



Date: 21st October 2003

The Manager
Listings Department
Australian Stock Exchange Limited

Facsimile: 1900 999 279

No. of Pages (incl.): 3

NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER

Dear Sir/Madam,

Pursuant to Section 671B of the Corporations Law, AMP Limited hereby advises of a change in its relevant interest in Record Investments Limited.

Please note that two notices are attached, one for a backdated release.

The enclosed ASIC Forms 604 disclose all required details.

Yours faithfully,

A handwritten signature in black ink, appearing to be "Gavin Young".

Gavin Young
Manager, Corporate Actions
BNP Paribas Securities Services
Tel: 61 2 9222 0045

**Form 604
Corporations Law
Section 671B**

Notice of Change of Interests of Substantial Holder

To: **Record Investments Limited**

ACN/ARSN: **077 721 129**

1. Details of substantial holder

Name: **AMP Limited ACN 079 354 519 and its related bodies corporate.**

There was a change in the interests of the substantial holder on **8th August 2003**
The previous notice was given to the company on **23-Jun-2003**
The previous notice was dated **24-Mar-2003**

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate had a relevant interest in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities	Previous notice		Present notice	
	Person's votes	Voting power	Person's votes	Voting power
Ordinary Fully Paid	13,209,698	11.53%	12,566,777	10.50%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, relevant interests of the substantial holder or an associate in voting securities of the company since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of shares affected	Person's votes affected
6-May-2003 to 23-Jul-2003	AMP Life Limited	Share disposal	-\$843,062.14	Ordinary Shares - 298,931	-298,931
8-Jul-2003 to 14-Jul-2003	BT Australian Equity Fund	Share acquisition	\$13,083.70	Ordinary Shares - 4,550	4,550
3-Apr-2003 to 19-Jun-2003	Cogent Nominees Pty Limited	Share acquisition	\$2,650,474.07	Ordinary Shares - 1,002,871	1,002,871
3-Apr-2003 to 8-Aug-2003	Cogent Nominees Pty Limited	Share disposal	-\$2,961,607.79	Ordinary Shares - 1,103,807	-1,103,807
6-May-2003 to 8-Aug-2003	Commonwealth Bank Superannuation Plan	Share disposal	-\$1,290,613.99	Ordinary Shares - 482,894	-482,894
6-May-2003 to 23-Jul-2003	Dynamic Australia Fund	Share disposal	-\$9,253.43	Ordinary Shares - 3,206	-3,206
18-Jun-03	Equipasuper	Share acquisition	\$367,665.81	Ordinary Shares - 147,000	147,000
10-Jun-2003 to 8-Aug-2003	Government Employees Superannuation Board	Share disposal	-\$212,983.16	Ordinary Shares - 71,108	-71,108
17-Apr-2003 to 23-Jul-2003	Commonwealth Bank Superannuation Plan	Share disposal	-\$241,844.15	Ordinary Shares - 88,740	-88,740
30-Apr-03	Queensland Local Government Superannuation Board	Share acquisition	\$28,624.63	Ordinary Shares - 11,500	11,500
6-May-2003 to 29-Jul-2003	Queensland Local Government Superannuation Board	Share disposal	-\$207,057.78	Ordinary Shares - 70,226	-70,226
13-Jun-2003 to 9-Jul-2003	UniSuper Limited	Share disposal	-\$208,419.09	Ordinary Shares - 73,593	-73,593
28-Apr-2003 to 20-Jun-2003	United SMF Sector Leaders Australian Equity Fund	Share disposal	-\$123,419.01	Ordinary Shares - 46,210	-46,210

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes affected
AMP Life Limited	AMP Life Limited	AMP Life Limited	AMP Life is entitled to be the registered holder of the class and number of securities listed beside its name AMP Life Limited is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Fully Paid: 2,794,530	2,794,530

