



Date: 4-Mar-09

The Manager
Listings Department
Australian Stock Exchange Limited

No. of Pages (incl.): 3

NOTICE OF INITIAL SUBSTANTIAL HOLDER

Dear Sir/Madam,

Pursuant to Section 671B of the Corporations Law, AMP Limited discloses a substantial holding in Macquarie Leisure Trust Limited.

The enclosed ASIC Form 603 discloses all required details.

Yours faithfully,

Justin Christopher
Head of Custody
BNP Paribas Securities Services
Phone: 02 9222 0029

Form 603
Corporations Law
Section 671B
Notice of Initial Substantial Holder

To: **Macquarie Leisure Trust Limited**

ACN/ARSN: 093 193 438 / 104 529 106

1. Details of substantial holder

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

The holder became a substantial holder on 02-Mar-2009

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

<i>Class of securities</i>	<i>Number of Securities</i>	<i>Persons' votes</i>	<i>Voting power</i>
Ordinary/Units Fully Paid Stapl	12,104,598	12,104,598	5.01%

3. Details of relevant interests

The nature of relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

<i>Holder of relevant interest</i>	<i>Nature of relevant interests</i>	<i>Class and number of securities</i>	<i>Person's votes affected</i>
AMP Life Limited ("AMP Life")	AMP Life is entitled to be the registered holder of the class and number of securities listed beside its name. AMP Life is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary/Units Fully Paid Stapled Securities: 4,079,109	4,079,109
AMP Capital Investors Limited ("AMP Capital")	AMP Capital, in its capacity as the investment manager for the persons or trusts listed besides its name in Paragraph 4, has the power to control voting and/or the disposal of securities. AMP Capital is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary/Units Fully Paid Stapled Securities: 6,927,953	6,927,953
AMP Capital Investors Limited as Future Directions Australian Small Companies Fund	AMP Capital Investors Limited is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary/Units Fully Paid Stapled Securities: 1,097,536	1,097,536

Total: 12,104,598

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

<i>Holder of relevant interest</i>	<i>Registered holder of securities</i>	<i>Person entitled to be registered as holder</i>	<i>Class and number of securities</i>	<i>Person's votes affected</i>
AMP Life Limited	AMP Life Limited	AMP Life Limited	Ordinary/Units Fully Paid Stapled Securities: 4,079,109	4,079,109
AMP Capital Investors Limited	Cogent Nominees Pty Limited <SMP Accounts>	Cogent Nominees Pty Limited <SMP Accounts>	Ordinary/Units Fully Paid Stapled Securities: 5,416,304	5,416,304
	JP Morgan Nominees Australia Limited	ARIA scheme	Ordinary/Units Fully Paid Stapled Securities: 691,444	691,444
	National Nominees Pty Limited	Christian Superannuation Fund	Ordinary/Units Fully Paid Stapled Securities: 173,021	173,021
	National Nominees Pty Limited	Commonwealth Bank Officers Superannuation Corporation Pty Ltd as trustee for the Officers' Superannuation Fund	Ordinary/Units Fully Paid Stapled Securities: 269,814	269,814
	National Nominees Pty Limited	Government Employees Superannuation Board of WA - Sustainable Fund	Ordinary/Units Fully Paid Stapled Securities: 377,370	377,370
AMP Capital Investors Limited as Future Directions Australian Small Companies Fund	Cogent Nominees Pty Limited	AMP Capital Investors Limited	Ordinary/Units Fully Paid Stapled Securities: 1,097,536	1,097,536

Total: 12,104,598

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

<i>Holder of relevant interest</i>	<i>Date of acquisition</i>	<i>Consideration</i>	<i>Class and number of securities</i>
AMP Capital Investors Limited	3-Nov-2008 to 24-Feb-2009	\$168,562.46	Ordinary/Units Fully Paid Stapled Securities 162,050
AMP Life Limited	23-Dec-2008 to 2-Mar-2009	\$3,204,510.37	Ordinary/Units Fully Paid Stapled Securities 3,151,895
ARIA Scheme	23-Dec-2008 to 2-Mar-2009	\$277,706.46	Ordinary/Units Fully Paid Stapled Securities 301,598
Christian Superannuation Fund	23-Dec-2008 to 2-Mar-2009	\$75,358.88	Stapled Securities 81,902
Commonwealth Bank Officers Superannuation Corporation Pty Ltd A/T for the Officers' Superannuation Fund.	19-Dec-2008 to 12-Jan-2009	\$259,604.48	Ordinary/Units Fully Paid Stapled Securities 269,814
Government Employees Superannuation Board	23-Dec-2008 to 2-Mar-2009	\$169,707.34	Ordinary/Units Fully Paid Stapled Securities 184,495
Cogent Nominees Pty Limited <SMP Accounts>	23-Dec-2008 to 2-Mar-2009	\$2,070,492.20	Ordinary/Units Fully Paid Stapled Securities 2,249,609
Cogent Nominees Pty Limited <SMP Accounts>	12-Jan-2009 to 20-Feb-2009	\$529,072.45	Ordinary/Units Fully Paid Stapled Securities 498,281

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

<i>Name and ACN (if applicable)</i>	<i>Nature of association</i>
AMP Life Limited (ACN 079 300 379)	Related bodies corporate of AMP Limited under Part 1.2 of the Corporations Law.
AMP Capital Investors Limited (ACN 001 777 591)	Related bodies corporate of AMP Limited under Part 1.2 of the Corporations Law.

7. Addresses

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

<i>Name</i>	<i>Address</i>
AMP Life Limited	Level 24, 33 Alfred Street, Sydney NSW 2000
AMP Capital Investors Limited	Level 22, 33 Alfred Street, Sydney NSW 2000
Cogent Nominees Pty Limited	Level 6, 60 Castlereagh Street, Sydney NSW 2000
Commonwealth Bank Officers Superannuation Corporation	9th Floor, 48 Martin Place, Sydney NSW 2000
Government Employee Superannuation Board	PO Box J755, Perth WA 6842
JP Morgan Nominees Australia Limited	259 George Street, Sydney NSW 2000
National Nominees Pty Limited	271 Collins Street, Melbourne VIC 3000

This Initial Substantial Holder Notice (ASIC Form 603) comprises 2 page/s in total.