

SUPREME COURT OF NEW SOUTH WALES
IMPORTANT NOTICE RE PROPOSED SETTLEMENT OF
AMP SHAREHOLDER CLASS ACTION

Komlotex Pty Ltd and Anor v AMP Ltd (2018/310118)

**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**

WHAT IS THIS?

1. The Supreme Court of New South Wales made orders on 27 September 2023 that this notice be published to let current and former AMP shareholders who may be group members in a class action against AMP know about a proposed settlement of the case.

WHY IS THE FOLLOWING INFORMATION IMPORTANT?

2. A class action has been commenced in the Supreme Court of New South Wales against AMP Limited (ASX: AMP) (**AMP**) on behalf of persons who entered into a contract to acquire an interest in AMP shares between 10 May 2012 and 13 April 2018, or American Depository Receipts representing AMP shares between 7 June 2012 and 13 April 2018 (**Relevant Period**).
3. With some limited exceptions, all persons who meet these criteria are potential “group members” and may be eligible to receive compensation in the event a financial recovery is made in the proceeding. The exceptions include certain persons related to AMP, and judges from the Supreme Court of New South Wales and the High Court of Australia.
4. The class action is referred to in this notice as the AMP Shareholder Class Action.
5. You should previously have received a Court-approved notice in September 2020 in relation to the AMP Shareholder Class Action. That notice set out some of the background to the class action, and advised you of your right to opt out of the class action if you did not wish to participate in it. The deadline for opting out in response to that opt-out notice was 4.00 pm (AEDT) on 23 November 2020. That deadline has now passed.
6. If you opted out of the AMP Shareholder Class Action by lodging an opt-out notice with Supreme Court of New South Wales before the opt-out deadline specified in the September 2020 Court approved notice, **you are no longer a part of this class action and you should disregard this notice.**
7. The Supreme Court has ordered that this notice be published for the information of the remaining potential group members (i.e. those who did not opt out in response to the September 2020 notice). **If you have not opted out of the class action, you should read the remainder of 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 paragraphs 9 and 40 of this notice, or alternatively seek your own legal advice.

8. This Settlement Notice provides important information about:
 - (a) your status as a potential group member;
 - (b) what you need to do if you have not already registered to participate in the AMP Shareholder Class Action, but wish to participate in the proposed settlement described below (and potentially receive some compensation);
 - (c) what will happen if you do not register to participate in the AMP Shareholder Class Action before the Court-ordered deadline of 4:00pm, **3 November 2023**; and
 - (d) what you need to do if you wish to object to the proposed settlement of the AMP Shareholder Class Action.

CONTACT INFORMATION, AND WHERE TO DIRECT QUESTIONS

9. 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

WHAT IS A CLASS ACTION?

10. A class action is a legal action that is brought by one or more persons (the plaintiffs) on their own behalf and on behalf of a group of persons (group members) against another person or persons (defendant), where the plaintiffs and the group members all have similar claims against the defendant. The plaintiffs in the AMP Shareholder Class Action are Komlotex Pty Limited and Fernbrook (Aust) Investments Pty Limited.
11. The plaintiffs in a class action do not need to seek the consent of group members to commence a class action on their behalf, or to identify a specific group member or members. However, group members can cease to be group members by ‘opting out’ of the class action by a Court-imposed deadline. An explanation of how group members could opt out was contained in a previous notice to group members and, as noted above, the deadline for opting out has now passed.
12. Group members in a class action cannot be made responsible for any legal costs in the event that the class action is unsuccessful and under no circumstances will you be left “out of pocket” as a result of participating in the AMP Shareholder Class Action.

WHAT IS THE AMP SHAREHOLDER CLASS ACTION ABOUT?

13. In the AMP Shareholder Class Action, the plaintiffs alleged that AMP failed to disclose to the market certain information relating to the charging of fees to customers where those customers were not receiving certain services for which the fees were payable.
14. The plaintiffs allege that this information was first revealed to the public on 16 and 17 April 2018 during the Royal Commission into Misconduct in the Banking, Superannuation and Financial Services Industry, and that its revelation caused a substantial decline in AMP's share price.
15. The plaintiffs allege that AMP:
 - (a) was obliged to disclose this information when it first became aware of it pursuant to its continuous disclosure obligations under the *Corporations Act 2001* (Cth) and in order to comply with related obligations under that Act and the Australian Consumer Law; and
 - (b) by its breaches of those obligations, caused loss to persons who purchased or acquired an interest in AMP securities during the period 10 May 2012 and 13 April 2018 (inclusive).
16. AMP denies the allegations and has settled the class action without admitting liability.

AM I PART OF THE CLASS ACTION?

