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MARKET RELEASE

Results of 2024 Annual Meeting

WELLINGTON, 22 August 2024 - Xero Limited (ASX: XRO) held its 2024 Annual Meeting today at 11.00am NZT (9.00am AEST). The following resolutions were put to Xero's shareholders at the Annual Meeting and passed by way of poll:

1. That the Board is authorised to fix the fees and expenses of Ernst & Young as auditor for the ensuing year
2. That Steven Adlrich, retiring from office as a director of Xero at the close of the Meeting, and being eligible, be re-elected as a director of Xero
3. That Dale Murray CBE, retiring from office as a director of Xero at the close of the Meeting, and being eligible, be re-elected as a director of Xero
4. That the Remuneration Report contained in the FY24 Annual Report be adopted

Full results of voting are set out in the attachment to this market release.

Authorised for release to the ASX by the Company Secretary.

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About Xero

[Xero](#) is a global small business platform with 4.2 million subscribers. Xero's smart tools help small businesses and their advisors to manage core accounting functions like tax and bank reconciliation, and complete other important small business tasks like payroll and payments. Xero's extensive ecosystem of connected apps and connections to banks and other financial institutions provide a range of solutions from within Xero's open platform to help small businesses run their business and manage their finances more efficiently.

Xero Limited (XRO)
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XERO LIMITED

RESULT OF ANNUAL MEETING (ASX REPORT)

ANNUAL MEETING
Thursday, 22 August, 2024

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution Voted on at the meeting			Proxy Votes (as at proxy close)				Total votes cast in the poll (where applicable)			
No	Short Description	Strike Y/N/NA	For	Against	Discretionary (open votes)	Abstain	For	Against	Abstain **	Result
1	AUDITORS FEES AND EXPENSES	NA	113,952,694 99.75%	236,945 0.21%	47,528 0.04%	6,195	114,003,430 99.79%	236,945 0.21%	6,195	Carried
2	RE-ELECTION OF STEVEN ALDRICH	NA	112,549,373 98.52%	1,640,350 1.44%	47,074 0.04%	6,565	112,599,655 98.56%	1,640,350 1.44%	6,565	Carried
3	RE-ELECTION OF DALE MURRAY CBE	NA	112,187,285 98.21%	2,001,717 1.75%	47,734 0.04%	6,626	112,238,227 98.25%	2,001,717 1.75%	6,626	Carried
4	ADOPTION OF REMUNERATION REPORT	N	81,566,493 77.49%	23,646,454 22.46%	48,285 0.05%	249,701	81,617,936 77.54%	23,646,504 22.46%	249,701	Carried

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item