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SEC Mail  
Mail Processing  
Section

SEP 02 2008

27 August 2008

United States Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington D.C. 20549  
United States of America

Washington, DC  
106



Dear Sir/Madam

**Macquarie Group Limited (File Number 082-35128) documents for lodgement**

Please find relevant documents for Macquarie Group Limited for lodgement to satisfy the requirements of Rule 12g3-2(b).

Yours sincerely

Dennis Leong  
Company Secretary

**SUPL**

PROCESSED  
SEP 05 2008  
THOMSON REUTERS

Document furnished to United States  
Securities and Exchange Commission by  
Macquarie Group Limited

## Appendix 3B

### New issue announcement, application for quotation of additional securities and agreement

*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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

MACQUARIE GROUP LIMITED

ABN

94 122 169 279

We (the entity) give ASX the following information.

#### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |  |   |
|---|--|---|
| 1 | +Class of +securities issued or to be issued   | Fully Paid Ordinary Shares                              |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 159,500   |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | As per other fully paid ordinary shares already quoted. |

+ See chapter 19 for defined terms.

4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

Yes.

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

5 Issue price or consideration

124,126 @ \$28.74  
9,634 @ \$32.26  
16,404 @ \$32.75  
1,000 @ \$33.11  
1,668 @ \$34.49  
6,668 @ \$39.64

6 Purpose of the issue  
(If issued as consideration for the acquisition of assets, clearly identify those assets)

As per other fully paid ordinary shares already quoted.

7 Dates of entering +securities into uncertificated holdings or despatch of certificates

159,500 on 26/08/2008

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+ See chapter 19 for defined terms.

8	Number and <sup>+</sup> class of all <sup>+</sup> securities quoted on ASX (including the securities in clause 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="764 178 1040 216">Number</th> <th data-bbox="1040 178 1320 216"><sup>+</sup>Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="764 216 1040 426">280,844,575</td> <td data-bbox="1040 216 1320 426">Fully Paid Ordinary Shares</td> </tr> </tbody> </table>	Number	<sup>+</sup> Class	280,844,575	Fully Paid Ordinary Shares			
Number	<sup>+</sup> Class								
280,844,575	Fully Paid Ordinary Shares								
9	Number and <sup>+</sup> class of all <sup>+</sup> securities not quoted on ASX (including the securities in clause 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="764 462 1040 499">Number</th> <th data-bbox="1040 462 1320 499"><sup>+</sup>Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="764 499 1040 659">53,385,387</td> <td data-bbox="1040 499 1320 659">Options over Ordinary Shares at various exercise prices</td> </tr> <tr> <td data-bbox="764 659 1040 1045">1,517,244</td> <td data-bbox="1040 659 1320 1045">Exchangeable shares issued by Macquarie Capital Acquisitions (Canada) Limited, a subsidiary of Macquarie Group Limited, which may be exchanged into 1,517,244 fully paid Ordinary shares in Macquarie Group Limited</td> </tr> </tbody> </table>	Number	<sup>+</sup> Class	53,385,387	Options over Ordinary Shares at various exercise prices	1,517,244	Exchangeable shares issued by Macquarie Capital Acquisitions (Canada) Limited, a subsidiary of Macquarie Group Limited, which may be exchanged into 1,517,244 fully paid Ordinary shares in Macquarie Group Limited	
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53,385,387	Options over Ordinary Shares at various exercise prices								
1,517,244	Exchangeable shares issued by Macquarie Capital Acquisitions (Canada) Limited, a subsidiary of Macquarie Group Limited, which may be exchanged into 1,517,244 fully paid Ordinary shares in Macquarie Group Limited								
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Shares rank pari passu with all existing fully paid ordinary shares.							

**Part 2 - Bonus issue or pro rata issue**

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the <sup>+</sup> securities will be offered	
14	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates	
15	<sup>+</sup> Record date to determine entitlements	

+ See chapter 19 for defined terms.

16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?

17 Policy for deciding entitlements in relation to fractions

18 Names of countries in which the entity has +security holders who will not be sent new issue documents

Note: Security holders must be told how their entitlements are to be dealt with.

Cross reference: rule 7.7.

19 Closing date for receipt of acceptances or renunciations

20 Names of any underwriters

21 Amount of any underwriting fee or commission

22 Names of any brokers to the issue

23 Fee or commission payable to the broker to the issue

24 Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders

25 If the issue is contingent on +security holders' approval, the date of the meeting

26 Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled

27 If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders

28 Date rights trading will begin (if applicable)

29 Date rights trading will end (if applicable)

---

+ See chapter 19 for defined terms.

- 
- 30 How do +security holders sell their entitlements *in full* through a broker?
- 31 How do +security holders sell *part* of their entitlements through a broker and accept for the balance?
- 32 How do +security holders dispose of their entitlements (except by sale through a broker)?
- 33 +Despatch date

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

34 Type of securities  
(tick one)

(a)  Securities described in Part 1

(b)  All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

35  If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36  If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories

- 1 - 1,000
- 1,001 - 5,000
- 5,001 - 10,000
- 10,001 - 100,000
- 100,001 and over

+ See chapter 19 for defined terms.

37  A copy of any trust deed for the additional +securities

**Entities that have ticked box 34(b)**

38 Number of securities for which +quotation is sought

39 Class of +securities for which quotation is sought

40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)		

**Quotation agreement**

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

+ See chapter 19 for defined terms.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
  - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: ..... Date: 26 August 2008  
(Assistant Company Secretary)

Print name: Paula Walsh  
=====

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+ See chapter 19 for defined terms.

Maquarie Group of Companies  
Australia and Worldwide

No.1 Martin Place  
Sydney NSW 2000  
GPO Box 4294  
Sydney NSW 1164

Telephone (61 2) 8232 3333  
Facsimile (61 2) 8232 7780  
Internet <http://www.macquarie.com.au>

Document furnished to United States  
Securities and Exchange Commission by  
Macquarie Group Limited

File Number: 082-35128

25 August 2008

Company Announcements  
ASX Limited

### Section 259C Exemption Notice - MQG

Macquarie Life Limited (MLL), MQ Specialist Investment Management Limited (MQSIML) and MQ Portfolio Management Limited (MQPML), wholly owned subsidiaries of Macquarie Group Limited (Macquarie), have been granted exemption from compliance with section 259C of the Corporations Act 2001 (Cth) allowing them to invest in Macquarie shares.

The exemptions were granted by the Australian Securities and Investments Commission and are subject to certain conditions. One of these conditions is that Macquarie discloses the information below to the Australian Securities Exchange Limited on a fortnightly basis.

As at 22 August 2008, in respect of MQSIML and MQPML, the percentage of Macquarie voting shares:

- (a) over which they have the power to control voting or disposal was 0.014%; and
- (b) underlying any options, derivatives and conditional agreements held by them was 0%.

As at 22 August 2008, in respect of MLL, the percentage of Macquarie voting shares:

- (a) over which MLL has the power to control voting or disposal was 0.017%; and
- (b) underlying any options, derivatives and conditional agreements held by MLL was 0%.