17. Group members in the AMP Shareholder Class Action are all persons who acquired an interest in AMP securities during the Relevant Period, other than certain persons related to or associated with AMP, and judges of Courts involved (or potentially involved) in the class action.
18. You may be a group member if you entered into a contract to acquire an interest in:
 - (a) fully paid ordinary shares in AMP during the period 10 May 2012 to 13 April 2018 (inclusive), including by way of dividend reinvestment; and/or
 - (b) American Depository Receipts representing AMP Shares between 7 June 2012 and 13 April 2018 (inclusive).
19. If you do not meet the above criteria, you may disregard this notice.
20. If you do meet the above criteria, you may be a group member in the AMP Shareholder Class Action and you should read this notice carefully as it may affect your rights.
21. 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 paragraphs 9 and 40 of this notice, or alternatively seek your own legal advice.
22. Please note, this notice is **not** in relation to the separate class action which has been filed against AMP in relation to the charging of fees on superannuation accounts (the AMP Super Fees Class Action).

ARE GROUP MEMBERS LIABLE FOR LEGAL COSTS?

23. If the proposed settlement of the AMP Shareholder Class Action is approved by the Court, the Court will order that the reasonable legal costs of conducting the class action be deducted from the settlement sum, before calculating each group member's entitlement. In other words, the Court will determine what the reasonable legal costs of conducting the AMP Shareholder Class Action are and this amount will be spread among all participating group members. This means that, if you are eligible to participate as a group member in the distribution of the settlement sum, your share of the settlement (if any) will be calculated and paid to you after deduction of any legal costs – under no circumstances will you, by registering to participate in the proposed settlement, be liable to pay any 'out- of-pocket' costs to Maurice Blackburn.

THE PROPOSED SETTLEMENT

24. The trial of the AMP Shareholder Class Action was scheduled to commence on 21 August 2023. Shortly before that date, the parties agreed to a proposed settlement of the AMP Shareholder Class Action, where AMP will pay (without admission of liability), a total of \$110 million (inclusive of costs and interest) (the **Settlement Sum**) to settle the claims of the plaintiffs and group members.
25. The settlement must be approved by the Supreme Court of New South Wales as being fair and reasonable and in the interests of group members before it will be binding on group members. If approved, the Settlement Sum (after deduction of approved legal costs and other costs) will be distributed to those group members who, on or before **4pm (AEDT), 3 November 2023**, register to receive money under the settlement.
26. This means that, if you have not already registered to participate in the AMP Shareholder Class Action and want to receive any money under the settlement, **YOU MUST REGISTER BY 4PM (AEDT), 3 NOVEMBER 2023.**
27. If you want to object to the proposed settlement (i.e. argue that the Court should not approve it), you must also do so by **4PM (AEDT), 3 NOVEMBER 2023.**
28. If the proposed settlement is approved by the Court, there are likely to be deductions from the Settlement Sum before distribution of any monies to eligible group members. These include:
- (a) *Legal costs and disbursements*: Maurice Blackburn will seek payment of the reasonable legal costs incurred in conducting the AMP Shareholder Class Action, estimated to be approximately \$26 million up to 31 August 2023 (and, as indicated above, to be shared on an equitable basis by all group members). These costs were incurred over a five-year period and include the costs of investigating and preparing the matter for trial, and numerous pre-trial hearings that occurred in this period. It will be a matter for the Court to determine the amount of legal costs which it considers is fair and reasonable, and which may therefore be deducted from the Settlement Sum.
 - (b) *Plaintiffs' reimbursement payment*: The two Plaintiffs will seek payment of an amount of \$32,000 (each) for the time, inconvenience and expense incurred by them in conducting the AMP Shareholder Class Action on behalf of, and for the mutual benefit of, all group members, to be deducted from the Settlement Sum. Again, any such payment is subject to approval by the Court.

29. If the Court approves the proposed deductions from the Settlement Sum referred to above, there will be approximately \$84 million available for distribution to group members (plus any interest accrued on the Settlement Sum, less any further legal costs incurred in obtaining Court approval of the proposed settlement and distributing the Settlement Sum to group members (with all such further costs likewise being subject to the Court's approval)).
30. At the present time, it is not possible to estimate how much (if any) each registered group member will receive by way of a distribution from the proposed settlement, because this will depend on a number of factors including:
- (a) the number of group members who ultimately register to participate in the proposed settlement before the Court-imposed deadline of **4pm on 3 November 2023**;
 - (b) the time(s) at which each registered group member acquired and sold their AMP securities during the Relevant Period;
 - (c) the amount of the payments to Maurice Blackburn on account of legal costs and disbursements which the Court approves as fair and reasonable;
 - (d) the interest earned on the Settlement Sum; and
 - (e) the amount to be paid to the Plaintiffs as a Plaintiffs' Reimbursement Payment approved by the Court.
31. The Settlement Sum will, after deduction of Court-approved costs, be distributed in accordance with a Settlement Distribution Scheme to be approved by the Court (**Scheme**). The Scheme includes a proposed Loss Assessment Formula (**LAF**) which details how each group member's entitlement to a share of the Settlement Sum will be calculated. A copy of the Plaintiffs' proposed Scheme (excluding the confidential LAF) can be requested by contacting Maurice Blackburn, whose contact details are set out below. If you wish to obtain a copy of the confidential LAF, you may do so by requesting a copy from Maurice Blackburn and by signing and returning to Maurice Blackburn a confidentiality undertaking.
32. In addition, the settlement deed also provides for all group members to release and discharge AMP and its related parties from:
- (a) the claims made (either directly or indirectly) by the Plaintiffs or any group member in the AMP Shareholder Class Action;
 - (b) any claim (either direct or indirect) by the Plaintiffs or any group member which is in respect of, or arises out of, the same or related circumstances to those raised in the AMP Shareholder Class Action;
 - (c) any claim that the Plaintiffs or any group member has or may have, and which were raised or could have been raised in the AMP Shareholder Class Action against the Defendant or any of its Related Parties relating to or arising out of or in respect of (either directly or indirectly):
 - i. the matters the subject of the AMP Shareholder Class Action or any part of the Proceeding or which are raised in the Proceeding or which are in respect of, or arise out of, the same or related circumstances to those raised in the Proceeding; and

