

**Date** 29 October 2014  
**Subject** Annual General Meeting Resolutions

As required by Listing Rule 3.13.2, nib holdings limited advises of the following results in relation to each item of business considered by shareholders at the 2014 Annual General Meeting held in Sydney today.

As required by section 251AA(2) of the Corporations Act, the proxy summary is provided below:

**Item 2<sup>1</sup> of the agenda of the Annual General Meeting (Advisory Resolution) – that the Remuneration Report of the Company for the financial year ended 30 June 2014 (set out in the Directors’ Report) is adopted.**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Open at Chairman’s Discretion	Open – Other	Abstain
82,677,665	1,573,203	3,830,968	592,607	2,385,141
93.24%	1.77%	4.32%	0.67%	-

**Item 3 of the agenda of the Annual General Meeting (Ordinary Resolution) – that Ms Lee Ausburn be elected as an Independent Non-Executive Director of the Company.**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Open at Chairman’s Discretion	Open – Other	Abstain
84,073,514	571,395	3,849,057	574,257	2,299,663
94.39%	0.64%	4.32%	0.65%	-

**Item 4 of the agenda of the Annual General Meeting (Ordinary Resolution) – that Mr Harold Bentley be re-elected as a Non-Executive Director of the Company.**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Open at Chairman’s Discretion	Open – Other	Abstain
84,220,158	523,107	3,829,047	574,257	2,221,316
94.48%	0.58%	4.30%	0.64%	-

**Item 5 of the agenda of the Annual General Meeting (Ordinary Resolution) – that Ms Christine McLoughlin be re-elected as a Non-Executive Director of the Company.**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Open at Chairman’s Discretion	Open – Other	Abstain
84,084,221	657,652	3,840,681	574,257	2,211,076
94.31%	0.74%	4.31%	0.64%	-

**Item 6<sup>2</sup> of the agenda of the Annual General Meeting (Ordinary Resolution) – Approval of MD/CEO participation in Long-Term Incentive Plan.**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Open at Chairman’s Discretion	Open – Other	Abstain
83,056,603	2,664,784	3,867,780	574,257	896,960
92.13%	2.95%	4.28%	0.64%	-

As required by section 251AA(2) of the *Corporations Act*, the poll summary is provided below:

**Item 2<sup>1</sup> of the agenda of the Annual General Meeting (Advisory Resolution) – that the Remuneration Report of the Company for the financial year ended 30 June 2014 (set out in the Directors' Report) is adopted.**

For	Against	Abstain
87,400,271	1,579,503	2,399,941
98.22%	1.78%	-

**Item 3 of the agenda of the Annual General Meeting (Ordinary Resolution) – that Ms Lee Ausburn be elected as an Independent Non-Executive Director of the Company.**

For	Against	Abstain
91,425,854	590,795	2,301,679
99.36%	0.64%	-

**Item 4 of the agenda of the Annual General Meeting (Ordinary Resolution) – that Mr Harold Bentley be re-elected as a Non-Executive Director of the Company.**

For	Against	Abstain
91,546,888	527,107	2,229,332
99.43%	0.57%	-

**Item 5 of the agenda of the Annual General Meeting (Ordinary Resolution) – that Ms Christine McLoughlin be re-elected as a Non-Executive Director of the Company.**

For	Against	Abstain
91,424,346	672,791	2,213,092
99.27%	0.73%	-

**Item 6<sup>2</sup> of the agenda of the Annual General Meeting (Ordinary Resolution) – Approval of MD/CEO participation in Long-Term Incentive Plan.**

For	Against	Abstain
87,739,571	2,691,184	924,660
97.02%	2.98%	-

<sup>1</sup>Please see page 3 of the Notice of Meeting for the voting exclusions which were applied to the resolution relating to this item of business.

<sup>2</sup>Please see page 3 of the Notice of Meeting for the voting exclusions which were applied to the resolution relating to this item of business.