Form 603

Corporations Act 2001 Section 671B

Notice of initial substantial holder

To: Company Name/Scheme AMP Ltd

AMP Building, 33 Alfred Street, Sydney NSW 2000

ACN/ARSN: ACN 079 354 519

1. Details of substantial holder (1)

Name Lazard Asset Management Pacific Co

ACN/ARSN (if applicable) ACN 064 523 619

The holder became a substantial 8 July 2021

holder on:

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 (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary	167,305,962	167,305,962	5.12%

3. Details of relevant interests

The nature of the 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:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Lazard Asset Management Pacific Co and its associates listed in Annexure A	Relevant interest under section 608(1) of the Corporations Act	Ordinary

4. Details of present registered holders

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

Holder of relevant	Registered holder of	Person entitled to be	Class and number		
Interest	Securities	registered as holder (8)	of securities		
SEE ANNEXURE B					

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:

Holder of relevant Interest	Date of acquisition	Consideration (9)	Class and number of securities
	SEE A	ANNEXURE C	

6. Associates

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

Name and ACN/ARSN (if applicable)	Nature of association
See Annexure A for list of Associates	In respect of each Associate: Related Body Corporate of Lazard Asset Management Pacific Co

7. Addresses

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

Name	Address
Lazard Asset Management Pacific Co and its associates listed in Annexure A	Level 39, Gateway 1 Macquarie Place SYDNEY NSW 2000

Signature

Print name	Apnavi Saddington	Capacity: Company Secretary	
Sign here	Doddings.	date	12 July 2021

Annexure 'A'

This is Annexure A of 1 page referred to in Form 603 Notice of initial substantial holder signed by me and dated 12 July 2021.

Apnavi Saddington Company Secretary

A Soddings

12 July 2021 Dated

Associates of Lazard Asset Management Pacific Co. ACN 064 523 619

Lazard Ltd

Lazard Group LLC

Lazard Frères & Co LLC

Lazard Asset Management LLC

Lazard Brothers & Co., Ltd.

Lazard Asset Management (Canada), Inc.

Lazard Pension Management, Inc

Lazard Asset Management Limited, London

Lazard Japan Asset Management KK

Deutsche Lazard Asset Management Holding GmbH

Lazard Asset Management (Deutschland) GmbH

Lazard Funds Marketing GmbH, Frankfurt

Lazard Alternatives LLC

Lazard Investment Funds Limited, Dublin

Lazard Fund Managers (Ireland) Limited

Lazard Fund Managers Limited, London

Lazard Debt Recovery Management LLC

LAMP Administration Pty Ltd

Lazard Pty Ltd

Lazard Asset Management (Hong Kong) Limited

Lazard Korea Asset Management Co. Ltd

Lazard Asset Management Securities LLC

Lazard Asset Management (Singapore) Pte Ltd

Lazard Asset Management Schweiz AG

Lazard Gulf Limited

Annexure 'B'

This is Annexure B of 2 pages referred to in Form 603, Notice of initial substantial holder, signed by me and dated 12 July 2021.

Aladarja Apnavi Saddington Company Secretary

12 July 2021 Dated

Lazard Asset Management Pacific Co ACN: 064 523 619

Form 603 Annexure B - Present Relevant Interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	The Bank of New York Mellon	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 92,671,187	Ordinary – 92,671,187
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Citibank	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 15,179,559	Ordinary – 15,179,559
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 16,450,490	Ordinary – 16,450,490
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	BNP Paribas Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 1,272,724	Ordinary – 1,272,724
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	BNP Paribas Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 7,546,024	Ordinary – 7,546,024
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 3,416,548	Ordinary – 3,416,548
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 6,116,195	Ordinary – 6,116,195
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 272,729	Ordinary – 272,729
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	BNP Paribas	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 17,634,739	Ordinary – 17,634,739
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JP Morgan Chase Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 7,251,485	Ordinary – 7,251,485
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Morgan Stanley Prime Broker	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 292,331	Ordinary – 292,331
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Morgan Stanley Prime Broker	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 213,387	Ordinary – 213,387

Annexure 'C'

This is Annexure C of 2 pages referred to in Form 603, Notice of initial substantial holder, signed by me and dated 12 July 2021.

ASoddings Apnavi Saddington Company Secretary

12 July 2021 Dated

Lazard Asset Management Pacific Co ACN: 064 523 619

Form 603 Annexure C - Consideration

Holder of Relevant Interest	Date of Acquisition	Consideration	AUD	Class and number of securities (Ordinary Securities)
Lazard Asset Management Pacific Co and its associates listed in Annexure A	09/03/2021	\$	4,193,648.50	2,845,574
Lazard Asset Management Pacific Co and its associates listed in Annexure A	18/03/2021	\$	1,155,657.94	812,359
Lazard Asset Management Pacific Co and its associates listed in Annexure A	23/03/2021	\$	1,014,786.71	723,617
Lazard Asset Management Pacific Co and its associates listed in Annexure A	31/03/2021	\$	1,380,337.92	1,085,873
Lazard Asset Management Pacific Co and its associates listed in Annexure A	01/04/2021	\$	13,349,872.57	10,144,362
Lazard Asset Management Pacific Co and its associates listed in Annexure A	15/04/2021	\$	2,377,849.11	1,942,363
Lazard Asset Management Pacific Co and its associates listed in Annexure A	16/04/2021	\$	2,197,789.79	1,823,709
Lazard Asset Management Pacific Co and its associates listed in Annexure A	22/04/2021	\$	326,414.83	288,584
Lazard Asset Management Pacific Co and its associates listed in Annexure A	07/05/2021	\$	801,624.16	740,029
Lazard Asset Management Pacific Co and its associates listed in Annexure A	08/07/2021	Nil. Percentage ho due to cancellation on-market b	pursuant to an	N/A