

Macquarie Group Limited
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Company Announcements Office
Australian Securities Exchange Limited
20 Bridge Street
Sydney NSW 2000



Dear Sir/Madam

Macquarie Group Limited - Issued Ordinary Capital and Options Update – 1 February to 28 February 2014.

Since the last notification to the ASX on 14 February 2014 of the positions as at 31 January 2014:

- a) 3,160 fully paid ordinary shares issued upon exercise of Deferred Share Units (“DSUs”) granted under the Macquarie Group Employee Retained Equity Plan (“MEREP”);
- b) The following options have been exercised (converting into one newly issued fully paid share per option):
 - 5,126 options exercisable at \$28.59 each and expiring on 8 April 2014 (MQG0428);
 - 5,664 options exercisable at \$30.16 each and expiring on 22 April 2014 (MQG0429); and
 - 1,671 options exercisable at \$33.48 each and expiring on 8 May 2014 (MQG0430).

Therefore, as at 28 February 2014, the number of issued fully paid ordinary shares in Macquarie Group Limited (“MGL”) was 321,074,750.

Since the notification to the ASX on 14 February 2014 of the positions as at 31 January 2014 the following further movements have occurred pursuant to the Macquarie Group Employee Retained Equity Plan (“MEREP”):

- 8,500 DSUs have been granted;
- 53,344 DSUs have been exercised;
- 18,176 DSUs have expired; and
- 35,463 Performance Share Units (“PSUs”) have been granted.

Macquarie Group Limited is not an authorised deposit-taking institution for the purposes of the Banking Act 1959 (Cwth), and its obligations do not represent deposits or other liabilities of Macquarie Bank Limited ABN 46 008 583 542 (MBL). MBL does not guarantee or otherwise provide assurance in respect of the obligations of Macquarie Group Limited.

Therefore, as at 28 February 2014:

- the number of DSUs on issue was 3,947,211; and
- the number of PSUs was 1,792,160.

The total number of Macquarie Shares on issue noted above includes 2,815,619 ordinary shares held by the MEREP Trustee in a reserve account and which may be used to satisfy the obligations of MGL in respect of DSUs issued under the MEREP, including allocation of ordinary shares on exercise of DSUs.

As at 28 February 2014 there were 154,031 Exchangeable Shares on issue by Macquarie Capital Acquisitions (Canada) Limited, each of which, following adjustments made to reflect the recent MGL share consolidation (“Consolidation”), may be exchanged into 0.9438 of a Macquarie Share (in accordance with their terms of issue), issued as part of the acquisition of Orion Financial Inc. (“Orion”) in November 2007.

As at 28 February 2014 there were 282,236 Exchangeable Shares on issue by Macquarie Capital Acquisitions (Canada) No. 2 Limited, each of which, following adjustments made to reflect the Consolidation, may be exchanged into 0.9438 of a Macquarie Share (in accordance with their terms of issue), issued as part of the acquisition of Tristone Capital Global Inc. (“Tristone”) in August 2009. There are a further 11,295 Exchangeable Shares on issue, resulting from the exercise of retention options previously held under retention agreements with key former Tristone employees, each of which, following adjustments made to reflect the Consolidation, may be exchanged into 0.9438 of a Macquarie Share (in accordance with their terms of issue).

Since the notification to ASX on 14 February 2014 of the positions as at 31 January 2014, there have been no new options issued under the Macquarie Group Employee Share Option Plan.

Since the notification to ASX on 14 February 2014 of the positions as at 31 January 2014, the following lapses of unexercised options have been processed between 1 February and 28 February 2014:

- 2,832 options exercisable at \$22.69 each and expiring on 9 February 2014 (MQG0424).

The number of options on issue at 28 February 2014 was 80,879 all exercisable into one share per option.

Yours faithfully

Paula Walsh
Assistant Company Secretary

Listing of Macquarie Group Limited Options

As at 28 February 2014

MQG Code	Number	Exercise Price	Expiry Date
MQG0431	2,832	\$36.50	9/06/2014
MQG0432	8,166	\$36.81	22/06/2014
MQG0433	9,785	\$36.35	8/07/2014
MQG0434	1,575	\$38.78	22/07/2014
MQG0436	2,832	\$45.86	24/08/2014
MQG0437	4,719	\$49.69	8/09/2014
MQG0438	24,540	\$53.66	22/09/2014
MQG0439	10,383	\$54.91	8/10/2014
MQG0440	8,496	\$54.92	22/10/2014
MQG0441	7,551	\$48.80	8/12/2014
	<u>80,879</u>		