Australian Securities and Investments Commission
Office address (inc courier deliveries):
Level 5, 100 Market Street
Sydney NSW 2000

Mail address for Sydney office:
GPO Box 9827
Brisbane QLD 4001

Tel: +61 1300 935 075
Fax: +61 1300 720 000

www.asic.gov.au

Our Reference:

10 September 2020

Ms Carolyn Scobie
Group General Counsel and Company Secretary
QBE Insurance Group Limited
Level 27, 8 Chifley Square,
Sydney NSW 2000

By email only: carolyn.scobie@qbe.com

Dear Ms Scobie

Notice issued under s 30 of the Australian Securities and Investments Commission Act 2001

I attach a notice, issued under s 30 of the Australian Securities and Investments Commission Act 2001 (**ASIC Act**), requiring QBE Insurance Group Limited ACN 008 485 014 (the company) to produce certain books to ASIC. These books relate an investigation into the affairs of the company. The word 'books', and other expressions used in this notice, are defined in Appendix A.

This letter, the notice and the appendices set out information about the company's rights and obligations.

The company is not excused from providing books on the grounds that the books may incriminate the company or expose it to a penalty: s68(1) of the ASIC Act. The company is entitled to consult with its legal advisers regarding its obligations under the notice.

The notice should not be construed as an indication by ASIC that a contravention of the law has occurred, nor should it be considered a reflection upon any person or entity.

The penalty for failing, without reasonable excuse, to comply with a notice is a fine of up to $532,800 for a company: see s63(1) and 93E of the ASIC Act. See Appendix B for some of the offence and penalty provisions for non-compliance with notices.

Producing books to ASIC

Please produce the books in accordance with ASIC Information Sheet 242: Document Production Guidelines (**INFO 242**) and ASIC's Document Production Guidelines (**Guidelines**). INFO 242 and the Guidelines are available on our website at:

https://asic.gov.au/about-asic/asic-investigations-and-enforcement/asic-s-document-production-guidelines/.

INFO 242 and the Guidelines provides guidance on how to produce books in both electronic and hard copy form to ASIC. The following is a summary of the key points of INFO 242 and the Guidelines.

Books in electronic form

If books the company must produce under the notice are stored in electronic form, please produce them:

- in the electronic form in which they are stored, including the metadata associated with the books. This is ASIC's preferred form of production; or
- using a litigation support system. Section D of the Guidelines is a protocol that sets out how ASIC prefers documents to be produced when using a litigation support system.

The company is required to produce books that are stored in electronic form in a form capable of being understood by ASIC: s25A of the *Acts Interpretation Act 1901*. This means that where a book to be produced is encrypted, the company is required to either decrypt the book or provide the password to ASIC.

Books in hard copy form

If books the company must produce under the notice are stored in hard copy form:

- the notice may require the company to produce the original hard copy books; or

- if original hard copies are not required by the notice, the company may produce copies of the original books.

Where the company is to produce copies of original hard copy books, please produce electronic copies of the hard copy books to either ASIC:

- scanned individually, at a minimum 300 dpi, in colour where necessary to understand the content, and sent to ASIC as text searchable, multi-page portable document (PDF) files; or

- through a litigation support system.

Legal professional privilege

ASIC accepts that a valid claim of legal professional privilege is a reasonable excuse for not providing books under the notice. The company may make a claim of legal professional privilege if it holds that privilege, or if it makes the claim of privilege on behalf of a person who holds that privilege.

ASIC will not accept a claim of legal professional privilege if the claim is not substantiated. Further information about how to make a claim of legal professional privilege, how to substantiate that claim and ASIC's approach to such claims is set out in ASIC Information Sheet 165: *Claims of legal professional privilege*, which is available on our website at www.asic.gov.au/infosheets.

Also, ASIC may accept, on a confidential basis, privileged information (or information that is claimed to be privileged) voluntarily. The terms on which ASIC may elect to accept such information are set out in ASIC's standard agreement, the *Voluntary confidential LPP disclosure agreement*: a full copy of which is available from ASIC's website.

ASIC's powers under s37(9) of the ASIC Act

Please retain all books relating to the compilation of books produced in response to this notice.

Where books are produced to ASIC in response to a notice, ASIC may require the person who produced the books or a person who was a party to the compilation of the books to explain any matter about the compilation of the books or to which the books relate: see s37(9) of the ASIC Act.

No books to produce

If the company does not have any books to produce in answer to the notice, please advise me in writing before the due date of the notice.

Information about ASIC's powers and privacy policy

Further information about ASIC's compulsory information gathering powers is set out in ASIC Information Sheet 145: *ASIC's compulsory information gathering powers*, which is available on our website at www.asic.gov.au/infosheets.

The books required to be produced by the company may include personal information. Please see ASIC's *Privacy policy* (at www.asic.gov.au/privacy) for information about how we handle personal information, the company's rights to seek access to and correct personal information, and how to complain about breaches of privacy.

If the company has questions about this notice, please contact s 22 on s 22 or email s 22 @asic.gov.au.