AMP Henderson Global Investors Limited (AHGI)	Cogent Nominees Pty Limited <SMP Accounts>	Cogent Nominees Pty Limited <SMP Accounts>	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Fully Paid: 4,165,178	4,165,178
	Cogent Nominees Pty Limited	Cogent Nominees Pty Limited		Ordinary Fully Paid: 649,567	649,567
	JP Morgan Nominees Australia Limited	BT Australian Equity Fund		Ordinary Fully Paid: 37,004	37,004
	JP Morgan Nominees Australia Limited	QLD Local Government Superannuation Board		Ordinary Fully Paid: 251,325	251,325
	JP Morgan Nominees Australia Limited	State Authority Superannuation Scheme		Ordinary Fully Paid: 1,119,182	1,119,182
	National Custodian Services Limited	Government Employees Superannuation Board		Ordinary Fully Paid: 330,670	330,670
	National Custodian Services Limited	Commonwealth Bank Superannuation Plan		Ordinary Fully Paid: 649,809	649,809
	National Custodian Services Limited	Equisuper		Ordinary Fully Paid: 260,518	260,518
	National Custodian Services Limited	UniSuper Limited		Ordinary Fully Paid: 1,904,337	1,904,337
	Westpac Custodian Nominees Limited	Dynamic Australia Fund		Ordinary Fully Paid: 8,650	8,650
	Permanent Trustee	United SMF Sector Leaders Australian Equity Fund		Ordinary Fully Paid: 145,806	145,806
				Total:	12,556,777

5. Change in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial shareholder in relation to voting interests in the company or scheme are as follows:

Name and ACN	Nature of association
No Changes	

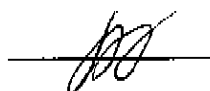
6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
AMP Life Limited	33 Alfred Street, Sydney NSW 2000
AMP Henderson Global Investors Limited	33 Alfred Street, Sydney NSW 2000
AMP Henderson Global Investors (NZ) Limited	City Tower, 95 Custom House Quay, Wellington,
Asgard Capital Management Limited	PO Box 7817, Cloisters Square WA 6850
BT Australian Equity Fund	Locked Bag 7, Royal Exchange, Sydney NSW 1225
Citicorp Nominees Pty Limited	Level 15, 120 Collins Street, Melbourne VIC 3000
Cogent Investment Operations Pty Limited	Level 6, 60 Castlereagh Street, Sydney NSW 2000
Cogent Nominees Pty Limited	Level 6, 60 Castlereagh Street, Sydney NSW 2000
Commonwealth Bank Superannuation Plan	Level 11, 175 Pitt Street, Sydney NSW 2000
Commonwealth Custodial Services Limited	308 - 315 George Street, Sydney NSW 2000
Dynamic Australia Fund	16 Boulevard Royal, PO Box 14, L-2010,
Equisuper	171 Flinders Street, Melbourne VIC 3000
Government Employees Superannuation Board	PO Box J755, Perth WA 6842
Health Superannuation Pty Limited	587 Burke Road, Camberwell VIC 3124
Henderson Global Investors Limited	3 Finsbury Ave, London EC2M 2PA, United
JP Morgan Nominees Australia Limited	258 George Street, Sydney NSW 2000
Local Authorities Superannuation Board	468 St. Kilda Road, Melbourne VIC 3000
London Life Limited	1 Norton Folgate, E16DA, United Kingdom
MN Services - LPT	271 Collins Street, Melbourne VIC 3000
National Custodian Services Limited	271 Collins Street, Melbourne VIC 3000
New Zealand Central Securities Depository Limited	PO Box 2099, Wellington, New Zealand
Pearl Assurance plc	55 Moorgate, London EC2R 6PA, United Kingdom
Permanent Trustee	35 Clarence Street, Sydney NSW 2000
QLD Local Government Superannuation Board	Of GPO Box 264, Brisbane QLD 4001
State Authority Superannuation Scheme	Level 14, 63 Clarence Street, Sydney NSW 2000
Stichting Pensioenfonds Hoogovens	PO Box 10,000, 1970 CA IJmuiden, The
Stichting Pensioenfonds ABP	PO Box 10,000, 1970 CA IJmuiden, The
Sun Superannuation Fund	271 Collins Street, Melbourne VIC 3000
UniSuper Small Companies Fund	Level 26, 267 Collins Street, Melbourne VIC 3000
UniSuper Limited	Level 26, 267 Collins Street, Melbourne VIC 3000
Telettra Listed Property Trust	Level 3, 215 Spring Street, Melbourne VIC 3000
United SMF Sector Leaders Australian Equity Fund	Level 3, 30 Collins Street, Melbourne VIC 3000
Westpac Custodian Nominees Limited	50 Pitt Street, Sydney NSW 2000

Name: Gavin Young - authorised signatory

Signature:



Date:

22/10/03

**Form 604
Corporations Law
Section 671B**

Notice of Change of Interests of Substantial Holder

To: **Record Investments Limited**

ACN/ARSN: **077 721 123**

1. Details of substantial holder

Name: **AMP Limited ACN 079 354 518 and its related bodies corporate.**

There was a change in the interests of the substantial holder on **14th October 2003**
The previous notice was given to the company on **16-Oct-2003**
The previous notice was dated **08-Aug-2003**

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate had a relevant interest in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities	Previous notice		Present notice	
	Person's votes	Voting power	Person's votes	Voting power
Ordinary Fully Paid	12,556,777	10.50%	11,055,304	9.15%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, relevant interests of the substantial holder or an associate in voting securities of the company since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of shares affected	Person's votes affected
10-Sep-03	AMP Life Limited	Share acquisition	\$203,513.64	Ordinary Shares - 72,843	72,843
11-Aug-2003 to 6-Oct-2003	AMP Life Limited	Share disposal	-\$557,961.28	Ordinary Shares - 186,672	-186,672
6-Sep-2003 to 2-Oct-2003	BT Australian Equity Fund	Share acquisition	\$24,731.46	Ordinary Shares - 8,235	8,235
11-Aug-2003 to 9-Oct-2003	BT Australian Equity Fund	Share disposal	-\$3,636.49	Ordinary Shares - 1,165	-1,165
10-Sep-03	Cogent Nominees Pty Limited	Share acquisition	\$359,332.22	Ordinary Shares - 128,792	128,792
11-Aug-2003 to 13-Oct-2003	Cogent Nominees Pty Limited	Share disposal	-\$769,223.17	Ordinary Shares - 249,678	-249,678
10-Sep-2003 to 14-Oct-2003	Commonwealth Bank Superannuation Plan	Share acquisition	\$844,337.96	Ordinary Shares - 211,187	211,187
11-Aug-2003 to 10-Sep-2003	Commonwealth Bank Superannuation Plan	Share disposal	-\$387,983.60	Ordinary Shares - 118,147	-118,147
10-Sep-03	Dynamic Australia Fund	Share acquisition	\$3,552.02	Ordinary Shares - 1,212	1,212
11-Aug-2003 to 13-Aug-2003	Dynamic Australia Fund	Share disposal	-\$2,326.69	Ordinary Shares - 741	-741
10-Sep-03	Equisuper	Share acquisition	\$20,477.89	Ordinary Shares - 7,339	7,339
6-Oct-2003 to 9-Oct-2003	Equisuper	Share disposal	-\$9,971.91	Ordinary Shares - 3,254	-3,254
10-Sep-03	Government Employees Superannuation Board	Share acquisition	\$43,589.76	Ordinary Shares - 15,616	15,616
11-Aug-2003 to 10-Sep-2003	Government Employees Superannuation Board	Share disposal	-\$123,017.42	Ordinary Shares - 40,055	-40,055
11-Aug-2003 to 19-Aug-2003	Commonwealth Bank Superannuation Plan	Share disposal	-\$354,985.11	Ordinary Shares - 278,221	-278,221
10-Sep-03	Queensland Local Government Superannuation Board	Share acquisition	\$18,631.46	Ordinary Shares - 6,032	6,032
11-Aug-2003 to 13-Aug-2003	Queensland Local Government Superannuation Board	Share disposal	-\$65,162.14	Ordinary Shares - 20,757	-20,757
10-Sep-03	State Authority Superannuation Scheme	Share acquisition	\$80,607.40	Ordinary Shares - 28,891	28,891
11-Aug-2003 to 13-Oct-2003	State Authority Superannuation Scheme	Share disposal	-\$211,339.55	Ordinary Shares - 68,299	-68,299
30-Sep-2003 to 14-Oct-2003	Stichting Pensioenfonds Hoogovens	Share acquisition	\$139,636.68	Ordinary Shares - 48,653	48,653
10-Sep-03	UniSuper Limited	Share acquisition	\$128,606.23	Ordinary Shares - 45,379	45,379
11-Aug-2003 to 14-Oct-2003	UniSuper Limited	Share disposal	-\$3,372,133.64	Ordinary Shares - 1,105,271	-1,105,271
11-Aug-2003 to 9-Oct-2003	United SMF Sector Leaders Australian Equity Fund	Share disposal	-\$10,881.78	Ordinary Shares - 3,502	-3,502

