

21 September 2018

**Reference: QBEPOL**

Dear Sir/Madam

**Subject: Proposed transfer of the entire general (re)insurance business written by QBE Insurance (Europe) Limited (“QIEL”) through its Belgian, Bulgarian, Danish, Estonian, French, German, Irish, Italian, Norwegian, Spanish and Swedish branches to QBE Europe SA/NV (“QBE Europe”) and the proposed transfer of the entire general and long-term reinsurance business written by QBE Re (Europe) Limited (“QBE Re”) through its Belgian, Bermudan and Irish branches to QBE Europe.**

Following the decision of the UK electorate to vote in favour of leaving the European Union (“EU”) (“Brexit”), the parent company of the European division of the QBE Group (defined below), QBE European Operations Plc, has decided to restructure its European operations in order to retain access to the European single market after the UK’s withdrawal from the EU and the expiration of the transition period agreed between the UK, the other EU member states and the relevant EU institutions, which is currently expected to end on 31 December 2020. We intend to facilitate this by consolidating the QBE Group’s (re)insurance platforms in Europe into one Belgium-based (re)insurer, QBE Europe. This consolidation is required to ensure that we can continue to administer existing European Economic Area (“EEA”) policies and underwrite new EEA policies after Brexit.

Accordingly, QIEL, the principal European insurance company in the QBE Group, proposes to transfer all of its general (re)insurance business: (i) written through its active branches in Denmark, France, Germany, Italy, Spain and Sweden; and (ii) previously written by its branches in Belgium, Bulgaria, Estonia, Ireland and Norway ((i) and (ii) comprising the entirety of QIEL’s business in Belgium, Bulgaria, Denmark, Estonia, France, Germany, Ireland, Italy, Norway, Spain and Sweden). QBE Re, the principal European reinsurance company in the QBE Group, also proposes to transfer all of its general and long-term reinsurance business written through its Belgian, Bermudan and Irish branches to QBE Europe, which comprises the entirety of QBE Re’s business. The business to be transferred includes the policy or policies that you hold with QIEL and/or QBE Re (as applicable).

QBE Europe is a Belgian (re)insurance company and is part of the same corporate group as QIEL and QBE Re. All three companies are indirect wholly-owned subsidiaries of QBE Insurance Group Limited, a company incorporated in Australia and listed on the Australian Securities Exchange, which owns a number of licensed (re)insurance companies writing a wide variety of (re)insurance business in a number of territories (the “QBE Group”).

As QIEL and QBE Re are UK insurance companies, the proposed transfers have to be carried out in accordance with the UK Financial Services and Markets Act 2000 (the “Transfers”). This requires us to obtain approval from the High Court of England and Wales.

**The Transfers will have no effect on:**

- The terms and conditions of your cover;
- The amount of your premium;
- The duration of your policy or policies; or
- Any claim which you may have made or may make under your policy or policies.

In addition, QBE Europe will administer the transferring policies in line with the QBE Group's current systems, policies and procedures and in the same manner to the administration currently undertaken by QIEL and QBE Re.

**How are your interests being protected?**

The legal approval process for the Transfers to QBE Europe is designed to help safeguard your interests.

- The High Court of England and Wales must approve the Transfers for them to go ahead. The Court hearing is due to take place on 19 December 2018 at the High Court of Justice, 7 Rolls Building, Fetter Lane, London, EC4A 1NL, UK. The Court will consider whether the Transfers will adversely affect policyholders and whether it is appropriate to approve the Transfers. You have the right to attend the Court hearing that will consider the Transfers and to present any objections or concerns that you may have directly, or appoint legal counsel to attend on your behalf. If you want to telephone or write to us rather than appear in person, QBE will present in writing any objections received from you to the Court on 19 December 2018. If you decide to write to us you are kindly requested to do so as soon as possible. Subject to Court approval, it is expected that policies will automatically transfer to QBE Europe on 1 January 2019. Any change to the date of the Transfers will be announced on the QBE website.
- An Independent Expert has been appointed to write a report for the Court. He has assessed the impact of the Transfers and has concluded that they won't materially adversely affect any group of policyholders.
- QIEL and QBE Re have consulted closely with their regulators, the Financial Conduct Authority ("FCA") and the Prudential Regulation Authority ("PRA"). The UK regulators are entitled to make their own representations to the Court and we expect them to do so.
- We are now writing to all transferring policyholders to give them information about the Transfers, allowing reasonable time for them to consider whether they and interested parties are adversely affected and if so whether to make representations to the Court. It is a legal requirement for QIEL and QBE Re to do so under the English court process (unless the Court has consented otherwise).

**What should you do?**

Please read the information we have included with this letter.

We have enclosed a booklet containing:

- "Questions and Answers" about the Transfers.
- A summary of the legal document that sets out the terms of the Transfers and the Independent Expert's report.
- A copy of a legal notice setting out details of the Court hearing for the Transfers.

Should you need any further information or if you have any questions or concerns about the proposed Transfers or consider that you may be adversely affected then please contact us as soon as possible and preferably no later than 12 December 2018. You can:

- Call our dedicated helpline on + 353 1605 3666; or
- Write to QBE at 6-10 Suffolk Street, Dublin 2, Dublin, Ireland.

Please note that the dedicated helpline is for enquires about the Transfers to QBE Europe only. If you have any general questions about your policy, please call the customer services team on the usual phone number and they will be happy to help.

For your convenience, this information is also available on the QBE website (qbeurope.com), together with full copies of the documents detailed above. All updates and details about the progress of the Transfers, including any supplemental Independent Expert's report that may be prepared prior to the Court hearing, will also be posted on these websites and will be available from the same address.

If you're aware of anyone else who has an interest in and/or is entitled to claim under your policy, please inform them of the proposed Transfers and pass on the information contained in this letter and booklet.

Yours sincerely,



For and on behalf of  
**QBE Insurance (Europe) Limited**



For and on behalf of  
**QBE Re (Europe) Limited**