Nomination Committee Charter

nib holdings limited ABN 125 633 856 and all related entities within the nib Group ("nib") or ('the nib Group")

Dated **3 March 2026**

Nomination Committee Charter

1 Background and Purpose

1.1 nib Group

The nib Group ("**nib Group**" or "**nib**) comprises nib holdings limited ABN 125 633 856 and its subsidiary companies worldwide.

1.2 Board Committees

The Board of nib holdings limited (the **Board**) has established the following Board Committees to consider reports provided by Management and provide oversight, recommendations and guidance to the Board in accordance with the Charter for each Committee. The responsibilities of the Board Committees complement each other and collectively provide governance over the material risks of the group.

The Board Committees are:

- Audit Committee;
- Risk and Reputation Committee;
- People and Remuneration Committee; and
- Nomination Committee.

1.3 Authority

The Nomination Committee (the **Committee**) has the authority and power to exercise the responsibilities set out in this Charter and in accordance with any separate delegations of the Board of nib granted from time to time.

In carrying out its role the Committee acts as the Nomination Committee of nib holdings limited and assists the Board and nib Group-related entities in establishing and having oversight of nib's director nomination and performance evaluation processes as well as Board composition requirements.

2 Role of the Committee

2.1 Nominations for the Board

The Committee assists and makes recommendations to the Board on:

(a) director selection and appointment practices;

(b) director performance evaluation processes and criteria;

(c) Board composition; and

(d) succession planning for the Board,

to ensure that the Board is of a size and composition conducive to making decisions expediently, with the benefit of a variety of perspectives, skills, experience, expertise and diversity, in the best interests of the nib Group and taking account of the expectations of relevant stakeholders, including investors and regulators.

2.2 Board committees

The Board is responsible for the appointment of the members of the Board committees, including the chairman of the committee as specified in each committee charter and will review the performance and membership of each committee annually.

3 Nomination Committee responsibilities

3.1 Committee responsibilities

The Committee is responsible for (and where appropriate, making recommendations to the Board):

(a) assessing the necessary and desirable competencies of Board members. This includes the requirement for Board members, collectively, to have the necessary skills, knowledge and experience to understand nib's risks, including its legal and prudential obligations and to ensure that nib is managed in an appropriate way taking into account these risks;

(b) making recommendations regarding the size of the Board so that the size encourages efficient decision making;

(c) developing and reviewing the process for the selection and removal of directors in accordance with the Board Renewal Policy;

(d) reviewing the composition of the Board and Board committees to ensure that there is an appropriate mix of skills, experience, expertise, independence and diversity to enable the Board to discharge its duties and responsibilities effectively;

(e) identifying and making recommendations to the Board for the appointment of new Board member candidates, having regard to their skills, experience, expertise and background and advising whether the appointment of the proposed candidate(s) will bring appropriate skills, experience, expertise and diversity to the Board;

(f) developing and reviewing induction procedures for new appointees to the Board to enable them to effectively discharge their duties, to ensure that any induction process includes the culture and values of the nib Group, meeting arrangements and director interaction with each other, senior executives and other stakeholders;

(g) overseeing the implementation of procedures for assessing, at least annually, the performance of individual directors as well as the performance of the Board, Board committees', Chairman of the Board and each committee chairman relative to their respective objectives;

(h) reviewing the time required from non-executive directors and whether non-executive directors are meeting these requirements or have capacity limitations due to other commitments; and

(i) reviewing board succession plans and processes, to maintain an appropriate balance of skills, experience, expertise and diversity.

3.2 Continuing Education

Continuing education to enhance director competencies, to keep directors up to date and enhance directors' knowledge and skills will be made available to enable directors to complete mandatory nib Group training modules and will otherwise be

agreed between the individual director and the Chairman, taking account of changes to nib's business, its skills matrix, director performance evaluations, Board and Committee performance evaluations and Board succession planning.

4 Delegation

The Committee may delegate any of its powers and responsibilities as the Committee thinks appropriate to a director.

5 Membership

5.1 Composition and size

The Committee will consist of at least three members, a majority of whom are independent, non-executive directors.

The composition of the Committee is determined by the Board.

5.2 Chairman

(a) The chairman of the Committee is appointed by the Board and must be an independent non-executive director.

(b) Where the Committee chairman is not present at a meeting, the Committee may elect a chairman for the meeting.

5.3 Commitment of Committee members

Committee members must devote the necessary time and attention for the Committee to carry out its responsibilities.

5.4 Secretary

The Company Secretary of nib holdings limited or their nominee is the secretary of the Committee.

6 Committee meetings and processes

6.1 Meetings

Meetings and proceedings of the Committee are governed by the provisions in nib's constitution in so far as they are applicable and not inconsistent with this charter.

Committee members may attend meetings in person or by electronic means.

6.2 Frequency and calling of meetings

The Committee will meet as at least annually, or more often as appropriate to undertake its role effectively.

The chairman must call a meeting of the Committee if requested by any member of the Committee, the external auditor, the internal auditor or the chairman of the Board.

6.3 Quorum

Three directors constitute a quorum for meetings of the Committee.

6.4 Minutes

The secretary will keep minute books to record the proceedings and resolutions of Committee meetings.

6.5 Access to information and advisers

The Committee has the authority to:

(a) require Management or others to attend meetings and to provide any information or advice that the Committee requires;

(b) access nib's documents and records, and any information that the Committee deems appropriate for the performance of its functions; and

(c) at the expense of nib, obtain the advice of special or independent counsel, accountants or other experts.

6.6 Reporting to the Board

The Committee will:

(a) make available copies of its minutes to the Board;

(b) through the Committee chairman, provide updates and make recommendations to the Board on matters that are within the scope of its roles and responsibilities; and

(c) promptly bring to the Board's attention any material matters that may impact the financial condition or affairs of nib.

7 Committee's performance evaluation

The Committee will review its performance annually, including whether it is performing effectively and has met the terms of its charter. The Committee will provide a report on the outcomes of this review to the Board.

8 Review and publication of charter

The Board will review this charter at least annually to ensure it remains relevant to the current needs of nib and regulatory requirements, and whenever there are significant changes to the operations, scale, or management structure of nib. This charter may be amended by resolution of the Board.

The charter is available on the nib website at www.nib.com.au

9 Access and attendance

9.1 Access

The Committee will have unfettered access to the following:

(a) Managing Director/Chief Executive Officer; and

(b) senior management.

Any Committee member that wishes to have access to any of the above persons will arrange that access through the Committee chairman.

9.2 Attendance

The following persons are invited to attend each meeting of the Committee, except for non-executive director sessions unless invited by the Committee, and to have unfettered access to the Committee (usually via the Committee chairman):

(a) Managing Director/Chief Executive Officer; and

(b) any other executives as invited from time to time by Committee chairman.

Approved by the Board with effect on 3 March 2025