



Issued: 27 August 2020 11:28 AM

JUDGMENT/ORDER

COURT DETAILS

Court	Supreme Court of NSW
Division	Equity
List	Commercial
Registry	Supreme Court Sydney
Case number	2018/00310118

TITLE OF PROCEEDINGS

First Plaintiff	Komlotex Pty Ltd
Second Plaintiff	Fernbrook (Aust) Investments Pty Ltd
First Defendant	AMP LIMITED ABN 49079354519

DATE OF JUDGMENT/ORDER

Date made or given	26 August 2020
Date entered	27 August 2020

TERMS OF JUDGMENT/ORDER

This matter is listed for Directions on 3 May 2021 9:30 AM before the Supreme Court - Civil at Supreme Court Sydney.

Estimated duration: 10 Minutes

The following hearing dates are vacated:

03 Mar 2021 09:30 AM

Reason: By Consent

ORDERS:

Her Honour, Ward CJ in Eq, makes the following orders:

1. Make orders sought in the Short Minutes of Order provided to the court other than the proposed additional orders 20 and 21.

Short Minutes of Order:

Expert Evidence and Opt Out Date

1. On or before 18 December 2020, the Plaintiffs serve any material on quantum and materiality upon which they intend to rely at mediation on a without prejudice basis.

2. On or before 9 March 2021, the Defendant serve any material on quantum and materiality upon which it intends to rely at mediation on a without prejudice basis.

3. Nothing in orders 1 and 2 prevents either party from filing and serving supplementary evidence on quantum and materiality at a later stage in the proceedings, by a date to be ordered.

4. Pursuant to section 162 of the Civil Procedure Act 2005 (NSW) (the Act), 4.00pm (AEDT) on 23 November 2020 (the Class Deadline) be fixed as the date before which a Group Member (as

defined in the Amended Commercial List Statement filed on 5 August 2019) may opt out of the proceeding.

Opt Out Notice

5. Pursuant to section 176(1) of the Act, the form and content of the notice (Notice to Group Members) in Schedule A, and the abridged notice (Abridged Notice) in Schedule B be approved.

6. Pursuant to s 183 of the Act, the notice set out in Schedule C to this Order that is a modification of Form 115 (Opt Out Notice) be approved for this proceeding for the purpose of r 58.2(1) of the Uniform Civil Procedure Rules 2005 (NSW).

7. Pursuant to s 176(2) of the Act, notice is to be given to group members by no later than 4pm on 14 September 2020 according to the following procedure:

- a. the Plaintiffs are to display the Notice to Group Members and Opt Out Notice on the plaintiffs' solicitor's website, www.mauriceblackburn.com.au, continuously until the Class Deadline;
- b. the Plaintiffs are to deliver the Notice to Group Members and the Opt Out Notice to the contact email address where an email is available, or failing that, by ordinary mail, to each Group Member who is a client of the Plaintiffs' solicitors or whom they are otherwise aware;
- c. the Defendant is to cause the Notice to Group Members and the Opt Out Notice to be sent to each person or entity listed in the defendant's share register as having purchased shares in the defendant between 10 May 2012 and 13 April 2018 inclusive, such notices to be sent by email where an email address is available, or failing that, by ordinary mail;
- d. the Plaintiffs are to cause an advertisement in the terms of the Abridged Notice (Schedule B) to be published in the legal notices or equivalent section in one week day edition of The Australian Financial Review.

8. The Defendant will provide to the Plaintiffs an estimate of the disbursement costs of the Defendant in complying with Order 7(c) above, and the costs shall be paid by the Plaintiffs in the first instance but shall be costs in the cause.

9. Pursuant to s 162(2) of the Act and r 58.2(1) of the UCPR, any Group Member who wishes to opt out of this proceeding must, on or before the Class Deadline, deliver an Opt Out Notice to the Registry of the New South Wales Supreme Court.

10. If, on or before the Class Deadline, the solicitors for any party receive a notice purporting to be an opt out notice referable to this proceeding, those solicitors are to file such notice in the Registry of the Supreme Court of New South Wales within 7 days of receiving it and the notice shall be treated as an Opt Out Notice received by the Court at the time when it was received by the solicitors.

11. The solicitors for the Plaintiffs and the Defendant be granted leave to inspect the Court file and to copy any opt out notices filed by group members.

Claim Registration

12. Subject to order 14 below, pursuant to section 183 of the Act, any Group Member who wishes to register their claim in this proceeding at this stage, should by the Class Deadline:

- a. submit a completed registration form in a form set out in Schedule D to this Order (Registration Form) through the 'AMP Shareholder Class Action Claims Registration' webpage established on the website of the Plaintiffs' solicitors; or
- b. complete a hard-copy Registration Form and return it to the Plaintiffs' solicitors at Level 8, 179 North Quay Brisbane Qld 4000, (New Registered Group Members).

13. In completing the Group Member Registration Form, and in order to register for the purpose of Order 12 above, each Group Member will be required to submit:

- a. the Group Member's name and address and/or email address;

- b. any relevant Holder Identification Number (HIN) or Security Reference Number (SRN), if available;
- c. the number of AMP securities held by each Group Member immediately prior to the commencement of trade on 10 May 2012;
- d. for each acquisition:
 - i. transactional information consisting of the date of acquisition, the quantity of securities acquired, the price per security paid and the brokerage paid, regarding AMP securities acquired from 10 May 2012 to 13 April 2018 (inclusive); and
 - ii. total amount paid (net of brokerage) in respect of the acquisition, if available;
- e. for each sale:
 - i. transactional information consisting of the date of sale, the quantity of securities sold, the price per security and the brokerage paid regarding AMP securities sold from 10 May 2012 to 13 April 2018 (inclusive); and
 - ii. total amount received (net of brokerage) in respect of the acquisition, if available.

