

Company Secretary

AMP Limited ABN: 49 079 354 519

Level 24, 33 Alfred Street Sydney NSW 2000 Australia

GPO Box 4134 Sydney NSW 2001 Australia

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20 June 2011

Company Announcement Officer

ASX Limited

NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER

Dear Sir/Madam,

Pursuant to Section 671B of the Corporations Act, AMP Limited hereby advises of a change in its relevant interest in Adelaide Brighton Limited.

The enclosed ASIC Form 604 discloses all required details.

Yours faithfully,

Brian Salter

General Counsel & Company Secretary, AMP

Form 604 Corporations Act 2001 Section 671B

Notice of Change of interests of Substantial Holder

To: Adelaide Brighton Ltd

ACN/ARSN: 007 596 018

1. Details of substantial holder

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

There was a change in the interests of the substantial holder on 16-Jun-2011
The previous notice was given to the company on 31-Mar-2011
The previous notice was dated 30-Mar-2011

2. Previous and present 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 in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

	Previou	Previous Notice		Notice
Class of securities	Persons' votes	Voting Power	Persons' votes	Voting Power
Ordinary Share	45,392,999	7.15%	38,935,137	6.12%

3. Change in relevant Interests

Particulars of each change in, or change in the nature of, relevant interests of the substantial holder or an associate in voting securities c the company since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

See Annexure 'A'

4. Present 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 are as follows:

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 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: 14,692,668	14,692,668
AMP Capital Investors Limited	Citicorp Nominees Pty Limited		AMP Capital, 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: 644,545	644,545

AMP Capital Investors Limited	Cogent Nominees Pty Limited	AMP Capital, 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: 11,186,846	11,186,846
AMP Capital Investors Limited	Cogent Nominees Pty Limited <smp accounts=""></smp>	AMP Capital, 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: 4,936,166	4,936,166
AMP Capital Investors Limited	HSBC Custody Nominees (Australia) Limited	AMP Capital, 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: 339,729	339,729

AMP Capital Investors Limited	JP Morgan Nominees Australia Limited	AMP Capital, 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		1,829,572
AMP Capital Investors Limited	National Nominees Pty Limited	AMP Capital, 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		960,758
ipac Asset Management Limited	HSBC Custody Nominees (Australia) 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	4,344,853	4,344,853

5. Change in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN (if applicable)	Nature of Association
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6. Addresses

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

Name	Address
AMP Life Limited	Level 24, 33 Alfred Street, Sydney NSW 2000
AMP Capital Investors Limited	Level 24, 33 Alfred Street, Sydney NSW 2000
ipac Asset Management Limited	750 Collins Street, Docklands, Victoria 3008

Security: Adelaide Brighton Ltd

Effective Date: 16-Jun-2011

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of shares affected	Persons' vote affected
30-Mar-2011	National Mutual Funds Management Limited	Share disposal	\$-36,920.04	-11,495	-11,495
30-Mar-2011	National Mutual Funds Management Limited	Share disposal	\$-120,488.76	-37,514	-37,514
30-Mar-2011	National Mutual Funds Management Limited	Share disposal	\$-2,052,548.43	-639,058	-639,058
30-Mar-2011	National Mutual Funds Management Limited	Share disposal	\$-38,487.42	-11,983	-11,983
30-Mar-2011	National Mutual Funds Management Limited	Share disposal	\$-24,589.81	-7,656	-7,656
30-Mar-2011	National Mutual Funds Management Limited	Share disposal	\$-20,716.33	-6,450	-6,450
30-Mar-2011	National Mutual Funds Management Limited	Share disposal	\$-78,706	-24,505	-24,505
13-Apr-2011	ipac Asset Management Limited	Share disposal	-\$224,017.37	-67,257	-67,257
19-Apr-2011	ipac Asset Management Limited	Share disposal	-\$226,803.54	-69,785	-69,785
19-May-2011	ipac Asset Management Limited	Share disposal	-\$45,333.96	-14,617	-14,617
20-May-2011	ipac Asset Management Limited	Share disposal	-\$100,018.72	-32,456	-32,456
14-Jun-2011	ipac Asset Management Limited	Share disposal	-\$57,629.22	-18,827	-18,827
9-Jun-2011	ipac Asset Management Limited	Share disposal	-\$152,329.01	-50,067	-50,067
14-Jun-2011	ipac Asset Management Limited	Share disposal	-\$32,517.55	-10,630	-10,630
1-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$15,588.42	-4,748	-4,748
1-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$21,365.28	-6,540	-6,540
4-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$14,520.55	-4,417	-4,417
6-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$16,659.12	-5,163	-5,163
7-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$15,571.77	-4,847	-4,847
1-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$32,439.94	-9,930	-9,930
4-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$17,328.01	-5,271	-5,271
31-Mar-2011	National Mutual Funds Management Limited	Share disposal	-\$16,187.49	-5,029	-5,029
15-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$182,790.11	-55,704	-55,704
18-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$51,645.96	-15,695	-15,695
7-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$25,781.62	-8,025	-8,025
1-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$58,620.57	-17,944	-17,944
6-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$22,479.97	-6,967	-6,967
1-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$27,102.43	-8,255	-8,255
31-Mar-2011	National Mutual Funds Management Limited	Share disposal	-\$16,187.49	-5,029	-5,029
4-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$23,232.21	-7,067	-7,067
7-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$23,943.97	-7,453	-7,453
31-Mar-2011	National Mutual Funds Management Limited	Share disposal	-\$22,576.86	-7,014	-7,014
6-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$35,170.34	-10,900	-10,900
1-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$89,603.48	-27,428	-27,428
7-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$40,264.29	-12,533	-12,533
1-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$41,643.52	-12,684	-12,684
4-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$35,290.49	-10,735	-10,735
1-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$31,185.46	-9,546	-9,546
15-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$305,263.83	-93,027	-93,027

