



The Manager  
Company Announcements Office  
Australian Stock Exchange  
Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

22 May 2020

Dear Sir or Madam

**RE: APPENDIX 3Y – ANDREW WALSH – CEO & MANAGING DIRECTOR**

Please find attached an Appendix 3Y announcement relating to the vesting of Deferred Share Rights and Performance Rights awarded in prior years to Andrew Walsh, CEO & Managing Director as well as the grant of Equity Rights and Performance Rights to Andrew Walsh as authorised at the AGM on 7 May 2020.

Yours sincerely

A handwritten signature in blue ink, appearing to be "PF" followed by a long horizontal stroke.

Peter Ferguson  
Group General Counsel & Company Secretary

## 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

<b>Name of entity</b>	Iress Limited
<b>ABN</b>	47 060 313 359

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.

<b>Name of Director</b>	Andrew Walsh
<b>Date of last notice</b>	25 November 2019

#### **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.

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	
<b>Date of change</b>	21 May 2020

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+ See chapter 19 for defined terms.

<b>No. of securities held prior to change</b>	<p><b>Ordinary Shares</b></p> <p>Direct: 361,805 Indirect: 44,909 <b>406,714</b></p> <p><b><u>Unvested Share/Rights Grants Overview:</u></b></p> <p>Deferred Share Rights all Series: <b>142,018</b></p> <p>Performance Rights pre-2019 Series: <b>320,688</b></p> <p><b><u>Unvested Rights Grants under revised 2019 executive remuneration framework:</u></b></p> <p>Equity Rights: <b>80,020</b> Performance Rights: <b>80,020</b></p> <p><b><u>Unvested Share/Rights Grants Details:</u></b></p> <p><b>2016 Series</b> Performance Rights 2016:</p> <ul style="list-style-type: none"> <li>• 4 year term, granted 7 May 2016, 3 year measurement period commencing 1 Jan 2017: - 60,000</li> <li>• 4 year term, granted 7 May 2016, 4 year measurement period commencing 1 Jan 2016: - 60,000</li> </ul> <p><b>2017 Series</b> Deferred Shares Rights 2017:</p> <ul style="list-style-type: none"> <li>• 3 year term: - 47,575</li> </ul> <p>Performance Rights 2017:</p> <ul style="list-style-type: none"> <li>• 4 year term, 3 year measurement period commencing 1 Jan 2018: - 54,739</li> <li>• 4 year term, 4 year measurement period commencing 1 Jan 2017: - 54,739</li> </ul> <p><b>2018 Series</b> Deferred Shares Rights 2018:</p> <ul style="list-style-type: none"> <li>• 3 year term, granted 10 May 2018: - 51,707</li> </ul> <p>Performance Rights 2018:</p> <ul style="list-style-type: none"> <li>• 4 year term, granted 10 May 2018, 3 year measurement period commencing 1 Jan 2019: - 45,605</li> <li>• 4 year term, granted 10 May 2018, 4 year measurement period commencing 1 Jan 2018: - 45,605</li> </ul> <p><b>2019 Series</b> Deferred Shares Rights 2019:</p> <ul style="list-style-type: none"> <li>• 3 year term, granted 9 May 2019: - 42,736</li> </ul> <p><b>2019 Series – New Framework</b> Equity Rights 2019:</p> <ul style="list-style-type: none"> <li>• 2 year term, granted 9 May 2019: - 80,020</li> </ul>
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+ See chapter 19 for defined terms.