14. A Group Member will be deemed to have complied with Order 12 above if, by the Class Deadline:

- a. that Group Member has retained Maurice Blackburn in writing to act for that Group Member in connection with this proceeding (Existing Registered Group Members); and
- b. to the extent they have not already done so, that Group Member provides to Maurice Blackburn the same information as New Registered Group Members are required to submit pursuant to Order 13 above.

15. By 4:00pm AEDT on 18 December 2020, the Plaintiffs must deliver to the solicitors for the Defendant (in electronic form), a de-identified version of the information referred to in Order 13 in respect of each of the Existing Registered Group Members and New Registered Group Members.

16. The Notice to Group Members, the Abridged Notice, the Opt Out Notice and the Registration Form approved pursuant to Orders 5, 6 and 12 above, may be amended by the Plaintiffs before they are emailed, posted, displayed or published in order to correct any website or email address or telephone number or other non- substantive error.

Mediation

17. Mediation in this matter is to be conducted no later than 23 April 2021. In the absence of agreement by the parties as to a mediator, the mediation shall be conducted by a person to be appointed by the Court.

Other Orders

18. The proceedings be listed for further directions on 3 May 2020 at 9.30am.

19. The parties have liberty to apply on 48 hours' written notice.

SEAL AND SIGNATURE



Signature	Chris D'Aeth
Capacity	Principal Registrar
Date	27 August 2020

If this document was issued by means of the Electronic Case Management System (ECM), pursuant to Part 3 of the Uniform Civil Procedure Rules (UCPR), this document is taken to have been signed if the person's name is printed where his or her signature would otherwise appear.

FURTHER DETAILS ABOUT Plaintiff(s)

First Plaintiff

Name Komlotex Pty Ltd
Address
Telephone
Fax
E-mail
Client reference

Second Plaintiff

Name Fernbrook (Aust) Investments Pty Ltd
ACN 068190296
Address
Telephone
Fax
E-mail
Client reference

Legal representative for plaintiffs

Name Bennett James Leslie Slade
Practicing certificate number 9365
Address Level 32
201 Elizabeth Street
SYDNEY NSW 2000
DX address DX 13002 Syd-Market St NSW
Telephone 02 9261 1488
Fax 02 9261 3318
Email BSlade@mauriceblackburn.com.au
Electronic service address BSlade@mauriceblackburn.com.au

FURTHER DETAILS ABOUT Defendant(s)

First Defendant

Name AMP LIMITED
ABN 49079354519
Address 33 Alfred Street
SYDNEY NSW 2000

ATTACHMENTS TO ORDERS

Schedules (Amended Notice to Group Members.pdf)

[attach.]

SCHEDULE A
NOTICE TO GROUP MEMBERS
OPT OUT AND REGISTRATION NOTICE
SUPREME COURT OF NEW SOUTH WALES
AMP SHAREHOLDER CLASS ACTION

**THIS NOTICE IS VERY IMPORTANT AND IS ISSUED PURSUANT TO AN ORDER OF
THE SUPREME COURT OF NEW SOUTH WALES – PLEASE READ IT CAREFULLY AS
IT MAY AFFECT YOUR LEGAL RIGHTS**

SECTION 1

Why is this notice important?

1. You may be a group member in a class action.
2. A class action has been commenced in the Supreme Court of New South Wales against AMP Limited (ABN 49079354519) (ASX: AMP) (**AMP**) by Komlotex Pty Ltd (**Komlotex**) and Fernbrook (Aust) Investments Pty Ltd (**Fernbrook**) on their own behalf and on behalf of all persons who (save for some limited exceptions):
 - a. entered into a contract to acquire an interest in:
 - (i) fully paid ordinary shares in AMP (**AMP Shares**) between 10 May 2012 and 13 April 2018 (**Relevant Period**); and/or
 - (ii) American Depositary Receipts that represent AMP Shares between 7 June 2012 and the end of the Relevant Period,
(together referred to as **AMP Securities**); and
 - b. suffered loss or damage by, or which resulted from, the alleged conduct of AMP described below.

(AMP Shareholder Class Action)

3. AMP, Komlotex and Fernbrook intend to conduct a mediation in respect of the AMP Shareholder Class Action by no later than **23 April 2021**, or such other date as the Court orders.
4. The Supreme Court of New South Wales has ordered that this notice be published for the information of persons who might be members of the class on whose behalf the action is brought and may be affected by the action. You have received this notice because you have been identified as a potential group member in the AMP Shareholder

Class Action. **You should read this notice carefully. Any questions you have concerning the matters contained in this notice should not be directed to the Court.** If there is anything in this notice that you do not understand, you should contact Maurice Blackburn, whose contact details are set out below, or alternatively seek your own legal advice.

