



Date: 23-Sep-04

Company Announcement Officer  
Australian Stock Exchange Limited  
Sydney

Facsimile: 1900 999 279

No. of Pages (incl.): 3

Notice Pursuant to Corporations Act Sub-section 259C(2) Exemption

Dear Sir/Madam,

Pursuant to Sub-section 259C(2) of the Corporations Act, AMP Limited hereby advises its current interest in **AMP Limited**.

The attached notice provides all relevant details.

Yours faithfully,

A handwritten signature in black ink, appearing to be "R. Hughes", written over a horizontal line.

Head of Custody  
BNP Paribas Securities Services

To: **AMP Limited**

ACN/ARSN: **079 354 519**

Shareholder: **AMP Limited ACN 079 354 519 (and its related bodies corporate)**

### 1. Previous Notice

Particulars of the shareholder's previous notice under sub-section 259C(2) exemption was given on:  
 The previous notice was given to the company on **13-Sep-2004**  
 The previous notice was dated **13-Sep-2004**

### 2. Previous and present voting power

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 securities | Previous notice |                     | Present notice |                     |
|---------------------|-----------------|---------------------|----------------|---------------------|
|                     | Total Number    | Percentage of class | Total Number   | Percentage of class |
| Fully Paid Ordinary | 52,959,309      | 2.86%               | 45,347,140     | 2.44%               |
| 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 relevant interest changed           | Nature of change  | Consideration given in relation to change | Class and number of shares affected | Person's votes affected |
|----------------------------|--------------------------------------------------|-------------------|-------------------------------------------|-------------------------------------|-------------------------|
| 22-Sep-04                  | AMP Henderson Global Investors (NZ) Limited      | Share disposal    | \$71,073.37                               | Ordinary Shares<br>10,800           | -10,800                 |
| 09-Sep-2004 to 17-Sep-2004 | AMP Capital Investors Limited                    | Share disposal    | \$1,190,864.57                            | Ordinary Shares<br>169,368          | -169,368                |
| 13-Sep-2004 to 14-Sep-2004 | AMP Life Limited                                 | Share acquisition | \$736,675.66                              | Ordinary Shares<br>114,926          | 114,926                 |
| 10-Sep-2004 to 22-Sep-2004 | AMP Life Limited                                 | Share disposal    | \$17,495,144.59                           | Ordinary Shares<br>2,784,004        | -2,784,004              |
| 9-Sep-2004 to 22-Sep-2004  | Cogent Nominees Pty Limited                      | Share disposal    | \$13,713,037.35                           | Ordinary Shares<br>2,983,614        | -2,983,614              |
| 15-Sep-04                  | Government Employees Superannuation Board        | Share disposal    | \$707,385.65                              | Ordinary Shares<br>111,503          | -111,503                |
| 15-Sep-04                  | Queensland Local Government Superannuation Board | Share disposal    | \$385,194.43                              | Ordinary Shares<br>60,717           | -60,717                 |
| 10-Sep-2004 to 22-Sep-2004 | State Authority Superannuation Scheme            | Share disposal    | \$4,747,289.13                            | Ordinary Shares<br>757,624          | -757,624                |
| 15-Sep-04                  | Stichting Pensioenfonds - AEP                    | Share disposal    | \$663,012.22                              | Ordinary Shares<br>135,993          | -135,993                |
| 15-Sep-04                  | Stichting Pensioenfonds Hoogovens                | Share disposal    | \$97,765.55                               | Ordinary Shares<br>15,406           | -15,406                 |
| 10-Sep-2004 to 22-Sep-2004 | UniSuper Limited                                 | Share disposal    | \$4,246,414.46                            | Ordinary Shares<br>673,066          | -673,066                |

### 4. Present interest and derivative exposure

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

| 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 entity of AMP Limited within the meaning of Part 2J.2 of the Corporations Act                                                                | Fully Paid Ordinary:<br>27,423,916 | 27,423,916              |
| AMP Capital Investors (NZ) Limited ('AMP Capital NZ') | New Zealand Central Securities Depository Limited | AMP Capital Investors (NZ) Limited         | AMP Capital NZ, in its capacity as the investment manager for the persons or trusts listed beside its name, has the power to control voting and/or the disposal of securities. AMP Capital NZ is a controlled entity of AMP Limited within the meaning of Part 2J.2 of the Corporations Act. | Fully Paid Ordinary:<br>680,010    | 680,010                 |
| AMP Capital Investors Limited (AMP Capital)           | Cogent Nominees Pty Limited <SMP Accounts>        | Cogent Nominees Pty Limited <SMP Accounts> | AMP Capital, in its capacity as the investment manager for the persons or trusts listed beside its name, has the power to control voting and/or the disposal of securities. AMP Capital is a controlled entity of AMP Limited within the meaning of Part 2J.2 of the Corporations Act.       | Fully Paid Ordinary:<br>6,246,530  | 6,246,530               |
|                                                       | Cogent Nominees Pty Limited                       | Cogent Nominees Pty Limited                |                                                                                                                                                                                                                                                                                              | Fully Paid Ordinary:<br>1,943,023  | 1,943,023               |
|                                                       | Clitcorp Nominees Pty Limited                     | Stichting Pensioenfonds Hoogovens          |                                                                                                                                                                                                                                                                                              | Fully Paid Ordinary:<br>128,632    | 128,632                 |