18-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$86,246.61	-26,210	-26,210
6-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$22,721.97	-7,042	-7,042
7-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$24,245.96	-7,547	-7,547
7-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$753,754.68	-234,620	-234,620
1-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$706,702.04	-215,251	-215,251
1-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$1,505,836.93	-460,943	-460,943
4-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$586,588.13	-178,434	-178,434
5-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$59,290.41	-18,000	-18,000
6-Apr-2011	National Mutual Funds Management Limited	Share disposal	-\$589,822.58	-182,798	-182,798
31-Mar-2011	National Mutual Funds Management Limited	Share disposal	-\$362,707.18	-112,683	-112,683
13-Apr-2011	ipac asset management limited	Share acquisition	\$411,111.13	123,060	123,060
12-Apr-2011	ipac asset management	Share acquisition	\$282,188.40	84,710	84,710
14-Apr-2011	ipac asset management	Share acquisition	\$392,241.95	119,368	119,368
·	ipac asset management	Share acquisition		·	
19-Apr-2011	ipac asset management	·	\$184,484.07	56,636	56,636
20-Apr-2011	limited ipac asset management	Share acquisition	\$173,144.18	52,674	52,674
6-Apr-2011	limited ipac asset management	Share acquisition	\$34,144.51	10,557	10,557
18-May-2011	limited ipac asset management	Share acquisition	\$25,514.93	8,202	8,202
10-May-2011	limited ipac asset management	Share acquisition	\$41,182.45	13,000	13,000
1-Jun-2011	limited ipac asset management	Share acquisition	\$37,354.12	11,522	11,522
9-May-2011	limited ipac asset management	Share acquisition	\$37,307.75	11,966	11,966
9-May-2011	limited ipac asset management	Share acquisition	-\$37,307.75	-11,966	-11,966
9-May-2011	limited	Share acquisition	\$37,307.75	11,966	11,966
12-Apr-2011	AMP Capital Investors Limited	Share acquisition	\$85,344.59	25,584	25,584
18-Apr-2011	AMP Capital Investors Limited	Share acquisition	\$47,474.09	14,400	14,400
19-Apr-2011	AMP Capital Investors Limited	Share disposal	\$-301,682	-93,400	-93,400
27-Apr-2011	AMP Capital Investors Limited	Share acquisition	\$32,124.06	10,087	10,087
27-Apr-2011	AMP Capital Investors Limited	Share acquisition	\$20,609.31	6,472	6,472
27-Apr-2011	AMP Capital Investors Limited	Share acquisition	\$137,578	43,204	43,204
28-Apr-2011	AMP Capital Investors Limited	Share acquisition	\$47,437.74	14,801	14,801
28-Apr-2011	AMP Capital Investors Limited	Share acquisition	\$30,432.15	9,497	9,497
28-Apr-2011	AMP Capital Investors Limited	Share acquisition	\$203,152.29	63,398	63,398
28-Apr-2011	AMP Capital Investors Limited	Share acquisition	\$63,936.35	20,000	20,000
29-Apr-2011	AMP Capital Investors Limited	Share acquisition	\$46,793.95	14,801	14,801
29-Apr-2011	AMP Capital Investors Limited	Share acquisition	\$30,022.31	9,498	9,498
29-Apr-2011	AMP Capital Investors Limited	Share acquisition	\$200,395.33	63,398	63,398
29-Apr-2011	AMP Capital Investors Limited	Share disposal	\$-44,338.08	-14,125	-14,125
29-Apr-2011	AMP Capital Investors Limited	Share disposal	\$-181,792.21	-57,885	-57,885
02-May-2011	AMP Capital Investors Limited	Share acquisition	\$16,794.61	5,333	5,333
02-May-2011	AMP Capital Investors Limited	Share acquisition	\$112,111.02	35,600	35,600
02-May-2011	AMP Capital Investors Limited	Share acquisition	\$26,178.1	8,311	8,311
05-May-2011	AMP Capital Investors	Share disposal	\$-32,131.89	-10,250	-10,250
06-May-2011	AMP Capital Investors	Share disposal	\$-325,731.54	-105,303	-105,303
06-May-2011	Limited AMP Capital Investors	Share disposal	\$-46,927.5	-15,000	-15,000

