

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

|                       |  |                |
|-----------------------|--|----------------|
| <b>Name of entity</b> | Macquarie Group Limited & Macquarie Bank Limited |                |
| <b>ABN</b>            | 94 122 169 279                                   | 46 008 583 542 |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |  |
|----------------------------|--|
| <b>Name of Director</b>    | Gordon M Cairns  |
| <b>Date of last notice</b> | 15 May 2015 re: Macquarie Group Limited fully paid ordinary shares (MQG Shares). |

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

| Direct or indirect interest   | Indirect  |
|---|---|
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | <ul style="list-style-type: none"> <li>• Securities registered in the name of Bond Street Custodians Limited &lt;MICSHE – D00154 A/C&gt;, on behalf of Ceilidh Pty Ltd ATF Cairns Superannuation Fund, of which Gordon Cairns is a beneficiary; and</li> <li>• Securities registered in the name of Bond Street Custodians Limited &lt;MICSHE – D00800 A/C&gt; on behalf of Gordon Cairns.</li> </ul> |
| <b>Date of change</b>   | 24 November 2015  |
| <b>No. of securities held prior to change</b>   | <ul style="list-style-type: none"> <li>• 10,500 MQG Shares registered in the name of Bond Street Custodians Limited &lt;MICSHE – D00154 A/C&gt;; and</li> <li>• 2,171 MQG Shares registered in the name of Bond Street Custodians Limited &lt;MICSHE – D00800 A/C&gt;.</li> </ul>   |
| <b>Class</b>  | MQG Shares  |
| <b>Number acquired</b>  | 63 MQG Shares.  |
| <b>Number disposed</b>  | Nil   |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>  | \$78.40 per MQG Share   |

+ See chapter 19 for defined terms.

**Appendix 3Y**  
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|  |   |
|--|---|
| <b>No. of securities held after change</b>   | <ul style="list-style-type: none"> <li>• 10,563 MQG Shares registered in the name of Bond Street Custodians Limited &lt;MICSHE – D00154 A/C&gt;; and</li> <li>• 2,171 MQG Shares registered in the name of Bond Street Custodians Limited &lt;MICSHE – D00800 A/C&gt;.</li> </ul> |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | Shares allotted pursuant to the November 2015 Macquarie Group Limited Share Purchase Plan.  |

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

|   |  |
|---|--|
| <b>Detail of contract</b>   |  |
| <b>Nature of interest</b>   |  |
| <b>Name of registered holder (if issued securities)</b>   |  |
| <b>Date of change</b>   |  |
| <b>No. and class of securities to which interest related prior to change</b><br><small>Note: Details are only required for a contract in relation to which the interest has changed</small> |  |
| <b>Interest acquired</b>  |  |
| <b>Interest disposed</b>  |  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated valuation</small>   |  |
| <b>Interest after change</b>  |  |

**Part 3 – +Closed period**

|  |     |
|--|-----|
| <b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>   | N/A |
| <b>If prior written clearance was provided, on what date was this provided?</b>  | N/A |

Date: 25 November 2015

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Introduced 30/09/01 Amended 01/01/11

|                       |  |                |
|-----------------------|--|----------------|
| <b>Name of entity</b> | Macquarie Group Limited & Macquarie Bank Limited |                |
| <b>ABN</b>            | 94 122 169 279                                   | 46 008 583 542 |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |   |
|----------------------------|---|
| <b>Name of Director</b>    | Diane J Grady   |
| <b>Date of last notice</b> | 27 July 2015 re: Macquarie Group Limited fully paid ordinary shares (MQG Shares) and Macquarie Group Capital Notes (MQGPA Notes). |

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

|   |  |
|---|--|
| <b>Direct or indirect interest</b>  | Indirect   |
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Securities registered in the name of Mr Christopher Komor & Ms Diane Grady <Grady Komor Super Fund A/C> of which Diane Grady is a beneficiary.   |
| <b>Date of change</b>   | 24 November 2015.  |
| <b>No. of securities held prior to change</b>   | <ul style="list-style-type: none"> <li>• 7,073 MQG Shares; and</li> <li>• 400 MQGPA Notes.</li> </ul>  |
| <b>Class</b>  | MQG Shares.  |
| <b>Number acquired</b>  | 367 MQG Shares.  |
| <b>Number disposed</b>  | Nil.   |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>  | <ul style="list-style-type: none"> <li>• \$78.40 per MQG Share for 63 MQG Shares allotted pursuant to the November 2015 Share Purchase Plan (SPP); and</li> <li>• \$82.00 per MQG Share for 304 MQG Shares purchased on market.</li> </ul> |
| <b>No. of securities held after change</b>  | <ul style="list-style-type: none"> <li>• 7,440 MQG Shares; and</li> <li>• 400 MQGPA Notes.</li> </ul>  |