Yours faithfully

Michael Panikian  
Assistant Company Secretary

Phone: + 61 2 8232 9739  
Fax: + 61 2 8232 4437  
Email: [Substantial.Holdings@macquarie.com](mailto:Substantial.Holdings@macquarie.com)

# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

*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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

MACQUARIE GROUP LIMITED

ABN

94 122 169 279

We (the entity) give ASX the following information.

### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |  |   |
|---|--|---|
| 1 | +Class of +securities issued or to be issued   | Fully Paid Ordinary Shares                              |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 18,508  |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | As per other fully paid ordinary shares already quoted. |

+ See chapter 19 for defined terms.

4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

Yes.

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

5 Issue price or consideration

14,172 @ \$28.74  
2,668 @ \$32.26  
1,668 @ \$34.60

6 Purpose of the issue  
(If issued as consideration for the acquisition of assets, clearly identify those assets)

As per other fully paid ordinary shares already quoted.

7 Dates of entering +securities into uncertificated holdings or despatch of certificates

18,508 on 25/08/2008

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+ See chapter 19 for defined terms.

	Number	+Class
8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)	280,685,075	Fully Paid Ordinary Shares

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	53,544,887	Options over Ordinary Shares at various exercise prices
	1,517,244	Exchangeable shares issued by Macquarie Capital Acquisitions (Canada) Limited, a subsidiary of Macquarie Group Limited, which may be exchanged into 1,517,244 fully paid Ordinary shares in Macquarie Group Limited

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Shares rank pari passu with all existing fully paid ordinary shares.
---	--

## Part 2 - Bonus issue or pro rata issue

- |   |  |
|---|--|
| 11 Is security holder approval required?            |  |
| 12 Is the issue renounceable or non-renounceable?   |  |
| 13 Ratio in which the +securities will be offered   |  |
| 14 +Class of +securities to which the offer relates |  |
| 15 +Record date to determine entitlements           |  |

+ See chapter 19 for defined terms.

- |    |   |  |
|----|---|--|
| 16 | Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?  |  |
| 17 | Policy for deciding entitlements in relation to fractions   |  |
| 18 | Names of countries in which the entity has +security holders who will not be sent new issue documents<br><br><small>Note: Security holders must be told how their entitlements are to be dealt with.<br/>Cross reference: rule 7.7.</small> |  |
| 19 | Closing date for receipt of acceptances or renunciations  |  |
| 20 | Names of any underwriters   |  |
| 21 | Amount of any underwriting fee or commission  |  |
| 22 | Names of any brokers to the issue   |  |
| 23 | Fee or commission payable to the broker to the issue  |  |
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders   |  |
| 25 | If the issue is contingent on +security holders' approval, the date of the meeting  |  |
| 26 | Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled  |  |
| 27 | If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders   |  |
| 28 | Date rights trading will begin (if applicable)  |  |
| 29 | Date rights trading will end (if applicable)  |  |

---

+ See chapter 19 for defined terms.

- 
- 30 How do <sup>+</sup>security holders sell their entitlements *in full* through a broker?
- 31 How do <sup>+</sup>security holders sell *part* of their entitlements through a broker and accept for the balance?
- 32 How do <sup>+</sup>security holders dispose of their entitlements (except by sale through a broker)?
- 33 <sup>+</sup>Despatch date

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

34 Type of securities  
(tick one)

(a)  Securities described in Part 1

(b)  All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

#### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

- 35  If the <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders
- 36  If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>securities setting out the number of holders in the categories  
 1 - 1,000  
 1,001 - 5,000  
 5,001 - 10,000  
 10,001 - 100,000  
 100,001 and over

+ See chapter 19 for defined terms.

37  A copy of any trust deed for the additional +securities

**Entities that have ticked box 34(b)**

38 Number of securities for which +quotation is sought

39 Class of +securities for which quotation is sought

40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)		

**Quotation agreement**

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

---

+ See chapter 19 for defined terms.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
  - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: ..... Date: 25 August 2008  
(Assistant Company Secretary)

Print name: Michael Panikian  
=====

---

+ See chapter 19 for defined terms.

**Appendix 3B**

**New issue announcement,  
application for quotation of additional securities  
and agreement**

*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.*

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MACQUARIE GROUP LIMITED

ABN

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We (the entity) give ASX the following information.

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*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |  |   |
|---|--|---|
| 1 | +Class of +securities issued or to be issued   | Fully Paid Ordinary Shares                              |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 31,005  |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | As per other fully paid ordinary shares already quoted. |

+ See chapter 19 for defined terms.

4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

Yes.

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

5 Issue price or consideration

28,669 @ \$28.74  
1,668 @ \$32.26  
668 @ \$32.75

6 Purpose of the issue  
(If issued as consideration for the acquisition of assets, clearly identify those assets)

As per other fully paid ordinary shares already quoted.

7 Dates of entering +securities into uncertificated holdings or despatch of certificates

31,005 on 22/08/2008

---

+ See chapter 19 for defined terms.

	Number	+Class
8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)	280,666,567	Fully Paid Ordinary Shares

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	53,563,395	Options over Ordinary Shares at various exercise prices
	1,517,244	Exchangeable shares issued by Macquarie Capital Acquisitions (Canada) Limited, a subsidiary of Macquarie Group Limited, which may be exchanged into 1,517,244 fully paid Ordinary shares in Macquarie Group Limited

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Shares rank pari passu with all existing fully paid ordinary shares.
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## Part 2 - Bonus issue or pro rata issue

- 11 Is security holder approval required?
- 12 Is the issue renounceable or non-renounceable?
- 13 Ratio in which the +securities will be offered
- 14 +Class of +securities to which the offer relates
- 15 +Record date to determine entitlements

+ See chapter 19 for defined terms.

- 16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?
- 17 Policy for deciding entitlements in relation to fractions
- 18 Names of countries in which the entity has +security holders who will not be sent new issue documents  
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Cross reference: rule 7.7.
- 19 Closing date for receipt of acceptances or renunciations
- 20 Names of any underwriters
- 21 Amount of any underwriting fee or commission
- 22 Names of any brokers to the issue
- 23 Fee or commission payable to the broker to the issue
- 24 Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders
- 25 If the issue is contingent on +security holders' approval, the date of the meeting
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- 29 Date rights trading will end (if applicable)

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30	How do +security holders sell their entitlements <i>in full</i> through a broker?	
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32	How do +security holders dispose of their entitlements (except by sale through a broker)?	
33	+Despatch date	

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

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#### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

35  If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36  If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories  
 1 - 1,000  
 1,001 - 5,000  
 5,001 - 10,000  
 10,001 - 100,000  
 100,001 and over

+ See chapter 19 for defined terms.

37  A copy of any trust deed for the additional +securities

**Entities that have ticked box 34(b)**

38 Number of securities for which +quotation is sought

39 Class of +securities for which quotation is sought

40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

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- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)		

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- There is no reason why those +securities should not be granted +quotation.
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Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
  - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: ..... Date: 22 August 2008  
(Assistant Company Secretary)

Print name: Michael Panikian  
=====

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+ See chapter 19 for defined terms.

