



Macquarie Group Limited
(ABN 94 122 169 279)

Disclosure Report (U.S. Version)
for the fiscal year ended March 31, 2011

Dated: May 13, 2011

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CERTAIN DEFINITIONS

In this Disclosure Report (U.S. Version) for the fiscal year ended March 31, 2011 (this “*Report*”), unless otherwise specified or the context otherwise requires:

- “*AASB*” means the Australian Accounting Standards Board;
- “*ABN*” means Australian Business Number;
- “*ACCC*” means the Australian Competition and Consumer Commission and its successors;
- “*ADI*” means an institution that is an authorised deposit-taking institution under the Australian Banking Act and regulated as such by APRA;
- “*AGAAP*” means Australian GAAP that also ensures compliance with International Financial Reporting Standards as issued by the International Accounting Standards Board;
- “*alternative asset funds*” means specific asset class investor funds, which are listed or unlisted in different regions and span such sectors as: (i) infrastructure and related sectors (toll roads, airports, communications infrastructure, energy utilities and other asset classes); (ii) sector-specific real estate assets (retail, office, industrial and commercial); and (iii) private equity and development capital;
- “*AML-CTF Act*” means the Anti Money Laundering and Counter-Terrorism Financing Act 2006 of Australia;
- “*APRA*” means the Australian Prudential Regulation Authority and its successors;
- “*ASIC*” means the Australian Securities and Investments Commission and its successors;
- “*Asset and Liability Committee*” means the committee established by the Executive Committee with responsibility for oversight of asset and liability management, liquidity policy compliance, liquidity scenario analysis and contingency planning;
- “*Assets under Management*” is a non-GAAP financial measure we use that calculates the value of the proportional ownership interest in assets of funds managed by entities in MBL Group or the Non-Banking Group, as applicable, plus other assets managed on behalf of third parties, see “Financial information presentation — Non-GAAP financial measures”;
- “*ASX*” means the Australian Securities Exchange operated by ASX Limited and its successors;
- “*Australian Banking Act*” means the Banking Act 1959 of Australia;
- “*Australian Corporations Act*” means the Corporations Act 2001 of Australia;
- “*A\$*” or “*\$*” means the Australian dollar and “*US\$*” means the US dollar;
- “*Bank*” and “*MBL*” each means Macquarie Bank Limited (ABN 46 008 583 542) (an ADI) and includes its predecessors and successors, and “*MBL Group*” means MBL and its controlled entities;
- “*Banking Group*” means Banking Holdco and the group of existing and future subsidiaries of that intermediate subsidiary, including the Bank, that constitutes the Banking Group as described herein;
- “*Banking Holdco*” means Macquarie B.H. Pty Ltd (ABN 86 124 071 432), the intermediate holding company established as a subsidiary of MGL and as the immediate parent of MBL as part of the Restructure;
- “*CMA*” means Cash Management Accounts;

- “*CMT*” means the Macquarie Cash Management Trust;
- “*Commonwealth*” and “*Australia*” each means the Commonwealth of Australia;
- “*Commonwealth Large Deposits and Wholesale Funding Guarantee Scheme*” means the Australian Government Guarantee Scheme for Large Deposits and Wholesale Funding adopted in November 2008 by the Commonwealth and which was closed to new issuances and deposits on March 31, 2010;
- “*controlled entities*” means those entities (including special purpose entities) over which another party has the power to govern, directly or indirectly, decision making in relation to financial and operating policies, so as to require that entity to conform with such controlling party’s objectives;
- “*CPS*” means Macquarie Convertible Preference Securities;
- “*ELE*” means an Extended Licensed Entity (as defined in APRA prudential regulation) which is an ADI, such as the Bank, and any subsidiaries considered by APRA to be operating as a division of the ADI itself. In order to be part of the ELE, a subsidiary must, among other things: (i) not have liabilities to entities outside the ELE, including to third parties, where those liabilities exceed 5% of the subsidiary’s assets; (ii) not undertake business that is not permitted by ADIs; (iii) be wholly-owned by the ADI itself or another ELE subsidiary; (iv) be entirely funded by the ADI; (v) face no regulatory or legal barriers to transferring assets back to the ADI; and (vi) have only the ADI’s directors or senior managers on its board of directors;
- “*Equity under Management*” is a non-GAAP financial measure we use that aggregates the market capitalization of listed funds managed by entities in the Non-Banking Group, committed capital from investors in unlisted funds, the face value of hybrid instruments and invested capital in managed assets, see “Financial information presentation — Non-GAAP financial measures”;
- “*Exchange Act*” means the U.S. Securities Exchange Act of 1934, as amended;
- “*Executive Committee*” means the committee established and chaired by the managing director of MGL focusing on a variety of business issues, including key risks faced across the organization;
- “*Financial Claims Scheme*” means the financial claims scheme established by Division 2AA of Part II of the Australian Banking Act;
- “*financial statements*” means our historical financial statements;
- “*F-IRB*” means the foundation internal ratings-based approach under Basel II;
- “*FSA*” means the United Kingdom Financial Services Authority;
- “*GAAP*” means generally accepted accounting principles;
- “*Guarantee*” means the guarantee contained in the Deed of Guarantee dated November 20, 2008 executed on behalf of the Commonwealth and which took effect from November 28, 2008, as amended from time to time;
- “*historical financial statements*” means our 2010 annual financial statements, our 2009 annual financial statements and our 2008 annual financial statements;
- “*IASB*” means the International Accounting Standards Board;
- “*IFRS*” means International Financial Reporting Standards;
- “*international income*” is a non-GAAP financial measure we use that means net operating income (excluding earnings on capital and other corporate income items) derived from our operations outside

Australia, or in Australia for non-Australian clients and counterparties, see “Financial information presentation — Non-GAAP financial measures — International income”;

- “*intra group loan*” means the lending facility from MBL to MGL more fully described under “Management’s discussion and analysis of results of operation and financial condition — Liquidity — Funded assets and funding sources of MGL Group — Intra group loan”;
- “*Macquarie Capital*” means, following the reorganizations of operating groups within MGL Group described below under “Macquarie Group Limited — Operating groups — Macquarie Capital”, the Macquarie Capital Advisers division and certain activities of Fixed Income, Currencies & Commodities that transferred to the Non-Banking Group as part of the Restructure;
- “*managed assets*” means third party equity invested in assets managed by Macquarie Infrastructure and Real Assets where management fees may be payable to us and assets held directly by us acquired with a view that they may be sold into new or existing funds managed by Macquarie Infrastructure and Real Assets;
- “*MBIL*” means Macquarie Bank International Limited;
- “*MBL LB*” means the London branch of MBL;
- “*MBLSB*” means Macquarie Bank Limited Seoul Branch;
- “*MCEL*” means Macquarie Capital (Europe) Limited;
- “*MGL*” means Macquarie Group Limited (ABN 94 122 169 279), the authorized NOHC for the Banking Group and the Non-Banking Group, and includes its predecessors and its successors, as more fully described herein;
- “*MGL Group*”, “we”, “our” and “us” means MGL and its controlled entities including MBL Group;
- “*MGL’s U.S. Investors’ Website*” means MGL’s U.S. investors’ website at www.macquarie.com/mgl/com/us/usinvestors;
- “*MIS*” means Macquarie Income Securities;
- “*MIPS*” means Macquarie Income Preferred Securities;
- “*net operating income*”, an Australian GAAP financial measure, includes net interest income (interest income less interest expense), trading income, fee and commission income, share of net profits of associates and joint ventures, net gains and losses from the sale of investments or the deconsolidation of controlled entities, dividends and distributions received/receivable, and other sundry income items, and is net of impairment charges and is reported in the income statement in our financial statements;
- “*NOHC*” means an authorized non-operating holding company of an ADI;
- “*NOHC Authority*” means the authority to be a non-operating holding company of an ADI granted to MGL by APRA on September 5, 2007;
- “*Non-Banking Group*” means Non-Banking Holdco and the group of existing and future subsidiaries of that intermediate subsidiary that constitute the Non-Banking Group as described herein;
- “*Non-Banking Holdco*” means Macquarie Financial Holdings Limited (ABN 63 124 071 398), the intermediate holding company established as a subsidiary of MGL and the parent of the Non-Banking Group as part of the Restructure;
- “*OFAC*” means the United States Office of Foreign Assets Control;

- “*operating expenses*”, an Australian GAAP financial measure, include employment expenses (including staff profit sharing expense), brokerage and commission expense, occupancy expenses (including premises rental expense), non-salary technology expenses, professional fees, travel and communication expense, and other sundry expenses and are reported in the income statement in our financial statements;
- “PMIs” mean Preferred Membership Interests;
- “RBA” means the Reserve Bank of Australia;
- “*Restructure*” means the reorganization of MBL Group that was completed on November 19, 2007 that resulted in the establishment of MGL as the ultimate holding company of MBL and the transfer by MBL Group of certain businesses, subsidiaries and assets, primarily the Macquarie Capital operating group, to the Non-Banking Group;
- “*Scheme Rules*” means the Commonwealth Guarantee Scheme for Large Deposits and Wholesale Funding Rules that commenced on November 20, 2008, as amended and in force from time to time;
- “*Schemes*” means the Commonwealth Large Deposits and Wholesale Funding Guarantee Scheme and the Financial Claims Scheme;
- “*Senior credit facility*” means the A\$5.0 billion senior credit facilities provided to MGL comprising A\$1.5 billion revolving credit facilities and A\$3.5 billion term facilities, as more fully described under “Management’s discussion and analysis of results of operation and financial condition — Liquidity — Funded assets and funding sources of MGL Group — Senior credit facility”;
- “*Services Agreements*” means the Outsourcing Master Services Agreements between MBL and MGL dated November 15, 2007, and between the Non-Banking Holdco and MGL dated December 10, 2007, and any supplements or amendments thereto;
- “*shared services*” means the services to be performed by MGL or its subsidiaries for the Banking and Non-Banking Groups pursuant to the Services Agreements described under “Macquarie Group Limited — Organizational structure”;
- “*Umbrella Deed*” means the Umbrella Deed: Backstop Arrangement between MBL and Macquarie Capital Group Limited dated on or about November 13, 2007, which sets out some of the arrangements for assets and businesses that could not be totally assumed by the Non-Banking Group through Macquarie Capital Group Limited or its subsidiaries following the Restructure;
- “*2009 annual financial statements*” means our audited consolidated financial statements contained in our 2009 Annual Report;
- “*2009 Annual Report*” means our 2009 annual report;
- “*2010 annual financial statements*” means our audited consolidated financial statements contained in our 2010 Annual Report;
- “*2010 Annual Report*” means our 2010 annual report;
- “*2011 annual financial statements*” means our audited consolidated financial statements contained in our 2011 Annual Report; and
- “*2011 Annual Report*” means our 2011 annual report, extracts of which are incorporated by reference.

Our fiscal year ends on March 31, so references to years such as 2011 or “fiscal year” and like references in the discussion of our financial statements, results of operation and financial condition are to the twelve months ending on March 31 of each such year.

In this Report, prior financial period amounts that have been reported in financial statements for or contained in the discussion of a subsequent financial period may differ from the amounts reported in the financial statements for or contained in the discussion of the financial statements for that prior financial period as the prior financial period amounts may have been adjusted to conform with changes in presentation in the subsequent financial period.

SPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTS

This Report contains statements that constitute “forward-looking statements” within the meaning of Section 21E of the Exchange Act. Examples of these forward-looking statements include, but are not limited to: (i) statements regarding our future results of operations and financial condition; (ii) statements of plans, objectives or goals, including those related to our products or services; and (iii) statements of assumptions underlying those statements. Words such as “may”, “will”, “expect”, “intend”, “plan”, “estimate”, “anticipate”, “believe”, “continue”, “probability”, “risk”, and other similar words are intended to identify forward-looking statements but are not the exclusive means of identifying those statements.

By their very nature, forward-looking statements involve inherent risks and uncertainties, both general and specific, and risks exist that the predictions, forecasts, projections and other forward-looking statements will not be achieved. We caution readers that a number of important factors could cause actual results to differ materially from the plans, objectives, expectations, estimates and intentions expressed in such forward-looking statements. These factors include:

- macroeconomic conditions in the global debt and equity markets;
- the effect of, and changes in, laws, regulations, taxation or accounting standards or practices, and government policy, including as a result of the regulatory proposals for reform of the banking, life insurance and funds management industries in Australia and the other countries in which we conduct our operations or which we may enter in the future;
- changes in market liquidity and investor confidence;
- inflation, interest rate, exchange rate, market and monetary fluctuations;
- our ability to deal effectively with an economic slowdown or other economic or market difficulty;
- our ability to complete, integrate or process acquisitions, dispositions, mergers and other significant corporate transactions;
- our ability to effectively manage our growth;
- the performance of funds and other assets we manage;
- demographic changes and changes in political, social and economic conditions in any of the major markets in which we conduct our operations or which we may enter in the future;
- changes in consumer spending and saving and borrowing habits in Australia and the other countries in which we conduct our operations or which we may enter in the future;
- the effects of competition in the geographic and business areas in which we conduct our operations or which we may enter in the future;
- our ability to adequately fund the operations of MGL and the Non-Banking Group;
- our ability to return capital or borrow from our subsidiaries;
- the impact of asset sales on our long-term business prospects;
- our ability to maintain or to increase market share and control expenses;

- the timely development of and acceptance of new products and services, the perceived overall value of these products and services by users, and the extent to which products and services previously sold by us require us to incur liabilities or absorb losses not contemplated at their initiation or origin;
- technological changes instituted by MGL, its counterparties or competitors;
- the ability of MGL to attract and retain employees;
- changes to the credit ratings assigned to each of MGL and MBL;
- adverse impact on our reputation; and
- various other factors beyond our control.

The foregoing list of important factors is not exhaustive. Statements that include forward-looking statements reflect our current views with respect to future events and are subject to certain risks, uncertainties and assumptions. Should one or more of the risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in this Report as anticipated, believed, estimated, expected or intended.

When relying on forward-looking statements to make decisions with respect to MGL Group, investors and others should carefully consider the foregoing factors and other uncertainties and events and are cautioned not to place undue reliance on forward-looking statements.

We are under no obligation, and disclaim any obligation, to update or alter our forward-looking statements, whether as a result of new information, future events or otherwise, after the date of this Report.

Significant risk factors applicable to MGL Group are described under “Risk factors” and other factors are discussed under “Management’s discussion and analysis of results of operation and financial condition” and elsewhere in this Report.

EXCHANGE RATES

MGL Group publishes its consolidated financial statements in Australian dollars and its fiscal year ends on March 31 of each year. For your convenience, the following table sets forth, for MGL Group's fiscal years and months indicated, the period-end, average (fiscal year only), high and low noon buying rates in New York City for cable transfers of Australian dollars as certified for customs purposes for the Federal Reserve Bank of New York, expressed in US dollars per A\$1.00.

In providing these translations, we are not representing that the Australian dollar amounts actually represent these US dollar amounts or that we could have converted those Australian dollars into US dollars. Since March 31, 2010, when the noon buying rate for Australian dollars into US dollars was US\$0.9169 per A\$1.00, the Australian dollar has continued to strengthen. From March 31, 2010 to March 31, 2011, the Australian dollar has appreciated by approximately 13% against the US dollar. Unless otherwise indicated, conversions of Australian dollars to US dollars in this Report have been made at the noon buying rate at the close of business on March 31, 2011, which was US\$1.0358 per A\$1.00. The noon buying rate at the close of business on May 6, 2011 was US\$1.0763 per A\$1.00.

<u>Fiscal year</u>	<u>Period End</u>	<u>Average Rate¹</u>	<u>High</u>	<u>Low</u>
2007	0.8104	0.7652	0.8104	0.7177
2008	0.9132	0.8683	0.9463	0.7860
2009	0.6925	0.7948	0.9797	0.6073
2010	0.9169	0.8507	0.9369	0.6941
2011	1.0358	0.9450	1.0358	0.8172
<u>Month</u>	<u>Period End</u>		<u>High</u>	<u>Low</u>
November 2010	0.9607		1.0143	0.9594
December 2010	1.0122		1.0153	0.9774
January 2011	0.9926		1.0200	0.9868
February 2011	1.0174		1.0176	0.9984
March 2011	1.0358		1.0358	0.9823
April 2011	1.0937		1.0937	1.0346
May 2011 (through May 6, 2011)	1.0763		1.0970	1.0642

¹ The average of the noon buying rates on the last day of each month during the period.

AUSTRALIAN EXCHANGE CONTROL RESTRICTIONS

The Australian dollar is convertible into US dollars at freely floating rates, subject to the sanctions described below. The Banking (Foreign Exchange) Regulations promulgated under the Australian Banking Act, the Charter of the United Nations Act 1945 of Australia, and other laws and regulations in Australia restrict or prohibit payments, transactions and dealings with assets having a prescribed connection with certain countries or named individuals or entities subject to international sanctions or associated with terrorism or money laundering.

The Australian Department of Foreign Affairs and Trade maintains a list of all persons and entities having a prescribed connection with terrorism which is available to the public at the Department's website at http://www.dfat.gov.au/icat/UNSC_financial_sanctions.html and the RBA maintains a list of persons and organizations subject to economic sanctions at <http://www.rba.gov.au/mkt-operations/fin-sanctions>.

FINANCIAL INFORMATION PRESENTATION

Our historical financial statements

Our 2011 annual financial statements include our audited financial statements as at and for the years ended March 31, 2011 and 2010. Our operating segments, as reported in accordance with AGAAP, reflect our current operating groups and divisions. See “Management’s discussion and analysis of results of operation and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010” for further information.

MGL Group is divided into the following operating groups for internal reporting and risk management purposes: Macquarie Securities; Fixed Income, Currencies & Commodities; Macquarie Funds; Banking & Financial Services, Macquarie Capital; and Corporate & Asset Finance. The Real Estate Banking division is also reported separately for internal reporting and risk management purposes. Transfers between segments are determined on an arm’s-length basis and are eliminated on consolidation.

We report certain items in the Corporate segment, which includes the Group Treasury division, the Head Office and central support functions. The Corporate segment includes unallocated head office costs, employment related costs, earnings on capital, non-trading derivative volatility, income tax expense and profits attributable to non-controlling interests. The Corporate segment also includes the impact of changes in credit spreads on non-trading financial instruments that are classified as fair value through profit or loss. The items reported in the Corporate segment do not form part of the total profit contribution provided by our operating groups. The total contribution to profit by operating groups plus the contribution to profit included in the Corporate segment equates to our total profit after tax.

Impact of acquisitions on the 2011 and 2010 fiscal years

During the 2011 fiscal year, MGL Group acquired a number of asset portfolios, entities and businesses, including:

- *Sal. Oppenheim*. On April 7, 2010, MGL Group acquired the equity derivatives, cash equities sales and research businesses of Sal. Oppenheim jr & Cie (“*Sal. Oppenheim*”), a German private bank;
- *International Lease Finance Corporation*. On April 14, 2010, MGL Group acquired International Lease Finance Corporation’s (“*ILFC*”) aircraft operating lease portfolio;
- *GMAC Australia*. On April 30, 2010, MGL Group acquired GMAC Australia’s retail auto leases and loans portfolio;
- *Presidio Partners*. On November 18, 2010, MGL Group acquired Presidio Partners, a U.S. based real estate private capital raising and advisory firm with operations in North America and Europe; and
- *INNOVEST Kapitalanlage AG*. On March 8, 2011, MGL Group acquired INNOVEST Kapitalanlage AG, an Austrian asset manager.
- *REGAL Capital Advisors*. On March 10, 2011, MGL Group acquired REGAL Capital Advisors, a U.S.-based advisory firm specializing in the gaming, lodging and leisure industries.

During the 2010 fiscal year, MGL Group acquired a number of entities and businesses, including:

- *Tristone Capital Global Inc*. On August 31, 2009, MGL Group acquired Tristone Capital Global Inc. (“*Tristone*”), a global energy advisory and securities firm;
- *Fox-Pitt Kelton Group*. On November 30, 2009, MGL Group acquired Fox-Pitt Kelton Cochran Caronia Waller LLC (“*FPK*”), a U.S.-based specialist equities sales and trading, and corporate advisory firm focused on financial services;

- *Blackmont Capital Inc.* On December 31, 2009, MGL Group acquired Blackmont Capital Inc. (“*Blackmont*”), a full service Canadian wealth management and investment dealer business; and
- *Delaware Investments.* On January 5, 2010, MGL Group acquired Delaware Investments, a leading U.S.-based diversified asset management firm.

In accordance with AASB 3 “Business Combinations”, provisional amounts for the initial accounting of acquisitions made during each fiscal year were reported in MGL Group’s 2011 annual financial statements and 2010 annual financial statements, respectively.

For further information on how these businesses have been integrated into MGL Group, see “Macquarie Group Limited — Operating groups” below, and for information on their impact on our results of operation and financial condition for the 2011 and 2010 fiscal years, see “Management’s discussion and analysis of results of operation and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment analysis” and “Management’s discussion and analysis of results of operation and financial condition — Year ended March 31, 2010 compared to year ended March 31, 2009 — Segment analysis”, respectively.

For further information on acquisitions and disposals of subsidiaries and businesses during the 2011 and 2010 fiscal years, see Note 45 “Acquisitions and disposals of subsidiaries and businesses” to MGL Group’s 2011 annual financial statements and Note 45 “Acquisitions and disposals of subsidiaries and businesses” to MGL Group’s 2010 annual financial statements, respectively.

Reorganization of operating groups and reporting segments within MGL Group during the 2011 fiscal year

During the 2011 fiscal year, MGL Group implemented the following changes to its internal operating groups that impacted the composition of its reporting segments:

- In July 2010, Macquarie Capital Funds, formerly a part of Macquarie Capital and the Non-Banking Group, consolidated with and became an operating division of Macquarie Funds and was renamed Macquarie Infrastructure and Real Assets. The activities of Macquarie Infrastructure and Real Assets have remained part of the Non-Banking Group;
- Real Estate Structured Finance and all real estate lending activities of the Real Estate Banking division were transferred to Corporate & Asset Finance and have remained part of the Banking Group. Corporate & Asset Finance became MGL Group’s sixth operating group; and
- In November 2010, certain Real Estate Banking unlisted funds management products were transferred to Macquarie Funds.

The results of our operating groups for the year ended March 31, 2011 are presented to give effect to these internal reorganizations effective April 1, 2010, with the comparative information for the year ended March 31, 2010 presented on a consistent basis. A reconciliation of our segment results for the 2010 and 2011 fiscal years on a statutory basis prior to the internal reorganizations is presented in “Management’s discussion and analysis of results of operation and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment Overview — Basis of preparation — Reconciliation of segment results for year ended March 31, 2010 to our historical financial statements”.

