



# ASX Announcement

19 May 2005

Manager  
Company Announcements Office  
Australian Stock Exchange  
Level 4, 20 Bridge Street  
Sydney NSW 2000

Manager  
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Level 9 ASB Tower, 2 Hunter Street  
Wellington, New Zealand

**Announcement No: 19/05**

## RESULTS OF THE AMP LIMITED ANNUAL GENERAL MEETING HELD ON 19 MAY 2005

In accordance with Listing Rule 3.13.2, AMP advises that the resolutions contained in Items 2(a), 2(b), 3 and 4 of the Notice of Annual General Meeting (dated 17 March 2005 and lodged with the ASX on 30 March 2005) were passed by the requisite majority of security holders. All Directors who stood for election or re-election were elected or re-elected (as applicable).

All resolutions were decided on a show of hands. No resolution was withdrawn or amended.

The information required by section 251AA(2) of the Corporations Act 2001 (Cth) in respect of each resolution passed at the meeting is set out below.

### Item 2: Election of directors

(a) It was resolved as an ordinary resolution:

"That John Frederick Astbury, a Director appointed since the last Annual General Meeting and ceasing to hold office in accordance with clause 62.3 of the Constitution of AMP Limited, being eligible, is elected as a Director of AMP Limited."

	For	Against	Abstain	Proxy's Discretion	Total (excluding Abstain)
Total number of proxy votes exercisable by all proxies validly appointed:	672,231,844	2,874,182	9,785,413	37,828,849	712,934,875

(b) It was resolved as an ordinary resolution:

"That Richard John Grellman, a Director retiring in accordance with clause 64.1 of the Constitution of AMP Limited, being eligible, is re-elected as a Director of AMP Limited."

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's Discretion</b>	<b>Total (excluding Abstain)</b>
Total number of proxy votes exercisable by all proxies validly appointed:	671,804,648	2,978,625	9,807,376	38,135,663	712,918,936

**Item 3: Capital return to shareholders**

It was resolved as an ordinary resolution:

"That the capital of AMP Limited be reduced by paying the sum of 40 cents per fully paid ordinary share in AMP Limited to the holders of such shares on the record date specified by AMP Limited."

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's Discretion</b>	<b>Total (excluding Abstain)</b>
Total number of proxy votes exercisable by all proxies validly appointed:	682,613,048	1,327,429	4,296,379	34,452,628	718,393,105

**Item 4: Amendments to constitution**

It was resolved as a special resolution:

"That the constitution of AMP Limited is amended in the manner set out in Annexure A to the Explanatory Notes to the Notice convening this meeting."

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's Discretion</b>	<b>Total (excluding Abstain)</b>
Total number of proxy votes exercisable by all proxies validly appointed:	677,545,926	2,414,985	5,332,824	37,435,088	717,395,999

**Prue Milne**  
**Company Secretary**