5. This notice provides important information about:
 - a. your potential status as a group member in the AMP Shareholder Class Action;
 - b. what you need to do if you wish to register for the AMP Shareholder Class Action before the Court-ordered deadline of **4pm (AEDT) on 23 November 2020**;
 - c. reasons why you should register now (although you are not obliged to register); and
 - d. what you need to do if you do not wish to participate in the AMP Shareholder Class Action, and instead wish to remove yourself ('opt out') from being a group member in the AMP Shareholder Class Action.

Contact information, and where to direct questions

6. The contact details for Maurice Blackburn are as follows:
 - Email: AMPClassAction@mauriceblackburn.com.au
 - Tel: 1800 931 524
 - Post: Maurice Blackburn
Level 8, 179 North Quay
Brisbane Qld 4000

Key deadlines to be aware of

7. If you wish to register for the AMP Shareholder Class Action now, you should complete and submit a Group Member Registration Form before **4pm (AEDT) on 23 November 2020**, which is available at (<https://www.mauriceblackburn.com.au/AMPshareholder/>).
8. However, if you have already retained Maurice Blackburn to act for you in relation to this proceeding you do not need to register.
9. If you do not wish to be involved in the class action, before **4pm (AEDT) on 23 November 2020**, you must complete and submit an Opt Out Notice in the form available on Maurice Blackburn's website.

Why register?

10. Although registration is not compulsory, there are a number of reasons why you should register now:
 - a. First, it allows Maurice Blackburn to confirm that you are a group member and to contact you if you become eligible to receive compensation. You may become eligible to receive compensation in the event that the AMP Shareholder Class Action settles at a mediation, or if there is a favourable judgment.
 - b. Secondly, there is no cost to register and it does not render you liable to pay any costs.
 - c. Thirdly, the share trading information provided in the registration process assists to calculate the size of the claim by group members. Without sufficient group member registration information, it may be harder to reach a settlement, and there is a risk that the settlement may be lower (and produce less return for group members, including you), because there was insufficient information to assess the claim size accurately.
 - d. Fourthly, in the event of a successful settlement or judgment, there is a risk that Maurice Blackburn will not know about your claim or how to contact you, if you have not registered.

What is a class action?

11. A class action is an action brought by one or more persons (the plaintiff) on their own behalf and on behalf of a group of people (the group members) against another person or persons (the defendant), where the plaintiff and the group members have similar claims against the defendant.
12. Group members in a class action are not individually responsible for the legal costs associated with bringing the class action insofar as it concerns the issues common to the group (the **Common Questions**). In a class action, only the plaintiff is responsible for the costs of the Common Questions.
13. Group members are “bound” by the outcome in the class action, unless they have opted out of the proceeding. A binding result can happen in two ways, being either a judgment following a trial, or a settlement at any time. If there is a judgment or a settlement of the AMP Shareholder Class Action, Group Members may not be able to pursue the same claims against AMP in other legal proceedings, and may not be able to pursue similar or related claims against AMP in other legal proceedings. Group Members should note that:

- a. in a *judgment* following trial, the Court will decide various factual and legal issues in respect of the claims made by the plaintiff and Group Members. Unless those decisions are successfully appealed they bind the plaintiff, Group Members and AMP. Importantly, if there are other proceedings between a Group Member and AMP, it may be that neither of them will be permitted to raise arguments in that proceeding which are inconsistent with a factual or legal issue decided in the AMP Shareholder Class Action;
 - b. in a *settlement* of a class action, where the settlement provides for compensation to be paid to Group Members it may extinguish *all* rights to compensation which a Group Member might have against AMP which arise in any way out of the events or transactions which are the subject-matter of the class action.
14. If you consider that you have claims against AMP which are based on your individual circumstances or otherwise additional to the claims described in the AMP Shareholder Class Action, then it is important that you seek independent legal advice about the potential binding effects of the AMP Shareholder Class Action before the deadline.
15. The plaintiff in a class action does not need to seek the consent of Group Members to commence a class action on their behalf. However, Group Members can cease to be Group Members by 'opting out' of the class action if they wish to do so. An explanation of how Group Members are able to opt out is found below in Section 2, Option B of this notice.

What is the AMP Shareholder Class Action?

16. The background to the AMP Shareholder Class Action, in broad terms, is that:
- a. On 16 and 17 April 2018, AMP made several disclosures through its participation in the Royal Commission into Misconduct in the Banking, Superannuation and Financial Services Industry.
 - b. The disclosures related to AMP's alleged misconduct in respect of the charging of ongoing service fees where no ongoing services were provided, in allegedly failing to notify the Australian Securities and Investments Commission (**ASIC**) of breaches after becoming aware of them, and then allegedly misleading ASIC about the nature and extent of the breaches.
 - c. Following these disclosures, it is alleged that AMP's share price declined substantially.
17. The Plaintiffs (Komlotex and Fernbrook) allege that this conduct breached AMP's continuous disclosure obligations under the *Corporations Act 2001* (Cth) (**Corporations**

Act) and the ASX Listing Rules and the prohibition against misleading or deceptive conduct under the Corporations Act and the Australian Consumer Law.

