the Company to make a 'premature' announcement.

8.3 ASX may form the view that information about a matter involving the Company ceases to be confidential if there is a reasonably specific and reasonably accurate media, analyst report, or rumour known to be circulating the market, about the matter, or if there is a sudden and significant movement in market price or traded volumes of the Company's securities that cannot be explained by other events or circumstances. If ASX forms such a view, the Company must release that information to the market even if an exception to ASX Listing Rule 3.1 is relied upon.

9. FALSE MARKETS, MARKET SPECULATION AND RUMOURS

9.1 Market speculation and rumours, whether substantiated or not, have the potential to impact Company Securities. Speculation may also contain factual errors that could materially affect Company Securities.

9.2 The CFO will monitor movements in the price or trading activity of Company Securities to identify circumstances in which a false market may have emerged in Company Securities.

9.3 If ASX asks the Company to give it information to correct or prevent a false market (including pursuant to ASX Listing Rule 3.1B), the Disclosure Officers are responsible for giving the information to ASX after following the procedure in paragraph 6. The obligation to give such information arises even if an exception to ASX Listing Rule 3.1 as referred to in paragraph 8 applies.

9.4 The Company's general policy on responding to market speculation and rumours is that it does not respond to market speculation or rumours. However, the CEO, a Disclosure Officer or the Board (as applicable) may decide to make a statement in response to market speculation or rumours if:

(a) they consider that the Company is obliged at that time to make a statement to the market about a particular matter;

(b) they consider it prudent in order to prevent or correct a false market occurring in Company Securities; or

(c) ASX asks for information.

10. PUBLIC RELEASE OF DISCLOSED INFORMATION

10.1 The Company will publicly release all information disclosed to ASX under this policy by placing it on its website (under the 'Investors' section of https://investors.readytech.io).

10.2 The Disclosure Officers must be provided with confirmation from ASX that the information has been released to the market, before publicly discussing or otherwise publishing the information.

10.3 In accordance with ASX Listing Rule 15.7, price-sensitive information must not be communicated to any external party (including the media) prior to its release to ASX and the Company having received confirmation that the ASX has released the information to the market. Any breach of this requirement may constitute a breach of the ASX Listing Rules.

11. TRADING HALTS

11.1 The Company may ask ASX to halt trading in Company Securities to:

(a) maintain orderly trading in Company Securities; and

(b) manage its continuous disclosure obligations.

11.2 Decisions about trading halts are made following consultation between the CEO, the Disclosure Officers and the Board.

11.3 The CEO, the Disclosure Officers and the Board may consider a trading halt to be prudent if:

(a) there are indications that the information may have leaked ahead of an announcement of price-sensitive information and is having, or (where the market is not trading) is likely when the market resumes trading to have, a material effect on the market price or traded volumes of the entity's securities;

(b) the entity has been asked by ASX to provide information to correct or prevent a false market;

(c) the information is especially damaging and likely to cause a significant fall in the market price of the entity's securities (eg information that the Board has resolved to appoint an administrator or that a lender has declared an event of default and appointed a receiver);

(d) where the market is trading and the Company is not in a position to give an announcement to ASX immediately; or

(e) where the market is not trading, the Company will not be in a position to give an announcement to ASX before trading next resumes.

12. AUTHORISED SPOKESPERSONS

12.1 Only the Chair, the CEO, CFO and Media Adviser may speak on behalf of the Company to institutional investors, stockbroking analysts and the media.

12.2 The Chair, the CEO, CFO and Media Adviser may only clarify information that the Company has publicly released and must not comment on price-sensitive information that has not been released to the market.

12.3 The Company will not expressly or implicitly give institutional investors or stockbroking analysts earnings forecast guidance that has not already been released to the market.

12.4 If other employees are asked to comment by an external investor, stockbroking analyst or the media in relation to any matter concerning the Group they must:
  (a) say that they are not authorised to speak on behalf of the Company; and
  (b) refer the investor, stockbroking analyst or media to the Disclosure Officers.

12.5 Before any media release can be issued, the Disclosure Officers must:
  (a) review it;
  (b) disclose it to ASX (if it contains price-sensitive information); and
  (c) if applicable, be provided with confirmation from ASX that the information in the media release has been released to the market before publicly discussing or otherwise publishing it.

13. OPEN BRIEFINGS TO INSTITUTIONAL INVESTORS AND STOCKBROKING ANALYSTS

13.1 The Company may hold open briefings with institutional investors or stockbroking analysts to discuss information that has been released to the market.

13.2 For the purposes of this policy:
  (a) public speeches and presentations by the CEO or CFO are open briefings; and
  (b) any meeting that is not an open meeting is a one-on-one briefing.

13.3 Price-sensitive information that has not been released to the market must not be disclosed at open briefings.

13.4 If a question raised in a briefing can only be answered by disclosing price-sensitive information, employees must:
  (a) decline to answer the question; or
  (b) take the question on notice and wait until the Company releases the information to the market through ASX.

13.5 If an employee participating in a briefing thinks that something has been raised that might be price-sensitive information that has not been publicly released, he or she must immediately inform the CEO or, if the CEO is unavailable, the Disclosure Officers.