File Number: 082-35128

Rule 3.19A.2

# 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 30/9/2001.

<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>	Nicholas William Moore
<b>Date of last notice</b>	30 July 2008 but 27 May 2008 re: Macquarie Infrastructure Group ("MIG") stapled securities, Macquarie Communications Infrastructure Group ("MCG") stapled securities, unlisted options over unissued fully paid ordinary Macquarie Group Limited ("MQG") shares and Macquarie Airports ("MAP") stapled 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*

Direct or indirect interest	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	<ul style="list-style-type: none"> <li>• Securities held by Divco 11 Pty Limited, a company in which Nicholas Moore has a relevant interest;</li> <li>• Securities held by Venamay Pty Limited, a company in which Nicholas Moore has a relevant interest; and</li> <li>• Securities held by Venamay Pty Limited, a company in which Nicholas Moore has a relevant interest, in Bare Trust for Nicholas Moore.</li> </ul>
<b>Date of change</b>	<ul style="list-style-type: none"> <li>• 14 August 2008 re: allotment of MIG stapled securities;</li> <li>• 15 August 2008 re: allotment of MCG stapled securities and grant of unlisted options over unissued fully paid ordinary MQG shares; and</li> <li>• 19 August 2008 re: allotment of MIG stapled securities.</li> </ul>

+ See chapter 19 for defined terms.

<p><b>No. of securities held prior to change</b></p>	<ul style="list-style-type: none"> <li>• 671,446 MIG stapled securities held by Venamay Pty Limited</li> <li>• 250,504 MIG stapled securities held by Divco 11 Pty Limited;</li> <li>• 272,283 MCG stapled securities held by Venamay Pty Limited in Bare Trust for Nicholas Moore;</li> </ul> <p>MQG options held by Nicholas Moore:</p> <ul style="list-style-type: none"> <li>• 48,334 options over unissued fully paid ordinary MQG shares exercisable at \$32.26 each and expiring on 23 August 2009;</li> <li>• 170,000 options over unissued fully paid ordinary MQG shares exercisable at \$63.34 each and expiring on 1 August 2010;</li> <li>• 160,000 options over unissued fully paid ordinary MQG shares exercisable at \$61.79 each and expiring on 1 August 2011; and</li> <li>• 154,400 options over unissued fully paid ordinary MQG shares exercisable at \$71.41 each and expiring on 15 August 2012.</li> </ul> <ul style="list-style-type: none"> <li>• 680,415 MAP stapled securities held by Nicholas Moore;</li> <li>• 2,106,484 MAP stapled securities held by Venamay Pty Limited; and</li> <li>• 1,326,389 MAP stapled securities held by Divco 11 Pty Limited.</li> </ul>
<p><b>Class</b></p>	<ul style="list-style-type: none"> <li>• MIG stapled securities;</li> <li>• MCG stapled securities;</li> <li>• Options over unissued fully paid ordinary MQG shares, expiring on 15 August 2013; and</li> <li>• MAP stapled securities</li> </ul>
<p><b>Number acquired</b></p>	<ul style="list-style-type: none"> <li>• 25,805 MIG stapled securities allotted to Venamay Pty Limited;</li> <li>• 9,627 MIG stapled securities allotted to Divco 11 Pty Limited</li> <li>• 21,172 MCG stapled securities allotted to Venamay Pty Limited, in Bare Trust for Nicholas Moore;</li> <li>• 243,900 options over unissued fully paid ordinary MQG shares granted to Nicholas Moore;</li> <li>• 30,423 MAP stapled securities allotted to Nicholas Moore;</li> <li>• 94,186 MAP stapled securities allotted to Venamay Pty Limited; and</li> <li>• 59,306 MAP stapled securities allotted to Divco 11 Pty Limited.</li> </ul>
<p><b>Number disposed</b></p>	<p>Nil</p>

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+ See chapter 19 for defined terms.

## Change of Director's Interest Notice

<p><b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation</p>	<ul style="list-style-type: none"> <li>• \$2.602005 per MIG stapled security;</li> <li>• \$2.9579 per MCG stapled security;</li> <li>• Options over unissued fully paid ordinary MQG shares exercisable at \$53.91 each; and</li> <li>• \$2.9075 per MAP stapled security.</li> </ul>
<p><b>No. of securities held after change</b></p>	<ul style="list-style-type: none"> <li>• 697,251 MIG stapled securities held by Venamay Pty Limited</li> <li>• 260,131 MIG stapled securities held by Divco 11 Pty Limited;</li> <li>• 293,455 MCG stapled securities held by Venamay Pty Limited in Bare Trust for Nicholas Moore;</li> </ul> <p>Options over unissued fully paid ordinary MQG shares held by Nicholas Moore:</p> <ul style="list-style-type: none"> <li>• 48,334 options over unissued fully paid ordinary MQG shares exercisable at \$32.26 each and expiring on 23 August 2009;</li> <li>• 170,000 options over unissued fully paid ordinary MQG shares exercisable at \$63.34 each and expiring on 1 August 2010;</li> <li>• 160,000 options over unissued fully paid ordinary MQG shares exercisable at \$61.79 each and expiring on 1 August 2011;</li> <li>• 154,400 options over unissued fully paid ordinary MQG shares exercisable at \$71.41 each and expiring on 15 August 2012; and</li> <li>• 243,900 options over unissued fully paid ordinary MQG shares exercisable at \$53.91 each and expiring on 15 August 2013.</li> </ul> <ul style="list-style-type: none"> <li>• 710,838 MAP stapled securities held by Nicholas Moore;</li> <li>• 2,200,670 MAP stapled securities held by Venamay Pty Limited; and</li> <li>• 1,385,695 MAP stapled securities held by Divco 11 Pty Limited.</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>	<ul style="list-style-type: none"> <li>• MIG, MCG and MAP stapled securities allotted pursuant to respective Distribution Reinvestment Plans; and</li> <li>• Options over unissued fully paid ordinary MQG shares acquired via a grant of employee options.</li> </ul>

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

<b>Detail of contract</b>	
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

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<b>Date of change</b>	
<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	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

Dated: 21 August 2008

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+ See chapter 19 for defined terms.

Securities and Exchange Commission by

New issue announcement

Macquarie Group Limited

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

File Number: 082-35128

**Appendix 3B****New issue announcement,  
application for quotation of additional securities  
and agreement**

*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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

MACQUARIE GROUP LIMITED

ABN

94 122 169 279

We (the entity) give ASX the following information.

**Part 1 - All issues**

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |  |   |
|--|---|
| 1 +Class of +securities issued or to be issued   | Fully Paid Ordinary Shares                              |
| 2 Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 58,287  |
| 3 Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | As per other fully paid ordinary shares already quoted. |

+ See chapter 19 for defined terms.

4 Do the \*securities rank equally in all respects from the date of allotment with an existing \*class of quoted \*securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

Yes.

