

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	QBE INSURANCE GROUP LIMITED
ABN	28 008 485 014

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	Patrick Regan
Date of last notice	14 March 2017

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	N/A
Date of change	12 and 13 April 2017
No. of securities held prior to change	725,440 fully paid ordinary shares 611,157 unlisted conditional rights 43,613 unlisted conditional rights (accrued notional bonus shares)
Class	Ordinary Shares Unlisted Conditional Rights Unlisted Conditional Rights (accrued notional bonus shares)
Number acquired	15,624 Ordinary Shares 12,943 Unlisted Conditional Rights (accrued notional bonus shares)
Number disposed	138,713 Unlisted Conditional Lapsed Rights 13,578 Unlisted Conditional Lapsed Rights (accrued notional bonus shares)

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	N/A
No. of securities held after change	741,064 fully paid ordinary shares 472,444 unlisted conditional rights 42,978 unlisted conditional rights (accrued notional bonus shares)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	12 April 2017: Lapsed rights of 138,713 Long-Term Incentive Plan Rights Tranche 2 and 3 and 13,578 Long-Term Incentive Plan Rights Tranche 2 and 3 (accrued notional bonus shares) 13 April 2017: Issue of 15,624 Ordinary Shares under the QBE Bonus Share Plan Issue of 12,943 Unlisted Conditional Rights (accrued notional bonus shares) under the QBE Bonus Share Plan

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

Part 3 – +Closed period

+ See chapter 19 for defined terms.

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Were the interests in the securities or contracts detailed above traded during a ⁺ closed period where prior written clearance was required?	N/A
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.

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ABN	28 008 485 014

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	John David Neal
Date of last notice	14 March 2017

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	N/A
Date of change	12, 13 and 21 April 2017
No. of securities held prior to change	156,236 ordinary shares 63,596 ordinary shares 152,980 ordinary shares 184 ordinary shares 1,087,058 unlisted conditional rights 80,175 unlisted conditional rights (accrued notional bonus shares)
Class	Ordinary Shares Unlisted Conditional Rights Unlisted Conditional Rights (accrued notional bonus shares)
Number acquired	9,609 Ordinary Shares 25,318 Unlisted Conditional Rights (accrued notional bonus shares)

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Number disposed	166,443 Unlisted Conditional Lapsed Rights 18,044 Unlisted Conditional Lapsed Rights (accrued notional bonus shares) 23,800 Ordinary Shares
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$12.34 per share in relation to the sale of 23,800 Ordinary Shares
No. of securities held after change	160,261 ordinary shares 65,234 ordinary shares 133,121 ordinary shares 189 ordinary shares 920,615 unlisted conditional rights 87,449 unlisted conditional rights (accrued notional bonus shares)
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>12 April 2017: Lapsed rights of 166,443 Long-Term Incentive Plan Rights Tranche 2 and 3 and 18,044 Long-Term Incentive Plan Rights Tranche 2 and 3 (accrued notional bonus shares)</p> <p>13 April 2017: Issue of 9,609 Ordinary Shares under the QBE Bonus Share Plan Issue of 25,318 Unlisted Conditional Rights (accrued notional bonus shares) under the QBE Bonus Share Plan</p> <p>21 April 2017: On-Market sale of 23,800 Ordinary Shares for the purpose of satisfying share related tax obligations.</p>

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

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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.

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Introduced 30/09/01 Amended 01/01/11

Name of entity	QBE INSURANCE GROUP LIMITED
ABN	28 008 485 014

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	Rolf Albert Tolle
Date of last notice	14 March 2017

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	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<ol style="list-style-type: none">1. HSBC Custody Nominees (Australia) Limited via Bank of New York Limited – as nominee for Rolf Albert Tolle2. Beneficial interest in fully paid ordinary shares held by CPU Share Plans Pty Limited as Trustee for the Directors' Share Acquisition Plan.
Date of change	9 March 2017
No. of securities held prior to change	15,000 shares - HSBC Custody Nominees (Australia) Limited via Bank of New York Limited – as nominee for Rolf Albert Tolle 5,143 shares - Directors' Share Acquisition Plan
Class	Ordinary Shares
Number acquired	132 shares
Number disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	N/A

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No. of securities held after change	15,000 shares - HSBC Custody Nominees (Australia) Limited via Bank of New York Limited – as nominee for Rolf Albert Tolle 5,275 shares - Directors' Share Acquisition Plan
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of 132 Ordinary Shares under the QBE Bonus Share Plan

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

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

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