

Shareholder information

QBE is incorporated in Australia, is listed on the Australian Securities Exchange (ASX) and trades under the code "QBE".

Registered office

QBE Insurance Group Limited

Level 27, 8 Chifley Square
Sydney NSW 2000 Australia

Telephone: +61 2 9375 4444

Facsimile: +61 2 9231 6104

Website: www.qbe.com

QBE website

QBE's website provides investors with information about QBE including the annual report, annual review, corporate governance statement, sustainability report, half yearly report and announcements to the ASX. The website also offers regular QBE share price updates, a calendar of events, a history of QBE's dividend and online access to your shareholding details via the share registry.

Shareholder information and enquiries

Enquiries and correspondence regarding shareholdings can be directed to QBE's share registrar:

Computershare Investor Services Pty Limited (Computershare)

GPO Box 2975
Melbourne VIC 3001 Australia

452 Johnston Street
Abbotsford VIC 3067 Australia

Telephone: 1300 723 487 (Australia)

Telephone: +61 3 9415 4840 (International)

Web: www.computershare.com.au

Email: qbe.queries@computershare.com.au

For security purposes, please quote your Securityholder Reference Number (SRN) or Holder Identification Number (HIN).

If you are broker (CHESS) sponsored, queries relating to incorrect registrations and changes to name and/or address can only be processed by your stockbroker. Computershare cannot assist you with these changes.

Shareholding details online

Manage your shareholding online by visiting QBE's share registrar, Computershare. Log onto www.investorcentre.com.au to view your holding balance and dividend statements, to update your address (if you are registered with an SRN) or direct credit instructions, provide DRP or BSP instructions or change/add your TFN/ABN details.

You may also register to receive shareholder documentation electronically including dividend statements, notices of meetings, annual reports and major company announcements.

Privacy legislation

Chapter 2C of the *Corporations Act 2001* requires information about you as a security holder (including your name, address and details of the securities you hold) to be included in QBE's share register. These details must continue to be included in the public register even if you cease to be a security holder. A copy of the privacy policy is available on Computershare's website.

Relevant interests register

Nasdaq OMX Pty Ltd of Level 8, 155 George Street, Sydney NSW 2000 Australia maintains QBE's register of information about relevant interests. Shareholders and other parties can telephone Nasdaq OMX on +61 2 8076 2600 or facsimile on +61 2 8076 2601 if they wish to inspect this register.

American Depositary Receipts (ADRs)

BNY Mellon sponsors QBE's level 1 American Depositary Receipts Program (ADR) in the United States of America. QBE's ADRs are traded on the over-the-counter (OTC) securities market in the US under the symbol QBIEY and CUSIP: 74728G605. One ADR represents one ordinary share in QBE. US OTC market information is available at: www.otcm Markets.com/stock/QBIEY/quote.

QBE's ADR information with BNY Mellon can also be viewed at: http://www.adrbnymellon.com/dr_profile.jsp?cusip=74728G605#

ADR holders seeking information on their shareholding should contact:

BNY Mellon Shareowner Services

P.O. Box 358516
Pittsburgh, PA 15252-8516 USA

Telephone number (toll free): 1 888 BNY ADRS (1 888 269 2377) (within the USA)

Telephone: +1 201 680 6825 (outside the USA)

Email: shrrelations@bnymellon.com

Dividends

QBE pays cash dividends to shareholders resident in Australia, New Zealand, the UK and the US by direct credit. The benefit to shareholders of the direct credit facility is access to cleared funds quickly and securely – reducing the risk of cheques being lost or stolen. Shareholders in other countries will receive cheque payments in Australian dollars. Shareholders receive a dividend statement for tax records, either by post or by email depending on the selected communications option.

Eligible shareholders can participate in QBE's Dividend Reinvestment Plan (DRP) and Bonus Share Plan (BSP) when the plans are active. The DRP enables you to subscribe for additional shares. The BSP is a bonus share plan whereby the dividend entitlement is forgone for bonus shares in lieu of the dividend. In order to participate in either the DRP or BSP, you must have a minimum shareholding of 100 shares.

Participants may change their election to participate in the DRP and BSP at any time. DRP/BSP election cut-off dates and application forms are available from QBE's website.

Tax File Number (TFN), Australian Business Number (ABN) or exemption – Australian residents

You can confirm whether you have lodged your TFN, ABN or exemption by visiting Computershare's Investor Centre. If you choose not to lodge these details, QBE is obliged to deduct tax at the highest marginal rate (plus the Medicare levy) from the unfranked portion of dividends paid. Australian shareholders living abroad should advise Computershare of their resident status. TFN forms are available from Computershare's Investor Centre.

