

To **Company Announcement Officer**

Company **ASX Sydney**

Fax Number **1900 999 279**

CC

From **Saul Jurkowski**

Direct Line **(02) 9222-0042**

Direct Fax **(02) 9222-0250**

Date **6 June 2003**

Pages (inc) **9**

**Notice pursuant to Section 259C(2) for  
AMP Limited**

**FAX**

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**Cogent** 

Cogent Investment Operations Pty Limited ABN 71 002 656 674  
Level B, 60 Castlereagh Street Sydney NSW 2000  
PO Box R209 Royal Exchange NSW 1225  
Tel: 61 2 9222 0000 Fax: 61 2 9222 0255

Notice of Pursuant to a Corporations Law  
Subsection 259C(2) Exemption

To: company name AMP Limited ACN 079 354 519  
Shareholder

name AMP Limited ACN 079 354 519  
and its related bodies corporate)

gives notice of a change in Interests or derivatives exposure

1. Previous notice Particulars of the shareholder's previous notice under subsection 259C(2) exemption on

insert date (d/m/y) 22/05/03

The notice was dated (d/m/y) 22/05/03

2. Previous and present entitlement to voting shares

The total number and percentage of shares in each class of voting shares in the company to which the shareholder has an interest in or derivative exposure to, when last required and when now required, to give notice are:

| Class of voting shares | Previous notice       |                     | Present notice        |                     |
|------------------------|-----------------------|---------------------|-----------------------|---------------------|
|                        | Total number of Class | Percentage of Class | Total number of Class | Percentage of Class |
| Interest               | 39,425,489            | 2.78%               | 39,224,012            | 2.76%               |
| Derivative Exposure    | Nil                   | Nil                 | Nil                   | Nil                 |

3. Changes in Interest and derivative exposure

Particulars of each change in, or change in the nature of, the interests of the shareholder in or derivative exposure to voting shares since the shareholder was last required to give a notice are:

| Date of change      | Person whose interest / derivatives exposure changed | Nature of change    | Consideration given in relation to change | Class and number of shares affected |
|---------------------|--|---------------------|---|-------------------------------------|
| See Annexure A & C; | See Annexure A & C;                                  | See Annexure A & C; | See Annexure A & C;                       | See Annexure A & C;                 |

4. Present Interest and derivative exposure

Particulars of each interest in voting shares to which the substantial shareholder is entitled after the change are:

| Holder of interest | Person entitled to be registered as holder | Nature of interest / derivative exposure | Class and number of shares |
|--------------------|--|--|----------------------------|
| See Annexure B & D | See Annexure B & D                         | See Annexure B & D                       | See Annexure B & D         |

5. Change in controlled entities

The following person mentioned in this form have become controlled entities or ceased to be controlled entities of the shareholder in relation to voting shares in the company:

| Name       | Nature of Association |
|------------|-----------------------|
| No changes |                       |

6. Addresses

The addresses of persons named in this form are:

| Name           | Address        |
|----------------|----------------|
| See Annexure E | See Annexure E |

Signature

Name: Jeffrey G. Allen

date 05/06/03

Signature: 

The secretary by her attorney - J. Allen pursuant to Power of Attorney dated 7<sup>th</sup> day of February 2001

This notice (pursuant to Corporations Law Subsection 259C(2) exemption) comprises 8 pages in total (including Annexures). Annexure A comprises 1 page. Annexure B comprises 2 pages. Annexure C comprises 1 page. Annexure D comprises 2 pages. Annexure E comprises 2 pages.

This is the annexure of 1 pages marked "A" referred to in the Form signed by AMP Limited and dated 5<sup>th</sup> June 2003.

  
Signature

The secretary by her Attorney – J.G Allen pursuant to Power of Attorney dated 7<sup>th</sup> day of February 2001.

**ANNEXURE A**

| Date of Change | Persons whose relevant interest has changed | Nature of change  | Consideration given in relation to change | Class and Number of shares affected | Persons votes affected |
|----------------|---|-------------------|---|-------------------------------------|------------------------|
| 28-May-03      | AMP Life Limited                            | Share disposal    | \$1,300,322.23                            | Ordinary 266,689                    | 266,689                |
| 28-May-03      | BT Australian Equity Fund                   | Share acquisition | \$10,160.42                               | Ordinary 2,050                      | 2,050                  |
| 29-May-03      | Cogent Nominees Pty Limited                 | Share acquisition | \$146,720.55                              | Ordinary 30,591                     | 30,591                 |
| 4-Jun-03       | Dynamic Australia Fund                      | Share disposal    | \$7,987.99                                | Ordinary 1,600                      | 1,600                  |
| 2-Jun-03       | Pearl Assurance plc                         | Share acquisition | \$173,113.00                              | Ordinary 34,171                     | 34,171                 |

This is the annexure of 2 pages marked "B" referred to in the Form signed by AMP Limited and dated 6<sup>th</sup> June 2003.

  
Signature

The secretary by her Attorney – J.G Allen pursuant to Power of Attorney dated 7<sup>th</sup> day of February, 2001.

