



Company Secretary

AMP Limited
ABN: 49 079 354 519

33 Alfred Street
Sydney NSW 2000 Australia

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Sydney NSW 2001 Australia

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05-October-2017

Company Announcement Officer

ASX Limited

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 Ltd.

The attached notice provides all required details.

A handwritten signature in black ink, appearing to read "B. Salter", with a long horizontal flourish extending to the right.

Brian Salter
General Counsel & Company Secretary, AMP

**Corporations Act 2001
Subsection 259C(2) Exemption**

To: **AMP Ltd**
 ACN/ARSN: 079 354 519
 Shareholder: AMP Limited (ACN 079 354 519) and its related bodies corporate.
 Notice Date: 04-Oct-2017

1. Previous Notice

Particulars of the shareholders' previous notice under sub-section 259C(2) exemption was given on:

The previous notice was given to the company on: 21-Sep-2017

The previous notice was dated: 20-Sep-2017

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	
	Persons' votes	Voting Power	Persons' votes	Voting Power
Ordinary Share	65,607,485	2.25%	65,183,650	2.23%

3. Change in interest and derivative exposure

Particulars of each change in, or change in the nature of, the interests of the substantial holder in, or derivative exposure to voting shares since the shareholder was last required to give a notice are:

See Annexure 'A'

4. Present interest and derivative exposure

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

Holder of relevant interest	Nature of relevant interest	Class and number of securities	Person's votes affected
AMP Life Limited	AMP Life is legal and beneficial owner of the shares and has the power to exercise the right to vote and to dispose of the shares.	Ordinary Share: 14,675,700	14,675,700
AMP Capital Investors Limited	AMP Capital Investors Limited, either in its capacity as investment manager for various superannuation funds, institutional investor portfolios and unit trusts or is legal and beneficial owner of the shares and has the power to exercise, or control the exercise of, a right to vote attached to the securities and has the power to dispose of, or control the exercise of a power to dispose of, the securities.	Ordinary Share: 41,447,481	41,447,481
AMP Capital Investors (NZ) Limited	In its capacity as investment manager for various superannuation funds, institutional investor portfolios and unit trusts has the power to exercise, or control the exercise of, a right to vote attached to the securities and has the power to dispose of, or control the exercise of a power to dispose of, the securities.	Ordinary Share: 173,292	173,292

Annexure 'A'

Security: AMP Ltd
 Effective Date: 04-Oct-2017

<i>Date of change</i>	<i>Person whose relevant interest changed</i>	<i>Nature of change</i>	<i>Consideration given in relation to change</i>	<i>Class and number of shares affected</i>	<i>Persons' vote affected</i>
21-Sep-2017	ipac Asset Management Limited	Share disposal	\$-94,431.1	-19,313	-19,313
22-Sep-2017	AMP Capital Investors Limited	Share acquisition	\$51,158.41	10,432	10,432
26-Sep-2017	ipac Asset Management Limited	Share acquisition	\$732,484.14	149,622	149,622
27-Sep-2017	AMP Capital Investors Limited	Share disposal	\$-300,663.78	-62,438	-62,438
27-Sep-2017	ipac Asset Management Limited	Share acquisition	\$364,131.81	75,402	75,402
27-Sep-2017	AMP Capital Investors Limited	Share disposal	\$-29,422.08	-6,110	-6,110
27-Sep-2017	AMP Life Limited	Share disposal	\$-152,325.46	-31,633	-31,633
27-Sep-2017	AMP Life Limited	Share disposal	\$-46,295.23	-9,614	-9,614
27-Sep-2017	AMP Capital Investors Limited	Share disposal	\$-484,722.69	-100,661	-100,661
27-Sep-2017	AMP Capital Investors Limited	Share acquisition	\$232,325.92	48,121	48,121
28-Sep-2017	AMP Capital Investors Limited	Share acquisition	\$53,066.4	11,015	11,015
28-Sep-2017	AMP Capital Investors Limited	Share disposal	\$-396,535.63	-82,399	-82,399
28-Sep-2017	ipac Asset Management Limited	Share acquisition	\$731,684.53	151,851	151,851
28-Sep-2017	AMP Life Limited	Share disposal	\$-668,804.53	-138,893	-138,893
28-Sep-2017	AMP Capital Investors Limited	Share disposal	\$-2,294,222.25	-476,733	-476,733
28-Sep-2017	AMP Capital Investors Limited	Share acquisition	\$157,289.89	32,579	32,579
29-Sep-2017	AMP Capital Investors (NZ) Limited	Share acquisition	\$42,068.23	8,000	8,000
29-Sep-2017	ipac Asset Management Limited	Share acquisition	\$351,249.45	69,970	69,970
29-Sep-2017	AMP Life Limited	Share acquisition	\$248,908.94	51,729	51,729
29-Sep-2017	AMP Life Limited	Share acquisition	\$24,063.75	5,001	5,001
29-Sep-2017	AMP Capital Investors Limited	Share acquisition	\$19,863.05	4,128	4,128
29-Sep-2017	AMP Capital Investors Limited	Share acquisition	\$16,855.69	3,503	3,503
03-Oct-2017	AMP Capital Investors Limited	Share disposal	\$-697,104.51	-144,285	-144,285
03-Oct-2017	AMP Capital Investors Limited	Share acquisition	\$307,332.01	63,525	63,525
04-Oct-2017	AMP Capital Investors Limited	Share disposal	\$-73,215.75	-15,255	-15,255
04-Oct-2017	ipac Asset Management Limited	Share disposal	\$-79,104.68	-16,482	-16,482
04-Oct-2017	AMP Capital Investors Limited	Share disposal	\$-23,502.94	-4,897	-4,897