13.6 Before any open briefing, the Company will inform the market about the briefing on its website and, if presentation slides will be used, those presentation slides will also be released to the market.

13.7 Immediately following each open briefing, the CEO or Disclosure Officers must conduct a review of the session to check whether any price-sensitive information was inadvertently disclosed during the briefing. If price-sensitive information has been inadvertently disclosed, it must immediately be disclosed to ASX and placed on the Company's website.

14. ONE-ON-ONE BRIEFINGS WITH INSTITUTIONAL INVESTORS AND STOCKBROKING ANALYSTS

14.1 It is in the interests of shareholders that institutional investors and stockbroking analysts have a thorough understanding of the Group's business, operations and activities.

14.2 The Company may hold one-on-one briefings with institutional investors and stockbroking analysts. At these briefings, the Company may give background and technical information to help institutional investors and stockbroking analysts better understand its business operations and activities.

14.3 For the purposes of this policy, a one-on-one briefing includes any communication between the Company and an institutional investor or a stockbroking analyst.

14.4 Price-sensitive information that has not been released to the market must not be disclosed at one-on-one briefings.

14.5 Immediately following each one-on-one briefing, the CEO or Disclosure Officers must conduct a review of the session to check whether any price-sensitive information was inadvertently disclosed.

14.6 Any inadvertent disclosure of price-sensitive information must immediately be reported to the Disclosure Officers for review and for immediate disclosure to ASX.

14.7 File notes must be made of all one-on-one briefings and kept for a reasonable period.

14.8 If an employee participating in a one-on-one briefing thinks that something has been raised that might be price-sensitive information that has not been publicly released, he or she must immediately inform any of the Disclosure Officers.

14.9 Before any series of one-on-one briefings, the Company will inform the market about the one-on-one briefings through ASX and on its website and, if presentation slides will be used, those presentation slides will also be released to the market.

15. PRESENTATION AND BRIEFING MATERIALS

15.1 Any presentation or briefing materials for open or one-on-one briefings must be given to the CEO or the Disclosure Officers before the briefing to determine if they contain any price-sensitive information that has not been released to the market.

15.2 The Disclosure Officers will ensure that any investor presentation or other briefing materials which are to be used for open investor meetings are released to ASX ahead of such investor presentation or briefing being given.

16. 'BLACKOUT' PERIODS

16.1 To protect against inadvertent disclosure of price-sensitive information, the Company will not hold one-on-one or open briefings (except to deal with matters subject to an announcement through the ASX) between:

(a) the end of its financial reporting periods and the announcement of results to the market; and

(b) sending notice of an annual general meeting to shareholders and the holding of the meeting.

17. EARNINGS GUIDANCE

17.1 Any earnings guidance provided to the market must be approved by the Board prior to release.

17.2 If actual or projected financial outcomes are likely to differ materially from any earnings guidance previously disclosed to the ASX, this must be immediately disclosed to the ASX.

17.3 The CEO and CFO are responsible for monitoring actual performance against any disclosed earnings guidance and escalating immediately to the Board if a material deviation is identified.

18. REVIEW OF REPORTS BY ANALYSTS

18.1 The Company is not responsible for, and does not endorse, reports by analysts commenting on the Company.

18.2 The Company does not incorporate reports of analysts in its corporate information, including on its website (this also extends to hyperlinks to websites of analysts).

18.3 If an analyst sends a draft report to the Company for comment:

(a) employees must immediately send it to the CEO or, if the CEO is unavailable, the Disclosure Officers;

(b) any response to it will not include price-sensitive information that has not been disclosed to the market;

(c) it will only be reviewed to correct factual inaccuracies on historical matters and errors in underlying assumptions; and

(d) no comment will be made on any profit forecasts contained in it.

18.4 Any correction of a factual inaccuracy does not imply that the Company endorses an analyst research report.

18.5 A standard disclaimer will be made in any response to an analyst.

19. INFORMING EMPLOYEES

19.1 This policy or a summary of it will be distributed to Company Personnel to help them understand the Company's continuous disclosure obligations, their individual reporting responsibilities and the need to keep the Company's information confidential.

19.2 The Company's securities trading policy will also be distributed to Company Personnel. That policy also relates to the treatment of price-sensitive information.

20. POLICY BREACHES

Failure to comply with this policy may constitute a breach of the Corporations Act or the ASX Listing Rules, which can result in significant legal, financial and reputational consequences for the Company and individuals involved. Any Company Personnel who breaches this policy may face disciplinary action, including dismissal in serious cases.

21. QUESTIONS

Any questions about the Company's continuous disclosure obligations or this policy should be referred to the Disclosure Officers.

22. REVIEW AND CHANGES

22.1 The General Counsel (or, if no General Counsel has been appointed, the Company Secretary), in consultation with the CEO and the Board, must review this policy at least annually as part of the governance cycle, and immediately following: (a) any update to ASX Guidance Note 8 or relevant ASX Listing Rules;

(b) any legislative amendment affecting the Company's continuous disclosure obligations; (c) any significant governance change (including Board or executive changes); or (d) any disclosure incident or near-miss.

22.2 The Board may change this policy from time to time by resolution.

23. APPROVED AND ADOPTED

This policy was reviewed and updated on 1 August 2026, with the updated version approved by the Board on 26 August 2026.