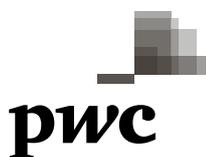


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# Independent auditor's report

TO THE SHAREHOLDERS OF QBE INSURANCE GROUP LIMITED



## Report on the audit of the Financial Report

### Our opinion

In our opinion:

The accompanying Financial Report of QBE Insurance Group Limited (the Company) and its controlled entities (together the Group) is in accordance with the *Corporations Act 2001*, including:

- a) giving a true and fair view of the Group's financial position as at 31 December 2017 and of its financial performance for the year then ended; and
- b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

### What we have audited

The Financial Report comprises:

- the consolidated balance sheet as at 31 December 2017
- the consolidated statement of comprehensive income for the year then ended
- the consolidated statement of changes in equity for the year then ended
- the consolidated statement of cash flows for the year then ended
- the notes to the consolidated financial statements, which include a summary of significant accounting policies; and
- the directors' declaration.

### Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial report* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Independence

We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the Financial Report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

## Our audit approach

An audit is designed to provide reasonable assurance about whether the Financial Report is free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Financial Report.

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the Financial Report as a whole, taking into account the geographic and management structure of the Group, its accounting processes and controls and the industry in which it operates.



## MATERIALITY

- For the purpose of our audit we used overall Group materiality of \$61 million, which represents approximately 0.5% of the Group's net earned premium.
- We applied this threshold, together with qualitative considerations, to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements on the Financial Report as a whole.
- We chose net earned premium as the benchmark because, in our view, it is a key financial statement metric used in assessing the performance of the Group and is not as volatile as other profit and loss measures. We selected 0.5% based on our professional judgement, noting that it is also within the range of commonly accepted revenue-related benchmarks.

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## Independent auditor's report

TO THE SHAREHOLDERS OF QBE INSURANCE GROUP LIMITED

### AUDIT SCOPE

- Our audit focused on where the Group made subjective judgements; for example, significant accounting estimates involving assumptions and inherently uncertain future events.
  - We ensured that the audit teams at both Group and operational levels possessed the appropriate skills and competencies needed for the audit of a complex global insurer. This included industry expertise in insurance, as well as IT specialists, actuarial, tax and valuation professionals.
  - We conducted an audit of the most financially significant operations being the North American Operations, European Operations, Australian & New Zealand Operations and Equator Re (the "Operations"). In addition, we performed specified risk focused audit procedures on certain account balances for other Corporate, Asia Pacific and Latin American entities within the Group.
  - For the work performed by auditors within PwC Australia or from other PwC network firms operating under our instructions, we determined the level of involvement we needed to have in their audit work to be satisfied that sufficient audit evidence had been obtained for the purposes of our opinion.
  - We kept in regular communication with audit teams throughout the year with phone calls, discussions and written instructions, where appropriate. Further, we visited and met with management and local audit teams in New York, London and Sydney.
  - We performed further audit procedures at a Group level over the remaining balances and the consolidation of the Group's reporting units.
-

## Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Financial Report for the current period. The key audit matters were addressed in the context of our audit of the Financial Report as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Further, any commentary on the outcomes of a particular audit procedure is made in that context. We communicated the key audit matters to the Audit Committee.

### KEY AUDIT MATTER

### How our audit addressed the key audit matter

#### **Valuation of net outstanding claims**

(Refer to note 2.3) \$15,268 million

We considered the valuation of net outstanding claims a key audit matter balance because of the complexity involved in the estimation process and the significant judgements that the Group makes in determining the balance.

Note 2.3 to the financial statements describes the elements that make up the balance. We comment on the most judgemental aspects of these elements below.

#### **(a) Gross discounted central estimate**

(Refer to note 2.3.1) \$20,340 million

The estimation of outstanding claims involves significant judgement given the size of the liability and inherent uncertainty in estimating the expected future payments for claims incurred.

The valuation of outstanding claims relies on the quality of the underlying data. It involves complex and subjective judgements about future events, both internal and external to the business, for which small changes in assumptions can result in material impacts on the estimate. Claims estimates in respect of catastrophe events may involve additional uncertainty, particularly those occurring closer to the year end, given the materiality of amounts involved, and the inherent difficulty in initially assessing amounts until further evidence emerges.

In particular, judgement arises over the estimation of payments for claims that have been incurred at the reporting date but have not yet been reported to the Group as there is generally less information available in relation to these claims. Classes of business where there is a greater length of time between the initial claim event and settlement (such as workers' compensation, professional indemnity and other liability classes) also tend to display greater variability between initial estimates and final settlement.

The estimate of expected future payments is discounted to present value using a risk-free rate of return in order to reflect the time value of money. Judgement is involved in estimating the period over which claims are expected to settle.

Our audit procedures included evaluating the design effectiveness and implementation of key actuarial controls, including key data reconciliations and the Group's review of the estimates.