AMP Related Body Corporate Report

Company Name	Company number	Country
1 255 George Street Investment A Pty Ltd	064 751 471	Australia
2 255 George Street Investment B Pty Ltd	064 751 588	Australia
3 35 Ocean Keys Pty Limited	122 848 917	Australia
4 A.M.P. Custodian Services (N.Z.) Limited	312763	New Zealand
5 A.M.P. Custodian Services (N.Z.) No.2 Limited	6108375	New Zealand
6 Abbey Capital Real Estate Pty Limited	063 958 341	Australia
7 ACPP Industrial Pty Limited	108 662 022	Australia
8 ACPP Office Pty Limited	108 662 031	Australia
9 ACPP Retail Pty Limited	108 662 013	Australia
10 AdviceFirst Limited	2104026	New Zealand
11 Aged Care Investment Services No. 1 Pty Limited	086 801 041	Australia
12 Aged Care Investment Services No. 2 Pty Limited	082 747 313	Australia
13 Allmarg Corporation Limited	980668	New Zealand
14 AMP AAPH Limited	069 123 011	Australia
15 AMP Administration (NZ) Limited	5488889	New Zealand
16 AMP Advice Holdings Pty Ltd	608 373 217	Australia
17 AMP Bank Limited	081 596 009	Australia
18 AMP Capital AA REIT Investments (Australia) Pty Limited	166 449 583	Australia
19 AMP Capital Advisors India Private Limited	CINU74130HR2006P TC043413	India
20 AMP Capital Asia Limited	1373412	Hong Kong
21 AMP Capital Bayfair Pty Limited	121 179 486	Australia
22 AMP Capital Finance Limited	123 968 089	Australia
23 AMP Capital Funds Management Limited	159 557 721	Australia
24 AMP Capital Holdings Limited	078 651 966	Australia
25 AMP Capital Investments No. 14 Limited	1503268	New Zealand
26 AMP Capital Investments No. 2 Limited	976346	New Zealand
27 AMP Capital Investments No. 8 Limited	1039274	New Zealand
28 AMP Capital Investors (GIF GP) S.à.r.l.	B192162	Luxembourg
29 AMP Capital Investors (IDF II GP) S.à.r.l.	B175686	Luxembourg
30 AMP Capital Investors (IDF III GP) S.à.r.l.	B198593	Luxembourg
31 AMP Capital Investors (Luxembourg No. 3) S.à r.l.	B137831	Luxembourg
32 AMP Capital Investors (Luxembourg No. 5) S.à.r.l.	B155992	Luxembourg
33 AMP Capital Investors (Luxembourg No. 6) S.à.r.l.	B155993	Luxembourg
34 AMP Capital Investors (Luxembourg) S.à r.l.	B140092	Luxembourg
35 AMP Capital Investors (New Zealand) Limited	461290	New Zealand
36 AMP Capital Investors (Singapore) Private Property Trust Management Ltd.	200716478N	Singapore
37 AMP Capital Investors (Singapore) Pte. Ltd.	200312149D	Singapore
38 AMP Capital Investors (UK) Limited	5524536	United Kingdom
39 AMP Capital Investors (US) Limited	4846799	United States
40 AMP Capital Investors Advisory (Beijing) Limited	110000450018958	China
41 AMP Capital Investors International Holdings Limited	114 352 957	Australia