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes affected
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AMP Life Limited	AMP Life Limited	AMP Life Limited	AMP Life is entitled to be the registered holder of the class and number of securities listed beside its name AMP Life Limited is a controlled body corporate of AMP Limited within the meaning of Section 606(3) of the Corporations Law	Ordinary Fully Paid: 2,880,801	2,880,801
AMP Henderson Global Investors Limited ('AHGI')	Cogent Nominees Pty Limited <SMF Accounts>	Cogent Nominees Pty Limited <SMF Accounts>	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 606(3) of the Corporations Law	Ordinary Fully Paid: 4,067,129	4,067,129
	Cogent Nominees Pty Limited	Cogent Nominees Pty Limited		Ordinary Fully Paid: 846,730	846,730
	Citicorp Nominees Pty Limited	Stichting Pensioenfonds Hoogovens		Ordinary Fully Paid: 46,653	46,653
	JP Morgan Nominees Australia Limited	BT Australian Equity Fund		Ordinary Fully Paid: 44,074	44,074
	JP Morgan Nominees Australia Limited	QLD Local Government Superannuation Board		Ordinary Fully Paid: 236,600	236,600
	JP Morgan Nominees Australia Limited	State Authority Superannuation Scheme		Ordinary Fully Paid: 1,079,774	1,079,774
	National Custodian Services Limited	Government Employees Superannuation Board		Ordinary Fully Paid: 306,231	306,231
	National Custodian Services Limited	Commonwealth Bank Superannuation Plan		Ordinary Fully Paid: 466,638	466,638
	National Custodian Services Limited	Equisuper		Ordinary Fully Paid: 284,804	284,804
	National Custodian Services Limited	UniSuper Limited		Ordinary Fully Paid: 844,445	844,445
	Westpac Custodian Nominees Limited	Dynamic Australia Fund		Ordinary Fully Paid: 9,321	9,321
	Permanent Trustee	United SMF Sector Leaders Australian Equity Fund		Ordinary Fully Paid: 142,304	142,304
Total:					11,056,304

5. Change in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial shareholder in relation to voting interests in the company or scheme are as follows:

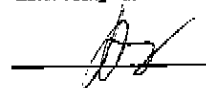
Name and ACN	Nature of association
No Changes	

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
AMP Life Limited	33 Alfred Street, Sydney NSW 2000
AMP Henderson Global Investors Limited	33 Alfred Street, Sydney NSW 2000
AMP Henderson Global Investors (NZ) Limited	City Tower, 85 Custom House Quay, Wellington,
BT Australian Equity Fund	Locked Bag 7, Royal Exchange, Sydney NSW 1225
Citicorp Nominees Pty Limited	Level 15, 120 Collins Street, Melbourne VIC 3000
Cogent Investment Operations Pty Limited	Level 6, 60 Castlereagh Street, Sydney NSW 2000
Cogent Nominees Pty Limited	Level 6, 60 Castlereagh Street, Sydney NSW 2000
Commonwealth Bank Superannuation Plan	Level 11, 175 Pitt Street, Sydney NSW 2000
Commonwealth Custodian Services Limited	308 - 315 George Street, Sydney NSW 2000
Dynamic Australia Fund	16 Boulevard Royal, PO Box 14, L-2010,
Equisuper	171 Flinders Street, Melbourne VIC 3000
Government Employee Superannuation Board	PO Box J755, Perth WA 6642
Henderson Global Investors Limited	3 Finsbury Ave, London EC2M 2PA, United
JP Morgan Nominees Australia Limited	258 George Street, Sydney NSW 2000
Local Authorities Superannuation Board	488 St. Kilda Road, Melbourne VIC 3000
National Custodian Services Limited	271 Collins Street, Melbourne VIC 3000
Permanent Trustee	35 Clarence Street, Sydney NSW 2000
QLD Local Government Superannuation Board	Of GPO Box 284, Brisbane QLD 4001
State Authority Superannuation Scheme	Level 14, 83 Clarence Street, Sydney NSW 2000
Stichting Pensioenfonds Hoogovens	PO Box 10,000, 1870 CA IJmuiden, The
Stichting Pensioenfonds ABP	PO Box 10,000, 1870 CA IJmuiden, The
UniSuper Small Companies Fund	Level 28, 367 Collins Street, Melbourne VIC 3000
UniSuper Limited	Level 28, 367 Collins Street, Melbourne VIC 3000
United SMF Sector Leaders Australian Equity Fund	Level 3, 30 Collins Street, Melbourne VIC 3000
Westpac Custodian Nominees Limited	50 Pitt Street, Sydney NSW 2000

Name: Gavin Young - authorised signatory

Signature: 

Date: 22/10/03