18. It is alleged that AMP's conduct caused loss to persons who acquired an interest in AMP Securities during the period 10 May 2012 and 13 April 2018 (inclusive).
19. The Plaintiffs (Komlotex and Fernbook) each separately commenced class action proceedings against AMP in relation to the alleged misconduct outlined above. On 23 May 2019, the Supreme Court of New South Wales consolidated the proceedings into one proceeding, which is referred to in this notice as the **AMP Shareholder Class Action**.
20. AMP denies the allegations that have been made and is defending the class action.
21. Another class action against AMP was filed by Marion Antoinette Wigmans as lead plaintiff (**the Wigmans Proceeding**). The persons on whose behalf the Wigmans Proceeding was brought includes the same people that are the subject of the AMP Shareholder Class Action and includes the same or similar claims to those made in the AMP Shareholder Class Action. On 23 May 2019 the Supreme Court of New South Wales found that the best and most efficient result for group members and fairness to the defendant was for the AMP Shareholder Class Action brought by Komlotex and Fernbrook (in which Maurice Blackburn act as solicitors) to proceed and for the Wigmans Proceedings to be stayed. That decision is available at <<https://www.caselaw.nsw.gov.au/decision/5ce48de9e4b0196eea40715c>>
22. On 8 October 2019, the New South Wales Court of Appeal rejected Ms Wigmans' appeal of the Supreme Court's determination. That decision is available at <<https://www.caselaw.nsw.gov.au/decision/5d9687d9e4b0c3247d7123b8>>
23. On 17 April 2020, the High Court granted Ms Wigmans special leave to appeal that decision. That means that Ms Wigmans' appeal will be heard by the High Court. The parties presently anticipate that the High Court hearing will occur in November 2020, although this has not been confirmed and the hearing could occur later. If Ms Wigmans is successful in that appeal then this may affect the conduct of these proceedings. In particular:
 - a. the AMP Shareholder Class Action brought by Komlotex and Fernbrook may be stayed (i.e. may not proceed) and the Wigmans Proceedings may be allowed to proceed;
 - b. that may, or may not, affect steps that have been taken up until that point in the AMP Shareholder Class Action brought by Komlotex and Fernbrook;

- c. you may be a group member of the Wigmans Proceedings, unless you opt out (or have already opted out) of the Wigmans Proceedings (and even if you have opted out of these proceedings brought by Komlotex and Fernbrook);
- d. the Wigmans Proceedings has different funding arrangements from the AMP Shareholder Class Action brought by Komlotex and Fernbrook, including because there is a litigation funder Burford Asia Pty Ltd, a subsidiary of Burford Capital UK Ltd, funding those proceedings. That may result in a different amount being deducted from any amount payable by AMP, either from a judgment or a settlement;
- e. it is possible that the Court may order that the opt-out process described by this notice is not effective or that some additional process needs to be carried out;
- f. it is possible that the mediation referred to in paragraph 3 of this notice may not occur, or may occur at a later point, or if it does occur, that any settlement reached may be of no effect; and
- g. there may be other effects on the conduct of the class action against AMP.

Are you a Group Member in the AMP Shareholder Class Action?

- 24. The AMP Shareholder Class Action brought by Komlotex and Fernbrook is 'open', which means that (save for some limited exceptions), all persons who entered into a contract to acquire an interest in AMP Securities during the Relevant Period are Group Members.
- 25. You are a Group Member in the AMP Shareholder Class Action if (save for some limited exceptions) you meet the following criteria:
 - a. you entered into a contract to acquire an interest in AMP Securities between 10 May 2012 and 13 April 2018 (inclusive); and
 - b. you suffered loss or damage by, or which resulted from, the alleged conduct of AMP described above.
- 26. If you do not meet the above criteria, you may disregard this notice.
- 27. If you do meet the above criteria, you are a Group Member in the AMP Shareholder Class Action and you should read this notice carefully as it sets out important matters, including the deadline for taking certain actions.
- 28. If you are unsure as to whether or not you are a Group Member, you should contact the Plaintiffs' solicitors, Maurice Blackburn, whose contact details are set out on page 2 of this notice, or alternatively seek your own legal advice.

Will you be liable for legal costs if you remain a Group Member?

29. You will not become liable for legal costs simply by remaining as a Group Member for the determination of common questions or by registering for the AMP Shareholder Class Action. However:
- a. if the preparation or finalisation of your personal claim requires work to be done in relation to issues that are specific to your claim you can engage Maurice Blackburn (who will only recover costs in the event of a successful outcome) or other lawyers (where costs would be governed in accordance with the terms of their retainer) to do the work for you. A copy of the terms on which Maurice Blackburn are acting in the class action may be obtained from them on the numbers shown on page 2;
 - b. if any compensation becomes payable to you as a result of any order, judgment or settlement in the class action, the Court may make an order that some of that compensation be used to help pay a share of the costs that are incurred by the Plaintiffs in running the class action but which are not able to be recovered from the defendant. The amount you contribute to the legal costs will never exceed your share of the compensation. Under no circumstances will you be liable to pay any 'out of pocket' costs incurred by the Plaintiffs in respect of the Common Questions by remaining as a Group Member in the AMP Shareholder Class Action (whether to Maurice Blackburn or otherwise). The Court will assess the legal costs and will only approve those costs that it determines are reasonable;
 - c. class actions are often settled out of court. If this occurs in the AMP Shareholder Class Action, you may be able to claim from the settlement amount without retaining a lawyer.
30. The legal costs in respect of the determination of the Common Questions are funded by Maurice Blackburn and may be recovered only in the event of a successful outcome of the AMP Shareholder Class Action (by way of judgment or settlement).
31. In litigation, the Court will typically order the losing party to pay a proportion of the legal costs of the successful party (**adverse costs order**). In a class action, it is only the plaintiffs (in this case Komlotex and Fernbrook) that face the risk of an adverse costs order if the class action is unsuccessful in the determination of the common questions. As a Group Member in the AMP Shareholder Class Action, an adverse costs order will not, and cannot, be made against you in relation to the determination of the Common Questions.
32. Further, Maurice Blackburn has agreed to indemnify the Plaintiffs and each Group Member who has entered into a Retainer and Costs Agreement with Maurice Blackburn,

against any adverse costs order. This means that Maurice Blackburn will pay any adverse costs order that may be made against the Plaintiff and/or those Group Members in the event that the AMP Shareholder Class Action is ultimately unsuccessful.

