

One Company
Many Brands



Suncorp Group Limited
(‘the Company’)
ABN 66 145 290 124

LODGE YOUR VOTE



ONLINE >

www.linkmarketservices.com.au



By mail:
Suncorp Group Limited
PO Box A50
Sydney South NSW 1235 Australia



By fax: +61 2 9287 0309



All enquiries to: Telephone: 1300 882 012 Overseas: +61 2 8767 1219

SHAREHOLDER VOTING FORM

To vote directly or to direct your proxy how to vote on any resolution, please insert in the appropriate box below. Please read the voting instructions overleaf before marking any boxes.

Voting Directions will only be valid and accepted by the Company if they are signed and received at least 48 hours before the Meeting.

STEP 1

PLEASE MARK BOX A TO VOTE DIRECTLY OR BOX B TO APPOINT A PROXY

I/We being a shareholder(s) of Suncorp Group Limited and entitled to attend and vote:

A

VOTE DIRECTLY

I elect to lodge my/our vote(s) directly (mark box)



in relation to the Annual General Meeting of the Company to be held at **2:30pm on Thursday, 24 October 2013**, and at any adjournment or postponement of the meeting.

You must mark either “For” or “Against” for each resolution for a valid direct vote to be recorded on that resolution. If you mark the “Abstain” box, your vote for that resolution will not be counted. **GO TO STEP 2.**

OR if you wish to appoint a proxy to attend the meeting, please complete Box B

B

APPOINT A PROXY

I appoint the Chairman of the Meeting (mark box)

OR 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 here

or failing the person/body corporate named, or if no person/body corporate is named, the Chairman of the Meeting (Chairman), as my/our proxy and to vote for me/us on my/our behalf in accordance with the voting directions below (or, if no voting directions have been given, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **2:30pm on Thursday, 24 October 2013, at the Ballroom Le Grand, Sofitel Hotel, 249 Turbot Street, Brisbane** and at any adjournment or postponement of the meeting. **GO TO STEP 2.**

Important for Resolutions 1 and 2

If I/we have appointed the Chairman as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to vote on Resolutions 1 and 2 in accordance with his/her intention as set out below even though the Chairman is, and those items of business are connected directly or indirectly with the remuneration of, a member of the Company’s key management personnel.

STEP 2

VOTING DIRECTIONS FOR YOUR DIRECT VOTE OR PROXY

Ordinary Resolutions

- | | For | Against | Abstain* |
|--|--------------------------|--------------------------|--------------------------|
| 1 Adoption of the Remuneration Report | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2 Approval of grant of performance rights to the Managing Director/Group CEO | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3(a) Re-election of Ms Ilana R Atlas as a director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

- | | For | Against | Abstain* |
|--|--------------------------|--------------------------|--------------------------|
| 3(b) Re-election of Mr Geoffrey T Ricketts as a director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Special Resolutions

- | | | | |
|---|--------------------------|--------------------------|--------------------------|
| 4 Approval of amendment to the Company’s Constitution | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5 Approval of amendment to the Company’s Constitution to include proportional takeover provisions | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

* If you mark the Abstain box for a particular resolution, your vote will not be counted. The Chairman intends to vote undirected proxies in favour of each item of business.

STEP 3

SIGNATURE OF SHAREHOLDERS - THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Sole Director and Sole Company Secretary

Joint Shareholder 2 (Individual)

Director/Company Secretary (Delete one)

Joint Shareholder 3 (Individual)

Director

This form should be signed by the shareholder. For further information on signing instructions, please refer overleaf.

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HOW TO COMPLETE THIS VOTING FORM

Voting under STEP 1 Box A - Direct Vote

If you marked 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 - Appointment of 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 Suncorp Group Limited, 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, but do not complete any of the boxes "For", "Against" or "Abstain" opposite an item of business on the voting form, the Chairman intends to exercise your vote in favour of the item of business. If you wish to appoint the Chairman as your proxy with a direction to vote against, or to abstain from voting on an item of business, you should specify this by completing the "Against" or "Abstain" boxes opposite the item of business 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 or you may copy this 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 forms together to the Company's share registry.

Signing Instructions

You must sign this 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 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 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 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 on Tuesday, 22 October 2013**, 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 2013 Annual General Meeting, please bring this form with you.
This will assist in registering your attendance.**