



ASX Announcement

18 May 2006

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Company Announcements Office
Australian Stock Exchange
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Sydney NSW 2000

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Wellington, New Zealand

Announcement No: 25/06

RESULTS OF THE AMP LIMITED ANNUAL GENERAL MEETING HELD ON 18 MAY 2006

In accordance with Listing Rule 3.13.2, AMP advises that the resolutions contained in Items 2, 3, 4(a), 4(b) and 5 of the Notice of Annual General Meeting (dated 16 March 2006 and lodged with the ASX on 30 March 2006) were passed by the requisite majority of security holders. Both Directors who stood for election or re-election were elected or re-elected (as applicable).

All resolutions were decided on a show of hands. No resolution was withdrawn or amended.

The information required by section 251AA(2) of the Corporations Act 2001 (Cth) in respect of each resolution passed at the meeting is set out below, underneath the relevant resolution.

Item 2: Capital return to shareholders

It was resolved as an ordinary resolution:

"That the capital of AMP Limited be reduced by paying the sum of 40 cents per fully paid ordinary share in AMP Limited to the holders of such shares on the record date specified by AMP Limited."

	For	Against	Abstain	Proxy's Discretion	Total (excluding Abstain)
Total number of proxy votes exercisable by all proxies validly appointed:	625,363,798	1,911,720	1,086,240	24,516,367	651,791,885

Item 3: Remuneration Report

It was resolved as an ordinary resolution:

"That the Remuneration Report of AMP Limited for the year ended 31 December 2005 is adopted."

	For	Against	Abstain	Proxy's Discretion	Total (excluding Abstain)
Total number of proxy votes exercisable by all proxies validly appointed:	605,384,781	11,634,270	7,277,133	28,581,876	645,600,927

Item 4: Election of directors

(a) It was resolved as an ordinary resolution:

"That David Clark, a director appointed since the last Annual General Meeting and ceasing to hold office in accordance with clause 62.3 of the constitution of AMP Limited, being eligible, is elected as a Director of AMP Limited."

	For	Against	Abstain	Proxy's Discretion	Total (excluding Abstain)
Total number of proxy votes exercisable by all proxies validly appointed:	615,996,902	3,148,597	4,780,969	28,943,887	648,089,386

(b) It was resolved as an ordinary resolution:

"That Meredith Hellicar, a director retiring in accordance with clause 64.3 of the constitution of AMP Limited, being eligible, is re-elected as a Director of AMP Limited."

	For	Against	Abstain	Proxy's Discretion	Total (excluding Abstain)
Total number of proxy votes exercisable by all proxies validly appointed:	606,677,764	12,407,704	4,943,932	28,846,867	647,932,335

Item 5: Increase in Directors' fee pool

It was resolved as an ordinary resolution:

"That, with effect from 1 January 2006, the remuneration for the services of non-executive directors of AMP Limited to AMP Limited or any of its controlled entities is increased by \$865,000 per annum to an aggregate maximum sum of \$2,500,000 per annum, with such remuneration to be divided among the non-executive directors in such proportion and manner as the directors agree (or, in default of agreement, equally) and to be taken to accrue from day to day (except that remuneration for the period from 1 January 2006 until the date of this resolution will be taken to accrue immediately on the passing of this resolution)."

	For	Against	Abstain	Proxy's Discretion	Total (excluding Abstain)
Total number of proxy votes exercisable by all proxies validly appointed:	571,394,007	48,076,863	6,954,459	13,877,760	633,348,630

Sharyn Page
Company Secretary