

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	7 May, 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	12 May, 2015
No. of securities held prior to 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)
Class	Unlisted Conditional Rights Unlisted Conditional Rights (accrued notional bonus shares)
Number acquired	348,377 Unlisted Conditional Rights 5,746 Unlisted Conditional Rights (accrued notional bonus shares)

+ See chapter 19 for defined terms.

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Number disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	N/A
No. of securities held after change	146,538 ordinary shares 59,648 ordinary shares 25,069 ordinary shares 172 ordinary shares 782,108 unlisted conditional rights 30,599 unlisted conditional rights (accrued notional bonus shares)
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>	Issue of 348,377 unlisted conditional rights (Long Term Incentive Plan) approved by shareholders at the 2015 Annual General Meeting. Issue of 5,746 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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A

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Interest after change	N/A
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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

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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	7 May, 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	12 May, 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) 221,767 unlisted conditional rights 14,074 unlisted conditional rights (accrued notional bonus shares)
Class	Unlisted Conditional Rights Unlisted Conditional Rights (accrued notional bonus shares)
Number acquired	190,024 Unlisted Conditional Rights 3,134 Unlisted Conditional Rights (accrued notional bonus shares)

+ See chapter 19 for defined terms.

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Number disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	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) 411,791 unlisted conditional rights 17,208 unlisted conditional rights (accrued notional bonus shares)
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>	Issue of 190,024 unlisted conditional rights (Long Term Incentive Plan) approved by shareholders at the 2015 Annual General Meeting. Issue of 3,134 (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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
Interest after change	N/A

Part 3 – +Closed period

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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.