What do Group Members need to do?

33. Group Members have three options:

- a. **Option A:** register;
- b. **Option B:** opt out; or
- c. **Option C:** do nothing.

There are different consequences or potential consequences depending on which option you choose. This is explained in Section 2 of this notice.

34. It is likely that if the matter settles at mediation, or if there is a favourable judgment following trial, the Supreme Court of New South Wales would require that a further registration notice be sent to Group Members who have not previously registered for the AMP Shareholder Class Action.

Where can you obtain copies of relevant documents?

35. Copies of relevant documents, including the Summons, Amended Commercial List Statement, the Commercial List Response (AMP's Defence), Retainer and Costs Agreement and relevant orders of the Court:

- a. are available on the website of the Plaintiffs' solicitors (Maurice Blackburn) (<https://www.mauriceblackburn.com.au/AMPshareholder/>); or
- b. may be obtained by contacting the Plaintiffs' solicitors (Maurice Blackburn), whose contact details are set out on page 2 of this notice.

SECTION 2

YOUR THREE OPTIONS

Option A – Register

1. To register for the AMP Shareholder Class Action at this stage, you should, by no later than **4.00 pm (AEDT) on 23 November 2020**, complete and submit the online registration form via Maurice Blackburn's website, accessible at: <https://www.mauriceblackburn.com.au/AMPshareholder/>. If you require a hard copy of the registration form, please contact Maurice Blackburn using the contact details set out on page 2 of this notice.
2. **There is no cost to register.**
3. Registration is not compulsory. However, Group Members should register for the reasons set out on page 3 above.
4. If you register:
 - a. Maurice Blackburn will know how to reach you if the AMP Shareholder Class Action settles at mediation or there is a favourable judgment for the plaintiffs and Group Members and you are eligible to receive compensation;
 - b. Maurice Blackburn will be able to contact you to provide you with important information and progress updates about the AMP Shareholder Class Action;
 - c. under no circumstances will you be liable to pay any 'out of pocket' costs to Maurice Blackburn simply by registering for the AMP Shareholder Class Action; and
 - d. you may be bound by any judgment or settlement in the AMP Shareholder Class Action; thus, if the AMP Shareholder Class Action is ultimately unsuccessful, or is not as successful as you might have hoped, you may not be able to pursue the same claims, and you may not be able to pursue related claims, against AMP in other legal proceedings.
5. Any Group Members who have already entered into a Retainer and Costs Agreement with Maurice Blackburn to participate in the AMP Shareholder Class Action need not, and should not, register, as they are deemed to have already registered in the class action.

Option B – Opt Out

6. If you do not wish to remain as a Group Member in the AMP Shareholder Class Action, you must opt out by completing the 'Opt Out Notice' form attached to this notice

(**Schedule C**), and returning it to the Supreme Court of New South Wales by no later than **4.00 pm (AEDT) on 23 November 2020**.

7. If you opt out of the AMP Shareholder Class Action, you will:
 - a. cease to be a Group Member in the AMP Shareholder Class Action, and will not be affected by, or entitled to the benefit of, any orders made in the action;
 - b. not be entitled to receive any compensation from any successful damages award or settlement outcome arising in the AMP Shareholder Class Action; and
 - c. be able to pursue any rights you may have against AMP, on your own behalf and separate from the AMP Shareholder Class Action, if you so wish.
8. Opt out notices must be submitted to the Sydney Registry of the Supreme Court of New South Wales (Supreme Court of NSW, GPO Box 3, Sydney NSW 2001) before **4:00 pm (AEDT) on 23 November 2020**. Opt out notices received after that time will not be accepted, and you will remain as a Group Member in the AMP Shareholder Class Action and will be treated as having not responded to this notice (see Option C below).

Option C – Do Nothing

9. Group Members who do nothing (i.e. have not retained Maurice Blackburn, do not register in accordance with Option A and do not opt out in accordance with Option B before the deadline of **4.00 pm (AEDT) on 23 November 2020**):
 - a. will remain as Group Members and may still be entitled to receive a distribution payment from any settlement that may be agreed to, or from any favourable judgment, in the AMP Shareholder Class Action;
 - b. may in the future be required by the Supreme Court of New South Wales to take further steps to participate in the AMP Shareholder Class Action if the matter settles at mediation or there is a favourable judgment following trial. If in the future the Supreme Court of New South Wales requires Group Members who have not previously registered and who have not opted out to take any step, a further notice will be sent to you; and
 - c. may be bound by the ultimate outcome of the AMP Shareholder Class Action, and may therefore not be able to pursue the same claims, and may not be able to pursue related claims, against AMP in other legal proceedings in the future. Thus, if the AMP Shareholder Class Action is ultimately unsuccessful, or is not as successful as you might have hoped, you may not be able to pursue the same claims, and may not be able to pursue related claims, against AMP in other legal proceedings.