As a result of these internal reorganizations, in our 2011 financial statements:

- the financial results of Macquarie Infrastructure and Real Assets are presented within the Macquarie Funds segment effective April 1, 2010, with the comparative information for Macquarie Funds for the year ended March 31, 2010 represented to now include the aggregated results of the businesses that comprise the new Macquarie Funds operating group. Accordingly, the contribution of the Macquarie Capital operating group to MGL Group’s financial results for the year ended March 31, 2011 excludes

the contribution from the activities of the Macquarie Infrastructure and Real Assets division that now form part of Macquarie Funds; and

- the financial results of Corporate & Asset Finance include Real Estate Structured Finance and all real estate lending activities of the Real Estate Banking division described above, effective April 1, 2010, with comparative segment information for Corporate & Asset Finance for the year ended March 31, 2010 presented on a consistent basis to include the aggregated results of Real Estate Structured Finance and the real estate lending activities of the Real Estate Banking division that now comprise the new Corporate & Asset Finance operating group. Accordingly, the contribution of the Real Estate Banking division to MGL Group's financial results for the year ended March 31, 2011 excludes the contribution from Real Estate Structured Finance and all the real estate lending activities of the Real Estate Banking division of Real Estate Banking that were transferred to Corporate & Asset Finance.

For further information on the rationale for the internal reorganizations of our operating groups during the year ended March 31, 2011, see "Management's discussion and analysis of results of operation and financial condition — Trading conditions and market update" and "Macquarie Group Limited — Operating groups" in this Report. Other than as described above, our operating groups and reporting segments remained the same for each of the periods presented in this Report. In addition, all recent changes to operating groups and reporting segments have been internal to each of the Non-Banking Group and the Banking Group and accordingly, these changes have had no impact on the operating or financial performance of either the Non-Banking Group or Banking Group.

Investors should note that while the financial information for the year ended March 31, 2011 included in this Report presents our current operating segments in accordance with AASB 8 "Operating Segments" following these internal reorganizations, and while in our 2011 financial statements we restated the comparative information for the year ended March 31, 2010 to reflect these internal reorganizations, we were not required to restate the operating segment presentation in the financial statements for earlier fiscal periods. As a result, the operating segments reported in our 2010 annual financial statements and our financial statements for prior fiscal years have not been restated to reflect our current reportable operating segments. Further, the audit reports on those historical financial statements report on historical financial statements that have not been re-presented on the same basis that our 2011 financial statements have been prepared. Investors are urged to use caution in analyzing the segment disclosures reported in our financial statements and the segment discussion presented in "Management's discussion and analysis of results of operation and financial condition" in this Report, since such historical financial statements include the disclosures of our previous operating segments and have not been restated to reflect our current reportable segments in accordance with AASB 8.

For further detail on our segment reporting, see Note 3 to our 2011 annual financial statements.

Certain differences between AGAAP and US GAAP

Investors should be aware that the financial information contained or incorporated by reference in this Report has been prepared and presented in accordance with Australian Accounting Standards and the recognition and measurement principles prescribed in the current interpretations of the International Financial Reporting Standards, or AGAAP. There are differences between AGAAP and US GAAP that may be material to the financial information contained or incorporated by reference in this Report. MGL Group has not provided a quantitative reconciliation or narrative discussion of these differences in this Report. Investors should therefore consult their own professional advisors for an understanding of the differences between AGAAP and US GAAP and how those differences might affect the financial information included in this Report and, more generally, the financial results of MGL Group going forward.

The accounting policies adopted by entities within MGL Group are as reported in Note 1 included in our 2011 annual financial statements.

Non-GAAP financial measures

We report our financial results in accordance with AGAAP. However, we include certain financial measures and ratios that are not prepared in accordance with AGAAP that we believe provide useful information to users in measuring the financial performance and condition of our business for the reasons set out below. In addition, some of these non-GAAP financial measures are used by MGL Group in respect of our financial results. These non-GAAP financial measures do not have a standardized meaning prescribed by AGAAP and, therefore, may not be comparable to similarly titled measures presented by other entities, nor should they be construed as an alternative to other financial measures determined in accordance with AGAAP. You are cautioned, therefore, not to place undue reliance on any non-GAAP financial measures and ratios included or incorporated by reference into this Report. These measures include:

Assets under Management

Assets under Management provides a consistent basis for measuring the scale of the funds management activities across our operating groups in the Banking Group and the Non-Banking Group. Assets under Management is calculated as the proportional ownership interest in the underlying assets of funds and other assets managed by entities in MBL Group or the Non-Banking Group, as applicable, on behalf of third parties that are not funds managed by any MGL Group entity. This calculation is adjusted to exclude cross-holdings between funds managed by entities in MBL Group or the Non-Banking Group, as applicable, and is further adjusted to reflect the proportional ownership interest in the relevant fund manager.

Substantially all of MGL's Assets under Management is reported by Macquarie Funds with approximately 1% (as at March 31, 2011) reported by Banking & Financial Services, Macquarie Capital and Real Estate Banking.

Equity under Management

Equity under Management is a non-GAAP financial measure used by the Macquarie Infrastructure and Real Assets division, which is part of Macquarie Funds in the Non-Banking Group. Base management fees for that business, especially infrastructure and certain other alternative asset funds, are generally calculated with reference to Equity under Management. Equity under Management is considered an appropriate measure of the size of our funds as the calculation of Macquarie Infrastructure and Real Assets' base management fee income is based on a percentage of Equity under Management.

Equity under Management is the aggregate of listed funds — market capitalization at the measurement date plus underwritten or committed future capital raisings; unlisted funds — committed capital from investors at the measurement date less called capital subsequently returned to investors; hybrid instruments — face value of tickets and of exchangeable bonds; and managed assets — invested capital at measurement date.

Where a fund is managed through a joint venture with another party, the Equity under Management amount is then weighted based on our proportionate economic interest in the joint venture management entity.

International income

International income is a non-GAAP financial measure that we believe provides investors and analysts with a basis for determining the scale of our operations outside of Australia. Operating income is classified as "international" with reference to the geographic location in which the customer resides or services are provided. This may not be the same geographic location where the operating income is derived. For example, we classify operating income generated by work performed for clients based outside Australia and booked in Australia as "international". Income from funds management activities are allocated by reference to the location of the funds' assets.

International income as a percentage of net operating income (excluding earnings on capital and other corporate income items)

International income as a percentage of net operating income (excluding earnings on capital and other corporate income items) is a non-GAAP financial measure. To calculate this percentage, international income is divided by net operating income (excluding earnings on capital and other corporate income items).

Earnings on capital and other corporate income items

Earnings on capital and other corporate income items is a non-GAAP financial measure. Net operating income, an AGAAP financial measure, includes the income generated by our operating groups, income from the investment of our capital, and other items of operating income not attributed to our operating groups. Earnings on capital and other corporate income items is net operating income *less* the operating income generated by our operating groups.

Funded loan assets and funded statement of financial position

Funded loan assets is a non-GAAP financial measure. Funded loan assets is determined based on the funded statements of financial position of MGL Group and not the statutory statement of financial position classification. MGL Group's statutory statement of financial position is prepared based on AGAAP and includes certain accounting gross-ups and non-recourse self funded assets that do not represent a funding requirement of MGL Group. A reconciliation between the reported assets and the net funded loan assets at March 31, 2011 is presented in "Capital analysis – Statutory statement of financial position".

SUMMARY

This summary highlights selected information from this Report and does not contain all of the information that may be important to you. This summary does not purport to be complete and is qualified in its entirety by reference to, and should be read in conjunction with, the more detailed information appearing elsewhere in this Report. You should read this entire Report carefully, including the risk factors and the audited consolidated financial statements and the notes related thereto.

Overview

MGL is an ASX-listed diversified financial services holding company headquartered in Sydney, Australia and regulated as a NOHC by APRA. As a provider of banking, financial, advisory, investment and funds management services, MGL is primarily a client-driven business which generates income by providing a diversified range of products and services to clients. MGL Group acts on behalf of institutional, corporate, and retail clients and counterparties around the world. MGL's market capitalization as at the close of business on May 12, 2011 was A\$11.9 billion (approximately US\$12.8 billion based on the noon buying rate at the close of business on May 6, 2011 of US\$1.0763 per A\$1.00).

At March 31, 2011, MGL employed 15,556 staff, had total assets of A\$157.6 billion and total equity of A\$11.9 billion. For the 2011 fiscal year, our net operating income was A\$7.6 billion and profit after tax attributable to ordinary equity holders was A\$956 million. As at March 31, 2011, MGL conducted its operations through more than 70 office locations in 30 countries, with 60% of our net operating income (excluding earnings on capital and other corporate income items) being derived from international income. See "Macquarie Group Limited — Our business — Regional activity" below for further information.

MGL was incorporated in the State of Victoria on October 12, 2006. Its principal place of business is Level 7, No. 1 Martin Place, Sydney, New South Wales 2000, Australia. The telephone number of its principal place of business is +612-8232-5006.

Recent Board and management changes

On March 17, 2011, MGL and MBL announced that effective March 17, 2011, the Chairman, David Clarke, had resigned as a member of the MGL and MBL Boards due to ill health. The Lead Independent Director, Kevin McCann, was appointed as Chairman of the Boards of both MGL and MBL. Kevin McCann served as acting Chairman of MGL and MBL from November 27, 2008 to August 30, 2009 when Mr. Clarke took a leave of absence.

On April 29, 2011, MGL Group announced that Diane Grady had been appointed to the MGL and MBL Boards, effective May 19, 2011. Ms. Grady has served on multiple boards, including Woolworths Limited (1996-2010), Goodman Group (1997-2010), Lend Lease (1994-2002) and MLC (1996-2002), and is currently a director of Bluescope Steel Ltd. Previously, she was a partner at McKinsey & Company where she spent 15 years consulting to clients in a broad range of industries on strategic and operational issues. She was a leader of the firm's global Organization and Change Management Practice and headed the Consumer Goods, Retailing and Marketing Practice in Australia. Ms. Grady holds an MBA from Harvard Business School and a Masters in Chinese Studies from the University of Hawaii.

On April 7, 2011, MGL and MBL announced that the Executive Chairman of Macquarie Capital and Macquarie Securities, Michael Carapiet, will retire in July 2011. Roy Laidlaw, the Group Head of Macquarie Capital and Macquarie Securities, was appointed Executive Chairman of Macquarie Securities and will continue in his capacity as Group Head of Macquarie Capital. Stevan Vrcelj, the Head of Cash Equities, was appointed Group Head of Macquarie Securities.

Our key strengths

We believe our profitability, the diversification of our businesses and our geographic spread has been supported by the following key strengths:

- *Leading Australian and strong international franchise.* We are a leading Australian financial services firm that provides diverse financial services in Australia, with particular strengths in funds management, M&A, infrastructure advisory and management, securities origination, project advisory work and securities, foreign exchange, energy and commodities trading. This has created a strong base for our domestic and international growth and diversification. Over the last 10 years, we have significantly increased the amount of business we conduct outside of Australia and have transformed from a leading Australian financial services firm growing internationally into a global provider of diversified financial services headquartered in Australia. See “Macquarie Group Limited — Our history and evolution” below for further information.
- *Strong brand and reputation.* We believe our business successes have resulted in us achieving a level of recognition for quality, integrity, and innovative products and services that has been an important element in our ability to maintain, grow and diversify our businesses.
- *Diversified earnings.* Our diversified earnings base has been an important factor in our successful growth. MGL Group’s diverse sources of income include the following:
 - *Fee and commission income, including:*
 - Brokerage and commission income from institutional cash equities services provided to retail and institutional clients by Macquarie Securities, brokerage fee income from Banking & Financial Services, as well as brokerage revenues in futures execution and clearing markets from Fixed Income, Currencies & Commodities;
 - Funds management fee income (including base fees, which are ongoing fees generated from funds management activities, and performance fees, which are earned when the funds outperform predetermined benchmarks) from Macquarie Funds and Banking & Financial Services;
 - Fee income from M&A, advisory and underwriting services provided by Macquarie Capital and Macquarie Securities as well as fee income from mortgage securitization vehicles, lending activities and transaction fees;
 - Other fee and commission income from the Macquarie Wrap and other administration fee income from Banking & Financial Services, and structuring fee income from Macquarie Funds’ structured financial products; and
 - Income from life investment contracts and other unitholder investment assets from the provision of life insurance by Macquarie Life and True Index income earned on funds managed by Macquarie Funds.
 - *Trading income* generated predominately through client trading activities and products issued by Macquarie Securities and Fixed Income, Currencies & Commodities;
 - *Interest income* earned on residential mortgages, loans to Australian and Canadian businesses, loans on capital protected products and credit cards of Banking & Financial Services, interest income on trading assets from Fixed Income, Currencies & Commodities and Macquarie Securities, and leasing and asset financing activities of Corporate & Asset Finance;
 - *Other income* from the sale of asset and equity investments, gains on the deconsolidation of controlled entities, operating lease income, dividends and distributions; and

- *Equity accounted income* from principal investments in assets and businesses where significant influence is present.
- *Geographic diversity.* As at March 31, 2011, we employed 15,556 people in 30 countries. Of those staff, approximately 53% were located in offshore markets. As MGL Group has expanded, we have applied the resources and experience of a global organization to our understanding of the local environment in the countries in which we operate.
- *Ability to adapt to change.* Over time, we have demonstrated an ability to adapt to changing market conditions, seeking to take advantage of new opportunities as they arise. Recent changes to MGL Group’s business mix include increased corporate lending, expanded leasing activities, expanded funds management activities, expanded trading activities across new geographies, new business structures and expanded product offerings. As a result of market conditions, we have also taken advantage of several acquisition opportunities which we believe have strengthened our product offering and global presence. We believe that these acquisitions complemented our existing expertise in areas such as lending and leasing, energy, financial institutions and funds management and demonstrated our track record of successfully integrating new businesses. For further details of significant acquisitions, see “Macquarie Group Limited — Our history and evolution” below.
- *Selective approach to growth and diversification.* In addition to adapting our existing businesses and expanding organically, we actively seek to diversify and grow our businesses in selective areas of expertise. We believe that our strategy of expanding selectively, seeking only to enter markets where our particular skills or expertise deliver added value to clients, maximizes our potential for success and is intended to minimize unexpected losses or reputational impacts as we seek to grow and diversify.
- *Experience managing growth and diversity.* The experience of our management team in managing our growth and diversification have been important to our success in realizing the benefits and controlling the risks associated with undertaking varying businesses, developing scale, and growing in new and existing geographic regions.
- *Business focus on fee income.* Our main business focus is providing services to our clients rather than engaging in principal activities. While several of our businesses have and expect to continue to undertake principal investments as part of their M&A and funds management strategies, respectively, our main focus is on generating management and advisory fees, not assuming significant principal exposure.
- *Strong capital position.* As at March 31, 2011, MGL had total regulatory capital of A\$12.1 billion including A\$3.0 billion surplus capital in excess of MGL Group’s minimum APRA regulatory requirement. MGL Group continues to monitor regulatory and market developments in relation to liquidity and capital management, as discussed below under “Regulation and supervision”.
- *Risk management.* Managing risk is an integral part of our business, and we believe strong prudential management has been key to our success. Where we assume risk, we do so in what we believe to be a calculated and controlled framework. Our risk management framework is described in Note 41 to our 2011 annual financial statements and in the “Risk Management Report” in our 2011 Annual Report. While our approach to risk is embedded across all business units, Risk Management manages the key risks applicable to the entire MGL Group along the following principles:
 - *Independence.* Risk Management assesses and monitors risks for the entire MGL Group, is independent of the operating groups and is required to approve all major risk acceptance decisions.
 - *Centralized risk management.* Risk Management’s MGL Group-wide responsibilities enable it to assess risks from the perspective of the entire MGL Group and allow it to apply a consistent approach across all operating areas.

- *Approval of new business activities.* Operating groups are required to consult with Risk Management before undertaking new businesses or activities, offering new products or entering new markets. Risk Management's responsibility is to identify, quantify and assess the likely risks and establish prudential limits that, where appropriate, are approved by our Executive Committee and Board.
- *Continuous assessment.* Risk Management's responsibilities include the ongoing review of the risks that our businesses are exposed to in order to account for changes in market circumstances and to our operating groups.
- *Frequent monitoring.* Risk Management uses centralized systems to monitor credit and market risks daily and liaise with operating groups and supporting divisions.

Our strategy

Our strategy is to focus on the medium term and is built on providing services to clients, aligning the interests with shareholders, investors and staff, what we believe is a conservative approach to risk management, growth and evolution, operations that are diversified by business and geography, and an ability to adapt to change. This approach provides the flexibility to enter into new business sectors and regions as opportunities emerge and to expand our existing businesses in selective areas of expertise.

We seek to encourage growth and diversity by allowing strategy to be driven in the individual businesses at the operating level. However, equity, credit, market, liquidity, compliance and operational risks are centrally managed by our centralized Risk Management group whose responsibility is to implement appropriate assessment and management policies in respect of these risks throughout MGL Group. MGL applies this existing strategy and risk management framework across MGL Group.

Our business has always evolved and changed to adapt to market conditions. We continually examine investment opportunities and have undertaken a number of strategic acquisitions in response to changing market conditions and opportunities that have been presented to us. See "Macquarie Group Limited — Our history and evolution" for further information about our acquisitions in the 2011 fiscal year. We expect to continue to assess strategic acquisition and merger opportunities and other corporate transactions as they arise, along with exploring opportunities for further organic growth in our existing and related businesses as an avenue of growth and diversification for MGL Group in the medium term.

Across our international operations, the strategy focuses on building a global platform, through both acquisitions and organic growth, which we believe will enable us to offer a comprehensive range of MGL products to clients around the world and identify MGL as a global specialist in our key areas of expertise. See "Macquarie Group Limited — Our business — Regional activity" below for further information on MGL's performance across its key geographical regions.

Our business

Overview of MGL Group

At March 31, 2011, MGL had total assets of A\$157.6 billion and total equity of A\$11.9 billion. For the year ended March 31, 2011, our net operating income was A\$7.6 billion and profit after tax attributable to ordinary equity holders was A\$956 million, with 60% of our net operating income (excluding earnings on capital and other corporate income items) derived from international income.

The tables below show the relative revenues from external customers and profit contribution of each of our operating groups in the years ended March 31, 2011 and 2010:

Revenues from external customers of MGL Group by operating group for the years ended March 31, 2011 and 2010¹

	Year ended		Movement ³
	Mar 11	Mar 10	
	A\$m	A\$m	%
Macquarie Capital	1,309	1,439	(9)
Fixed Income, Currencies & Commodities	1,984	1,977	nm
Macquarie Securities	1,423	1,515	(6)
Banking & Financial Services	2,530	2,233	13
Macquarie Funds	1,690	2,428	(30)
Corporate & Asset Finance	1,571	1,100	43
Real Estate Banking	85	113	(25)
Total revenues from external customers by operating group	10,592	10,805	(2)
Corporate ²	1,410	923	53
Total revenues from external customers	12,002	11,728	2

Profit contribution of MGL Group by operating group for the years ended March 31, 2011 and 2010¹

	Year ended		Movement ³
	Mar 11	Mar 10	
	A\$m	A\$m	%
Macquarie Capital	281	(56)	large
Fixed Income, Currencies & Commodities	575	827	(30)
Macquarie Securities	175	580	(70)
Banking & Financial Services	275	261	5
Macquarie Funds	602	813	(26)
Corporate & Asset Finance	501	255	96
Real Estate Banking	(42)	(148)	(71)
Total contribution to profit by operating group	(1,411)	(1,482)	(5)
Corporate ²	956	1,050	(9)
Net profit after tax	956	1,050	(9)

¹ For further information on our segment reporting, see “Management’s discussion and analysis of results of operations and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment overview” and Note 3 to our 2011 annual financial statements.

² The Corporate segment includes earnings on capital, group treasury operations, certain corporate costs not recharged to operating businesses, employment related costs, options expense, income tax expense, profit attributable to non-controlling interests and internal management accounting adjustments and charges. Revenues from external customers reflected above for the Corporate segment represent net interest income on deposits held with external banks.

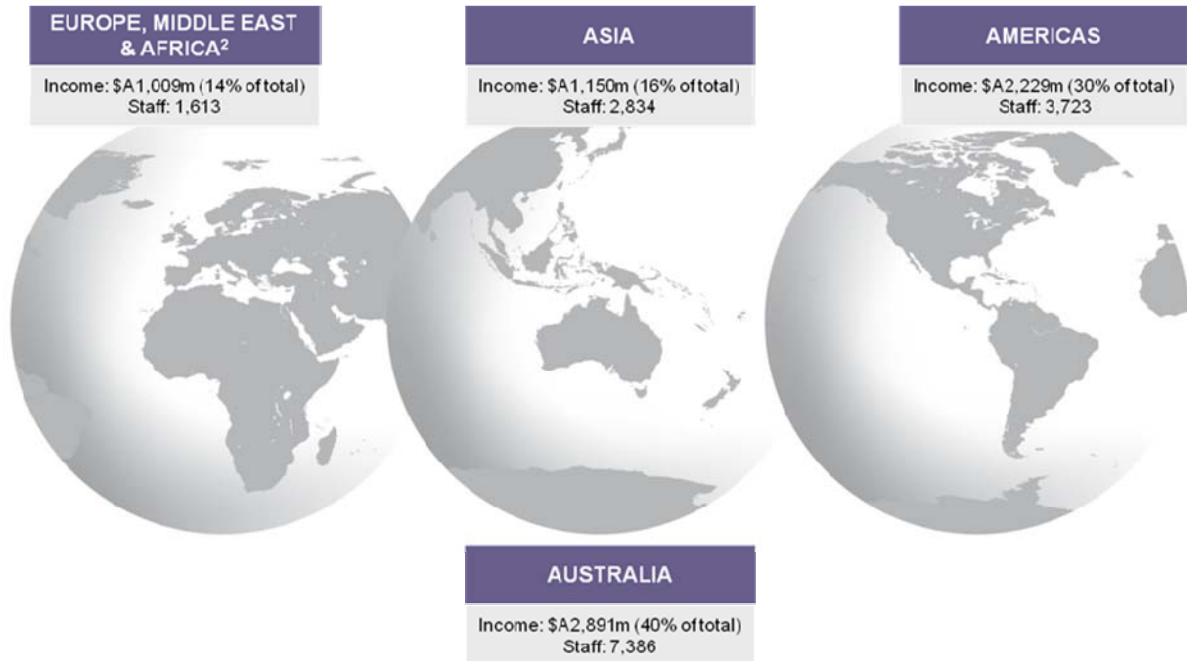
³ “nm” indicates that the percentage change was less than 0.5% and therefore not meaningful and “large” indicates that actual movement was greater than 300%.