06-May-2011	AMP Capital Investors Limited	Share disposal	\$-15,552.43	-5,000	-5,000
06-May-2011	AMP Capital Investors Limited	Share acquisition	\$21,114.32	6,838	6,838
09-May-2011	AMP Capital Investors Limited	Share acquisition	\$92,717.14	30,027	30,027
09-May-2011	AMP Capital Investors Limited	Share disposal	\$-40,820	-13,000	-13,000
10-May-2011	AMP Capital Investors Limited	Share acquisition	\$180,120	57,000	57,000
10-May-2011	AMP Capital Investors Limited	Share disposal	\$-180,120	-57,000	-57,000
12-May-2011	AMP Capital Investors Limited	Share acquisition	\$994,660.55	315,633	315,633
13-May-2011	AMP Capital Investors Limited	Share acquisition	\$32,533.63	10,358	10,358
13-May-2011	AMP Capital Investors Limited	Share acquisition	\$100,532.34	32,558	32,558
16-May-2011	AMP Capital Investors Limited	Share acquisition	\$46,291.12	15,000	15,000
16-May-2011	AMP Capital Investors Limited	Share acquisition	\$156,065.91	50,579	50,579
16-May-2011	AMP Capital Investors Limited	Share disposal	\$-170,874.42	-55,538	-55,538
16-May-2011	AMP Capital Investors Limited	Share disposal	\$-32,277.79	-10,491	-10,491
18-May-2011	AMP Capital Investors Limited	Share disposal	\$-290,384.5	-93,655	-93,655
18-May-2011	AMP Capital Investors Limited	Share disposal	\$-52,560.08	-17,011	-17,011
18-May-2011	AMP Capital Investors Limited	Share disposal	\$-278,258.51	-90,058	-90,058
18-May-2011	AMP Capital Investors Limited	Share disposal	\$-34,647.67	-11,153	-11,153
18-May-2011	AMP Capital Investors Limited	Share disposal	\$-183,418.64	-59,042	-59,042
18-May-2011	AMP Capital Investors Limited	Share acquisition	\$404,577.9	130,509	130,509
20-May-2011	AMP Capital Investors Limited	Share disposal	\$-250,765.24	-81,209	-81,209
20-May-2011	AMP Capital Investors Limited	Share disposal	\$-47,368.38	-15,340	-15,340
20-May-2011	AMP Capital Investors Limited	Share disposal	\$-153,970.27	-50,000	-50,000
20-May-2011	AMP Capital Investors Limited	Share disposal	\$-388,526.89	-126,456	-126,456
20-May-2011	AMP Capital Investors Limited	Share disposal	\$-450,747.58	-146,243	-146,243
23-May-2011	AMP Capital Investors Limited	Share disposal	\$-189,161.57	-61,684	-61,684
23-May-2011	AMP Capital Investors Limited	Share disposal	\$-35,732.28	-11,652	-11,652
24-May-2011	AMP Capital Investors Limited	Share disposal	\$-189,554.12	-60,132	-60,132
24-May-2011	AMP Capital Investors Limited	Share acquisition	\$189,554.12	60,132	60,132
24-May-2011	AMP Capital Investors Limited	Share disposal	\$-1,017,748.5	-322,859	-322,859
24-May-2011	AMP Capital Investors Limited	Share acquisition	\$1,017,748.5	322,859	322,859
24-May-2011	AMP Capital Investors Limited	Share disposal	\$-28,032	-9,141	-9,141
24-May-2011	AMP Capital Investors Limited	Share disposal	\$-148,400.02	-48,392	-48,392
25-May-2011	AMP Capital Investors Limited	Share disposal	\$-151,589.98	-49,429	-49,429
25-May-2011	AMP Capital Investors Limited	Share disposal	\$-28,634.93	-9,337	-9,337
25-May-2011	AMP Capital Investors Limited	Share disposal	\$-274,797.02	-89,609	-89,609
25-May-2011	AMP Capital Investors Limited	Share disposal	\$-1,454,744.61	-474,380	-474,380
25-May-2011	AMP Capital Investors Limited	Share acquisition	\$38,239.85	12,402	12,402
25-May-2011	AMP Capital Investors Limited	Share acquisition	\$236,708.56	77,149	77,149
26-May-2011	AMP Capital Investors Limited	Share disposal	\$-30,905.97	-10,000	-10,000
26-May-2011	AMP Capital Investors Limited	Share acquisition	\$62,758.91	20,250	20,250
27-May-2011	AMP Capital Investors Limited	Share acquisition	\$75,729.38	24,329	24,329
27-May-2011	AMP Capital Investors Limited	Share disposal	\$-472,812.27	-152,587	-152,587
30-May-2011	AMP Capital Investors Limited	Share acquisition	\$19,928.71	6,350	6,350