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|   |   |
|---|---|
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Shares allotted pursuant to the SPP and acquired via on market trade. |
|---|---|

### Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

|  |  |
|--|--|
| <b>Detail of contract</b>  |  |
| <b>Nature of interest</b>  |  |
| <b>Name of registered holder (if issued securities)</b>  |  |
| <b>Date of change</b>  |  |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed |  |
| <b>Interest acquired</b>   |  |
| <b>Interest disposed</b>   |  |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation   |  |
| <b>Interest after change</b>   |  |

### Part 3 – +Closed period

|  |     |
|--|-----|
| <b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>   | N/A |
| <b>If prior written clearance was provided, on what date was this provided?</b>  | N/A |

Dated: 25 November 2015

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Introduced 30/09/01 Amended 01/01/11

|                       |  |                |
|-----------------------|--|----------------|
| <b>Name of entity</b> | Macquarie Group Limited & Macquarie Bank Limited |                |
| <b>ABN</b>            | 94 122 169 279                                   | 46 008 583 542 |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |   |
|----------------------------|---|
| <b>Name of Director</b>    | Michael J Hawker  |
| <b>Date of last notice</b> | 7 April 2015 re: Macquarie Group Limited fully paid ordinary shares (MQG Shares). |

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

|   |   |
|---|---|
| <b>Direct or indirect interest</b>  | Direct and Indirect   |
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Securities registered in the name of Dayera Investments Pty Ltd <The Hawker Family S/F A/C> a fund of which Michael Hawker is a beneficiary.  |
| <b>Date of change</b>   | 24 November 2015.   |
| <b>No. of securities held prior to change</b>   | <ul style="list-style-type: none"> <li>• 4,248 MQG Shares registered in the name of Michael John Hawker; and</li> <li>• 3,024 MQG Shares registered in the name of Dayera Investments Pty Ltd &lt;The Hawker Family S/F A/C&gt;.</li> </ul> |
| <b>Class</b>  | MQG Shares.   |
| <b>Number acquired</b>  | 63 MQG Shares acquired in the name of Dayera Investments Pty Ltd <The Hawker Family S/F A/C>.   |
| <b>Number disposed</b>  | N/A   |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>  | \$78.40 per MQG Share.  |

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**Appendix 3Y**  
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|  |   |
|--|---|
| No. of securities held after change  | <ul style="list-style-type: none"> <li>• 4,248 MQG Shares registered in the name of Michael John Hawker; and</li> <li>• 3,087 MQG Shares registered in the name of Dayera Investments Pty Ltd &lt;The Hawker Family S/F A/C&gt;.</li> </ul> |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | Shares allotted pursuant to the November 2015 Macquarie Group Limited Share Purchase Plan.  |

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

|   |  |
|---|--|
| Detail of contract  |  |
| Nature of interest  |  |
| Name of registered holder (if issued securities)  |  |
| Date of change  |  |
| <b>No. and class of securities to which interest related prior to change</b><br><small>Note: Details are only required for a contract in relation to which the interest has changed</small> |  |
| Interest acquired   |  |
| Interest disposed   |  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated valuation</small>   |  |
| Interest after change   |  |

**Part 3 – +Closed period**

|   |     |
|---|-----|
| Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required? | No  |
| If so, was prior written clearance provided to allow the trade to proceed during this period?   | N/A |
| If prior written clearance was provided, on what date was this provided?  | N/A |

Dated: 25 November 2015

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|                       |  |                |
|-----------------------|--|----------------|
| <b>Name of entity</b> | Macquarie Group Limited & Macquarie Bank Limited |                |
| <b>ABN</b>            | 94 122 169 279                                   | 46 008 583 542 |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |  |
|----------------------------|--|
| <b>Name of Director</b>    | Kevin McCann   |
| <b>Date of last notice</b> | 22 May 2015 re: Macquarie Group Limited fully paid ordinary shares (MQG Shares) and Macquarie Group Capital Notes (MCN). |

