

12 December 2013



Company Announcements Office  
Australian Securities Exchange Limited  
via ASX Online

Dear Sir/Madam

**Macquarie Group Limited – Results of General Meeting and  
Distribution of Sydney Airport stapled securities to Shareholders to proceed**

In accordance with Listing Rule 3.13.2, please be advised that shareholders approved all resolutions put to the General Meeting today by the requisite majorities. The distribution of Sydney Airport stapled securities to eligible Macquarie shareholders and the associated consolidation of Macquarie ordinary shares will now proceed. For details on the distribution please refer to the Notice of General Meeting and Explanatory Memorandum previously sent to shareholders and lodged with ASX.

All resolutions were determined by a poll at the meeting. As required by section 251AA(2) of the *Corporations Act 2001 (Cth)*, summaries of the poll voting results and proxy votes for the resolutions are attached in Appendix 1.

Appendix 2 contains the timetable for the distribution of Sydney Airport stapled securities and the consolidation of Macquarie ordinary shares.

**In order to have the Sydney Airport stapled securities registered in their own name, shareholders must complete and return their holder election form to Macquarie's share registry by 6 January 2014.**

Macquarie shareholders who do not complete the holder election by the above date (and who do not participate in the sale facility associated with the distribution) will have their entitlement to Sydney Airport stapled securities transferred to a nominee on their behalf. Macquarie advises that the nominee will be Bond Street Custodians Limited, a wholly owned subsidiary of the Macquarie Group. These shareholders will receive a separate communication from Bond Street Custodians Limited about the nominee arrangements.

Yours faithfully

Dennis Leong  
Company Secretary

## APPENDIX 1

### Poll Results at Macquarie Group Limited General Meeting 12 December 2013 – Number and % of Votes

	<b>Resolution</b>	<b>For</b>	<b>%</b>	<b>Against</b>	<b>%</b>	<b>Abstain</b>
<b>1</b>	Approval of Constitution Amendment	212,234,269	99.88	247,924	0.12	1,462,036
<b>2</b>	Approval of Capital Reduction	212,308,502	99.87	270,127	0.13	1,361,132
<b>3</b>	Approval of Consolidation	211,754,631	99.55	965,757	0.45	1,234,273

### Proxy Summary Results for the Macquarie Group Limited General Meeting 12 December 2013 – Number of Votes

	<b>Resolution</b>	<b>For</b>	<b>Against</b>	<b>Vote at Proxy's Discretion</b>	<b>Abstain</b>
<b>1</b>	Approval of Constitution Amendment	210,291,653	246,269	1,852,302	1,451,373
<b>2</b>	Approval of Capital Reduction	210,365,552	262,921	1,856,848	1,358,276
<b>3</b>	Approval of Consolidation	209,781,084	962,844	1,869,090	1,230,579

## APPENDIX 2

### TIMETABLE FOR THE DISTRIBUTION OF SYDNEY AIRPORT (SYD) SECURITIES TO MACQUARIE GROUP (MQG) SHAREHOLDERS AND ASSOCIATED CONSOLIDATION OF MQG SHARES

Friday, 13 December 2013	Last day of trading on ASX of MQG shares with: <ul style="list-style-type: none"> <li>• an entitlement to the SYD distribution; and</li> <li>• on a pre-consolidation basis.</li> </ul>
From Monday, 16 December 2013 to Tuesday, 31 December 2013	Trading in MQG shares on the ASX will be on a consolidated basis and those purchasing shares on market will not have an entitlement to the SYD distribution.  MQG will be listed as MQGDA during this period, as MQG trades will be executed on a deferred settlement basis i.e. settled on 7 January 2014.  <i>If a shareholder wishes to confirm their post-consolidation holding prior to receiving written confirmation, they should contact their broker or, if they do not have a broker, contact Computershare.</i>
Friday, 20 December 2013	Record date for determining entitlements to the SYD distribution on a pre-consolidation basis.  Last date for registration of transfers of MQG shares on a pre-consolidated basis.
Monday, 23 December 2013	MQG share consolidation is effected.
By Tuesday, 31 December 2013	Written confirmation statements for the consolidated balance of MQG Shares held, despatched to shareholders.
Thursday, 2 January 2014	Normal trading (i.e. not on a deferred settlement basis) of MQG shares resumes.
Monday, 6 January 2014	Holder Election Forms (to have SYD securities registered in a shareholder's name) and elections to participate in the Sale Facility must be received by Computershare by this date to be effective.
Monday, 13 January 2014	SYD Securities transferred to entitled MQG shareholders.  <i>If a shareholder wishes to confirm their SYD Securities holding prior to receiving written confirmation, they should contact their broker or, if they do not have a broker, contact Computershare.</i>
By Friday, 17 January 2014	Written confirmation statements for the holdings of SYD Securities, despatched to holders.  MQG shareholder distribution statements despatched to shareholders.
By Monday, 3 March 2014	Sale Facility proceeds paid.

**For all other shareholder distribution information please refer to the Notice of Meeting and accompanying Explanatory Memorandum.**