Regional activity

At March 31, 2011, MGL Group employed 15,556 staff globally and conducted its operations in more than 70 office locations in 30 countries.

In the 2011 fiscal year, MGL Group continued to increase diversity by geography. The chart below shows MGL Group's international income by region in the 2011 fiscal year.

International income of MGL Group¹ by region for the year ended March 31, 2011



¹ For further information on our segment reporting, see “Management’s discussion and analysis of results of operations and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment overview” and Note 3 to our 2011 annual financial statements.

² Staff seconded to joint venture not included in official headcount (South Africa: Macquarie First South, Moscow: Macquarie Renaissance).

Australia. MBL Group, the predecessor of MGL Group, has its origins as the merchant bank Hill Samuel Australia Limited, created in 1969 as a wholly-owned subsidiary of Hill Samuel & Co. Limited, London, and began operations in Sydney in January 1970 with only 3 staff. As at March 31, 2011, MGL Group employed over 7,300 staff across Australia. In the 2011 fiscal year, Australia contributed A\$2.9 billion (40%) of our net operating income (excluding earnings on capital and other corporate items) as compared to A\$3.1 billion (48%) in the 2010 fiscal year.

Americas. MGL Group has been active in the Americas for over a decade, when we established our first office in New York in 1994 and has grown rapidly over the last two years, principally through acquisitions of Delaware Investments, FPK, Tristone, Blackmont and Constellation Energy, and the growth of our Energy Trading and Credit Trading businesses. As at March 31, 2011, MGL Group employed over 3,700 staff across the United States, Canada, Mexico and Brazil. In the 2011 fiscal year, the Americas contributed A\$2.2 billion (30%) of our net operating income (excluding earnings on capital and other corporate items) as compared to A\$1.3 billion (21%) in the 2010 fiscal year.

Asia. MGL Group has been active in Asia for more than 15 years, when we established our first office in Hong Kong. As at March 31, 2011, MGL Group employed over 2,800 staff across China, Hong Kong, New Zealand, India, Indonesia, Japan, South Korea, Malaysia, the Philippines, Singapore, Taiwan and Thailand. During the year, MGL continued to expand the regional investment and product platforms of Macquarie Funds (including the Macquarie Infrastructure and Real Assets division), Corporate & Asset Finance as well as Fixed Income Currencies & Commodities, which had established an Asian regional “hub” in Singapore. In the 2011 fiscal year, Asia contributed A\$1.2 billion (16%) of our net operating income (excluding earnings on capital and other corporate items) as compared to A\$1.1 billion (18%) in the 2010 fiscal year.

Europe, Middle East & Africa. MGL Group has been active in Europe since the late 1980s, in Africa since 2000 and the Middle East since 2005. As at March 31, 2011, MGL Group employed over 1,600 staff across the United Kingdom, Germany, France, Luxembourg, the Netherlands, Sweden, Austria, Switzerland, South Africa, Abu Dhabi and Dubai. In the 2011 fiscal year, Europe, Middle East & Africa contributed A\$1.0 billion (14%) of our net operating income (excluding earnings on capital and other corporate items) as compared to A\$0.9 billion (13%) in the 2010 fiscal year.

For further information on our segment reporting, see “Management’s discussion and analysis of results of operations and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment overview” and Note 3 to our 2011 annual financial statements. For further information on our international income for the 2011 and 2010 fiscal years, see “Management’s discussion and analysis of results of operation and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — International income”.

RISK FACTORS

We are subject to a variety of risks that arise out of our financial services and other businesses. We manage our ongoing business risks in accordance with our risk management policies and procedures, some of which are described in Note 41 to our 2011 annual financial statements. The following are some of the more significant risk factors that could affect our businesses, results of operation or financial condition.

Our business and financial condition may be negatively impacted by a deteriorating economic climate and adverse credit and other market conditions, which may negatively affect our businesses in certain industry sectors, impair our ability to meet our liquidity needs, adversely affect our access to international capital markets and increase our cost of funding.

Global credit and equity markets, particularly in the United States and Europe, experienced extreme volatility, disruption and decreased liquidity during 2008 and 2009. These challenging market conditions resulted in less liquidity, greater volatility, widening of credit spreads and a lack of price transparency in markets generally. Our businesses operate in or depend on the operation of these markets, either directly or indirectly, including through exposures in securities, loans, derivatives and other activities. In particular, uncertainty in global credit markets, increased funding costs, constrained access to funding, and the decline in equity and capital market activity impacted transaction flow in a range of industry sectors, all of which adversely impacted our financial performance. Notwithstanding improvement in global economic conditions, there can be no assurance that the relief measures implemented by governments and central banks around the globe to restore confidence in financial systems and bolster economic growth will result in a sustained long-term stabilization of financial markets, or what impact the withdrawal of such relief measures or the consequential impacts of substantial fiscal stimulus on the budgets of sovereigns will have on global economic conditions or MGL's financial condition.

We may be impacted in a number of ways by a deteriorating economic climate. Our trading income may be adversely impacted during times of subdued market conditions and client activity. Our M&A advisory and underwriting fee income and our client facilitation fee income may be impacted by transaction volumes and our funds management fee income, including base and performance fees, may be impacted by volatility in equity values and returns from our managed funds. We may consider the credit quality of our loan portfolio and the value of our proprietary investments, including our investments in managed funds, for impairment at each reporting date. Our returns from asset sales are also subject to the current economic climate.

Furthermore, liquidity is essential to our business, and we rely on credit and equity markets to fund our operations. Our liquidity may be impaired by an inability to access secured or unsecured debt markets, an inability to sell assets or unforeseen outflows of cash or collateral. Our liquidity may also be impaired due to circumstances that we may be unable to control, such as general market disruptions, which may occur suddenly and dramatically, an operational problem that affects our trading clients or ourselves, or changes in our credit spreads, which are continuous, market-driven, and subject at times to unpredictable and highly volatile movements. For a more detailed description of liquidity risk, refer to the section "Management's discussion and analysis of results of operation and financial condition — Liquidity" herein.

General business and economic conditions are key considerations in determining our access to capital markets, cost of funding and ability to meet our liquidity needs and include, but are not limited to, changes in short-term and long-term interest rates, inflation, monetary supply, commodities volatility and results, fluctuations in both debt and equity capital markets, relative changes in foreign exchange rates, consumer confidence and the relative strength of the economies in which we operate. Renewed turbulence or a worsening general economic climate could adversely impact any or all of these factors. Should conditions remain uncertain for a prolonged period, or deteriorate further, our funding costs may increase and may limit our ability to replace, in a timely manner, maturing liabilities, which could adversely affect our ability to fund and grow our business or otherwise have a material impact on us.

In the event that our current sources of funding prove to be insufficient, we may be forced to seek alternative financing, which could include selling liquid securities or other assets. The availability of alternative financing will depend on a variety of factors, including prevailing market conditions, the availability of credit, our credit ratings and credit capacity. The cost of these alternatives may be more expensive than our current sources of funding or include other unfavorable terms, or we may be unable to raise as much funding as we need to support our business

activities. This could slow the growth rate of our businesses, cause us to reduce our term assets and increase our cost of funding, all of which could reduce our profitability. In the event that we are required to sell assets, there is no assurance that we will be able to obtain favorable prices on some or all of the assets we offer for sale or that we will be able to successfully complete asset sales at an acceptable price or in an acceptable timeframe. In addition, the sale of income earning assets may adversely impact our income in future periods.

Many of our businesses are highly regulated and we could be adversely affected by temporary and permanent changes in regulations, regulatory policy and by compliance requirements, particularly for financial institutions, in the markets in which we operate.

Many of our businesses are highly regulated in most jurisdictions in which we do business. We have businesses in multiple sectors, including as licensed brokers, investment advisers or other regulated financial services providers. We operate similar kinds of businesses across multiple jurisdictions, and some of our businesses operate across more than one jurisdiction or sector and are regulated by more than one regulator. Additionally, some members of MGL Group own or manage assets and businesses that are regulated. Our businesses include regulated banks (in Australia and the United Kingdom) that operate branches in the United Kingdom, the Dubai International Finance Centre, Singapore and South Korea and representative offices in the United States, New Zealand and Switzerland. The regulations vary from country to country but generally are designed to protect depositors and the banking system as a whole, not holders of MGL's securities or creditors. In addition, as a diversified financial institution, many of our businesses are subject to financial services regulation other than prudential banking regulation in most jurisdictions in which we operate, including in the United States in respect of our broker-dealer and funds management businesses. Some of the key regulators of our businesses are described below under "Regulation and supervision".

Regulatory agencies and governments frequently review banking and financial services laws, regulations and policies, including fiscal policies, for possible changes. Changes to laws, regulations or policies, including changes in interpretation or implementation of laws, regulations or policies, could substantially affect us or our businesses, the products and services offered or the value of our assets. These may include changing required levels of liquidity and capital adequacy, increasing tax burdens, limiting the types of financial services and products that can be offered and/or increasing the ability of other providers to offer competing financial services and products, as well as changes to prudential regulatory requirements. Future changes in laws, regulations or policies as described above can be unpredictable and are beyond our control and could adversely affect our business.

MGL is regulated by APRA as a NOHC. APRA may introduce new prudential regulations or modify existing regulations, including those that apply to MGL as a NOHC. Any such event could result in changes to the organizational structure of MGL Group and adversely affect the business or financial performance of MGL Group.

Global economic conditions have led to changes in regulation in markets in which we operate, particularly for financial institutions, and will lead to further significant changes of this kind. It is not possible to predict with certainty what regulatory or related changes may result from the recent financial market crisis or the effect any such changes would have on MGL and any of our businesses. However, there is operational and compliance risk associated with the implementation of any new laws and regulations that apply to us as a financial institution. In particular, changes in applicable laws, regulations or other governmental policies could adversely affect one or more of our businesses and could require us to incur substantial costs.

We are responsible for ensuring that we comply with all applicable legal and regulatory requirements (including accounting standards, where applicable, as well as rules and regulations relating to corrupt and illegal payments and money laundering) and industry codes of practice, as well as meeting our ethical standards. The failure to comply with applicable regulations could result in suspensions, restrictions of operating licenses, fines and penalties or limitations on our ability to do business. They could also have adverse reputational consequences. These costs, expenses and limitations could have an adverse affect on our business, results of operations, financial performance or financial condition. The legal, regulatory and consent requirements described above could also adversely affect the profitability and prospects of us or our businesses to the extent that they limit our operations and flexibility of our businesses. The nature and impact of future changes in such policies are not predictable and are beyond our control.

Our business may be adversely affected by our failure to adequately manage the risks associated with certain strategic opportunities and new businesses, including acquisitions.

From time to time we may evaluate strategic opportunities and undertake acquisitions of businesses, some of which may be material. Certain acquisition opportunities may arise, for example, as competitors choose to exit what they consider non-core activities. Our completed and prospective acquisitions and growth initiatives may cause us to become subject to unknown liabilities of the acquired or new business and additional or different regulations.

We may not achieve expected synergies from the acquisition, we may achieve lower than expected cost savings or otherwise incur losses, we may lose customers and market share, we may face disruptions to our operations resulting from integrating the systems, processes and personnel (including in respect of risk management) of the acquired business into MGL Group, our management's time may be diverted to facilitate the integration of the acquired business into MGL Group, or the acquisition may have negative impacts on our results, financial condition or operations.

In addition, there are current and prospective strategic risks associated with timely business decisions, proper implementation of decisions or responsiveness to changes in our current operating environment. From time to time, we may evaluate other strategic opportunities, the outcome of which is dependent upon the quality of our strategic planning process, the implications of the strategy on risk appetite and our ability to evaluate and, if determined, successfully implement such strategic opportunities.

Our business is substantially dependent on our brand and reputation.

We believe our reputation in the financial services markets and the recognition of the Macquarie brand by our customers are important contributors to our business. Many companies in MGL Group and many of the funds managed by entities owned, in whole or in part, by MGL use the Macquarie name. Our reputation and, as a result, our business and business prospects could be adversely affected if any of the entities using the Macquarie name take actions that bring negative publicity on MGL Group.

The financial condition and results of operation of MGL Group may be indirectly adversely affected by the negative performance, or negative publicity in relation to, any Macquarie-managed fund or funds that Macquarie has promoted or is associated with, as investors and lenders may associate such funds with the name, brand and reputation of MGL Group and other Macquarie-managed funds. In addition, if funds that use the Macquarie name or are otherwise associated with Macquarie-managed infrastructure assets, such as roads, airports, utilities and water distribution facilities that people view as community assets, are perceived to be managed inappropriately, those managing entities could be subject to criticism and negative publicity, harming our reputation and the reputation of other entities that use the Macquarie name.

Competitive pressure, both in the financial services industry as well as the other industries in which we operate, could adversely impact our business and results of operation.

We face significant competition from local and international competitors, which compete vigorously for participation in the various markets and sectors across which we operate, including the financial services industry. We compete on the basis of a number of factors, including our products and services, innovation, reputation and price. We believe that we will continue to experience pricing pressures in the future as some of our competitors seek to increase market share. We compete, both in Australia and internationally, with asset managers, retail and commercial banks, private banking firms, investment banking firms, brokerage firms, and other investment and service firms in connection with the various funds and assets we manage and services we provide. In addition, any trend toward consolidation in the global financial services industry may create stronger competitors with broader ranges of product and service offerings, increased access to capital, and greater efficiency and pricing power. In recent years, competition in the financial services industry has also increased as large insurance and banking industry participants have sought to establish themselves in markets that are perceived to offer higher growth potential and as local institutions have become more sophisticated and competitive and have sought alliances, mergers or strategic relationships. Many of our competitors are larger than we are and may have significantly greater financial resources than we do.

Our ability to retain and attract qualified employees is critical to the success of our business and the failure to do so may materially adversely affect our performance.

Our employees are our most important resource, and our performance is largely dependent on the talents and efforts of highly skilled individuals. As such, our continued ability to compete effectively in our businesses and to expand into new business areas and geographic regions depends on our ability to retain and motivate our existing employees and attract new employees. Competition from within the financial services industry and from businesses outside the financial services industry, such as professional service firms, hedge funds, private equity funds and venture capital funds, for qualified employees has historically been intense and is expected to increase during periods of economic growth.

In order to attract and retain qualified employees, we must compensate such employees at or above market levels. Typically, those levels have caused employee remuneration to be our greatest expense as our performance-based remuneration has historically been cash based and highly variable. Recent market events have resulted in increased regulatory and public scrutiny of corporate remuneration policies and the establishment of criteria against which industry remuneration policies may be assessed. As discussed further under “Regulation and supervision — APRA — Remuneration – Extensions to governance requirements for APRA-regulated institutions”, we may be subject to limitations on remuneration practices (which may or may not affect our competitors). These limitations may require us to further alter our remuneration practices in ways that could adversely affect our ability to attract and retain qualified and talented employees. If we are unable to continue to attract and retain qualified employees, as a result of such changes or otherwise, or are required to pay higher remuneration in order to attract and retain qualified employees to maintain our competitive position, or if increased regulation requires us to further change our remuneration policies, our performance, including our competitive position, could be materially adversely affected.

In addition, current and future laws (including laws relating to immigration and outsourcing) may restrict our ability to move responsibilities or personnel from one jurisdiction to another. This may impact our ability to take advantage of business and growth opportunities or potential efficiencies, which could adversely affect our profitability.

Our business is subject to the risk of loss associated with falling prices in the equity and other markets in which we operate.

We are exposed to changes in the value of financial instruments and other financial assets that are carried at fair market value, as well as changes to the level of our advisory and other fees due to changes in interest rates, exchange rates, equity and commodity prices, credit spreads and other market risks. These changes may result from changes in economic conditions, monetary and fiscal policies, market liquidity, availability and cost of capital, international and regional political events, acts of war or terrorism, corporate, political or other scandals that reduce investor confidence in capital markets, natural disasters or pandemics or a combination of these or other factors. We trade in foreign exchange, interest rate, commodity, bullion, energy, securities and other markets and are an active price maker in the derivatives market. Certain financial instruments that we hold and contracts to which we are a party are increasingly complex, as we employ structured products to benefit our clients and ourselves, and these complex structured products often do not have readily available markets to access in times of liquidity stress. We may incur losses as a result of decreased market prices for products we trade, which decreases the valuation of our trading and investment positions, including our interest rate and credit products, currency, commodity and equity positions. In addition, reductions in the level of prices in the equity markets or increases in interest rates may reduce the value of our clients’ portfolios, which in turn may reduce the fees we earn for managing assets in certain parts of our business. Increases in interest rates or attractive conditions in other investments could cause our clients to transfer their assets out of our funds or other products.

Defaults by one or more other large financial institutions or counterparties could adversely affect financial markets generally.

The commercial soundness of many financial institutions may be closely interrelated as a result of credit, trading, clearing or other relationships among financial institutions. As a result of, and in light of, recent significant volatility in the financial sector and the capital markets, concerns about, or a default by, one or more institutions or by a sovereign that guarantees the indebtedness or other commercial transactions of such financial institutions in its jurisdiction could lead to market wide liquidity problems, losses or defaults by other institutions globally, that may further affect us. This is sometimes referred to as “systemic risk” and may adversely affect financial intermediaries, such as clearing agencies, clearing houses, banks, securities firms, hedge funds and exchanges that we interact with on a daily basis.

An increase in the failure of third parties to honor their commitments in connection with our trading, lending and other activities, including funds that we manage, may adversely impact our business.

We are exposed to the potential for credit-related losses that can occur as a result of an individual, counterparty or issuer being unable or unwilling to honor its contractual obligations. Like any financial services organization, we assume counterparty risk in connection with our lending, trading, derivatives and other businesses where we rely on the ability of a third party to satisfy its financial obligations to us on a timely basis. The resulting credit exposure will depend on a number of factors, including declines in the financial condition of the counterparty, the value of property we hold as collateral and the market value of the counterparty instruments and obligations we hold. See Note 41 to our 2011 annual financial statements for a description of the most significant regional, business segment and individual credit exposures where we believe there is a significant risk of loss. Credit losses can and have resulted in financial services organizations realizing significant losses and in some cases failing altogether. To the extent our credit exposure increases, it could have an adverse effect on our business and profitability if material unexpected credit losses occur. We are also subject to the risk that our rights against third parties may not be enforceable in all circumstances.

Credit constraints of purchasers of our investment assets or on our clients may impact our income.

Historically, a portion of our income has been generated from the sale of assets to third parties, including our funds. If buyers are unable to obtain financing to purchase assets that we currently hold or purchase with the intention to sell in the future, we may be required to hold investment assets for a longer period of time than we historically have or may sell these assets at lower prices than we historically would have expected to achieve, which may lower our rate of return on these investments and require funding for periods longer than we have anticipated.

In addition, we have historically derived a portion of our income from M&A advisory fees which are typically paid upon completion of a transaction. Our clients that engage in mergers and acquisitions often rely on access to the secured and unsecured credit markets to finance their transactions. The lack of available credit and the increased cost of credit may adversely affect the size, volume and timing of our clients’ merger and acquisition transactions – particularly large transactions – and may also adversely affect our financial advisory and underwriting businesses.

Our businesses have been and may continue to be affected by changes in the levels of market volatility.

Certain of our trading businesses benefit from the trading and arbitrage opportunities created by market volatility, and decreases in volatility may reduce these opportunities and adversely affect the results of these businesses. On the other hand, increased volatility, while potentially increasing trading volumes and spreads, also increases market risk. Market risk can lead to trading losses and may cause us to reduce the size of our trading businesses in order to limit our risk exposure. Limiting the size of our trading businesses can adversely affect our profitability.

In periods when volatility is increasing, but asset values are declining significantly, it may not be possible to sell assets or it may only be possible to do so at steep discounts. In such circumstances we may be forced to either take on additional risk or to incur losses in order to decrease our market risk. In addition, increases in volatility increase

the level of our risk weighted assets and increase our capital requirements. Increased capital requirements may require us to raise additional capital.

We may incur losses as a result of ineffective risk management processes and strategies.

While we employ a broad and diversified set of risk monitoring and risk mitigation techniques, those techniques and the judgments that accompany their application cannot anticipate every economic and financial outcome or the specifics and timing of such outcomes. As such, we may, in the course of our activities, incur losses. There can be no assurance that the risk management processes and strategies that we have developed will adequately anticipate or be effective in addressing market stress or unforeseen circumstances.

For a further discussion of our risk management policies and procedures, see our “Risk Management Report” in our 2011 Annual Report and Note 41 to our 2011 annual financial statements.

Future growth, including through acquisitions, mergers and other corporate transactions, may place significant demands on our managerial, administrative, IT, risk management, operational and financial resources and may expose us to additional risks.

Future growth, including through acquisitions, mergers and other corporate transactions, may place significant demands on our legal, accounting, risk management and operational infrastructure and result in increased expenses. Our future growth will depend, among other things, on our ability to integrate new businesses, maintain an operating platform and management system sufficient to address our growth, attract employees and other factors described herein. If we do not manage our expanding operations effectively, our ability to generate revenue and control our expenses could be adversely affected.

A number of our recent and planned business initiatives and further expansions of existing businesses are likely to bring us into contact, directly or indirectly, with individuals and entities that are new clients, with new asset classes and other new products or new markets. These business activities expose us to new and enhanced risks, including reputational concerns arising from dealing with a range of new counterparties and investors, regulatory scrutiny of these activities, potential political pressure, increased credit-related and operational risks, including risks arising from accidents or acts of terrorism, and reputational concerns with the manner in which these businesses are being operated or conducted.

Failure to maintain our credit ratings and those of our subsidiaries could adversely affect our cost of funds, liquidity, competitive position and access to capital markets.

The credit ratings assigned to us and our subsidiaries by rating agencies are based on an evaluation of a number of factors, including our ability to maintain a stable and diverse earnings stream, strong capital ratios, strong credit quality and risk management controls, diverse funding sources and disciplined liquidity monitoring procedures. In addition, a credit rating downgrade could be driven by the occurrence of one or more of the other risks identified in this section or by other events.

If we fail to maintain our current credit ratings, this could (i) adversely affect our cost of funds and related margins, liquidity, competitive position, the willingness of counterparties to transact with us and our ability to access capital markets or (ii) trigger our obligations under certain bilateral provisions in some of our trading and collateralized financing contracts. Under these provisions, counterparties could be permitted to terminate contracts with us or require us to post additional collateral. Termination of our trading and collateralized financing contracts could cause us to sustain losses and impair our liquidity by requiring us to find other sources of financing or to make significant cash payments or securities movements.

Poor performance of our funds would cause a decline in our revenue and results of operations and may adversely affect our ability to raise capital for future funds.

