



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**

**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amend the Constitution	Special	65,426,548	1,040,779,942	3,027,818	51,405,652	2,757,130	121,377,123	1,009,249	Resolution withdrawn			~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.