



Date: 29-Dec-09

Company Announcement Officer  
Australian Stock Exchange Limited  
Sydney

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,

Glen Moran  
Head of Corporate Actions  
BNP Paribas Securities Services  
Phone: 02 9222 0029

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 | 10th December, 2009 |
| The previous notice was dated                   | 9th December, 2009  |

#### 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 | 30,223,304      | 1.48%               | 30,471,111     | 1.49%               |
| 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 |
|----------------------------|---------------------------------------------|-------------------|-------------------------------------------|-------------------------------------|-------------------------|
| 11-Dec-2009 to 23-Dec-2009 | AMP Capital Investors Limited               | Share acquisition | \$4,272,493.83                            | Fully Paid Ordinary<br>669,139      | 669,139                 |
| 17/12/2009                 | AMP Capital Investors Limited               | Share disposal    | -\$832,066.32                             | Fully Paid Ordinary<br>-131,552     | -131,552                |
| 18-Dec-09                  | AMP Henderson Global Investors (NZ) Limited | Share acquisition | \$647.75                                  | Fully Paid Ordinary<br>100          | 100                     |
| 15-Dec-09                  | AMP Life Limited                            | Share disposal    | -\$331,760.68                             | Fully Paid Ordinary<br>-53,284      | -53,284                 |
| 15-Dec-09                  | AMPCI Sustainable Extended Alpha Fund       | Share disposal    | -\$54,822.32                              | Fully Paid Ordinary<br>-8,805       | -8,805                  |
| 15-Dec-09                  | Christian Superannuation Fund               | Share disposal    | -\$40,340.01                              | Fully Paid Ordinary<br>-6,479       | -6,479                  |
| 15-Dec-2009 to 16-Dec-2009 | Cogent Nominees Pty Limited                 | Share disposal    | -\$1,237,367.62                           | Fully Paid Ordinary<br>-198,812     | -198,812                |
| 21-Dec-09                  | Government Employees Superannuation Board   | Share acquisition | \$262,956.94                              | Fully Paid Ordinary<br>40,000       | 40,000                  |
| 10-Dec-2009 to 21-Dec-2009 | Stichting Pensioenfonds - ABP               | Share disposal    | -\$351,763.88                             | Fully Paid Ordinary<br>-55,000      | -55,000                 |
| 21-Dec-09                  | Stichting Pensioenfonds Hoogovens           | Share disposal    | -\$49,150.80                              | Fully Paid Ordinary<br>-7,500       | -7,500                  |

#### 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>14,391,689 | 14,391,689              |
| 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 besides 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>11,030     | 11,030                  |

|                                                                                                    |                                            |                                                                    |                                                                                                                                                                                                                                                                                         |                                   |            |
|----------------------------------------------------------------------------------------------------|--------------------------------------------|--------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|------------|
| AMP Capital Investors Limited<br>(‘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 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:<br>5,898,612 | 5,898,612  |
|                                                                                                    | Cogent Nominees Pty Limited                | Cogent Nominees Pty Limited                                        |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary:<br>3,072,937 | 3,072,937  |
|                                                                                                    | Citicorp Nominees Pty Limited              | Stichting Pensiofonds Hoogovens                                    |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary:<br>181,829   | 181,829    |
|                                                                                                    | Goldman Sachs                              | AMP Capital Investors Limited<br>Australian Equity Long Short Fund |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary:<br>275,370   | 275,370    |
|                                                                                                    | Citicorp Nominees Pty Limited              | AMPCI Sustainable Extended Alpha Fund                              |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary:<br>235,548   | 235,548    |
|                                                                                                    | JP Morgan Nominees Australia Limited       | Stichting Pensiofonds ABP                                          |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary:<br>1,211,222 | 1,211,222  |
|                                                                                                    | JP Morgan Nominees Australia Limited       | QLD Local Government Superannuation Board                          |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary:<br>130,550   | 130,550    |
|                                                                                                    | National Custodian Services Limited        | Government Employees Superannuation Board                          |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary:<br>1,004,186 | 1,004,186  |
|                                                                                                    | National Nominees Pty Limited              | Christian Superannuation Fund                                      |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary:<br>145,705   | 145,705    |
|                                                                                                    | National Nominees Pty Limited              | QLD Local Government Superannuation Board of WA - Sustainable Fund |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary:<br>322,751   | 322,751    |
| 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:<br>1,776,525 | 1,776,525  |
| AMP Capital Investors Limited as Responsible Entity of the EFM Australian Share Fund 1             | Cogent Nominees Pty Limited                | AMP Capital Investors Limited                                      |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary:<br>648,038   | 648,038    |
| AMP Capital Investors Limited as Responsible Entity of the EFM Australian Share Fund 2             | Cogent Nominees Pty Limited                | AMP Capital Investors Limited                                      |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary:<br>226,299   | 226,299    |
| AMP Capital Investors Limited as Future Directions Australian Share Fund                           | Cogent Nominees Pty Limited                | AMP Capital Investors Limited                                      |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary:<br>453,861   | 453,861    |
| AMP Capital Investors Limited as Responsible Investment Leader Australian Share Fund               | Cogent Nominees Pty Limited                | AMP Capital Investors Limited                                      |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary:<br>254,276   | 254,276    |
| AMP Capital Investors Limited as Responsible Investment Leader Australian Share Fund               | Cogent Nominees Pty Limited                | AMP Capital Investors Limited                                      |                                                                                                                                                                                                                                                                                         | Fully Paid Ordinary:<br>230,683   | 230,683    |
| Total:                                                                                             |                                            |                                                                    |                                                                                                                                                                                                                                                                                         |                                   | 30,471,111 |

#### 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:

| <i>Name and ACN</i> | <i>Nature of association</i> |
|---------------------|------------------------------|
| No Changes          |                              |

#### 6. 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        |
| AMP Capital Investors (NZ)                        | City Tower, 95 Custom House Quay, Wellington, N.Z. |
| Citicorp Nominees Pty Limited                     | 101 Collins Street, Melbourne VIC 3000             |
| Cogent Nominees Pty Limited                       | Level 6, 60 Castlereagh Street, Sydney NSW 2000    |
| Goldman Sachs Asia LLC                            | 68th Floor, 2 Queens Road, Central Hong Kong       |
| Government Employee Superannuation Board          | PO Box J755, Perth WA 6842                         |
| Henderson Global Investors Limited                | 3 Finsbury Ave, London EC2M 2PA, United Kingdom    |
| JP Morgan Nominees Australia Limited              | 259 George Street, Sydney NSW 2000                 |
| National Custodian Services Limited               | 271 Collins Street, Melbourne VIC 3000             |
| National Nominees Pty Limited                     | 271 Collins Street, Melbourne VIC 3000             |
| New Zealand Central Securities Depository Limited | PO Box 2099, Wellington, New Zealand               |
| QLD Local Government Superannuation Board         | Of GPO Box 264, Brisbane QLD 4001                  |
| Stichting Pensioenfonds Hoogovens                 | PO Box 10,000, 1970 CA IJmuiden, The Netherlands   |
| Stichting Pensioenfonds ABP                       | PO Box 10,000, 1970 CA IJmuiden, The Netherlands   |