



9 November 2005

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

Dear Sir/Madam

**INSURANCE AUSTRALIA GROUP LIMITED ('IAG')  
ANNUAL GENERAL MEETING POLL RESULTS**

**Annual General Meeting Poll Results**

At the Annual General Meeting of shareholders held today, polls were held on all items of business as set out in the Notice of Meeting dated 9 September 2005. The Returning Officer has advised that the results of the polls are as follows:

**Election of Directors**

**Resolution 1:** To consider and, if thought fit, pass the following resolution as an ordinary resolution:

"Election of a Director, M John Astbury"

The motion was passed as an ordinary resolution.

**Resolution 2:** To consider and, if thought fit, pass the following resolution as an ordinary resolution:

"Election of a Director, Mr Geoff Cousins"

The motion was passed as an ordinary resolution.

**Resolution 3:** To consider and, if thought fit, pass the following resolution as an ordinary resolution:

"Election of a Director, Mr Rowan Ross"

The motion was passed as an ordinary resolution.



## **Non-Executive Directors' Fees**

**Resolution 4:** To consider and, if thought fit, pass the following resolution as an ordinary resolution:

“For the purposes of Australian Stock Exchange Listing Rule 10.17 and Article 12.12 of the Constitution of the Company, that the maximum aggregate remuneration payable to non-executive Directors be increased by \$500,000 to \$2,000,000 per annum.”

The motion was passed as an ordinary resolution.

## **Amendment to Constitution**

**Resolution 5:** To consider and, if thought fit, pass the following resolution as a special resolution:

“That the Company’s Constitution be amended by deleting Article 12.7 and replacing it with the following new Article 12.7:

A person, other than a person declared eligible by Article 12.4 or 12.10, is not eligible for election as a Director at a general meeting of the Company unless a nomination signed by the nominee has been lodged at the Registered Office at least 55 business days before the general meeting or such shorter period as the Directors determine.”

The motion was passed as a special resolution.

## **Remuneration Report**

**Resolution 6:** To consider and, if thought fit, pass the following resolution as an ordinary resolution:

“That the Company’s Remuneration Report for the financial year ended 30 June 2005 be adopted.”

The motion was passed as an ordinary resolution.

The results of the proxy voting on the polls carried out in respect of each of the above resolutions are set out on Schedule A attached to this letter.

Yours sincerely



Anne O'Driscoll  
**Group Company Secretary &  
Head of Investor Relations**

**Attachment (1 page)**

INSURANCE AUSTRALIA GROUP LIMITED

ABN 60 090 739 923

ANNUAL GENERAL MEETING

9-Nov-05

DISCLOSURE OF PROXY VOTES

SCHEDULE A

RESOLUTION	NUMBER OF PROXY VOTES WHICH THE APPOINTMENTS SPECIFIED AS:				TOTAL NO. OF PROXY VOTES EXERCISABLE	POLL RESULTS			PASSED/ DEFEATED
	FOR	AGAINST	ABSTAIN	AT PROXY'S DISCRETION		TOTAL VOTES IN FAVOUR	TOTAL VOTES AGAINST	TOTAL VOTES ABSTAIN	
RESOLUTION 1	409,328,262	7,012,519	4,236,305	28,645,193	444,985,974	440,127,530	7,048,566	4,259,083	passed
RESOLUTION 2	408,431,657	7,633,914	4,254,008	28,906,670	444,972,241	439,499,588	7,673,456	4,267,348	passed
RESOLUTION 3	391,082,865	20,820,216	4,416,737	32,907,133	444,810,214	426,139,125	20,867,392	4,434,577	passed
RESOLUTION 4	342,462,599	71,171,716	4,187,276	16,214,025	429,848,340	359,489,486	71,330,479	4,317,251	passed
RESOLUTION 5	396,144,762	15,825,184	7,669,067	29,594,268	441,564,214	427,860,612	15,895,961	7,688,331	passed
RESOLUTION 6	394,052,881	18,536,327	7,472,314	29,168,774	441,757,982	425,321,616	18,615,176	7,501,527	passed