

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	Ross Norgard
Date of last notice	6 April 2020

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.	Shares held by Longfellow Nominees Pty Ltd as trustee for the Norgard Super Fund, of which Mr Norgard is a director and beneficiary of the fund.
Date of change	11 September 2020

+ See chapter 19 for defined terms.

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<p>No. of securities held prior to change</p>	<p>Direct 596,970 fully paid ordinary shares (40,000 held beneficially for son Saxon Norgard).</p> <p>Indirect 27,141,951 fully paid ordinary shares¹.</p> <p>1. 4,178,046 shares held by Longfellow Nominees Pty Ltd as trustee for the Norgard Super Fund, of which Mr Norgard is a director and beneficiary of the fund;</p> <p>19,020,875 shares held by Longfellow Nominees Pty Ltd as trustee for the Aeolus Trust, of which Mr Norgard is a director and beneficiary of the trust.</p> <p>3,943,030 shares (Secured Shares) held by Equities First Holdings LLC (Equities First) under margin loan facilities (Loans), announced 23 October 2019 and 13 March 2020. Under the terms of the Loan, Equities First will only exercise any rights it may have to vote the Secured Shares as directed by Mr Norgard from time to time. The Secured Shares will be returned to Mr Norgard on repayment of the applicable Loan, in accordance with the terms of the Loan.</p>
<p>Class</p>	<p>Fully paid ordinary shares</p>
<p>Number acquired</p>	<p>0</p>
<p>Number disposed</p>	<p>4,178,046</p>
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$2.77 per Share</p>

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No. of securities held after change	<p>Direct 596,970 fully paid ordinary shares (40,000 held beneficially for son Saxon Norgard).</p> <p>Indirect 22,963,905 fully paid ordinary shares¹.</p> <p>1 19,020,875 shares held by Longfellow Nominees Pty Ltd as trustee for the Aeolus Trust, of which Mr Norgard is a director and beneficiary of the trust.</p> <p>3,943,030 shares (Secured Shares) held by Equities First Holdings LLC (Equities First) under margin loan facilities (Loans), announced 23 October 2019 and 13 March 2020. Under the terms of the Loan, Equities First will only exercise any rights it may have to vote the Secured Shares as directed by Mr Norgard from time to time. The Secured Shares will be returned to Mr Norgard on repayment of the applicable Loan, in accordance with the terms of the Loan.</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	Sale of 4,178,046 fully paid ordinary shares, pursuant to a block-trade sale agreement as announced on 10 September 2020.

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 Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	

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Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
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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