



SHAREHOLDER VOTING FORM

STEP 1 Please mark either Box A OR Box B

I/We being a member(s) of Suncorp Group Limited (the Company) and entitled to attend and vote at the Annual General Meeting of the Company to be held at 2:30pm on Thursday, 23 October 2014, at the Ballroom Le Grand, Sofitel, 249 Turbot Street, Brisbane (the Meeting) hereby:

A VOTE DIRECTLY

elect to lodge my/our vote(s) directly (mark box) in relation to the Meeting and at any adjournment or postponement of the Meeting.

i You should mark either "For" or "Against" for each resolution. If you mark the "Abstain" box for a resolution, your vote for that resolution will not be counted.

OR B APPOINT A PROXY

appoint the Chairman of the Meeting (mark box) **i** if you are NOT appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered shareholder) you are appointing as your proxy below.

OR

Failing the person or body corporate named, or if no person or body corporate is named, I/we appoint the Chairman of the Meeting, as my/our proxy to vote on my/our behalf (including in accordance with the directions set out below or, if no directions have been given, to vote as the proxy sees fit, to the extent permitted by the law and any applicable voting exclusions) and at any adjournment or postponement of the Meeting.

I/we expressly authorise the Chairman of the Meeting to exercise my/our proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the key management personnel.

The Chairman of the Meeting intends to vote undirected proxies in favour of all resolutions.

In exceptional circumstances the Chairman of the Meeting may change his voting intentions on any resolution, in which case an ASX announcement will be made.

Voting directions will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting.

Please read the voting instructions overleaf before marking any boxes with an **X**

STEP 2 **VOTING DIRECTIONS**

Advisory Resolution	For	Against	Abstain*		For	Against	Abstain*
1 Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	3(b) Re-election of non-executive director Ms Audette E Exel	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Ordinary Resolutions				3(c) Re-election of non-executive director Mr Ewoud J Kulk	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Grant of performance rights to the Managing Director and Group CEO	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Special Resolution			
3(a) Re-election of non-executive director Mr William J Bartlett	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4 Amendment of Constitution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

i * If you are voting under Box B and mark the Abstain box for a particular resolution, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

STEP 3 **SIGNATURE OF SHAREHOLDERS - THIS MUST BE COMPLETED**

Shareholder 1 (Individual) <input type="text"/>	Joint Shareholder 2 (Individual) <input type="text"/>	Joint Shareholder 3 (Individual) <input type="text"/>
Sole Director and Sole Company Secretary	Director/Company Secretary (Delete one)	Director

This form should be signed by the shareholder. If shareholders have a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this voting form. If executed by a company, the form must be executed in accordance with the company's constitution and the Corporations Act 2001 (Cth).



HOW TO COMPLETE THIS SHAREHOLDER VOTING FORM

Voting under STEP 1 Box A - Vote Directly

If you mark the box under A you are indicating that you wish to vote directly. Please mark either the "For" or "Against" box only for each resolution, for a valid direct vote to be recorded on that resolution at STEP 2. You may include the number of shares to be voted on any resolution by inserting the percentage or number of shares in the "For" or "Against" boxes. If you mark the "Abstain" box for a resolution, your vote for that resolution will not be counted.

If you have lodged a direct vote, and you attend the Meeting, your attendance will cancel your direct vote.

Voting under STEP 1 Box B - Appoint a Proxy

If you wish to appoint the Chairman as your proxy, mark the box under B. If the person you wish to appoint as your proxy is someone other than the Chairman please write the name of that person in the box provided. If you leave this section blank, or your named proxy does not attend the Meeting, the Chairman will be your proxy. A proxy need not be a shareholder of the Company and may be an individual or a body corporate.

Votes on Resolutions - Proxy Appointment

You can direct your proxy how to vote by placing a mark in one of the boxes opposite each resolution. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any resolution by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you mark more than one box on any resolution your vote on that resolution will be invalid.

If you do not mark any of the boxes on a given resolution then, subject to the rest of this paragraph and the restrictions in the Notice of Meeting, your proxy may vote as he or she chooses. If you wish to appoint as your proxy a Director (other than the Chairman) or other member of the key management personnel of the Suncorp Group, or their closely related parties, you must specify how they should vote on Resolutions 1 and 2 by completing the "For", "Against" or "Abstain" boxes on the voting form. If you do not do that, your proxy will not be able to exercise your vote on your behalf. If you appoint the Chairman as your proxy, or the Chairman is appointed as your proxy by default, but do not complete any of the boxes "For", "Against" or "Abstain" opposite a resolution on the voting form, the Chairman intends to exercise your vote in favour of the resolution. If you wish to appoint the Chairman as your proxy with a direction to vote against, or to abstain from voting on a resolution, you should specify this by completing the "Against" or "Abstain" boxes opposite the resolution on the voting form.

Appointment of a Second Proxy

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional voting form may be obtained by telephoning the Company's share registry, Link Market Services Limited on 1300 882 012, or you may copy this voting form.

To appoint a second proxy you must:

- on each of the first voting form and the second voting form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- return both voting forms together to the Company's share registry, Link Market Services Limited.

Signing Instructions

You must sign this voting form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must have already lodged the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified copy of the Power of Attorney to this voting form when you return it and return both documents by post or by hand.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this voting form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this voting form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

Corporate Representatives

If a corporate representative is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate may be obtained from the Company's share registry.

Lodgement of a Voting Form

This voting form (and any Power of Attorney under which it is signed) must be received at any address given below by **2:30pm (Brisbane time) on Tuesday, 21 October 2014**, being at least 48 hours before the commencement of the Meeting. Any voting form received after that time will not be valid for the scheduled Meeting.

Voting forms may be lodged:



ONLINE  www.linkmarketservices.com.au

Login to the Link website using the holding details as shown on the voting form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the voting form).



by mail using the reply paid envelope:

Suncorp Group Limited
PO Box A50
Sydney South NSW 1235 Australia



by fax:

+61 2 9287 0309



by hand:

by delivering it to Link Market Services Limited, 1A Homebush Bay Drive, Rhodes NSW 2138 or Level 12, 680 George Street, Sydney NSW 2000.

**If you would like to attend and vote at the Meeting, please bring this voting form with you.
This will assist in registering your attendance.**