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

|   |  |
|---|--|
| <b>Direct or indirect interest</b>  | Indirect   |
| <b>Nature of indirect interest</b><br>(including registered holder)<br>Note: Provide details of the circumstances giving rise to the relevant interest. | <ul style="list-style-type: none"> <li>• Securities registered in the name HJ McCann Investments Pty Limited &lt;HK McCann Super A/C&gt; of which Kevin McCann is a beneficiary; and</li> <li>• Securities registered in the name of Cottesloe Pty Limited a company in which Kevin McCann has a relevant interest.</li> </ul>                           |
| <b>Date of change</b>   | 24 November 2015   |
| <b>No. of securities held prior to change</b>   | <ul style="list-style-type: none"> <li>• 14,464 MQG Shares registered in the name of HJ McCann Investments Pty Limited &lt;HK McCann Super A/C&gt;; and</li> <li>• 960 MCN registered in the name of HJ McCann Investments Pty Limited &lt;HK McCann Super A/C&gt;; and</li> <li>• 3,840 MCN registered in the name of Cottesloe Pty Limited.</li> </ul> |
| <b>Class</b>  | MQG Shares.  |
| <b>Number acquired</b>  | 63 MQG Shares.   |
| <b>Number disposed</b>  | Nil  |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation   | \$78.40 per MQG Share.   |

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|  |  |
|--|--|
| No. of securities held after change  | <ul style="list-style-type: none"> <li>• 14,527 MQG Shares registered in the name of HJ McCann Investments Pty Limited &lt;HK McCann Super A/C&gt;; and</li> <li>• 960 MCN registered in the name of HJ McCann Investments Pty Limited &lt;HK McCann Super A/C&gt;; and</li> <li>• 3,840 MCN registered in the name of Cottesloe Pty Limited.</li> </ul> |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | Shares allotted pursuant to the November 2015 Macquarie Group Limited Share Purchase Plan.   |

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

|   |  |
|---|--|
| Detail of contract  |  |
| Nature of interest  |  |
| Name of registered holder (if issued securities)  |  |
| Date of change  |  |
| <b>No. and class of securities to which interest related prior to change</b><br><small>Note: Details are only required for a contract in relation to which the interest has changed</small> |  |
| Interest acquired   |  |
| Interest disposed   |  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated valuation</small>   |  |
| Interest after change   |  |

**Part 3 – +Closed period**

|   |     |
|---|-----|
| Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required? | No  |
| If so, was prior written clearance provided to allow the trade to proceed during this period?   | N/A |
| If prior written clearance was provided, on what date was this provided?  | N/A |

Dated: 25 November 2015

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Introduced 30/09/01 Amended 01/01/11

|                       |  |                |
|-----------------------|--|----------------|
| <b>Name of entity</b> | Macquarie Group Limited & Macquarie Bank Limited |                |
| <b>ABN</b>            | 94 122 169 279                                   | 46 008 583 542 |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |   |
|----------------------------|---|
| <b>Name of Director</b>    | Nicola Wakefield Evans  |
| <b>Date of last notice</b> | 18 June 2015 re: Macquarie Group Limited fully paid ordinary shares (MQG Shares). |

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

|   |  |
|---|--|
| <b>Direct or indirect interest</b>  | Indirect   |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest.                        | Securities registered in the name of Danby Investments Pty Limited <Evans 2 Family S/F A/C> of which Nicola Wakefield Evans is the sole beneficiary of all MQG shares held by the trust. |
| <b>Date of change</b>   | 24 November 2015.  |
| <b>No. of securities held prior to change</b>   | 4,036 MQG Shares registered in the name of Danby Investments Pty Limited <Evans2 Family S/F A/C>.  |
| <b>Class</b>  | MQG Shares.  |
| <b>Number acquired</b>  | 63 MQG Shares.   |
| <b>Number disposed</b>  | Nil.   |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation   | \$78.40 per MQG Share.   |
| <b>No. of securities held after change</b>  | 4,099 MQG Shares registered in the name of Danby Investments Pty Limited <Evans2 Family S/F A/C>.  |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Shares allotted pursuant to the November 2015 Macquarie Group Limited Share Purchase Plan.   |

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### Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

|   |  |
|---|--|
| <b>Detail of contract</b>   |  |
| <b>Nature of interest</b>   |  |
| <b>Name of registered holder (if issued securities)</b>   |  |
| <b>Date of change</b>   |  |
| <b>No. and class of securities to which interest related prior to change</b><br><small>Note: Details are only required for a contract in relation to which the interest has changed</small> |  |
| <b>Interest acquired</b>  |  |
| <b>Interest disposed</b>  |  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated valuation</small>   |  |
| <b>Interest after change</b>  |  |

### Part 3 – +Closed period

|  |     |
|--|-----|
| <b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>   | N/A |
| <b>If prior written clearance was provided, on what date was this provided?</b>  | N/A |

Date: 25 November 2015.

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