

Date 1 November 2017
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 2017 Annual General Meeting held in Sydney today.

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

Item 2¹ of the agenda of the Annual General Meeting (Advisory Resolution) – that the Remuneration Report of the Company for the financial year ended 30 June 2017 (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 |
|-------------|-----------|-------------------------------|--------------|-----------|
| 142,255,500 | 1,622,401 | 3,143,960 | 530,248 | 1,073,849 |
| 96.41% | 1.10% | 2.13% | 0.36% | - |

Item 3 of the agenda of the Annual General Meeting (Ordinary Resolution) – that Ms Lee Ausburn 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 |
|-------------|---------|-------------------------------|--------------|-----------|
| 143,224,671 | 630,784 | 3,162,038 | 537,817 | 1,085,647 |
| 97.06% | 0.43% | 2.15% | 0.36% | - |

Item 4 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 |
|-------------|---------|-------------------------------|--------------|-----------|
| 143,230,810 | 636,764 | 3,164,393 | 537,817 | 1,071,173 |
| 97.06% | 0.43% | 2.15% | 0.36% | - |

Item 5 of the agenda of the Annual General Meeting (Ordinary Resolution) – that Ms Anne Loveridge be 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 |
|-------------|---------|-------------------------------|--------------|-----------|
| 143,154,670 | 630,220 | 3,205,483 | 538,217 | 1,106,013 |
| 97.04% | 0.42% | 2.18% | 0.36% | - |

Item 6² of the agenda of the Annual General Meeting (Ordinary Resolution) – Approval of 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 |
|-------------|-----------|-------------------------------|--------------|-----------|
| 140,794,607 | 2,760,931 | 3,167,536 | 519,452 | 1,381,103 |
| 95.63% | 1.87% | 2.15% | 0.35% | - |

Item 7² of the agenda of the Annual General Meeting (Ordinary Resolution) – Approval to increase aggregate fee pool for Non-Executive Directors.

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 |
|-------------|-----------|-------------------------------|--------------|-----------|
| 138,075,862 | 5,502,477 | 3,126,320 | 519,833 | 1,401,387 |
| 93.79% | 3.74% | 2.12% | 0.35% | - |

Item 8 of the agenda of the Annual General Meeting (Special Resolution) – Amendments to nib's Constitution.

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 |
|-------------|-----------|-------------------------------|--------------|-----------|
| 142,145,319 | 1,181,943 | 3,259,444 | 525,827 | 1,528,286 |
| 96.63% | 0.80% | 2.22% | 0.35% | - |

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

Item 2¹ of the agenda of the Annual General Meeting (Advisory Resolution) – that the Remuneration Report of the Company for the financial year ended 30 June 2017 (set out in the Directors' Report) is adopted.

| For | Against | Abstain |
|-------------|-----------|-----------|
| 145,622,198 | 1,633,971 | 1,594,427 |
| 98.89% | 1.11% | - |

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

| For | Against | Abstain |
|-------------|---------|-----------|
| 151,209,364 | 643,093 | 1,601,701 |
| 99.58% | 0.42% | - |

Item 4 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 |
|-------------|---------|-----------|
| 151,208,952 | 676,694 | 1,587,727 |
| 99.55% | 0.45% | - |

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

| For | Against | Abstain |
|-------------|---------|-----------|
| 151,168,377 | 633,905 | 1,619,967 |
| 99.58% | 0.42% | - |

Item 6² of the agenda of the Annual General Meeting (Ordinary Resolution) – Approval of participation in Long-Term Incentive Plan.

| For | Against | Abstain |
|-------------|-----------|-----------|
| 144,180,635 | 2,771,078 | 1,885,070 |
| 98.11% | 1.89% | - |

Item 7² of the agenda of the Annual General Meeting (Ordinary Resolution) – Approval to increase aggregate fee pool for Non-Executive Directors.

| For | Against | Abstain |
|-------------|-----------|-----------|
| 141,407,704 | 5,532,272 | 2,222,634 |
| 96.24% | 3.76% | - |

Item 8 of the agenda of the Annual General Meeting (Special Resolution) – Amendments to nib's Constitution.

| For | Against | Abstain |
|-------------|-----------|-----------|
| 150,308,762 | 1,189,697 | 2,029,850 |
| 99.21% | 0.79% | - |

¹Please see page 2 of the Notice of Meeting for the voting exclusions which were applied to the resolution relating to this item of business.

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