### ANNEXURE B

To: **AMP Limited**

#### 1. **Total number of voting shares in which an Interest is held**

The shareholder referred to in this notice is:

|   |                             |
|---|-----------------------------|
| Shareholder:  | AMP Limited ACN 079 354 519 |
| Class of shares:  | Ordinary                    |
| Total number of shares in which Interest held:              | 39,224,012                  |
| Percentage of total shares in class in which Interest held: | 2.76%                       |

#### 2. **Details of Interests**

- a) (i) Cogent Nominees Pty Limited holds an Interest as registered proprietor of 7,388,229 ordinary shares.
- (ii) AMP Life Limited holds an interest as registered proprietor of 7,013,047 ordinary shares.
- b) Cogent Nominees Pty Limited is a controlled entity of AMP Limited within the meaning of part 2J.2 of the Corporations Law.
- c) The following entities hold an additional Interest to that in 2(a) (pursuant to the acquisition of the underlying shares from a counterparty on the unwinding of swap arrangements).
  - (i) Cogent Nominees Pty Limited holds an additional Interest to that in 2(a) as registered proprietor of 1,467,669 ordinary shares.
  - (ii) AMP Life Limited holds an additional Interest to that in 2(a) as registered proprietor of 17,618,697 ordinary shares.
- d) AMP Life Limited is a controlled entity of AMP Limited within the meaning of Part 2J.2 of the Corporations Law.
- e) AMP- Henderson Global Investors Limited in its capacity as investment manager holds an Interest of 6,512,352 ordinary shares.
- f) AMP- Henderson Global Investors Limited is a controlled entity of AMP Limited within the meaning of Part 2J.2 of the Corporations Law. AMP- Henderson Global Investors Limited acts as an investment manager for AMP related companies and other persons.
- g) Pearl Assurance plc, in its capacity as investment manager holds an Interest of 180,086 ordinary shares.
- h) Henderson Global Investors Limited in its capacity as investment manager holds an Interest of 0 ordinary shares.
- i) London Life Limited in its capacity as investment manager holds an Interest of 7,974 ordinary shares.

- j) AMP- Hendersons Global Investors (NZ) Limited in its capacity as investment manager holds an interest of 503,627 ordinary shares.
- k) Pearl Assurance plc, Henderson Global Investors Limited, London Life Limited and AMP- Hendersons Global Investors (NZ) Limited are controlled entities of AMP within the meaning of Part 2J.2 of the Corporations Law.

### 3. Present registered holders and persons entitled to be registered holders.

| Holder of Interest                                 | Registered holder of shares                       | Person entitled to be registered as holder       | Class and number of shares |
|--|---|--|----------------------------|
| AMP Life Limited                                   | AMP Life Limited                                  | AMP Life Limited                                 | Ordinary 24,631,744        |
| Pearl Assurance plc                                | JP Morgan Nominees Australia Limited              | Pearl Assurance plc                              | Ordinary 180,086           |
| London Life Limited                                | JP Morgan Nominees Australia Limited              | London Life Limited                              | Ordinary 7,974             |
| AMP- Henderson Global Investors (NZ) Limited       | New Zealand Central Securities Depository Limited | AMP- Henderson Global Investors (NZ) Limited     | Ordinary 503,627           |
| AMP Henderson Global Investors Limited ('AMP-HGI') | Cogent Nominees Pty Ltd                           | Cogent Nominees Pty Ltd                          | Ordinary 7,388,229         |
|  | Permanent Trustee                                 | United SMF Sector Leaders Australian Equity Fund | Ordinary 151,297           |
|  | Commonwealth Custodial Services Limited           | Commonwealth Bank Superannuation Plan            | Ordinary 499,037           |
|  | Westpac Custodian Nominees Limited                | Dynamic Australia Fund                           | Ordinary 13,495            |
|  | National Custodian Services Limited               | Government Employees Superannuation Board        | Ordinary 602,906           |
|  | National Custodian Services Limited               | Health Superannuation Pty Limited                | Ordinary 478,864           |
|  | Commonwealth Custodial Services Limited           | Local Authorities Superannuation Fund            | Ordinary 323,744           |
|  | JP Morgan Nominees Australia Limited              | BT Australian Equity Fund                        | Ordinary 30,272            |
|  | JP Morgan Nominees Australia Limited              | QLD Local Government Superannuation Board        | Ordinary 464,813           |
|  | JP Morgan Nominees Australia Limited              | State Authority Superannuation Scheme            | Ordinary 947,891           |
|  | JP Morgan Nominees Australia Limited              | Stichting Pensionfonds ABP                       | Ordinary 1,895,202         |
|  | Citicorp Nominees Pty Limited                     | Stichting Pensionfonds Hoogovens                 | Ordinary 119,422           |
|  | National Custodian Services Limited               | UniSuper Limited                                 | Ordinary 985,409           |
| <b>Total</b>                                       |   |  | <b>39,224,012</b>          |

### 4. Consideration

- a) Each of the companies listed in 2(c) acquired an interest in the voting shares referred to in paragraph 2(c) pursuant to the acquisition of the underlying shares from a counterparty on the unwinding of swap arrangements. The consideration paid for these shares was \$ 15.5059 per share being the volume weighted average price (excluding special crossings) on 4<sup>th</sup> November 1999.
- b) The interests in paragraphs (a), (e), (g), (h), (i), (j), and (k) were acquired in the ordinary course of trading on the stockmarket.

