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SEC  
Mail Processing  
Section

DEC 04 2008

Washington, DC  
101

3 December 2008

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



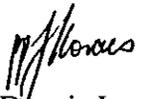
08006211

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

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Securities and Exchange Commission by

Change of Director's Interest Notice

Macquarie Group Limited

File Number: 082-35128

**Appendix 3Y**

Rule 3.19A.2

SEG  
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**Change of Director's Interest Notice**

Information or documents not available now must be given to ASX as soon as available. Information or documents given to ASX become ASX's property and may be made public. **Washington, DC**  
101

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>	13 November 2008 but 20 August 2008 re Macquarie Group Limited fully paid ordinary ("MQG") shares and unlisted options over unissued fully paid ordinary MQG shares.

**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.	Securities held by Lipno Holdings Pty Limited, as trustee for the Sheppard Family Trust, a trust of which Richard Sheppard is a beneficiary.
<b>Date of change</b>	21 November 2008

+ 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>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><b>Class</b></p>	<p>Unlisted options over unissued fully paid ordinary MQG shares</p>
<p><b>Number acquired</b></p>	<p>51,000 options over unissued fully paid ordinary shares exercisable at \$53.91 per option, expiring on 15/08/2013, transferred to Lipno Holdings Pty Limited.</p>
<p><b>Number disposed</b></p>	<p>51,000 options over unissued fully paid ordinary shares exercisable at \$53.91 per option, expiring on 15/08/2013, transferred from W Richard Sheppard</p>
<p><b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>Nil</p>

+ See chapter 19 for defined terms.

## Change of Director's Interest Notice

<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; and</li> <li>• 45,000 options over unissued fully paid ordinary shares exercisable at \$61.79 per option, expiring on 01/08/2011.</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; 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>
<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	Off-market transfer of options from W Richard Sheppard to Lipno Holdings Pty Limited, pursuant to the rules of the Macquarie Group Employee Share Option Plan

## 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>	
<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>	

28 November 2008

+ See chapter 19 for defined terms.

File Number: 082-35128

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

SEG  
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Section

DEC 04 2008

**Appendix 3B****New issue announcement,  
application for quotation of additional securities  
and agreement**Washington, DC  
101

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  | 8,198   |
| 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

8,198 @ \$77.40

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

8,198 shares were issued on retraction of exchangeable shares issued by Macquarie Capital Acquisitions (Canada) Limited, a subsidiary of Macquarie Group Limited.

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

8,198 on 01/12/2008

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+ See chapter 19 for defined terms.

<p>8 Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th>Number</th> <th><sup>+</sup>Class</th> </tr> </thead> <tbody> <tr> <td>281,024,566</td> <td>Fully Paid Ordinary Shares</td> </tr> </tbody> </table>	Number	<sup>+</sup> Class	281,024,566	Fully Paid Ordinary Shares			
Number	<sup>+</sup> Class							
281,024,566	Fully Paid Ordinary Shares							
<p>9 Number and <sup>+</sup>class of all <sup>+</sup>securities not quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th>Number</th> <th><sup>+</sup>Class</th> </tr> </thead> <tbody> <tr> <td>54,480,475</td> <td>Options over Ordinary Shares at various exercise prices</td> </tr> <tr> <td>1,509,046</td> <td>Exchangeable shares issued by Macquarie Capital Acquisitions (Canada) Limited, a subsidiary of Macquarie Group Limited, which may be exchanged into 1,509,046 fully paid Ordinary shares in Macquarie Group Limited</td> </tr> </tbody> </table>	Number	<sup>+</sup> Class	54,480,475	Options over Ordinary Shares at various exercise prices	1,509,046	Exchangeable shares issued by Macquarie Capital Acquisitions (Canada) Limited, a subsidiary of Macquarie Group Limited, which may be exchanged into 1,509,046 fully paid Ordinary shares in Macquarie Group Limited	
Number	<sup>+</sup> Class							
54,480,475	Options over Ordinary Shares at various exercise prices							
1,509,046	Exchangeable shares issued by Macquarie Capital Acquisitions (Canada) Limited, a subsidiary of Macquarie Group Limited, which may be exchanged into 1,509,046 fully paid Ordinary shares in Macquarie Group Limited							
<p>10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)</p>	<p>Shares rank pari passu with all existing fully paid ordinary shares.</p>							

**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 <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
- 37  A copy of any trust deed for the additional <sup>+</sup>securities

+ See chapter 19 for defined terms.

**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: 1 December 2008  
(Assistant Company Secretary)

Print name: Paula Walsh  
=====

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+ See chapter 19 for defined terms.

Macquarie Group of Companies  
Australia and Worldwide

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Sydney NSW 1164

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Securities and Exchange Commission by

Macquarie Group Limited

File Number: 082-35128

1 December 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 28 November 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 0.002%; and
- (b) underlying any options, derivatives and conditional agreements held by them was 0%.

As at 28 November 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

Dennis Leong  
Company Secretary

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

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Securities and Exchange Commission by  
Macquarie Group Limited

File Number: 082-35128

1 December 2008

Company Announcements Office  
Australian Stock Exchange  
20 Bridge Street  
SYDNEY NSW 2000



Dear Sir/Madam

**Issue Price for Shares to be issued under the Dividend Reinvestment Plan  
("DRP") in December 2008**

Please be advised that the issue price for the new shares to be allotted pursuant to the operation of the Macquarie Group Limited DRP in respect of the ordinary interim dividend to be paid on 19 December 2008, at the "Market Value" as defined in the DRP rules, will be \$29.06 per share.

Yours faithfully

**Dennis Leong  
Company Secretary**

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No.1 Martin Place  
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AUSTRALIA

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**ASX/Media Release**

**MACQUARIE GROUP CHAIRMAN LEAVE OF ABSENCE**

**SYDNEY, 28 November 2008** – The Board of Macquarie Group Limited today announced that its Chairman, David Clarke, will be taking a period of six months leave of absence, commencing immediately and that the Lead Independent Director, Kevin McCann, will be assuming the role of Acting Chairman during this period.

Mr Clarke will be undergoing treatment for cancer during his leave of absence.

**Contact:**

Paula Hannaford, Macquarie Group Corporate Communications

+612 8232 4102

Jenny Kovacs, Macquarie Group Investor Relations

+612 8232 3250

**END**