5 Issue price or consideration

44,753 @ \$28.74  
2,400 @ \$32.26  
10,134 @ \$32.75  
1,000 @ \$33.11

6 Purpose of the issue  
(If issued as consideration for the acquisition of assets, clearly identify those assets)

As per other fully paid ordinary shares already quoted.

7 Dates of entering \*securities into uncertificated holdings or despatch of certificates

58,287 on 21/08/2008

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+ See chapter 19 for defined terms.

	Number	+Class
8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)	280,635,562	Fully Paid Ordinary Shares

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	53,594,400	Options over Ordinary Shares at various exercise prices
	1,517,244	Exchangeable shares issued by Macquarie Capital Acquisitions (Canada) Limited, a subsidiary of Macquarie Group Limited, which may be exchanged into 1,517,244 fully paid Ordinary shares in Macquarie Group Limited

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Shares rank pari passu with all existing fully paid ordinary shares.
---	--

## Part 2 - Bonus issue or pro rata issue

- 11 Is security holder approval required?
- 12 Is the issue renounceable or non-renounceable?
- 13 Ratio in which the +securities will be offered
- 14 +Class of +securities to which the offer relates
- 15 +Record date to determine entitlements

+ See chapter 19 for defined terms.

- |    |   |  |
|----|---|--|
| 16 | Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?  |  |
| 17 | Policy for deciding entitlements in relation to fractions   |  |
| 18 | Names of countries in which the entity has +security holders who will not be sent new issue documents<br><br><small>Note: Security holders must be told how their entitlements are to be dealt with.<br/>Cross reference: rule 7.7.</small> |  |
| 19 | Closing date for receipt of acceptances or renunciations  |  |
| 20 | Names of any underwriters   |  |
| 21 | Amount of any underwriting fee or commission  |  |
| 22 | Names of any brokers to the issue   |  |
| 23 | Fee or commission payable to the broker to the issue  |  |
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders   |  |
| 25 | If the issue is contingent on +security holders' approval, the date of the meeting  |  |
| 26 | Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled  |  |
| 27 | If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders   |  |
| 28 | Date rights trading will begin (if applicable)  |  |
| 29 | Date rights trading will end (if applicable)  |  |

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+ See chapter 19 for defined terms.

30	How do +security holders sell their entitlements <i>in full</i> through a broker?	
31	How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	
32	How do +security holders dispose of their entitlements (except by sale through a broker)?	
33	+Despatch date	

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

34 Type of securities  
(tick one)

(a)  Securities described in Part 1

(b)  All other securities  
Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

35  If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36  If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories  
 1 - 1,000  
 1,001 - 5,000  
 5,001 - 10,000  
 10,001 - 100,000  
 100,001 and over

+ See chapter 19 for defined terms.

37  A copy of any trust deed for the additional +securities

**Entities that have ticked box 34(b)**

38 Number of securities for which +quotation is sought

39 Class of +securities for which quotation is sought

40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)	<input type="text"/>	<input type="text"/>

**Quotation agreement**

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.

+ See chapter 19 for defined terms.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
  - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: ..... Date: 21 August 2008  
(Assistant Company Secretary)

Print name: Paula Walsh  
=====

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+ See chapter 19 for defined terms.

20 August 2008

**BY FAX - ORIGINAL IN POST**  
**(61 2 823 233 50)**

Macquarie Group Ltd.  
No. 1 Martin Place  
Sydney, NSW 2000

**Re: Notice of Change in Interests of Substantial Shareholder under Section 671B**

Company Secretary:

Enclosed is a Notice of Change in Interests of Substantial Shareholder Under Section 671B dated 19 August 2008. Please note that a copy of this report has been sent to the Australian Stock Exchange.

Neither the Capital Group Companies, Inc. nor any of its affiliates own shares of your company for its own account. Rather, the shares reported on Form 604 are owned by accounts under the discretionary investment management of one or more of the investment management companies that make up the Capital Group Companies, Inc.

For the purposes of this Notice an outstanding share balance of 280,562,141 shares was used to calculate the percentages of holdings of the relevant share capital. We believe this outstanding share balance is current; however, if this number is not accurate, please contact us as soon as possible so that we may make the necessary revisions to this Notice.

Should you have questions or require additional information, please contact Gina Martinez or Vivien Tan at (213) 615-0469, or send a fax message to (213) 486-9698. Alternatively, you may contact us via E-mail at [GRGroup@capgroup.com](mailto:GRGroup@capgroup.com).

Regards,

Gina Martinez  
Compliance Manager

## Form 604

## Corporations Act 2001 Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme Macquarie Group Ltd.

ACN/ARSN \_\_\_\_\_

## 1. Details of substantial holder(1)

Name The Capital Group Companies, Inc.

ACN/ARSN (if applicable) n/a

There was a change in the interests of the substantial holder on

19 August 2008

The previous notice was given to the company on

09 April 2008

The previous notice was dated

08 April 2008

The shares reported were owned by accounts under the discretionary investment management of 5 investment management companies (Capital Research and Management Company, Capital International, Inc., Capital International S.A., Capital International Limited, and Capital Guardian Trust Company) which are direct or indirect subsidiaries of The Capital Group Companies, Inc., 333 South Hope Street, 55th Floor, Los Angeles, California 90071 and such shares are being reported in the aggregate.

## 2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Shares (OR Stapled Securities)	13,981,954 shares	5.0923%	17,270,025 shares	6.1555%

The shares being reported under this section are owned by accounts under the discretionary investment management of 5 investment management companies (Capital Research and Management Company, Capital International, Inc., Capital International S.A., Capital International Limited, and Capital Guardian Trust Company) which are direct or indirect subsidiaries of The Capital Group Companies, Inc., 333 South Hope Street, 55th Floor, Los Angeles, California 90071 and such shares are being reported in the aggregate.

**3. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
09/4/08 Thru 19/8/08	The Capital Group Companies, Inc.	Acquisition	Average price of 54.1351 AUD	3,288,071 Ordinary Shares	3,288,071

See Annexure A dated 08 April 2008

**4. Present relevant interests**

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
		none			
See Annexure A dated 19 August 2008 (copy attached)					

**5. Changes in association**

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

**6. Addresses**

The addresses of persons named in this form are as follows:

Name	Address
The Capital Group Companies, Inc.	333 South Hope Street, 55 <sup>th</sup> Floor Los Angeles, CA 90071

**Signature**

print name: David M. Givner

Capacity: Associate Counsel

sign here \_\_\_\_\_

date

20 August 2008

## Annexure "A"

This is the Annexure of 8 pages marked Annexure "A" referred to in Form 604 signed by this corporation dated 19 August 2008.

The Capital Group Companies, Inc.

