



ASX RELEASE

20 October 2022

NEARMAP SHAREHOLDERS TO VOTE ON THOMA BRAVO TRANSACTION

Nearmap Ltd (ASX:NEA) (**'Nearmap'**) refers to its announcement of 22 August 2022 that it had entered into a Scheme Implementation Deed with Atlas AU BidCo Pty Ltd (**'Thoma Bravo BidCo'**), a wholly-owned subsidiary of funds advised by Thoma Bravo L.P. (**'Thoma Bravo'**), for a proposed scheme of arrangement under which Thoma Bravo BidCo would acquire 100% of the shares on issue in Nearmap for \$2.10 cash per share (**'Scheme'**).

Court has made orders convening the Scheme Meeting

Earlier today, the Federal Court of Australia made orders directing Nearmap to convene a meeting of Nearmap shareholders to consider and vote on the Scheme (**'Scheme Meeting'**) and approving the dispatch of an explanatory statement providing information about the Scheme together with notice of Scheme Meeting (together, the **'Scheme Booklet'**).

Scheme Meeting

The Scheme Meeting is scheduled to take place at **2:00pm (Sydney time) on Friday, 25 November 2022** and will be held at Dexu Place, Level 15, 1 Farrer Place, Sydney and virtually via an online platform at web.lumiagm.com/329936813.

The Scheme Meeting will be held as a hybrid meeting which can be attended virtually or in person.

All registered Nearmap shareholders at 7:00pm (Sydney) on Wednesday 23 November 2022 will be eligible to vote at the Scheme Meeting.

Scheme Booklet to be despatched shortly

Information relating to the Scheme including the notice convening the Scheme Meeting, information on how to participate in the Scheme Meeting, as well as an independent expert's report, will be included in the Scheme Booklet expected to be sent to Nearmap shareholders on or before 25 October 2022, following registration of the Scheme Booklet by the Australian Securities and Investments Commission (**'ASIC'**).

A further announcement attaching the Scheme Booklet will be made by Nearmap following registration of the Scheme Booklet by ASIC.

Authorised by:
Board of Nearmap Ltd

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About Nearmap | nearmap.com

Nearmap (ASX:NEA) provides easy, instant access to high resolution aerial imagery, city-scale 3D content, AI data sets, and geospatial tools. Using its own patented camera systems and processing software, Nearmap captures wide-scale urban areas in Australia, New Zealand, the United States and Canada several times each year, making current content instantly available in the cloud via web app or API integration. Every day, Nearmap helps thousands of users conduct virtual site visits for deep, data driven insights—enabling informed decisions, streamlined operations and better financial performance. Nearmap was founded in Australia in 2007 and is one of the largest aerial survey companies in the world.

About Thoma Bravo | www.thomabravo.com

Thoma Bravo is one of the largest private equity firms in the world, with more than US\$114 billion in assets under management as of March 31, 2022. The firm invests in growth-oriented, innovative companies operating in the software and technology sectors. Leveraging the firm's deep sector expertise and proven strategic and operational capabilities, Thoma Bravo collaborates with its portfolio companies to implement operating best practices, drive growth initiatives and make accretive acquisitions intended to accelerate revenue and earnings. Over the past 20 years, the firm has acquired or invested in more than 380 companies representing over US\$190 billion in enterprise value. The firm has offices in Chicago, Miami and San Francisco.

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PROFOUNDLY CHANGE THE WAY THEY
WORK.**

NEARMAP.COM

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