

# 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	<b>INSURANCE AUSTRALIA GROUP LIMITED</b>
ABN	<b>60 090 739 923</b>

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	MICHAEL WILKINS
Date of last notice	8 SEPTEMBER 2014

### 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>	BENEFICIAL OWNER OF SHARES HELD BY BOND STREET CUSTODIANS LIMITED AS TRUSTEE FOR THE WILKINS FAMILY TRUST, & THE WILKINS SUPERANNUATION FUND AND INSURANCE AUSTRALIA GROUP LIMITED (IAG) SHARE PLAN NOMINEES PTY LIMITED
Date of change	7 NOVEMBER 2014
No. of securities held prior to change	1,840,290 SHARES INDIRECTLY HELD 840,190 SHARES DIRECTLY HELD
Class	ORDINARY SHARES
Number acquired	NIL
Number disposed	632,450
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$4,115,093.35
No. of securities held after change	1,207,840 SHARES INDIRECTLY HELD 840,190 SHARES DIRECTLY HELD
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	SALE OF ORDINARY SHARES

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+ See chapter 19 for defined terms.

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#### 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	THE IAG SHARE AND PERFORMANCE AWARD RIGHTS PLAN TRUST DEED (PLAN TRUST DEED).
Nature of interest	DEFERRED AWARD RIGHTS (DAR'S) AND EXECUTIVE PERFORMANCE RIGHTS (EPR'S) GRANTED BY IAG SHARE PLAN NOMINEE PTY LIMITED, THE TRUSTEE OF THE DAR AND EPR PLAN TRUST IN ACCORDANCE WITH THE PLAN TRUST DEED.
Name of registered holder (if issued securities)	N/A
Date of change	3 NOVEMBER 2014
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	77,150 DEFERRED AWARD RIGHTS 2,296,250 EXECUTIVE PERFORMANCE RIGHTS
Interest acquired	153,800 DEFERRED AWARD RIGHTS 544,300 EXECUTIVE PERFORMANCE RIGHTS
Interest disposed	NIL
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	NIL
Interest after change	230,950 DEFERRED AWARD RIGHTS 2,840,550 EXECUTIVE PERFORMANCE RIGHTS

#### Part 3 – <sup>+</sup>Closed period

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> 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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<sup>+</sup> See chapter 19 for defined terms.

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

Name of entity	<b>INSURANCE AUSTRALIA GROUP LIMITED</b>
ABN	<b>60 090 739 923</b>

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	PHILIP TWYMAN
Date of last notice	4 FEBRUARY 2014

### 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>	PERPETUAL TRUSTEE COMPANY LIMITED ATF FIRST DUNEDIN SUPER FUND										
Date of change	7 NOVEMBER 2014										
No. of securities held prior to change	<table> <tr> <td>2,742</td><td>DIRECTLY HELD</td></tr> <tr> <td>32,500</td><td>INDIRECT - SHARES IN THE NAME OF PERPETUAL TRUSTEE COMPANY LIMITED ATF FIRST DUNEDIN SUPER FUND OF WHICH MR TWYMAN IS A BENEFICIARY</td></tr> <tr> <td>3,000</td><td>INDIRECT - SHARES IN THE NAME OF PERPETUAL TRUSTEE COMPANY LIMITED ATF PHILIP TWYMAN</td></tr> <tr> <td>3,015</td><td>INDIRECT - PREFERENCE SHARES IN THE NAME OF PERPETUAL TRUSTEE COMPANY LIMITED ATF FIRST DUNEDIN SUPER FUND OF WHICH MR TWYMAN IS A BENEFICIARY</td></tr> <tr> <td>9,780</td><td>INDIRECT - BENEFICIARY OF THE NON-EXECUTIVE DIRECTORS' SHARE PLAN TRUST</td></tr> </table>	2,742	DIRECTLY HELD	32,500	INDIRECT - SHARES IN THE NAME OF PERPETUAL TRUSTEE COMPANY LIMITED ATF FIRST DUNEDIN SUPER FUND OF WHICH MR TWYMAN IS A BENEFICIARY	3,000	INDIRECT - SHARES IN THE NAME OF PERPETUAL TRUSTEE COMPANY LIMITED ATF PHILIP TWYMAN	3,015	INDIRECT - PREFERENCE SHARES IN THE NAME OF PERPETUAL TRUSTEE COMPANY LIMITED ATF FIRST DUNEDIN SUPER FUND OF WHICH MR TWYMAN IS A BENEFICIARY	9,780	INDIRECT - BENEFICIARY OF THE NON-EXECUTIVE DIRECTORS' SHARE PLAN TRUST
2,742	DIRECTLY HELD										
32,500	INDIRECT - SHARES IN THE NAME OF PERPETUAL TRUSTEE COMPANY LIMITED ATF FIRST DUNEDIN SUPER FUND OF WHICH MR TWYMAN IS A BENEFICIARY										
3,000	INDIRECT - SHARES IN THE NAME OF PERPETUAL TRUSTEE COMPANY LIMITED ATF PHILIP TWYMAN										
3,015	INDIRECT - PREFERENCE SHARES IN THE NAME OF PERPETUAL TRUSTEE COMPANY LIMITED ATF FIRST DUNEDIN SUPER FUND OF WHICH MR TWYMAN IS A BENEFICIARY										
9,780	INDIRECT - BENEFICIARY OF THE NON-EXECUTIVE DIRECTORS' SHARE PLAN TRUST										
Class	ORDINARY SHARES AND PREFERENCE SHARES										

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**Appendix 3Y**  
**Change of Director's Interest Notice**

Number acquired	1,100
Number disposed	16,750
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$108,540.00 sale of ordinary shares \$112,072.84 purchase of preference shares
No. of securities held after change	<p>2,742 DIRECTLY HELD</p> <p>15,750 INDIRECT - SHARES IN THE NAME OF PERPETUAL TRUSTEE COMPANY LIMITED ATF FIRST DUNEDIN SUPER FUND OF WHICH MR TWYMAN IS A BENEFICIARY</p> <p>3,000 INDIRECT - SHARES IN THE NAME OF PERPETUAL TRUSTEE COMPANY LIMITED ATF PHILIP TWYMAN</p> <p>1,915 INDIRECT - PREFERENCE SHARES IN THE NAME OF PERPETUAL TRUSTEE COMPANY LIMITED ATF FIRST DUNEDIN SUPER FUND OF WHICH MR TWYMAN IS A BENEFICIARY</p> <p>9,780 INDIRECT - BENEFICIARY OF THE NON-EXECUTIVE DIRECTORS' SHARE PLAN TRUST</p>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	ON MARKET SALE OF ORDINARY SHARES AND ON MARKET PURCHASE OF PREFERENCE SHARES

**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	
Name of registered holder (if issued securities)	
Date of change	
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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

**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 <sup>+</sup> 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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