10. Maurice Blackburn is asking you to register for the AMP Shareholder Class Action now (but it is not compulsory to do so). If you wish to participate in the AMP Shareholder Class Action and you do not register your details with Maurice Blackburn, the consequences may be as follows:
 - a. there is a risk that Maurice Blackburn will not know about your claim or how to contact you if you are eligible to receive compensation in the AMP Shareholder Class Action; and
 - b. an early settlement may not occur, or if it does occur, compensation to Group Members may be lower if only a small number of Group Members have registered for the class action.

SCHEDULE B
ABRIDGED NOTICE
SUPREME COURT OF NEW SOUTH WALES
AMP SHAREHOLDER CLASS ACTION

The Supreme Court of New South Wales has ordered that this notice be published for the information of group members in the AMP Shareholder Class Action. Any person who acquired shares and/or American Depositary Receipts in AMP Limited (ABN 49079354519) (ASX: AMP) (AMP) between 10 May 2012 and 13 April 2018 (inclusive) should read this notice carefully.

What is the AMP Shareholder Class Action?

The AMP Shareholder Class Action is brought against AMP by Komlotex Pty Ltd and Fernbrook (Aust) Investments Pty Ltd (together, the **Plaintiffs**) on their own behalf and on behalf of all persons who are “Group Members” as defined in the proceeding.

The Plaintiffs allege that AMP made several disclosures through its participation in the Royal Commission into Misconduct in the Banking, Superannuation and Financial Services Industry, which related to its alleged misconduct in respect of charging its customers ongoing service fees where no ongoing services were provided. Further, it is alleged that AMP failed to notify the Australian Securities and Investments Commission (**ASIC**) of breaches after becoming aware of them and it is alleged that AMP then misled ASIC about the nature and extent of the breaches. Following these disclosures, it is alleged that AMP’s share price declined substantially.

The Plaintiffs claim that this conduct breached AMP’s continuous disclosure obligations under the *Corporations Act 2001* (Cth) (**Corporations Act**) and the ASX Listing Rules and the prohibition against misleading or deceptive conduct under the Corporations Act and the Australian Consumer Law.

It is alleged that AMP’s conduct caused loss to persons who acquired an interest in AMP Shares during the period 10 May 2012 and 13 April 2018 (inclusive) or American Depositary Receipts during the period 7 June 2012 and 13 April 2018 (inclusive) AMP denies these allegations and is defending the class action.

The allegations made by the Plaintiffs are set out in full in the Amended Commercial List Statement filed in the Supreme Court of New South Wales.

Another class action in respect of the same conduct by AMP was filed by a different Plaintiff, Ms Wigmans. In May 2019, those proceedings were stayed by the Supreme Court of New South Wales and an appeal against that order was dismissed by the New South Wales Court of Appeal in October 2019. Ms Wigmans is appealing that decision in the High Court of

Australia. If that appeal is successful, it may have an effect on the conduct of the class action against AMP.

Are you a Group Member in the AMP Shareholder Class Action?

You are a Group Member in the AMP Shareholder Class Action if (save for some limited exceptions) you meet the following criteria:

- a. entered into a contract to acquire an interest in:
 - i. fully paid ordinary shares in AMP (**AMP Shares**) between 10 May 2012 and 13 April 2018 (**Relevant Period**); and/or
 - ii. American Depositary Receipts that represent AMP Shares between 7 June 2012 and the end of the Relevant Period
- b. suffered loss or damage by, or which resulted from, the conduct of AMP described above.

Class action deadline

The Court has made orders (amongst other things) that:

1. Any Group Member who wishes to have no part in the class action must opt out of the class action by **4pm (AEDT) on 23 November 2020**. If you opt out of the class action, you will not be entitled to receive a distribution payment from any settlement or judgment in the class action and will not be bound by any judgment.
2. Any Group Member who wishes to register for the class action now should register their details with Maurice Blackburn by **4pm (AEDT) on 23 November 2020**. To register:
 - a. Complete and submit the AMP Shareholder Class Action Group Member Registration Form which is available:
 - i. online at <https://www.mauriceblackburn.com.au/AMPshareholder/>; or
 - ii. by contacting Maurice Blackburn on 1800 931 524 or by email at AMPClassAction@mauriceblackburn.com.au.
 - b. If you have already retained Maurice Blackburn to act for you in relation to the AMP Shareholder Class Action you do not need to register again.

Registration is not compulsory, and you do not need to register to participate in the claim. However, there are various good reasons for registering, including so that Maurice Blackburn can confirm whether you are a Group Member, so that Maurice Blackburn is aware of your claim and can contact you, and because it assists in calculating the alleged loss the subject of the claim for settlement purposes and therefore may produce a better result for Group Members.

If you do not register now and there is a settlement or judgment in the future, it is likely that the Supreme Court of New South Wales would require that a further registration notice be sent to you.

More Information

It is very important to read the more detailed notice available on Maurice Blackburn's website which sets out important information about your rights, in the event that you may be a Group Member in the AMP Shareholder Class Action. The notice can be accessed at: <https://www.mauriceblackburn.com.au/AMPshareholder/>. If you do not read that notice, you may not be aware of information that may be of significance to you and may affect your rights.