Historical claims data is a key input to the actuarial estimates. Accordingly, we tested a sample of controls and performed detailed testing over a sample of claims case estimates and settlements. No material issues arose and so, in the context of our audit materiality, we were satisfied with the adequacy of the data used in the actuarial estimates in our sample.

We determined those classes of business where claims reserve estimates present a higher risk and focused on classes which inherently involve greater levels of judgement and have historically shown greater year on year variation over previous estimates. In the current year these included large risk and catastrophe claims reserves related to Hurricanes Harvey, Irma and Maria, and certain longer tail liability portfolios.

In order to evaluate the Group's methodologies and assumptions, with particular focus on the higher risk areas, we:

- Evaluated whether the Group's actuarial methodologies were consistent with those used in the industry and with prior periods. We sought sufficient justification for any significant differences.
- Assessed key actuarial assumptions including claims ratios, and expected frequency and severity of claims. We considered these assumptions by comparing them with our expectations based on the Group's experience, current trends and benchmarks, and our own industry knowledge. For some classes of business, we also performed our own independent actuarial projections and compared the results with the Group's estimates. We concluded that the methodologies and assumptions tested were materially consistent with our independent expectations and analysis.
- Tested the discount applied, by territory and line of business, for classes of business where there is a greater length of time between the initial claim event and settlement.
- In the current year our testing included an additional focus on the estimates related to the catastrophic events that occurred during 2017, including the methodologies adopted, testing of available claims data and benchmarking of key assumptions against market data.

Together with PwC actuarial experts, we developed an understanding and evaluated the Group's actuarial practices and the Group's gross discounted central estimate. We also considered the work and findings of external actuarial experts engaged by the Group.

## Independent auditor's report

TO THE SHAREHOLDERS OF QBE INSURANCE GROUP LIMITED

### KEY AUDIT MATTER

### How our audit addressed the key audit matter

#### **(b) Reinsurance and other recoveries**

(Refer to note 2.3.2) \$6,311 million

The valuation of reinsurance assets requires a significant level of judgement, given its inherent dependence on underlying estimates of gross outstanding claims.

In addition, significant judgement may be required by the Group to ensure contractual terms are correctly accounted for (such as the Group's aggregate large risk and catastrophe reinsurance program (GLRC)).

We obtained audit evidence in relation to the data and actuarial processes for estimating reinsurance recoveries on outstanding claims by performing the same audit procedures as those outlined above for gross claims estimates.

With regards to the GLRC contract, we gave particular focus to assessing and evaluating the Group's estimate of claims that will be subject to recovery under the contract. We inspected the work of the Group's actuarial experts, as well as directly testing a sample of relevant claims, and we confirmed the terms of the current year contract with the reinsurer.

To test other material reinsurance assets, including the program runoff reinsurance in North America and the reinsurance assets arising from the Group's catastrophe reinsurance contracts, we inspected a sample of relevant contracts to determine whether the key terms had been appropriately reflected in the financial statements.

#### **(c) Risk margins and Probability of Adequacy (PoA)**

(Refer to note 2.3.3) \$1,239 million

The net outstanding claims provision includes, in addition to the central estimate of the present value of the expected future payments, a risk margin which relates to the inherent uncertainty in that estimate. In determining the risk margin, the Group must make judgements about the variability of each class of business underwritten and the extent of correlation within each division and between different geographical locations.

Probability of Adequacy (PoA) is a measure of the estimated overall sufficiency of reserves including a risk margin in light of that variability.

We assessed the Board's approach to setting the risk margin in accordance with the requirements of Australian Accounting Standards, with a particular focus on the assessed level of uncertainty in the net central estimate leading to a change in the margin year on year. We evaluated these factors by considering the findings from our work performed on the net central estimate.

We tested the Group's actuarial calculation of the PoA for reasonableness and consistency with previous valuations. This included developing an understanding of and testing the actuarial techniques applied by the Group, and comparing the results with industry benchmarks. We found the variability assumptions to be aligned with industry benchmarks and prior year.

**KEY AUDIT MATTER****How our audit addressed the key audit matter****Valuation of goodwill in North American Operations***(Refer to note 7.2.1) \$843 million*

We considered goodwill relating to North American Operations to be a key audit matter because of the financial significance of the carrying value, the impairment charge of \$700 million and because the impairment test remains sensitive to reasonably possible changes in assumptions.

The valuation is based on the management approved business plan for North American Operations. The most significant judgements required by the Group relate to the discount rate applied together with the assumptions supporting the underlying forecast cash flows, in particular the terminal growth rate, the forecast combined operating ratios in the projection period and investment return assumptions.

We have evaluated the Group's identification of the North American Operations cash generating unit and the related carrying value, and evaluated the process by which the relevant cash flow forecasts were developed.