- ii. any thing related to the AMP Shareholder Class Action including, without limitation, any damage, loss, cost or expense suffered as a result of the matters the subject of the Proceeding or any part of it or which are raised in the Proceeding.

Thus, if the proposed settlement is approved by the Court, group members (whether they register to participate in the settlement or not) will be bound by the settlement, and will not be permitted to make any subsequent claim against AMP in relation to the above matters.

THE SETTLEMENT APPROVAL PROCESS

33. The Court will only approve the proposed settlement if it is satisfied that the settlement is fair and reasonable and in the interests of the group members, including as between the group members. If the Court is not so satisfied, it will not approve the proposed settlement (in which case, the AMP Shareholder Class Action will continue and there will be no distribution of monies to group members unless and until the Plaintiffs are successful in the class action, or a further settlement is reached and approved).
34. The Court will hear the application for approval of the proposed settlement at **10am on 14 November 2023** at the Supreme Court of New South Wales at 184 Phillip St Sydney.
35. If you are a group member in the AMP Shareholder Class Action, you have the right, if you wish, to attend that hearing and/or to make submissions as to why the Court should, or should not, approve the proposed settlement (or any particular aspect of it). If you wish to exercise that right, you need to follow the steps outlined below (under the heading ‘Objecting to the Proposed Settlement’).

WHAT ARE MY OPTIONS?

Options relating to participation in the settlement

Option 1: Group members who have already registered with Maurice Blackburn do not need to do anything (unless they want to object to the settlement): You will be entitled to participate in the proposed settlement if it is approved by the Court and you qualify for compensation. You do not need to re-register with Maurice Blackburn, or contact Maurice Blackburn about anything. Maurice Blackburn will contact you in due course with further information about the settlement distribution process.

Option 2: Register as a group member if you haven’t already done so: Register to participate by **4pm (AEDT) on 3 November 2023** at mauriceblackburn.com.au/ampshareholder, so that you can participate in the proposed settlement if it is approved by the Court and you qualify for compensation. There is no cost to register your claim. Registrations received after **4pm (AEDT) on 3 November 2023** will not be accepted, and you will be treated as having not validly registered.

Option 3: Do nothing: If you have not already registered with Maurice Blackburn and you do nothing, and if the proposed settlement is approved by the Court, you will not be entitled to any compensation, but you will still be bound by the settlement, and claims you may have against AMP arising from this class action will be extinguished. Group members who submitted an opt out notice prior to the Court-imposed deadline of 23 November 2020 also need not do anything in response to this notice. By choosing to opt out of the AMP Shareholder Class

Action, you are no longer a group member, you will not be affected by the class action or the proposed settlement, and you can disregard this notice.

Objecting to the proposed settlement

36. If you are a group member you have the right, if you wish, object to the proposed settlement and to make submissions as to why the Court should not approve the proposed settlement (or any particular aspect of it). If you wish to exercise that right, you must complete the Notice of Objection to Proposed Settlement form below, and email it to Maurice Blackburn by **4pm (AEDT) on 3 November 2023** at AMPClassActionObjections@mauriceblackburn.com.au.
37. Any Group Member who so objects may also (but is not obliged to) appear before the Court at the hearing of the application to approve the proposed settlement at **10am on 14 November 2023** at the Supreme Court of New South Wales, in Sydney.
38. You may object to the settlement and make such submissions whether or not you have registered to participate in the AMP Shareholder Class Action.
39. Any objections received by the Court will be considered by the Court, along with all of the other evidence and submissions filed by the parties, in determining whether or not to approve the proposed settlement.

If you want to object to the settlement, but nevertheless participate in the settlement in the event that your objection is overruled and the settlement is approved, you should register as set out above if you haven't already done so.

WHO SHOULD I CONTACT FOR MORE INFORMATION?

40. You may contact Maurice Blackburn on [1800 931 524](tel:1800931524) or by email to AMPclassaction@mauriceblackburn.com.au.

RELEVANT DOCUMENTS

[Notice of Objection to Proposed Settlement](#)

[Orders of Ball J made 27 September 2023](#)

[Further Amended Commercial List Statement filed 7 December 2021](#)

[Amended Commercial List Response filed 1 February 2022](#)