

27 September 2012

The Manager Company Announcements ASX Limited Exchange Centre 20 Bridge Street SYDNEY NSW 2000

Dear Sir/Madam

Re: CHANGE OF DIRECTOR'S INTEREST NOTICE

Attached for announcement to the market, please find an Appendix 3Y - Change of Director's Interest Notice for John Neal. Mr Neal's QBE shareholding increased following the issue of ordinary shares under QBE's reinvestment plans for the 2012 interim dividend paid on 24 September 2012.

Yours faithfully

Peter Smiles

**Deputy Company Secretary** 

Encl.

QBE INSURANCE GROUP LIMITED ABN 28 008 485 014

Head Office 82 Pitt Street Sydney NSW 2000

Postal Address GPO Box 82 Sydney NSW 2001

Telephone: (02) 9375 4444 Facsimile: (02) 9235 3166 DX 10171 Sydney Stock Exchange

Rule 3.19A.2

# **Appendix 3Y**

# **Change of Director's Interest Notice**

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	QBE INSURANCE GROUP LIMITED	
ABN	28 008 485 014	

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	John David Neal
Date of last notice	17 August 2012

#### Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct	
Nature of indirect interest (including registered holder)  Note: Provide details of the circumstances giving rise to the relevant interest.	N/A	
Date of change	24 September 2012	
No. of securities held prior to change	133,839 ordinary shares 136,763 unlisted options 257,249 unlisted conditional rights 17,357 unlisted conditional rights (accrued notional bonus shares)	
Class	Ordinary Shares Unlisted conditional rights	
Number acquired	4,256 ordinary shares 8,732 unlisted conditional rights	
Number disposed	N/A	
Value/Consideration  Note: If consideration is non-cash, provide details and estimated valuation	N/A	

<sup>+</sup> See chapter 19 for defined terms.

No. of securities held after change	138,095 ordinary shares 136,763 unlisted options
	257,249 unlisted conditional rights 26,089 unlisted conditional rights (accrued notional bonus shares)
Nature of change  Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of 4,256 ordinary shares under QBE's dividend reinvestment plans.
	Additional 8,732 notional bonus shares on unlisted conditional rights.

## Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Detail of contract	IN/A
Nature of interest	N/A
Name of registered holder	N/A
(if issued securities)	
(ii looded occurring)	
Date of change	N/A
Dute of change	10/11
No. and class of securities to which	N/A
interest related prior to change	
Note: Details are only required for a contract in relation to which the interest has changed	
to which the interest has changed	
Interest acquired	N/A
1.	
Interest disposed	N/A
Interest disposed	IV/A
Value/Consideration	N/A
Note: If consideration is non-cash, provide details and an estimated valuation	
estimated valuation	
Interest after change	N/A
	1 - "
<u> </u>	

## Part 3 - +Closed period

Were the interests in the securities or contracts detailed	No.
above traded during a *closed period where prior written	
clearance was required?	
If so, was prior written clearance provided to allow the trade	N/A
to proceed during this period?	
If prior written clearance was provided, on what date was this	N/A
provided?	

<sup>+</sup> See chapter 19 for defined terms.

Appendix 3Y Page 2 01/01/2011