31-May-2011	AMP Capital Investors Limited	Share acquisition	\$47,406.39	14,800	14,800
01-Jun-2011	AMP Capital Investors Limited	Share acquisition	\$5,433.89	1,704	1,704
01-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-460,117.1	-143,296	-143,296
02-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-69,735.96	-22,117	-22,117
02-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-26,424.33	-8,500	-8,500
02-Jun-2011	AMP Capital Investors Limited	Share acquisition	\$89,041.89	28,413	28,413
03-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-47,973.23	-15,387	-15,387
06-Jun-2011	AMP Capital Investors Limited	Share acquisition	\$90,417.62	29,389	29,389
06-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-214,205.81	-69,781	-69,781
06-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-167,417.18	-54,588	-54,588
06-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-45,165.01	-14,692	-14,692
07-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-60,939	-20,000	-20,000
07-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-19,241.39	-6,307	-6,307
08-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-53,891.5	-17,678	-17,678
08-Jun-2011	AMP Capital Investors Limited	Share acquisition	\$83,647.45	27,354	27,354
08-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-12,193.37	-4,000	-4,000
08-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-200,525.98	-65,698	-65,698
09-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-11,771.32	-3,847	-3,847
10-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-357.26	-117	-117
10-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-4,629.23	-1,516	-1,516
10-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-5,633.69	-1,845	-1,845
10-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-7,245.94	-2,373	-2,373
10-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-11,597.16	-3,798	-3,798
10-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-3,001.58	-983	-983
10-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-3,029.06	-992	-992
15-Jun-2011	AMP Capital Investors Limited	Share acquisition	\$80,579.72	26,407	26,407
16-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-4,472.62	-1,468	-1,468
16-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-57,912.23	-19,006	-19,006
16-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-70,483.39	-23,134	-23,134
16-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-90,613.24	-29,741	-29,741
16-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-145,055.52	-47,610	-47,610
16-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-37,545.03	-12,323	-12,323
16-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-37,883.23	-12,434	-12,434
16-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-62,561.86	-20,534	-20,534
16-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-386,688.91	-126,906	-126,906
16-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-53,455.14	-17,545	-17,545
16-Jun-2011	AMP Capital Investors Limited	Share disposal	\$-71,132.35	-23,347	-23,347
01-Apr-2011	AMP Life Limited	Share disposal	\$-26,885.26	-8,205	-8,205
14-Apr-2011	AMP Life Limited	Share disposal	\$-34,794.35	-10,600	-10,600
27-Apr-2011	AMP Life Limited	Share acquisition	\$26,700.52	8,384	8,384
28-Apr-2011	AMP Life Limited	Share acquisition	\$39,434.76	12,304	12,304
29-Apr-2011	AMP Life Limited	Share acquisition	\$38,896.42	12,303	12,303
02-May-2011	AMP Life Limited	Share acquisition	\$21,762.07	6,909	6,909

16-May-2011	AMP Life Limited	Share disposal	\$-392,173.08	-127,465	-127,465
16-May-2011	AMP Life Limited	Share disposal	\$-27,653.49	-8,988	-8,988
18-May-2011	AMP Life Limited	Share disposal	\$-638,624.55	-206,690	-206,690
18-May-2011	AMP Life Limited	Share disposal	\$-45,030.31	-14,574	-14,574
18-May-2011	AMP Life Limited	Share disposal	\$-420,960.1	-135,506	-135,506
18-May-2011	AMP Life Limited	Share disposal	\$-29,683.36	-9,555	-9,555
20-May-2011	AMP Life Limited	Share disposal	\$-575,522.72	-186,380	-186,380
20-May-2011	AMP Life Limited	Share disposal	\$-40,581.18	-13,142	-13,142
23-May-2011	AMP Life Limited	Share disposal	\$-434,138.75	-141,569	-141,569
23-May-2011	AMP Life Limited	Share disposal	\$-30,614.1	-9,983	-9,983
24-May-2011	AMP Life Limited	Share disposal	\$-340,588.35	-111,063	-111,063
24-May-2011	AMP Life Limited	Share disposal	\$-24,014.72	-7,831	-7,831
24-May-2011	AMP Life Limited	Share disposal	\$-309,359.49	-101,591	-101,591
25-May-2011	AMP Life Limited	Share disposal	\$-347,909.57	-113,443	-113,443
25-May-2011	AMP Life Limited	Share disposal	\$-24,531.52	-7,999	-7,999
25-May-2011	AMP Life Limited	Share disposal	\$-3,338,767.4	-1,088,744	-1,088,744
25-May-2011	AMP Life Limited	Share disposal	\$-235,430.78	-76,772	-76,772
30-May-2011	AMP Life Limited	Share disposal	\$-126,344.87	-40,000	-40,000
10-Jun-2011	AMP Life Limited	Share disposal	\$-19,340.82	-6,334	-6,334
10-Jun-2011	AMP Life Limited	Share disposal	\$-5,590.95	-1,831	-1,831
10-Jun-2011	AMP Life Limited	Share disposal	\$-6,036.75	-1,977	-1,977
10-Jun-2011	AMP Life Limited	Share disposal	\$-2,882.5	-944	-944
10-Jun-2011	AMP Life Limited	Share disposal	\$-6,577.22	-2,154	-2,154
16-Jun-2011	AMP Life Limited	Share disposal	\$-241,887.17	-79,392	-79,392
16-Jun-2011	AMP Life Limited	Share disposal	\$-69,913.66	-22,947	-22,947
16-Jun-2011	AMP Life Limited	Share disposal	\$-75,492.24	-24,778	-24,778
16-Jun-2011	AMP Life Limited	Share disposal	\$-36,052.13	-11,833	-11,833
16-Jun-2011	AMP Life Limited	Share disposal	\$-82,268.2	-27,002	-27,002