By:

\_\_\_\_\_  
David M. Givner  
Associate Counsel

**Australia Annexure  
Macquarie Group Ltd.**

**19 August 2008**

**CG Investment Management Company**  
Capital Guardian Trust Company

<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
44000300	277,918	
44000500	22,017	
44001800	5,117	
44002000	35,305	
44002300	13,937	
44022700	3,449	
44022900	34,811	
44023900	7,886	
44024600	15,047	
44025900	25,202	
44028100	6,177	
44028600	7,798	
44029600	6,538	
44029700	13,667	
44032100	8,475	
44036500	115,720	
44036900	18,146	
44037400	3,650	
44039600	16,851	
44040900	16,433	
44041200	4,415	
44042000	52,616	
44043000	4,299	
44043200	7,100	
44043700	2,849	
44044000	4,289	
44044700	5,447	
44045900	36,719	
44046700	1,604	
44099400	22,990	
44255000	83,390	
44255500	25,773	
44255900	8,800	
44258000	504	
44259200	8,499	
44259300	8,510	
44260104	8,586	
44261300	37,973	
44263800	1,671	
44267200	7,899	
44268600	6,937	
44269700	1,870	
44270600	18,170	
44271500	10,682	
44273000	4,973	
44273400	2,782	
44276200	4,097	
44277700	20,796	
44278600	2,318	
44279100	6,542	
44281200	5,502	
44283000	1,251	
44283700	2,126	
44283900	15,159	

**Australia Annexure  
Macquarie Group Ltd.**

**19 August 2008**

**CG Investment Management Company**

<b><u>Account Number</u></b>	<b><u>Number of Shares</u></b>	<b><u>% Held</u></b>
44286300	5,701	
44287000	3,949	
44288400	2,964	
44288500	6,776	
44294300	19,135	
44295500	15,534	
44296400	12,141	
44298400	1,010	
44301500	11,455	
44302000	320	
44302200	7,728	
44304500	7,480	
44308600	8,855	
44313700	5,374	
44315000	38,011	
44316900	6,100	
44317300	7,916	
44318100	5,980	
44318300	2,549	
44321600	6,343	
44323000	4,046	
44326800	6,014	
44328100	3,015	
44328400	2,212	
44331200	10,625	
44335700	557	
44336000	22,100	
44336100	2,566	
44339400	4,239	
44342000	12,996	
44343000	15,025	
44343400	10,616	
44343600	6,545	
44344600	3,832	
44344700	364	
44344800	2,298	
44345600	24,612	
44346200	3,960	
44346900	10,658	
44347400	3,991	
44348800	14,341	
44349500	488	
44351800	8,460	
44351900	10,834	
44352100	5,130	
44352200	2,076	
44352400	5,547	
44353000	4,037	
44353900	5,116	
44356900	3,291	
44357100	5,272	
44357800	34,136	
44358000	22,189	
44358800	22,098	

**Australia Annexure  
Macquarie Group Ltd.**

**19 August 2008**

**CG Investment Management Company**

<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
44359100	3,343	
44359200	27,054	
44359400	13,636	
44359700	1,626	
44359800	31,197	
44359900	16,734	
44363400	22,955	
44364600	10,910	
44364700	4,969	
44364900	11,814	
44366400	1,370	
44368900	2,112	
44369400	9,667	
44370400	13,340	
44370700	953	
44372500	7,230	
44372600	5,100	
44373100	2,512	
44373700	4,700	
44373900	1,432	
44375500	10,959	
44375700	2,400	
44376300	6,690	
44940300	85,701	
44950900	52,946	
44951300	42,430	
	1,953,669	

**Capital International Limited**

43051100	19,838
43051500	5,348
43057200	4,100
43057600	6,519
43057700	6,200
43060800	6,700
43355500	2,020
43356100	5,305
43360400	4,097
43400500	1,500
43401500	20,220
43404700	14,643
43404900	5,258
43406300	94,400
43411100	6,521
43411800	3,562
43412500	17,181
43412800	1,623
43417500	26,326
43417700	131,297
43417800	8,500
43418100	7,565
43418400	52,445
43418800	17,300
43419300	40,100

**Australia Annexure  
Macquarie Group Ltd.**

**19 August 2008**

**CG Investment Management Company**

<b><u>Account Number</u></b>	<b><u>Number of Shares</u></b>	<b><u>% Held</u></b>
43420200	27,962	
43425300	7,093	
43425700	25,100	
43426200	52,051	
43426300	132,075	
43426700	96,448	
43426800	25,586	
43426900	55,616	
43427100	83,600	
43427200	6,500	
43428300	7,100	
43433200	9,700	
43439200	57,800	
43445200	18,469	
43450500	25,538	
43451200	13,967	
43455200	11,718	
43459100	5,704	
43460100	2,610	
43464600	7,940	
43464700	21,938	
43473300	7,340	
43487500	16,000	
43487600	24,600	
43487700	5,900	
43487800	5,929	
43491400	10,940	
43491600	7,890	
43503400	896	
43503800	3,120	
43506200	4,550	
43506400	2,900	
43507400	1,507	
43507500	3,131	
43507600	6,690	
43510600	30,988	
43510700	4,400	
43510900	18,023	
43512000	21,980	
43513300	4,750	
43513600	14,582	
43518500	6,700	
43551200	2,160	
43558600	26,639	
43564200	8,631	
43564300	8,210	
43565400	9,800	
43570200	1,983	
43570300	815	
43573100	21,553	
43574200	23,000	
43575100	19,700	
43583100	236,152	
	1,764,542	

**Australia Annexure  
Macquarie Group Ltd.**

**19 August 2008**

**CG Investment Management Company**

	<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
Capital International S.A.	45415100	4,830	
	45415200	8,542	
	45426000	64,966	
	45434000	6,035	
	45441300	1,171	
	45464300	7,410	
	45464400	6,900	
	45491200	3,250	
	45491500	6,847	
	45500200	21,100	
	45500300	52,602	
	45500800	20,700	
	45500900	15,203	
	45503100	3,107	
	45503200	3,390	
	45503300	8,300	
	45507200	5,820	
	45507300	4,500	
	45508100	5,536	
	45508200	11,200	
	45508400	7,165	
	45508500	4,616	
	45515100	8,208	
	45516200	42,762	
	45520900	3,769	
	45521100	13,032	
	45522000	4,990	
	45530000	18,517	
	45590100	233,710	
	45590400	3,178	
		601,356	

**Capital International, Inc.**

46055500	28,530
46056600	3,273
46056800	5,526
46060700	64,955
46452300	61,492
46456000	13,965
46457400	19,721
46457500	3,817
46458500	1,310
46520100	143,701
46520300	10,359
46520500	11,241
46520800	9,177
46521800	6,167
46522100	7,135
46522600	4,364
46600000	19,312
46601000	2,005
46601800	9,423

**Australia Annexure  
Macquarie Group Ltd.**

**19 August 2008**

<u>CG Investment Management Company</u>	<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
	46602000	1,484	
	46642200	44,148	
		471,105	
Capital Research and Management Company	11000007	5,580,000	
	11000016	4,251,677	
	11000071	530,000	
	11000073	567,676	
	11000077	1,450,000	
	11000813	90,000	
	11000834	10,000	
		12,479,353	
<b>GRAND TOTAL</b>		<b>17,270,025</b>	<b>6.16%</b>

