

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity:	AMP LIMITED
ABN:	49 079 354 519

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Francesco Alexander DE FERRARI
Date of last notice	15 August 2019

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Beneficial interest in shares held by CPU Share Plans Pty Limited as the trustee of the AMP Employee Share Trust.
Date of change	20 August 2019
No. of securities held prior to change	• 2,040,816 share rights • 2,040,816 restricted shares • 8,000,000 options • 1,656,976 performance rights
Class	See above
Number acquired	1,224,488 restricted shares transferred from CPU Share Plans Pty Limited as the trustee of the AMP Employee Share Trust (which the Director had a beneficial interest in) to the Director (so the Director now holds those shares directly)

+ See chapter 19 for defined terms.

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Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Acquired without a cash payment by the Director as part of his remuneration.
No. of securities held after change	2,040,816 share rights 816,328 restricted shares 8,000,000 options 1,656,976 performance rights 1,224,488 shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Release of restricted shares from trust arrangements as a component of the amended Buyout Incentive Award granted to the Director, as announced to ASX on 8 August 2019. The restricted shares were purchased on market by CPU Share Plans Pty Limited as the trustee of the AMP Employee Share Trust.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
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If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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