



Announcement Summary

Entity name

NEARMAP LTD

Date of this announcement

Monday November 22, 2021

The +securities the subject of this notification are:

+Securities issued under an +employee incentive scheme that are subject to a restriction on transfer and are not being quoted on ASX until the restriction ends

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
NEAAI	OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES	6,098,576	22/11/2021

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

NEARMAP LTD

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ABN

Registration number

37083702907

1.3 ASX issuer code

NEA

1.4 The announcement is

New announcement

1.5 Date of this announcement

22/11/2021

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Part 2 - Issue details

2.1 The +securities the subject of this notification are:

+Securities issued under an +employee incentive scheme that are subject to a restriction on transfer and are not being quoted on ASX until the restriction ends

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

has an existing ASX security code ("existing class")

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Part 3B - number and type of +securities the subject of this notification (existing class) where issue has not previously been notified to ASX in an Appendix 3B

Additional +securities in an existing class issued under an +employee incentive scheme

ASX +security code and description

NEAAI : OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES

Date the +securities the subject of this notification were issued

22/11/2021

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class

Yes

Were any of the +securities issued to +key management personnel (KMP) or an +associate?

Yes

Provide details of the KMP or +associates being issued +securities.

Name of KMP	Name of registered holder	Number of +securities
Rob Newman	Venture Skills Pty Ltd <The Newman Family A/C>	749,274
Andy Watt	Mr Andrew David Watt	1,510,078
Tom Celinski	Mr Tomasz Celinski	1,486,768
Simone Shugg	Ms Simone Shugg	953,297
Harvey Sanchez	Mr Harvey Sanchez	899,159

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02434910-2A1330632?access_token=83ff96335c2d45a094df02a206a39ff4

Any other information the entity wishes to provide about the +securities the subject of this notification

2,598,576 LTI Options will vest 36 months from Grant Date, subject to Total Shareholder Return (TSR) hurdles as disclosed in the explanatory wording for Resolution 3 in the Company's 2021 Notice of AGM. 749,274 of these Options were issued to Dr Rob Newman under ASX Listing Rule 10.11.

3,500,000 Retention Options will vest in equal tranches 12,24 and 36 months from Grant Date. The number of Options that will vest (and become exercisable by the Eligible Person) at the Vesting Date will be determined by reference to the



higher of ACV growth and TSR growth for the financial year prior to which the Vesting Date falls. 50% of Options to vest at 10% growth, increasing pro rata to 100% of Options to vest at 20% growth. No Retention Options are issued to Dr Rob Newman.

Issue details

Number of +securities

6,098,576

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Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:
 (A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

4.1 Quoted +Securities (Total number of each +class of +securities quoted)

ASX +security code and description	Total number of +securities on issue
NEA : ORDINARY FULLY PAID	498,149,265

4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
NEAAI : OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES	16,395,968
NEAAK : OPTION EXPIRING 01-OCT-2023 EX \$2.575	1,587,957
NEAAJ : RESTRICTED STOCK UNITS	2,811,673

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Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?

Yes

5.1a Select the number of the applicable exception in Listing Rule 7.2

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