**Nominee List**

**Macquarie Group Ltd.  
19 August 2008**

**Nominee Name**

**ANZ Nominees**

Level 25, Collins Street

GPO Box 2842 AA

Melbourne 3001 VIC

43060800	6,700
43426700	96,448
43507600	6,690
43512000	21,980
43513300	4,750
43551200	2,160
44359100	3,343
44364900	11,814
44372500	7,230
45500800	20,700
45503100	3,107
46056800	5,526
46452300	61,492
46520800	9,177

**Total Shares: 261,117**

**ANZ Nominees Limited (Melbourne)**

GPO Box 2842AA

Melbourne, Victoria 3001

Australia

43411800	3,562
43417800	8,500
43451200	13,967
43510600	30,988
44328100	3,015
45500900	15,203
46457500	3,817

**Total Shares: 79,052**

**Australia & New Zealand Banking Grp Ltd**

35, Elisabeth Street

PO Box 2842AA

Melbourne VIC 3000

43404900	5,258
44294300	19,135

**Total Shares: 24,393**

**Bank of New York Nominees**

Bank of New York

3 Birchin Lane

London EC3V 9BY

43404700	14,643
46521800	6,167
46522600	4,364

**Total Shares: 25,174**

**Nominee List**

**Macquarie Group Ltd.  
19 August 2008**

**Nominee Name**

Bankers Trust Australia  
Level 9, The Chifley Tower  
2, Chifley Square  
Sydney NSW 2000, Australia

43051100	19,838
43057200	4,100
44036900	18,146
44040900	16,433
44041200	4,415
44263800	1,671
44268600	6,937
44269700	1,870
44283700	2,126
44283900	15,159
44298400	1,010
46456000	13,965
<b>Total Shares:</b>	<b>105,670</b>

Brown Bros.  
One Mellon Bank Center  
Pittsburgh, PA 15258  
45530000

<b>Total Shares:</b>	<b>18,517</b>
	<b>18,517</b>

Chase Manhattan Bank Australia Limited  
Level 36 World Trade Centre  
Jamison Street  
Sydney, NSW 2000 Australia

11000007	5,580,000
11000016	4,251,677
43411100	6,521
43418100	7,565
43418400	52,445
43439200	57,800
43503400	896
43510900	18,023
44000300	277,918
44000500	22,017
44001800	5,117
44002000	35,305
44002300	13,937
44022900	34,811
44024600	15,047
44028600	7,798
44036500	115,720
44043000	4,299
44099400	22,990
44255000	83,390
44255500	25,773

**Nominee List**

**Macquarie Group Ltd.  
19 August 2008**

<u>Nominee Name</u>	
44255900	8,800
44270600	18,170
44288500	6,776
44352400	5,547
44359200	27,054
45500200	21,100
45500300	52,602
46520300	10,359
46522100	7,135
46642200	44,148
<b>Total Shares:</b>	<b>10,840,740</b>

**Chase Manhattan Nominee Ltd.  
Australia**

43417700	131,297
44258000	504
44259200	8,499
44259300	8,510
44352100	5,130
44352200	2,076
44359900	16,734
44376300	6,690
44940300	85,701
44950900	52,946
44951300	42,430
45491200	3,250
45491500	6,847
45590100	233,710
46601000	2,005
<b>Total Shares:</b>	<b>606,329</b>

**Chase Nominees Limited  
Woolgate House  
Coleman Street  
London EC2P 2HD  
44353900**

<b>Total Shares:</b>	<b>5,116</b>
	<b>5,116</b>

**Citibank Australia  
46056600**

<b>Total Shares:</b>	<b>3,273</b>
	<b>3,273</b>

**Citibank NA  
Toronto  
46600000**

<b>Total Shares:</b>	<b>19,312</b>
	<b>19,312</b>

**Citicorp Nominees PTY Ltd  
Level 26, Mitre 502-30  
101 Collins Street**

**Nominee List**

**Macquarie Group Ltd.  
19 August 2008**

**Nominee Name**

Melbourne, Victoria 3000

43426300 132,075

43507400 1,507

43507500 3,131

44276200 4,097

Total Shares: 140,810

Commonwealth Bank of Australia  
Level 7, Bank House, 309-315 George St.  
Sydney NSW 2000

Australia

44042000 52,616

44267200 7,899

44278600 2,318

44286300 5,701

44304500 7,480

44318300 2,549

Total Shares: 78,563

DBS Nominees Pte. Ltd.

6 Shenton Way

Singapore

0106

11000073 567,676

Total Shares: 567,676

Hong Kong Bank Australia

Level 8

1, O'Connell St, GPO Box 5302

Sydney NSW 2001

43401500 20,220

Total Shares: 20,220

HSBC

2 Leboh Ampang

50100 Kuala Lumpur, Malaysia

43356100 5,305

45441300 1,171

Total Shares: 6,476

HSBC Bank plc

Securities Services, Mariner House

Pepys Street

London EC3N 4DA

43464600 7,940

43473300 7,340

Total Shares: 15,280

Investors Bank & Trust Co.

44368900 2,112

**Nominee List**

**Macquarie Group Ltd.  
19 August 2008**

**Nominee Name**

**Total Shares: 2,112**

**JP Morgan Chase Bank**

11000834	10,000
43406300	94,400
45590400	3,178
46601800	9,423

**Total Shares: 117,001**

**Mellon Bank N.A.**

**London Branch**

**London**

**United Kingdom**

44356900	3,291
44358000	22,189
44369400	9,667
44372600	5,100
44373100	2,512

**Total Shares: 42,759**

**National Australian Bank LTD.**

**271 Collins St.**

**5th Floor South**

**Melbourne, Victoria 3000**

43057700	6,200
43417500	26,326
43418800	17,300
43419300	40,100
43426800	25,586
43427200	6,500
43428300	7,100
43433200	9,700
43455200	11,718
43459100	5,704
43460100	2,610
43491400	10,940
43506400	2,900
43510700	4,400
43513600	14,582
43564200	8,631
43570300	815
43574200	23,000
43575100	19,700
44025900	25,202
44028100	6,177
44032100	8,475
44037400	3,650
44043700	2,849
44044000	4,289
44046700	1,604

**Nominee List**

**Macquarie Group Ltd.  
19 August 2008**

**Nominee Name**

44273400	2,782
44279100	6,542
44295500	15,534
44301500	11,455
44302200	7,728
44321600	6,343
44323000	4,046
44326800	6,014
44328400	2,212
44331200	10,625
44343400	10,616
44344600	3,832
44344700	364
44344800	2,298
44346200	3,960
44346900	10,658
44347400	3,991
44349500	488
44351900	10,834
44353000	4,037
44366400	1,370
44373700	4,700
44373900	1,432
44375500	10,959
45434000	6,035
45464300	7,410
45464400	6,900
45503200	3,390
45507300	4,500
45515100	8,208
45520900	3,769
45521100	13,032
45522000	4,990
46458500	1,310
46520500	11,241
<b>Total Shares:</b>	<b>509,663</b>

