Directors' declaration

for the half-year ended 30 September 2014

In the Directors' opinion

- a) financial statements and notes for the half-year ended 30 September 2014 set out on pages 7 to 48 are in accordance with the *Corporations Act 2001 (Cth)* including:
 - i) complying with the accounting standards; and
 - giving a true and fair view of the Consolidated Entity's financial position as at 30 September 2014 and performance for the half-year ended on that date; and
- b) there are reasonable grounds to believe that Macquarie Group Limited will be able to pay its debts as and when they become due and payable; and
- the financial statements also comply with International Financial Reporting Standards (see note 1(i) set out on page 14).

This declaration is made in accordance with a resolution of the Directors.

H Kevin McCann, AM

Independent Director and

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Chairman

Nicholas Moore

Managing Director and Chief Executive Officer

Sydney

31 October 2014