

**Return of Allotment of Shares**Company Name: **ATLASSIAN CORPORATION LIMITED**Company Number: **08776021**Received for filing in Electronic Format on the: **29/11/2023**

XCHCI6XK

**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>28/11/2023</b>	

**Class of Shares: A ORDINARY**Currency: **USD**

Number allotted

**1**

Nominal value of each share

**0.1**

Amount paid:

**950000000**

Amount unpaid:

**0**

No shares allotted other than for cash

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# Statement of Capital (Share Capital)

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Class of Shares:	A	Number allotted	148272296
	ORDINARY	Aggregate nominal value:	14827229.6
Currency:	USD		
Prescribed particulars			

1. ANY DIVIDEND DECLARED BY THE COMPANY SHALL BE PAID ON THE CLASS A ORDINARY SHARES AND THE CLASS B ORDINARY SHARES PARI PASSU AS IF THEY WERE ALL SHARES OF THE SAME CLASS. 2. IN THE EVENT OF THE LIQUIDATION, DISSOLUTION OR WINDING UP OF THE COMPANY, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION TO MEMBERS SHALL BE DISTRIBUTED AMONGST ALL HOLDERS OF CLASS A ORDINARY SHARES AND CLASS B ORDINARY SHARES IN PROPORTION TO THE NUMBER OF SHARES HELD IRRESPECTIVE OF THE AMOUNT PAID OR CREDITED AS PAID ON ANY SHARE. 3. ANY: (A) CONSOLIDATION OR MERGER OF THE COMPANY WITH OR INTO ANOTHER ENTITY OR ENTITIES (WHETHER OR NOT THE COMPANY IS THE SURVIVING ENTITY) AS A RESULT OF WHICH THE HOLDERS OF THE COMPANY'S OUTSTANDING SHARES POSSESSING THE VOTING POWER (UNDER ORDINARY CIRCUMSTANCES) TO ELECT A MAJORITY OF THE COMPANY'S BOARD OF DIRECTORS IMMEDIATELY PRIOR TO SUCH SALE OR ISSUE CEASE TO OWN THE COMPANY'S OUTSTANDING SHARES POSSESSING THE VOTING POWER (UNDER ORDINARY CIRCUMSTANCES) TO ELECT A MAJORITY OF THE COMPANY'S BOARD OF DIRECTORS; (B) SALE OR TRANSFER BY THE COMPANY OF ALL OR SUBSTANTIALLY ALL OF ITS ASSETS (DETERMINED EITHER FOR THE COMPANY ALONE OR TOGETHER WITH ITS SUBSIDIARIES ON A CONSOLIDATED BASIS); OR (C) SALE, TRANSFER OR ISSUANCE OR SERIES OF SALES, TRANSFERS AND/ OR ISSUES OF SHARES BY THE COMPANY OR THE HOLDERS THEREOF, AS A RESULT OF WHICH THE HOLDERS OF THE COMPANY'S OUTSTANDING SHARES POSSESSING THE VOTING POWER (UNDER ORDINARY CIRCUMSTANCES) TO ELECT A MAJORITY OF THE COMPANY'S BOARD OF DIRECTORS IMMEDIATELY PRIOR TO SUCH SALE OR ISSUE CEASE TO OWN THE COMPANY'S OUTSTANDING SHARES POSSESSING THE VOTING POWER (UNDER ORDINARY CIRCUMSTANCES) TO ELECT A MAJORITY OF THE COMPANY'S BOARD OF DIRECTORS, (D) SHALL BE DEEMED TO BE A LIQUIDATION, DISSOLUTION AND WINDING UP OF THE COMPANY FOR PURPOSES OF PARAGRAPH 2 ABOVE (UNLESS THE DIRECTORS DETERMINE OTHERWISE), AND THE HOLDERS OF THE CLASS A ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE FROM THE COMPANY THE AMOUNTS PAYABLE WITH RESPECT TO THE CLASS A ORDINARY SHARES ON A LIQUIDATION, DISSOLUTION OR WINDING UP OF THE COMPANY UNDER PARAGRAPH 2 ABOVE IN CANCELLATION OF THEIR CLASS A ORDINARY SHARES UPON THE COMPLETION OF ANY SUCH TRANSACTION. 4. (A) AT A GENERAL MEETING OF THE COMPANY AND AT ANY SEPARATE CLASS MEETING OF THE HOLDERS OF CLASS A ORDINARY SHARES, WHERE A HOLDER OF CLASS A ORDINARY SHARES IS ENTITLED TO VOTE, SUCH HOLDER IS ENTITLED: (I) ON A SHOW OF HANDS, TO ONE VOTE; AND (II) ON A POLL, TO ONE VOTE FOR EACH CLASS A ORDINARY SHARE HELD. (B) A HOLDER OF CLASS A ORDINARY SHARES IS ENTITLED TO RECEIVE NOTICE

OF ANY GENERAL MEETING OF THE COMPANY (AND NOTICE OF ANY SEPARATE CLASS MEETING OF THE HOLDERS OF CLASS A ORDINARY SHARES) AND A COPY OF EVERY REPORT, ACCOUNTS, CIRCULAR OR OTHER DOCUMENT SENT OUT BY THE COMPANY TO MEMBERS.

