ASX release

30 November 2015

RESULTS OF ANNUAL GENERAL MEETING

nearmap Ltd (ASX: NEA), Australia’s leading provider of frequently updated, high resolution imagery, advises the outcome of resolutions put to the annual general meeting of shareholders held today, 30 November 2015.

The following resolutions were carried on a show of hands:

Resolution 1 – Non-Binding Resolution to adopt Remuneration Report
Resolution 2 – Re-election of Director – Mr Cliff Rosenberg
Resolution 3 – Amended Employee Share Option Plan
Resolution 4 – Increase in Non-Executive Directors’ Fees
Resolution 5 – Grant of Director Options to Dr Rob Newman
Resolution 5 – Grant of Director Options to Mr Cliff Rosenberg

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

# Voting Results

**Resolution details** | **Instructions given to validly appointed proxies** (as at proxy close) | **Number of votes cast on the poll** (where applicable) | **Resolution Result**
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| Resolution | Resolution Type | For | Against | Proxy's Discretion | Abstain | For | Against | Abstain* | Carried / Not Carried |
| 1 Non Binding Resolution to adopt Remuneration Report | Ordinary | 52,474,442 79.52% | 11,014,513 16.69% | 2,497,482 3.79% | 607,147 | | | | Carried | Carried on a show of hands |
| 2 Re-election of Mr Cliff Rosenberg as a Director | Ordinary | 126,297,560 91.01% | 10,003,650 7.21% | 2,464,082 1.78% | 425,383 | | | | Carried | Carried on a show of hands |
| 3 Amended Employee Share Option Plan | Ordinary | 107,106,414 85.49% | 15,723,041 12.55% | 2,449,832 1.96% | 316,592 | | | | Carried | Carried on a show of hands |
| 4 Increase in Non-Executive Directors' Fees | Ordinary | 64,166,925 76.01% | 17,791,104 21.08% | 2,452,482 2.91% | 577,869 | | | | Carried | Carried on a show of hands |
| 5 Grant of Director Options to Dr Rob Newman | Ordinary | 52,199,624 78.77% | 11,612,876 17.53% | 2,445,732 3.70% | 335,352 | | | | Carried | Carried on a show of hands |
| 6 Grant of Director Options to Mr Cliff Rosenberg | Ordinary | 41,553,862 62.75% | 22,211,138 33.55% | 2,445,732 3.70% | 382,852 | | | | Carried | Carried on a show of hands |

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