Company Comp	Name of Columnation (as at 51 march 2011)		
250 George Street Investment A Py List	Name	Country	121654108
250 George Street Processment 8 Psy 145	• ,		
35 Ocean Peys Pry Limited	,		
Autoritation Auto	35 Ocean Keys Pty Limited	Australia	122848917
Apper Part	Abbey Capital Real Estate Pty Limited	Australia	63958341
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AMP GBS Limited Australia 87651947 AMP GDPF Pty Limited Australia 120525019 AMP GI Distribution Pty Limited Australia 98080810	AMP Davidson Road Pty Limited AMP Finance Limited AMP Finance Services Limited AMP Financial Investment Group Holdings Limited AMP Financial Planning Pty Limited AMP Financial Services Holdings Limited	Australia Australia Australia Australia Australia	80339466 81596036 51208327 76716704
AMP GDPF Pty Limited Australia 120525019 AMP GI Distribution Pty Limited Australia 98080810	AMP Davidson Road Pty Limited AMP Finance Limited AMP Finance Services Limited AMP Financial Investment Group Holdings Limited AMP Financial Planning Pty Limited AMP Financial Services Holdings Limited AMP Foundation Income Beneficiary Pty Limited	Australia Australia Australia Australia Australia Australia Australia	80339466 81596036 51208327 76716704 80375766
·	AMP Davidson Road Pty Limited AMP Finance Limited AMP Finance Services Limited AMP Financial Investment Group Holdings Limited AMP Financial Planning Pty Limited AMP Financial Services Holdings Limited AMP Foundation Income Beneficiary Pty Limited AMP Foundation Limited	Australia Australia Australia Australia Australia Australia Australia Australia Australia	80339466 81596036 51208327 76716704 80375766 76716697
AMP Global Property Investments Pty Ltd Australia 3218415	AMP Davidson Road Pty Limited AMP Finance Limited AMP Finance Services Limited AMP Financial Investment Group Holdings Limited AMP Financial Planning Pty Limited AMP Financial Services Holdings Limited AMP Foundation Income Beneficiary Pty Limited AMP Foundation Limited AMP GBS Limited	Australia	80339466 81596036 51208327 76716704 80375766 76716697 87651947
	AMP Davidson Road Pty Limited AMP Finance Limited AMP Finance Services Limited AMP Financial Investment Group Holdings Limited AMP Financial Planning Pty Limited AMP Financial Services Holdings Limited AMP Foundation Income Beneficiary Pty Limited AMP Foundation Limited AMP GBS Limited AMP GDPF Pty Limited	Australia	80339466 81596036 51208327 76716704 80375766 76716697 87651947 120525019