Class of Shares:	<b>B</b>	Number allotted	<b>107247693</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>10724775.6656</b>
Currency:	<b>USD</b>		
Prescribed particulars			

1. ANY DIVIDEND DECLARED BY THE COMPANY SHALL BE PAID ON THE CLASS A ORDINARY SHARES AND THE CLASS B ORDINARY SHARES PARI PASSU AS IF THEY WERE ALL SHARES OF THE SAME CLASS. 2. IN THE EVENT OF THE LIQUIDATION, DISSOLUTION OR WINDING UP OF THE COMPANY, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION TO MEMBERS SHALL BE DISTRIBUTED AMONGST ALL HOLDERS OF CLASS A ORDINARY SHARES AND CLASS B ORDINARY SHARES IN PROPORTION TO THE NUMBER OF SHARES HELD IRRESPECTIVE OF THE AMOUNT PAID OR CREDITED AS PAID ON ANY SHARE. 3. IN THE EVENT OF A TRANSACTION WHICH IS DEEMED A LIQUIDATION, DISSOLUTION OR WINDING UP OF THE COMPANY, THE CLASS B ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE FROM THE COMPANY THE AMOUNTS PAYABLE WITH RESPECT TO THE CLASS B ORDINARY SHARES UPON A LIQUIDATION, DISSOLUTION OR WINDING UP OF THE COMPANY 1 IN CANCELLATION OF THEIR CLASS B ORDINARY SHARES UPON THE CONSUMMATION OF ANY SUCH TRANSACTION. 4. IF A CLASS B ORDINARY SHAREHOLDER WOULD BE DEEMED (BY AGGREGATING THAT CLASS B ORDINARY SHAREHOLDER'S VOTING RIGHTS TOGETHER WITH THE VOTING RIGHTS OF ITS PERMITTED CLASS B ORDINARY TRANSFEREES) TO HOLD MORE THAN 49.9999% OF THE VOTING RIGHTS IN THE COMPANY, THEN, UNLESS THE DIRECTORS RESOLVE OTHERWISE: (A) THE MAXIMUM NUMBER OF VOTING RIGHTS THAT MAY BE EXERCISED BY THE CLASS B ORDINARY SHAREHOLDER AND ITS PERMITTED CLASS B ORDINARY TRANSFEREES IN AGGREGATE: (I) AT ANY MEETING, SHALL NOT EXCEED 49.9999% OF THE TOTAL NUMBER OF VOTING RIGHTS CAST BY ALL PERSONS AT THAT MEETING (EITHER IN PERSON OR BY PROXY); OR (II) IN RESPECT OF ANY OTHER MATTER REQUIRING THEIR CONSENT SHALL NOT EXCEED 49.9999% OF THE TOTAL NUMBER OF VOTING RIGHTS EXERCISED BY ALL PERSONS IN RESPECT OF THAT MATTER, (THE THRESHOLD); AND (B) ANY VOTING RIGHTS PURPORTED TO BE EXERCISED BY THE CLASS B ORDINARY SHAREHOLDER AND ITS PERMITTED CLASS B ORDINARY TRANSFEREES (IN AGGREGATE) AT ANY MEETING OR IN RESPECT OF ANY OTHER MATTER REQUIRING THEIR CONSENT (AS THE CASE MAY BE) ABOVE THE THRESHOLD SHALL BE DISREGARDED. 5. (A) AT A GENERAL MEETING OF THE COMPANY AND AT ANY SEPARATE CLASS MEETING OF THE HOLDERS OF CLASS B ORDINARY SHARES, WHERE A HOLDER OF CLASS B ORDINARY SHARES IS ENTITLED TO VOTE, SUCH HOLDER IS ENTITLED: (I) ON A SHOW OF HANDS, TO ONE VOTE; AND (II) ON A POLL, TO TEN VOTES FOR EACH CLASS B ORDINARY SHARE HELD. (B) A HOLDER OF CLASS B ORDINARY SHARES IS ENTITLED TO RECEIVE NOTICE OF ANY GENERAL MEETING OF THE COMPANY (AND NOTICE OF ANY SEPARATE CLASS MEETING OF THE HOLDERS OF CLASS B ORDINARY SHARES) AND A COPY OF EVERY REPORT, ACCOUNTS, CIRCULAR OR OTHER DOCUMENT SENT OUT BY THE COMPANY TO MEMBERS.