Conduit foreign income (CFI)

Shareholders will receive CFI credits in respect of the whole unfranked portion of QBE dividends. These credits exempt non-resident shareholders from Australian withholding tax.

Unpresented cheques/unclaimed money

Under the *Unclaimed Moneys Act*, unclaimed dividends must be given to the New South Wales state treasury. It is very important that shareholders bank outstanding dividend cheques promptly and advise Computershare immediately of changes of address or bank account details.

Recent QBE dividends

DATE PAID	TYPE	RECORD DATE	AUSTRALIAN CENTS PER SHARE	FRANKING %
28 March 2013	Final	8 March 2013	10	100
23 September 2013	Interim	2 September 2013	20	100
31 March 2014	Final	13 March 2014	12	100
23 September 2014	Interim	29 August 2014	15	100
13 April 2015	Final	6 March 2015	22	100
2 October 2015	Interim	28 August 2015	20	100
14 April 2016	Final	11 March 2016	30	100

Annual General Meeting (AGM)

The Annual General Meeting of QBE Insurance Group Limited will be held at 10.00am on Wednesday, 4 May 2016 in the James Cook Ballroom, Hotel Intercontinental, 117 Macquarie Street, Sydney, NSW 2000.

The AGM will be webcast live on the internet at www.qbe.com/investorcentre/annualgeneralmeeting and an archive copy uploaded for later viewing.

Voting rights of ordinary shares

The constitution provides for votes to be cast:

- on a show of hands, one vote for each shareholder; and
- on a poll, one vote for each fully paid ordinary share.

Annual Report mailing list

Amendments to the *Corporations Act 2001* have removed the obligation for companies to mail an annual report to shareholders. To improve efficiency, save costs and reduce our impact on the environment by minimising unnecessary use of paper and printing resources, the Annual Report is published on our website at www.qbe.com.

If you wish to receive a hard copy of the Annual Report, please update your Communication preferences at the Computershare Investor Centre.

QBE does not produce a concise financial report.

Shareholder information CONTINUED

Top 20 shareholders as at 31 January 2016

NAME	NUMBER OF SHARES	% OF TOTAL ¹
HSBC Custody Nominees (Australia) Limited	382,964,287	27.93
JP Morgan Nominees Australia Limited	226,876,441	16.54
National Nominees Limited	166,827,117	12.17
Citicorp Nominees Pty Limited	95,623,469	6.97
BNP Paribas Nominees Pty Ltd (DRP)	68,471,148	4.99
RBC Investor Services Australia Nominees Pty Limited (PI Pooled A/C)	22,757,652	1.66
Citicorp Nominees Pty Limited (Colonial First State Investment A/C)	22,382,122	1.63
BNP Paribas Nominees Pty Ltd (Agency Lending DRP A/C)	16,966,102	1.24
AMP Life Limited	10,278,833	0.75
HSBC Custody Nominees (Australia) Limited (Commonwealth Super Corp A/C)	8,470,723	0.62
Australian Foundation Investment Company Limited	7,612,851	0.56
Argo Investments Limited	5,020,491	0.37
UBS Nominees Pty Ltd	4,894,482	0.36
UBS Wealth Management Australia Nominees Pty Ltd	3,672,887	0.27
RBC Investor Services Australia Nominees Pty Limited (PIIC A/C)	3,441,771	0.25
Milton Corporation Limited	2,618,375	0.19
RBC Investor Services Australia Nominees Pty Limited (MBA A/C)	2,515,202	0.18
Navigator Australia Ltd (MLC Investment Settlement A/C)	2,439,165	0.18
BNP Paribas Nominees Pty Ltd (Agency Lending Collateral)	2,174,000	0.16
Nulis Nominees (Australia) Limited (Navigator Master Plan Settlement A/C)	1,992,051	0.15
	1,057,999,169	77.17

¹ Percentage of total at date of notice.

QBE substantial shareholders as at 31 January 2016

At 31 January 2016, QBE Insurance Group Limited had no substantial shareholders.

Distribution of shareholders and shareholdings as at 31 January 2016

SIZE OF HOLDING	NUMBER OF SHAREHOLDERS	%	NUMBER OF SHARES	%
1 to 1,000	71,959	53.89	31,559,827	2.30
1,001 to 5,000	50,884	38.11	111,324,240	8.12
5,001 to 10,000	6,859	5.14	47,675,086	3.48
10,001 to 100,000	3,678	2.75	74,510,580	5.43
100,001 and over	147	0.11	1,106,200,606	80.67
Total	133,527	100.00	1,371,270,339	100.00

Shareholdings of less than a marketable parcel as at 31 January 2016

	SHAREHOLDERS		SHARES	
	NUMBER	% OF TOTAL	NUMBER	% OF TOTAL
Holdings of 40 or fewer shares	5,126	3.84%	112,166	0.01%