

# 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>	Shemara Wikramanayake
<b>Date of last notice</b>	8 April 2019 re the Macquarie Australian Small Companies Fund and 29 August 2018 re Macquarie Group securities.

### **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>	<b>Direct and Indirect interest.</b>
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Registered in the name of Aljebra Pty Limited <Aljebra Investment A/C>, as trustee for the Aljebra Investment Trust, of which Ms Wikramanayake is a beneficiary; Registered in the name of Aljebra Super Pty Limited <Aljebra Super Fund A/C>, on behalf of the Aljebra Superannuation Fund, of which Ms Wikramanayake is a beneficiary; and Registered in the name of Citicorp Nominees Pty Limited on behalf of the Aljebra Investment Trust, of which Ms Wikramanayake is a beneficiary.

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<b>Date of change</b>	<ul style="list-style-type: none"> <li>14 May 2019 re Restricted Share Units (RSUs) in the Macquarie Group Employee Retained Equity Plan (MEREP); and</li> <li>14 and 15 May 2019 re Macquarie Group Limited ordinary shares (MQG Shares).</li> </ul>
<b>No. of securities held prior to change</b>	<p>MQG Shares:</p> <ul style="list-style-type: none"> <li>41,272 MQG Shares held in the name of Aljebra Super Pty Limited &lt;Aljebra Super Fund A/C&gt;;</li> <li>524,812 MQG Shares held in the name of Aljebra Pty Limited &lt;Aljebra Investment A/C&gt;; and</li> <li>233,930 MQG Shares registered in the name of Citicorp Nominees Pty Limited on behalf of the Aljebra Investment Trust.</li> </ul> <p>MEREP Awards held by Shemara Wikramanayake:</p> <ul style="list-style-type: none"> <li>236,853 RSUs; and</li> <li>113,132 Performance Share Units (PSUs).</li> </ul>
<b>Class</b>	<ul style="list-style-type: none"> <li>MQG Shares; and</li> <li>RSUs held under the MEREP, being a beneficial interest in a share held by the trust.</li> </ul>
<b>Number acquired</b>	<ul style="list-style-type: none"> <li>46,258 MQG Shares acquired by Shemara Wikramanayake on release of vested RSUs from the MEREP on 14 May 2019; and</li> <li>46,258 MQG Shares acquired in the name of Aljebra Pty Limited &lt;Aljebra Investment A/C&gt; on 15 May 2019.</li> </ul>
<b>Number disposed</b>	<ul style="list-style-type: none"> <li>46,258 RSUs in the name of Shemara Wikramanayake on 14 May 2019; and</li> <li>46,258 MQG Shares in the name of Shemara Wikramanayake on 15 May 2019.</li> </ul>
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	<ul style="list-style-type: none"> <li>There was no consideration for the release of vested RSUs; and</li> <li>Off market transfer of MQG Shares from Ms Wikramanayake to Aljebra Pty Limited &lt;Aljebra Investment A/C&gt; at \$120.16 per MQG Share.</li> </ul>

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<b>No. of securities held after change</b>	<p>MQG Shares:</p> <ul style="list-style-type: none"> <li>• 41,272 MQG Shares held in the name of Aljebra Super Pty Limited &lt;Aljebra Super Fund A/C&gt;;</li> <li>• 571,070 MQG Shares held in the name of Aljebra Pty Limited &lt;Aljebra Investment A/C&gt;; and</li> <li>• 233,930 MQG Shares registered in the name of Citicorp Nominees Pty Limited on behalf of the Aljebra Investment Trust, of which Shemara Wikramanayake is a beneficiary.</li> </ul> <p>MEREP Awards held by Shemara Wikramanayake:</p> <ul style="list-style-type: none"> <li>• 190,595 RSUs; and</li> <li>• 113,132 PSUs.</li> </ul>
<p><b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Release of vested RSUs under MEREP leading to the acquisition of MQG Shares, followed by the off market transfer of those MQG Shares from Ms Wikramanayake to Aljebra Pty Limited &lt;Aljebra Investment A/C&gt;.</p>

**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>	
<p><b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed</p>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<p><b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation</p>	

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Interest after change	
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**Part 3 – <sup>+</sup>Closed period**

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> 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?	No
If prior written clearance was provided, on what date was this provided?	No

Date: 21 May 2019

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<sup>+</sup> See chapter 19 for defined terms.