

## **ELASTIC N.V.**

### **POLICIES AND PROCEDURES FOR BILATERAL CONTACTS WITH SHAREHOLDERS**

(Adopted on September 18, 2018; effective upon the effectiveness of the registration statement relating to the Company's initial public offering)

#### **Bilateral contact with shareholders**

Elastic N.V. (the "**Company**") provides shareholders and other parties in the financial markets with equal and simultaneous information about matters that may influence the share price. The contacts between the Company's Board of Directors (the "**Board**") on the one hand and investors and analysts on the other are carefully handled and structured.

The Company communicates with all of its investors and analysts through organizing or attending meetings such as the annual general meetings of shareholders. Furthermore, the Company publishes an annual report and press releases.

The Company acknowledges that a dialogue with shareholders, even outside the context of a formal shareholders' meeting, can be useful for both investors and the Company. The Company reserves the right, at its discretion, to accept invitations from shareholders or from parties representing shareholders and to enter into such dialogue.

The Board speaks for the Company. Contacts with shareholders are dealt with by the members of the Board, the Company's investor relations professionals, and from time to time, other Company personnel specially mandated by the Board.

#### **Contact with a shareholder**

Prior to taking a decision on whether or not to accept an invitation from a shareholder to conduct a dialogue outside the context of a formal shareholders' meeting, the Company may request clarification or further clarification of the shareholders' views, objectives and/or short- or long-term investment intentions.

Our General Counsel, in consultation with appropriate directors as necessary, shall review all incoming shareholder communications addressed to the Board (except for mass mailings, product complaints or inquiries, job inquiries, business solicitations and patently offensive or otherwise inappropriate material) and, if appropriate, route such communications to the appropriate member(s) of the Board or, if none is specified, to the Chairperson of the Board.

Our General Counsel may decide in the exercise of his or her judgment whether a response to any such shareholder communication is necessary and shall provide a report to the Nominating and Corporate Governance Committee of the Board (the "**Nominating Committee**") on a quarterly basis of any shareholder communications received for which the General Counsel or Legal Department has responded.

One or more members of the Board, and where appropriate other representatives, will conduct the meetings with one or more shareholders.

#### **How to contact the Company**

In cases where shareholders wish to communicate directly with our Board or our non-management directors, messages can be sent as follows:

Chairperson of the Board  
or [Board of Directors]  
or [Individual Director]  
c/o General Counsel  
Elastic N.V.  
Keizersgracht 281  
1016 ED Amsterdam  
The Netherlands

Each communication must be in writing and drawn up in the English language and set forth the following information: (i) the name, address, telephone number and, if applicable, email address of the shareholder, as it appears on the Company's books, and if the Company's ordinary shares are held by a nominee, the name, address, telephone number and email address of the beneficial owner of the Company's ordinary shares, and (ii) the number of the Company's ordinary shares that are owned of record by the record holder and beneficially by the beneficial owner. The Company may request shareholders who wish to conduct a dialogue with the Company to disclose the shareholding they represent, and also the terms and conditions on which and from whom it was acquired.

#### **No disclosure of material non-public information**

If a member of the Board or any other representative of the Company communicates bilaterally with a shareholder, either in person, by telephone, by video or webcast, in writing or otherwise, he or she must ensure that no material non-public information is disclosed at any time.

If material non-public information is accidentally disclosed during bilateral contacts with a shareholder, the Company will disclose this information publicly as soon as possible. The shareholder to whom this material non-public information has been disclosed unintentionally shall be bound by strict confidentiality and by an undertaking not to trade in shares or derivatives of the Company's shares until the Company has publicly disclosed this information.

#### **Administration policy**

This policy is established in view of best practice 4.2.2. of the Dutch Corporate Governance Code.

This policy for shareholder communications is administered by the Nominating Committee. This policy does not apply to (a) communications to non-management directors from officers or directors of the Company who are shareholders, or (b) shareholder proposals submitted pursuant to Rule 14a-8 under the Securities Exchange Act of 1934, as amended.

**Non-compliance, amendment**

The Board reserves the right to deviate from this policy.

This policy may be withdrawn or amendment by the Board without prior notice. Amendments to this policy shall be published on, and can be downloaded from, the Company's website.

**Please note: Requests for investor relations materials should be made to Investor Relations at Elastic N.V., Keizersgracht 281, 1016 ED Amsterdam, the Netherlands.**