We compared these forecasts with the management approved business plans and assessed the reasons underpinning the reduction in the forecast cash flows which triggered the impairment.

We were satisfied that the three year forecast used in the Group's valuation model was based on the management approved North American Operations business plan, and that the key assumptions were subject to oversight from the directors.

We tested the key assumptions and methodologies used in the model, in particular those relating to the discount rate and growth rates. To do this:

- We, together with PwC valuation experts, evaluated these assumptions with reference to valuations of similar companies.
- We compared the key assumptions with externally derived data where possible, including market expectations of investment return, projected economic growth and interest rates.
- We applied sensitivities in evaluating the Group's assessment of the planned growth rate in cash flows, including forecast premium growth and combined operating ratios.

We were satisfied that the growth rate assumptions were reasonable given the economic outlook and industry forecasts. Further, the discount rate used by the Group was consistent with market data and industry research available to us.

In testing the valuation model:

- We checked the calculations for mathematical accuracy.
- We considered the sensitivity of the calculation by varying the assumptions and applying other values within a reasonably possible range for North American Operations.
- We assessed the overall appropriateness of the assumptions when considered in the aggregate.

We also considered the work and findings of external valuation experts engaged by the Group.

The impairment assessment remains sensitive to a range of assumptions, in particular to changes in the discount rate and achievement of forecast improvements in investment returns and combined operating ratios. Accordingly, relevant disclosures have been made in note 7.2.1.

# Independent auditor's report

TO THE SHAREHOLDERS OF QBE INSURANCE GROUP LIMITED

## KEY AUDIT MATTER

## How our audit addressed the key audit matter

### **Recoverability of deferred tax assets in North America**

(Refer to note 6.2.3) \$325 million

We considered this a key audit matter because significant judgement is required by the Group in determining the recoverability of deferred tax assets arising from past tax losses because the realisation of tax benefits is dependent on future taxable profits and there are inherent uncertainties involved in forecasting such profits.

The deferred tax asset in North American Operations continues to be a material balance in the financial statements and the recoverability of the asset depends on the achievement of the Group's underlying business plans.

The reduction in the corporate tax rate in the United States from 35% to 21%, with effect from 1 January 2018, reduces the amount of tax payable on forecast future taxable income which therefore reduces the value of the deferred tax asset.

The ultimate recoverability of the deferred tax asset depends upon both continued improvement in the profitability of the North American business, the rate at which those profits will be taxed and the period over which tax losses will be available for recovery.

Our procedures included the following:

- Evaluated the progress made by the Group in improving the profitability of the business in recent periods, which included the remediation of the causes of past losses through, amongst other initiatives, run off reinsurance arrangements, implementation of a revised capital structure to reduce funding costs, business disposals, and other expense reduction initiatives.
- Assessed the credibility of the business plans used in the deferred tax asset recoverability assessment. These were based on the same three year forecast used in the goodwill valuation model, and were therefore assessed as part of our goodwill testing as outlined above.
- Assessed the tax rate applied to forecast future taxable profits in light of the substantive enactment in 2017 of tax law changes in the United States with effect from 1 January 2018.
- Together with PwC tax experts, we considered whether the tax losses are legally available for the forecast recoupment period.

### **Valuation of investments**

(Refer to note 3.2) \$25,554 million

We considered this a key audit matter because this is the largest asset on the balance sheet, representing approximately 58% of total assets and our audit effort has increased in this area as the Group's investment portfolio has become more diversified in recent years.

In particular, there is significant focus on considering whether the level 3 investments are valued appropriately.

The valuation of financial investments held at fair value is based on a range of inputs. Many of the inputs required can be obtained from readily available liquid market prices and rates. Where observable market data is not available, for example, when determining the valuation of certain infrastructure debt, the Group is required to use significant judgement to develop estimates based on the most appropriate source data.

Our audit procedures over the valuation of investments held by the Group included:

- Assessed the design and tested the implementation and operating effectiveness of key controls over the investment function carried out by Group Investments, which is responsible for managing the majority of the Group's investments.
- Assessed the Group's valuation of individual investment holdings. Where readily observable data was available, we sourced that independently and compared it with the Group's valuation. For investments where there was less or limited observable market data, including level 3 holdings as disclosed in note 3.2.1, we assessed other relevant valuation data provided by third parties or for a sample of such investments carried out our own independent valuations.

## Other information

The directors are responsible for the other information. The other information comprises the information included in the Group's Annual Report for the year ended 31 December 2017 including Performance overview, Business review, Governance, Directors' Report, and Other information but does not include the Financial Report and our auditor's report thereon.

Our opinion on the Financial Report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Report, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the Financial Report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Responsibilities of the directors for the Financial Report

The directors of the Company are responsible for the preparation of the Financial Report that gives a true and fair view in accordance with Australian Accounting Standards and *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the Financial Report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the Financial Report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

## Auditor's responsibilities for the audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the Financial Report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Financial Report.