SCHEDULE C

Form 115 (version 2)
UCPR 58.2

OPT OUT NOTICE**COURT DETAILS**

Court	Supreme Court of New South Wales
Division	Equity
List	Commercial
Registry	Sydney
Case number	2018/00310118

TITLE OF PROCEEDINGS

First Plaintiff	Komlotex Pty Ltd
Second Plaintiff	Fernbrook (Aust) Investments Pty Ltd
Defendant	AMP Limited ABN 49079354519

GROUP MEMBER DETAILS

Name of Group Member	, person opting out of representative proceedings
Legal representative	[solicitor] [firm]
Contact name and telephone	
Contact email	
Address of Group Member	
Investment Certificate Number(s)	

OPT OUT NOTICE

Name of person opting out

I, _____ a group member in these representative proceedings, opt out of the proceedings.

I understand that in opting out:

- 1 I forego the right to share in any relief obtained by the representative party in the representative proceedings;
- 2 I am not entitled to receive any further notification about the conduct or disposition of the proceedings; and
- 3 To the extent that I have a claim against the defendant(s), any limitation period suspended by the commencement of the representative proceedings has recommenced to run.

SIGNATURE

#Signature of legal representative

#Signature of or on behalf of person opting out if not legally represented

Capacity

[eg solicitor, authorised officer of person opting out, person opting out]

Date of signature

NOTICE TO PERSON OPTING OUT

If you wish to opt out, you must, by **4.00pm (AEDT) on 23 November 2020**:

- 1 file this form in the registry of the court at the address below, or in the manner provided in the notice to group members; and
- 2 serve a copy of this form on the representative party at the address, or in the manner provided, in the notice to group members.

REGISTRY ADDRESS

Street address	Supreme Court of NSW Law Courts Building, Queen's Square 184 Phillip Street Sydney NSW 2000
Postal address	Supreme Court of NSW GPO Box 3 Sydney NSW 2001
Telephone	1300 679 272

SCHEDULE D**GROUP MEMBER REGISTRATION FORM
AMP SHAREHOLDER CLASS ACTION**

Complete this form if you intend to choose Option A above, and register in the AMP Shareholder Class Action (available online at: <https://www.mauriceblackburn.com.au/AMPshareholder/>)

Registration for AMP Shareholder Class Action

Maurice Blackburn has commenced a class action on behalf of shareholders of AMP Limited (ASX: AMP) (**AMP**) who allegedly suffered losses following revelations of alleged misconduct at AMP. It is alleged that the misconduct came to light when AMP gave evidence before the Financial Services Royal Commission, following which there was a significant decline in the price of AMP shares.

Registration is open to investors (both in Australia and overseas) who acquired an interest in:

- AMP shares traded on the ASX during the period 10 May 2012 to 13 April 2018; and/or
- American Depositary Receipts that represent AMP shares during the period 7 June 2012 to 13 April 2018.

Registration is exclusively available in respect of ordinary shares trading under the "AMP" ticker code on the ASX and the ADRs identified above. Registration is unavailable in respect of derivative financial instruments such as swaps, options and warrants.

Registration Process

By completing and returning this form before the Court-ordered deadline of **4.00 pm (AEDT) on 23 November 2020**, you can register your participation in the class action.

As part of the registration process, you may (but are not obliged to) enter into a Retainer and Costs Agreement with Maurice Blackburn, who are acting as the lawyers for the Plaintiffs in the AMP Shareholder Class Action.

A copy of the Retainer and Costs Agreement is available for download from Maurice Blackburn's website (<https://www.mauriceblackburn.com.au/AMPshareholder/>). You may register without entering into this agreement if you wish to. However, there are no out-of-

pocket costs to you by entering into the agreement, and if you enter into the agreement you will thereby retain Maurice Blackburn, and you will be entitled to:

- request a preliminary estimate of your loss from Maurice Blackburn, based on the trade data you provide to us;
- receive updates in relation to the progress of the class action, and speak with Maurice Blackburn's staff about your claim(s); and
- request any other information or advice from Maurice Blackburn in relation to the class action and your claim(s).

You have the right to seek independent legal advice before entering into the agreement.

If you are a duly authorised agent or trustee of a claimant, you may complete this registration on the claimant's behalf.

During the registration process, you will need to provide the following details, to the extent that you are able to:

- an email address, which you check regularly;
- the claimant's Holder Identification Number (HIN) or relevant Security Holder Reference Number (SRN), if you know it;
- if the claimant's shares are held on his, her or its behalf by another person or entity (such as a broker or custodian), details of both those persons or entities and the capacities in which they held those shares;
- if the claimant held the shares jointly with another person, that other person's name; and
- if the claimant has multiple holdings of shares, separate transaction details for each holding.

You will also be asked to provide details about the claimant's shareholding(s), including:

- the number of AMP Securities that the claimant held at the opening of trade on 10 May 2012 (or 7 June 2012 in the case of American Depositary Receipts);
- the date, quantity and price of the claimant's acquisitions of AMP shares from the commencement of trading on 10 May 2012 (or 7 June 2012 in the case of American Depositary Receipts) to the date of registration; and
- the date, quantity and price of the claimant's disposals of AMP shares from the commencement of trading on 10 May 2012 (or 7 June 2012 in the case of American Depositary Receipts) to the date of registration.