### 5. Address

The addresses of persons named in this form are listed in Annexure E.

This is the annexure of 1 page marked "C" referred to in the Form signed by AMP Limited and dated 6<sup>th</sup> June 2003.

  
Signature

The secretary by her Attorney – J.G Allen pursuant to Power of Attorney dated 7<sup>th</sup> day of February, 2001.

**ANNEXURE C**

All shares referred to in this annexure are ordinary shares

(a) Persons whose derivatives exposure have changed since the last notice:


N/A

Nature of change.

(b) Particulars of any contract, scheme, arrangement or other circumstance because of which the change in the derivatives exposure occurred are as follows:

N/A

This is the annexure of 1 page marked "D" referred to in the Form signed by AMP Limited and dated 6<sup>th</sup> June 2003.

  
Signature

The secretary by her Attorney – J.G Allen pursuant to Power of Attorney dated 7<sup>th</sup> day of February, 2001.

**ANNEXURE D**

- 1. **Total number of voting shares in which a derivatives exposure is held**

|   |                             |
|---|-----------------------------|
| Shareholder:  | AMP Limited ACN 079 354 519 |
| Class of shares:  | Ordinary                    |
| Total number of shares in which Interest held:              | 0                           |
| Percentage of total shares in class in which interest held: | 0                           |
- 2. **Details of derivative exposure to AMP Limited shares**  
N/A

This is the annexure of 2 pages marked "E" referred to in the Form signed by AMP Limited and dated 6<sup>th</sup> June 2003.

  
Signature

The secretary by her Attorney – J.G Allen pursuant to Power of Attorney dated 7<sup>th</sup> day of February, 2001.

**ANNEXURE E**

AMP- Hendersons Global Investors (NZ) Limited  
Of City Tower, 95 Customhouse Quay, Wellington NZ

AMP Life Limited  
AMP Foundation Limited  
All of 33 Alfred Street, Sydney 2000

Cogent Nominees Pty Limited  
Of Level 6, 60 Castlereagh Street, Sydney 2000

BT Australian Equity Fund  
Locked Bag 7, Royal Exchange Sydney 2001

BHP Superannuation Fund  
Of Level 9, 90 Collins Street, Melbourne 3000

CGU Superannuation Fund  
Of GPO Box 390D, Melbourne VIC 3001

JP Morgan Nominees Australia Limited  
Of 259 George Street, Sydney 2000

Citicorp Nominees Pty Limited  
Of 101 Collins Street, Melbourne 3000

Commonwealth Bank Superannuation Plan  
Of Level 11, 175 Pitt Street, Sydney 2000

Commonwealth Custodial Services Limited  
Of 308 - 315 George Street, Sydney 2000

Dynamic Australia Fund  
Of 16 Boulevard Royal, PO Box 14, L-2010 Luxembourg

Government Employee Superannuation Board  
PO Box J755 Perth, WA 6842

Health Superannuation Pty Limited  
Of 697 Burke Road, Camberwell, Victoria, 3124

Henderson Global Investors Limited  
Of 3 Finsbury Avenue, London EC2M 2PA

Local Authorities Superannuation Board  
Of 468 St. Kilda Road, Melbourne 3000

London Life Limited  
Of 1 Norton Folgate, E16DA, United Kingdom

Medibank Private Limited  
Of 134 Reed Street, Tuggeranong 2900

NAB Nominees Pty Limited  
Of 271 Collins Street, Melbourne 3000

New Zealand Central Securities Depository Limited  
PO Box 2099 Wellington, New Zealand

One Steel Equities  
Level 17, MLC Centre, 19-29 Martin Place, Sydney NSW 2000

Pearl Assurance plc  
of 55 Moorgate, London EC2R 6PA

Permanent Trustee  
35 Clarence Street, Sydney NSW 2000

QLD Local Government Superannuation Board  
Of GPO Box 264, Brisbane 4001

RAA- GIO Insurance Limited  
GPO Box 1499, Adelaide SA 5001

RBC Global Services Pty Limited  
Level 19, 1 Castlereagh Street, Sydney NSW 2000

State Authority Superannuation Scheme  
Level 14, 83 Clarence Street, Sydney 2000

Stichting Pensioenfonds ABP  
Stichting Pensioenfonds Hoogovens  
Both of PO Box 10,000, 1970 CA IJmuiden, The Netherlands

Superannuation Scheme for Australian Universities Limited  
Of Level 28, 367 Collins Street, Melbourne 3000

Tess Superannuation Limited  
Of Level 28, 367 Collins Street, Melbourne 3000

Westpac Custodian Nominees Limited  
Of 50 Pitt Street, Sydney 2000