A further description of our responsibilities for the audit of the Financial Report is located at the Auditing and Assurance Standards Board website at:

[http://www.auasb.gov.au/auditors\\_responsibilities/ar1.pdf](http://www.auasb.gov.au/auditors_responsibilities/ar1.pdf).

This description forms part of our auditor's report.

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## Independent auditor's report

TO THE SHAREHOLDERS OF QBE INSURANCE GROUP LIMITED

### Report on the Remuneration Report

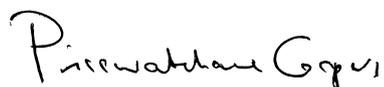
#### Our opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 62 to 88 of the Directors' Report for the year ended 31 December 2017.

In our opinion, the Remuneration Report of QBE Insurance Group Limited for the year ended 31 December 2017 complies with section 300A of the *Corporations Act 2001*.

#### Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.



PricewaterhouseCoopers



**RJ Clark**  
Partner



**SJ Hadfield**  
Partner

Sydney  
26 February 2018

# 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](http://www.qbe.com)

## QBE website

QBE's website provides investors with information about QBE including annual reports, corporate governance statements, sustainability report, half yearly reports 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 registry:

### 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](http://www.computershare.com.au)

Email: [qbe.queries@computershare.com.au](mailto:qbe.queries@computershare.com.au)

For security purposes, you will need to 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. Please contact your stockbroker. Computershare cannot assist you with these changes.

## Shareholding details online

Manage your shareholding online by visiting QBE's share registry, Computershare. Log onto [www.investorcentre.com.au](http://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 your dividend statement, notice of meeting and proxy and annual reports.

## 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.

## Dividends

QBE pays cash dividends to shareholders resident in Australia and New Zealand by direct credit. Shareholders in the UK and the US also have the option to receive their cash dividends by direct credit, although it is not mandatory. 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 if they have not elected to receive their payment by direct credit. 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 and have a registered address in Australia or New Zealand.

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.

## Shareholder information CONTINUED

### 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.

### 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 six or more years old must be given to the ACT Public Trustee. 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
28 September 2016	Interim	26 August 2016	21	50
13 April 2017	Final	10 March 2017	33	50
29 September 2017	Interim	25 August 2017	22	30
20 April 2018	Final	9 March 2018	4	30

### Annual General Meeting

The Annual General Meeting of QBE Insurance Group Limited will be held at 10.00am on Thursday, 3 May 2018 in the Ballroom 3 and 4, The Westin Sydney, No 1 Martin Place, Sydney, NSW 2000.

The Annual General Meeting will be webcast at [www.group.qbe.com/investor-centre/annual-general-meeting](http://www.group.qbe.com/investor-centre/annual-general-meeting) 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](http://www.qbe.com).

If you wish to receive a hard copy of the Annual Report, please update your communication preferences by logging into your shareholding at [www.investorcentre.com](http://www.investorcentre.com).

QBE does not produce a concise financial report.

## Top 20 shareholders as at 31 January 2018

NAME	NUMBER OF SHARES	% OF TOTAL <sup>1</sup>
HSBC Custody Nominees (Australia) Limited	545,001,636	40.09
JP Morgan Nominees Australia Limited	206,905,101	15.22
Citicorp Nominees Pty Limited	121,963,417	8.97
National Nominees Limited	82,552,697	6.07
BNP Paribas Nominees Pty Ltd (Agency Lending DRP A/C)	26,667,367	1.96
BNP Paribas Nominees Pty Ltd (DRP)	20,764,412	1.53
Citicorp Nominees Pty Limited (Colonial First State Investment A/C)	14,176,109	1.04
HSBC Custody Nominees (Australia) Limited (NT Commonwealth Super Corp A/C)	9,179,769	0.68
Argo Investments Limited	6,045,491	0.44
AMP Life Limited	5,407,617	0.40
Australian Foundation Investment Company Limited	5,400,000	0.40
CPU Share Plans Pty Ltd (QBE RTS Unallocated A/C)	5,251,656	0.39
HSBC Custody Nominees (Australia) Limited – A/C 2	4,727,581	0.35
CPU Share Plans Pty Ltd (QBE Employees Vested Control A/C)	4,077,581	0.30
Milton Corporation Limited	2,399,375	0.18
RBC Investor Services Australia Nominees Pty Limited (MBA A/C)	2,285,031	0.17
Navigator Australia Ltd (MLC Investment Settlement A/C)	2,083,024	0.15
Nulis Nominees (Australia) Limited (Navigator Master Plan Settlement A/C)	1,805,073	0.13
Netwealth Investments Limited (WRAP Services A/C)	1,796,197	0.13
HSBC Custody Nominees (Australia) Limited – GSCO ECA	1,783,815	0.13
	1,070,272,949	78.73

<sup>1</sup> Percentage of total at date of notice.