Name	Country	Company No.
AMP Group Finance Services Limited	Australia	84247914
AMP Group Holdings Limited	Australia	79804676
AMP Group Services Limited AMP Holdings Limited	Australia Australia	80339457 79958062
AMP Insurance Investment Holdings Pty Limited	Australia	82562892
AMP Investment Management (NZ) Limited	New Zealand	WN339052
AMP Investment Services No. 2 Pty Limited	Australia	84332187
AMP Investment Services Pty Limited	Australia	63986989
AMP Investments Chile Limitada	Chile	78.816.400
AMP Lending Services Limited AMP Life (NZ) Investments Holdings Limited	Australia	113 408 941
AMP Life (NZ) Investments Floralings Limited AMP Life (NZ) Investments Limited	New Zealand New Zealand	2195429 2195430
AMP Life Limited	Australia	79300379
AMP Limited	Australia	79354519
AMP Macquarie Holding Pty Limited	Australia	103734836
AMP Macquarie Pty Limited	Australia	103734854
AMP NZ Carpark Limited	New Zealand	1806834
AMP Pacific Fair Pty Limited AMP Personal Investment Services Limited	Australia Australia	103734890 8630546
AMP Planner Register Company Pty Limited	Australia	129899896
AMP Private Capital Funds Holdings Limited	New Zealand	WN/1002011
AMP Private Capital New Zealand Limited	New Zealand	WN/981063
AMP Private Capital No. 2 Pty Limited	Australia	94036914
AMP Private Capital Pty Limited	Australia	88794692
AMP Private Investments Pty Limited	Australia	62239089
Amp Private Wealth Management Pty Ltd	Australia	139353496
AMP Property Investments (Qld) Pty. Ltd. AMP Remuneration Reward Plans Nominees Pty Limited	Australia Australia	10806014 4014635
AMP Riverside Plaza Pty Limited	Australia	107968187
AMP Royal Randwick Pty Limited	Australia	110549249
AMP Services (NZ) Limited	New Zealand	339042
AMP Services Holdings Limited	Australia	81102552
AMP Services Limited	Australia	81143786
AMP SMSF Holding Co. Pty Ltd	Australia	147879230
AMP Superannuation (NZ) Limited AMP Superannuation Limited	New Zealand	30274 8414104
AMP Warringah Mall Pty Limited	Australia Australia	108254100
AMP/ERGO Mortgage and Savings Limited	New Zealand	662366
Arrive Wealth Management Limited	Australia	64490446
Arrow Systems Pty Limited	Australia	77001211
Arthur Ellis & Co Limited	New Zealand	WN/143113
Auburn Mega Mall Pty Limited	Australia	111075828
Australian Mutual Provident Society Pty Limited	Australia	81589639
Australian Securities Administration Limited AWOF New Zealand Office Pty Limited	Australia Australia	2905197 122875790
CBD Financial Planning Pty Limited	Australia	002 515 442
Collins Place No. 2 Pty Ltd	Australia	90537643
Collins Place Pty Limited	Australia	84238497
Donaghys Australia Pty Limited	Australia	8580738
Donaghys Industries Limited	New Zealand	WN/383438
Donaghys International Limited Donaghys Limited	New Zealand New Zealand	WN/322882 WN/142919
Donaghys Pty Limited	Australia	4056508
Glendenning Pty Limited	Australia	126113264
Hillross Alliances Limited	Australia	96538288
Hillross Financial Services Limited	Australia	3323055
Hillross Innisfail Pty Limited	Australia	1004443
Hillross Wealth Management Centre Canberra Pty Ltd	Australia	139867888
Hillross Wealth Management Centre Melbourne Pty Ltd Honeysuckle 231 Pty Limited	Australia Australia	137912666 114 118 026
Hospital Car Parking Holdings Limited	New Zealand	1511062
Hospital Car Parking Limited	New Zealand	1511064
INSSA Pty Limited	Australia	63061192
Inversiones Mineras Los Andes Limitada	Chile	N/A
Kent Street Pty Limited	Australia	6794654
Kiwi Kat Limited	New Zealand	TBA
Knox City Shopping Centre Investments (No. 2) Pty Limited Marrickville Metro Shopping Centre Pty Limited	Australia Australia	63958378 111075837
Mowla Pty. Ltd.	Australia	5133835
Omega (Australia) Pty Limited	Australia	82747331
	Australia	123249847

