

4 September 2018

Company Announcements Office  
ASX Limited  
20 Bridge Street  
SYDNEY NSW 2000

### **Change of Director's Interest Notice – Mr Mark Fitzgibbon**

Attached is an Appendix 3Y - Change of Director's Interest Notice for Mr Mark Fitzgibbon.

nib's Managing Director, Mr Mark Fitzgibbon, has informed the company that he sold 60,000 nib shares (which he held directly) on market on 29 August 2018. Mr Fitzgibbon sold the 60,000 shares to meet a personal income tax obligation resulting from past awards of remuneration for his role in the form of nib shares.

The Appendix 3Y details the sale of shares mentioned above as well as the allotment of ordinary shares to Mr Fitzgibbon on the vesting of FY15-FY18 Long Term Incentive Plan (LTIP) Performance Rights granted to Mr Fitzgibbon under the nib LTIP and the allotment of ordinary shares to Mr Fitzgibbon under the nib Short Term Incentive Plan on 1 September 2018. In total:

- 234,714 ordinary shares were allotted to Mr Fitzgibbon on the vesting of FY15-FY18 LTIP Performance Rights granted under the nib Long Term Incentive Plan, with these shares purchased on market; and
- 91,561 ordinary shares were allotted to Mr Fitzgibbon under the nib Short Term Incentive Plan, with these shares purchased on market.

Yours sincerely,



Roslyn Toms  
**Company Secretary**

### **For further information please contact:**

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# 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

<b>Name of entity – nib holdings limited</b>
<b>ABN – 51 125 633 856</b>

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.

<b>Name of Director</b>	Mark Fitzgibbon
<b>Date of last notice</b>	9 March 2018

### 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.

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Shares held by Fitzy (NSW) Pty Ltd as Trustee for Fitz Family Fund in which Mark Fitzgibbon is the sole Director and beneficiary of the Trust.
<b>Date of change</b>	29 August 2018 and 1 September 2018
<b>No. of securities held prior to change</b>	1,453,348 – Direct (held by Mark Fitzgibbon) 660,621 – Indirect (held by Fitzy (NSW) Pty Ltd as Trustee for Fitz Family Fund).
<b>Class</b>	Ordinary shares

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<b>Number acquired</b>	326,275 ordinary shares on 1 September 2018 being: <ul style="list-style-type: none"> <li>- 234,714 ordinary shares allotted on the vesting of FY15-FY18 LTIP Performance Rights granted under the nib Long Term Incentive Plan. 50% of the ordinary shares allotted have a two year escrow period.</li> <li>- 91,561 ordinary shares allotted under the nib Short Term Incentive Plan representing 50% of Mr Fitzgibbon's FY18 short-term incentive that has been granted in the form of shares. Half of the shares have a 12 month escrow period with the second half having a two year escrow period.</li> </ul>
<b>Number disposed</b>	Direct – 60,000 ordinary shares.
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil for the ordinary shares allotted on the vesting of Performance Rights on 1 September 2018.  \$590,643.00 for the ordinary shares allotted under the nib Short Term Incentive Plan on 1 September 2018.  \$380,920.20 for the ordinary shares sold on 29 August 2018 (direct – held by Mark Fitzgibbon).
<b>No. of securities held after change</b>	1,719,623 – Direct (held by Mark Fitzgibbon)  660,621 – Indirect (held by Fitzy (NSW) Pty Ltd as Trustee for Fitz Family Fund)
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	234,714 ordinary shares purchased on market and allotted on vesting of Performance Rights issued under the nib Long Term Incentive Plan.  91,561 ordinary shares purchased on market and allotted pursuant to the nib Short Term Incentive Plan  60,000 shares (held directly by Mark Fitzgibbon) were disposed of by Mark Fitzgibbon on market.

**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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A

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<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
<b>Interest after change</b>	N/A

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A