

4 May 2016

The Manager  
Markets Announcements Office  
ASX Limited  
Level 4  
Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir/Madam

**2016 Annual General Meeting of Shareholders – Results of Meeting**

I refer to our letters earlier today.

We announce that each of the ordinary resolutions in QBE's 2016 Notice of Annual General Meeting were passed by the requisite majority at today's Annual General Meeting.

Each resolution was determined by way of a poll at the meeting.

Summaries of the poll voting results and proxy votes for each resolution are attached.

Yours faithfully

A handwritten signature in blue ink, appearing to read 'Carolyn Scobie', followed by a period.

Carolyn Scobie  
**Company Secretary**

Attachment

**QBE INSURANCE GROUP LIMITED**  
**2016 Annual General Meeting**  
**Wednesday, 04 May 2016**  
**Voting Results**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
Item 2 To adopt the remuneration report	Ordinary	772,611,710 85.42%	129,018,377 14.26%	2,917,532 0.32%	35,108,191	776,673,491 85.75%	129,053,044 14.25%	35,146,845	Carried
Item 3 To approve the grant of conditional rights under the 2016 QBE Long-term Incentive Plan to the Group Chief Executive Officer	Ordinary	878,376,001 97.08%	23,515,757 2.60%	2,903,998 0.32%	34,936,108	882,504,001 97.40%	23,576,968 2.60%	35,000,962	Carried
Item 4 To approve the grant of conditional rights under the 2016 QBE Long-term Incentive Plan to the Group Chief Financial Officer	Ordinary	878,326,465 97.07%	23,538,239 2.61%	2,900,639 0.32%	34,966,521	882,387,140 97.39%	23,619,307 2.61%	35,030,267	Carried
Item 5a To re-elect Mr J M Green as a director	Ordinary	934,058,693 99.44%	2,303,097 0.24%	3,007,669 0.32%	787,221	938,968,538 99.75%	2,320,972 0.25%	823,754	Carried
Item 5b To elect Mr R A Tolle as a director	Ordinary	934,582,447 99.49%	1,748,354 0.19%	2,993,147 0.32%	832,732	939,517,513 99.81%	1,749,831 0.19%	837,757	Carried

\* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.