



Announcement Summary

Entity name

AFTERPAY LIMITED

Announcement Type

New announcement

Date of this announcement

Monday January 17, 2022

The +securities to be quoted are:

+Securities issued under an +employee incentive scheme that are not subject to a restriction on transfer or that are to be quoted notwithstanding there is a restriction on transfer

Total number of +securities to be quoted

ASX +security code	Security description	Number of +securities to be quoted	Issue date
APT	ORDINARY FULLY PAID	397,568	17/01/2022

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

AFTERPAY 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

ACN

Registration number

618280649

1.3 ASX issuer code

APT

1.4 The announcement is

New announcement

1.5 Date of this announcement

17/1/2022



Part 2 - Type of Issue

2.1 The +securities to be quoted are:

+Securities issued under an +employee incentive scheme that are not subject to a restriction on transfer or that are to be quoted notwithstanding there is a restriction on transfer

2.2 The +securities to be quoted are:

Additional +securities in a class that is already quoted on ASX ("existing class")



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

Additional +securities to be quoted in an existing class issued under an +employee incentive scheme

**FROM (Existing Class)
ASX +security code and description**

No security currently exists

**FROM (Existing Class)
+Security description**

See below

**TO (Existing Class)
ASX +security code and description**

APT : ORDINARY FULLY PAID

Please state the number of +securities issued under the +employee incentive scheme that are not subject to a restriction on transfer or that are to be quoted notwithstanding there is a restriction on transfer

397,568

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

The Afterpay shares are required to be issued in connection with the ThinkSmart Transaction and settlement of the UK ESOP, as set out in the ASX announcement titled *Matrix convertible notes / ThinkSmart Clearpay shares* released on 20 December 2021. The Company's FY2020 Annual Report contains a summary of the UK ESOP, and can be found at: <https://www.asx.com.au/asxpdf/20200827/pdf/44lyp4x082h1wr.pdf>

Are any of these +securities being issued to +key management personnel (KMP) or an +associate

No

Issue date

17/1/2022

Will the +securities to be quoted rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes



Issue details

Number of +securities to be quoted

397,568

Are the +securities being issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

The Afterpay shares are required to be issued in connection with the ThinkSmart Transaction, as set out in the ASX announcement released on 20 December 2021.

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

69.030000

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



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
APT : ORDINARY FULLY PAID	297,853,445

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
APTAT : CONVERTIBLE NOTES	7,501
APTAE : RESTRICTED STOCK UNITS	1,535,089
APTAC : OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES	1,710,864
APTAF : OPTION EXPIRING 31-DEC-2023 EX \$15.05	36,666
APTAH : OPTION EXPIRING 31-DEC-2025 EX \$18.40	60,000
APTAY : RIGHTS	8,693
APTAI : OPTION EXPIRING 30-JUN-2025 EX \$55.78	146,326
APTAW : OPTION EXPIRING 01-JUL-2025 EX \$98.97	80,406
APTAX : OPTION EXPIRING 01-JUL-2025 EX \$78.87	4,282



Part 5 - Other Listing Rule requirements

5.1 Are the +securities being issued under an exception in Listing Rule 7.2 and therefore the issue does 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?

397, 568 fully paid ordinary shares

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)?

N/A