

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

Name of entity	Macquarie Group Limited & Macquarie Bank Limited	
ABN	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.

Name of Director	Shemara Wikramanayake
Date of last notice	6 July 2020 re Macquarie Group Limited fully paid ordinary shares (MQG Shares) and Restricted Share Units (RSUs) and Performance Share Units (PSUs) held under the Macquarie Group Employee Retained Equity Plan (MEREP).

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	Direct and Indirect interest.
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	<ul style="list-style-type: none">• 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>, as trustee for 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.

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Date of change	<ul style="list-style-type: none"> • 4 August 2020; • 6 August 2020; and • 7 August 2020.
No. of securities held prior to change	<p>MQG Shares:</p> <ul style="list-style-type: none"> • 41,272 MQG Shares registered in the name of Aljebra Super Pty Limited <Aljebra Super Fund A/C>; • 652,870 MQG Shares registered in the name of Aljebra Pty Limited <Aljebra Investment A/C>; • 233,930 MQG Shares registered in the name of Citicorp Nominees Pty Limited on behalf of the Aljebra Investment Trust; and <p>MEREP Awards held by Shemara Wikramanayake:</p> <ul style="list-style-type: none"> • 211,151 RSUs; and • 92,256 PSUs. <p>Macquarie Agricultural Fund – Crop Australia units:</p> <ul style="list-style-type: none"> • 2,000,000 units registered in name of Aljebra Super Pty Limited <Aljebra Super Fund A/C>.
Class	<ul style="list-style-type: none"> • PSUs structured as a Deferred Share Unit (DSU), being a right to receive MQG Shares in the future, with performance hurdles attached; and • RSUs held under the MEREP, being a beneficial interest in a share held by the MEREP Trust; and • MQG Shares.

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Number acquired	<p>The following PSUs and RSUs have been granted to Shemara Wikramanayake on 4 August 2020 following the approval of shareholders on 30 July 2020 at Macquarie's 2020 Annual General Meeting (AGM):</p> <ul style="list-style-type: none"> • 139,266 RSUs; and • 32,575 PSUs. <p>Acquisition of 17,721 MQG Shares on 6 August 2020 on conversion of vested PSUs, which formed part of Ms Wikramanayake's prior years' remuneration. The shares were subsequently transferred into the name of Aljebra Pty Limited <Aljebra Investment A/C> on 7 August 2020.</p>
Number disposed	17,721 PSUs converted into MQG Shares by Shemara Wikramanayake on 6 August 2020.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	<ul style="list-style-type: none"> • Ms Wikramanayake will not make any cash payment for the grant of PSUs. The PSUs are an incentive mechanism for future performance and subject to performance hurdles as previously disclosed. • Ms Wikramanayake received the grant of RSUs in lieu of a cash payment of the corresponding amount of her 2020 profit share. The effective price payable for the FY2020 retained profit share awards for all staff (including Ms Wikramanayake) was \$112.15 per RSU. • No cash payment is required for the conversion of vested PSUs from MEREP. • 8,388 MQG shares at \$124.82 and 9,333 MQG Shares at \$124.79 acquired by Aljebra Pty Limited <Aljebra Investment A/C>.
No. of securities held after change	<p>MQG Shares:</p> <ul style="list-style-type: none"> • 41,272 MQG Shares registered in the name of Aljebra Super Pty Limited <Aljebra Super Fund A/C>; • 670,591 MQG Shares registered in the name of Aljebra Pty Limited <Aljebra Investment A/C>; • 233,930 MQG Shares registered in the name of Citicorp Nominees Pty

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

	<p>Limited on behalf of the Aljebra Investment Trust; and</p> <p>MEREP Awards held by Shemara Wikramanayake:</p> <ul style="list-style-type: none"> • 350,417 RSUs; and • 107,110 PSUs. <p>Macquarie Agricultural Fund – Crop Australia units:</p> <ul style="list-style-type: none"> • 2,000,000 units registered in name of Aljebra Super Pty Limited <Aljebra Super Fund A/C>.
<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Grant of RSUs and PSUs under MEREP and conversion of vested PSUs to MQG Shares.</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.

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

Date: 10 August 2020

⁺ See chapter 19 for defined terms.