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14 December 2015

Company Announcements Office
Australian Securities Exchange
Exchange Centre
20 Bridge Street
Sydney NSW 2000

Dear Sir

**Genworth Mortgage Insurance Australia Limited (ASX:GMA)
Notice of share cancellation – ASIC Form 484**

In accordance with ASX Listing Rule 3.8A, we attach a copy of the notice of cancellation of ordinary shares in GMA that has been lodged with ASIC.

Yours faithfully

Jonathan Downes
General Counsel & Company Secretary

Change to company details

Company details

Company name

GENWORTH MORTGAGE INSURANCE AUSTRALIA LIMITED

Australian Company Number (ACN)

154 890 730

Lodgement details

Who should ASIC contact if there is a query about this form?

Name

Jonathan Gaius DOWNES

Signature

This form must be signed by a current officeholder of the company.

I certify that the information in this form is true and complete

Name

Jonathan Gaius DOWNES

Capacity

Secretary

Signature

Date signed

14-12-2015

C1 Cancellation of shares

Reason for cancellation

Shares cancellation details

Reason for cancellation

ss.257H(3) Share buyback - Other buy-back type. A form 280 or 281 must be lodged at least 14 days, and no more than 1 year before the share buy-back can take place

The cancelled shares are listed below:

Share class code	Number of shares cancelled	Amount paid (cash or otherwise)	
ORD	54600000	149997084.04	

Earliest Date of
cancellation

19-11-2015

C3 Change to share structure

The updated details for this changed share class are shown in the table below.

Share class code	Full title if not standard	Total number of shares	Total amount paid on these shares	Total amount unpaid on these shares
ORD	ORDINARY SHARES	595400000	1572502913.31	0.00

Earliest date of
change

19-11-2015