Yours faithfully,

s 22

Senior Specialist, Corporations and Corporate Governance Enforcement
Australian Securities and Investments Commission

ASIC
Australian Securities & Investments Commission

S02543033

FORM 2

Regulation 5

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION REGULATIONS 2001

Australian Securities and Investments Commission

NOTICE REQUIRING THE PRODUCTION OF BOOKS

To: QBE Insurance Group Limited
Level 27, 8 Chifley Square,
Sydney NSW 2000
ACN 008 485 014

In relation to s 47F, s 47G (1)(a) [redacted]. you are notified that, under s 30 of the *Australian Securities and Investments Commission Act 2001*, you are required to produce:

- to s 22 [redacted];
- at 3:00pm;
- on 14 September 2020; and
- at level 5, 100 Market Street Sydney NSW 2000, via email to s 22 [redacted]@asic.gov.au or via secure file transfer link;

the following books:

All books described in the schedule attached to this notice.

s 22

A delegate of the
Australian Securities and Investments Commission

10 September 2020
Date

SCHEDULE

This is the Schedule to the Notice dated 10 September 2020 bearing identifier S02543033, issued to QBE Insurance Group Limited (ACN 008 485 014) (Company) pursuant to section 30 of the *Australian Securities and Investments Commission Act 2001* (Cth).

Definitions

s 47F, s 47G (1)(a), s 47G (1)(b), s 47E (d), s 45

[redacted]

APPENDIX A: Definitions

The notice uses the following defined terms.

Term	Definition
books	Has the meaning given by s5(1) of the ASIC Act, and so includes: (a) registers; (b) financial reports or financial records, however compiled, recorded or stored; (c) documents; (d) banker's books; and (e) any other record of information. Where a book that is responsive to this notice is: (a) an email, the email includes any attachments to that email; (b) an attachment to an email, the attachment includes the email to which the attachment is attached and any other attachments to that email; (c) in electronic form, it includes the metadata to that book.
document	Has the meaning given by s25 of the Acts Interpretation Act,[1] and so includes: (a) any paper or other material on which there is writing; (b) any paper or other material on which there are marks, figures, symbols or perforations having a meaning for persons qualified to interpret them; and (c) any article or material from which sounds, images or writings are capable of being reproduced with or without the aid of any other article or device.
record	Has the meaning given by s25 of the Acts Interpretation Act,[2] and so includes information stored or recorded by means of a computer.

[1] The *Acts Interpretation Act 1901* (as in force on 1 January 2005, see s5A of the ASIC Act).
[2] The *Acts Interpretation Act 1901* (as in force on 1 January 2005, see s5A of the ASIC Act).

APPENDIX B: Offences and penalties

You should be aware of the following offences under the ASIC Act, each of which carry the penalties noted when contravened by a company.

Offence	Definition	Source	Penalty
Failure to comply	You must not intentionally or recklessly, without reasonable excuse, fail to comply with a requirement made under s19, 21(3), 30, 30A, 30B, 31, 32A, 33, 34 or 37(9) of the ASIC Act	Section 63, 93D and 93E	$532,800
False or misleading statements	You must not, when complying with a requirement made under Pt 3 of the ASIC Act (including s30, 31, 32A or 33 notices), give information or make a statement that is false or misleading in a material particular	Section 64(1), 93D and 93E	$1,332,000
Obstruct or hinder	You must not, without a reasonable excuse, obstruct or hinder a person exercising a power under Pt 3 of the ASIC Act (including s30, 31 or 33 notices)	Section 65, 93D and 93E	$532,800

PARTICULARS OF <<SERVICE BY AGREEMENT/PERSONAL SERVICE>> OF NOTICE UNDER SECTION <<30/31/32A/33>> OF THE *AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION ACT* 2001

ON <<INSERT full name of company>>

On <<INSERT date the Notice was given>> at <<INSERT time an ASIC officer gave the Notice>>, I, <<INSERT your full name>>, a staff member of the Australian Securities & Investments Commission of <<INSERT your State or Territory Office address>> gave a notice to <<INSERT full name of recipient>>, a copy of which is attached, at <<INSERT full address of service>>. <<Specify if you are sending it to the registered offices of the company>> by <<INSERT method of giving notice, eg. "sending it by email to joe.bloggs@company.com.au", posting it..., handing it...>>.

OPTION: Please use below for particulars of service by agreement.

It was agreed by <<INSERT full name of person, person's solicitor and firm, or director of the company>> and <<INSERT name of ASIC officer who made the agreement>> on <<INSERT date agreement was made>> that the Notice could be given by <<INSERT method of giving notice, eg. "sending it by email to joe.bloggs@company.com.au">>.

OPTION: Please use below for particulars of personal service.

<<INSERT details of any conversations about service of the Notice, specifying how service occurred eg. "At the time of service I said..." or details of how service was arranged>>

_____ _____

<<INSERT Name of signing officer>> Date

Signature

Obligation to register notices with Evidence Services

Notices drafted and finalised in CRM are automatically routed to Evidence Services for registration. For teams that have not migrated to CRM, or for notice templates that are not available in CRM, you must:

- Bcc your local Evidence Services when you serve the notice by email; or
- Email a scanned copy of the notice to your local Evidence Services team within 2 working days of service if you have arranged to post/courier or hand-deliver a notice.

Storage of evidentiary materials

All evidence received under notice must be provided to Evidence Services within 24 hours of receipt, either by physically delivering it to your local DCU or by copying the relevant email(s) into the relevant matter's email store and notifying your local Evidence Services team.

Material received under notice that is not evidence, such as part of a data project or analytics trial, should not be stored in Ringtail. Alternative arrangements for storage in an approved repository should be discussed with your Data Champion or the Chief Data and Analytics Office during the project planning phase prior to notices being issued.