

# 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	Kevin McCann
Date of last notice	7 April 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.

Direct or indirect interest	Indirect
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"><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>
Date of change	20 May 2015
No. of securities held prior to change	<ul style="list-style-type: none"><li>13,864 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>
Class	MQG Shares
Number acquired	600 MQG Shares acquired in the name of HJ McCann Investments Pty Limited <HK McCann Super A/C>
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$79.01 per MQG Share.

+ See chapter 19 for defined terms.

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No. of securities held after change	<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>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	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.

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> Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
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: 22 May 2015

+ See chapter 19 for defined terms.