Our financial condition and results of operation are directly and indirectly affected by the results of the funds and the assets we manage, particularly our Macquarie-managed funds. Our revenue from Assets under Management

is derived principally from three sources: (i) management fees, based on the size of our funds; (ii) incentive income, based on the performance of our funds; and (iii) investment income based on our investments in the funds, which we refer to as our “principal investments”. If the value of the funds we manage declines, our Assets under Management would also decline, which would result in a decrease in our management fees from our funds. In the event that any of our funds perform poorly due to market conditions or our underperformance, our revenue and results of operations may decline. In addition, investors may withdraw their investments in our funds or may decline to invest in future funds we establish as a result of poor performance of our funds or otherwise.

Long-term underperformance can have negative implications for incentive income. If the return of a fund is negative in any period (quarterly, semi-annually or annually, depending on the fund) then the amount of the performance deficit must be carried forward until eliminated.

The business model of MGL Group includes revenue it generates from management of alternative asset funds and transactions with the alternative asset funds it manages.

As at March 31, 2011, MGL Group had A\$309.8 billion in Assets under Management, and for the year ended March 31, 2011 derived A\$950 million of base fee income from the funds that it managed. In addition to risks relating to fee income (as described above) and any credit exposure we may have to funds or assets owned by funds, MGL Group’s funds model exposes it to such risks as:

- *Equity at risk:* MGL Group maintains an equity interest in a number of the funds that it manages. The market value of MGL Group’s assets is directly affected by the value of the funds managed by MGL Group to the extent of its equity interest in those funds.
- *Reputation risk:* The Macquarie name is attached to many of the funds managed by MGL Group. Any adverse developments at any of the funds we manage or the assets managed by those funds could have an adverse impact on our reputation and public image which could adversely affect our business and financial condition.
- *Contingent liabilities:* In some instances entities in MGL Group have sold assets to funds managed by MGL Group mostly in circumstances when MGL Group is seeding a newly-formed fund with assets, or MGL Group has sold its interest in such assets to third parties. Under the terms of some of the agreements pursuant to which those assets have been sold we may have contingent liabilities as a result of the representations and warranties, covenants, indemnities or other provisions of those agreements.
- *Conflicts of interest:* MGL Group manages and advises a large number of funds, many of which compete for assets and investors. We have policies in place designed to manage conflicts of interest within MGL Group, but no assurance can be given that those policies will be adequate to prevent actual or perceived conflicts of interest.

If we are unable to effectively manage these risks, our funds management business and reputation could be materially harmed or we could be exposed to claims or other liabilities to investors in the funds.

We may experience further writedowns of our funds management assets, other investments, loan impairment provisions and other losses related to volatile market conditions.

MGL Group recorded A\$258 million of impairment charges for the year ended March 31, 2011, including A\$130 million of impairment charges on investment securities available-for-sale, investments in associates and joint ventures, investments in disposal groups held-for-sale and other non-financial assets, and A\$128 million of loan impairment provisions. Further impairments and provisions may be required in future periods if the market value of assets similar to those held were to decline.

In addition, market volatility has in recent years impacted the value of our funds. Future valuations, in light of factors then prevailing, may result in further impairments to our investments in our funds. In addition, at the time of any sale of our investments in our funds, the price we ultimately realize will depend on the demand in the market at the time and may be materially lower than their current market value. Any of these factors could require us to make

further writedowns on our investments in our funds management assets and other investments and assets, which may be significant and may have an adverse effect on our results of operations and financial condition in future periods.

We may incur financial loss, adverse regulatory consequences or reputational damage due to inadequate or failed internal or external operational systems, processes, people or systems or external events.

Our businesses are highly dependent on our ability to process and monitor, on a daily basis, a very large number of transactions, many of which are highly complex, across numerous and diverse markets in many currencies. As our client base, business activities and geographical reach expands, developing and maintaining our operational systems and infrastructure becomes increasingly challenging. We must continuously update these systems to support our operations and growth, which may entail significant costs and risks of successful integration. Our financial, accounting, data processing or other operating systems and facilities may fail to operate properly or become disabled as a result of events that are wholly or partially beyond our control, such as a spike in transaction volume, adversely affecting our ability to process these transactions or provide these services.

We are exposed to the risk of loss resulting from human error, the failure of internal or external processes and systems, or from external events. Such operational risks may include theft and fraud, improper business practices, client suitability and servicing risks, product complexity and pricing, and valuation risk or improper recording, evaluating or accounting for transactions or breach of security and physical protection systems, or breaches of our internal policies and regulations. In addition, we also face the risk of operational failure, termination or capacity constraints of any of the counterparties, clearing agents, exchanges, clearing houses or other financial intermediaries we use to facilitate our securities or derivatives transactions, and as our interconnectivity with our clients and counterparties grows, we increasingly face the risk of operational failure with respect to our clients' and counterparties' systems. Any such failure, termination or constraint could adversely affect our ability to effect or settle transactions, service our clients, manage our exposure to risk, meet our obligations to counterparties or expand our businesses or result in financial loss or liability to our clients and counterparties, impairment of our liquidity, disruption of our businesses, regulatory intervention or reputational damage.

Our commodities activities, particularly our physical commodities trading businesses, subject us to the risk of unforeseen, hostile or potential catastrophic events, and environmental, reputational and other risks that may expose us to significant liabilities and costs.

Our physical oil and commodities-related activities are subject to the risk of unforeseen, hostile or catastrophic events, many of which are outside of our control, including natural disasters, leaks, spills, explosions, release of toxic substances, fires, accidents on land or at sea, terrorist attacks or other hostile or catastrophic events. In addition, we rely on third party suppliers or service providers to perform their contractual obligations, and any failure on their part could adversely affect our business. In addition, we may not be able to obtain insurance to cover some of these risks and the insurance that we have may be inadequate to cover our losses.

The occurrence of any such events may prevent us from performing under our agreements with clients, may impair our operations or financial results, and may result in litigation, regulatory action, negative publicity or other reputational harm.

Changes and increased volatility in currency exchange rates may adversely impact our financial results and our financial and regulatory capital positions.

While our financial statements are presented in Australian dollars, a significant portion of our operating income is derived, and operating expenses are incurred, from our offshore business activities, which are conducted in a broad range of currencies and with counterparties around the world. Changes in the rate at which the Australian dollar is exchangeable for other currencies can impact our financial statements and the economics of our business.

Although we believe that we carefully manage our exposure to foreign currencies through matching of assets and liabilities in local currencies and through the use of foreign exchange forward contracts to hedge our exposure, we are still exposed to exchange risk. Insofar as we are unable to hedge or have not completely hedged exposure to non-Australian currencies, our reported profit or foreign currency translation reserve would be affected.

Investors should be aware that exchange rate movements may adversely impact our future financial results. MGL Group's regulatory capital position may be adversely impacted by a depreciating Australian dollar, which increases the capital requirement for assets denominated in currencies other than Australian dollars.

Conflicts of interest could limit our current and future business opportunities.

As we expand our businesses and our client base, we increasingly have to address potential conflicts of interest, including situations where our services to a particular client conflict with, or are perceived to conflict with, our own proprietary investments or other interests or with the interests of another client, as well as situations where one or more of our businesses have access to material non-public information that may not be shared with other businesses within MGL Group. While we believe we have adequate procedures and controls in place to address conflicts of interest, including those designed to prevent the improper sharing of information among our businesses, appropriately dealing with conflicts of interest is complex and difficult, and our reputation could be damaged and the willingness of clients to enter into transactions in which such a conflict might arise may be adversely affected if we fail, or appear to fail, to deal appropriately with conflicts of interest. In addition, potential or perceived conflicts could give rise to claims by and liabilities to clients, litigation or enforcement actions.

Litigation, regulatory actions and contingent liabilities may adversely impact our results of operations.

We may, from time to time, be subject to material litigation, regulatory actions and contingent liabilities, for example, as a result of inappropriate documentation of contractual relationships or regulatory violations, which, if they crystallize, may adversely impact upon our results of operation and financial condition in future periods or our reputation. We regularly obtain legal advice and make provisions, as deemed necessary. There is a risk that any losses may be larger than anticipated or provided for or that additional litigation, regulatory actions or other contingent liabilities may arise. Furthermore, even where monetary damages may be relatively small, an adverse finding in a regulatory or litigation matter could harm our reputation or brand, thereby adversely affecting our business.

Our business operations expose us to potential tax liabilities that could have an adverse impact on our results of operation and our reputation.

We are exposed to risks arising from the manner in which the Australian and international tax regimes may be applied and enforced, both in terms of our own tax planning and compliance and the tax aspects of transactions on which we work with clients and other third parties. Our international, multi-jurisdictional platform increases our tax risks. In addition, as a result of increased funding needs by governments resulting from fiscal stimulus measures, revenue authorities in many of the jurisdictions in which we operate are known to have become more active in their tax collection activities. While we believe that we have in place controls and procedures that are designed to ensure that transactions involving third parties comply with applicable tax laws and regulations, any actual or alleged failure to comply with or any change in the interpretation, application or enforcement of applicable tax laws and regulations could adversely affect our reputation and affected business areas, significantly increase our own tax liability and expose us to legal, regulatory and other actions.

In conducting our businesses around the world, we are subject to political, economic, legal, operational and other risks.

In conducting our businesses and maintaining and supporting our global operations, we are subject to risks of possible nationalization, expropriation, price controls, capital controls, exchange controls and other restrictive governmental actions, as well as natural disasters, the outbreak of hostilities and acts of terrorism. We could also be affected by the occurrence of diseases. In some countries in which we do business or may in the future do business, in particular in emerging markets, the laws and regulations applicable to the financial services industry are uncertain and evolving, and it may be difficult for us to determine the exact requirements of local laws in every market. Our inability to remain in compliance with local laws in a particular market could have a significant and negative effect not only on our businesses in that market but also on our reputation generally. We are also subject to the enhanced risk that transactions we structure might not be legally enforceable in all cases.

There are restrictions on the ability of subsidiaries, such as MBL, to make payments to MGL.

MGL is a holding company and many of its subsidiaries, including its broker-dealer, bank and insurance subsidiaries, such as MBL, are subject to laws that authorize regulatory bodies to block or reduce the flow of funds from those subsidiaries to MGL. Restrictions or regulatory action of that kind could impede access to funds that MGL needs to make payments on its obligations, including debt obligations, or dividend payments. In particular, the availability of MBL's funding to meet the obligations of MGL or the Non-Banking Group is subject to regulatory restrictions.

Failure of our insurance carriers or our failure to maintain adequate insurance cover could adversely impact our results of operations.

We maintain third party insurance and self-insurance that we consider to be prudent for the scope and scale of our activities. If our carriers fail to perform their obligations to us, our third party cover is insufficient or our self-insurance is too great for a particular matter or group of related matters, our net loss exposure could adversely impact our results of operations.

We are subject to risks in using custodians.

Certain funds we manage depend on the services of custodians to carry out certain securities transactions. In the event of the insolvency of a custodian, the funds might not be able to recover equivalent assets in full as they will rank among the custodian's unsecured creditors in relation to assets which the custodian borrows, lends or otherwise uses. In addition, the funds' cash held with a custodian will not be segregated from the custodian's own cash, and the funds will therefore rank as unsecured creditors in relation to the cash they have deposited.

CAPITALIZATION AND INDEBTEDNESS

The following table sets forth our capitalization as at March 31, 2011.

The information relating to MGL Group in the following table is based on our 2011 annual financial statements, which were prepared in accordance with AGAAP, and should be read in conjunction therewith.

	As at	
	Mar 11 US\$m ¹	Mar 11 A\$m
CAPITALIZATION		
Borrowings²		
Debt issued — due greater than 12 months	28,070	27,100
Subordinated debt — due greater than 12 months	2,381	2,299
Total borrowings³	30,451	29,399
Equity		
Contributed equity		
Ordinary share capital	7,396	7,140
Treasury shares	(757)	(731)
Exchangeable shares	108	104
Reserves	321	310
Retained earnings	4,745	4,581
Macquarie Income Preferred Securities	65	63
Macquarie Income Securities	405	391
Other non-controlling interests	76	74
Total equity	12,359	11,932
TOTAL CAPITALIZATION	42,810	41,331

¹ Conversions of Australian dollars to US dollars have been made at the noon buying rate at the close of business on March 31, 2011, which was US\$1.0358 per A\$1.00. See “Exchange rates” for further information on the historical rates of exchange between the Australian dollar and the US dollar.

² At March 31, 2011, we had A\$9.8 billion of secured indebtedness due in greater than 12 months compared to A\$7.7 billion at March 31, 2010.

³ Total borrowings does not include our short-term debt securities, including the current portion of long-term debt, or securitizations. Short-term debt totaled A\$14.1 billion as at March 31, 2011 and securitizations totaled A\$12.8 billion as at March 31, 2011 compared to A\$11.7 billion and A\$14.8 billion, respectively, as at March 31, 2010.

For details on our short-term debt position as at March 31, 2011, see “Management’s discussion and analysis of results of operation and financial condition — Liquidity — Funded assets and funding sources of MGL Group” in this Report.

SELECTED FINANCIAL INFORMATION

The summary consolidated statement of financial position data as at March 31, 2011, 2010, 2009, 2008 and 2007 and income statement data for the fiscal years ended March 31, 2011, 2010, 2009, 2008 and 2007 presented below have been derived from our audited financial statements for 2011, 2010, 2009, 2008 and 2007. These financial statements have been prepared in accordance with AGAAP, which also complied with International Financial Reporting Standards as issued by the International Accounting Standards Board. See “Financial information presentation” in this Report for further information.

Our historical financial statements for 2007 and prior fiscal years reflect the income and assets of MBL Group on a pre-Restructure basis.

The historical information in the following tables has been extracted from our historical financial statements.

Income statements

	Year ended					
	Mar 11 US\$m ¹	Mar 11 A\$m	Mar 10 A\$m	Mar 09 A\$m	Mar 08 A\$m	Mar 07 A\$m
Net interest income.....	1,321	1,275	1,080	938	817	728
Fee and commission income.....	4,030	3,891	3,721	4,045	4,645	3,540
Net trading income	1,417	1,368	1,299	1,157	1,835	1,047
Share of net profits/(losses) of associates and joint ventures accounted for using the equity method.....	186	179	(230)	74	156	242
Other operating income and charges	964	931	768	(688)	795	1,624
Net operating income.....	7,918	7,644	6,638	5,526	8,248	7,181
Employment expenses	(4,030)	(3,890)	(3,101)	(2,359)	(4,177)	(3,733)
Brokerage and commission expenses	(813)	(785)	(645)	(685)	(702)	(421)
Occupancy expenses.....	(500)	(483)	(482)	(393)	(264)	(226)
Non-salary technology expenses	(327)	(316)	(283)	(263)	(214)	(163)
Other operating expenses.....	(931)	(899)	(833)	(837)	(686)	(710)
Total operating expenses.....	(6,601)	(6,373)	(5,344)	(4,537)	(6,043)	(5,253)
Operating profit before income tax....	1,317	1,271	1,294	989	2,205	1,928
Income tax (expense)/benefit.....	(292)	(282)	(201)	(15)	(317)	(377)
Profit after income tax	1,025	989	1,093	974	1,888	1,551
Profit attributable to non-controlling interests.....	(34)	(33)	(43)	(103)	(85)	(88)
Profit attributable to ordinary equity holders of Macquarie Group Limited	991	956	1,050	871	1,803	1,463

Statement of financial position

	As at					
	Mar 11 US\$m ¹	Mar 11 A\$m	Mar 10 A\$m	Mar 09 A\$m	Mar 08 A\$m	Mar 07 A\$m
ASSETS						
Due from financial institutions	10,168	9,817	8,251	12,412	10,117	6,123
Cash collateral on securities borrowed and reverse repurchase agreements	9,105	8,790	7,149	5,096	22,906	25,909
Trading portfolio assets	15,431	14,898	12,138	9,260	15,807	15,518
Loan assets held at amortized cost	47,663	46,016	44,267	44,751	52,407	45,796
Other financial assets at fair value through profit or loss	12,086	11,668	9,172	7,910	4,131	2,779
Derivative financial instruments – positive values	21,943	21,185	21,561	27,428	21,136	11,913
Other assets	13,099	12,646	11,801	10,640	10,539	10,444
Investment securities available-for-sale	17,661	17,051	18,221	18,123	16,454	6,060
Intangible assets	1,364	1,317	1,456	759	494	100
Life investment contracts and other unit holder investment assets	5,240	5,059	4,846	4,314	5,699	5,847
Interest in associates and joint ventures accounted for using the equity method	2,890	2,790	3,927	6,123	5,500	4,071
Property, plant and equipment	5,187	5,007	1,900	605	375	378
Deferred income tax assets	1,290	1,245	1,124	1,186	718	457
Non-current assets and assets of disposal groups classified as held-for-sale	82	79	127	537	967	994
Total assets	163,209	157,568	145,940	149,144	167,250	136,389
LIABILITIES						
Due to financial institutions	8,090	7,810	9,927	11,858	10,041	4,127
Cash collateral on securities lent and repurchase agreements	6,854	6,617	7,490	3,953	13,781	7,489
Trading portfolio liabilities	6,016	5,808	5,432	2,161	11,825	15,922
Derivative financial instruments – negative values	22,344	21,572	21,706	27,371	21,399	11,069
Deposits	36,603	35,338	22,484	21,868	15,783	12,403
Debt issued at amortized cost	42,651	41,177	42,614	48,270	57,115	51,365
Other financial liabilities at fair value through profit or loss	4,494	4,339	4,413	6,203	6,288	5,552
Other liabilities	14,840	14,327	12,679	10,342	12,210	11,958
Current tax liabilities	204	197	119	187	193	132
Life investment contracts and other unit holder liabilities	5,236	5,055	4,864	4,312	5,689	5,781
Provisions	223	215	191	189	179	153
Deferred income tax liabilities	297	287	235	4	121	78
Liabilities of disposal groups classified as held- for-sale	–	–	9	328	215	170
Total liabilities excluding loan capital	147,852	142,742	132,163	137,046	154,839	126,199
Loan capital						
Macquarie Convertible Preference Securities	616	595	593	591	–	–
Subordinated debt at amortized cost	1,898	1,832	916	1,496	1,704	1,783
Subordinated debt at fair value through profit or loss	484	467	499	451	646	888
Total loan capital	2,998	2,894	2,008	2,538	2,350	2,671
Total liabilities	150,850	145,636	134,171	139,584	157,189	128,870
Net assets	12,359	11,932	11,769	9,560	10,061	7,519
EQUITY						
Contributed equity						
Ordinary share capital	7,396	7,140	6,990	4,906	4,534	3,103
Treasury shares	(757)	(731)	(443)	(2)	(12)	(7)
Exchangeable securities	108	104	137	116	133	–
Reserves	321	310	280	17	456	380
Retained earnings	4,745	4,581	4,268	3,627	3,718	2,795
Total capital and reserves attributable to ordinary equity holders of Macquarie Group Limited	11,813	11,404	11,232	8,664	8,829	6,271
Non-controlling interests	547	528	537	896	1,232	1,248
Total equity	12,359	11,932	11,769	9,560	10,061	7,519

Other financial data

	As at				
	Mar 11	Mar 10	Mar 09	Mar 08	Mar 07
Per Share Information					
<i>(Amounts in A\$)</i>					
Basic earnings per share (cents per share).....	282.5	320.2	309.6	670.6	591.6
Diluted earnings per share (cents per share).....	275.9	317.4	308.6	653.5	569.8
<i>(Amounts in US\$)¹</i>					
Basic earnings per share (cents per share).....	292.6	293.6	163.1	353.4	311.7
Diluted earnings per share (cents per share).....	285.8	291.0	162.6	344.3	300.3
Number of shares on issue (at March 31; millions)	346.8	344.2	283.4	274.6	253.9
Ratios					
Net loan losses as a percentage of loan assets (%) ²	0.4	0.8	1.9	0.3	0.1
Ratio of earnings to fixed charges ³	1.3x	1.5x	1.2x	1.4x	1.2x
Expense/income ratio (%) ⁴	83.4	80.5	82.1	73.3	73.2
Return on average ordinary shareholders funds (%) ⁵	8.8	10.1	9.9	23.7	28.1
Dividend payout ratio (%)	67.3	60.4	60.2	52.2	54.3

¹ Conversions of Australian dollars to US dollars have been made at the noon buying rate at the close of business on March 31, 2011, which is US\$1.0358 per A\$1.00. See "Exchange rates" for further information on the historical rates of exchange between the Australian dollar and the US dollar.

² Net loan losses as a percentage of loan assets excludes amounts relating to mortgage securitization special purpose entities. Our exposure in relation to these entities is largely mitigated by credit insurance. Loan losses in these vehicles are not material.

³ For the purposes of computing ratios, earnings consist of net profit before interest costs, operating lease rental payments, income tax and non-controlling interests. Fixed charges consist of interest costs plus rental payments under operating leases.

⁴ Total operating expenses expressed as a percentage of net operating income.

⁵ The profit after income tax attributable to ordinary shareholders expressed as an annualized percentage of the average ordinary equity over the relevant period.

MACQUARIE GROUP LIMITED

Overview

MGL is an ASX-listed diversified financial services holding company headquartered in Sydney, Australia and regulated as a NOHC by APRA. As a provider of banking, financial, advisory, investment and funds management services, MGL is a primarily client-driven business which generates income by providing a diversified range of products and services to clients. MGL Group acts on behalf of institutional, corporate and retail clients and counterparties around the world. MGL's market capitalization as at the close of business on May 12, 2011 was A\$11.9 billion (approximately US\$12.8 billion based on the noon buying rate at the close of business on May 6, 2011 of US\$1.0763 per A\$1.00).

At March 31, 2011, MGL employed 15,556 staff, had total assets of A\$157.6 billion and total equity of A\$11.9 billion. For the 2011 fiscal year, our net operating income was A\$7.6 billion and profit after tax attributable to ordinary equity holders was A\$956 million. As at March 31, 2011, MGL conducted its operations through more than 70 office locations in 30 countries, with 60% of our net operating income (excluding earnings on capital and other corporate items) being derived from international income. See "Macquarie Group Limited — Our business — Regional activity" below for further information.

MGL was incorporated in the State of Victoria on October 12, 2006. Its principal place of business is Level 7, No. 1 Martin Place, Sydney, New South Wales 2000, Australia. The telephone number of its principal place of business is +612-8232-3333.

Recent Board and management changes

On March 17, 2011, MGL and MBL announced that effective March 17, 2011, the Chairman, David Clarke, had resigned as a member of the MGL and MBL Boards due to ill health. The Lead Independent Director, Kevin McCann, was appointed as Chairman of the Boards of both MGL and MBL. Kevin McCann served as acting Chairman of MGL and MBL from November 27, 2008 to August 30, 2009 when Mr. Clarke took a leave of absence.

