



23 October 2020

Market Announcements Office
Australian Securities Exchange
Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

Insurance Australia Group Limited (“IAG”) – 2020 AGM Results

In accordance with the ASX Listing Rules, and section 251AA of the *Corporations Act 2001* (Cth), the results of the 2020 Annual General Meeting (**AGM**) of IAG are attached.

All resolutions put to the 2020 AGM were decided by way of poll.

Authorised by

Jane Bowd
Group Company Secretary

Telephone: +61 (0)2 9292 3857
Email: Jane.Bowd@iag.com.au

INSURANCE AUSTRALIA GROUP LIMITED
2020 Annual General Meeting
Friday, 23 October 2020
Results of Meeting

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

| Resolution details | | Instructions given to validly appointed proxies (as at proxy close) | | | | Direct votes (as at close of direct voting) | | | Number of votes cast on the poll (where applicable) | | | Resolution Result |
|---|--------------------|--|---------------|-----------------------|------------|--|-------------|-----------|--|---------------------|-----------|--------------------------|
| Resolution | Resolution Type | For | Against | Proxy's Discretion | Abstain | For | Against | Abstain | For | Against | Abstain* | Carried / Not Carried |
| 1 Adoption of Remuneration Report | Ordinary | 1,145,577,256 | 8,629,782 | 2,996,753 | 3,436,350 | 118,510,465 | 5,417,267 | 645,000 | 1,267,289,968 98.90% | 14,077,179 1.10% | 4,102,594 | Carried |
| 2 Election of Simon Allen | Ordinary | 1,154,667,619 | 226,309 | 3,030,306 | 2,715,910 | 122,357,611 | 1,943,273 | 842,591 | 1,280,291,290 99.83% | 2,177,221 0.17% | 3,580,486 | Carried |
| 3 Re-election of Mr Duncan Boyle | Ordinary | 1,141,549,926 | 13,368,178 | 3,037,112 | 2,684,949 | 122,092,941 | 2,252,287 | 798,253 | 1,266,918,176 98.78% | 15,637,392 1.22% | 3,493,358 | Carried |
| 4 Re-election of Ms Sheila McGregor | Ordinary | 1,141,516,947 | 13,390,065 | 3,047,389 | 2,685,758 | 122,122,715 | 2,285,023 | 735,739 | 1,266,939,337 98.78% | 15,678,818 1.22% | 3,430,761 | Carried |
| 5 Re-election of Mr Jonathan Nicholson | Ordinary | 1,146,489,987 | 8,412,930 | 3,050,972 | 2,685,500 | 122,022,502 | 2,301,327 | 819,655 | 1,271,806,893 99.16% | 10,717,927 0.84% | 3,512,118 | Carried |
| 6 Approve and adopt a new Constitution | Special | 1,151,249,692 | 3,578,639 | 3,038,368 | 2,773,477 | 121,134,408 | 2,867,736 | 1,141,344 | 1,275,611,193 99.50% | 6,450,415 0.50% | 3,954,506 | Carried |
| 7 Proportional takeover provisions | Special | 1,123,369,251 | 31,376,806 | 3,079,295 | 2,812,928 | 121,212,588 | 2,830,018 | 1,097,828 | 1,247,840,874 97.33% | 34,211,571 2.67% | 3,958,417 | Carried |
| 8 To amend the Constitution | Special | 65,426,548 | 1,040,779,942 | 3,027,818 | 51,405,652 | 2,757,130 | 121,377,123 | 1,009,249 | Resolution withdrawn | | | ~ |
| 9 IAG World Heritage Policy | Ordinary | 126,204,069 | 1,022,477,474 | 3,016,792 | 8,941,892 | 2,986,524 | 121,400,647 | 836,129 | Resolution withdrawn | | | ~ |
| 10 Relationship with Industry Associations | Ordinary | 88,550,562 | 1,061,043,235 | 3,035,110 | 8,011,326 | 3,660,112 | 120,533,779 | 949,619 | Resolution withdrawn | | | ~ |
| 11 Allocation of share rights to Mr Nicholas Hawkins, Managing Director and Chief Executive Officer | Ordinary | 1,151,041,574 | 3,307,139 | 1,572,778 | 2,498,850 | 27,918,964 | 4,593,531 | 1,088,269 | 1,180,997,641 99.33% | 7,925,921 0.67% | 3,369,279 | Carried |

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

Reason(s) for not putting the resolution to the Meeting

Resolutions 8, 9 and 10, being resolutions requisitioned by a group of shareholders under section 249N of the Corporations Act 2011 (Cth), were not put to the Meeting as they were withdrawn by those shareholders on 22 October 2020.