

17 February 2020

Appendix 3Y – Change of Director’s Interest Notice

Suncorp (ASX: SUN | ADR: SNMCY)

Attached is an Appendix 3Y for Ms Christine McLoughlin relating to Suncorp Group Limited (Suncorp) Capital Notes 3 (SUNPH) issued to Ms McLoughlin on 17 December 2019 pursuant to an application to participate in the SUNPH Offer under the terms of the public-offering Prospectus issued on 11 November 2019.

The Offer closed on 17 December 2019 with all participants being issued their Capital Notes 3 application on that date as an off-market transaction at the application price of \$100 per Note.

Suncorp’s Directors’ level of participation in the SUNPH Offer (700 Capital Notes 3 in aggregate) was advised to the market on 17 December 2019 in Suncorp’s ASX announcement confirming the close of the SUNPH Offer; however, it has now been identified that an Appendix 3Y notifying the number of Capital Notes 3 issued to Ms McLoughlin (700) was not issued by Suncorp on that date and is overdue.

Suncorp considers that its current arrangements under Listing Rule 3.19B are adequate, are being enforced and were followed by the Director in this case and that the failure to provide the requisite Appendix 3Y on this occasion is due to an administrative oversight. Suncorp has implemented additional administrative checks to ensure a similar oversight does not occur in the future.

Authorised for lodgement with ASX by the Company Secretary.

ENDS

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	SUNCORP GROUP LIMITED
ABN	66 145 290 124

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	Christine Frances McLoughlin
Date of last notice	15 October 2019

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	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	(a) Dundas Street Investments Pty Ltd as trustee for the Dundas Investment Trust (b) C F McLoughlin Super Investments Pty Ltd (C F McLoughlin S/F A/C) Ms McLoughlin has the ability to influence votes and trades over these securities.
Date of change	17 December 2019
No. of securities held prior to change	(a) 25,246 Ordinary Shares (b) 23,304 Ordinary Shares
Class	Capital Notes 3
Number acquired	700
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$70,000
No. of securities held after change	(a) 25,246 Ordinary Shares (b) 23,304 Ordinary Shares (b) 700 Capital Notes 3

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<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Off-market transaction resulting from the Director's successful application to participate in the Company's Capital Notes 3 (SUNPH) public Offer pursuant to the Prospectus dated 11 November 2019.</p>
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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	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
<p>No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed</p>	
Interest acquired	
Interest disposed	
<p>Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation</p>	
Interest after change	

Part 3 – +Closed period

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