42 AMP Capital Investors KK	0100-01-126909	Japan
43 AMP Capital Investors Limited	001 777 591	Australia
44 AMP Capital Investors Real Estate Pty Limited	063 858 711	Australia
45 AMP Capital Office and Industrial Pty Limited	099 105 094	Australia
46 AMP Capital Palms Pty Limited	124 646 582	Australia
47 AMP Capital Property Nominees Limited	002 301 260	Australia
48 AMP Capital Shopping Centres Pty Limited	001 595 955	Australia
49 AMP Direct Pty Ltd	139 353 496	Australia
50 AMP Finance Pty Limited	002 812 704	Australia
51 AMP Finance Services Limited	080 339 466	Australia
52 AMP Financial Investment Group Holdings Limited	081 596 036	Australia
53 AMP Financial Planning Pty Limited	051 208 327	Australia
54 AMP Financial Services Holdings Limited	076 716 704	Australia
55 AMP GBS Limited	087 651 947	Australia
56 AMP GDPF Pty Limited	120 525 019	Australia
57 AMP Global Property Investments Pty Ltd	003 218 415	Australia
58 AMP Group Finance Services Limited	084 247 914	Australia
59 AMP Group Holdings Limited	079 804 676	Australia
60 AMP Group Services Limited	080 339 457	Australia
61 AMP Holdings Limited	079 958 062	Australia
62 AMP Insurance Investment Holdings Pty Limited	082 562 892	Australia
63 AMP Investment Management (N.Z.) Limited	339052	New Zealand
64 AMP Investment Services No.2 Pty Limited	084 332 187	Australia
65 AMP Investment Services Pty Limited	063 986 989	Australia
66 AMP Lending Services Pty Limited	113 408 941	Australia
67 AMP Life (NZ) Investments Holdings Limited	2195429	New Zealand
68 AMP Life (NZ) Investments Limited	2195430	New Zealand
69 AMP Life Limited	079 300 379	Australia
70 AMP Limited	079 354 519	Australia
71 AMP Macquarie Holding Pty Limited	103 734 836	Australia
72 AMP Macquarie Pty Limited	103 734 854	Australia
73 AMP New Ventures Holdings Pty Ltd	602 035 530	Australia
74 AMP New Zealand Holdings Limited	841648	New Zealand
75 AMP Pacific Fair Pty Limited	103 734 890	Australia
76 AMP Personal Investment Services Pty Ltd	008 630 546	Australia
77 AMP Planner Register Company Pty Limited	129 899 896	Australia
78 AMP Private Capital No. 2 Pty Limited	094 036 914	Australia
79 AMP Private Capital Pty Limited	088 794 692	Australia
80 AMP Property Investments (Qld) Pty. Ltd.	010 806 014	Australia
81 AMP Remuneration Reward Plans Nominees Pty Limited	004 014 635	Australia
82 AMP Royal Randwick Pty Limited	110 549 249	Australia
83 AMP Services (NZ) Limited	339042	New Zealand
84 AMP Services Holdings Limited	081 102 552	Australia
85 AMP Services Limited	081 143 786	Australia
86 AMP SMSF Holding Co. Pty Ltd	147 879 230	Australia
87 AMP SMSF Investments No. 2 Pty Limited	166 395 633	Australia
88 AMP Superannuation Limited	008 414 104	Australia
89 AMP Warringah Mall Pty Limited	108 254 100	Australia

