

Appendix 3Z

Final Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	SUNCORP-METWAY LIMITED
ABN	66 010 831 722

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of director	Christopher Skilton
Date of last notice	27 March 2009
Date that director ceased to be director	31 August 2009

Part 1 – Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Number & class of securities
N/A

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest Note: Provide details of the circumstances giving rise to the relevant interest	Number & class of securities
Invia Custodian Pty Ltd as custodian for the Skilton Family Superannuation Fund	15,000 ordinary shares
C Skilton - held in the Deferred Employee Share Plan.	52,971 ordinary shares
C Skilton - held in the Executive Performance Share Plan.	333,164 ordinary shares (Refer Annexure A)
Invia Custodian Pty Ltd as custodian for Chris Skilton	28,805 ordinary shares

Part 3 – Director's interests in contracts

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
No. and class of securities to which interest relates	

+ See chapter 19 for defined terms.

For personal use only

Annexure A

The Director will retain an interest in 333,164 fully paid ordinary shares (**the Shares**) under the Executive Performance Share Plan (**EPSP**), on the basis outlined below.

The registered holder of the **Shares** in the EPSP is CPU Share Plans Pty Ltd (**Trustee**) and the Director remains a participant in the EPSP as his employment with the Company will continue following his retirement as a director.

The Director has the right and power to exercise, or control the exercise of the right to vote in relation to, or the right to dispose of a total of 144,029 shares (**Allocated Shares**) held by the Trustee.

The Director has no present right or power to exercise, or control the exercise of the right to vote in relation to, or the right to dispose of 189,135 shares (**Unallocated Shares**) which remain subject to TSR based performance hurdles.

The Unallocated Shares are subject to certain Performance Criteria (based on the Company's Total Shareholder Return) to be assessed over the respective Performance Periods.

The Director may receive all, some, or none of the Unallocated Shares following assessment of the Performance Criteria at the end of a Performance Period or otherwise in accordance with the EPSP Rules.

At the end of a Performance Period, the Company must assess the relevant Performance Criteria and then direct the Trustee to allocate to the Director the number of Shares to which the Director is entitled under the EPSP Plan Rules and the terms of the offer. Once Shares are allocated to a person under the Plan, the person has substantially the same rights in respect of those shares as if they were the beneficial owner of them.

The Trustee will continue to hold any Shares which are not allocated to the Director on trust for the purposes of the EPSP, and they may subsequently be allocated to other participants in the EPSP.

+ See chapter 19 for defined terms.

For personal use only