

QBE Insurance Group Limited ABN 28 008 485 014  
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5 May 2021

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

Dear Sir/Madam

**2021 Annual General Meeting of Shareholders – Results of Meeting**

I refer to our letter earlier today in relation to QBE's 2021 Annual General Meeting.

Please find attached for the market's information, a summary of the proxy votes, direct votes and poll voting results.

This release has been authorised by the Company Secretary.

Yours faithfully

A handwritten signature in blue ink, appearing to read 'Carolyn Scobie', with a small dot at the end.

Carolyn Scobie  
**Company Secretary**

Attachment

For personal use only

**QBE INSURANCE GROUP LIMITED**  
**2021 Annual General Meeting**  
**Wednesday, 05 May 2021**  
**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<br>(as at proxy close) |               |                       |            | Direct votes<br>(as at close of direct voting) |           |         | Number of votes cast on the poll<br>(where applicable) |                         |            | Resolution<br>Result     |
|---|--------------------|--|---------------|-----------------------|------------|--|-----------|---------|--|-------------------------|------------|--------------------------|
| Resolution  | Resolution<br>Type | For  | Against       | Proxy's<br>Discretion | Abstain    | For  | Against   | Abstain | For  | Against                 | Abstain*   | Carried /<br>Not Carried |
| Resolution 2 Adoption of the Remuneration Report            | Ordinary           | 966,567,476  | 44,406,423    | 1,245,829             | 1,053,853  | 3,402,915                                      | 1,751,747 | 176,183 | 970,559,730<br>95.38%                                  | 47,033,801<br>4.62%     | 1,232,202  | Carried                  |
| Resolution 3(a) To re-elect Mr S Fitzgerald as a Director   | Ordinary           | 1,108,649,366  | 8,343,462     | 1,290,600             | 5,354,253  | 4,464,367                                      | 666,170   | 316,558 | 1,113,872,754<br>99.12%                                | 9,909,747<br>0.88%      | 5,676,611  | Carried                  |
| Resolution 3(b) To re-elect Sir Brian Pomeroy as a Director | Ordinary           | 1,107,829,442  | 9,162,757     | 1,294,683             | 5,350,799  | 4,402,817                                      | 671,425   | 372,853 | 1,112,997,080<br>99.04%                                | 10,732,580<br>0.96%     | 5,729,452  | Carried                  |
| Resolution 3(c) To re-elect Ms J Skinner as a Director      | Ordinary           | 1,091,749,541  | 25,148,984    | 1,290,330             | 5,448,826  | 4,575,173                                      | 543,107   | 328,815 | 1,097,083,465<br>97.63%                                | 26,592,206<br>2.37%     | 5,783,441  | Carried                  |
| Resolution 3(d) To elect Ms T Le as a Director              | Ordinary           | 1,115,496,623  | 5,915,449     | 1,297,429             | 928,180    | 4,471,118                                      | 660,271   | 315,706 | 1,121,629,936<br>99.42%                                | 6,579,490<br>0.58%      | 1,249,686  | Carried                  |
| Resolution 3(e) To elect Mr E Smith as a Director           | Ordinary           | 1,121,204,001  | 195,258       | 1,305,276             | 933,146    | 4,675,452                                      | 428,473   | 343,170 | 1,127,549,444<br>99.94%                                | 623,731<br>0.06%        | 1,282,116  | Carried                  |
| Resolution 4(a) To amend the constitution                   | Special            | 39,103,644   | 1,059,514,086 | 1,269,321             | 23,750,630 | 823,364  | 4,445,513 | 186,927 | 39,957,312<br>3.61%                                    | 1,065,569,131<br>96.39% | 23,937,557 | Not Carried              |
| Resolution 4(b) To publish exposure reduction targets       | Ordinary           | 239,081,358  | 880,938,831   | 1,265,616             | 2,351,876  | 1,904,828                                      | 3,429,756 | 121,220 | 241,088,247<br>21.39%                                  | 885,902,481<br>78.61%   | 2,473,096  | Not Carried              |

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

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