

## NOTICE OF MOTION

### COURT DETAILS

|             |                                  |
|-------------|----------------------------------|
| Court       | Supreme Court of New South Wales |
| Division    | Equity                           |
| List        | Commercial                       |
| Registry    | Sydney                           |
| Case number | 2018/00310118 and 2018/309329    |

### TITLE OF PROCEEDINGS

|                  |   |
|------------------|---|
| First plaintiff  | <b>Komlotex Pty Ltd</b>                     |
| Second plaintiff | <b>Fernbrook (Aust) Investments Pty Ltd</b> |
| Defendant        | <b>AMP Limited (ABN 49079354519)</b>        |

### FILING DETAILS

|                                |  |
|--------------------------------|--|
| Person seeking orders          | <b>Komlotex Pty Ltd and Fernbrook (Aust) Investments Pty Ltd, the plaintiffs</b> |
| Legal representative           | Bennett James Leslie Slade   |
| Legal representative reference | 3052777  |
| Contact name and telephone     | 02 9261 1488   |
| Contact email                  | BSlade@mauriceblackburn.com.au   |

### PERSON AFFECTED BY ORDERS SOUGHT

Defendant

The plaintiff in proceeding 2018/00145792 (Wigmans v AMP Limited)

### HEARING DETAILS

This motion is listed at 8.30am on 30 May 2020.

Supreme Court of New South Wales  
Law Courts Building  
184 Phillip Street  
Sydney NSW

## ORDERS SOUGHT

### Claim Registration

- 1 Pursuant to sections 61(1) and/or 183 of the *Civil Procedure Act 2005* (NSW), orders 11 – 17 made on 12 March 2020 be vacated, and order 4 made on 9 April 2020 be vacated.
- 2 Any Group Member may, by the Class Deadline (as defined in order 8 below), register their claim by:
  - a. submitting a completed registration form in a form set out in the opt out and registration notice approved by the Court pursuant to order 17 below (**Registration Form**) through the ‘AMP Shareholder Class Action Claims Registration’ webpage established on the website of the plaintiffs’ solicitors; or
  - b. completing a hard-copy Registration Form and returning it to the plaintiffs’ solicitors at Level 8, 179 North Quay Brisbane Qld 4000 (**New Registered Members**).
- 3 In completing the Group Member Registration Form, and in order to register for the purpose of Order 2 above, each Group Member will be required to submit the information identified in the Group Member Registration Form.
- 4 A Group Member will be deemed to have complied with Order 2 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 3 above.
- 5 By 4:00pm AEDT on 1 September 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 3 in respect of each of the Existing Registered Group Members and New Registered Group Members.

### **Evidence and Opt Out Orders**

- 6 Order 1 made on 9 April 2020 be amended such that by 4.00pm on 1 September 2020 the Plaintiffs serve any material on quantum and materiality upon which it intends to rely at mediation on a without prejudice basis.
- 7 Order 2 made on 9 April 2020 be amended such that by 4.00pm on 28 October 2020 the Defendant serve any material on quantum and materiality upon which it intends to rely at mediation on a without prejudice basis.
- 8 Order 3 made on 9 April 2020 be amended such that by 4.00pm (AEDT) on 28 July 2020 (**Class Deadline**) be fixed as the date on or before which a Group Member (as defined in the Amended Commercial List Statement) may opt out of the proceeding.

### **Opt-Out Notice and Registration Form procedure**

- 9 Orders 5-14 made on 9 April 2020 are vacated.
- 10 Pursuant to s 176(1) of the *Civil Procedure Act 2005* (NSW) (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.
- 11 Pursuant to s 183 of the Act, the notice set out in Schedule C to this Motion 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) (**UCPR**).
- 12 Pursuant to s 176(2) of the Act, notice is to be given to group members by no earlier than 1 May 2020 and no later than 4pm on 19 May 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](http://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.
- 13 The defendant will provide to the plaintiffs an estimate of the disbursement costs of the defendant in complying with Order 12(c) above, and the costs shall be paid by the plaintiffs in the first instance but shall be costs in the cause.
- 14 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.
- 15 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.
- 16 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.
- 17 The form and content of the Registration Form referred to in order 2 above, be approved in the form of Schedule D to this Motion, which will replace the Registration Form approved in the orders of 9 April 2020.
- 18 The Notice to Group Members, the Abridged Notice, the Opt Out Notice and the Registration Form approved pursuant to Orders 10, 11 and 17 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.
- 19 Mediation in this matter is to be conducted by 11 December 2020, or such later date as the Court orders. 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.
- 20 The parties have liberty to apply on 48 hours' written notice.
- 21 Such other orders as the Court deems fit.

