

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	ReadyTech Holdings Limited
ABN	25 632 137 216

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Tom Matthews
Date of last notice	26 February 2021

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	24 August 2021
No. of securities held prior to change	<u>Direct</u> – 51,315 <u>Indirect</u> Pemba Capital Partners Fund I Partnership LP – 33,294,212 fully paid ordinary shares Pemba Capital Partners Pty Ltd atf The Pemba Capital Co-Investment Trust – 403,668 fully paid ordinary shares Pemba Capital Partners Pty Ltd atf The Lirac Trust – 841,731 fully paid ordinary shares
Class	Fully paid ordinary shares

+ See chapter 19 for defined terms.

Appendix 3Y
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Number acquired	3,181,350
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	As announced to ASX on 5 August 2021, the first earnout hurdles associated with the Open Office transaction have been achieved and the vendors elected to take the \$9 million Tranche A earnout consideration in the form of ReadyTech shares which were issued at the agreed price of \$2.00 per share (being the closing price immediately before announcement of the proposed acquisition on 6 November 2020). For further details refer to the Notice of Extraordinary General Meeting (EGM) and Explanatory Memorandum dated 15 February 2021.
No. of securities held after change	<u>Direct</u> – 51,315 <u>Indirect</u> Pemba Capital Partners Fund I Partnership LP – 36,430,662 fully paid ordinary shares Pemba Capital Partners Pty Ltd atf The Pemba Capital Co-Investment Trust – 448,568 fully paid ordinary shares Pemba Capital Partners Pty Ltd atf The Lirac Trust – 841,731 fully paid ordinary shares.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	100% Blooming of the Class A Performance Shares issued on 23 March 2021 as approved by shareholders at the EGM held on 19 March 2021.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

Detail of contract	Nil
Nature of interest	Nil
Name of registered holder (if issued securities)	Nil
Date of change	Nil

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No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	Nil
Interest acquired	Nil
Interest disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	Nil
Interest after change	Nil

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.