

GENERAL MEETING POLL RESULTS FOR DIRECT LINE INSURANCE GROUP PLC

29 June 2015

Direct Line Insurance Group plc (the "Company") announces that at its General Meeting today to approve a Share Consolidation all resolutions proposed to shareholders were carried by the requisite majority on a poll.

The following table shows the votes cast for each resolution:

Resolution		For	%	Against	%	Total votes	% of issued share capital voted	Votes withheld	Result
1.	To approve the 11 for 12 Share Consolidation	1,164,802,208	99.99%	174,039	0.01%	1,164,976,247	77.67%	3,394,470	CARRIED
2.	To provide authority to allot new shares	1,122,907,679	96.40%	41,881,085	3.60%	1,164,788,764	77.65%	3,582,075	CARRIED
3.	To authorise the disapplication of pre-emption rights*	1,158,616,231	99.91%	1,000,363	0.09%	1,159,616,594	77.31%	8,754,001	CARRIED
4.	To authorise the purchase of Direct Line Insurance Group plc shares*	1,164,810,810	99.99%	150,509	0.01%	1,164,961,319	77.66%	3,409,520	CARRIED

NOTES:

1. \* indicates a Special Resolution requiring 75% of votes cast to be carried.
2. Votes "For" and "Against" are expressed as a percentage of votes received.
3. Votes "For" include discretionary votes.
4. A "Vote withheld" is not a vote in law and is not counted in the calculation of the votes "For" or "Against" a resolution.

5. Total number of shares in issue at the date of the General Meeting is 1,500,000,000 ordinary shares.

In accordance with the UK Listing Authority's Listing Rule 9.6.2, copies of all the resolutions passed other than resolutions concerning ordinary business have been submitted to the UK Listing Authority via the National Storage Mechanism and will shortly be available for inspection at [www.hemscott.com/nsm.do](http://www.hemscott.com/nsm.do).