

2 December 2020

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, was issued 314,792 Performance Rights under the FY21-24 Long Term Incentive Plan on 27 November 2020. Further details regarding the issue of Performance Rights can be found in the Appendix 3G and ASX announcement released on 27 November 2020 to the Australian Securities Exchange.

Mr Fitzgibbon, has also transferred (through an off-market transfer) 100,000 nib shares from his direct holding (Mark Fitzgibbon) to Fitzy (NSW) Pty Ltd (indirect holding) on 25 November 2020.

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:

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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

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	23 September 2020

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.

Direct or indirect interest	Direct and indirect
Nature of indirect interest (including registered holder) <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.
Date of change	Off-market transfer: 25 November 2020 Issue of Performance Rights: 27 November 2020
No. of securities held prior to change	222,298 Performance Rights held under the FY18-FY21 LTIP which may vest from 1 September 2021 – if 100% vest, 222,298 ordinary shares will be allocated. 215,962 Performance Rights under the FY19-FY22 LTIP which may vest from 1 September 2022 – if 100% vest, 215,962 ordinary shares will be allocated. 200,632 Performance Rights under the FY20-FY23 LTIP which may vest from 1 September 2023 – if 100% vest, 200,632 ordinary shares will be allocated. 1,929,708 shares– Direct (held by Mark Fitzgibbon) 724,621 shares – Indirect (held by Fitzy (NSW) Pty Ltd as Trustee for Fitz Family Fund)

+ See chapter 19 for defined terms.

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Class	Ordinary shares
Number acquired	Indirect – 100,000 ordinary shares acquired by Fitzy (NSW) Pty Ltd as Trustee for Fitz Family Fund, being an off-market transfer from Mark Fitzgibbon. 314,792 Performance Rights under the FY21-24 LTIP.
Number disposed	Direct – 100,000 shares disposed of by Mark Fitzgibbon, being an off-market transfer to Fitzy (NSW) Pty Ltd as Trustee for Fitz Family Fund.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	For the off-market transfer: \$500,000 for the transfer of 100,000 shares by Mark Fitzgibbon to Fitzy (NSW) Pty Ltd as Trustee for Fitz Family Fund. For the Performance Rights: \$nil – At the 5 November 2020 Annual General Meeting of nib holdings limited, shareholder approval was received for the participation of Mark Fitzgibbon in nib's LTIP from 1 July 2020. Further details are included in the 2 October 2020 ASX Announcement – Notice of Meeting/Voting Form.
No. of securities held after change	222,298 Performance Rights held under the FY18-FY21 LTIP which may vest from 1 September 2021 – if 100% vest, 222,298 ordinary shares will be allocated. 215,962 Performance Rights under the FY19-FY22 LTIP which may vest from 1 September 2022 – if 100% vest, 215,962 ordinary shares will be allocated. 200,632 Performance Rights under the FY20-FY23 LTIP which may vest from 1 September 2023 – if 100% vest, 200,632 ordinary shares will be allocated. 314,792 Performance Rights under the FY21-FY24 LTIP which may vest from 1 September 2024 – if 100% vest, 314,792 ordinary shares will be allocated. 1,829,708 shares – Direct (held by Mark Fitzgibbon) 824,621 shares – Indirect (held by Fitzy (NSW) Pty Ltd as Trustee for Fitz Family Fund)

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<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Transfer of 100,000 ordinary shares off-market by Mark Fitzgibbon on 25 November to Fitzy (NSW) Pty Ltd as Trustee for Fitz Family Fund. Mark is the sole Director and beneficiary of the trust.</p> <p>Performance Rights granted on 27 November 2020 pursuant to the Terms and Conditions and Rules of the nib LTIP. If the Performance Rights vest, the Director is entitled to be allocated one ordinary share for each right.</p>
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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.

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

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Part 3 – ⁺Closed period

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

⁺ See chapter 19 for defined terms.