ASX Announcement

10 May 2012

Manager
ASX Market Announcements
Australian Securities Exchange
Level 4, 20 Bridge Street
Sydney NSW 2000

Manager
Market Information Services Section
New Zealand Stock Exchange
Level 2, NZX Centre, 11 Cable Street
Wellington New Zealand

Announcement No: 16/12

AMP Limited (ASX/NZX: AMP)

Results of the AMP Limited Annual General Meeting held on 10 May 2012

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act 2001 (Cth), the results of the resolutions put to shareholders at today's AMP Limited Annual General Meeting are set out below.

All resolutions put to the meeting were passed by the requisite majority of shareholders. Resolutions 2a, 2b, 2c, 4 and 5 were decided on a show of hands. Resolutions 3 and 6 were decided on a poll.

AMP LIMITED **Proxy Summary**
2012 Annual General Meeting **Thursday, 10 May 2012**

2A) **To re-elect Paul Fegan as a Director**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
1,335,981,627	8,370,487	5,301,959	23,773,827

The motion was carried as an ordinary resolution on a show of hands.

2B) **To re-elect John Palmer as a Director**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
1,340,776,834	5,542,053	3,171,897	23,935,840

The motion was carried as an ordinary resolution on a show of hands.

2C) **To re-elect Dr Nora Scheinkestel as a Director**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
1,340,611,384	5,787,871	3,081,127	23,946,438

The motion was carried as an ordinary resolution on a show of hands.

3) **Adoption of Remuneration Report**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
1,323,266,833	29,897,916	14,312,344	5,293,323

The motion was carried as an ordinary resolution on a poll the details of which are:

For	Against	Abstain
1,323,749,579	35,224,311	14,357,601

4) Approval of MD's long-term incentive for 2012

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
1,304,894,739	38,001,710	6,014,726	23,881,277

The motion was carried as an ordinary resolution on a show of hands.

5) Approval of issue of equity securities

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
1,314,113,494	21,783,204	13,164,728	24,366,019

The motion was carried as an ordinary resolution on a show of hands.

6) Adoption of new Constitution

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
1,336,086,536	4,984,328	7,849,101	24,503,320

The motion was carried as a special resolution on a poll the details of which are:

For	Against	Abstain
1,362,449,803	5,015,906	7,858,335