



ASX RELEASE

15 November 2018

RESULTS OF ANNUAL GENERAL MEETING

Nearmap Limited (ASX:NEA), advises the outcome of resolutions put to the annual general meeting of shareholders held today, 15 November 2018.

The following resolutions were carried on a poll:

- Resolution 1 – Non-Binding Resolution to adopt Remuneration Report
- Resolution 2 – Re- election of Mr Ross Norgard as a Director;
- Resolution 3 – Approval of grant of Director Options to Dr Rob Newman for the 2019 financial year;
- Resolution 4 – Approval of Amendment to the Employee Share Option Plan;
- Resolution 5 – Approval of Matching Share Rights Plan; and
- Resolution 6 – Increase Aggregate Fee Pool for non-executive Directors

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, 15 November 2018
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 Non Binding Resolution to adopt Remuneration Report	Ordinary	126,622,483 97.33%	2,017,999 1.55%	1,459,719 1.12%	3,692,320	142,727,010 98.61%	2,017,999 1.39%	3,693,325	Carried
2 Re-election of Mr Ross Norgard as a Director	Ordinary	188,534,809 97.45%	3,388,929 1.75%	1,546,221 0.80%	278,653	204,527,628 98.16%	3,823,817 1.84%	282,658	Carried
3 Approval of grant of Director Options to Dr Rob Newman for the 2019 financial year	Ordinary	181,517,915 97.73%	2,750,933 1.48%	1,456,971 0.79%	5,261,127	197,856,372 98.63%	2,750,933 1.37%	5,265,132	Carried
4 Approval of Amendment to the Employee Share Option Plan	Ordinary	181,707,711 97.81%	2,518,080 1.36%	1,544,471 0.83%	311,684	198,117,673 98.74%	2,538,080 1.26%	311,684	Carried
5 Approval of Matching Share Rights Plan	Ordinary	189,180,815 97.77%	2,737,671 1.42%	1,554,471 0.81%	275,655	205,600,777 98.68%	2,757,671 1.32%	275,655	Carried
6 Increase Aggregate Fee Pool for non-executive Directors	Ordinary	126,737,254 96.64%	2,954,092 2.26%	1,451,221 1.10%	54,844,379	143,039,131 97.96%	2,985,927 2.04%	54,847,379	Carried

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