## QBE substantial shareholders as at 31 January 2018

NAME	NUMBER OF SHARES	% OF TOTAL	DATE OF NOTICE
BlackRock Group (and its associated entities)	68,960,758	5.02	3 May 2017

## Distribution of shareholders and shareholdings as at 31 January 2018

SIZE OF HOLDING	NUMBER OF SHAREHOLDERS		NUMBER OF SHARES	
	NUMBER	%	NUMBER	%
1 to 1,000	65,844	53.84	28,824,158	2.12
1,001 to 5,000	46,113	37.70	103,405,566	7.61
5,001 to 10,000	6,621	5.41	46,660,640	3.43
10,001 to 100,000	3,585	2.93	74,784,768	5.50
100,001 and over	138	0.12	1,105,921,189	81.34
Total	122,301	100.00	1,359,596,321	100.00

## Shareholdings of less than a marketable parcel as at 31 January 2018

	SHAREHOLDERS		SHARES	
	NUMBER	% OF TOTAL	NUMBER	% OF TOTAL
Holdings of 47 or fewer shares	4,957	4.05%	105,890	0.01%

# Financial calendar

YEAR	MONTH	DAY	ANNOUNCEMENT
2018	<b>February</b>	<b>26</b>	Results and dividend announcement for the year ended 31 December 2017
	<b>March</b>	<b>8</b>	Shares begin trading ex dividend
		<b>9</b>	Record date for determining shareholders' entitlement to 2017 final dividend
		<b>12</b>	DRP/BSP election close date – last day to nominate to participate in the Dividend Reinvestment Plan or the Bonus Share Plan
	<b>April</b>	<b>20</b>	Payment date for the 2017 final dividend
	<b>May</b>	<b>3</b>	2018 Annual General Meeting
	<b>June</b>	<b>30</b>	Half year end
	<b>August</b>	<b>16<sup>1</sup></b>	Results and dividend announcement for the half year ending 30 June 2018
		<b>23<sup>1</sup></b>	Shares begin trading ex dividend
		<b>24<sup>1</sup></b>	Record date for determining shareholders' entitlement to 2018 interim dividend
		<b>27<sup>1</sup></b>	DRP/BSP election close date – last day to nominate to participate in the Dividend Reinvestment Plan or the Bonus Share Plan
	<b>October</b>	<b>5<sup>1</sup></b>	Payment date for the 2018 interim dividend
	<b>December</b>	<b>31</b>	Year end

<sup>1</sup> Dates shown may be subject to change.

# 10 year history

FOR THE YEAR ENDED 31 DECEMBER

		2017	2016	2015	2014	2013	2012	2011	2010	2009	2008
Gross written premium	US\$M	<b>14,191</b>	14,395	15,092	16,332	17,975	18,434	18,291	13,629	11,239	11,015
Gross earned premium	US\$M	<b>14,446</b>	14,276	14,922	16,521	17,889	18,341	17,840	13,432	10,943	10,773
Net earned premium	US\$M	<b>12,041</b>	11,066	12,314	14,084	15,396	15,798	15,359	11,362	9,446	9,293
Claims ratio	%	<b>70.9</b>	58.2	60.4	63.2	64.5	66.0	68.2	59.9	60.3	57.6
Commission ratio	%	<b>17.6</b>	18.4	17.2	16.8	16.8	16.2	14.9	15.5	16.2	17.2
Expense ratio	%	<b>16.3</b>	17.4	17.3	16.1	16.5	14.9	13.7	14.3	13.1	13.7
Combined operating ratio	%	<b>104.8</b>	94.0	94.9	96.1	97.8	97.1	96.8	89.7	89.6	88.5
Investment income											
before investment gains/losses	US\$M	<b>589</b>	641	541	676	691	723	948	658	832	1,237
after investment gains/losses	US\$M	<b>812</b>	746	665	814	772	1,227	767	657	1,153	1,199
Insurance (loss) profit	US\$M	<b>(98)</b>	1,075	1,031	1,074	841	1,262	1,085	1,703	1,609	1,830
Insurance (loss) profit to net earned premium	%	<b>(0.8)</b>	9.7	8.4	7.6	5.5	8.0	7.1	15.0	17.0	19.7
Financing and other costs	US\$M	<b>305</b>	294	244	297	345	324	275	222	191	223
Operating (loss) profit											
before income tax	US\$M	<b>(825)</b>	1,072	953	931	(448)	941	868	1,551	1,891	2,028
after income tax and non-controlling interests	US\$M	<b>(1,249)</b>	844	687	742	(254)	761	704	1,278	1,532	1,558
Number of shares on issue <sup>1</sup>	millions	<b>1,358</b>	1,370	1,370	1,363	1,247	1,194	1,112	1,048	1,020	982
Shareholders' funds	US\$M	<b>8,859</b>	10,284	10,505	11,030	10,356	11,358	10,386	10,311	9,164	7,834
Total assets	US\$M	<b>43,862</b>	41,583	42,176	45,000	47,271	50,748	46,737	41,386	36,723	33,967
Net tangible assets per share <sup>1</sup>	US\$	<b>4.29</b>	4.90	5.07	5.32	4.75	4.49	3.93	4.78	4.64	4.04
Borrowings to shareholders' funds	%	<b>40.8</b>	33.8	33.6	32.5	44.1	43.4	45.8	31.5	29.1	32.9
Basic (loss) earnings per share <sup>1</sup>	US cents	<b>(91.5)</b>	61.6	50.3	57.4	(22.8)	65.1	64.9	123.7	152.8	175.0
Basic (loss) earnings per share – cash basis <sup>2</sup>	US cents	<b>(18.9)</b>	65.5	65.3	63.5	62.9	89.1	73.0	127.7	156.4	177.2
Diluted (loss) earnings per share	US cents	<b>(91.5)</b>	60.8	49.8	55.8	(22.8)	61.6	61.3	119.6	149.9	172.2
Return on average shareholders' funds	%	<b>(13.0)</b>	8.1	6.4	6.9	(2.3)	7.0	6.8	13.1	18.0	22.3
Dividend per share	Australian cents	<b>26</b>	54	50	37	32	50	87	128	128	126
Dividend payout	A\$M	<b>356</b>	741	685	492	394	593	956	1,336	1,306	1,187
Total investments and cash <sup>3</sup>	US\$M	<b>26,141</b>	25,235	26,708	28,583	30,619	31,525	28,024	25,328	22,448	19,995