<b>Class of Shares:</b>	<b>C</b>	Number allotted	<b>1</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>0.1</b>
Currency:	<b>USD</b>		
Prescribed particulars			

1. DIVIDENDS SHALL NOT BE PAID ON CLASS C ORDINARY SHARES. 2. IN THE EVENT OF THE LIQUIDATION, DISSOLUTION OR WINDING UP OF THE COMPANY, HOLDERS OF CLASS C ORDINARY SHARES SHALL ONLY BE ENTITLED TO BE PAID THE NOMINAL VALUE OF EACH CLASS C ORDINARY SHARE HELD. 3. ANY (A) CONSOLIDATION OR MERGER OF THE COMPANY WITH OR INTO ANOTHER ENTITY OR ENTITIES (WHETHER OR NOT THE COMPANY IS THE SURVIVING ENTITY) AS A RESULT OF WHICH THE HOLDERS OF THE COMPANY'S OUTSTANDING SHARES POSSESSING THE VOTING POWER (UNDER ORDINARY CIRCUMSTANCES) TO ELECT A MAJORITY OF THE COMPANY'S BOARD OF DIRECTORS IMMEDIATELY PRIOR TO SUCH SALE OR ISSUE CEASE TO OWN THE COMPANY'S OUTSTANDING SHARES POSSESSING THE VOTING POWER (UNDER ORDINARY CIRCUMSTANCES) TO ELECT A MAJORITY OF THE COMPANY'S BOARD OF DIRECTORS; (B) SALE OR TRANSFER BY THE COMPANY OF ALL OR SUBSTANTIALLY ALL OF ITS ASSETS (DETERMINED EITHER FOR THE COMPANY ALONE OR TOGETHER WITH ITS SUBSIDIARIES ON A CONSOLIDATED BASIS); OR (C) SALE, TRANSFER OR ISSUANCE OR SERIES OF SALES, TRANSFERS AND/OR ISSUES OF SHARES BY THE COMPANY OR THE HOLDERS THEREOF, AS A RESULT OF WHICH THE HOLDERS OF THE COMPANY'S OUTSTANDING SHARES POSSESSING THE VOTING POWER (UNDER ORDINARY CIRCUMSTANCES) TO ELECT A MAJORITY OF THE COMPANY'S BOARD OF DIRECTORS IMMEDIATELY PRIOR TO SUCH SALE OR ISSUE CEASE TO OWN THE COMPANY'S OUTSTANDING SHARES POSSESSING THE VOTING POWER (UNDER ORDINARY CIRCUMSTANCES) TO ELECT A MAJORITY OF THE COMPANY'S BOARD OF DIRECTORS, SHALL BE DEEMED TO BE A LIQUIDATION, DISSOLUTION AND WINDING UP OF THE COMPANY FOR PURPOSES OF PARAGRAPH 2 ABOVE (UNLESS THE DIRECTORS DETERMINE OTHERWISE), AND THE HOLDERS OF THE CLASS C ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE FROM THE COMPANY THE AMOUNTS PAYABLE WITH RESPECT TO THE CLASS C ORDINARY SHARES ON A LIQUIDATION, DISSOLUTION OR WINDING UP OF THE COMPANY UNDER PARAGRAPH 2 ABOVE IN CANCELLATION OF THEIR CLASS C ORDINARY SHARES UPON THE COMPLETION OF ANY SUCH TRANSACTION. 4. (A) AT A GENERAL MEETING OF THE COMPANY AND AT ANY SEPARATE CLASS MEETING OF THE HOLDERS OF CLASS C ORDINARY SHARES, WHERE A HOLDER OF CLASS C ORDINARY SHARES IS ENTITLED TO VOTE, SUCH HOLDER IS ENTITLED: (I) ON A SHOW OF HANDS, TO ONE VOTE; AND (II) ON A POLL, TO ONE VOTE FOR EACH CLASS C ORDINARY SHARE HELD. (B) A HOLDER OF CLASS C ORDINARY SHARES IS ENTITLED TO RECEIVE NOTICE OF ANY GENERAL MEETING OF THE COMPANY (AND NOTICE OF ANY SEPARATE CLASS MEETING OF THE HOLDERS OF CLASS C ORDINARY SHARES) AND A COPY OF EVERY REPORT, ACCOUNTS, CIRCULAR OR OTHER DOCUMENT SENT OUT BY THE COMPANY TO MEMBERS.





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## Statement of Capital (Totals)

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Currency:	<b>USD</b>	Total number of shares:	<b>255519990</b>
		Total aggregate nominal value:	<b>25552005.3656</b>
		Total aggregate amount unpaid:	<b>0</b>

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### Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.