On April 29, 2011, MGL Group announced that Diane Grady had been appointed to the MGL and MBL Boards, effective May 19, 2011. Ms. Grady has served on multiple boards including Woolworths Limited (1996-2010), Goodman Group (1997-2010), Lend Lease (1994-2002) and MLC (1996-2002), and is currently a director of Bluescope Steel Ltd. Previously, she was a partner at McKinsey & Company where she spent 15 years consulting to clients in a broad range of industries on strategic and operational issues. She was a leader of the firm's global Organization and Change Management Practice and headed the Consumer Goods, Retailing and Marketing Practice in Australia. Ms. Grady holds an MBA from Harvard Business School and a Masters in Chinese Studies from the University of Hawaii.

On April 7, 2011, MGL and MBL announced that the Executive Chairman of Macquarie Capital and Macquarie Securities, Michael Carapiet, will retire in July 2011. Roy Laidlaw, the Group Head of Macquarie Capital and Macquarie Securities, was appointed Executive Chairman of Macquarie Securities and will continue in his capacity as Group Head of Macquarie Capital. Stevan Vrcelj, the Head of Cash Equities, was appointed Group Head of Macquarie Securities.

Organizational structure

MGL Group's operations are conducted primarily through two groups: the Banking Group and the Non-Banking Group, which include six operating groups and one division, within which individual businesses operate.

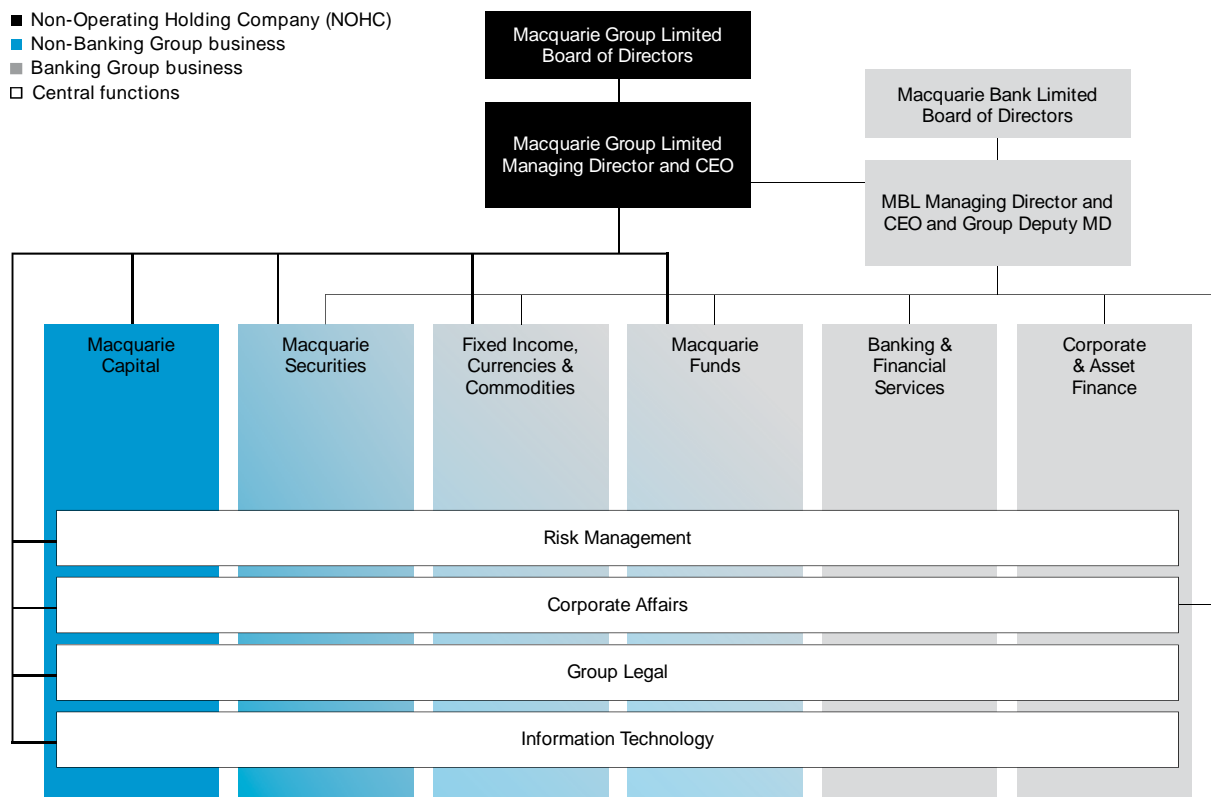
The Banking Group comprises MBL Group and has five operating groups: Fixed Income, Currencies & Commodities; Macquarie Securities (excluding the Cash division); Banking & Financial Services; Corporate & Asset Finance and Macquarie Funds (excluding the Macquarie Infrastructure and Real Assets division). MBL Group also has one division: Real Estate Banking.

The Non-Banking Group consists of Macquarie Capital; the Macquarie Infrastructure and Real Assets division of Macquarie Funds; the Cash division of Macquarie Securities and certain less financially significant assets and businesses of Fixed Income, Currencies & Commodities.

MGL Group provides shared services to both the Banking Group and the Non-Banking Group through the Corporate segment. The Corporate segment is not considered an operating group and comprises four central functions: Risk Management, Corporate Affairs, Group Legal and Information Technology. Shared services include: Risk Management, Finance, Information Technology, Group Treasury, Settlement Services, Equity Markets Operations, Human Resources Services, Business Services, Company Secretarial, Media Relations, Corporate Communications and Investor Relations Services, Taxation Services, Business Improvement and Strategy Services, Central Executive Services, Other Group-wide Services, Business Shared Services, and other services as may be agreed from time to time.

MBL and MGL have corporate governance and policy frameworks that meet APRA's requirements for ADIs and NOHCs, respectively. The Banking Group and the Non-Banking Group operate as separate sub-groups within MGL with clearly identifiable businesses, separate capital requirements and discrete funding programs. For further information on MGL and MBL's liquidity and funding, see the discussion under "— Liquidity". Although the Banking Group and the Non-Banking Group operate as separate sub-groups, both are integral to MGL Group's identity and strategy as they assist MGL Group in continuing to pursue value adding and diversified business opportunities while meeting its obligations under APRA rules.

The following diagram shows our current organizational structure of MGL Group and reflects the composition of the Banking and Non-Banking Groups.



¹ As of April 2011, the Real Estate Banking division is no longer included in MGL Group's organisational chart above, reflecting the reduced size of this business following the transfer of the real estate lending and development finance business to Corporate & Asset Finance in July 2010, as well as the transfer of certain unlisted funds management products to Macquarie Funds in November 2010.

MGL will continue to monitor and review the appropriateness of the MGL structure, including the provision of shared services. From time to time, the optimal allocation of our businesses between the Banking Group and the Non-Banking Group and within the Banking Group and the Non-Banking Group may be adjusted, and we may make changes in light of relevant factors including business growth, regulatory considerations, market developments and counterparty considerations.

Our key strengths

We believe our profitability, the diversification of our businesses and our geographic spread has been supported by the following key strengths:

- Leading Australian and strong international franchise.** We are a leading Australian financial services firm that provides diverse financial services in Australia, with particular strengths in funds management, M&A, infrastructure advisory and management, securities origination, project advisory work and securities, foreign exchange, energy and commodities trading. This has created a strong base for our domestic and international growth and diversification. Over the last 10 years, we have significantly increased the amount of business we conduct outside of Australia and have transformed from a leading Australian financial services firm growing internationally into a global provider of diversified financial services headquartered in Australia. See “— Our history and evolution” below for further information.

- *Strong brand and reputation.* We believe our business successes have resulted in us achieving a level of recognition for quality, integrity and innovative products and services that has been an important element in our ability to maintain, grow and diversify our businesses.
- *Diversified earnings.* Our diversified earnings base has been an important factor in our successful growth. MGL Group's diverse sources of income include the following:
 - *Fee and commission income, including:*
 - Brokerage and commission income from institutional cash equities services provided to retail and institutional clients by Macquarie Securities, brokerage fee income from Banking & Financial Services, as well as brokerage revenues in futures execution and clearing markets from Fixed Income, Currencies & Commodities;
 - Funds management fee income (including base fees, which are ongoing fees generated from funds management activities, and performance fees, which are earned when the funds outperform predetermined benchmarks) from Macquarie Funds and Banking & Financial Services;
 - Fee income from M&A, advisory and underwriting services provided by Macquarie Capital and Macquarie Securities as well as fee income from mortgage securitization vehicles, lending activities and transaction fees;
 - Other fee and commission income from the Macquarie Wrap and other administration fee income from Banking & Financial Services, and structuring fee income from Macquarie Funds' structured financial products; and
 - Income from life investment contracts and other unitholder investment assets from the provision of life insurance by Macquarie Life and True Index income earned on funds managed by Macquarie Funds.
 - *Trading income* generated predominately through client trading activities and products issued by Macquarie Securities and Fixed Income, Currencies & Commodities;
 - *Interest income* earned on residential mortgages, loans to Australian and Canadian businesses, loans on capital protected products and credit cards of Banking & Financial Services, interest income on trading assets from Fixed Income, Currencies & Commodities and Macquarie Securities, and leasing and asset financing activities of Corporate & Asset Finance;
 - *Other income* from the sale of asset and equity investments, gains on the deconsolidation of controlled entities, operating lease income, dividends and distributions; and
 - *Equity accounted income* from principal investments in assets and businesses where significant influence is present.
- *Geographic diversity.* As at March 31, 2011, we employed 15,556 people in 30 countries. Of those staff, approximately 53% were located in offshore markets. As MGL Group has expanded, we have applied the resources and experience of a global organization to our understanding of the local environment in the countries in which we operate.
- *Ability to adapt to change.* Over time, we have demonstrated an ability to adapt to changing market conditions, seeking to take advantage of new opportunities as they arise. Recent changes to MGL Group's business mix include increased corporate lending, expanded leasing activities, expanded funds management activities, expanded trading activities across new geographies, new business structures and expanded product offerings. As a result of market conditions, we have also taken advantage of several acquisition opportunities which we believe have strengthened our product offering and global presence. We believe that these acquisitions complemented our existing expertise in areas such as

lending and leasing, energy, financial institutions and funds management and demonstrated our track record of successfully integrating new businesses. For further details of significant acquisitions, see “— Our history and evolution” below.

- *Selective approach to growth and diversification.* In addition to adapting our existing businesses and expanding organically, we actively seek to diversify and grow our businesses in selective areas of expertise. We believe that our strategy of expanding selectively, seeking only to enter markets where our particular skills or expertise deliver added value to clients, maximizes our potential for success and is intended to minimize unexpected losses or reputational impacts as we seek to grow and diversify.
- *Experience managing growth and diversity.* The experience of our management team in managing our growth and diversification have been important to our success in realizing the benefits and controlling the risks associated with undertaking varying businesses, developing scale and growing in new and existing geographic regions.
- *Business focus on fee income.* Our main business focus is providing services to our clients rather than engaging in principal activities. While several of our businesses have and expect to continue to undertake principal investments as part of their M&A and funds management strategies, respectively, our main focus is on generating management and advisory fees, not assuming significant principal exposure.
- *Strong capital position.* As at March 31, 2011, MGL had total regulatory capital of A\$12.1 billion including A\$3.0 billion surplus capital in excess of MGL Group’s minimum APRA regulatory requirement. MGL Group continues to monitor regulatory and market developments in relation to liquidity and capital management, as discussed below under “Regulation and supervision”.
- *Risk management.* Managing risk is an integral part of our business, and we believe strong prudential management has been key to our success. Where we assume risk, we do so in what we believe to be a calculated and controlled framework. Our risk management framework is described in Note 41 to our 2011 annual financial statements and in the “Risk Management Report” in our 2011 Annual Report. While our approach to risk is embedded across all business units, Risk Management manages the key risks applicable to the entire MGL Group along the following principles:
 - *Independence.* Risk Management assesses and monitors risks for the entire MGL Group, is independent of the operating groups and is required to approve all major risk acceptance decisions.
 - *Centralized risk management.* Risk Management’s MGL Group-wide responsibilities enable it to assess risks from the perspective of the entire MGL Group and allow it to apply a consistent approach across all operating areas.
 - *Approval of new business activities.* Operating groups are required to consult with Risk Management before undertaking new businesses or activities, offering new products or entering new markets. Risk Management’s responsibility is to identify, quantify and assess the likely risks and establish prudential limits that, where appropriate, are approved by our Executive Committee and Board.
 - *Continuous assessment.* Risk Management’s responsibilities include the ongoing review of the risks that our businesses are exposed to in order to account for changes in market circumstances and to our operating groups.
 - *Frequent monitoring.* Risk Management uses centralized systems to monitor credit and market risks daily and liaise with operating groups and supporting divisions.

Our strategy

Our strategy is to focus on the medium term and is built on providing services to clients, aligning the interests with shareholders, investors and staff, what we believe is a conservative approach to risk management, growth and evolution, operations that are diversified by business and geography, and an ability to adapt to change. This approach provides the flexibility to enter into new business sectors and regions as opportunities emerge and to expand our existing businesses in selective areas of expertise.

We seek to encourage growth and diversity by allowing strategy to be driven in the individual businesses at the operating level. However, equity, credit, market, liquidity, compliance and operational risks are centrally managed by our centralized Risk Management group whose responsibility is to implement appropriate assessment and management policies in respect of these risks throughout MGL Group. MGL applies this existing strategy and risk management framework across MGL Group.

Our business has always evolved and changed to adapt to market conditions. We continually examine investment opportunities and have undertaken a number of strategic acquisitions in response to changing market conditions and opportunities that have been presented to us. See “— Our history and evolution” for further information about our acquisitions in the 2011 fiscal year. We expect to continue to assess strategic acquisition and merger opportunities and other corporate transactions as they arise, along with exploring opportunities for further organic growth in our existing and related businesses as an avenue of growth and diversification for MGL Group in the medium term.

Across our international operations, the strategy focuses on building a global platform, through both acquisitions and organic growth, which we believe will enable us to offer a comprehensive range of MGL products to clients around the world and identify MGL as a global specialist in our key areas of expertise. See “Macquarie Group Limited — Our business — Regional activity” below for further information on MGL’s performance across its key geographical regions.

Our history and evolution

MBL Group, the predecessor of MGL Group, has its origins as the merchant bank Hill Samuel Australia Limited, created in 1969 as a wholly-owned subsidiary of Hill Samuel & Co. Limited, London. We obtained an Australian banking license as MBL in 1985 and in 1996, MBL was publicly listed on the ASX.

MBL’s ordinary shares were listed on ASX from July 29, 1996 until the Restructure in November 2007. Prior to the Restructure, MBL was a widely held ASX-listed public company and engaged in certain investment banking activities through Macquarie Capital. On November 19, 2007, when the Restructure was completed, MBL became an indirect subsidiary of MGL, a new ASX-listed company, and MBL Group transferred to the Non-Banking Group most of the assets and businesses of Macquarie Capital, and some less financially significant assets and businesses of the former Equity Markets group (now part of Macquarie Securities) and Treasury & Commodities (now part of Fixed Income, Currencies & Commodities). The activities not transferred to the Non-Banking Group upon the Restructure formed part of the Banking Group or MBL. As MGL is the successor to MBL Group’s businesses, the historical financial statements of MBL Group reflect the historical results of operation and financial condition of MGL Group’s businesses.

Since listing, MGL has diversified its operations by business line and geography through a mix of organic growth and strategic acquisitions, including but not limited to the acquisition of the Bankers’ Trust Australia Investment Banking business in the 1999 fiscal year and the acquisition of the cash equities business of ING Group (Asia) in the 2004 fiscal year.

In light of opportunities that emerged from the global financial crisis and ensuing market conditions, MGL has recently made a number of strategic acquisitions which complemented existing operations and strengthened its global platform. These included but were not limited to the following:

- the acquisition of Constellation Energy in the 2009 fiscal year, which enhanced Fixed Income, Currencies & Commodities' position within the North American natural gas market;
- the acquisition of Tristone in the 2010 fiscal year, which enhanced Macquarie Securities' and Macquarie Capital's global energy offering;
- the acquisition of FPK in the 2010 fiscal year, which enhanced Macquarie Capital's and Macquarie Securities' global financial institutions expertise and further increased MGL's presence in the United States;
- the acquisition of Blackmont in the 2010 fiscal year, which expanded Banking & Financial Services' wealth management business in Canada and provided Canadian retail distribution capabilities for MGL's existing equity markets business and other product offerings;
- the acquisition of Delaware Investments in the 2010 fiscal year, which enhanced Macquarie Funds' global asset management capability;
- the acquisition of Sal. Oppenheim's equity derivatives and structured products business and cash equities sales and research business in the 2011 fiscal year, which complement Macquarie Securities' existing Asian derivatives platform and broadened the Cash division's existing pan-European capabilities;
- the acquisition of the Ford Credit and GMAC portfolios in the 2010 and 2011 fiscal years, which enhanced Corporate & Asset Finance's motor vehicle leasing portfolio; and
- the acquisition of the ILFC aircraft operating lease portfolio in the 2011 fiscal year, which enhanced Corporate & Asset Finance's portfolio and the Macquarie Aviation Finance business.

For further information on the integration of these businesses into our existing operating groups, see the discussion below under “— Operating groups” and for further information on the impact of these acquisitions on our results of operation and financial performance in the 2011 and 2010 fiscal years, see “Financial information presentation — Impact of acquisitions on the 2011 and 2010 fiscal years” above.

In addition to these strategic acquisitions, organic growth initiatives, particularly in the 2010 and 2011 fiscal years, such as the hiring of individuals and teams with extensive experience in targeted industries, added greater regional depth to key businesses. This allowed many of our businesses to expand their product offerings internationally. See “Management's discussion and analysis of results of operation and financial condition — Trading conditions and market update — Impact on MGL Group” below for further information.

For further information on regional growth during the 2011 fiscal year, see “— Our business — Regional activity” below for further information.

Our business

Overview of MGL Group

At March 31, 2011, MGL had total assets of A\$157.6 billion and total equity of A\$11.9 billion. For the year ended March 31, 2011, our net operating income was A\$7.6 billion and profit after tax attributable to ordinary equity holders was A\$956 million, with 60% of our net operating income (excluding earnings on capital and other corporate income items) derived from international income.

The tables below show the relative revenues from external customers and profit contribution of each of our operating groups in the years ended March 31, 2011 and 2010:

Revenues from external customers of MGL Group by operating group for the years ended March 31, 2011 and 2010¹

	Year ended		Movement ³
	Mar 11	Mar 10	
	A\$m	A\$m	
Macquarie Capital	1,309	1,439	(9)
Fixed Income, Currencies & Commodities	1,984	1,977	nm
Macquarie Securities	1,423	1,515	(6)
Banking & Financial Services	2,530	2,233	13
Macquarie Funds	1,690	2,428	(30)
Corporate & Asset Finance	1,571	1,100	43
Real Estate Banking	85	113	(25)
Total revenues from external customers by operating group	10,592	10,805	(2)
Corporate ²	1,410	923	53
Total revenues from external customers	12,002	11,728	2

Profit contribution of MGL Group by operating group for the years ended March 31, 2011 and 2010¹

	Year ended		Movement ³
	Mar 11	Mar 10	
	A\$m	A\$m	
Macquarie Capital	281	(56)	large
Fixed Income, Currencies & Commodities	575	827	(30)
Macquarie Securities	175	580	(70)
Banking & Financial Services	275	261	5
Macquarie Funds	602	813	(26)
Corporate & Asset Finance	501	255	96
Real Estate Banking	(42)	(148)	(71)
Total contribution to profit by operating group	(1,411)	(1,482)	(5)
Corporate ²	956	1,050	(9)
Net profit after tax	956	1,050	(9)

¹ For further information on our segment reporting, see “Management’s discussion and analysis of results of operations and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment overview” and Note 3 to our 2011 annual financial statements.

² The Corporate segment includes earnings on capital, group treasury operations, certain corporate costs not recharged to operating businesses, employment related costs, options expense, income tax expense, profit attributable to non-controlling interests and internal management accounting adjustments and charges. Revenues from external customers reflected above for the Corporate segment represent net interest income on deposits held with external banks.

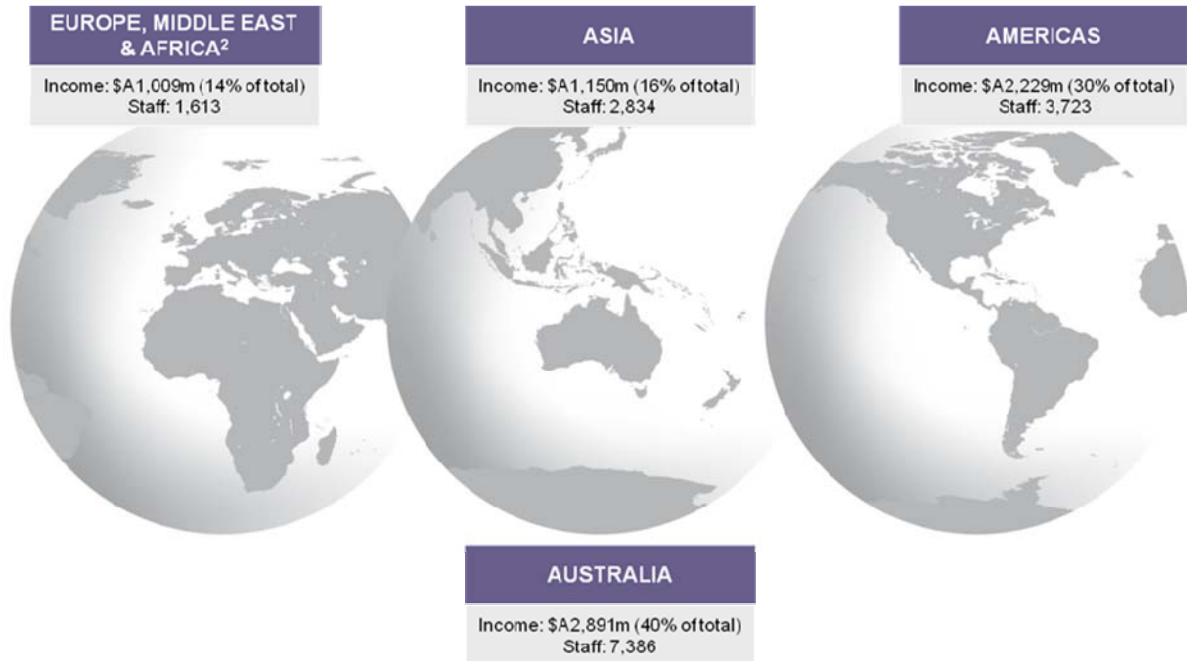
³ “nm” indicates that the percentage change was less than 0.5% and therefore not meaningful and “large” indicates that actual movement was greater than 300%.

Regional activity

At March 31, 2011, MGL Group employed 15,556 staff globally and conducted its operations in more than 70 office locations in 30 countries.