The Agreement

If you wish to retain Maurice Blackburn in the class action, you must enter a Retainer and Costs Agreement with Maurice Blackburn. However, you also have the option of registering for the class action without entering into this agreement, and therefore without retaining

Maurice Blackburn. A copy of the Retainer and Costs Agreement is available for download from Maurice Blackburn's website (<https://www.mauriceblackburn.com.au/AMPshareholder/>).

Cooling Off Period

If you do choose to enter into the Retainer and Costs Agreement as part of the registration process, you will have a cooling off period of 21 days from the date of acceptance of the agreement. This enables you to seek external legal advice, raise any questions, negotiate terms, or withdraw from the agreement.

Institutional Investors

If you are an institutional investor, please contact Maurice Blackburn on 1800 931 524 or at AMPClassAction@mauriceblackburn.com.au to provide your contact details and receive an Institutional Investor Claim Package. The Claim Package includes copies of the Retainer and Costs Agreement and a trade data template for you to complete and return to us.

Privacy Statement

Client confidentiality and privacy are very important to us. To see the current version of our privacy policy, please visit Maurice Blackburn's website (<https://www.mauriceblackburn.com.au/AMPshareholder/>) or alternatively contact Maurice Blackburn on 1800 931 524 or at AMPClassAction@mauriceblackburn.com.au.

REGISTRATION FORM

1. Type of Claimant		
A	Individual, Joint Holding(s), Trust, Partnership, Company/Corporation or Institutional Investor	<input type="checkbox"/> Individual <input type="checkbox"/> Joint Holding(s) <input type="checkbox"/> Trustee / Responsible Entity / Investment Manager / Custodian / Agent <input type="checkbox"/> Partnership <input type="checkbox"/> Company/Corporation <input type="checkbox"/> Institutional Investor
B	Individual's Name, Joint Holder Name, Name of Trust Responsible Entity, Investment Manager / Custodian / Agent, Partnership Name, Company Name or Institutional Investor Corporation Name (if applicable)	
C	Company ABN / ACN (if applicable)	
D	Salutation of Joint Holder, Trustee or Partners (as applicable)	
E	First name of Joint Holder, Trustee or Partners (as applicable)	
F	Last name of Joint Holder, Trustee or Partners (as applicable)	
G	Are you authorized to act on behalf of the Joint Holding, Trust, Partnership, Company or Corporation (as	
H	Capacity of contact person within Company or Corporation (if applicable)	
2. Contact Details		
I	Salutation	
J	First name	
K	Last name	
L	Address type (post box or street address)	
M	Address	
N	Email address	
O	Mobile number	
P	Alternate phone	

Q	How did you hear about this class action?	
3. Costs Agreement		
R	<p>To retain Maurice Blackburn to act for you, you are required to accept the Costs Agreement on this page of the online registration form by ticking 'Accept' before pressing 'Next' at the bottom of the page.</p> <p>When you have done so, a copy of the agreement will be emailed to you for your records.</p>	<p>Agreement Declaration</p> <p>By ticking the box below you confirm that:</p> <ul style="list-style-type: none"> • you are the claimant, or you are otherwise duly authorised to act on the Claimant's behalf; • you are entering into a legally binding agreement (the Retainer & Costs Agreement); • you accept the terms of the agreement by electronic acceptance; • this electronic acceptance has the same effect as if you had signed a hard copy version of the agreement; and • you expressly consent to this method of acceptance in accordance with s9(1) of the Electronic Transactions (Victoria) Act 2000. <p><input type="checkbox"/> Accept</p>
S	If you do not wish to retain Maurice Blackburn, but still wish to register your interest in the AMP Shareholder class action, press 'Next' at the bottom of the page.	<input type="checkbox"/> Next
4. Holding Details		
T	Capacity in which the claimant registers this claim	<input type="checkbox"/> On my own (or my company's behalf) <input type="checkbox"/> Agent <input type="checkbox"/> Trustee
U	If Agent or Trustee, the name of the principal/beneficial owner of shares or the name of Fund/Beneficiary	
V	If Agent, type of Agent (Broker, Lawyer, Accountant or other)	
W	Name of Holding	
X	Registered Owner	
Y	SRN/HIN (Australian shareholders only)	
Z	Number of AMP shares held at the commencement of trading on 10 May 2012 (or 7 June 2012 in the case of American Depositary Receipts)	

5. List all transactions in AMP shares in the period commencing 10 May 2012 until the date of registration or AMP American Depositary Receipts in the period from 7 June 2012 until the date of registration

Transaction Date	Transaction type	Stock Code	Number of Shares	Unit price	Net Price Paid (net of brokerage) / Net Price Received (net of brokerage)	Brokerage paid
	<i>Drop down menu allows claimant to select 'Buy' or</i>					

This form needs to be separately completed for each legal entity (i.e. each Group Member) that purchased AMP shares during the period Relevant Period.

Please contact us on 1800 931 524 or by email at

AMPClassAction@mauriceblackburn.com.au if you are claiming on behalf of multiple funds and require a trade data template to enter your transactions.

SUPPORTING DOCUMENTS

If available, please provide documentary evidence in support of the information you are providing with this form. This may include any holding statements and/or contract notes. You can send us your supporting documents by email at

AMPClassAction@mauriceblackburn.com.au.

Signed by, or on behalf
of and with authority of,
the Group Member (as specified
in Section 1 above)

(print name)

**IF YOU ARE HAVING ANY TROUBLE COMPLETING THIS FORM PLEASE CONTACT US
ON 1800 931 524**