

**UNITED STATES DISTRICT COURT  
DISTRICT OF DELAWARE**

IN RE ATLISSIAN CORPORATION  
STOCKHOLDER DERIVATIVE LITIGATION

Case No. 1:23-cv-00283-GBW

(Consolidated with Case No. 1:23-  
cv-00399-CFC)

This Document Relates To:

ALL ACTIONS.

OMAR AZZAWI, Derivatively on Behalf of Nominal  
Defendant ATLISSIAN CORPORATION,

Case No. 1:23-cv-00884- GBW

Plaintiff,

v.

MICHAEL CANNON-BROOKES, SCOTT  
FARQUHAR, SHONA BROWN, HEATHER  
M. FERNANDEZ, SASAN GOODARZI, JAY  
PARIKH, ENRIQUE SALEM, STEVEN SORDELLO,  
RICHARD P. WONG, MICHELLE ZATLYN, ANU  
BHARADWAJ, and CAMERON DEATSCH,

Defendants,

and

ATLISSIAN CORPORATION,

Nominal Defendant.

**STIPULATION AND [PROPOSED] ORDER CONSOLIDATING  
RELATED DERIVATIVE ACTIONS AND STAYING  
RESULTING CONSOLIDATED ACTION**

Plaintiff Nathan Silva (“Plaintiff Silva”), Plaintiff Gregory Keane (“Plaintiff Keane”), and Plaintiff Omar Azzawi (“Plaintiff Azzawi”) (collectively “Plaintiffs”), Defendants Michael Cannon-Brookes, Scott Farquhar, Shona Brown, Heather M. Fernandez, Sasan Goodarzi, Jay Parikh, Enrique Salem, Steven Sordello, Richard P. Wong, Michelle Zatlyn, Anu Bharadwaj, and Cameron Deatsch (collectively, “Individual Defendants”), and Nominal Defendant Atlassian Corporation (“Atlassian” or the “Company,” and with Individual Defendants, “Defendants,” and with Plaintiffs, the “Parties”), by and through their undersigned counsel, jointly stipulate as follows:

WHEREAS, on March 16, 2023, Plaintiff Silva commenced a derivative action purportedly on behalf of Atlassian against the Individual Defendants alleging, among other things, violations of federal law and breaches of fiduciary duty (the “*Silva* Action”);

WHEREAS, on April 10, 2023, Plaintiff Keane commenced a derivative action purportedly on behalf of Atlassian against the Individual Defendants alleging, among other things, violations of federal law and breaches of fiduciary duty based upon the same facts and misconduct underlying the *Silva* Action (the “*Keane* Action”);

WHEREAS, on May 2, 2023, Plaintiffs Silva and Keane and Defendants filed a Stipulation and [Proposed] Order Consolidating Related Derivative Actions, Appointing Co-Lead Counsel, and Staying the Consolidated Action (the “Consolidation and Stay Stipulation”) (D.I. 3);

WHEREAS, on May 9, 2023, the Court granted the Consolidation and Stay Stipulation thereby consolidating the *Silva* Action and the *Keane* Action (the “Consolidated Action”), appointing Rigrodsky Law, P.A. and Rosca Scarlato LLC as Co-Lead Counsel, and staying the resulting consolidated action on agreed-upon terms (the “Consolidation and Stay Order”);

WHEREAS, on August 11, 2023, Plaintiff Azzawi commenced a derivative action purportedly on behalf of Atlassian against the Individual Defendants alleging, among other things,

violations of federal law and breaches of fiduciary duty (the “*Azzawi* Action”);

WHEREAS, pursuant to paragraph 5 of the Consolidation and Stay Order, the “Order shall apply to each purported derivative action arising out of the same or substantially the same transactions or events as the Consolidated Derivative Action that is subsequently filed in, removed to, or transferred to this Court” and “the terms of all orders, rulings, and decisions in the Consolidated Action shall apply to all later shareholder derivative actions filed in this Court”;

WHEREAS, the Consolidated Action and the *Azzawi* Action challenge substantially the same alleged conduct by the same Company directors and executive officers, involve substantially the same questions of law and fact, and are based on the same factual allegations;

WHEREAS, Rule 42(a) provides that when actions involve “a common question of law or fact,” the Court may “(1) join for hearing or trial any or all matters at issue in the actions; (2) consolidate the actions; or (3) issue any other orders to avoid unnecessary cost or delay”;

WHEREAS, the Parties agree that the *Azzawi* Action should be consolidated for all purposes, including pre-trial proceedings and trial, into the Consolidated Action in order to avoid duplication of effort and potentially conflicting results, and to conserve party and judicial resources;

WHEREFORE, the Parties, through their undersigned counsel, hereby agree, stipulate, and respectfully request that the Court enter an order as follows:

1. The terms pursuant to the Consolidation and Stay Order is lifted for the limited and exclusive purpose of filing this Stipulation and proposed order and the Court entering a ruling thereon.
2. Defendants hereby accept service of the complaint and waive service of the summons in the *Azzawi* Action.
3. The *Azzawi* Action shall be consolidated into the Consolidated Action for all

purposes, including pre-trial proceedings and trial.

4. All papers and documents previously filed and/or served in the *Azzawi* Action shall be deemed a part of the record in the Consolidated Action.

5. The terms of the May 9, 2023 Consolidation and Stay Order shall apply to the updated Consolidated Action which now includes the *Azzawi* Action.

6. This Stipulation is without waiver or prejudice to any and all claims, defenses, arguments, motions, or any requests for other relief that would otherwise be available to the Parties in the Consolidated Action.

**IT IS SO STIPULATED.**

Dated: August 30, 2023

**RIGRODSKY LAW, P.A.**

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Dated: August 30, 2023

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*Attorneys for Defendants*

IT IS SO ORDERED this \_\_\_\_ day of \_\_\_\_\_, 2023.

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The Honorable Gregory B. Williams  
United States District Court Judge