

# 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

|                       |                                    |
|-----------------------|------------------------------------|
| <b>Name of entity</b> | <b>QBE INSURANCE GROUP LIMITED</b> |
| <b>ABN</b>            | <b>28 008 485 014</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.

|                            |                    |
|----------------------------|--------------------|
| <b>Name of Director</b>    | Stephen Fitzgerald |
| <b>Date of last notice</b> | 30 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.

|  |  |
|--|--|
| <b>Direct or indirect interest</b>   | Indirect   |
| <b>Nature of indirect interest<br/>(including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>                    | HSBC Custody Nominees (Australia) Limited - GSCO ECA as nominee for Stephen Charles Fitzgerald |
| <b>Date of change</b>  | 2 March 2015   |
| <b>No. of securities held prior to change</b>  | Nil  |
| <b>Class</b>   | Ordinary Shares  |
| <b>Number acquired</b>   | 20,000 shares  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>   | \$12.9981 per share  |
| <b>No. of securities held after change</b>   | 20,000 shares  |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | On-market purchase of 20,000 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.

|   |     |
|---|-----|
| <b>Detail of contract</b>   | N/A |
| <b>Nature of interest</b>   | N/A |
| <b>Name of registered holder<br/>(if issued securities)</b>   | N/A |
| <b>Date of change</b>   | N/A |
| <b>No. and class of securities to which interest<br/>related prior to change</b><br><small>Note: Details are only required for a contract in relation to which the<br/>interest has changed</small> | N/A |
| <b>Interest acquired</b>  | N/A |
| <b>Interest disposed</b>  | N/A |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated<br/>valuation</small>   | N/A |
| <b>Interest after change</b>  | N/A |

#### Part 3 – +Closed period

|  |     |
|--|-----|
| <b>Were the interests in the securities or contracts detailed<br/>above traded during a +closed period where prior written<br/>clearance was required?</b> | N/A |
| <b>If so, was prior written clearance provided to allow the trade<br/>to proceed during this period?</b>   | N/A |
| <b>If prior written clearance was provided, on what date was this<br/>provided?</b>  | N/A |

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