	<p>Performance Rights 2019:</p> <ul style="list-style-type: none"> <li>3 year term, granted 9 May 2019: - 80,020</li> </ul>														
<b>Class</b>	Ordinary														
<b>Number acquired</b>	<p>Vesting of Deferred Share Rights 2017:</p> <ul style="list-style-type: none"> <li>3 year term granted May 2017: - 47,575</li> </ul> <p>Vesting of Performance Rights 2016:</p> <ul style="list-style-type: none"> <li>4 year term, 3 year measurement period granted May 2016: - 37,200*</li> <li>4 year term, 4 year measurement period granted May 2016: - 48,000*</li> </ul> <p>(*subject to November 2020 retest)</p> <p>Grant of Equity Rights 2020:</p> <ul style="list-style-type: none"> <li>2 year term, granted 21 May 2020: 76,374</li> </ul> <p>Grant of Performance Rights 2020:</p> <ul style="list-style-type: none"> <li>3 year term, granted 21 May 2020, 3 year measurement period commencing 1 Jan 2020: 80,916</li> </ul>														
<b>Number disposed</b>	Nil														
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	N/A														
<b>No. of securities held after change</b>	<p><b>Ordinary Shares</b></p> <table> <tr> <td>Direct:</td> <td style="text-align: right;">494,580</td> </tr> <tr> <td>Indirect:</td> <td style="text-align: right;">44,909</td> </tr> <tr> <td></td> <td style="text-align: right;"><b>539,489</b></td> </tr> </table> <p><b><u>Unvested Share/Rights Grants Overview:</u></b></p> <table> <tr> <td>Deferred Share Rights all Series:</td> <td style="text-align: right;"><b>94,443</b></td> </tr> <tr> <td>Performance Rights pre-2019 Series:</td> <td style="text-align: right;"><b>235,488</b></td> </tr> </table> <p><b><u>Unvested Rights/Grants under revised 2019 executive remuneration framework:</u></b></p> <table> <tr> <td>Equity Rights:</td> <td style="text-align: right;"><b>156,394</b></td> </tr> <tr> <td>Performance Rights:</td> <td style="text-align: right;"><b>160,936</b></td> </tr> </table> <p><b><u>Unvested Share/Rights Grants Details:</u></b></p> <p><b>2016 Series subject to six month retest in Nov 2020</b></p> <p>Performance Rights 2016:</p> <ul style="list-style-type: none"> <li>4 year term, granted May 2016, 3 year measurement period commencing 1 Jan 2017: - 22,800</li> </ul>	Direct:	494,580	Indirect:	44,909		<b>539,489</b>	Deferred Share Rights all Series:	<b>94,443</b>	Performance Rights pre-2019 Series:	<b>235,488</b>	Equity Rights:	<b>156,394</b>	Performance Rights:	<b>160,936</b>
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Performance Rights:	<b>160,936</b>														

+ See chapter 19 for defined terms.

	<ul style="list-style-type: none"> <li>4 year term, granted May 2016, 4 year measurement period commencing 1 Jan 2016: - 12,000</li> </ul> <p><b>2017 Series</b></p> <p>Performance Rights 2017:</p> <ul style="list-style-type: none"> <li>4 year term, 3 year measurement period commencing 1 Jan 2018: - 54,739</li> <li>4 year term, 4 year measurement period commencing 1 Jan 2017: - 54,739</li> </ul> <p><b>2018 Series</b></p> <p>Deferred Shares Rights 2018:</p> <ul style="list-style-type: none"> <li>3 year term, granted 10 May 2018: - 51,707</li> </ul> <p>Performance Rights 2018:</p> <ul style="list-style-type: none"> <li>4 year term, granted 10 May 2018, 3 year measurement period commencing 1 Jan 2019: - 45,605</li> <li>4 year term, granted 10 May 2018, 4 year measurement period commencing 1 Jan 2018: - 45,605</li> </ul> <p><b>2019 Series</b></p> <p>Deferred Shares Rights 2019:</p> <ul style="list-style-type: none"> <li>3 year term, granted 9 May 2019: - 42,736</li> </ul> <p><b>2019 Series – New Framework</b></p> <p>Equity Rights 2019:</p> <ul style="list-style-type: none"> <li>2 year term, granted 9 May 2019: - 80,020</li> </ul> <p>Performance Rights 2019:</p> <ul style="list-style-type: none"> <li>3 year term, granted 9 May 2019: – 80,020</li> </ul> <p><b>2020 Series – New Framework</b></p> <p>Equity Rights 2020:</p> <ul style="list-style-type: none"> <li>2 year term, granted 21 May 2020, 2 year measurement period commencing 28 Feb 2020 – 28 Feb 2020, (shares provided on exercise of any vested Equity Rights are subject to a mandatory 2 year holding lock (28 February 2022 – 28 February 2024)): – 76,374</li> </ul> <p>Performance Rights 2020:</p> <ul style="list-style-type: none"> <li>3 year term, granted 21 May 2020, 3 year measurement period commencing 1 Jan 2020 – 31 Dec 2022: – 80,916</li> </ul>
<p><b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Vesting of 2017 Deferred Share Rights</p> <p>Partial vesting of 2016 Performance Rights</p> <p>Grants of 2020 Equity Rights and Performance Rights</p>

## 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.

+ See chapter 19 for defined terms.

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

**Part 3 – <sup>+</sup>Closed period**

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

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<sup>+</sup> See chapter 19 for defined terms.