|                                                                                                      |                                      |                                                                     |                                                                                                                                                                                                                                                                                         |                                |            |
|------------------------------------------------------------------------------------------------------|--------------------------------------|---------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|------------|
|                                                                                                      | Goldman Sachs                        | AMP Capital Investors Limited Australian Equity Market Neutral Fund |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary: 132,888   | 132,888    |
|                                                                                                      | Goldman Sachs                        | AMP Capital Investors Limited Australian Equity Long Short Fund     |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary: 463,779   | 463,779    |
|                                                                                                      | JP Morgan Nominees Australia Limited | Stichting Pensioenfonds ABP                                         |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary: 1,159,014 | 1,159,014  |
|                                                                                                      | JP Morgan Nominees Australia Limited | QLD Local Government Superannuation Board                           |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary: 318,158   | 318,158    |
|                                                                                                      | JP Morgan Nominees Australia Limited | State Authority Superannuation Scheme                               |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary: 884,217   | 884,217    |
|                                                                                                      | National Custodian Services Limited  | Government Employees Superannuation Board                           |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary: 610,646   | 610,646    |
|                                                                                                      | National Custodian Services Limited  | UniSuper Limited                                                    |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary: 747,401   | 747,401    |
| AMP Capital Investors Limited as Responsible Entity of the Future Directions Australian Share Fund 2 | Cogent Nominees Pty Limited          | AMP Capital Investors Limited                                       | AMP Capital, 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. AMP Capital is a controlled entity of AMP Limited within the meaning of Part 2J.2 of the Corporations Act. | Fully Paid Ordinary: 254,640   | 254,640    |
| AMP Capital Investors Limited as Responsible Entity of the Future Directions Australian Share Fund 3 | Cogent Nominees Pty Limited          | AMP Capital Investors Limited                                       |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary: 351,848   | 351,848    |
| AMP Capital Investors Limited as Responsible Entity of the EFM Listed Property Fund 2                | Cogent Nominees Pty Limited          | AMP Capital Investors Limited                                       |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary: 3,199,904 | 3,199,904  |
| AMP Capital Investors Limited as Responsible Entity of the EFM Listed Property Fund 3                | Cogent Nominees Pty Limited          | AMP Capital Investors Limited                                       |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary: 374,570   | 374,570    |
| AMP Capital Investors Limited as Responsible Entity of the Future Directions Australian Share Fund   | Cogent Nominees Pty Limited          | AMP Capital Investors Limited                                       |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary: 447,985   | 447,985    |
| Total:                                                                                               |                                      |                                                                     |                                                                                                                                                                                                                                                                                         |                                | 45,347,140 |

## 5. Change in controlled entities

The persons who have become controlled entities of, or ceased to be controlled entities of the shareholder in relation to voting shares in the company are:

| 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 Capital Investors Limited                     | 33 Alfred Street, Sydney NSW 2000                |
| AMP Capital 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 - 316 George Street, Sydney NSW 2000         |
| Dynamic Australia Fund                            | 15 Boulevard Royal, PO Box 14, L-2010,           |
| Equisuper                                         | 171 Flinders Street, Melbourne VIC 3000          |
| Government Employees Superannuation Board         | PO Box J753, Perth WA 6842                       |
| Health Superannuation Pty Limited                 | 697 Burke Road, Camberwell VIC 3124              |
| JP Morgan Nominees Australia Limited              | 259 George Street, Sydney NSW 2000               |
| Local Authorities Superannuation Board            | 458 St. Kilda Road, Melbourne VIC 3000           |
| MN Services Asian Real Estate                     | c/- 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             |
| 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, 83 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 28, 367 Collins Street, Melbourne VIC 3000 |
| UniSuper Limited                                  | Level 28, 367 Collins Street, Melbourne VIC 3000 |
| Telstra 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                | 60 Pitt Street, Sydney NSW 2000                  |

Authorised signatory:

Date:

23/9/14