



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

16 May 2022

Dear Manager,

IRESS LIMITED –APPENDIX 3Y – ANDREW WALSH – CEO & MANAGING DIRECTOR

Please find attached an Appendix 3Y announcement relating to Andrew Walsh, CEO & Managing Director.

Yours sincerely

Peter Ferguson
Chief Legal Officer & 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

Name of entity	Iress Limited
ABN	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.

Name of Director	Andrew Walsh
Date of last notice	12 April 2022

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 <ul style="list-style-type: none">- vesting of 2018 Performance Rights- vesting of 2019 Deferred Share Rights Indirect <ul style="list-style-type: none">- grant of 2022 Equity Rights- grant of 2022 Performance Rights
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	The 'Indirect' interest noted above are held through Salernes Pty Ltd ATF Walsh Family Trust
Date of change	13 May 2022
No. of securities held prior to change	<u>Ordinary Shares</u> Direct: 356,980 Indirect: <u>287,168</u> 644,148 <u>Unvested Share/Rights Grants Overview:</u> Deferred Share Rights all Series: 42,736

+ See chapter 19 for defined terms.

	<p>Performance Rights pre-2019 Series: 91,210</p> <p><u>Unvested Rights/Grants under revised 2019 executive remuneration framework:</u></p> <p>Equity Rights: 97,089 Performance Rights: 183,779</p> <p>Unvested Share/Rights Grants Details:</p> <p>2018 Series Performance Rights 2018:</p> <ul style="list-style-type: none"> • 4 year term, granted 10 May 2018, 3 year measurement period commencing 1 Jan 2019: - 45,605 • 4 year term, granted 10 May 2018, 4 year measurement period commencing 1 Jan 2018: - 45,605 <p>2019 Series Deferred Shares Rights 2019:</p> <ul style="list-style-type: none"> • 3 year term, granted 9 May 2019: - 42,736 <p><u>2020 Series – New Framework</u></p> <p>Performance Rights 2020:</p> <ul style="list-style-type: none"> • 3 year term, granted 21 May 2020, 3 year measurement period commencing 1 Jan 2020 – 31 Dec 2022: – 80,916 <p><u>2021 Series - New Framework</u> Equity Rights 2021:</p> <ul style="list-style-type: none"> • 2 year term, granted in May 2021, 2 year measurement period commencing 28 Feb 2021 - 28 Feb 2023. Shares provided on exercise of any vested Equity Rights are subject to a mandatory 2 year holding lock (28 Feb 2023 - 28 Feb 2025) - 97,089 <p>Performance Rights 2021:</p> <ul style="list-style-type: none"> • 3 year term, granted in May 2021, 3 year measurement period commencing 1 Jan 2021 - 31 Dec 2024: - 102,863
Class	Ordinary
Number acquired	<p>Vesting of 30,556 shares – being partial vesting of 2018 Performance Rights (out of 91,210 rights)</p> <p>Vesting of 42,736 shares – being vesting of 2019 Deferred Shares Rights</p> <p>2022 grant of 79,592 Equity Rights</p> <p>2022 grant of 741,820 Performance Rights</p>
Number disposed	Nil

+ See chapter 19 for defined terms.

<p>Value/Consideration</p> <p>Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>2018 Performance Rights vesting: \$10.67 5 day trading day VWAP up to and including 10 May 2022</p> <p>2019 Deferred Share Rights vesting: \$10.53 5 day trading day VWAP up to and including 9 May 2022</p> <p>2022 Equity Rights: grant \$12.68 twenty (20) Trading Day VWAP of Iress Shares to 31 December 2021</p> <p>2022 Performance Rights grant: \$10.95 twenty (20) Trading Day VWAP of Iress Shares commencing on the Trading Day following the release of Iress' results for the year ending 31 December 2021</p>										
<p>No. of securities held after change</p>	<p><u>Ordinary Shares</u></p> <table> <tr> <td>Direct:</td><td style="text-align: right;">430,272</td></tr> <tr> <td>Indirect:</td><td style="text-align: right;"><u>287,168</u></td></tr> <tr> <td></td><td style="text-align: right;">717,440</td></tr> </table> <p><u>Unvested Share/Rights Grants Overview:</u></p> <p>Performance Rights pre-2019 Series: 60,654</p> <p><u>Unvested Rights/Grants under revised 2019 executive remuneration framework:</u></p> <table> <tr> <td>Equity Rights:</td><td style="text-align: right;">97,089</td></tr> <tr> <td>Performance Rights:</td><td style="text-align: right;">183,779</td></tr> </table> <p><u>Unvested Share/Rights Grants Details:</u></p> <p>2018 Series Performance Rights 2018:</p> <ul style="list-style-type: none"> 4 year term, granted 10 May 2018, 3 year measurement period commencing 1 Jan 2019: - 45,605 (Subject to re-testing on 30 June 2022) 4 year term, granted 10 May 2018, 4 year measurement period commencing 1 Jan 2018: - 15,049 (Subject to re-testing on 30 June 2022) <p><u>2020 Series – New Framework</u></p> <p>Performance Rights 2020:</p> <ul style="list-style-type: none"> 3 year term, granted 21 May 2020, 3 year measurement period commencing 1 Jan 2020 – 31 Dec 2022: – 80,916 <p><u>2021 Series - New Framework</u> Equity Rights 2021:</p> <ul style="list-style-type: none"> 2 year term, granted in May 2021, 2 year measurement period commencing 28 Feb 2021 - 28 Feb 2023. <p>Shares provided on exercise of any vested Equity Rights</p>	Direct:	430,272	Indirect:	<u>287,168</u>		717,440	Equity Rights:	97,089	Performance Rights:	183,779
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	<p>are subject to a mandatory 2 year holding lock (28 Feb 2023 - 28 Feb 2025) - 97,089</p> <p>Performance Rights 2021:</p> <ul style="list-style-type: none"> 3 year term, granted in May 2021, 3 year measurement period commencing 1 Jan 2021 - 31 Dec 2024: - 102,863 <p><u>2022 Series - New Framework</u></p> <p>Equity Rights 2022:</p> <ul style="list-style-type: none"> 2 year term, granted in May 2022, 2 year measurement period commencing 28 Feb 2022 - 28 Feb 2024. Shares provided on exercise of any vested Equity Rights are subject to a mandatory 2 year holding lock (28 Feb 2024 - 28 Feb 2026) – 79,592 <p>Performance Rights 2022:</p> <ul style="list-style-type: none"> Grant 1: 3 year term, granted in May 2022, 3 year measurement period (18 Feb 2022 – estimated 21 Feb 2025) – 370,910 Grant 2: 4 year term, granted in May 2022, 4 year measurement period (18 Feb 2022 – estimated 20 Feb 2026) – 370,910
<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</p>	<p>Partial vesting of 2018 Performance Rights after testing:</p> <ul style="list-style-type: none"> 3 year measurement period – 45,605 subject to re-testing on 30 June 2022. 4 year measurement period - 30,556 vested and 15,049 subject to re-testing on 30 June 2022. <p>Vesting of 2019 Deferred Share Rights:</p> <ul style="list-style-type: none"> 3 year measurement period – 42,736 vested <p>Grant of Equity Rights and Performance Rights as part of 2022 remuneration and in accordance with shareholder approval at the Annual General Meeting on 5 May 2022.</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.

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

+ See chapter 19 for defined terms.

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>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
Interest after change	N/A

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.