90 AMP Wealth Management New Zealand Limited	821674	New Zealand
91 AMP Wholesale Office Investments Pty Limited	609 089 125	Australia
92 AMP/ERGO Mortgage and Savings Limited	662366	New Zealand
93 Associated Planners Financial Services Pty Limited	097 451 495	Australia
94 Associated Planners Strategic Finance Pty Ltd	003 688 060	Australia
95 Auburn Mega Mall Pty Limited	111 075 828	Australia
96 Australian Mutual Provident Society Pty Limited	081 589 639	Australia
97 Australian Securities Administration Limited	002 905 197	Australia
98 AWOFF New Zealand Office Pty Limited	122 875 790	Australia
99 BCG Finance Pty Limited	133 605 606	Australia
100 BMRI Financial Services Pty Ltd	080 971 295	Australia
101 Cavendish Administration Pty Ltd	080 366 829	Australia
102 Cavendish Pty Ltd	084 813 856	Australia
103 Cavendish Superannuation Holdings Pty Ltd	001 331 568	Australia
104 Charter Financial Planning Limited	002 976 294	Australia
105 Collins Place No. 2 Pty Ltd	090 537 643	Australia
106 Collins Place Pty Limited	084 238 497	Australia
107 Corporate Custodians Pty Limited	082 542 907	Australia
108 Didus Pty. Ltd.	006 874 595	Australia
109 Exford Pty Ltd	008 629 329	Australia
110 Financial Composure Pty Ltd	100 225 643	Australia
111 Financially Yours Holdings Pty Ltd	125 933 995	Australia
112 Financially Yours Pty. Ltd.	010 440 703	Australia
113 First Quest Capital Pty Ltd	085 338 183	Australia
114 Forsythes Financial Services Pty Ltd	081 861 261	Australia
115 Foundation Wealth Advisers Pty Limited	134 620 349	Australia
116 Genesys Group Holdings Pty Limited	123 318 641	Australia
117 Genesys Group Pty Limited	003 357 024	Australia
118 Genesys Holdings Limited	144 965 006	Australia
119 Genesys Kew Pty Ltd	154 870 667	Australia
120 Genesys Wealth Advisers Limited	060 778 216	Australia
121 Glendenning Pty Limited	126 113 264	Australia
122 GWM Spicers Limited	2132668	New Zealand
123 Hillross Alliances Pty Ltd	096 538 288	Australia
124 Hillross Financial Services Limited	003 323 055	Australia
125 Hindmarsh Square Wealth Advisers Pty Ltd	125 357 226	Australia
126 Honeysuckle 231 Pty Limited	114 118 026	Australia
127 INSSA Pty Limited	063 061 192	Australia
128 ipac Asset Management Limited	003 257 225	Australia
129 ipac Financial Care Pty Ltd	140 733 491	Australia
130 ipac Group Services Pty Ltd	074 631 235	Australia
131 ipac Portfolio Management Limited	071 315 618	Australia
132 ipac Securities Limited	008 587 595	Australia
133 ipac Taxation Services Pty Limited	113 983 529	Australia
134 Jigsaw Support Services Limited	005 799 977	Australia
135 Justsuper Pty Ltd	132 651 220	Australia
136 Kent Street Pty Limited	006 794 654	Australia
137 King Financial Services Pty Ltd	059 718 697	Australia