**The Court notes that:**

1 In the event that the proceedings settle at any time between the first day of the mediation (being the mediation referred to in Order 19 above) and the first to occur of the following:

- a. the date which is 6 months after the first day of that mediation; and
- b. the first day of the hearing on liability in these proceedings,

then the parties intend to apply to the Court for an order that any Group Member who by the Class Deadline does not opt out and who is not a New Registered Group Member or Existing Registered Group Member will not receive any benefit pursuant to the settlement.

**SIGNATURE**

Signature of legal representative



Name

Andrew John Watson

Capacity

Solicitor

Date of signature

27 April 2020

**NOTICE TO PERSON AFFECTED BY ORDERS SOUGHT**

If you do not attend, the court may hear the motion and make orders, including orders for costs, in your absence.

**REGISTRY ADDRESS**

Street address

Supreme Court of New South Wales  
Level 5  
Law Courts Building  
184 Philip Street  
Sydney NSW

Postal address

Supreme Court of New South Wales  
GPO Box 3  
Sydney NSW 2001

Telephone

(02) 9230 8111

**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. 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)**

2. AMP, Komlotex and Fernbrook intend to conduct a mediation in respect of the AMP Shareholder Class Action by no later than 11 December 2020, or such other date as the Court orders.
3. 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 in paragraph [32] of this notice, or alternatively seek your own legal advice.

4. 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, and potentially receive a distribution payment from any amount that may in the future be agreed and paid in settlement of the AMP Shareholder Class Action;
  - c. 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; and
  - d. what will happen if you do nothing (i.e. neither register for, nor opt out of, the AMP Shareholder Class Action) before the Court-ordered deadline of **4pm (AEDT) on 28 July 2020**.

#### **Key points to be aware of**

5. If you wish to register for the AMP Shareholder Class Action, you must:
  - a. Have already retained Maurice Blackburn to act for you in relation to this proceeding; or
  - b. Before **4pm (AEDT) on 28 July 2020**, complete and submit a Group Member Registration Form which is available at (<https://www.mauriceblackburn.com.au/class-actions/current-class-actions/AMP-class-action/>).
6. If you do not wish to be involved in the class action, before **4pm (AEDT) on 28 July 2020**, you must complete and submit an Opt Out Notice in the form available on Maurice Blackburn's website.
7. If you have not already retained Maurice Blackburn and you do nothing in response to this notice, your rights (if any) may be determined without your participation (refer to Section 2, Option C below).

#### **What is a class action?**

8. 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.

9. 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.
10. 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 will 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 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.
11. 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 for opting out (see below).
12. 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?**

13. 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.
14. 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.
  15. 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).
  16. 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**.
  17. AMP denies the allegations that have been made and is defending the class action.
  18. 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>

19. 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>>
20. 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. It is not known when the High Court hearing will occur, and it may not be until 2021. 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 and the Wigmans Proceedings 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 possibly 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; and
  - e. 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?**

21. The AMP Shareholder Class Action brought by Komlotex and Fernbrook is 'open', which means that (save for some limited exceptions) it includes as Group Members all persons who entered into a contract to acquire an interest in AMP Securities during the Relevant Period.
22. 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.
23. If you do not meet the above criteria, you may disregard this notice.

24. 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 will affect your rights.
25. 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 in paragraph [32] of this notice, or alternatively seek your own legal advice

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

26. 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 below;
  - 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 class action, you may be able to claim from the settlement amount without retaining a lawyer.
27. 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).
28. 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.

29. 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?**

30. Group Members have three options:
- a. **Option A:** register to participate as a Group Member in the AMP Shareholder Class Action;
  - b. **Option B:** opt out of the AMP Shareholder Class Action; 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.

