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## **ASX/Media Release**

### **Macquarie Group Capital Notes Offer Closes**

**Sydney, 7 June 2013:** Macquarie Group Limited ("MQG") (ASX: MQG; ADR: MQBKY) today announced that it has closed its offer of Macquarie Group Capital Notes (the "Offer" of "MCN"). Following strong demand, MQG issued 6,000,000 MCN at an issue price of \$A100 each, raising \$A600 million.

The MCN are expected to commence trading on the ASX on a deferred settlement basis from approximately 12 noon (Sydney time) on Tuesday, 11 June 2013, under the code "MQGPA". Trading on a normal T+3 settlement basis is expected to commence on Friday, 14 June 2013.

As previously stated, the MCN offer facilitates the redemption of \$A600 million Macquarie Convertible Preference Securities issued by Macquarie Capital Loans Management Limited (ABN 18 077 595 012) as responsible entity for the Macquarie CPS Trust in 2008 ("CPS"). Pursuant to the Resale Notice, MQG expects that all CPS will be resold and immediately redeemed on 1 July 2013.

### **Holding Statements**

CHESS and issuer sponsored holding statements indicating the number of MCN allocated to successful applicants are expected to be dispatched by Thursday, 13 June 2013. Refunds for any over payment are also expected to be dispatched by this date.

Applicants can confirm their holding before receiving their holding statement in the following ways:

- Broker firm offer applicants (including broker firm applications who applied under the reinvestment offer) should contact their syndicate broker; and
- Other applicants can call the MCN Offer Information line on 1300 346 778 (within Australia) or +61 3 9415 4898 (Monday to Friday, 8.30am to 5.30pm, Sydney time) to confirm their allocations.

Any holder wishing to trade MCN prior to receiving their holding statement is responsible for confirming their allocation to ensure they do not sell any MCN that they do not own. Any person who sells MCN before receiving their holding statement does so at their own risk.

### **First Distribution Payment**

Distributions on MCN are scheduled to be paid on 7 December and 7 June each year, commencing on 9 December 2013 (as 7 December 2013 is a Saturday). The record date for the first MCN distribution is Friday, 29 November 2013.

The distribution rate for the first distribution will be calculated and announced to the market through ASX in early November.

### **Issue Date VWAP**

For the purposes of the MCN Exchange calculations, the Issue Date VWAP is \$A42.42.

**Tax Ruling**

As noted in the prospectus, MQG applied for a class ruling to confirm the Australian tax consequences for certain holders of MCN. The ATO is expected to issue this class ruling shortly. A copy of the class ruling will be made available at [macquarie.com.au](http://macquarie.com.au) and on the ATO website at [www.ato.gov.au](http://www.ato.gov.au).

**Participation by related parties of MQG**

In compliance with ASX requirements, MQG advises that 400 MCN were issued to related parties of MQG in aggregate.

**Largest holders and holder distribution schedule**

A statement of the 20 largest MCN holders, including the number and percentage of MCN held by those holders, and the distribution schedule of MCN holders is attached.

**More Information**

The Offer was made under a replacement prospectus dated 22 May 2013. For more information visit [macquarie.com.au](http://macquarie.com.au) or call the MCN Offer Information Line on 1300 346 778 (within Australia) or on +61 3 9415 4898 (International) (Monday to Friday, 8.30am - 5.30pm, Sydney time).

For all other general enquiries regarding Macquarie, please contact:

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**Disclaimer**

The information provided in this announcement is not personal investment advice and has been prepared without taking into account your investment objectives, financial situation or particular needs (including financial and taxation issues).

This announcement does not constitute an offer of any securities (including the MCN) for sale or issue. In particular, this announcement does not constitute an offer of securities for sale in the United States. Neither the MCN nor MQG ordinary shares have been or will be registered under the US Securities Act of 1933, as amended (the "Securities Act"), or the securities laws of any state or other jurisdiction of the United States, and they may not be offered, sold or resold in the United States or to, or for the account of benefit of any "U.S. person" (as defined in Regulation S under the Securities) absent registration or an applicable exemption from the registration requirements.

MACQUARIE GROUP LIMITED

Top Holders Snapshot - Ungrouped

Composition : MQGPA

Rank	Name	Address	Units	% of Units
1.	QUESTOR FINANCIAL SERVICES LIMITED <TPS RF A/C>		208,235	3.47
2.	NATIONAL NOMINEES LIMITED		199,760	3.33
3.	NAVIGATOR AUSTRALIA LTD <MLC INVESTMENT SETT A/C>		112,459	1.87
4.	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2		90,272	1.50
5.	UBS WEALTH MANAGEMENT AUSTRALIA NOMINEES PTY LTD		86,084	1.43
6.	IDAMENEO (NO 79) NOMINEES PTY LIMITED		82,870	1.38
7.	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED		79,986	1.33
8.	NULIS NOMINEES (AUSTRALIA) LIMITED <NAVIGATOR MAST PLAN SETT A/C>		57,693	0.96
9.	J P MORGAN NOMINEES AUSTRALIA LIMITED		56,465	0.94
10.	PERSHING AUSTRALIA NOMINEES PTY LTD <NO 3 A/C>		53,967	0.90
11.	RBC INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED <NMSMT A/C>		51,365	0.86
12.	BNP PARIBAS NOMS PTY LTD <DRP>		42,000	0.70
13.	AUSTRALIAN EXECUTOR TRUSTEES LIMITED <NO 1 ACCOUNT>		34,884	0.58
14.	JALINSONS PTY LTD <LYW SUPERANNUATION FUND A/C>		31,280	0.52

Rank	Name	Address	Units	% of Units
15.	NAMROG INVESTMENTS PTY LTD		30,000	0.50
16.	PERSHING AUSTRALIA NOMINEES PTY LTD <IMPLEMENTED PORTFOLIOS A/C>		28,337	0.47
17.	NETWEALTH INVESTMENTS LIMITED <WRAP SERVICES A/C>		26,289	0.44
18.	QUESTOR FINANCIAL SERVICES LIMITED <TPS PIP A/C>		24,619	0.41
19.	SANDHURST TRUSTEES LTD <LMA A/C>		22,244	0.37
20.	BOW LANE NOMINEES PTY LTD		21,400	0.36
<b>Totals: Top 20 holders of MCN ALLOTTEES</b>			<b>1,340,209</b>	<b>22.34</b>
<b>Total Remaining Holders Balance</b>			<b>4,659,791</b>	<b>77.66</b>

**MACQUARIE GROUP LIMITED**

**MCN ALLOTTEES As of 07 Jun 2013**

**Range of Units Snapshot**

**Composition : MQGPA**

<b>Range</b>	<b>Total holders</b>	<b>Units</b>	<b>% of Issued Capital</b>
1 - 50	325	14,397	0.24
51 - 100	935	81,074	1.35
101 - 1,000	5,848	2,298,054	38.30
1,001 - 5,000	694	1,508,991	25.15
5,001 - 10,000	60	446,502	7.44
10,001 - 100,000	38	1,130,528	18.84
100,001 - 9,999,999,999	3	520,454	8.67
<b>Rounding</b>			<b>0.01</b>
<b>Total</b>	<b>7,903</b>	<b>6,000,000</b>	<b>100.00</b>