

13 June 2014

Company Announcements Office
Australian Securities Exchange Limited
20 Bridge Street
Sydney NSW 2000



Dear Sir/Madam

Macquarie Group Limited - Issued Ordinary Capital and Options Update – 1 May to 31 May 2014.

Since the last notification to the ASX on 14 May 2014 of the positions as at 30 April 2014:

- a) 1,187 fully paid ordinary shares issued were upon exercise of Deferred Share Units (“DSUs”) granted under the Macquarie Group Employee Retained Equity Plan (“MEREP”);
- b) the following fully paid ordinary shares were issued at a price of \$80.30 each on retraction of exchangeable shares issued by Macquarie Capital Acquisitions (Canada) Limited, a subsidiary of Macquarie Group Limited, pursuant to the retention agreements entered into with key Orion Financial Inc. (“Orion”) employees shortly after the completion of the acquisition by Macquarie of Orion in December 2007:
 - 354 shares on 14 May 2014; and
 - 1,888 shares on 27 May 2014.
- c) 18,316 fully paid ordinary shares were issued on 28 May 2014 at a price of \$50.80 each on retraction of exchangeable shares issued by Macquarie Capital Acquisitions (Canada) No.2 Limited, a subsidiary of Macquarie Group Limited, pursuant to retention agreements entered into with key employees as part of the acquisition of Tristone Capital Global Inc. (“Tristone”) in August 2009;

d) the following options have been exercised (converting into one newly issued fully paid share per option):

- 2,832 options exercisable at \$36.35 each and expiring on 8 August 2014 (MQG1433);
- 4,390 options exercisable at \$36.81 each and expiring on 22 June 2014 (MQG1432);
- 1,575 options exercisable at \$38.78 each and expiring on 22 July 2014 (MQG1434); and
- 7,551 options exercisable at \$48.80 each and expiring on 8 December 2014 (MQG1441).

Therefore, as at 31 May 2014, the number of issued fully paid ordinary shares in Macquarie Group Limited ("MGL") was 321,112,843.

Since the notification to the ASX on 14 May 2014 of the positions as at 30 April 2014 the following further movements in convertible securities have occurred pursuant to the MEREP:

- 873 DSUs have been granted;
- 50,823 DSUs have been exercised;
- 6,878 DSUs have expired; and
- 6,961 PSUs have been exercised.

Therefore, as at 31 May 2014:

- the number of DSUs on issue was 3,837,537; and
- the number of PSUs was 1,785,199.

The total number of ordinary shares on issue noted above includes 2,740,397 ordinary shares held by the MEREP Trustee in a reserve account which may be used to satisfy the obligations of MGL in respect of DSUs issued under the MEREP, including allocation of ordinary shares on exercise of DSUs.

As at 31 May 2014 there were 151,656 Exchangeable Shares on issue by Macquarie Capital Acquisitions (Canada) Limited, each of which, following adjustments made to reflect the recent MGL share consolidation ("Consolidation"), may be exchanged into 0.9438 of a MGL share (in accordance with their terms of issue), issued as part of the acquisition of Orion in November 2007.

As at 31 May 2014 there were 262,830 Exchangeable Shares on issue by Macquarie Capital Acquisitions (Canada) No. 2 Limited, each of which, following adjustments made to reflect the Consolidation, may be exchanged into 0.9438 of a MGL share (in accordance with their terms of issue), issued as part of the acquisition of Tristone in August 2009. There are a further 11,295 Exchangeable Shares on issue, resulting from the exercise of retention options previously held under retention agreements with key former Tristone employees, each of which, following adjustments made to reflect the

Consolidation, may be exchanged into 0.9438 of a MGL share (in accordance with their terms of issue).

Since the notification to ASX on 14 May 2014 of the positions as at 30 April 2014, there have been no new options issued under the Macquarie Group Employee Share Option Plan.

Since the notification to ASX on 14 May 2014 of the positions as at 30 April 2014, no lapses of unexercised options have been processed between 1 May and 31 May 2014.

Therefore the number of options on issue as at 30 May 2014 was 64,531, all exercisable into one share per option.

Yours faithfully

Nigel Donnelly
Assistant Company Secretary

Listing of Macquarie Group Limited Options

As at 31 May 2014

MQG Code	Number	Exercise Price	Expiry Date
MQG1431	2,832	\$36.50	9/06/2014
MQG1432	3,776	\$36.81	22/06/2014
MQG1433	6,953	\$36.35	8/07/2014
MQG1436	2,832	\$45.86	24/08/2014
MQG1437	4,719	\$49.69	8/09/2014
MQG1438	24,540	\$53.66	22/09/2014
MQG1439	10,383	\$54.91	8/10/2014
MQG1440	8,496	\$54.92	22/10/2014
	<u>64,531</u>		