

ASX release

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NOTICE UNDER SECTION 708A(5)(e) OF THE CORPORATIONS ACT

29 November 2016 – SYDNEY

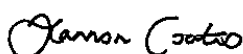
This notice is given by Nearmap Ltd ACN 083 702 907 (ASX:NEA) (**Company**) under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Corporations Act**).

The Company has today issued 28,571,429 fully paid ordinary shares (**New Shares**) to sophisticated, institutional and professional investors, as outlined in the Company's announcement dated 24 November 2016.

For the purposes of section 708A(6) of the Corporations Act, the Company advises that:

- (a) the New Shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act;
- (b) this notice is being given under section 708A(5)(e) of the Corporations Act;
- (c) as at the date of this notice, the Company has complied with:
 - (i) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
 - (ii) section 674 of the Corporations Act; and
- (d) as at the date of this notice, there is no excluded information of the type referred to in sections 708A(7) and 708A(8) of the Corporations Act.

Yours faithfully

A handwritten signature in black ink that reads "Shannon Coates".

Shannon Coates
Company Secretary

This announcement has been prepared for publication in Australia and may not be released or distributed in the United States. This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or any other jurisdiction. Any securities described in this announcement have not been, and will not be, registered under the US Securities Act of 1933 and may not be offered or sold in the United States except in transactions exempt from, or not subject to, the registration of the US Securities Act and applicable US state securities laws.

About Nearmap

Built around proprietary PhotoMaps™ aerial imagery technology, Nearmap is a visual analytics company with a focus on empowering businesses with timely and reliable information on which to make decisions quickly and with confidence.

Our breakthrough technology enables imagery to be updated much more frequently than other providers. With populations of multiple countries covered regularly, Nearmap is changing the way governments, companies and communities see their world.

Further Information

Investors

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