**National Nominees  
82 Pitt Street  
Sydney, NSW 2000  
Australia**

44315000	38,011
44339400	4,239
44343000	15,025
44343600	6,545
<b>Total Shares:</b>	<b>63,820</b>

**Northern Trust  
c/o NorTrust Nominees Limited**

**Nominee List**

**Macquarie Group Ltd.  
19 August 2008**

**Nominee Name**

155 Bishopsgate  
London EC2M 3XS  
43426900

Total Shares: 55,616  
55,616

State Street Bank & Trust Co.  
44375700

Total Shares: 2,400  
2,400

**Westpac Banking Corp**

43051500 5,348  
43400500 1,500  
43412500 17,181  
43412800 1,623  
43425300 7,093  
43426200 52,051  
43427100 83,600  
43487500 16,000  
43518500 6,700  
43573100 21,553  
44022700 3,449  
44023900 7,886  
44029700 13,667  
44277700 20,796  
44281200 5,502  
44359700 1,626  
44364700 4,969  
45415100 4,830  
45508100 5,536  
45508200 11,200  
45508400 7,165  
45516200 42,762

Total Shares: 342,037

**Westpac Custodian Nominees**

50 Pitt Street, 8th Floor  
Sydney, NSW 2000  
Australia

11000071 530,000  
11000077 1,450,000  
11000813 90,000  
43057600 6,519  
43355500 2,020  
43360400 4,097  
43420200 27,962  
43425700 25,100  
43445200 18,469  
43450500 25,538  
43464700 21,938  
43487600 24,600

Nominee List

Macquarie Group Ltd.  
19 August 2008

Nominee Name

43487700	5,900
43487800	5,929
43491600	7,890
43503800	3,120
43506200	4,550
43558600	26,639
43564300	8,210
43565400	9,800
43570200	1,983
43583100	236,152
44029600	6,538
44039600	16,851
44043200	7,100
44044700	5,447
44045900	36,719
44260104	8,586
44261300	37,973
44271500	10,682
44273000	4,973
44283000	1,251
44287000	3,949
44288400	2,964
44296400	12,141
44302000	320
44308600	8,855
44313700	5,374
44316900	6,100
44317300	7,916
44318100	5,980
44335700	557
44336000	22,100
44336100	2,566
44342000	12,996
44345600	24,612
44348800	14,341
44351800	8,460
44357100	5,272
44357800	34,136
44358800	22,098
44359400	13,636
44359800	31,197
44363400	22,955
44364600	10,910
44370400	13,340
44370700	953
45415200	8,542
45426000	64,966
45503300	8,300
45507200	5,820

**Nominee List**

**Macquarie Group Ltd.  
19 August 2008**

**Nominee Name**

45508500	4,616
46055500	28,530
46060700	64,955
46457400	19,721
46520100	143,701
46602000	1,484

**Total Shares:**

**3,316,899**

**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 30/9/2001.

<b>Name of entity</b>	Macquarie Bank Limited
<b>ABN</b>	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>	W Richard Sheppard
<b>Date of last notice</b>	12 August 2008 re Macquarie Group Limited fully paid ordinary ("MQG") shares and unlisted options over unissued fully paid ordinary MQG shares and 7 March 2008 re: Macquarie Airports ("MAP") stapled 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*

<b>Direct or indirect interest</b>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	<ul style="list-style-type: none"> <li>• Securities held by Lipno Holdings Pty Limited, as trustee for the Sheppard Family Trust, a trust of which Richard Sheppard is a beneficiary; and</li> <li>• Securities held by Bond Street Custodians Limited, as custodian for Macquarie Investment Management Limited, as trustee for Macquarie Superannuation (Wallace Richard Sheppard account), of which Mr Sheppard is a beneficiary.</li> </ul>
<b>Date of change</b>	<ul style="list-style-type: none"> <li>• 15 August 2008 unlisted options over unissued fully paid ordinary MQG shares; and</li> <li>• 19 August 2008 re MAP stapled securities.</li> </ul>

+ See chapter 19 for defined terms.

<p><b>No. of securities held prior to change</b></p>	<p>MQG Shares:</p> <ul style="list-style-type: none"> <li>• 23,126 MQG shares held by W Richard Sheppard (8,519 of which held via the Executive Committee sub-plan of the MGSSAP);</li> <li>• 244,664 MQG shares held by Lipno Holdings Pty Limited, as trustee for the Sheppard Family Trust, a trust of which Richard Sheppard is a beneficiary; and</li> </ul> <p>Unlisted options over unissued fully paid ordinary MQG shares, held by W Richard Sheppard:</p> <ul style="list-style-type: none"> <li>• 33,334 options over unissued fully paid ordinary MQG shares exercisable at \$32.75 per option, expiring on 09/08/2009;</li> <li>• 50,000 options over unissued fully paid ordinary MQG shares exercisable at \$63.34 per option, expiring on 01/08/2010; and</li> <li>• 45,000 options over unissued fully paid ordinary MQG shares exercisable at \$61.79 per option, expiring on 01/08/2011.</li> </ul> <p>Unlisted options over unissued fully paid ordinary MQG shares held by Lipno Holdings Pty Limited:</p> <ul style="list-style-type: none"> <li>• 45,000 options over unissued fully paid ordinary MQG shares exercisable at \$71.41 per option, expiring on 15/08/2012.</li> </ul> <p>MAP stapled securities:</p> <ul style="list-style-type: none"> <li>• 569,775 MAP stapled securities held by W Richard Sheppard; and</li> <li>• 289,294 MAP stapled securities held by Bond Street Custodians Limited, as custodian for Macquarie Investment Management Limited, as trustee for Macquarie Superannuation (Wallace Richard Sheppard account), of which Mr Sheppard is a beneficiary.</li> </ul>
<p><b>Class</b></p>	<ul style="list-style-type: none"> <li>• Options over unissued fully paid ordinary MQG shares; and</li> <li>• MAP stapled securities.</li> </ul>
<p><b>Number acquired</b></p>	<ul style="list-style-type: none"> <li>• 51,000 options over unissued fully paid ordinary MQG shares, expiring on 15 August 2013;</li> <li>• 25,476 MAP stapled securities allotted to W Richard Sheppard; and</li> <li>• 13,539 MAP stapled securities allotted to Bond Street Custodians Limited, as custodian for Macquarie Investment Management Limited, as trustee for Macquarie Superannuation (Wallace Richard Sheppard account), of which Mr Sheppard is a beneficiary.</li> </ul>
<p><b>Number disposed</b></p>	<p>Nil.</p>

+ See chapter 19 for defined terms.