### **Where can you obtain copies of relevant documents?**

31. 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/class-actions/current-class-actions/AMP-class-action/>); or
  - b. may be obtained by contacting the Plaintiffs' solicitors (Maurice Blackburn), whose contact details are set out in paragraph [32] of this notice.
32. Please consider the above matters carefully. If there is anything of which you are unsure, you should contact the Plaintiffs' solicitors (Maurice Blackburn) or seek your own legal advice. You should not delay in making your decision. The contact details for Maurice Blackburn are as follows:

Email: [AMPClassAction@mauriceblackburn.com.au](mailto:AMPClassAction@mauriceblackburn.com.au)

Tel: 1800 931 524

Post: Maurice Blackburn  
Level 8, 179 North Quay  
Brisbane Qld 4000

## SECTION 2

### YOUR THREE OPTIONS

#### ***Option A – Register to Participate as a Group Member***

1. The Plaintiffs and AMP intend to seek an order that any Group Member who does not register for the AMP Shareholder Class Action by **4.00pm (AEDT) on 28 July 2020** should be excluded from receiving a benefit from any settlement that may be agreed to either at the forthcoming mediation to be held by 11 December 2020 (or such later date as the Court orders) or within six months of the commencement of that mediation. The Court will then decide whether to approve the settlement on that basis. To register for the AMP Shareholder Class Action, you must, by no later than **4.00 pm (AEDT) on 28 July 2020**, complete and submit the online registration form via Maurice Blackburn's website, accessible at: <https://www.mauriceblackburn.com.au/class-actions/current-class-actions/AMP-class-action/>. If you require a hard copy of the registration form, please contact Maurice Blackburn using the contact details set out in paragraph [32] above.
2. There is no cost to register, and if you do register before the deadline:
  - you will continue to be a person or entity whose claim against AMP is a claim the subject of the AMP Shareholder Class Action (in due course, the Court may require you to take further steps to participate in the AMP Shareholder Class Action, but if this occurs, a further notice will be sent to you at the same address to which this notice has been sent);
  - you may choose to (but are not required to) enter into the Retainer and Costs Agreement with Maurice Blackburn;
  - 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 will not be able to pursue the same claims, and may not be able to pursue related claims, against AMP in other legal proceedings.
3. Your registration must be completed and received by Maurice Blackburn before **4.00 pm (AEDT) on 28 July 2020**. Registrations received after that time will not be accepted, and you will be treated as having not responded to this notice (see Option C below). This means that you will remain as a Group Member in the AMP Shareholder Class Action, but you may not be entitled to receive a distribution payment from any settlement that may be agreed to at the forthcoming mediation, or within six months

after the commencement of that mediation, if the Plaintiffs and AMP are successful in obtaining an order that only those Group Members who have registered can obtain compensation received through the settlement. However, you may still be entitled to receive a distribution payment from any settlement that may be agreed to after that time, or from any favourable judgment, in the AMP Shareholder Class Action.

4. 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 to participate in the class action.

### ***Option B – Opt Out***

5. 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 28 July 2020**.
6. If you opt out of the AMP Shareholder Class Action, you will:
- 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;
  - not be entitled to receive any compensation from any successful damages award or settlement outcome arising in the AMP Shareholder Class Action; and
  - 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.
7. 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 28 July 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***

8. Group Members who do nothing (i.e. have not already 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 28 July 2020**) will remain as Group Members in the AMP Shareholder Class Action for all purposes, but may not be entitled to receive a distribution payment from any settlement that may be agreed to at the mediation to be held by 11 December 2020 (or such later date as the Court orders),

or within six months after the commencement of that mediation, if the Plaintiffs and AMP are successful in obtaining an order that only those Group Members who have registered can obtain compensation received through the settlement. However, Group Members who do nothing may still be entitled to receive a distribution payment from any settlement that may be agreed to after that time, or from any favourable judgment, in the AMP Shareholder Class Action.

9. Further, Group Members who do nothing will be bound by the ultimate outcome of the AMP Shareholder Class Action, and will 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.

**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 June 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 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 Securities during the period 10 May 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 (see below for more information).

