

11 May 2020

The Manager
Company Announcements Office
ASX Limited
Exchange Centre
Level 4, 20 Bridge Street
SYDNEY NSW 2000

Dear Sir / Madam

Suncorp Group Limited (ASX: SUN) – Notice under section 708A(5)(e) of the Corporations Act 2001 – Cleansing Statement

This notice is given by Suncorp Group Limited (ABN 66 145 290 124) (ASX Code: SUN) ("**Suncorp**") under section 708A(5)(e) of the *Corporations Act* 2001 (Cth) ("**Act**").

Suncorp confirms that:

- (a) it has today issued 3 fully paid ordinary shares ("**New Shares**") at a price of \$8.91 per New Share pursuant to an agreement with a professional investor, to fund the redemption of Suncorp convertible preference shares issued by Suncorp on 8 May 2014 ("**CPS3**") that will not be converted into ordinary shares following the completion of the Suncorp CPS3 resale announced on 11 May 2020;¹
- (b) the New Shares were offered and issued without disclosure to investors under Part 6D.2 of the Act;
- (c) as a disclosing entity, Suncorp is subject to regular reporting and disclosure obligations;
- (d) as at the date of this notice, Suncorp has complied with:
 - the provisions of Chapter 2M of the Act as they apply to Suncorp; and
 - section 674 of the Act; and
- (e) as at the date of this notice, there is no excluded information of the type referred to in sections 708A(7) and 708A(8) of the Act that is required to be set out in this notice under section 708A(6)(e) of the Act.

Yours faithfully



Darren Solomon
Company Secretary

Authorised for lodgement with the ASX by the Board.

¹ As noted in that announcement, once all CPS3 have been resold to the nominated purchaser, CPS3 will be repaid or converted, with Suncorp converting some or all of them into ordinary shares in the hands of the nominated purchaser. Any CPS3 not converted into ordinary shares will be repaid in the hands of the nominated purchaser. It is expected that the repayment will be substantially by way of reduction of capital, with the balance returned by way of redemption. The New Shares are being issued to fund the redemption component.