## Change of Director's Interest Notice

<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	<ul style="list-style-type: none"> <li>Options over unissued ordinary MQG shares exercisable at \$53.91 each; and</li> <li>\$2.9075 per MAP stapled security.</li> </ul>
<b>No. of securities held after change</b>	<p>MQG Shares:</p> <ul style="list-style-type: none"> <li>23,126 MQG shares held by W Richard Sheppard (8,519 of which held via the Executive Committee sub-plan of the MGSSAP);</li> <li>244,664 MQG shares held by Lipno Holdings Pty Limited, as trustee for the Sheppard Family Trust, a trust of which Richard Sheppard is a beneficiary; and</li> </ul> <p>MQG options, held by W Richard Sheppard:</p> <ul style="list-style-type: none"> <li>33,334 M options over unissued fully paid ordinary shares exercisable at \$32.75 per option, expiring on 09/08/2009;</li> <li>50,000 options over unissued fully paid ordinary shares exercisable at \$63.34 per option, expiring on 01/08/2010;</li> <li>45,000 options over unissued fully paid ordinary shares exercisable at \$61.79 per option, expiring on 01/08/2011; and</li> <li>51,000 options over unissued fully paid ordinary shares exercisable at \$53.91 per option, expiring on 15/08/2013.</li> </ul> <p>MQG options held by Lipno Holdings Pty Limited:</p> <ul style="list-style-type: none"> <li>45,000 options over unissued fully paid ordinary shares exercisable at \$71.41 per option, expiring on 15/08/2012.</li> </ul> <p>MAP stapled securities:</p> <ul style="list-style-type: none"> <li>595,251 MAP stapled securities held by W Richard Sheppard; and</li> <li>302,833 MAP stapled securities held by Bond Street Custodians Limited, as custodian for Macquarie Investment Management Limited, as trustee for Macquarie Superannuation (Wallace Richard Sheppard account), of which Mr Sheppard is a beneficiary.</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	<ul style="list-style-type: none"> <li>MQG options acquired via a grant of employee options; and</li> <li>MAP stapled securities allotted pursuant to the Distribution Reinvestment Plan.</li> </ul>

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

<b>Detail of contract</b>	
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

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<b>Date of change</b>	
<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	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

20 August 2008

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+ See chapter 19 for defined terms.

Document furnished to United States  
Securities and Exchange Commission by  
Macquarie Group Limited

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

File Number: 082-35128

## Appendix 3B

### New issue announcement, application for quotation of additional securities and agreement

*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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

MACQUARIE GROUP LIMITED

ABN

94 122 169 279

We (the entity) give ASX the following information.

#### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |  |   |
|---|--|---|
| 1 | +Class of +securities issued or to be issued   | Fully Paid Ordinary Shares                              |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 15,134  |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | As per other fully paid ordinary shares already quoted. |

+ See chapter 19 for defined terms.

4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

Yes.

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

5 Issue price or consideration

1,000 @ \$24.54  
13,334 @ \$28.74  
800 @ \$32.75

6 Purpose of the issue  
(If issued as consideration for the acquisition of assets, clearly identify those assets)

As per other fully paid ordinary shares already quoted.

7 Dates of entering +securities into uncertificated holdings or despatch of certificates

15,134 on 20/08/2008

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+ See chapter 19 for defined terms.

	Number	+Class
8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)	280,577,275	Fully Paid Ordinary Shares

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	53,652,687	Options over Ordinary Shares at various exercise prices
	1,517,244	Exchangeable shares issued by Macquarie Capital Acquisitions (Canada) Limited, a subsidiary of Macquarie Group Limited, which may be exchanged into 1,517,244 fully paid Ordinary shares in Macquarie Group Limited

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Shares rank pari passu with all existing fully paid ordinary shares.
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## Part 2 - Bonus issue or pro rata issue

- |   |  |
|---|--|
| 11 Is security holder approval required?            |  |
| 12 Is the issue renounceable or non-renounceable?   |  |
| 13 Ratio in which the +securities will be offered   |  |
| 14 +Class of +securities to which the offer relates |  |
| 15 +Record date to determine entitlements           |  |

+ See chapter 19 for defined terms.

16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?

17 Policy for deciding entitlements in relation to fractions

18 Names of countries in which the entity has <sup>+</sup>security holders who will not be sent new issue documents

Note: Security holders must be told how their entitlements are to be dealt with.

Cross reference: rule 7.7.

19 Closing date for receipt of acceptances or renunciations

20 Names of any underwriters

21 Amount of any underwriting fee or commission

22 Names of any brokers to the issue

23 Fee or commission payable to the broker to the issue

24 Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of <sup>+</sup>security holders

25 If the issue is contingent on <sup>+</sup>security holders' approval, the date of the meeting

26 Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled

27 If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders

28 Date rights trading will begin (if applicable)

29 Date rights trading will end (if applicable)

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+ See chapter 19 for defined terms.

		<input type="text"/>
30	How do +security holders sell their entitlements <i>in full</i> through a broker?	<input type="text"/>
31	How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	<input type="text"/>
32	How do +security holders dispose of their entitlements (except by sale through a broker)?	<input type="text"/>
33	+Despatch date	<input type="text"/>

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

34 Type of securities  
(tick one)

(a)  Securities described in Part 1

(b)  All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

35  If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36  If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories

- 1 - 1,000
- 1,001 - 5,000
- 5,001 - 10,000
- 10,001 - 100,000
- 100,001 and over

+ See chapter 19 for defined terms.

37  A copy of any trust deed for the additional +securities

**Entities that have ticked box 34(b)**

38 Number of securities for which +quotation is sought

39 Class of +securities for which quotation is sought

40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)		

**Quotation agreement**

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.

+ See chapter 19 for defined terms.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
  - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: ..... Date: 20 August 2008  
(Assistant Company Secretary)

Print name: Paula Walsh  
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+ See chapter 19 for defined terms.

Macquarie Group Limited

Rule 3.19A.2

File Number: 082-35128

# 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 30/9/2001.

<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>	Peter M Kirby
<b>Date of last notice</b>	28 July 2008 but 21 February 2008 re Macquarie Infrastructure Group ("MIG") stapled 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*

<b>Direct or indirect interest</b>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Bayete Pty Limited is the trustee of the Kirby Superannuation Fund, of which Peter Kirby is a beneficiary.
<b>Date of change</b>	14 August 2008 re MIG stapled securities held by Peter Kirby.
<b>No. of securities held prior to change</b>	<ul style="list-style-type: none"> <li>• 117,064 MIG stapled securities held directly by Peter Kirby; and</li> <li>• 42,800 MIG stapled securities held by Bayete Pty Limited.</li> </ul>
<b>Class</b>	MIG stapled securities.
<b>Number acquired</b>	4,499 MIG stapled securities
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$2.602005 per MIG stapled security.
<b>No. of securities held after change</b>	<ul style="list-style-type: none"> <li>• 121,563 MIG stapled securities held by Peter Kirby; and</li> <li>• 42,800 MIG stapled securities held by Bayete Pty Limited.</li> </ul>

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+ See chapter 19 for defined terms.

**Appendix 3Y  
Change of Director's Interest Notice**

<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>MIG stapled securities allotted pursuant to the Distribution Reinvestment Plan.</p>
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**Part 2 – Change of director's interests in contracts**

<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>	
<b>Interest after change</b>	

20 August 2008

**END**