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 person who wishes to register for the AMP Shareholder Class Action for loss suffered as a result of the conduct described above, must by **4.00pm (AEDT) on 28 July 2020**:
  - a. Have already retained Maurice Blackburn to act for you in relation to the AMP Shareholder Class Action; or
  - b. complete and submit the AMP Shareholder Class Action Group Member Registration Form which is available:
    - (i) online at <https://www.mauriceblackburn.com.au/class-actions/current-class-actions/amp-shareholder-class-action/>; or
    - (ii) by contacting Maurice Blackburn on 1800 931 524 or by email at [AMPClassAction@mauriceblackburn.com.au](mailto:AMPClassAction@mauriceblackburn.com.au).
2. Any person who wishes to have no part in the class action must opt out of the class action by **4pm (AEDT) on 28 July 2020**.

If you do not do either of these things then it may affect your rights.

### More Information

If you believe you may be a group member in the AMP Shareholder Class Action, it is very important that you read further information available on Maurice Blackburn's website as soon as possible: <https://www.mauriceblackburn.com.au/class-actions/current-class-actions/amp-shareholder-class-action/>.

**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  | <b>Komlotex Pty Ltd</b>                     |
| Second Plaintiff | <b>Fernbrook (Aust) Investments Pty Ltd</b> |
| Defendant        | <b>AMP Limited ABN 49079354519</b>          |

**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:

- 2 I forego the right to share in any relief obtained by the representative party in the representative proceedings;
- 3 I am not entitled to receive any further notification about the conduct or disposition of the proceedings; and
- 4 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 28 July 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<br>Law Courts Building, Queen's Square<br>184 Phillip Street<br>Sydney NSW 2000 |
| Postal address | Supreme Court of NSW<br>GPO Box 3<br>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 to participate in the AMP Shareholder Class Action (available online at:***

***<https://www.mauriceblackburn.com.au/class-actions/current-class-actions/amp-class-action/>***

#### **Registration for AMP Shareholder Class Action**

Maurice Blackburn has commenced a class action on behalf of shareholders of AMP Limited (ASX: AMP) (**AMP**) who suffered losses following alleged revelations of 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 28 July 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/class-actions/current-class-actions/amp-class-action/>). 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/class-actions/current-class-actions/amp-class-action/>).

### **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](mailto: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/class-actions/current-class-actions/amp-class-action/>) or alternatively contact Maurice Blackburn on 1800 931 524 or at [AMPClassAction@mauriceblackburn.com.au](mailto:AMPClassAction@mauriceblackburn.com.au).

**REGISTRATION FORM**

| <b>1. Type of Claimant</b> |   |   |
|----------------------------|---|---|
| A                          | Individual, Joint Holding(s), Trust, Partnership, Company/Corporation or Institutional Investor   | <input type="checkbox"/> Individual<br><input type="checkbox"/> Joint Holding(s)<br><input type="checkbox"/> Trustee / Responsible Entity / Investment Manager / Custodian / Agent<br><input type="checkbox"/> Partnership<br><input type="checkbox"/> Company/Corporation<br><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)  |   |
| <b>2. Contact Details</b>  |   |   |
| 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?   |  |
| <b>3. Costs Agreement</b> |   |  |
| 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><b>Agreement Declaration</b></p> <p>By ticking the box below you confirm that:</p> <ul style="list-style-type: none"> <li>• you are the claimant, or you are otherwise duly authorised to act on the Claimant's behalf;</li> <li>• you are entering into a legally binding agreement (the Retainer &amp; Costs Agreement);</li> <li>• you accept the terms of the agreement by electronic acceptance;</li> <li>• this electronic acceptance has the same effect as if you had signed a hard copy version of the agreement; and</li> <li>• you expressly consent to this method of acceptance in accordance with s9(1) of the Electronic Transactions (Victoria) Act 2000.</li> </ul> <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  |
| <b>4. Holding Details</b> |   |  |
| T                         | Capacity in which the claimant registers this claim   | <input type="checkbox"/> On my own (or my company's behalf)<br><input type="checkbox"/> Agent<br><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 | Gross Price Paid (incl. brokerage) / Net Price Received (net of brokerage) |
|------------------|---|------------|------------------|------------|--|
|                  | <i>Drop down menu allows claimant to select 'Buy' or 'Sell'</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 931 534 or by email at AMPClass Action@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 AMPClass Action@mauriceblackburn.com.au.

\_\_\_\_\_  
Signed by, or on behalf of and with authority of, the Group Member (as specified in Question F above)

\_\_\_\_\_  
(print name)

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