

# 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>	13 May 2016

### 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> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	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>	2 September 2016
<b>No. of securities held prior to change</b>	1,122,656 – 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
<b>Number acquired</b>	292,561 ordinary shares being: <ul style="list-style-type: none"> <li>- 207,353 ordinary shares allotted on the vesting of FY13-FY16 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>- 85,208 ordinary shares allotted under the nib Short Term Incentive Plan representing 50% of Mr Fitzgibbon's FY16 short-term incentive that has been deferred into shares. Half of the shares vest after 12 months with the second half vesting after two years.</li> </ul>

+ See chapter 19 for defined terms.

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<b>Number disposed</b>	Nil
<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  \$384,560.00 for the ordinary shares allotted under the nib Short Term Incentive Plan
<b>No. of securities held after change</b>	1,415,217 – 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	Shares purchased on market and allotted on vesting of Performance Rights issued under the nib Long Term Incentive Plan.  Shares purchased on market and allotted pursuant to the nib Short Term Incentive Plan.

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

**Part 3 – <sup>+</sup>Closed period**

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

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<sup>+</sup> See chapter 19 for defined terms.