In the 2011 fiscal year, MGL Group continued to increase diversity by geography. The chart below shows MGL Group's international income by region in the 2011 and 2010 fiscal years.

International income of MGL Group¹ by region for the year ended March 31, 2011



¹ For further information on our segment reporting, see “Management’s discussion and analysis of results of operations and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment overview” and Note 3 to our 2011 annual financial statements.

² Staff seconded to joint venture not included in official headcount (South Africa: Macquarie First South, Moscow: Macquarie Renaissance).

Australia. MBL Group, the predecessor of MGL Group, has its origins as the merchant bank Hill Samuel Australia Limited, created in 1969 as a wholly-owned subsidiary of Hill Samuel & Co. Limited, London, and began operations in Sydney in January 1970 with only 3 staff. As at March 31, 2011, MGL Group employed over 7,300 staff across Australia. In the 2011 fiscal year, Australia contributed A\$2.9 billion (40%) of our net operating income (excluding earnings on capital and other corporate income items) as compared to A\$3.1 billion (48%) in the 2010 fiscal year.

Americas. MGL Group has been active in the Americas for over a decade, when we established our first office in New York in 1994 and has grown rapidly over the last two years, principally through acquisitions of Delaware Investments, FPK, Tristone, Blackmont and Constellation Energy, and the growth of our Energy Trading and Credit Trading businesses. As at March 31, 2011, MGL Group employed over 3,700 staff across the United States, Canada, Mexico and Brazil. In the 2011 fiscal year, the Americas contributed A\$2.2 billion (30%) of our net operating income (excluding earnings on capital and other corporate income items) as compared to A\$1.3 billion (21%) in the 2010 fiscal year.

Asia. MGL Group has been active in Asia for more than 15 years, when we established our first office in Hong Kong. As at March 31, 2011, MGL Group employed over 2,800 staff across China, Hong Kong, New Zealand, India, Indonesia, Japan, South Korea, Malaysia, the Philippines, Singapore, Taiwan and Thailand. During the year, MGL continued to expand the regional investment and product platforms of Macquarie Funds (including the Macquarie Infrastructure and Real Assets division), Corporate & Asset Finance as well as Fixed Income Currencies & Commodities, which had established an Asian regional “hub” in Singapore. In the 2011 fiscal year, Asia contributed A\$1.2 billion (16%) of our net operating income (excluding earnings on capital and other corporate income items) as compared to A\$1.1 billion (18%) in the 2010 fiscal year.

Europe, Middle East & Africa. MGL Group has been active in Europe since the late 1980s, in Africa since 2000 and the Middle East since 2005. As at March 31, 2011, MGL Group employed over 1,600 staff across the United Kingdom, Germany, France, Luxembourg, the Netherlands, Sweden, Austria, Switzerland, South Africa, Abu Dhabi and Dubai. In the 2011 fiscal year, Europe, Middle East & Africa contributed A\$1.0 billion (14%) of our net operating income (excluding earnings on capital and other corporate income items) as compared to A\$0.9 billion (13%) in the 2010 fiscal year.

For further information on our segment reporting, see “Management’s discussion and analysis of results of operations and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment overview” and Note 3 to our 2011 annual financial statements. For further information on our international income for the 2011 and 2010 fiscal years, see “Management’s discussion and analysis of results of operation and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — International income”.

Operating groups

Macquarie Capital

Macquarie Capital is the primary business in the Non-Banking Group.

In the 2011 fiscal year, Macquarie Capital contributed A\$281 million to MGL Group’s net profit and as at March 31, 2011, had over 1,300 staff operating across 24 countries, including Australia, United States, United Kingdom, Canada, Hong Kong, South Korea, Singapore and China. For further information on Macquarie Capital’s results of operation and financial condition for the year ended March 31, 2011, see “Management’s discussion and analysis of results of operation and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment analysis — Macquarie Capital” in this Report.

Macquarie Capital comprises one division, Macquarie Capital Advisers, which initiates, structures and executes a broad spectrum of transactions for corporate, institutional and government clients.

Macquarie Capital has specialist capabilities in:

- Mergers and acquisitions, takeovers and corporate restructuring advice across the following six core industry sectors: Infrastructure, Utilities & Renewables, Resources (mining and energy), Industrials, Real Estate, Financial Institutions and Telecommunications, Media, Entertainment & Technology;
- Equity capital markets, debt capital markets and equity and debt capital management and raising;
- Private equity placements; and
- Principal investing.

Macquarie Capital sources deal flow and assets for both third-party clients and Macquarie Infrastructure and Real Assets’ funds management vehicles.

Macquarie Capital also undertakes principal investments, including a range of controlling and non-controlling equity stakes, and debt investments. These investments are often made in connection with advisory mandates or in

pursuit of future advisory assignments. The Principal Investments team within Macquarie Capital works with Risk Management to review the legal and commercial aspects of all principal transactions to ensure that the business' commercial and strategic objectives are satisfied. This team is also responsible for managing the ongoing performance of principal assets on Macquarie Capital's balance sheet.

Prior to July 2010, Macquarie Capital comprised MGL Group's infrastructure and real estate funds management activities that formed the Macquarie Capital Funds business. In July 2010, Macquarie Capital Funds was consolidated with Macquarie Funds and became the Macquarie Infrastructure and Real Assets operating division. Macquarie Infrastructure and Real Assets now holds and manages the various non-controlling principal equity investments in Macquarie Infrastructure and Real Assets-managed funds (both listed and unlisted), and also holds funds that were formerly managed by Macquarie Infrastructure and Real Assets. For further information, see "— Macquarie Funds" below and "— Funds management business — MBL Group and the Non-Banking Group".

In the 2011 fiscal year, Macquarie Capital was involved in 547 transactions totaling A\$158.9 billion.

Significant transactions that Macquarie Capital was involved in during the 2011 fiscal year included:

- Adviser to Origin Energy Limited on the acquisition of the Integral Energy and Country Energy retail businesses from the NSW state-owned energy network businesses and their binding GenTrader arrangements with Eraring Energy;
- Joint lead manager on the A\$550 million five-year Australian bond financing for the Dampier-to-Bunbury pipeline in Western Australia;
- Joint sponsor, joint bookrunner and joint lead manager for the Hong Kong-listing of the Agricultural Bank of China Limited as part of the US\$22.1 billion dual listing on the Hong Kong and Shanghai stock exchanges, which was the world's largest IPO at that time;
- Joint bookrunner and documentation agent on the US\$1.5 billion term loan and US\$300 million revolving credit facility for General Growth Properties, and was senior co-manager on the US\$2.3 billion common equity follow-on offering, the largest REIT follow-on in history; and
- Exclusive financial adviser and sole bookrunner to the Government of the Republic of Ghana for a US\$215 million sell down in AngloGold Ashanti Limited ordinary shares by way of an accelerated bookbuild.

Significant acquisitions and organic growth

Presidio Partners. In November, 2010, MGL Group completed the acquisition of Presidio Partners, a U.S. based real estate private capital raising and advisory firm with operations in North America and Europe. Following integration of Presidio Partners into Macquarie Capital, MGL Group's real estate private capital markets business now comprises 19 private capital executives, servicing real estate fund sponsors, private operators and REITs from office locations primarily in Australia, Asia and North America.

REGAL Capital Advisors. On March 10, 2011, MGL Group announced that it had entered into an agreement to acquire REGAL Capital Advisors, a United States based advisory firm specializing in the gaming, lodging and leisure industries. The acquisition is expected to further strengthen MGL's capabilities in the United States. The transaction is expected to close before the end of June 2011, subject to FINRA approval.

Fixed Income, Currencies & Commodities

Fixed Income, Currencies & Commodities is primarily in the Banking Group, however, it still has certain less financially significant assets and businesses in the Non-Banking Group.

In the 2011 fiscal year, Fixed Income, Currencies & Commodities contributed A\$575 million to MGL Group's net profit and as at March 31, 2011, had over 900 staff operating across 12 countries, with locations in Australia, Asia Pacific, the Middle East, North and South America and the United Kingdom. For further information on Fixed Income, Currencies & Commodities' results of operation and financial condition for the year ended March 31, 2011, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment analysis — Fixed Income, Currencies & Commodities" in this Report.

Fixed Income, Currencies & Commodities is a client and counterparty driven business, offering risk management services, trading in select physical commodities, financing and access to markets through specialization in fixed income, currency and commodity markets. Fixed Income, Currencies & Commodities' products and services range from exchange traded futures, over-the-counter derivatives and customized risk management solutions, physical supply and purchase agreements, equity and asset investments and other financing arrangements. Clients are typically large producers or consumers of commodities, or those exposed to price movement risks in interest rates, currencies and commodities, or funds and other financial institutions looking to invest in those markets.

Fixed Income, Currencies & Commodities services its clients via regional hubs located in New York, London, Houston and, more recently, Singapore, which houses the new Asian Markets business as well as representing the agricultural commodities, currencies and energy businesses. MGL Group has also obtained a bank branch license in Singapore and has been granted an extension of the Seoul bank branch license to include over-the-counter derivatives. For further information on the Asian Markets business, see "— FICC Central" below. As a primarily client and counterparty driven business, Fixed Income, Currencies & Commodities undertakes market making activities and in doing so, acts as principal in accordance with predetermined limits.

Fixed Income, Currencies & Commodities comprises the following divisions:

Energy Markets. Energy Markets operates in London, Sydney, Melbourne, Houston, Calgary, Denver, New York, Singapore, Seoul, Jakarta and Tokyo, providing products and solutions to a broad customer base across the energy sector. Traded energy products include renewables, liquefied natural gas, natural gas and natural gas liquids, and crude oil and refined products (including physical oil). Energy Markets also provides storage and transportation services, and commodities based financing. Energy Markets serves clients and market participants including producers, large industrials, airlines, utilities, wholesale marketers and aggregators. The division is also active in physical and financial gas and electricity trading in North America through its subsidiary, Macquarie Energy. Macquarie Energy is ranked the number four physical gas marketer in North America. Energy Markets offers energy services in Europe through the utility services business, providing power and gas services in select European markets.

Metals and Energy Capital. Metals and Energy Capital operates in Sydney, Perth, London, New York, Houston, Tokyo, Hong Kong, Calgary, Toronto and Vancouver, and provides financing for energy and metals projects globally as well as metals trading and hedging services to producers, consumers and investors in base metals and precious metals. Financing activities center on metals mining project finance, including debt and mezzanine loans, equity, working capital facilities, acquisition facilities, royalties, convertible loans and performance bonds. In energy financing, Metal and Energy Capital's services span senior B loans, various forms of debt finance, corporate restructuring and capitalization, and public and private equity. Metals related risk management trading and hedging services are provided via 24-hour trading and price-making services in industrial metals, bulk metals and precious metals. Metals and Energy Capital is an associate broker clearing member of the London Metal Exchange and a full member of the London Bullion Market Association.

Agricultural Commodities. Agricultural Commodities is a global business, with staff based in New York, London, Geneva, Sao Paulo, Ribeirao Preto, Singapore, Sydney and Melbourne. The division provides corporate and institutional clients with trading, risk management and selected physical supply solutions in agriculture and freight. The agricultural offering includes grain, sugar, coffee, cocoa, soybean complex, rapeseed/canola, palm oil, ethanol, dairy products, livestock and meat, and pulp and paper. The division holds equity stakes in Lansing Ethanol Services, LLC and Lansing Trade Group, both of which are active in physical ethanol trading in the United States. Based in London, Singapore and Melbourne, the freight team provides bespoke risk management solutions to ship owners, charterers and operators across all major vessel sizes.

Credit Trading. Credit Trading operates primarily in the United States via its team based in New York, but has additional presence in London and Sydney. Credit Trading facilitates client transactions with institutional investors and participates in markets for corporate debt securities, credit default swaps, syndicated bank loans, collateralized debt obligations, asset-backed and mortgage backed securities and derivatives of these products. Credit Trading focuses on the high-yield and distressed sectors and to compliment this focus, has expanded its U.S. activities to include commercial mortgage finance and commercial mortgage backed securities. Other industry specialties include healthcare, consumer/retail, energy/utilities, gaming/leisure, commodities/metals, infrastructure/transport and telecoms. Staff from the former Emerging Markets division that specialized in emerging markets credit have now moved to the Credit Trading division.

Fixed Income & Currencies. Fixed Income & Currencies provides currencies and fixed income trading and hedging services to a range of corporate and institutional clients globally. The business offers 24-hour price making in all major currency pairs via specialist sales and trading staff in Sydney, London, New York and Singapore, as well as offering structured solutions and risk management hedging services. Additionally, Fixed Income & Currencies offers retail and wholesale currency delivery and technology platforms. In fixed income markets, Fixed Income & Currencies arranges and places primary debt for clients and provides secondary market liquidity in Australian government, semi-government fixed income and inflation linked bond markets, as well as issuance activities and interest rate risk management services via structured solutions and derivative based products. Staff from the former Emerging Markets division that specialized in emerging markets currencies have now moved to the Fixed Income & Currencies division.

Futures. Futures provides a full range of broking and clearing services to corporate and institutional clients, with access to most major exchanges and memberships of many. Futures also provides futures services to other divisions within Fixed Income, Currencies & Commodities. Futures offers broking (telephone and electronic) and clearing services and makes extensive use of proprietary technology to provide clients customized execution and clearing solutions, including direct market access and straight through processing. Futures operates from offices in Sydney, Melbourne, Brisbane, London, New York, Chicago, Hong Kong and Mumbai.

Central. Central serves as an incubator for various non-division specific or early stage or cross-divisional initiatives as well as housing various Fixed Income, Currencies & Commodities-wide services including:

- Asian Markets, which was established in 2010 and is headquartered in Singapore, is predominantly a corporate and institutional investor facing business focused on offering Asian currencies (spot, forwards, non-deliverable forwards), corporate debt (local currency & G3 (US dollar, Euro and Yen), private debt, credit default swaps, credit linked notes) and sovereign debt (interest rate swaps, options, cross currency swaps, structured products) trading, and risk management services.
- Environmental Financial Products, which is active in originating/structuring emission reduction credits from projects in China and Russia under the Kyoto Clean Development Mechanism and Joint Implementation, and distributing these credits to compliance buyers in Europe, Australia, New Zealand and Japan. Environmental Financial Products' dedicated, environmental professionals are located in Sydney, London, Hong Kong and Beijing, offering trading and client services with the benefit of knowledge and experience located at the project source;
- Structured Commodity Finance, which offers services across agriculture, energy and metals including revolving, working capital facilities secured by exchange traded commodities and also provides repurchase-style physical transactions. Additionally, Structured Commodity Finance provides mezzanine

debt, structured facilities or transactions in conjunction with other Fixed Income, Currencies & Commodities divisions;

- new jurisdictions and branch initiatives; and
- joint-venture and alliances.

Significant acquisitions and organic growth

There were no significant acquisitions in Fixed Income, Currencies & Commodities during the 2011 fiscal year. During the 2011 fiscal year, Fixed Income, Currencies & Commodities continued to grow its global platform organically through the establishment of the Asian Markets business.

Macquarie Securities

Macquarie Securities operates businesses across the Banking Group and Non-Banking Group. As described below, the Derivatives DeltaOne Trading division operates as part of the Banking Group and the Cash division operates as part of the Non-Banking Group.

Macquarie Securities' activities include cash equities broking, equity capital markets services, sales of institutional and retail derivatives, structured equity finance, arbitrage trading, development and sales of synthetic products, capital management, collateral management and securities borrowing and lending.

Macquarie Securities contributed A\$175 million to MGL Group's net profit in the 2011 fiscal year and as at March 31, 2011, had over 1,700 staff operating across 18 countries, including Australia, Canada, China, France, Germany, India, Indonesia, Japan, South Korea, Malaysia, New Zealand, Philippines, Singapore, South Africa, Switzerland, Thailand, the United Kingdom and the United States. For further information on Macquarie Securities' results of operation and financial condition for the year ended March 31, 2011, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment analysis — Macquarie Securities" in this Report.

Macquarie Securities comprises the following two divisions:

Cash. The Cash division operates as a full service institutional cash equities broker in the Asia Pacific region, South Africa and Canada. In the rest of the world, it operates as a specialized institutional cash equities broker. It provides equity capital markets products and services through a joint venture with Macquarie Capital. The Cash division forms part of the Non-Banking Group.

Derivatives DeltaOne Trading. The Derivatives DeltaOne Trading division combines MGL Group's institutional and retail derivatives, structured equity finance, arbitrage trading, synthetic product businesses and global securities finance. Global securities finance includes capital management (cash and liquidity management and interest rate and foreign exchange hedging), collateral management and securities borrowing and lending. The Derivatives DeltaOne Trading division forms part of the Banking Group.

Macquarie Securities has also entered into a joint venture with Fixed Income, Currencies & Commodities to provide Fixed Income, Currencies & Commodities related structured derivative products in Europe.

Significant acquisitions and organic growth

On April 6, 2010, Macquarie Securities completed the acquisition of Sal. Oppenheim's equity derivatives, structured products and cash equities businesses. The combined acquisitions resulted in more than 150 people joining Macquarie Securities. The acquisitions of Sal. Oppenheim's cash equities sales and research business has expanded Macquarie Securities' European equities research coverage to 400 companies, approximately 72% of the EuroStoxx 600 Index, and Macquarie Securities' global equity research coverage to over 2,400 companies. The acquisitions of Sal. Oppenheim's Equity derivatives and structured products business has grown Macquarie

Securities' derivatives coverage to include market making and issuance operations on exchanges in Germany, Switzerland and Italy. The business commenced issuing products in August 2010.

Banking & Financial Services

Banking & Financial Services is in the Banking Group and is the primary relationship manager for MGL Group's retail client base. Banking & Financial Services brings together MGL Group's retail banking and financial services businesses providing a diverse range of wealth management products and services to financial advisers, stockbrokers, mortgage brokers, professional service industries and the end consumer.

Banking & Financial Services' business strategy is to develop an integrated suite of advice, wealth management and lending products and services, to build broader and more valuable client relationships.

Banking & Financial Services contributed A\$275 million to MGL Group's net profit in the 2011 fiscal year and as at March 31, 2011 had over 3,200 staff operating across 10 countries, including Australia, Canada, United Kingdom, New Zealand, India and Singapore.

Cash deposits continued to be a major focus of Banking & Financial Services, with retail cash deposits growing from A\$15.5 billion as at March 31, 2010 to A\$26.6 billion at March 31, 2011. This was primarily due to the conversion of the A\$9.6 billion CMT accounts to the CMA in July 31, 2010 following a meeting of unitholders who voted to transition their holdings to take advantage of the security of a bank account, a higher interest rate, the Commonwealth Large Deposits and Wholesale Funding Guarantee Scheme and the convenience of maintaining their same account numbers.

The division also offers the Macquarie Australian Wrap platform, which had A\$22.7 billion in funds under administration at March 31, 2011. See "— Funds management business." For further information on Banking & Financial Services' results of operation and financial condition for the year ended March 31, 2011, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment analysis — Banking & Financial Services" in this Report.

Banking & Financial Services comprises the following seven divisions:

Macquarie Adviser Services. Macquarie Adviser Services manages relationships with external financial, insurance and mortgage intermediaries and provides sales service and product management of in-house and external products including retail superannuation, mortgages, investment lending, Macquarie Life insurance, Coin financial planning software and outsourced paraplanning. The division includes the A\$14.6 billion CMA and the Macquarie Wrap administration service which had A\$22.7 billion in funds under administration respectively, at March 31, 2011.

Macquarie Direct. Macquarie Direct provides a range of consumer and financial products for clients in Australia. This includes Macquarie credit cards, self directed stock broking through an online trading platform, and cash products. The division manages a full range of credit card offerings ranging from low rate, low fee cards through to premium. The business also offers a white label partnering capability.

Macquarie Global Investments. Macquarie Global Investments provides Banking & Financial Services with product development capabilities for retail and wholesale investors globally. The division includes the Macquarie Professional Series, Macquarie Private Portfolio Management, the Macquarie Pastoral Fund (which owns cattle, sheep and crop properties throughout Australia's eastern states), and the Macquarie Agricultural Funds Management business which previously sat within Macquarie Funds.

Macquarie Private Wealth. Macquarie Private Wealth maintains direct relationships with clients, offering a range of services including full-service broking, strategic financial planning, executive wealth management, private banking and private portfolio management. The stockbroking business is Australia's leading full-service retail stockbroker by market share and trading volumes, and Macquarie Private Wealth continues to grow its adviser base

as well as its client numbers. Macquarie Private Wealth currently has a 19.9% interest in online foreign exchange company OzForex, which also has subsidiary outlets UKForex and Canadian Forex. Macquarie Private Wealth has a strategic partnership with WHK, a listed Australasian financial services company and a member of Horwath International, and collaborate on product distribution in the Australian market.

Macquarie Relationship Banking. Macquarie Relationship Banking provides innovative banking services to small- to medium-sized businesses, professionals and high net worth individuals in Australia, Canada and the United Kingdom. Banking services include finance for business growth, business and property acquisition and succession planning. The business also provides deposit facilities and payment collection systems to the professional services sector. Other core activities include financing business insurance premiums and providing flexible lending facilities to active property investors. Macquarie Relationship Banking also provides Premium Funding services.

BFS Europe and Asia. BFS Europe and Asia is responsible for expanding the Banking & Financial Services business into the Asian, United Kingdom and European markets. It has a joint venture agreement with the Indian company Religare to offer advice and wealth management solutions to high net worth investors in India. BFS Europe and Asia also recently established a Private Wealth business in Singapore and is planning to expand into other Asian Markets. In November 2010, Banking & Financial Services announced that it was withdrawing its premium platform service from the United Kingdom.

BFS North America. BFS North America is responsible for expanding Banking & Financial Services banking, premium funding and Macquarie Private Wealth Canada into the North American market. BFS North America also operates our Canadian Mortgages business.

Significant acquisitions and organic growth

There were no significant acquisitions in Banking & Financial Services during the 2011 fiscal year. Banking & Financial Services continued to build its client base, particularly in Australia and Canada through a range of growth initiatives, including launching Macquarie EquityPlus, an investment product tailored for the Canadian retail market. Macquarie Private Wealth Canada increased its adviser numbers by 10% during the 2011 fiscal year, and Canadian client assets also grew 18% over the period, from C\$8.3 billion as at March 31, 2010 to C\$9.8 billion as at March 31, 2011.

Macquarie Funds

Macquarie Funds is a full service asset manager, offering a diverse range of capabilities and products including investment management, infrastructure and real asset management and fund and equity based structured products. With a strong client focus, disciplined investment processes and proven success in product innovation, Macquarie Funds has built a strong reputation as a leading provider of investment solutions on a global scale. Macquarie Funds operates businesses across the Banking Group and the Non-Banking Group.

