
Voting rights

At meetings of members or classes of members each member may vote in person or by proxy, attorney or (if the member is a body corporate) corporate representative. On a show of hands every person present who is a member or a representative of a member has one vote and on a poll every member present in person or by proxy or attorney has:

- (i) one vote for each fully paid share held, and
- (ii) that proportion of a vote for any partly paid ordinary share calculated in accordance with clause 8.18 of the Macquarie Constitution.

A copy of the Constitution is available at macquarie.com.au/dafiles/Internet/mgl/shared/au-com/about/profile/docs/mgl-constitution-final-september.pdf

Macquarie Convertible Preference Securities (Macquarie CPS)

Macquarie CPS may convert into a variable number of ordinary shares on 1 July 2013 or at other times, subject to various conditions. Holders of Macquarie CPS have no voting rights in respect of Macquarie Group Limited prior to conversion.

Macquarie Preferred Membership Interests (PMIs)

PMIs may be exchanged for preference shares in Macquarie Group Limited under certain circumstances. Prior to exchange, PMI holders have no voting rights in respect of Macquarie Group Limited (MGL). After an exchange the preference share holder has a right to vote at any general meeting of MGL only in one or more of the following circumstances:

- (a) on any proposal:
 - (i) to reduce the share capital of MGL
 - (ii) that affects the rights attached to the Preference Shares
 - (iii) to wind up MGL
 - (iv) for the disposal of the whole of the property, business and undertaking of MGL
- (b) on any resolution to approve the terms of a share buyback agreement
- (c) during a period in which a dividend or part of a dividend is in arrears, or
- (d) during the winding up of MGL

in which case the holders of preference shares have the same rights as to manner of attendance and to voting as holders of ordinary shares with one vote per preference share.

Macquarie Exchangeable Capital Securities (Macquarie ECS)

Macquarie ECS may convert into a variable number of ordinary shares on 20 June 2017 or at other times, subject to various conditions. Holders of Macquarie ECS have no voting rights in respect of Macquarie Group Limited prior to conversion.

Macquarie Income Securities

Holders of Macquarie Income Securities, as holders of a stapled security that includes a preference share issued by Macquarie Bank, have limited voting rights in respect of Macquarie Bank Limited, and no voting rights in respect of Macquarie Group Limited.

Macquarie Income Preferred Securities

Unpaid preference shares were issued by Macquarie Bank as part of the Macquarie Income Preferred Securities issue. Holders have no voting rights in Macquarie Bank Limited prior to the preference shares becoming paid-up and no rights in respect of Macquarie Group Limited.

Enquiries

Investors who wish to enquire about any administrative matter relating to their Macquarie Group Limited shareholding are invited to contact the Share Registry office at:

Computershare Investor Services Pty Limited
GPO Box 2975
Melbourne VIC 8060 Australia

Telephone (within Australia): 1300 554 096
Telephone (international) +61 3 9415 4137
Facsimile: +61 3 9473 2500

Website: www.investorcentre.com/contact

All other enquiries relating to a Macquarie Group Limited share investment can be directed to:

Investor Relations

Macquarie Group Limited
Level 7, No.1 Martin Place
Sydney NSW 2000 Australia

Telephone: +61 2 8232 5006
Facsimile: +61 2 8232 4330

Email: macquarie.shareholders@macquarie.com
Website: macquarie.com.au/investorrelations

Macquarie Group's Company Secretary, Dennis Leong, may be contacted on the above numbers.

Website

To view the Annual Review, the Interim and Annual Reports, presentations, dividend information and other investor information, visit macquarie.com.au/investorrelations