<sup>1</sup> Reflects shares on an accounting basis.

<sup>2</sup> Earnings per share on a cash basis is calculated with reference to cash profit, being profit after tax adjusted for amortisation and impairment of intangibles and other non-cash items net of tax.

<sup>3</sup> Includes financial assets at fair value through profit or loss, cash and cash equivalents and investment properties.

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# Glossary

<b>Accident year experience</b>	The matching of all claims occurring (regardless of when reported or paid) during a given 12 month period with all premium earned over the same period.
<b>Acquisition cost</b>	The total of net commission and operating expenses incurred in the generation of net earned premium and often expressed as a percentage of net earned premium.
<b>Admitted insurance</b>	Insurance written by an insurer that is admitted (or licensed) to do business in the (US) state in which the policy was sold.
<b>Agent</b>	One who negotiates contracts of insurance or reinsurance as an insurance company's representative i.e. the agent's primary responsibility is to the insurance carrier, not the insurance buyer.
<b>Attritional claims ratio</b>	Total of all claims with a net cost of less than \$2.5 million as a percentage of net earned premium.
<b>Broker</b>	One who negotiates contracts of insurance or reinsurance on behalf of an insured party, receiving a commission from the insurer or reinsurer for placement and other services rendered. In contrast with an agent, the broker's primary responsibility is to the insurance buyer not the insurance carrier.
<b>Capacity</b>	In relation to a Lloyd's member, the maximum amount of insurance premiums (gross of reinsurance but net of brokerage) which a member can accept. In relation to a syndicate, the aggregate of each member's capacity allocated to that syndicate.
<b>Cash profit</b>	Net profit after tax attributable to QBE shareholders, adjusted for the post-tax effect of amortisation and impairment of intangibles and other non-cash items. This definition is used for the purpose of the Group's dividend policy.
<b>Casualty insurance</b>	Insurance that is primarily concerned with the losses resulting from injuries to third persons or their property (i.e. not the policyholder) and the resulting legal liability imposed on the insured. It includes, but is not limited to, general liability, employers' liability, workers' compensation, professional liability, public liability and motor liability insurance.
<b>Catastrophe reinsurance</b>	A reinsurance contract (often in the form of excess of loss reinsurance) that, subject to specified limits and retention, compensates the ceding insurer for losses related to an accumulation of claims resulting from a catastrophe event or series of events.
<b>Claim</b>	The amount payable under a contract of insurance or reinsurance arising from a loss relating to an insured event.
<b>Claims incurred</b>	The aggregate of all claims paid during an accounting period adjusted by the change in the claims provision for that accounting period.
<b>Claims provision</b>	The estimate of the most likely cost of settling present and future claims and associated claims adjustment expenses plus a risk margin to cover possible fluctuation of the liability.
<b>Claims ratio</b>	Net claims incurred as a percentage of net earned premium.
<b>Coefficient of variation</b>	The measure of variability in the net discounted central estimate used in the determination of the probability of adequacy.
<b>Combined operating ratio</b>	The sum of the net claims ratio, commission ratio and expense ratio. A combined operating ratio below 100% indicates profitable underwriting results. A combined operating ratio over 100% indicates unprofitable underwriting results.
<b>Commercial lines</b>	Refers to insurance for businesses, professionals and commercial establishments.

