



ASX RELEASE

16 November 2017

RESULTS OF ANNUAL GENERAL MEETING

Nearmap Limited (ASX:NEA), advises the outcome of resolutions put to the annual general meeting of shareholders held today, 16 November 2017.

The following resolutions were carried on a poll:

Resolution 1 – Non-Binding Resolution to adopt Remuneration Report

Resolution 2 – Re-election of Director – Ms Susan Klose

Resolution 3 – Re-election of Director – Mr Cliff Rosenberg

Resolution 4 – Approval of grant of Director Options to Dr Rob Newman for the 2018 Financial Year

In accordance with ASX Listing Rule 3.13.2 and Section 251AA of the Corporations Act, the attached information is provided in relation to the resolutions put to members of the Company at the annual general meeting.

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THEY WORK.**

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Nearmap Ltd
Annual General Meeting
Thursday, 16 November 2017
Voting Results



The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

| Resolution details | | Instructions given to validly appointed proxies (as at proxy close) | | | | Number of votes cast on the poll (where applicable) | | | Resolution Result |
|---|--------------------|--|--------------------|-----------------------|---------|--|--------------------|----------|--------------------------|
| Resolution | Resolution Type | For | Against | Proxy's Discretion | Abstain | For | Against | Abstain* | Carried / Not Carried |
| 1 ADOPT REMUNERATION REPORT | Ordinary | 81,527,118 88.83% | 8,617,680 9.39% | 1,633,016 1.78% | 296,423 | 95,900,399 91.62% | 8,777,123 8.38% | 296,423 | Carried |
| 2 RE-ELECTION OF MS SUSAN KLOSE AS DIRECTOR | Ordinary | 147,771,377 98.73% | 252,003 0.17% | 1,640,949 1.10% | 137,203 | 162,312,034 99.84% | 252,003 0.16% | 137,203 | Carried |
| 3 RE-ELECTION OF MR CLIFF ROSENBERG AS DIRECTOR | Ordinary | 144,543,443 96.58% | 3,465,022 2.32% | 1,640,949 1.10% | 152,118 | 158,198,803 97.32% | 4,350,319 2.68% | 152,118 | Carried |
| 4 APPROVAL GRANT OF DIRECTOR OPTIONS DR ROB NEWMAN | Ordinary | 136,242,435 94.83% | 6,202,016 4.32% | 1,223,199 0.85% | 133,882 | 150,205,899 95.94% | 6,361,459 4.06% | 133,882 | Carried |

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.