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# ASX release

2 August 2017

## CHANGE OF DIRECTOR'S INTEREST NOTICE

Nearmap Ltd (ASX: NEA) provides the following Appendix 3Y Change of Director's Interest Notice on behalf of Non-Executive Director, Mr Cliff Rosenberg, to reflect a change in the custodian for Mr Rosenberg's shareholding.

The Company confirms that Mr Rosenberg's net shareholding and the underlying beneficiaries remain unchanged.

The Company acknowledges that the Appendix 3Y has been lodged outside of the timeframe imposed by ASX under Listing Rule 3.19A. This was due to an incorrect assumption by Mr Rosenberg's broker that notification was not required where there was no change in underlying beneficial ownership. The Company believes it has adequate arrangements in place under Listing Rule 3.19B.

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### [Further Information](#)

#### **Investors**

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# 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> Nearmap Limited
<b>ABN</b> 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.

<b>Name of Director</b>	Clifford Johann Rosenberg
<b>Date of last notice</b>	30 March 2017

### **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>	Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	<p>Netwealth Investments Limited holds shares as custodian for:</p> <ul style="list-style-type: none"> <li>- Clifro Pty Ltd ATF the Cliffro Trust. Cliff Rosenberg is a director and shareholder of Clifro Pty Ltd and a beneficiary of the Cliffro Trust.</li> <li>-The Rosenberg Company Pty Ltd ATF the Rosenberg Superannuation Fund. Cliff Rosenberg is a director and shareholder of the Rosenberg Company Pty Ltd and a beneficiary of the Rosenberg Superannuation Fund.</li> </ul>
<b>Date of change</b>	20 June 2017

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+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<p><b>No. of securities held prior to change</b></p>	<p><i>Indirect</i>  1,651,000 Fully Paid Ordinary Shares<sup>1</sup>.  650,000 Fully Paid Ordinary Shares<sup>2</sup>.  1,500,000 Director Options exercisable at \$0.56 each and vesting in equal tranches 12, 24 and 36 months and expiring 30 November 2019<sup>3</sup>.</p> <ol style="list-style-type: none"> <li>1. The securities are held by Bond Street Custodians Limited as custodian for Clifro Pty Ltd ATF the Cliffro Trust. Cliff Rosenberg is a director and shareholder of Clifro Pty Ltd and beneficiary of the Cliffro Trust.</li> <li>2. The securities are held by Bond Street Custodians Limited as custodian for the Rosenberg Company Pty Ltd ATF The Rosenberg Superannuation Fund. Cliff Rosenberg is a director and shareholder of The Rosenberg Company Pty Ltd and a beneficiary of The Rosenberg Superannuation Fund.</li> <li>3. The securities are held by Clifro Pty Ltd ATF The Cliffro Trust. Cliff Rosenberg is a director and shareholder of Clifro Pty Ltd and a beneficiary of the Cliffro Trust.</li> </ol>
<p><b>Class</b></p>	<p>Fully Paid Ordinary Shares</p>
<p><b>Number acquired</b></p>	<p>2,301,000</p>
<p><b>Number disposed</b></p>	<p>2,301,000</p>
<p><b>Value/Consideration</b>  Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>Nil</p>

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<p><b>No. of securities held after change</b></p>	<p><i>Indirect</i> 1,651,000 Fully Paid Ordinary Shares<sup>1</sup>. 650,000 Fully Paid Ordinary Shares<sup>2</sup>. 1,500,000 Director Options exercisable at \$0.56 each and vesting in equal tranches 12, 24 and 36 months and expiring 30 November 2019<sup>3</sup>.</p> <p>1. The securities are held by Netwealth Investments Limited as custodian for Clifro Pty Ltd ATF the Cliffro Trust. Cliff Rosenberg is a director and shareholder of Clifro Pty Ltd and beneficiary of the Cliffro Trust.</p> <p>2. The securities are held by Netwealth Investments Limited as custodian for the Rosenberg Company Pty Ltd ATF The Rosenberg Superannuation Fund. Cliff Rosenberg is a director and shareholder of The Rosenberg Company Pty Ltd and a beneficiary of The Rosenberg Superannuation Fund.</p> <p>3. The securities are held by Clifro Pty Ltd ATF The Cliffro Trust. Cliff Rosenberg is a director and shareholder of Clifro Pty Ltd and a beneficiary of the Cliffro Trust.</p>
<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>Off-market transfer of shares on change of custodian.</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><b>Detail of contract</b></p>	<p>N/A</p>
<p><b>Nature of interest</b></p>	
<p><b>Name of registered holder (if issued securities)</b></p>	
<p><b>Date of change</b></p>	

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

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

**Part 3 – +Closed period**

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

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+ See chapter 19 for defined terms.