



LIFE INSURANCE ACT 1995 (CTH)

INSURANCE (PRUDENTIAL SUPERVISION) ACT 2010 (NZ)

NOTICE OF INTENTION TO APPLY TO THE FEDERAL COURT OF AUSTRALIA FOR CONFIRMATION OF A SCHEME UNDER PART 9 OF THE LIFE INSURANCE ACT 1995 (CTH) TO TRANSFER THE AUSTRALIAN AND NEW ZEALAND LIFE INSURANCE BUSINESS OF THE NATIONAL MUTUAL LIFE ASSOCIATION OF AUSTRALASIA LIMITED TO AMP LIFE LIMITED

AND

NOTICE OF APPLICATION TO RESERVE BANK OF NEW ZEALAND FOR APPROVAL TO TRANSFER NEW ZEALAND INSURANCE BUSINESS OF THE NATIONAL MUTUAL LIFE ASSOCIATION OF AUSTRALASIA LIMITED TO AMP LIFE LIMITED UNDER SECTION 44 OF THE INSURANCE (PRUDENTIAL SUPERVISION) ACT 2010 (NZ)

Notice is given that The National Mutual Life Association of Australasia Limited ABN 72 004 020 437 (**NMLA**) and AMP Life Limited ABN 84 079 300 379 (**AMP Life**) propose to make a joint application to the Federal Court of Australia seeking confirmation of a scheme under Part 9 of the *Life Insurance Act 1995* (Cth) to transfer the Australian and New Zealand life insurance business of NMLA to AMP Life (**Scheme**). NMLA and AMP Life are each owned by AMP Limited ABN 49 079 354 519 and the Scheme is being undertaken as part of an internal reorganisation of the group.

Should the Scheme be confirmed by the Federal Court of Australia and the required approval, in the case of New Zealand life insurance business, be given by the Reserve Bank of New Zealand under the *Insurance (Prudential Supervision) Act 2010* (NZ):

- all of the Australian and New Zealand life insurance business of NMLA will be transferred to AMP Life; and
- AMP Life will be substituted for NMLA under policies underwritten by NMLA,

on or about 1 January 2017.

The date fixed for the hearing of the application is 7 December 2016 at 10:15am or on such other date as the Court appoints. The hearing will be held at the New South Wales Registry of the Federal Court of Australia, which is located at the Law Courts Building, Queens Square, Sydney NSW 2000.

Any person who, in the Court's opinion, may be affected by the Scheme, can attend the Court hearing and request to be heard by the Court on the application.

If you'd like to be heard at the hearing, it would assist if you contact our lawyer, for Australian policy owners, Ms Pamela Madafoglio of MinterEllison on +61 (02) 9921 8888 or, for New Zealand policy owners, Mr Tim Williams of Chapman Tripp on +64 (09) 358 9840 between 9am and 5pm Monday to Friday, at least three business days before the hearing date.

Affected policy owners aren't required to take any action if they have no objection to the Scheme.

Invitation to New Zealand policy owners

If you're an owner of a NMLA or AMP Life policy in New Zealand you're invited to submit your views, comments and questions via the feedback form online, email or telephone using the details set out in this notice by no later than 31 October 2016 in order for them to be considered by the Reserve Bank of New Zealand. You'll still be able to provide your feedback after that time (until the hearing date) but it won't form part of the Reserve Bank of New Zealand's approval process.

A copy of this notice, the Scheme, a summary of the Scheme approved by the Australian Prudential Regulation Authority, the actuarial report prepared by the appointed actuary of AMP Life and NMLA (Anton Kapel) dated 8 August 2016 and the independent actuarial report prepared by John Nicholls of Willis Towers

Watson ABN 45 002 415 349 dated 2 September 2016 will be available free of charge to download, by email request or by calling on the details below:

Australia

1300 057 492 (from 10 October 2016 between 9am and 5pm)

transfer@amp.com.au

www.amp.com.au/transfer (from 8 October 2016)

New Zealand

0800 333 080 (from 10 October 2016 between 8am and 6pm)

feedback@amp.co.nz

www.amp.co.nz/transferNZ (from 8 October 2016)

Copies of these documents will also be available for inspection between 10 October 2016 and 2 November 2016 (inclusive), between 9am and 5pm (local time), Monday to Friday (other than public holidays) at the following locations. You can also request a free copy of the scheme documents at these locations during these times.

AUSTRALIA

New South Wales

MinterEllison
Level 40, Governor Macquarie Tower
1 Farrer Place
Sydney NSW 2000
Contact: James Stanton

Queensland

MinterEllison
Level 22, Waterfront Place
1 Eagle Street
Brisbane QLD 4000
Contact: Cassandra Heilbronn

Victoria

MinterEllison
Level 23, Rialto Towers
525 Collins Street
Melbourne VIC 3000
Contact: Danielle Snell

Australian Capital Territory

MinterEllison
Level 3, 25 National Circuit
Forrest ACT 2603
Contact: Caroline Hickey

Western Australia

MinterEllison
Level 4, Allendale Square
77 St Georges Terrace
Perth WA 6000
Contact: Jennifer Solliss

Northern Territory

MinterEllison
Level 1, 60 Smith Street
Darwin NT 0800
Contact: Lhia-Clare Davis

South Australia

MinterEllison
Level 10, Grenfell Centre
25 Grenfell Street
Adelaide SA 5000
Contact: Paul Doecke

Tasmania

Dobson Mitchell Allport
59 Harrington Street
Hobart TAS 7000
Contact: Lisa Rankin

NEW ZEALAND

Auckland

Chapman Tripp
23 Albert Street
Auckland 1010
Contact: Tim Williams

Christchurch

Chapman Tripp
245 Blenheim Road
Christchurch 8041
Contact: Andrew Woods

Wellington

Chapman Tripp
Level 17, 10 Customhouse Quay
Wellington 6011
Contact: Mike Woodbury