

QBE Insurance Group Limited ABN 28 008 485 014  
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7 May 2020

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

Dear Sir/Madam

**2020 Annual General Meeting of Shareholders – Results of Meeting**

I refer to our letter earlier today in relation to QBE's 2020 Annual General Meeting.

Please find attached for the market's information, a summary of the proxy votes, direct votes and poll voting results.

This release has been authorised by the Company Secretary.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Carolyn Scobie', written in a cursive style.

Carolyn Scobie  
**Company Secretary**

Attachment

**QBE INSURANCE GROUP LIMITED**  
**Annual General Meeting**  
**Thursday, 07 May 2020**  
**Results of Meeting**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Direct votes (as at close of direct voting)			Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain	For	Against	Abstain*	Carried / Not Carried
Resolution 2 To adopt the remuneration report	Ordinary	1,062,693,188	36,633,854	1,529,398	1,046,308	3,778,024	1,522,809	316,299	1,067,069,504 96.46%	39,118,503 3.54%	1,382,628	Carried
Resolution 3 Approve conditional rights to CEO	Ordinary	1,075,312,680	14,642,841	1,512,576	10,434,651	3,064,591	2,295,440	1,280,897	1,078,974,934 98.37%	17,897,350 1.63%	11,722,147	Carried
Resolution 4A To re-elect Ms K Lisson as a Director	Ordinary	1,073,665,322	25,469,371	1,596,007	1,172,048	6,032,898	404,584	303,105	1,081,324,214 97.66%	25,896,262 2.34%	1,476,987	Carried
Resolution 4B To re-elect Mr M Wilkins as a Director	Ordinary	1,052,640,944	46,663,218	1,597,508	1,001,078	5,989,986	443,436	307,165	1,060,280,674 95.75%	47,106,712 4.25%	1,310,077	Carried
Resolution 5A To amend the constitution	Special	129,381,721	889,057,832	1,522,965	80,989,331	741,183	5,795,660	201,638	130,126,819 12.68%	896,389,174 87.32%	81,228,465	Not Carried
Resolution 5B Exposure Reduction Targets	Ordinary	140,448,335	924,689,660	1,510,465	34,303,389	791,626	5,739,094	207,761	141,243,876 13.16%	931,951,778 86.84%	34,527,690	Not Carried
Resolution 6A To amend the constitution	Special	43,162,569	975,285,286	1,503,831	81,000,163	701,174	5,828,136	209,171	43,864,185 4.27%	982,633,443 95.73%	81,225,716	Not Carried
Resolution 6B QBE World Heritage policy	Ordinary	72,229,108	1,003,750,857	1,491,546	23,480,338	755,723	5,768,518	214,190	72,983,370 6.73%	1,011,028,856 93.27%	23,711,068	Not Carried

\* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.