

Appendix 3X

Initial 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 30/9/2001.

Name of entity	Genworth Mortgage Insurance Australia Limited
ABN	72 154 890 730

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Georgette Cecelia Nicholas
Date of appointment	30 May 2016

Part 1 - Director's relevant interests in securities of which the director is the registered holder

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.

Number & class of securities

- (1) 62,893 ordinary shares in Genworth Mortgage Insurance Australia Limited (**GMA**).
- (2) 549,848 Share Rights in GMA held under the Genworth Australia Share Rights Plan. Subject to the satisfaction of certain vesting conditions, each Share Right will be exercisable, for no cash consideration, for one ordinary share in GMA.
- (3) 11,047 shares of Class A Common Stock in Genworth Financial, Inc. (**GFI**)
- (4) 17,550 Stock Options in GFI. Each Stock Option represents the right to acquire one share of GFI common stock on exercise subject to the terms of the Stock Option.
- (5) 56,400 Stock Appreciation Rights in GFI (**SAR**). Each SAR represents the right to receive an amount payable in shares of GFI common stock on the date of exercise over the base price of the SAR.
- (6) 7,524 Restricted Stock Units in GFI (**RSU**). Each RSU represents a contingent right to receive one share of GFI common stock in the future. If GFI pays dividends on its common stock, dividend equivalents accrue with respect to the RSUs and are paid in cash at the time that the corresponding RSUs vest.

+ See chapter 19 for defined terms.

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Part 2 – Director's relevant interests in securities of which the director is not the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Number & class of Securities
Not applicable	Not applicable

Part 3 – 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	Contract between GMA and Ms Nicholas, under which Ms Nicholas has the right to be issued the Share Rights described in Part 1 paragraph (2) of this notice.
Nature of interest	Not applicable
Name of registered holder (if issued securities)	Not applicable
No. and class of securities to which interest relates	As described in Part 1 paragraph (2) of this notice.

+ See chapter 19 for defined terms.