

# 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	Peter James
Date of last notice	4 May 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
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Securities are held by Christie James Funds Management Pty Ltd <Christie James S/F A/C>. Mr James is a director of Christie James Funds Management Pty Ltd and a beneficiary of the Christie James superannuation fund.
Date of change	17 February 2017

+ See chapter 19 for defined terms.

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<p>No. of securities held prior to change</p>	<p><i>Direct</i>  2,500,000 Director Options exercisable at \$0.551 each, vesting in three equal tranches on 18 March 2017, 18 March 2018 and 18 March 2019 and expiring 18 March 2020</p> <p><i>Indirect</i>  190,000 fully paid ordinary shares<sup>1</sup></p> <p>1. Held by Christie James Funds Management Pty Ltd &lt;Christie James S/F A/C&gt;. Mr James is a director of Christie James Funds Management Pty Ltd and a beneficiary of the Christie James superannuation fund.</p>
<p>Class</p>	<p>Fully paid ordinary shares</p>
<p>Number acquired</p>	<p>92,000</p>
<p>Number disposed</p>	<p>Nil</p>
<p>Value/Consideration  Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$49,680 (average \$0.54 per share)</p>
<p>No. of securities held after change</p>	<p><i>Direct</i>  2,500,000 Director Options exercisable at \$0.551 each, vesting in three equal tranches on 18 March 2017, 18 March 2018 and 18 March 2019 and expiring 18 March 2020</p> <p><i>Indirect</i>  282,000 fully paid ordinary shares<sup>1</sup></p> <p>1. Held by Christie James Funds Management Pty Ltd &lt;Christie James S/F A/C&gt;. Mr James is a director of Christie James Funds Management Pty Ltd and a beneficiary of the Christie James superannuation fund.</p>
<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>On-market trade</p>

+ See chapter 19 for defined terms.

**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 <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?	

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