

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 | John David Neal |
| Date of last notice | 17 April 2015 |

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 | 30 April, 2015 |
| No. of securities held prior to change | 146,538 ordinary shares 59,648 ordinary shares 25,069 ordinary shares 172 ordinary shares 382,002 unlisted conditional rights 23,999 unlisted conditional rights (accrued notional bonus shares) |
| Class | Unlisted Conditional Rights Unlisted Conditional Rights (accrued notional bonus shares) |
| Number acquired | 51,729 Unlisted Conditional Rights 854 Unlisted Conditional Rights (accrued notional bonus shares) |

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

| | |
|---|--|
| Number disposed | N/A |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | N/A |
| No. of securities held after change | 146,538 ordinary shares 59,648 ordinary shares 25,069 ordinary shares 172 ordinary shares 433,731 unlisted conditional rights 24,853 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 | Issue of 51,729 unlisted conditional rights (Short Term Incentive Plan) approved by shareholders at the 2015 Annual General Meeting. Issue of 854 unlisted conditional rights (accrued notional bonus 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 | 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 |

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

| | |
|-----------------------|-----|
| 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.

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 | 17 April, 2015 |

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 | 30 April, 2015 |
| No. of securities held prior to change | 384,875 fully paid ordinary shares 258,236 unlisted conditional rights (Sign-on rights subject to Service conditions) 207,035 unlisted conditional rights 13,832 unlisted conditional rights (accrued notional bonus shares) |
| Class | Unlisted Conditional Rights Unlisted Conditional Rights (accrued notional bonus shares) |
| Number acquired | 14,732 Unlisted Conditional Rights 242 Unlisted Conditional Rights (accrued notional bonus shares) |

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

| | |
|---|---|
| Number disposed | N/A |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | N/A |
| No. of securities held after change | 384,875 fully paid ordinary shares 258,236 unlisted conditional rights (Sign-on rights subject to Service conditions) 221,767 unlisted conditional rights 14,074 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 | Issue of 14,732 unlisted conditional rights (Short Term Incentive Plan) approved by shareholders at the 2015 Annual General Meeting. Issue of 242 (accrued notional bonus 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 | 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.

Appendix 3Y
Change of Director's Interest Notice

| | |
|---|-----|
| 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.