Macquarie Funds contributed A\$602 million to MGL Group's profit in the 2011 fiscal year and as at March 31, 2011 had over 1,400 staff operating across 21 countries, including Australia, the United States, the United Kingdom, and Hong Kong.

As at March 31, 2011, Macquarie Funds had Assets under Management of A\$305.1 billion. For further information on Macquarie Funds' results of operation and financial condition for the year ended March 31, 2011, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment analysis — Macquarie Funds" in this Report.

In July 2010, MGL announced that Macquarie Capital Funds, formerly a part of Macquarie Capital, would consolidate with and become an operating division of Macquarie Funds and was renamed Macquarie Infrastructure and Real Assets. The financial results of Macquarie Infrastructure and Real Assets were presented within the Macquarie Funds division effective April 1, 2010. The consolidation created a single global asset management platform within MGL.

As part of the consolidation, Macquarie Funds was restructured into the following three divisions: Macquarie Investment Management, Macquarie Infrastructure and Real Assets (formerly Macquarie Capital Funds) and Macquarie Specialised Investment Solutions. Macquarie Investment Management and Macquarie Specialised Investment Solutions form part of the Banking Group while Macquarie Infrastructure and Real Assets forms part of the Non-Banking Group. Further details of each division are contained below:

Macquarie Investment Management: Macquarie Investment Management offers investment management expertise across a number of asset classes including fixed interest, currencies, equities, infrastructure securities, funds of private equity funds and multi-asset allocation solutions. It delivers a full-service offering to both retail and institutional clients in Australia and the United States, with selective offerings in other regions. Delaware Investments, which was consolidated into Macquarie Investment Management, accounts for over two thirds of Macquarie Investment Management's assets under management and revenue.

Macquarie Infrastructure and Real Assets: Macquarie Infrastructure and Real Assets comprises the former Macquarie Capital Funds and manages a range of direct asset classes including infrastructure and real estate funds. Its client base primarily comprises global pension and superannuation funds, but also includes other institutions and governments.

Macquarie Specialised Investment Solutions: Macquarie Specialised Investment Solutions manufactures and distributes a range of fund and equity based structured products, including capital protected investments and associated lending arrangements, fund linked products, lifetime income guarantees and alternative funds. Its global client base includes retail investors, private banks and institutions.

Significant acquisitions and organic growth

Macquarie Funds continued to focus on organic growth of its asset base and leveraging existing operating support systems to drive cost synergies across the business in the 2011 fiscal year. During the period, strong inflows and new mandates were seen in listed equities and alternatives, although these were largely offset by the appreciation of the Australian dollar against major global currencies.

On March 8, 2011, MGL Group acquired INNOVEST Kapitalanlage AG ("*INNOVEST*"), an Austrian securities asset management firm serving institutional clients in Austria and Germany. INNOVEST managed approximately €3.5 billion as at March 31, 2011, with a specialized focus towards risk-budgeting and asset allocation strategies for long-term investors such as pension funds. INNOVEST will enhance Macquarie Funds' securities asset management business in Europe.

Corporate & Asset Finance

Corporate & Asset Finance provides innovative and traditional capital, finance and related services to clients operating in selected international markets. Corporate & Asset Finance specializes in leasing and asset finance, asset remarketing, sourcing and trading for long cycle assets (such as manufacturing, transportation and energy) and short cycle assets (including motor vehicles, information technology and medical) as well as offering tailored debt and finance solutions.

Corporate & Asset Finance contributed A\$501 million to MGL Group's profit in the 2011 fiscal year and as at March 31, 2011 had over 800 staff across 15 countries, including Australia, New Zealand, South Korea, United States and the United Kingdom. For further information on Corporate & Asset Finance's results of operation and financial condition for the year ended March 31, 2011, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment analysis — Corporate & Asset Finance" in this Report.

As at March 31, 2011, Corporate & Asset Finance managed A\$17.3 billion in lease and loan assets (A\$14.2 billion at March 31, 2010), due to the acquisition of new portfolios and continued organic growth across most businesses.

Corporate & Asset Finance comprises the following eight businesses:

Macquarie Aviation Finance. Macquarie Aviation Finance provides operating leases and other financial products across multiple aviation asset types, including the aircraft portfolio that was acquired from ILFC during the 2011 fiscal year. Post balance sheet date, with effect April 1, 2011, Macquarie Air Finance, formerly part of Macquarie Capital, was consolidated within Corporate & Asset Finance to capitalize on synergies between the businesses.

Macquarie Manufacturing. Macquarie Manufacturing provides operating and finance leasing services of manufacturing equipment to clients in Europe, Japan, Singapore, South Korea, Taiwan and the United States. Macquarie Manufacturing also uses its equipment expertise to provide remarketing services to its clients and to selectively acquire used assets for trading.

Macquarie Equipment Finance. Macquarie Equipment Finance is a global business providing specialist IT leasing, equipment finance and services solutions for a wide range of technology-based equipment. Macquarie Equipment Finance offers a complete technology lifecycle solution and provides these services to government entities, educational institutions and corporations. Macquarie Equipment Finance also provides vendor finance to equipment manufacturers, resellers and service providers.

Macquarie Leasing. Macquarie Leasing provides finance leases to small to medium enterprises, corporate, government and retail clients in Australia. Macquarie Leasing offers products including finance leases, novated lease agreements and commercial hire purchases for motor vehicles and other income producing plant and equipment.

Macquarie Lending. Macquarie Lending specializes in offering bridging, term lending facilities and asset backed finance to mid to large corporate clients and also invests in select debt assets trading in secondary markets. The lending team operates out of Sydney, London, New York and Chicago. In July 2010, MGL announced that all real estate lending activities (formerly part of Real Estate Banking division) were consolidated within the Macquarie Lending business.

Macquarie Equipment Leasing Fund. The Macquarie Equipment Leasing Fund was launched in June 2009. This is a Macquarie-managed equipment leasing program which offers eligible United States retail investors exposure to a diversified portfolio of equipment and equipment leases.

Macquarie Meters. Macquarie Meters owns an electricity metering portfolio in the United Kingdom. The portfolio comprises traditional 'mechanical' meters and newer 'Smart' electronic meters, which are capable of communicating remotely via GSM and GPRS mobile technology. Clients are major United Kingdom energy providers.

Macquarie Rail. Macquarie Rail specializes in providing leasing solutions on freight rail car assets in the United States. Macquarie Rail offers operating leases, portfolio sale and leaseback, and portfolio acquisition services.

Significant acquisitions and organic growth

In April 2010, Corporate & Asset Finance acquired GMAC's auto finance portfolio (approximately A\$1 billion). Furthermore, it also announced that it had entered into an agreement to purchase a US\$1,671 million aircraft operating lease portfolio from ILFC to expand its existing aircraft leasing portfolio and diversify its client base in the aircraft sector. At March 31, 2011, Corporate & Asset Finance had purchased 44 of the aircraft in the ILFC portfolio, which represents the revised number of aircraft that was to be acquired in this acquisition.

Division within MBL Group

Real Estate Banking

Real Estate Banking is an international business focused on managing balance sheet positions across a number of locations and products. Real Estate Banking's expertise encompasses real estate investment, development management and asset management.

The Real Estate Banking division contributed a net loss of A\$42 million to MGL Group's profit in the 2011 fiscal year and as at March 31, 2011, had 57 staff operating across 5 countries, including Australia, China and South Korea.

As at March 31, 2011, Real Estate Banking managed A\$0.5 billion in Assets under Management (A\$0.4 billion at March 31, 2010). For further information on Real Estate Banking's results of operation and financial condition for the year ended March 31, 2011, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment analysis — Real Estate Banking" in this Report.

In July 2010, MGL announced the restructure of some of its operating businesses, including the Real Estate Banking division, which transferred the real estate lending and development finance business to Corporate & Asset Finance. In November 2010, certain unlisted funds management products were transferred to Macquarie Funds. In March 2011, the Real Estate Banking division sold its investment in Charter Hall Office REIT, and Australian listed property fund. Also in March 2011, the Real Estate Banking division transferred to Macquarie Capital its interest in the Macquarie Goodman Japan joint venture, which invests in J-Rep, a Japanese listed logistics company. As a result of these changes, Real Estate Banking now comprises the following activities:

Real Estate Investment. The Real Estate Banking portfolio includes an investment in Charter Hall Retail REIT ("CQR") formerly MCW. The REIT is listed on the ASX and invests predominantly in grocery-anchored retail property in Australia, New Zealand, the United States and Europe. Real Estate Banking also provides services in the sponsorship, establishment and management of real estate platforms.

Development & Asset Management. Real Estate Banking is involved in real estate development projects around the world. In Australia, it owns the developer Urban Pacific Limited and participates in the Medallist joint venture with Great White Shark Enterprises. The Medallist joint venture also extends to operations in the United States and South Africa.

Corporate

The Corporate segment includes earnings on capital, group treasury operations, certain corporate costs not recharged to operating businesses, employment related costs, share based payments expense, income tax expense, amounts attributable to non-controlling interests and internal management accounting adjustments and charges.

Corporate contributed a net loss of A\$1,411 million for the year ended March 31, 2011 and as at March 31, 2011, had over 5,700 staff across all countries in which MGL operates.

For further information on Corporate's results of operation and financial condition for the year ended March 31, 2011, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment analysis — Corporate" in this Report.

Funds management business

MGL Group's funds management businesses are conducted by both the Non-Banking Group and the Banking Group.

The Non-Banking Group, through Macquarie Infrastructure and Real Assets is a manager of listed and unlisted funds which invest in infrastructure (including airports, toll roads, communications infrastructure, utilities and related sectors), private equity and real estate (including retail, office, industrial, commercial and development capital). Macquarie Infrastructure and Real Assets has listed funds in Australia, Canada, the United States, South Korea and Singapore and unlisted funds in Australia, South Korea, Hong Kong, India, Canada, the United States, Mexico, Europe, Russia, South Africa and the Middle East. See "— Operating groups — Macquarie Funds — Macquarie Infrastructure and Real Assets" for further information.

MBL Group, through Macquarie Funds, Banking & Financial Services and Real Estate Banking also manages a range of funds including traditional funds management and investment services to retail and institutional investors and international listed and unlisted REITs. See "— Operating groups — Macquarie Funds", "— Operating groups — Banking & Financial Services" and "— Division within MBL Group — Real Estate Banking" above for further information.

Assets under Management provides a consistent measure for measuring the scale of MGL Group's funds management activities across our operating groups in the Banking and Non-Banking Group, which is discussed in "— Assets under Management" section below. The earnings of base management fees is closely aligned with the Equity under Management measure for Macquarie Infrastructure and Real Assets, which is discussed in the "— Equity under Management" section below. For a further explanation of the distinction between Assets under Management and Equity under Management, see "— Financial information presentation — Non-GAAP financial measures" in this Report.

Assets under Management

MGL Group had an aggregate of A\$309.8 billion of Assets under Management as at March 31, 2011, from which it derived an aggregate of A\$950 million of funds management base fees for the year ended March 31, 2011. As at March 31, 2011, Macquarie Infrastructure and Real Assets represented A\$97.3 billion of Assets under Management, or 31% of MGL Group's total Assets under Management.

The table below illustrates MGL Group's aggregate Assets under Management by operating group, region and industry sector as at March 31, 2011 and March 31, 2010.

Assets under Management by operating group, region and industry sector for the years ended March 31, 2011 and March 31, 2010

	As at		Movement ¹
	Mar 11 A\$m	Mar 10 A\$m	
Assets under Management by group			
Macquarie Investment Management.....	205,546	207,331	(1)
Macquarie Infrastructure and Real Assets ²	97,328	101,058	(4)
Macquarie Specialised Investment Solutions	2,262	2,563	(12)
Total Macquarie Funds.....	305,136	310,952	(2)
Other operating groups ³	4,675	14,757	(68)
Total Assets under Management	309,811	325,709	(5)
Assets under Management by region			
Australia	65,358	68,522	(5)
Americas.....	177,385	176,818	nm
Europe, Middle East and Africa	56,513	64,561	(12)
Asia.....	10,555	15,808	(33)
Total Assets under Management	309,811	325,709	(5)
Assets under Management by industry sector			
Fixed interest	126,410	130,781	(3)
Direct infrastructure.....	88,993	86,487	3
Equities	54,677	50,431	8
Cash	20,022	34,106	(41)
Direct real estate	9,823	15,519	(37)
Currency	5,330	3,566	49
Specialist investments.....	2,262	2,453	(8)
Alternatives.....	1,660	1,654	nm
Multi-asset allocation solutions	634	712	(11)
Total Assets under Management	309,811	325,709	(5)

¹ "nm" indicates that the percentage change was less than 0.5% and therefore not meaningful.

² Macquarie Infrastructure and Real Assets, formerly a part of Macquarie Capital, consolidated with and became an operating division of Macquarie Funds and was renamed Macquarie Infrastructure and Real Assets effective April 1, 2010. It includes certain Real Estate Banking unlisted funds management products that were transferred to Macquarie Funds in November 2010, as described in "Financial information presentation" above.

³ The CMT, included in other operating groups' Assets under Management above, is a Banking & Financial Services product that is managed by Macquarie Funds. The decrease in Assets under Management in Banking & Financial Services is principally the result of the conversion in July 2010 of the A\$9.6 billion CMT (which was off-balance sheet) to the CMA (which are accounted as on-balance sheet deposits and not Assets under Management).

Assets under Management at March 31, 2011 were A\$309.8 billion, a 5% decrease from A\$325.7 billion at March 31, 2010. The overall net decrease in Assets under Management was driven by the strengthening of the Australian dollar against major global currencies resulting in lower offshore asset values, and the conversion of A\$9.6 billion of CMT accounts to the CMA on July 31, 2010. These decreases were partially offset by fund inflows and increasing asset values as global equity markets continue to recover.

Macquarie Investment Management. Macquarie Investment Management's Assets under Management decreased by 1% in the year ended March 31, 2011 to A\$205.5 billion from A\$207.3 billion at March 31, 2010. This was largely due to the strengthening of the Australian dollar against major global currencies resulting in lower offshore asset values, partially offset by increasing asset values as global equity markets continue to recover.

Macquarie Infrastructure and Real Assets. Macquarie Infrastructure and Real Assets' Assets under Management decreased by 4% in the year ended March 31, 2011 to A\$97.3 billion from A\$101.1 billion at March 31, 2010. This was largely due to the internalization of management by several listed funds during the 2010 fiscal year (including MAp Group and Macquarie Infrastructure Group) and the strengthening of the Australian dollar against major global currencies resulting in lower offshore asset values, partially offset by increasing asset values as global equity markets continue to recover.

Macquarie Specialised Investment Solutions. Macquarie Specialised Investment Solutions' Assets under Management decreased by 12% in the year ended March 31, 2011 to A\$2.3 billion from A\$2.6 billion at March 31, 2010. This was largely due to the strengthening of the Australian dollar against major global currencies resulting in lower offshore asset values, partially offset by increasing asset values as global equity markets continue to recover.

For further information on Macquarie Funds' results of operation and financial condition for the year ended March 31, 2011, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment overview — Macquarie Funds" in this Report.

Other operating groups. Assets under Management from other operating groups decreased by 68% in the year ended March 31, 2011 to A\$4.7 billion from A\$14.8 billion at March 31, 2010. This was largely due to the conversion of A\$9.6 billion of CMT accounts to the CMA on July 31, 2010.

For further information on Banking & Financial Services' results of operation and financial condition for the year ended March 31, 2011, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment overview — Banking & Financial Services" in this Report.

MGL Group's income from funds management is mainly derived from funds management fees. Funds management fee income includes base fees, which are ongoing fees generated from funds management activities, and performance fees, which are earned when the funds outperform pre-determined benchmarks. For listed funds, incentive income is earned for outperformance of a benchmark rate of return. This may be either a widely acknowledged market index, generally either S&P/ASX or MSCI indices, or a pre-determined rate of return, typically 8% per annum. For Macquarie Infrastructure and Real Assets funds which invest in infrastructure and other sectors, the incentive income is typically 20% of any outperformance. In general, if the return of a listed fund is less than the benchmark in any period, the amount of the deficit is carried forward in the calculation of performance fee. For unlisted funds, incentive income is earned for outperformance of a pre-determined internal rate of return typically 8%. Unlisted performance fees are generally payable upon the occurrence of a "liquidity event", such as asset sale or fund listing, and are therefore unpredictable.

During the year ended March 31, 2011 performance fees of A\$36 million for MGL Group decreased 37% from A\$57 million in the prior fiscal year. The result for the prior fiscal year included A\$34 million of performance fees from the sale of the Kukdong building by Macquarie Central Office CR-REIT.

For further detail on MGL Group's income from funds management, see "— Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2011 compared to year ended March 31, 2010 — Results analysis — Fee and commission income — Base and performance fees" in this Report.

For the Macquarie Infrastructure and Real Assets division, see "— Equity under Management" in this Report for further information. The earning of base fees is closely aligned with the Assets under Management measure for funds in Real Estate Banking, Macquarie Funds and Banking & Financial Services.

Equity under Management

The Macquarie Infrastructure and Real Assets division of Macquarie Funds tracks its funds under management using an Equity under Management measure as base management fee income is more closely aligned with Equity under Management. Equity under Management differs from the Assets under Management measure which other Macquarie-managed funds use to determine base fee income. Equity under Management is determined as follows:

Type of equity investment	Basis of Equity under Management calculation
Listed equity	- Market capitalization at the measurement date plus underwritten or committed future capital raisings for listed funds and face value for hybrid instruments
Unlisted equity	- Committed capital from investors at the measurement date less called capital subsequently returned to investors for unlisted funds - Invested capital at measurement date for managed businesses ¹

¹ Managed businesses includes third-party equity invested in Macquarie Infrastructure and Real Assets managed businesses where management fees may be payable to Macquarie.

If a fund is managed through a joint venture with another party, the Equity under Management amount is weighted based on Macquarie's proportionate economic interest in the joint venture management entity.

Equity under Management of A\$36.4 billion at March 31, 2011 decreased 6% from A\$38.6 billion at March 31, 2010. The decrease was mainly driven by the strengthening of the Australian dollar against major currencies, partially offset by increases in listed equity prices.

The table below shows Equity under Management by listed and unlisted equity and by region for the years ended March 31, 2011 and March 31, 2010.

	As at ^{1,2}	
	Mar 11 A\$m	Mar 10 A\$m
Equity under Management by type		
Listed equity	4,485	3,577
Unlisted equity	31,908	35,000
Total Macquarie Infrastructure and Real Assets Equity under Management ..	36,393	38,577
Equity under Management by region³		
Australia	4,754	4,319
International:		
Europe, Middle East and Africa	15,658	18,336
Americas	11,396	12,376
Asia	4,585	3,546
Total – International	31,639	34,258
Total Macquarie Infrastructure and Real Assets Equity under Management ..	36,393	38,577

¹ Excludes equity invested by MGL Group in businesses managed by the Macquarie Infrastructure and Real Assets division.

² Where a fund's Equity under Management is denominated in a foreign currency, amounts are translated to Australian dollars at the exchange rate prevailing at the measurement date.

³ By location of fund management team.

Legal proceedings

We have contingent liabilities in respect of actual and potential claims and proceedings that have not been determined. An assessment of likely losses is made on a case-by-case basis for the purposes of our financial statements and specific provisions that we consider appropriate are made, as described in Note 37 to our 2011 annual financial statements. We do not believe that the outcome of any such claims of which we are aware, either individually or in the aggregate, are likely to have a material effect on our operations or financial condition.

On December 22, 2010, ASIC commenced legal proceedings in the Federal Court of Australia against a number of banking institutions, including MBL. In one proceeding, ASIC is seeking compensation for investors arising out of the collapse of Storm Financial Limited for (i) an alleged breach of contract, contravention of the statutory prohibitions against unconscionable conduct and liability as linked credit providers of Storm under section 73 of the Trade Practices Act 1974 of Australia. In another, ASIC alleges there was an unregistered managed investment scheme in which the banks were involved.

Representative legal action has also been brought through a private law firm in the same court claiming an unregistered managed investment scheme involving Storm on a similar basis as ASIC's action and claiming compensation for those investors.

As at the date of this Report, the proceedings are progressing through a pre-trial process. MBL denies liability with respect to these claims.

Competition

The financial services industry — and all of our businesses — are intensely competitive, and we expect them to remain so. See “Risk factors — Competitive pressure, both in the financial services industry as well as the other industries in which we operate, could adversely impact our business and results of operation”. We compete, both in Australia and internationally, with asset managers, retail and commercial banks, non-bank mortgage brokers, private banking firms, investment banking firms and brokerage firms. The Non-Banking Group also competes with industry focused competitors in connection with its infrastructure and real estate businesses.

In Australia, we face significant competition from the four major Australian commercial banks, international banks, regional commercial banks, building societies, brokerage firms, private equity firms, mortgage repackagers and other financial intermediaries. In recent years, competition has increased as international banks have established an Australian presence, large insurance and banking industry participants have sought to establish themselves in markets that are perceived to offer higher growth potential, and as local institutions have become more sophisticated and competitive and have sought alliances, mergers or strategic relationships.

The international trend towards consolidation and strategic alliances, has significantly increased the capital base and geographic reach of some of our competitors. This trend has also hastened the globalization of the securities and financial services markets. To take advantage of some of our recent strategic acquisitions and organic growth opportunities, we will need to compete successfully with financial institutions that are larger and that may have a stronger local presence and longer operating history outside of Australia.

In North America, Europe and Asia, the principal markets in which we operate outside Australia, we compete with commercial banks, investment banking and brokerage firms, private equity firms, large fund managers, integrated energy companies and other broad-based financial services firms that have historically offered a broad range of products to enhance their competitive position. See “Risk factors — Competitive pressure, both in the financial services industry as well as the other industries in which we operate, could adversely impact our business and results of operation”.

In other overseas markets where we offer limited products and services, we face the challenge of competing with firms that offer a broader range of services than we do, are better known or have a broader platform or more financial, capital, employee or other resources. In an attempt to overcome these barriers, MBL Group or MGL Group, where appropriate, has established alliances with local providers in a number of international markets in an attempt to benefit from the market strength of an existing player.

We also face intense competition in attracting and retaining qualified employees. Our ability to continue to compete effectively in our businesses will depend upon our ability to attract new employees and retain and motivate our existing employees and to continue to compensate employees competitively amid intense public and regulatory scrutiny on the employee remuneration practices of financial institutions. See “Risk factors — Our ability to retain and attract qualified employees is critical to the success of our business and the failure to do so may materially adversely affect our performance” and “Regulation and supervision — Remuneration – Extensions to governance requirements for APRA-regulated institutions” for more information on the regulation of our remuneration practices.

