



ASX RELEASE

5 March 2019

APPENDIX 3Y – CLIFF ROSENBERG AND IAN MORRIS

In accordance with ASX Listing Rule 3.19A.2, Nearmap Ltd (ASX: NEA) provides an Appendix 3Y for each of Messrs Cliff Rosenberg and Ian Morris.

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THEY WORK.**

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Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity Nearmap Limited
ABN 37 083 702 907

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Clifford Johann Rosenberg
Date of last notice	21 June 2018

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Clifro Pty Ltd ATF the Cliffro Trust. Cliff Rosenberg is a director and shareholder of Clifro Pty Ltd and a beneficiary of the Cliffro Trust.
Date of change	27 February 2019

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. of securities held prior to change	<p><i>Indirect</i></p> <p>2,651,000 Fully Paid Ordinary Shares¹. 650,000 Fully Paid Ordinary Shares². 500,000 Director Options exercisable at \$0.56 each vesting on 30 November 2018 and expiring 30 November 2019³.</p> <p>1. The securities are held by Netwealth Investments Limited as custodian for Clifro Pty Ltd ATF the Cliffro Trust. Cliff Rosenberg is a director and shareholder of Clifro Pty Ltd and beneficiary of the Cliffro Trust.</p> <p>2. The securities are held by Netwealth Investments Limited as custodian for the Rosenberg Company Pty Ltd ATF The Rosenberg Superannuation Fund. Cliff Rosenberg is a director and shareholder of The Rosenberg Company Pty Ltd and a beneficiary of The Rosenberg Superannuation Fund.</p> <p>3. The securities are held by Clifro Pty Ltd ATF The Cliffro Trust. Cliff Rosenberg is a director and shareholder of Clifro Pty Ltd and a beneficiary of the Cliffro Trust.</p>
Class	Fully Paid Ordinary Shares
Number acquired	Nil
Number disposed	600,000 Shares
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$1,578,000 (\$2.63 per Share)

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

No. of securities held after change	<p><i>Indirect</i></p> <p>2,051,000 Fully Paid Ordinary Shares¹. 650,000 Fully Paid Ordinary Shares². 500,000 Director Options exercisable at \$0.56 each vesting on 30 November 2018 and expiring 30 November 2019³.</p> <p>1. The securities are held by Netwealth Investments Limited as custodian for Clifro Pty Ltd ATF the Cliffro Trust. Cliff Rosenberg is a director and shareholder of Clifro Pty Ltd and beneficiary of the Cliffro Trust.</p> <p>2. The securities are held by Netwealth Investments Limited as custodian for the Rosenberg Company Pty Ltd ATF The Rosenberg Superannuation Fund. Cliff Rosenberg is a director and shareholder of The Rosenberg Company Pty Ltd and a beneficiary of The Rosenberg Superannuation Fund.</p> <p>3. The securities are held by Clifro Pty Ltd ATF The Cliffro Trust. Cliff Rosenberg is a director and shareholder of Clifro Pty Ltd and a beneficiary of the Cliffro Trust.</p>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On-market trade

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	Nearmap Limited
ABN	37 083 702 907

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Ian Morris
Date of last notice	29 March 2016

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	28 February 2019 (Issue of Shares on exercise of Director Options) 5 March 2019 (On-market sale of Shares)

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. of securities held prior to change	1,500,000 Director Options exercisable at \$0.395 each, vesting in three equal tranches on 18 March 2017, 18 March 2018 and 18 March 2019 and expiring 18 March 2020
Class	Director Options exercisable at \$0.395 each Ordinary Fully Paid Shares
Number acquired	750,000 Shares
Number disposed	750,000 Director Options exercisable at \$0.395 each and expiring 18 March 2020 600,000 Shares
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Director Options: \$296,250 Shares: \$1,530,000 (\$2.55 per Share)
No. of securities held after change	150,000 Shares 750,000 Director Options exercisable at \$0.395 each and expiring 18 March 2020

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Exercise of Director Options and subsequent on-market sale of Shares
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.