

Appendix 3D

Changes relating to buy-back (except minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
MACQUARIE GROUP LIMITED	94 122 169 279

We (the entity) give ASX the following information.

1	Date that an Appendix 3C or the last Appendix 3D was given to ASX	27 April 2012
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Information about the change

Complete each item for which there has been a change and items 9 and 10.

	Column 1 (Details announced to market in Appendix 3C or last Appendix 3D)	Column 2 (Details of change to buy-back proposals)
On-market buy-back		
2	Name of broker who will act on the company's behalf	N/A
3	Deleted 30/9/2001.	

+ See chapter 19 for defined terms.

Appendix 3D

Changes relating to buy-back

	Column 1 (Details announced to market in Appendix 3C or last Appendix 3D)	Column 2 (Details of change to buy-back proposals)
<p>4 If the company/trust intends to buy back a maximum number of shares/units – that number</p> <p>Note: This requires a figure to be included, not a percentage. The reference to a maximum number is to the total number including shares/units already bought back and shares/units remaining to be bought back. If the total has not changed, the item does not need to be completed.</p>	<p>The company intends to buy back up to A\$500 million in Shares. Once this and other capital management actions have been completed, and subject to market conditions and the Macquarie share price, it remains Macquarie's intention, subject to regulatory approval, to continue the buyback for a total of up to 34,681,496 Shares, being 10% of the lowest number of Shares on issue in the past 12 months.</p>	<p>N/A</p>
<p>5 If the company/trust intends to buy back a maximum number of shares/units – the number remaining to be bought back</p>	<p>N/A</p>	<p>N/A</p>
<p>6 If the company/trust intends to buy-back shares/units within a period of time – that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention</p>	<p>The company intends to conclude the buy-back by no later than 31 March 2013.</p>	<p>The buy-back will be of unlimited duration.</p>
<p>7 If the company/trust intends to buy back shares/units if conditions are met – those conditions</p>	<p>N/A</p>	<p>N/A</p>

⁺ See chapter 19 for defined terms.

	Column 1 (Details announced to market in Appendix 3C or last Appendix 3D)	Column 2 (Details of change to buy-back proposals)
All buy-backs		
8 Any other change	N/A	N/A
9 Reason for change	To give Macquarie flexibility in the conduct of its capital management initiatives.	
10 Any other information material to a shareholder's decision whether to accept the offer (<i>eg, details of any proposed takeover bid</i>)	N/A	

Compliance statement

The company is in compliance with all Corporations Act requirements relevant to this buy-back.

Sign here:
Company Secretary

Date: 3 May 2013

Print name: Nigel Donnelly

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⁺ See chapter 19 for defined terms.