Name	Country	Company No.
PremierOne Mortgage Advice Pty Limited	Australia	102861316
Principal Healthcare Finance No.2 Pty Limited	Australia	90007926
Principal Healthcare Finance Pty Limited	Australia	69875476
Principal Healthcare Holding Pty Limited Priority One Agency Services Pty Ltd	Australia Australia	107 257 054 74621131
Priority One Financial Services Limited	Australia	69778883
Quay Mining (No. 2) Limited	Bermuda	EC25965
Quay Mining Pty Limited	Australia	2325895
Roost 2007 Limited	New Zealand	1935632
Scrabster Bay Pty Limited	Australia	65165522
SPP No. 1 (Rosebery) Pty Limited SPP No. 1 Holdings Pty Limited	Australia Australia	104141906 104141791
SPP No. 3A Investments Pty Limited	Australia	131530115
SPP No.1 (Alexandra Canal) Pty Limited	Australia	111 825 873
SPP No.1 (Cowes) Pty Limited	Australia	118155141
SPP No.1 (H) Pty Limited	Australia	111 825 917
SPP No.1 (Hawthorn) Pty Limited	Australia	117488454
SPP No.1 (Mona Vale) Pty Limited SPP No.1 (Mornington) Pty Limited	Australia Australia	104743384 118 456 698
SPP No.1 (Mt Waverley Financing) Pty Limited	Australia	115640456
SPP No.1 (Mt Waverley) Pty Limited	Australia	115640438
SPP No.1 (Newcastle) Pty Limited	Australia	113498865
SPP No.1 (North Melbourne) Pty Limited	Australia	106187740
SPP No.1 (Pakenham) Pty Limited	Australia	106187768
SPP No.1 (Point Cook) Pty Limited SPP No.1 (Port Melbourne) Pty Limited	Australia Australia	106187713 112322595
SPP No.1 (Q Stores) Pty Limited	Australia	111825793
Sugarland Shopping Centre Pty Limited	Australia	116429620
Sunshine West Development Pty Limited	Australia	110718119
Sunshine West Income Pty Limited	Australia	110718708
The India Infrastructure Fund LLC	Mauritius	23449/5327
TOA Pty Ltd Waterfront Place (No. 2) Pty. Ltd.	Australia	1811972 10728042
Waterfront Place (No. 3) Pty. Ltd.	Australia Australia	10728042
ACN 100 509 993 PTY LTD	Australia	100 509 993
ACCOUNTANTS RESOURCING (AUSTRALIA) PTY LTD	Australia	143 732 610
ADVISER RESOURCING PTY LTD	Australia	143 733 493
AR GROUP PTY LIMITED ASSOCIATED PLANNERS FINANCIAL SERVICES PTY LIMITED	Australia Australia	140 258 911 097 451 495
ASSOCIATED PLANNERS STRATEGIC FINANCE PTY LTD	Australia	003 688 060
AXA APH GESP DEFERRED (AUSTRALIA) PTY LIMITED	Australia	078 032 416
AXA APH GESP EXEMPT (AUSTRALIA) PTY LIMITED	Australia	078 032 381
AXA APH EXECUTIVE PLAN (AUSTRALIA) PTY LIMITED AXA ASIA PACIFIC FINANCE LIMITED	Australia Australia	078 032 363 006 363 837
AXA ASIA PACIFIC HOLDINGS LIMITED	Australia	069 123 011
AXA AUSTRALIA STAFF SUPERANNUATION PTY. LTD.	Australia	065 632 206
AXA FINANCIAL PLANNING LIMITED	Australia	005 799 977
AXA FUNDS MANAGEMENT LIMITED AXA NEW ZEALAND FINANCE LTD	Australia Australia	133 185 994 098 666 561
BMRI FINANCIAL SERVICES PTY LTD	Australia	080 971 295
CARTER BAX PTY LTD	Australia	096 666 410
CHARTER FINANCIAL PLANNING LIMITED	Australia	002 976 294
CLIENTCARE FINANCIAL PLANNING PTY LTD DIDUS PTY. LTD.	Australia Australia	007 112 174 006 874 595
ENEMELAY INVESTMENTS PTY LIMITED	Australia Australia	000 403 323
FOUNDATION WEALTH ADVISERS PTY LIMITED	Australia	134 620 349
GARRISONS (ROSNY) PTY LIMITED	Australia	085 654 860
QUADRANT SECURITIES PTY LTD (formerly called GARRISONS PTY LTD) GENESYS GROUP HOLDINGS PTY LIMITED	Australia Australia	009 556 370 123 318 641
GENESYS GROUP LIMITED	Australia Australia	003 357 024
GENESYS HOLDINGS LIMITED	Australia	144 956 006
GENESYS WEALTH ADVISERS (WA) PTY LTD	Australia	104 441 947
GENESYS WEALTH ADVISERS LIMITED HINDMARSH SQUARE FINANCIAL SERVICES PTY LTD	Australia Australia	060 778 216 080 732 896
HINDMARSH SQUARE WEALTH ADVISERS PTY LTD	Australia	125 357 226
IPAC ASSET MANAGEMENT LIMITED	Australia	003 257 225
IPAC FINANCIAL CARE PTY LTD	Australia	140 733 491
IPAC GROUP SERVICES PTY LTD IPAC PORTFOLIO MANAGEMENT LIMITED	Australia	074 631 235 071 315 618
IPAC SECURITIES LIMITED	Australia Australia	071 315 618
IPAC TAXATION SERVICES PTY LIMITED	Australia	113 983 529
LIDOMAIN PTY. LIMITED	Australia	009 096 780
LIFEFX PTY LTD	Australia	057 897 131

