

QBE Insurance Group Limited ABN 28 008 485 014
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1 May 2018

The Manager
Market Announcements Office
ASX Limited
Level 4
Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

On market share buy-back – notification of cancellation of shares

In accordance with ASX Listing Rule 3.8A, attached are two copies of the ASIC form 484 notifying the cancellation of 2,016,908 QBE shares as part of the on market share buy-back and the issue of 67,448 Bonus Share Plan shares.

Following the cancellation of shares for the buyback and the issuance of Bonus Share Plan shares, the total number of shares on issue is 1,357,646,861.

Yours faithfully

A handwritten signature in blue ink that reads "Peter Smiles".

Peter Smiles
Company Secretary

Attach.

Change to company details

Company details

Company name

QBE INSURANCE GROUP LIMITED

Australian Company Number (ACN)

008 485 014

Lodgement details

Who should ASIC contact if there is a query about this form?

Name

SMILES, PETER

ASIC registered agent number (if applicable)

17210

Signature

This form must be signed by a current officeholder of the company.

I certify that the information in this form is true and complete

Name **PETER SMILES**

Capacity **COMPANY SECRETARY**

Signature **Peter Smiles**

Date signed **1/5/2018**

C1 Cancellation of shares

Reason for cancellation

Shares cancellation details

Reason for cancellation

ss.257H(3) Share buyback - Other buy-back type. A form 280 or 281 must be lodged at least 14 days, and no more than 1 year before the share buy-back can take place

The cancelled shares are listed below:

Share class code	Number of shares cancelled	Amount paid (cash or otherwise)	
ORD	2016908	19513726	

Earliest Date of cancellation **05-04-2018**

C3 Change to share structure

The updated details for this changed share class are shown in the table below.

Share class code	Full title if not standard	Total number of shares	Total amount paid on these shares	Total amount unpaid on these shares
ORD	ORDINARY SHARES	1357579413	13521490953.48	0.00

Earliest date of change **05-04-2018**

Change to company details

Company details

Company name

QBE INSURANCE GROUP LIMITED

Australian Company Number (ACN)

008 485 014

Lodgement details

Who should ASIC contact if there is a query about this form?

Name

SMILES,PETER

ASIC registered agent number (if applicable)

17210

Signature

This form must be signed by a current officeholder of the company.

I certify that the information in this form is true and complete

Name **PETER SMILES**

Capacity **COMPANY SECRETARY**

Signature **Pete Smiles**

Date signed **1/5/2018**

C2 Issue of shares

New share issues are listed in the table below.

Share class code	Number of shares issued	Amount paid per share	Amount unpaid per share	
ORD	67448	0.00	0.00	

Earliest Date of issue **20-04-2018**

C3 Change to share structure

The updated details for this changed share class are shown in the table below.

Share class code	Full title if not standard	Total number of shares	Total amount paid on these shares	Total amount unpaid on these shares
ORD	ORDINARY SHARES	1357646861	13521490953.48	0.00

Earliest date of change **20-04-2018**