



Announcement Summary

Entity name

XERO LIMITED

Announcement Type

New announcement

Date of this announcement

Tuesday May 23, 2023

The +securities to be quoted are:

☒ +Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B

Total number of +securities to be quoted

ASX +security code	Security description	Number of +securities to be quoted	Issue date
XRO	ORDINARY FULLY PAID	7,975	23/05/2023

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

XERO LIMITED

We (the entity named above) apply for +quotation of the following +securities and agree to the matters set out in Appendix 2A of the ASX Listing Rules.

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

23/5/2023



Part 2 - Type of Issue

2.1 The +securities to be quoted are:

☒ +Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B

Previous Appendix 3B details:

Announcement Date and Time	Announcement Title	Selected Appendix 3B to submit quotation request
11-Nov-2021 09:14	New - Proposed issue of securities - XRO	A placement or other type of issue

2.3a.2 Are there any further issues of +securities yet to take place to complete the transaction(s) referred to in the Appendix 3B?

☒ No



Part 3A - number and type of +securities to be quoted where issue has previously been notified to ASX in an Appendix 3B

Placement Details

ASX +security code and description

XRO : ORDINARY FULLY PAID

Issue date

23/5/2023

Distribution Schedule

Provide a distribution schedule for the new +securities according to the categories set out in the left hand column - including the number of recipients and the total percentage of the new +securities held by the recipients in each category.

Number of +securities held	Number of holders	Total percentage of +securities held For example, to enter a value of 50% please input as 50.00
1 - 1,000		%
1,001 - 5,000		%
5,001 - 10,000		%
10,001 - 100,000		%
100,001 and over		%



Issue details

Number of +securities to be quoted

7,975

Are the +securities being issued for a cash consideration?

☒ No

Please describe the consideration being provided for the +securities

Pursuant to announcement lodged with ASX on 11 November 2021, shares issued as part of the consideration for the acquisition of New Tack, Inc (Locate) - further information below

Please provide an estimate (in AUD) of the value of the consideration being provided per +security for the +securities to be quoted

93.830000

Any other information the entity wishes to provide about the +securities to be quoted

At completion of the acquisition of New Tack, Inc (trading as Locate Inventory) in 2021, it was agreed that a portion of the acquisition price would be held back for a period of 18 months post completion as security for any potential claims under the Transaction Documents. XRO shares are now being issued to the Locate Sellers as partial payment of the holdback amount in accordance with the merger agreement, with the remaining portion to be paid in cash.

**Part 4 - Issued capital following quotation**

Following the quotation of the +securities the subject of this application, the issued capital 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 on ASX following the +quotation of the +securities subject of this application)

ASX +security code and description	Total number of +securities on issue
XRO : ORDINARY FULLY PAID	151,074,890

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	659,974
XROAI : OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES	1,428,176