

Notice to company pursuant to ss 249N & P of the Corporations Act 2001 (CA)

I/we
[name of 'shareholder']

of
[address]

.....
identified by the Holder Identification Number (HIN) or Shareholder Reference Number (SRN) [HIN or SRN]

in respect of any holding of the shareholder's Macquarie Group Limited ('MQG' or 'the company') ordinary fully paid shares;

hereby give notice (in accord with section 249N & P of the CA) to the company of: the following resolutions (1: Amendment to the Constitution, 2: Transition Planning Disclosure) the shareholder proposes to move at a general meeting of the company; and request (in accordance with section 249P) that the company give to all members each of the Supporting Statements following the resolutions.

SIGNED

..... (Signature of individual Shareholder [†] /company director) (Signature of second shareholder in a joint holding/for a company second director or company secretary)
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† Or sole company director and sole company secretary. JOINT HOLDING: For a holding in more than one name all shareholders must sign)

Resolution 1 – Amendment to the Constitution

To insert into our company's constitution beneath Clause 8.9 'Conduct of general meetings' the following new sub-clause: "The company in general meeting may by ordinary resolution express an opinion or request information about the way in which a power of the company partially or exclusively vested in the directors has been or should be exercised. However, such a resolution must relate to an issue of material financial relevance and cannot either advocate action which would violate any law or relate to any personal claim or grievance. Such a resolution is advisory only and does not bind the directors or the company."

(Note that an accompanying ordinary resolution seeking transition planning disclosure should also be included on Macquarie Group Limited's Notice of 2019 Annual General Meeting. Shareholders who vote by proxy should be able to lodge a vote on both resolutions.)

Resolution 2 - Transition Planning Disclosure

Shareholders request the company disclose in annual reporting from 2020 a plan that demonstrates how the company's investments will support outcomes consistent with the goal of the Paris Agreement to limit global warming to 1.5°C.

This information should include targets for future levels of exposure to carbon-related assets, including the elimination of exposure to thermal coal in OECD countries by no later than 2030, and strategies to meet these targets.