

7 November 2019

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 transferred (through an off-market transfer) 34,000 nib shares from his direct holding (Mark Fitzgibbon) to Fitzy (NSW) Pty Ltd (indirect holding) on 1 November 2019.

Fitzy (NSW) Pty Ltd is Trustee for Fitz Family Fund. Mark Fitzgibbon is the sole Director and beneficiary of the Trust.

Yours sincerely,



Roslyn Toms
Company Secretary

For further information please contact:

Matthew Neat
Head of Corporate Affairs & Investor Relations
T: +61 (0)2 4914 1777
M: +61 (0)411 700 006
E: m.neat@nib.com.au

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

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| Name of entity – nib holdings limited |
| ABN – 51 125 633 856 |

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.

| | |
|----------------------------|-----------------|
| Name of Director | Mark Fitzgibbon |
| Date of last notice | 3 October 2019 |

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.

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| Direct or indirect interest | Direct and Indirect |
| Nature of indirect interest (including registered holder) 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. |
| Date of change | 1 November 2019 |
| No. of securities held prior to change | 1,909,847 – Direct (held by Mark Fitzgibbon) 690,621 – Indirect (held by Fitzy (NSW) Pty Ltd as Trustee for Fitz Family Fund). |
| Class | Ordinary shares |

Appendix 3Y
Change of Director's Interest Notice

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|---|---|
| Number acquired | Indirect - 34,000 ordinary shares acquired by Fitzzy (NSW) Pty Ltd as Trustee for Fitz Family Fund, being an off-market transfer from Mark Fitzgibbon. |
| Number disposed | Direct – 34,000 shares disposed of by Mark Fitzgibbon, being an off-market transfer to Fitzzy (NSW) Pty Ltd as Trustee for Fitz Family Fund. |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | \$232,900 being an off-market transfer of 34,000 shares by Mark Fitzgibbon to Fitzzy (NSW) Pty Ltd as Trustee for Fitz Family Fund. |
| No. of securities held after change | 1,875 847 – Direct (held by Mark Fitzgibbon) 724,621 – Indirect (held by Fitzzy (NSW) Pty Ltd as Trustee for Fitz Family Fund) |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Transfer of 34,000 ordinary shares off-market by Mark Fitzgibbon on 1 November 2019 to Fitzzy (NSW) Pty Ltd as Trustee for Fitz Family Fund. Mark Fitzgibbon is the sole Director and beneficiary of the Trust. |

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.

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| Detail of contract | N/A |
| Nature of interest | N/A |
| Name of registered holder (if issued securities) | N/A |
| Date of change | N/A |
| No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| Interest acquired | N/A |
| Interest disposed | N/A |
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | N/A |
| Interest after change | N/A |

Part 3 – ⁺Closed period

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|---|-----|
| Were the interests in the securities or contracts detailed above traded during a ⁺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 |