

# 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 Nearrmap 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	Robert Melville Newman
Date of last notice	9 December 2015

### 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.	The securities are held by Lively Enterprises Pty Ltd <Newman Retirement Fund A/C>  Rob Newman is a director and shareholder of Lively Enterprises Pty Ltd and a beneficiary of the Newman Retirement Fund A/C.
Date of change	2 December 2016

+ See chapter 19 for defined terms.

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<p>No. of securities held prior to change</p>	<p><i>Indirect</i>  3,145,000 Fully Paid Ordinary Shares<sup>1</sup>.   1,855,000 Fully Paid Ordinary Shares<sup>2</sup>.   3,000,000 Director Options exercisable at \$0.56 each and vesting in equal tranches 12, 24 and 36 months and expiring 30 November 2019<sup>2</sup>.</p> <ol style="list-style-type: none"> <li>1. The securities are held by Venture Skills Pty Ltd &lt;The Newman Family A/C&gt; of which Mr Newman is a director and shareholder, and beneficiary of the trust.</li> <li>2. The securities are held by Lively Enterprises Pty Ltd &lt;Newman Retirement Fund A/C&gt; of which Mr Newman is a director and shareholder, and beneficiary of the fund.</li> </ol>
<p>Class</p>	<p>Fully paid ordinary Shares   Director Options exercisable at \$0.56 each and expiring 30 November 2019   Director Options exercisable at \$1.06 each and expiring 2 December 2020</p>
<p>Number acquired</p>	<p>1,000,000 fully paid ordinary Shares (on exercise of Director Options exercisable at \$0.56 each and expiring 30 November 2019)   2,000,000 Director Options exercisable at \$1.06 each, vesting in equal tranches 12, 24 and 36 months after issue date and expiring 2 December 2020</p>
<p>Number disposed</p>	<p>1,000,000 Director Options exercisable at \$0.56 each and expiring 30 November 2019 (exercised)</p>
<p><b>Value/Consideration</b>  Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>Shares: \$0.56 each  Director Options: Nil</p>

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<p>No. of securities held after change</p>	<p><i>Indirect</i> 3,145,000 Fully Paid Ordinary Shares<sup>1</sup>.  2,855,000 Fully Paid Ordinary Shares<sup>2</sup>.  2,000,000 Director Options exercisable at \$0.56 each and vesting in equal tranches 30 November 2017 and 30 November 2018 and expiring 30 November 2019<sup>2</sup>.  2,000,000 Director Options exercisable at \$1.06 each, vesting in equal tranches 2 December 2017, 2 December 2018 and 2 December 2019 and expiring 2 December 2020<sup>2</sup>.</p> <ol style="list-style-type: none"> <li>1. The securities are held by Venture Skills Pty Ltd &lt;The Newman Family A/C&gt; of which Mr Newman is a director and shareholder, and beneficiary of the trust.</li> <li>2. The securities are held by Lively Enterprises Pty Ltd &lt;Newman Retirement Fund A/C&gt; of which Mr Newman is a director and shareholder, and beneficiary of the fund.</li> </ol>
<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>Conversion of 1,000,000 Director Options to Shares  2,000,000 Director Options issued as a long term incentive to Managing Director/CEO, as approved by Shareholders on 17 November 2016.</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.

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

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

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +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>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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