



Announcement Summary

Entity name

XERO LIMITED

Date of this announcement

Monday December 04, 2023

The +securities the subject of this notification are:

☒ +Securities issued under an +employee incentive scheme that are subject to a restriction on transfer and are not being quoted on ASX until the restriction ends

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
XROAK	RESTRICTED STOCK UNIT	281,414	28/11/2023

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of entity**

XERO LIMITED

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

**1.2 Registered number type**

ARBN

**Registration number**

160661183

**1.3 ASX issuer code**

XRO

**1.4 The announcement is**

☒ New announcement

**1.5 Date of this announcement**

4/12/2023



## Part 2 - Issue details

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### 2.1 The +securities the subject of this notification are:

☒ +Securities issued under an +employee incentive scheme that are subject to a restriction on transfer and are not being quoted on ASX until the restriction ends

### 2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

☒ has an existing ASX security code ("existing class")



Part 3B - number and type of +securities the subject of this notification (existing class) where issue has not previously been notified to ASX in an Appendix 3B

**Additional +securities in an existing class issued under an +employee incentive scheme**

**ASX +security code and description**

XROAK : RESTRICTED STOCK UNIT

**Date the +securities the subject of this notification were issued**

28/11/2023

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class**

☒ Yes

**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**

☒ No

**Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms**

Xero's FY23 Annual Report accessible at: [https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02667178-3A618524?access\\_token=83ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02667178-3A618524?access_token=83ff96335c2d45a094df02a206a39ff4)

**Any other information the entity wishes to provide about the +securities the subject of this notification**

Issue details

**Number of +securities**

281,414

Part 4 - +Securities on issue

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Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:

(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

**4.1 Quoted +Securities (Total number of each +class of +securities quoted)**

ASX +security code and description	Total number of +securities on issue
XRO : ORDINARY FULLY PAID	151,470,447

**4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)**

ASX +security code and description	Total number of +securities on issue
XROAK : RESTRICTED STOCK UNIT	1,652,897
XROAI : OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES	1,109,753



## Part 5 - Other Listing Rule requirements

**5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?**

☒ No

**5.2 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?**

☒ No

**5.2b Are any of the +securities being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

☒ Yes

**5.2b.1 How many +securities are being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

281414

**5.2c Are any of the +securities being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

☒ No