<b>Commission</b>	Fee paid to an agent or broker as a percentage of the policy premium. The percentage varies widely depending on coverage, the insurer and the marketing methods.
<b>Commission ratio</b>	Net commission expense as a percentage of net earned premium.
<b>Credit spread</b>	The difference in yield between two bonds and a reference yield (e.g. LIBOR, BBSW or a fixed sovereign bond yield).
<b>Credit spread duration</b>	The weighted average term of cash flows for a corporate bond. It is used to measure the price sensitivity of a corporate bond to changes in credit spreads.
<b>Deductible</b>	The amount or proportion of some or all losses arising under an insurance contract that the insured must bear.
<b>Deferred acquisition costs</b>	Acquisition costs relating to the unexpired period of risk of contracts in force at the balance date which are carried forward from one accounting period to subsequent accounting periods.
<b>Excess of loss reinsurance</b>	A form of reinsurance in which, in return for a premium, the reinsurer accepts liability for claims settled by the original insurer in excess of an agreed amount, generally subject to an upper limit.
<b>Expense ratio</b>	Underwriting and administrative expenses as a percentage of net earned premium.
<b>Facultative reinsurance</b>	The reinsurance of individual risks through a transaction between the reinsurer and the cedant (usually the primary insurer) involving a specified risk.
<b>General insurance</b>	Generally used to describe non-life insurance business including property and casualty insurance.
<b>Gross claims incurred</b>	The amount of claims incurred during an accounting period before deducting reinsurance recoveries.
<b>Gross earned premium (GEP)</b>	The proportion of gross written premium recognised as income in the current financial year, reflecting the pattern of the incidence of risk and the expiry of that risk.
<b>Gross written premium (GWP)</b>	The total premium on insurance underwritten by an insurer or reinsurer during a specified period, before deduction of reinsurance premium.
<b>Incurred but not reported (IBNR)</b>	Claims arising out of events that have occurred before the end of an accounting period but have not been reported to the insurer by that date.
<b>Insurance profit</b>	The sum of the underwriting result and investment income on assets backing policyholders' funds.
<b>Insurance profit margin</b>	The ratio of insurance profit to net earned premium.
<b>Inward reinsurance</b>	See Reinsurance.
<b>Large individual risk and catastrophe claims ratio</b>	The aggregate of claims each with a net cost of \$2.5 million or more as a percentage of net earned premium.
<b>Lenders' mortgage insurance (LMI)</b>	A policy that protects the lender (e.g. a bank) against non-payment or default on the part of the borrower on a residential property loan.

## Glossary CONTINUED

<b>Lead/non-lead underwriter</b>	A lead underwriter operates in the subscription market and sets the terms and price of a policy. The follower or non-lead is an underwriter of a syndicate or an insurance company that agrees to accept a proportion of a given risk on terms set by the lead underwriter.
<b>Letters of credit (LoC)</b>	Written undertaking by a financial institution to provide funding if required.
<b>Lloyd's</b>	Insurance and reinsurance market in London. It is not a company but is a society of individuals and corporate underwriting members.
<b>Lloyd's managing agent</b>	An underwriting agent which has permission from Lloyd's to manage one or more syndicates and carry on underwriting and other functions for a member.
<b>Long-tail</b>	Classes of insurance business involving coverage for risks where notice of a claim may not be received for many years and claims may be outstanding for more than one year before they are finally quantifiable and settled by the insurer.
<b>Managing General Agent (MGA)</b>	A wholesale insurance agent with the authority to accept placements from (and often to appoint) retail agents on behalf of an insurer. MGAs generally provide underwriting and administrative services such as policy issuance on behalf of the insurers they represent. Some may handle claims.
<b>Maximum event retention (MER)</b>	An estimate of the largest claim to which an insurer will be exposed (taking into account the probability of that loss event at a return period of one in 250 years) due to a concentration of risk exposures, after netting off any potential reinsurance recoveries and inward and outward reinstatement premiums.
<b>Modified duration</b>	The weighted average term of cash flows in a bond. It is used to measure the price sensitivity of a bond to changes in interest rates.
<b>Multi-peril crop scheme</b>	US federally regulated crop insurance protecting against crop yield losses by allowing participating insurers to insure a certain percentage of historical crop production.
<b>Net claims incurred</b>	The amount of claims incurred during an accounting period after deducting reinsurance recoveries.
<b>Net claims ratio</b>	Net claims incurred as a percentage of net earned premium.
<b>Net earned premium (NEP)</b>	Net written premium adjusted by the change in net unearned premium.
<b>Net investment income</b>	Gross investment income including foreign exchange gains and losses and net of investment expenses.
<b>Net written premium (NWP)</b>	The total premium on insurance underwritten by an insurer during a specified period after the deduction of premium applicable to reinsurance.
<b>Outstanding claims liability</b>	The amount of provision established for claims and related claims expenses that have occurred but have not been paid.
<b>Personal lines</b>	Insurance for individuals and families, such as private motor vehicle and homeowners' insurance.
<b>Policyholders' funds</b>	The net insurance liabilities of the Group.
<b>Premium</b>	Amount payable by the insured or reinsured in order to obtain insurance or reinsurance protection.

