



nib holdings limited
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7 September 2023

Company Announcements Office
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

Change of Director's Interest Notice – Mr Mark Fitzgibbon

To the Company Announcement Office,

Attached is Appendix 3Y – Change in Director's Interest Notice for Mr Mark Fitzgibbon.

The Appendix 3Y details the allotment of ordinary shares to Mr Fitzgibbon on the vesting of FY20-FY23 Long Term Incentive Plan (LTIP) Performance Rights granted to Mr Fitzgibbon under the nib LTIP and the allotment of ordinary shares to Mr Fitzgibbon under the nib Short Term Incentive Plan on 1 September 2023. In total:

- 139,730 ordinary shares were allotted to Mr Fitzgibbon on the vesting of FY20-FY23 LTIP Performance Rights granted under the nib LTIP, with these shares purchased on market, and the remaining 60,902 performance rights lapsed; and
- 86,977 ordinary shares were allotted to Mr Fitzgibbon under the nib Short Term Incentive Plan, with these shares purchased on market.

Mr Mark Fitzgibbon has also informed the company that he sold 70,000 nib shares (which he held directly) on market on 31 August 2023 and 1 September 2023 to meet a personal income tax obligation.

Yours faithfully,

Roslyn Toms
Company Secretary

For further information, please contact:

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This announcement has been authorised for release by Roslyn Toms, nib Company Secretary.

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	1 September 2023

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
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	n/a
Date of change	31 August 2023 for 35,000 ordinary shares sold on market. 1 September 2023 for 35,000 ordinary shares sold on market. 1 September 2023 for 139,730 ordinary shares allotted to Mr Fitzgibbon on vesting of FY20-FY23 LTIP performance rights and 86,977 ordinary shares allotted to Mr Fitzgibbon under the FY23 STI plan.

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

No. of securities held prior to change	<p>1,713,115 – Direct ordinary shares held by Mark Fitzgibbon</p> <p>904,621 indirect ordinary shares held by Fitzy (NSW) Pty Ltd as Trustee for Fitz Family Fund.</p> <p>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.</p> <p>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.</p> <p>220,251 Performance Rights under the FY22- FY25 LTIP which may vest from 1 September 2025 – if 100% vest, 220,251 ordinary shares will be allocated.</p> <p>189,748 Performance Rights under the FY22- FY25 LTIP which may vest from 1 September 2026 – if 100% vest, 189,748 ordinary shares will be allocated.</p>
Class	Ordinary
Number acquired	<p>Direct – 226,707 ordinary shares on 1 September 2023, being:</p> <ul style="list-style-type: none"> - 139,730 ordinary shares allotted on the vesting of FY20- FY23 LTIP Performance Rights granted under the nib LTIP. 50% of the ordinary shares allotted have a two-year escrow period. – 86,977 ordinary shares allotted under the nib Short Term Incentive Plan representing 50% of Mr Fitzgibbon's FY23 short-term incentive that has been granted in the form of shares. Half of the shares have a 12-month escrow period with the second half having a two-year escrow period.

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Number disposed	<p>Direct – 35,000 ordinary shares sold by Mr Mark Fitzgibbon on market on 31 August 2023.</p> <p>Direct – 35,000 ordinary shares sold by Mr Mark Fitzgibbon on market on 1 September 2023.</p>
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	<p>Nil for the 139,730 ordinary shares allotted to Mr Mark Fitzgibbon under the FY20-23 LTIP on 1 September 2023</p> <p>Nil for the 86,977 ordinary shares allotted to Mark Fitzgibbon under the FY23 STI plan on 1 September 2023</p> <p>\$290,511.99 for 35,000 ordinary shares sold on market on 31 August 2023.</p> <p>\$288,464.64 for 35,000 ordinary shares sold on market on 1 September 2023.</p>
No. of securities held after change	<p>1,869,822– Direct ordinary shares held by Mark Fitzgibbon</p> <p>904,621 indirect ordinary shares held by Fitzzy (NSW) Pty Ltd as Trustee for Fitz Family Fund.</p> <p>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.</p> <p>220,251 Performance Rights under the FY22- FY25 LTIP which may vest from 1 September 2025 – if 100% vest, 220,251 ordinary shares will be allocated.</p> <p>189,748 Performance Rights under the FY22- FY25 LTIP which may vest from 1 September 2026 – if 100% vest, 189,748 ordinary shares will be allocated.</p>

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Appendix 3Y

Change of Director's Interest Notice

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>Following the vesting of the Performance Rights under the FY20-23 LTIP, 139,730 shares vested on 1 September 2023, while the remaining 60,902 performance rights lapsed.</p> <p>139,730 ordinary shares were purchased on market and were allotted to Mr Fitzgibbon on vesting of Performance Rights issued under the nib FY20-23 LTIP.</p> <p>86,977 ordinary shares were purchased on market and allotted to Mr Fitzgibbon pursuant to the nib Short Term Incentive Plan.</p> <p>Sale on market of 35,000 ordinary shares on 31 August 2023 by Mr Fitzgibbon.</p> <p>Sales on market of 35,000 ordinary shares on 1 September 2023 by Mr Fitzgibbon.</p>
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+ See chapter 19 for defined terms.

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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	n/a
Interest acquired	n/a
Interest disposed	n/a
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	n/a
Interest after change	n/a

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.