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Name MONERE FINANCIAL PLANNING LIMITED	Country	O74 225 353
MONITOR MONEY CORPORATION PTY. LTD.	Australia	074 223 333
MULTIPORT PTY LIMITED	Australia Australia	097 695 988
N M RURAL ENTERPRISES PTY LIMITED	Australia	001 913 113
N.M. SUPERANNUATION PROPRIETARY LIMITED	Australia	008 428 322
NATIONAL MUTUAL FUNDS MANAGEMENT (GLOBAL) LIMITED	Australia	057 398 393
NATIONAL MUTUAL FUNDS MANAGEMENT LTD.	Australia	006 787 720
NATIONAL MUTUAL INTERNATIONAL PTY. LIMITED	Australia	004 484 351
NATIONAL MUTUAL LIFE NOMINEES LIMITED	Australia	004 387 133
NM COMPUTER SERVICES PTY. LIMITED	Australia	001 239 667
NMMT LIMITED	Australia	058 835 573
NORTHSTAR LENDING PTY LTD	Australia	057 707 687
PAJODA INVESTMENTS PTY. LTD.	Australia	127 407 238
PARKSIDE INVESTORPLUS SOLUTIONS PTY LIMITED	Australia	003 884 651
PPS LIFESTYLE SOLUTIONS PTY LTD	Australia	051 228 641
PRIVATE WEALTH MANAGERS PTY LTD	Australia	002 705 642
SG (AUST) HOLDINGS PTY LTD	Australia	099 025 537
SILVERTON SECURITIES PROPRIETARY LIMITED	Australia	004 337 624
SOLAR RISK PTY LIMITED	Australia	092 265 373
STEPHENSON & WATT PROPRIETARY LIMITED	Australia	004 264 742
STERREY FINANCIAL PLANNING PTY LTD	Australia	091 308 539
STRATEGIC PLANNING PARTNERS PTY LIMITED	Australia	057 800 405
STRATEGIC WEALTH SOLUTIONS PTY LIMITED SYNERGY CAPITAL MANAGEMENT LTD	Australia	108 131 871 062 264 108
TFS FINANCIAL PLANNING PTY LTD	Australia	088 309 308
THE NATIONAL MUTUAL LIFE ASSOCIATION OF AUSTRALASIA	Australia Australia	004 020 437
TM FALLBACK OPTIONS PTY LTD	Australia	100 925 522
TM SECURITIES PTY LTD	Australia	099 131 754
TYNAN MACKENZIE HOLDINGS PTY LTD	Australia	076 640 376
TYNAN MACKENZIE PTY LTD	Australia	066 074 744
WALKER LAWRENCE & ASSOCIATES PTY LTD	Australia	010 861 257
WILSANIK PTY LTD	Australia	111 806 252
JOHN COOMBES AND COMPANY PTY LTD	Australia	072 534 868
FIRST QUEST CAPITAL PTY LTD	Australia	085 338 183
SUWARRAOW PTY LIMITED	Australia	063 498 662
FINANCIAL COMPOSURE PTY LTD	Australia	100 225 643
LINDWALL GROUP PTY LTD	Australia	110 998 699
RESOURCING SERVICES SDN BHD (registered in Malaysia)	Maylasia	Not Australian
AXA HONG KONG FINANCE LIMITED	Hong Kong	Not Australian
ADVICEFIRST LIMITED (FORMERLY KNOWN AS CHARTER FINANCIAL SOLUTIONS)	New Zealand	2104026
ASSURE FUNDS MANAGEMENT LIMITED ASSURE NEW ZEALAND LIMITED	New Zealand	354245
ASSURE NOMINEES LIMITED	New Zealand	1046436 20027
AXA GLOBAL INVESTORS LIMITED	New Zealand New Zealand	821674
AXA NEW ZEALAND HJV LIMITED	New Zealand	871365
AXA NEW ZEALAND LIMITED (FORMALY KNOWN AS SG PORTFOLIO MANAGEMENT GROUP LIMITED)	New Zealand	841648
AXA NEW ZEALAND NOMINEES LIMITED	New Zealand	9397
CLIENT PORTFOLIO ADMINISTRATION LIMITED	New Zealand	1084209
CLIENT RESERVE LIMITED	New Zealand	916483
GWM SPICERS LIMITED (FORMERLY KNOWN AS GOULD WEALTH MANAGEMENT LIMITED)	New Zealand	2132668
MORTGAGE BACKED BONDS LIMITED	New Zealand	1533595
NATIONAL MUTUAL ASSETS MANAGEMENT (NEW ZEALAND) LIMITED	New Zealand	507893
NATIONAL MUTUAL CORPORATE SUPERANNUATION SERVICES LIMITED	New Zealand	30575
NATIONAL MUTUAL CPS MANAGEMENT LIMITED	New Zealand	336794
NATIONAL MUTUAL FUNDS MANAGEMENT NZ LIMITED	New Zealand	366886
NATIONAL MUTUAL LEASING NZ LIMITED	New Zealand	19864
NATIONAL MUTUAL SUPERANNUATION MASTER TRUSTEE LIMITED	New Zealand	520178
QUANTUM FINANCIAL SOLUTIONS LIMITED	New Zealand	852572
S.G. HOLDINGS LIMITED	New Zealand	1169035
SPICERS PORTFOLIO MANAGEMENT LIMITED	New Zealand	364398
STERLING PORTFOLIO MANAGEMENT LIMITED	New Zealand	585648