<b>Premium solvency ratio</b>	Ratio of net tangible assets to net earned premium. This is an important industry indicator in assessing the ability of general insurers to settle their existing liabilities.
<b>Prescribed Capital Amount (PCA)</b>	This comprises the sum of the capital charges for asset risk, asset concentration risk, insurance concentration risk and operational risk as required by APRA. The PCA must be disclosed at least annually.
<b>Probability of adequacy</b>	A statistical measure of the level of confidence that the outstanding claims liability will be sufficient to pay claims as and when they fall due.
<b>Proportional reinsurance</b>	A type of reinsurance in which the original insurer and the reinsurer share claims in the same proportion as they share premiums.
<b>Prudential Capital Requirement (PCR)</b>	The sum of the Prescribed Capital Account (PCA) plus any supervisory adjustment determined by APRA. The PCR may not be disclosed.
<b>Recoveries</b>	The amount of claims recovered from reinsurance, third parties or salvage.
<b>Reinsurance</b>	An agreement to indemnify a primary insurer by a reinsurer in consideration of a premium with respect to agreed risks insured by the primary insurer. The enterprise accepting the risk is the reinsurer and is said to accept inward reinsurance. The enterprise ceding the risks is the cedant or ceding company and is said to place outward reinsurance.
<b>Reinsurance to close</b>	A reinsurance agreement under which members of a syndicate, for a year of account to be closed, are reinsured by members who comprise that or another syndicate for a later year of account against all liabilities arising out of insurance business written by the reinsured syndicate.
<b>Reinsurer</b>	The insurer that assumes all or part of the insurance or reinsurance liability written by another insurer. The term includes retrocessionaires, being insurers that assume reinsurance from a reinsurer.
<b>Retention</b>	That amount of liability for which an insurance company will remain responsible after it has completed its reinsurance arrangements.
<b>Retrocession</b>	Reinsurance of a reinsurer by another reinsurance carrier.
<b>Return on allocated capital (RoAC)</b>	Divisional management-basis profit as a percentage of allocated capital as determined by the Group's economic capital model.
<b>Return on equity (ROE)</b>	Group statutory net profit after tax as a percentage of average shareholders' funds.
<b>Short-tail</b>	Classes of insurance business involving coverage for risks where claims are usually known and settled within 12 months.
<b>Stop loss reinsurance</b>	A form of excess of loss reinsurance which provides that the reinsurer will pay some or all of the reassured's losses in excess of a stated percentage of the reassured's premium income, subject (usually) to an overall limit of liability.
<b>Surplus (or excess) lines insurers</b>	In contrast to "admitted insurers", every US state also allows non-admitted (or "surplus lines" or "excess lines") carriers to transact business where there is a special need that cannot or will not be met by admitted carriers. The rates and forms of non-admitted carriers generally are not regulated in that state, nor are the policies back-stopped by the state insolvency fund covering admitted insurance. Brokers must inform insurers if their insurance has been placed with a non-admitted insurer.

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**Glossary** CONTINUED

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<b>Syndicate</b>	A member or group of members underwriting insurance business at Lloyd's through the agency of a managing agent.
<b>Survival ratio</b>	A measure of how many years it would take for dust disease claims to exhaust the current level of claims provision. It is calculated on the average level of claims payments in the last three years.
<b>Total shareholder return (TSR)</b>	A measure of performance of a company's shares over time. It includes share price appreciation and dividend performance.
<b>Treaty reinsurance</b>	Reinsurance of risks in which the reinsurer is obliged by agreement with the cedant to accept, within agreed limits, all risks to be underwritten by the cedant within specified classes of business in a given period of time.
<b>Underwriting</b>	The process of reviewing applications submitted for insurance or reinsurance coverage, deciding whether to provide all or part of the coverage requested and determining the applicable premium.
<b>Underwriting expenses</b>	The aggregate of policy acquisition costs, excluding commissions, and the portion of administrative, general and other expenses attributable to underwriting operations.
<b>Underwriting result</b>	The amount of profit or loss from insurance activities exclusive of net investment income and capital gains or losses.
<b>Underwriting year</b>	The year in which the contract of insurance commenced or was underwritten.
<b>Unearned premium</b>	The portion of a premium representing the unexpired portion of the contract term as of a certain date.
<b>Volume weighted average price (VWAP)</b>	A methodology used for determining the share price applicable to dividend and other share related transactions.
<b>Written premium</b>	Premiums written, whether or not earned, during a given period.

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