138 Knox City Shopping Centre Investments (No. 2) Pty Limited	063 958 378	Australia
139 Marrickville Metro Shopping Centre Pty Limited	111 075 837	Australia
140 MoneyBrilliant Pty Ltd	153 932 766	Australia
141 Mowla Pty. Ltd.	005 133 835	Australia
142 Multiport Malaysia SDN BHD	687230-W	Malaysia
143 Multiport Resources Pty Ltd	140 258 911	Australia
144 N M Computer Services Pty Ltd	001 239 667	Australia
145 N. M. Superannuation Proprietary Limited	008 428 322	Australia
146 National Mutual Funds Management (Global) Limited	057 398 393	Australia
147 National Mutual Funds Management Ltd.	006 787 720	Australia
148 National Mutual Life Nominees Pty Limited	004 387 133	Australia
149 NM New Zealand Nominees Limited	9397	New Zealand
150 NMMT Limited	058 835 573	Australia
151 Pajoda Investments Pty Ltd	127 407 238	Australia
152 PPS Lifestyle Solutions Pty Ltd	051 228 641	Australia
153 PremierOne Mortgage Advice Pty Limited	102 861 316	Australia
154 Principal Healthcare Holding Pty Limited	107 257 054	Australia
155 Priority One Agency Services Pty Ltd	074 621 131	Australia
156 Priority One Financial Services Pty Limited	069 778 883	Australia
157 Prosperitus Holdings Pty Ltd	137 352 277	Australia
158 Prosperitus Pty Ltd	010 644 514	Australia
159 Quadrant Securities Pty Ltd	009 556 370	Australia
160 Quay Mining (No. 2) Limited	EC25965	Bermuda
161 Quay Mining Pty Limited	002 325 895	Australia
162 RDSS Pty Ltd	152 498 550	Australia
163 Smartsuper Pty Limited	003 822 339	Australia
164 SMSF Administration Solutions Pty Ltd	097 695 988	Australia
165 SMSF Advice Pty Limited	074 225 353	Australia
166 SMSF Operations Pty Ltd	007 778 341	Australia
167 Solar Risk Pty Limited	092 265 373	Australia
168 Spicers Portfolio Management Limited	364398	New Zealand
169 SPP No. 1 (Cowes) Pty Limited	118 155 141	Australia
170 SPP No. 1 (North Melbourne) Pty Limited	106 187 740	Australia
171 SPP No. 3A Investments Pty Limited	131 530 115	Australia
172 SPP No.1 (Alexandra Canal) Pty Limited	111 825 873	Australia
173 SPP No.1 (H) Pty Limited	111 825 917	Australia
174 SPP No.1 (Hawthorn) Pty Limited	117 488 454	Australia
175 SPP No.1 (Mona Vale) Pty Limited	104 743 384	Australia
176 SPP No.1 (Mornington) Pty Limited	118 456 698	Australia
177 SPP No.1 (Mt Waverley Financing) Pty Limited	115 640 456	Australia
178 SPP No.1 (Mt Waverley) Pty Limited	115 640 438	Australia
179 SPP No.1 (Newcastle) Pty Limited	113 498 865	Australia
180 SPP No.1 (Pakenham) Pty Limited	106 187 768	Australia
181 SPP No.1 (Point Cook) Pty Limited	106 187 713	Australia
182 SPP No.1 (Port Melbourne) Pty Limited	112 322 595	Australia
183 SPP No.1 (Q Stores) Pty Limited	111 825 793	Australia
184 SPP No.1 (Rosebery) Pty Limited	104 141 906	Australia
185 SPP No.1 Holdings Pty Limited	104 141 791	Australia

186 Strategic Planning Partners Pty Ltd	057 800 405	Australia
187 Sunshine West Development Pty Limited	110 718 119	Australia
188 SuperConcepts Administration Pty Ltd	007 437 907	Australia
189 SuperConcepts Pty Ltd	166 393 700	Australia
190 SuperConcepts Software Services Pty Ltd	063307700	Australia
191 Supercorp Pty Ltd	114 930 568	Australia
192 SuperIQ Pty Ltd	147 105 164	Australia
193 Synergy Capital Management Limited	062 264 108	Australia
194 TFS Financial Planning Pty Ltd	088 309 308	Australia
195 The National Mutual Life Association of Australasia Limited	004 020 437	Australia
196 TM Securities Pty Ltd	099 131 754	Australia
197 TOA Pty Ltd	001 811 972	Australia
198 Total Super Solutions Pty. Ltd.	097 185 834	Australia
199 Trenthills Financial Services Pty. Limited	059 750 748	Australia
200 Tynan Mackenzie Pty Ltd	066 074 744	Australia
201 Waterfront Place (No. 2) Pty. Ltd.	010 728 042	Australia
202 Waterfront Place (No. 3) Pty. Ltd.	010 790 931	Australia
203 Wealth Vision Financial Services Pty Ltd	605 316 407	Australia
204 Wealth Vision Home Loans Pty Ltd	145 979 675	Australia
205 yourSMSF Administration Pty Limited	010 867 633	Australia

ipac Asset Management Limited	In its capacity as investment manager for various superannuation funds, institutional investor portfolios and unit trusts or as the responsible entity for registered and unregistered managed investment schemes, has the power to exercise, or control the exercise of, a right to vote attached to the securities and has the power to dispose of, or control the exercise of a dispose of, the securities.	Ordinary Share: 8,887,177	8,887,177
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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 (if applicable)</i>	<i>Nature of Association</i>
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6. Addresses

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

<i>Name</i>	<i>Address</i>
AMP Life Limited	33 Alfred Street, Sydney NSW 2000
AMP Capital Investors Limited	33 Alfred Street, Sydney NSW 2000
AMP Capital Investors (NZ) Limited	Ground Floor, 113-119 The Terrace, Wellington
ipac Asset Management Limited	33 Alfred Street, Sydney NSW 2000