

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

2 November 2016

Dear Sir or Madam

#### RE: APPENDIX 3Y - ANDREW WALSH - CEO & MANAGING DIRECTOR

Please find attached an Appendix 3Y announcement relating to the purchase of a parcel of shares in the company recently made by Andrew Walsh, CEO & Managing Director.

The shares were purchased through participation in a Share Purchase Plan conducted by IRESS Limited to fund the acquisition of Financial Synergy Holdings Pty Ltd and for general corporate purposes.

As detailed in the 3Y, following this transaction Mr Walsh retains 370,502 shares in the company (in direct and indirect holdings) as well as 694,527 unvested deferred equity and performance rights.

Yours sincerely

Peter Ferguson

Group General Counsel & Company Secretary

Rule 3.19A.2

## **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	16 September 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	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Indirect through Salernes Pty Ltd
Date of change	1 November 2016

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

#### No. of securities held prior to change

**Ordinary Shares** 

Direct: 338,423 Indirect: ..30,758

#### **Unvested Share/Rights Grants:**

#### 2012 Series

Performance Rights 2012:

- 4 year term, granted 7 May 2012, 3 year measurement period commencing 7 May 2013: - 80,000, 57,600 vested on 7 May 2016, leaving 22,400 subject to retests through to Nov 2016.
- 4 year term, granted 7 May 2012, 4 year measurement period commencing 7 May 2012: - 80,000, 76,960 vested on 7 May 2016, <u>leaving 3,040 subject to retests through</u> to Nov 2016

#### 2013 Series

Performance Rights 2013:

- 4 year term, granted 7 May 2013, 3 year measurement period commencing 7 May 2014: - 65,000
- 4 year term, granted 7 May 2013, 4 year measurement period commencing 7 May 2013: - 65,000

#### 2014 Series

Deferred Shares Rights 2014:

• 3 year term granted 7 May 2014: - 58,000

#### Performance Rights 2014:

- 4 year term, granted 7 May 2014, 3 year measurement period commencing 7 May 2015: - 63,000
- 4 year term, granted 7 May 2014, 4 year measurement period commencing 7 May 2014: - 63,000

#### 2015 Series

Deferred Shares Rights 2015:

• 3 year term granted 7 May 2015: - 55,000

#### Performance Rights 2015:

- 4 year term, granted 7 May 2015, 3 year measurement period commencing 7 May 2016: - 60,000
- 4 year term, granted 7 May 2015, 4 year measurement period commencing 7 May 2015: - 60,000

#### 2016 Series

Deferred Shares Rights 2016:

• 3 year term granted 7 May 2016: - 60,000

#### Performance Rights 2016:

- 4 year term, granted 7 May 2016, 3 year measurement period commencing 1 Jan 2017: - 60,000
- 4 year term, granted 7 May 2016, 4 year measurement period commencing 1 Jan 2016: - 60,000

General Employee Shares 2016:

3 year term granted 22 Jul 2016: - 87

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

Class	Ordinary
Number acquired	1,321
•	,-
Number disposed	
Value/Consideration  Note: If consideration is non-cash, provide details and estimated valuation	\$15,000 (1,321 shares at \$11.35 each)
No. of securities held after change	Ordinary Shares Direct: 338,423
	Indirect:32,079
	Unvested Share/Rights Grants:
	<ul> <li>2012 Series Performance Rights 2012: <ul> <li>4 year term, granted 7 May 2012, 3 year measurement period commencing 7 May 2013: - 80,000, 57,600 vested on 7 May 2016, leaving 22,400 subject to retests through to Nov 2016,</li> <li>4 year term, granted 7 May 2012, 4 year measurement period commencing 7 May 2012: - 80,000, 76,960 vested on 7 May 2016, leaving 3,040 subject to retests through to Nov 2016</li> </ul> </li> <li>2013 Series Performance Rights 2013: <ul> <li>4 year term, granted 7 May 2013, 3 year measurement period commencing 7 May 2014: - 65,000</li> <li>4 year term, granted 7 May 2013, 4 year measurement</li> </ul> </li> </ul>
	period commencing 7 May 2013: - 65,000  2014 Series Deferred Shares Rights 2014:  3 year term granted 7 May 2014: - 58,000  Performance Rights 2014:  4 year term, granted 7 May 2014, 3 year measurement period commencing 7 May 2015: - 63,000  4 year term, granted 7 May 2014, 4 year measurement period commencing 7 May 2014: - 63,000
	<ul> <li>2015 Series Deferred Shares Rights 2015: <ul> <li>3 year term granted 7 May 2015: - 55,000</li> </ul> </li> <li>Performance Rights 2015: <ul> <li>4 year term, granted 7 May 2015, 3 year measurement period commencing 7 May 2016: - 60,000</li> <li>4 year term, granted 7 May 2015, 4 year measurement period commencing 7 May 2015: - 60,000</li> </ul> </li> </ul>
	2016 Series Deferred Shares Rights 2016:  • 3 year term granted 7 May 2016: - 60,000  Performance Rights 2016:

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

	<ul> <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> <li>General Employee Shares 2016:</li> <li>3 year term granted 22 Jul 2016: - 87</li> </ul>
Nature of change  Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Participation in Share Purchase Plan conducted by IRESS Limited to fund the acquisition of Financial Synergy Holdings Pty Ltd and for general corporate purposes.

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

## Part 3 - +Closed period

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

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

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# Appendix 3Y Change of Director's Interest Notice

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