REGULATION AND SUPERVISION

Australia

In Australia, the principal regulators that supervise and regulate our activities are the Australian Prudential Regulation Authority (“APRA”), the Reserve Bank of Australia (“RBA”), the Australian Securities and Investments Commission (“ASIC”), ASX Limited (as the operator of the Australian Securities Exchange (“ASX”) market), Australian Securities Exchange Limited (as the operator of the ASX24 (formerly known as the Sydney Futures Exchange) market) and the Australian Competition and Consumer Commission (“ACCC”).

Set out below is a summary of certain key Australian legislative provisions that are applicable to our operations, and a summary of the functions of each of the principal regulators.

APRA

MBL and MGL have corporate governance and policy frameworks designed to meet APRA’s requirements for ADIs and NOHCs, respectively.

APRA is the prudential regulator of the Australian financial services industry. APRA establishes and enforces prudential standards and practices designed to ensure that, under all reasonable circumstances, financial promises made by institutions under APRA’s supervision are met within a stable, efficient and competitive financial system. In Australia, MBL is an ADI under the Australian Banking Act and, as such, is subject to prudential regulation and supervision by APRA. The Australian Banking Act confers wide powers on APRA which are to be exercised ultimately for the protection of depositors of ADIs in Australia.

In its supervision of ADIs, APRA focuses on capital adequacy, liquidity, market risk, credit risk, operational risk, associations with related entities, large exposures to unrelated entities and funds management and securitization activities. APRA discharges its responsibilities by requiring ADIs to regularly provide it with reports which set forth a broad range of information, including financial and statistical information relating to their financial position and information in respect of prudential and other matters. APRA may also exercise certain investigative powers if an ADI fails to provide information about its financial stability or becomes unable to meet its obligations.

Under its Prudential Standard APS 111: Capital Adequacy: Measurement of Capital (“APS 111”), APRA requires that an ADI’s capital should (i) provide a permanent and unrestricted commitment of funds; (ii) be freely available to absorb losses; (iii) not impose any unavoidable servicing charge against earnings; and (iv) rank behind the claims of depositors and other creditors in the event of a winding-up of the ADI. For capital adequacy purposes, an ADI’s capital is assessed in two tiers (1) Tier 1 or core capital, which comprises the highest quality components of capital that fully meet all the essential characteristics of capital described above; and (2) Tier 2 or supplementary capital, which includes other components that, to varying degrees, fall short of the quality of Tier 1 capital but nonetheless contribute to the overall strength of an ADI as a going concern. An ADI’s capital base (the numerator of the capital ratio) is defined for the purposes of APS 111 as the sum of eligible Tier 1 and Tier 2 capital (“total capital”) less prescribed deductions and adjustments, subject to the various relevant limits, where applicable. APRA requires all ADIs to maintain a minimum prudential capital ratio of total capital to risk-weighted assets, including a minimum amount of Tier 1 capital.

APRA will also review and agree with an ADI the adequacy and appropriateness of the ADI’s liquidity management strategy, having regard to the ADI’s size and nature of its operations. Under APRA’s Prudential Standard APS 210: Liquidity (“APS 210”), an ADI’s liquidity management strategy is required to include (i) a liquidity management policy statement approved by the board of directors, or a board committee, of the ADI; (ii) a system for measuring, assessing and reporting liquidity; (iii) procedures for managing liquidity; (iv) clearly defined managerial responsibilities and controls; and (v) a formal contingency plan for dealing with a liquidity crisis. Pursuant to APS 210, an ADI’s liquidity management strategy must cover both the local and overseas operations of the ADI, as well as all related entities of the ADI which have impact on the ADI’s liquidity. Where an ADI manages liquidity on a group basis, the strategy shall cover both the ADI and the group as a whole. The strategy shall address all on- and off-balance sheet activities of the ADI and, where relevant, the ADI group as a whole

across all currencies. In carrying out its supervisory role, APRA supplements its analysis of statistical data collected from ADIs with selective “on site” visits and formal meetings with the ADIs’ senior management and external auditors. The external auditors provide additional assurance to APRA that prudential standards applicable to ADIs are being observed, statistical and financial data provided by ADIs to APRA are reliable, and that statutory and other banking requirements are being met. External auditors are also required to undertake targeted reviews of specific risk management areas as requested by APRA. In addition, each ADI’s chief executive officer attests to the adequacy and operating effectiveness of the ADI’s risk management systems to control exposures and limit risks to prudent levels.

As well as MBL being subject to regulation by APRA as an ADI, MGL is subject to regulation by APRA as a NOHC.

APRA has stipulated a capital adequacy framework that applies to MBL as an ADI and MGL as an NOHC. In the case of MGL Group, this framework is set out in MGL’s NOHC Authority. Measurement of capital adequacy and our economic capital model is more fully described in Section 4 of the MBL Pillar 3 Disclosures as at December 31, 2009 incorporated by reference herein. APRA has advised that it will monitor the overall MGL Group and may increase the prudential requirements it applies to MBL if the conduct of MGL Group places financial strain on MBL.

In addition to ADIs and NOHCs, APRA is responsible for the prudential regulation and supervision of life and general insurance companies and superannuation funds ultimately for the benefit of policyholders and superannuation fund beneficiaries. MGL Group’s life insurance and funds management businesses are subject to and impacted by those regulations which, among other things, regulate the operation and capital adequacy standards of statutory funds for the life insurance business and provide for the licensing of trustees of superannuation funds.

Release of the Basel III framework

On December 16, 2010, the Basel Committee on Banking Supervision (“*Basel Committee*”) issued the text of the Basel III framework, which had been agreed to by the Group of Governors and Heads of Supervision, the oversight body of the Basel Committee, and endorsed by the G20 Leaders at their November summit in Seoul. The standard will come into effect on January 1, 2013.

The framework includes higher capital requirements and better quality capital, better risk coverage, the introduction of a leverage ratio as a backstop to the risk-based requirement, measures to promote the build up of capital that can be drawn down in periods of stress, and the introduction of the Liquidity Coverage Ratio (“LCR”) requirement, which aims to ensure that banks have sufficient high-quality liquid assets to survive an acute stress scenario lasting for one month and the Net Stable Funding Ratio (“NSFR”), as a separate liquidity metric. Although the Basel Committee has not asked for additional comment on the LCR and NSFR, both are subject to observation periods and transitional arrangements, with supervisory monitoring of these two new quantitative standards by the Basel Committee to commence from January 1, 2011.

For a description of APRA’s proposed approach to the Basel III liquidity framework, see “— APRA’s approach to the Basel III liquidity framework” below.

MGL currently expects that if APRA implements the Basel III framework as proposed, the key implications for MGL would be more conservative risk-weighting of assets and a stricter capital deduction regime, increased minimum capital ratios, additional capital conservation and countercyclical buffers and a revised definition of eligible capital. It is likely that MGL will operate with a reduced capital surplus over minimum requirements under Basel III. However, it is not possible to predict the final impact of the reforms that will be adopted by APRA and, in particular, their impact on the capital structure or businesses of MGL. For a description of APRA’s proposed approach to capital frameworks, see “— APRA’s approach to capital frameworks” below.

APRA's approach to the Basel III liquidity framework

Subject to industry consultation and ongoing international supervisory developments, APRA has indicated that it intends to issue final standards and reporting forms to implement the global liquidity standards issued by the Basel Committee in the text of the Basel III framework. Transition arrangements are also expected to apply as appropriate. The adoption of the approach by APRA will supersede the proposals to enhance liquidity risk management by ADIs outlined in APRA's discussion paper released on September 11, 2009.

In line with the liquidity standards contained within the Basel III framework, it is expected that APRA will introduce the LCR and NSFR as part of their liquidity framework. The LCR requires liquid assets to be held to cover cash outflows under a combined 'idiosyncratic' and market-wide stress scenario lasting 30 days and will be introduced as a minimum requirement from 2015. The NSFR is a 12 month structural funding metric, requiring that 'available stable funding' is sufficient to cover 'required stable funding', where 'stable' funding has an actual or assumed maturity of greater than 12 months, and will be introduced as a minimum requirement from 2018.

In February 2011, APRA determined that the only assets that would qualify as high-quality liquid assets for the purposes of satisfying the LCR requirement are cash balances held with the RBA and Australian Government and semi-government securities. APRA previously acknowledged in December 2010 that the supply of Australian Commonwealth Government and semi-government securities in Australia is relatively limited. To assist ADIs with meeting their LCR requirements, APRA and the RBA have agreed an approach to allow ADIs to establish a committed secured liquidity facility with the RBA to cover any shortfall of its holdings of high-quality liquid assets and the LCR requirement in return for a market based commitment fee. Qualifying collateral for the facility will comprise of all assets eligible for repurchase transactions with the RBA under normal market operations. With the introduction of this facility, MGL currently expects that it will meet the requirements of the LCR. However, details of the facility are yet to be finalized, including operational aspects and applicable fees.

APRA has noted that ongoing international supervisory developments occurring prior to the LCR requirement coming into effect on January 1, 2015 may lead to the expansion of the list of assets that would qualify as high-quality liquid assets for the purposes of satisfying the LCR requirement, although this is not certain.

APRA has not yet commented on its proposed approach to the NSFR and its implementation in Australia. Details of the RBA liquidity facility and APRA's prudential standard on liquidity risk management (a draft of which is yet to be released), which will give effect to the global liquidity framework in Australia, will be subject to consultation during 2011 and 2012.

For a description of APRA's current liquidity risk regulation, see "— APRA" above.

APRA's approach to capital frameworks

APRA has indicated that, subject to industry consultation, it will adopt as a minimum the capital framework proposed under the Basel III framework. APRA has stated that it intends to issue consultation documents during 2011 to allow full implementation of revised capital standards by January 1, 2013, in line with the timetable proposed by the Basel Committee. Transition arrangements are expected to apply, although the extent of the final transitional arrangements is unknown at this time.

In addition, in its discussion paper concerning supervision of conglomerate groups issued on March 18, 2010, APRA proposed to extend the existing bank supervisory framework to cover conglomerate groups (similar to the existing NOHC supervisory framework as it applies to MGL), including the introduction of minimum capital requirements for funds management businesses conducted as part of financial conglomerates. If implemented, such proposals would increase MGL's minimum capital requirements and reduce its capital surplus. The extent and timing of these proposals is uncertain at this time and is expected to be subject to further consultation during 2011 and 2012.

Basel Committee requirements for loss absorbency

On January 13, 2011, the Basel Committee issued the minimum requirements to ensure loss absorbency at the point of non-viability. These requirements enhance the entry criteria of regulatory capital to ensure that all regulatory capital instruments issued by banks are capable of absorbing losses in the event that a bank is unable to support itself in the private market and are in addition to the criteria detailed in the text of the Basel III framework that were published in December 2010.

Under the requirements, all non-common Tier 1 and Tier 2 instruments issued by a bank on or after January 1, 2013 must have a provision which allows a relevant authority to require the debt to be written off or converted into common equity upon the earlier of such authority determining that (1) a write-off is necessary; and (2) rescue funds from the public sector (or equivalent) are required, for the bank to continue to be viable. Instruments issued prior to January 1, 2013 that do not meet these criteria but otherwise met all of the criteria for Additional Tier 1 or Tier 2 capital as set out in the text of the Basel III framework will be considered as an instrument that no longer qualifies as such and phased out from January 1, 2013.

It is not yet clear how APRA proposes to implement these new minimum requirements and may result in MGL operating with a reduced capital surplus over minimum requirements to the extent any non-common Tier 1 and Tier 2 instruments issued or on issue by MBL on or after January 1, 2013 fails to satisfy these new requirements.

Remuneration – Extensions to governance requirements for APRA-regulated institutions

Revised prudential requirements on remuneration for ADIs, NOHCs, general insurers and life insurers came into effect on April 1, 2010 imposing new governance standards on APRA-regulated institutions and aligning APRA's requirements with the Financial Stability Board's Principles for Sound Compensation Practices.

Unless otherwise approved in writing by APRA, the revised governance standards require boards of regulated institutions to have a remuneration committee comprising only non-executive directors and a majority of "independent" directors, as defined by the prudential requirements. The role of the remuneration committee is to, among other things, identify material deviations of remuneration outcomes from the remuneration policy that the prudential standards require regulated institutions to have in place. Regulated institutions are required to have a written remuneration policy that aligns remuneration arrangements with the long-term financial soundness of the institution and its risk management framework. At the same time, boards are to be able to design remuneration arrangements that suit the structure of their own institution. The policy extends beyond senior executives to all persons who, because of their roles, have the capacity to put the institution's financial soundness at risk.

Under the requirements, boards of regulated institutions will be held accountable for compliance with APRA's prudential requirements for remuneration. APRA has stated that its principles-based approach, rather than the prescription required in most regulatory regimes, together with its active supervision of regulated institutions, will be aimed at ensuring compliance with both the intent and the substance of these requirements. Where the remuneration arrangements of a regulated institution are likely to encourage excessive risk taking, APRA will have several supervisory options, including the power to impose additional capital requirements on that institution.

RBA

In exercising its powers, APRA works closely with the RBA. The RBA is Australia's central bank and an active participant in the financial markets. It also manages Australia's foreign reserves, issues Australian currency notes, serves as banker to the Australian Government and, through the Payment Systems Board, supervises the payments system.

ASIC

ASIC is Australia's corporate, markets and financial services regulator. As the corporate regulator, ASIC is responsible for ensuring that company directors and officers carry out their duties honestly, diligently and in the best interests of their company. As the markets regulator, ASIC supervises markets and assesses how effectively

authorized financial markets are complying with their legal obligations to operate fair, orderly and transparent markets, and advise the Commonwealth about authorizing new markets. As the financial services regulator, ASIC licenses and monitors financial services businesses to ensure that they operate efficiently, honestly and fairly.

ASIC regulates each of the entities we operate in Australia as the corporate regulator and some MGL Group entities who hold Australian financial services (“AFS”) licenses as the financial services regulator. ASIC oversees MGL Group’s AFS licensees’ compliance with a comprehensive regulatory regime comprising requirements for financial resources, organizational capacity and compliance systems.

ASX24

The ASX24 market provides exchange traded and over-the-counter services and regulates the cash and derivative trades that we execute through the ASX24 as a market participant in the ASX24. This business is conducted primarily within MBL Group.

As a licensed market operator, MBL Group is subject to the operating rules of ASX24 which contain comprehensive provisions for preventing conflicts and enforcing compliance with the operating rules. The rules cover all aspects of trading and of clearing and settling, including monitoring market conduct, disciplining of participants and suspension or termination of participation rights and market access.

ASX

ASX is Australia’s primary securities market. The MIS and MGL’s ordinary shares are listed on ASX. MBL and MGL each have a contractual obligation to comply with ASX’s listing rules, which have the statutory backing of the Australian Corporations Act. Certain funds that we manage are listed on ASX. The ASX listing rules govern requirements for listing on ASX and include provisions in relation to issues of securities, disclosure to the market, executive remuneration and related-party transactions. ASX and ASIC oversee our compliance with ASX’s listing rules, including any funds we manage that are listed on the ASX.

ACCC

The ACCC is Australia’s competition regulator. Its objectives are to ensure that corporations do not act in a way that may have the effect of eliminating or reducing competition, and to oversee product safety and liability issues, pricing practices and third-party access to facilities of national significance. The ACCC’s consumer protection activities complement those of Australia state and territory consumer affairs agencies that administer the unfair trading legislation of those jurisdictions.

Anti-Money Laundering and Counter Terrorism Financing

The AML-CTF Act places obligations on providers of financial services and gaming services, and on bullion dealers. The AML-CTF Act affects entities who offer specific services which may be exploited to launder money or finance terrorism, for example, those relating to electronic fund transfers, designated remittance arrangements and correspondent banking relationships. The AML-CTF Act also has broad extra territorial application to overseas entities of Australian companies.

A number of entities in MGL Group are considered to be “reporting entities” for the purposes of the AML-CTF Act and are required to undertake certain obligations, including enhanced customer due diligence, establishing an AML-CTF program to identify, mitigate and manage the risk of money laundering and terrorism financing, enhanced record-keeping and reporting on suspicious matters, transactions above a set threshold and international funds transfer instructions to the Australian Transaction Reports and Analysis Centre (AUSTRAC).

AUSTRAC is Australia’s anti-money laundering and counter-terrorism financing regulator and specialist financial intelligence unit. It works collaboratively with Australian industries and businesses (including certain entities of MGL Group) in their compliance with anti-money laundering and counter-terrorism financing legislation.

As Australia's financial intelligence unit, AUSTRAC contributes to investigative and law enforcement work to combat financial crime and prosecute criminals in Australia and overseas.

Other

In addition to the foregoing regulators, MGL Group and the businesses and funds we manage are subject to supervision by various other regulators, including the Essential Services Commission and Economic Regulation Authority in connection with the management of utility and energy funds.

International

Our businesses and the funds we manage outside of Australia are subject to various regulatory regimes.

United States

As a result of the global economic crisis, the United States government has proposed significant changes in the regulation of the financial services industry including reforming the financial supervisory and regulatory framework in the United States, which could have a material impact on financial institutions and their activities, including the activities of MGL and its subsidiaries in the United States. The reform process will be implemented over a number of years and the final effects are not yet certain. See "Risk factors — Many of our businesses are highly regulated and we could be adversely affected by temporary and permanent changes in regulations, regulatory policy and by compliance requirements, particularly for financial institutions, in markets in which we operate" above, for further information.

MGL Group is currently subject to regulation in the United States as a financial intermediary, which is described below.

Banking regulations. In the United States, MBL operates solely through representative offices, which by law cannot engage in business or handle customer funds, and thus are not subject to the full regime of banking regulation. These offices are limited to soliciting business on behalf of MBL, which must then be approved and booked offshore, and performing administrative tasks as directed by MBL. Our representative offices are licensed by individual states, in our case, the states of New York, California, Texas and Illinois, and are subject to periodic examination by the applicable state licensing authority and the Federal Reserve. These examinations primarily focus on whether the offices are compliant with the limits of representative office activities and on key areas of regulatory concern, such as anti-money laundering compliance.

On July 21, 2010, President Obama signed into law the Dodd-Frank Wall Street Reform and Consumer Protection Act (the "*Dodd-Frank Act*"). Many of the provisions of the Dodd-Frank Act require rulemaking by the applicable U.S. regulatory agency, such as the Federal Reserve Board ("*FRB*"), the SEC and the Commodity Futures Trading Commission ("*CFTC*") before the related provisions of the Dodd-Frank Act becomes effective. The Dodd-Frank Act will result in significant changes in the regulation of the U.S. financial services industry, including reforming the financial supervisory and regulatory framework in the United States. MGL's businesses may be affected by a variety of new regulations under the Dodd-Frank Act including, but not limited to: (i) greater regulation of over-the-counter derivatives, including stricter capital and margin requirements, the central clearing of standardized over-the-counter derivatives, and heightened supervision of all over-the-counter swap dealers and major swap participants, and (ii) increased regulation of investment advisers. In addition, if MGL's future growth results in MGL being determined by U.S. regulators to be a "systemically important" nonbank financial company which poses a threat to the financial stability of the United States, U.S. regulators may have increased regulatory authority over MGL and may impose stricter capital, leverage and risk management requirements. The Dodd-Frank Act will likely increase compliance and execution costs for derivative trading in the U.S. and have an impact on certain MGL Group businesses, such as on its U.S. derivatives business. We also believe certain of our affiliates will have to register as swap dealers, and possibly futures commission merchants and investment advisors. However, it is not possible at this point in time to determine the full extent of the impact of the Dodd-Frank Act because many important details will be formulated during the process of proposing and implementing rules and regulations, which are expected over the next several months. The reaction of market participants to these

regulatory developments over the next several years will also be an important determinant of the final content and impact of the rules and regulations implementing the Dodd-Frank Act.

On December 14, 2010, the FRB, the Office of the Comptroller of the Currency (“OCC”) and the Federal Deposit Insurance Corporation (“FDIC”) approved a proposed rulemaking to implement certain provisions of Section 171 (often referred to as the “Collins Amendment”) of the Dodd-Frank Act, which provides that capital requirements generally applicable to insured banks will serve as a floor for other capital requirements established by the FRB, OCC and FDIC. The FRB, OCC and FDIC requested comment on how to apply the Collins Amendment to foreign banks in evaluating capital equivalency in the context of applications to establish branches or make bank or non-bank acquisitions in the United States, and in evaluating capital comparability in the context of financial holding company declarations. The final rule has not yet been issued.

Anti-money laundering regulations. MBL representative offices as well as our U.S. broker-dealer subsidiaries and mutual funds managed or sponsored by our subsidiaries are subject to anti-money laundering laws and regulations, including regulations issued by the U.S. Treasury Department to implement various anti-money laundering requirements of Title III of the Uniting and Strengthening America by Providing Appropriate Tools Required to Intercept and Obstruct Terrorism Act of 2001 (the “USA PATRIOT Act”).

The USA PATRIOT Act requires U.S. representative offices of foreign banks and U.S. broker-dealers and mutual funds to establish and maintain written anti-money laundering compliance programs that include the following components: (i) a system of internal controls to assure ongoing compliance with applicable anti-money laundering laws and regulations; (ii) independent testing of compliance by the institution’s personnel or by a qualified outside party; (iii) the designation of an individual or individuals responsible for coordinating and monitoring day-to-day compliance; and (iv) training for appropriate personnel. The compliance program must be approved by the board of directors, board of trustees or senior management depending on the institution. United States representative offices of foreign banks and U.S. broker-dealers and mutual funds are also required to establish and maintain a customer identification program and, as necessary, to file suspicious activity reports with appropriate federal law enforcement agencies and the U.S. Treasury Department.

MBL representative offices and MGL Group’s other operations within the United States must also comply with the regulations and economic sanctions programs administered by OFAC, which enforces economic sanctions against targeted foreign countries, individuals and entities.

The MBL representative offices and MGL’s U.S. broker-dealer subsidiaries and other subsidiaries in the U.S. have adopted written anti-money laundering compliance programs designed to comply with the USA PATRIOT Act and have implemented procedures to comply with OFAC.

Securities and commodities regulations. In the United States, certain members of MGL Group are regulated by the U.S. Securities and Exchange Commission (“SEC”) and by the Financial Industry Regulatory Authority (“FINRA”) with respect to certain securities and corporate finance related activities conducted through broker-dealers, or through investment advisors or investment companies registered under the U.S. Investment Advisers Act of 1940, as amended, or the U.S. Investment Company Act of 1940, as amended (the “ICA”). We will be subject to greater oversight and regulation by the SEC and FINRA as our business grows in the United States.

In addition, certain members of MGL Group are regulated by the Commodity Futures Trading Commission (“CFTC”) and the CME Group with respect to futures trading, options markets and clearing activities. The Federal Energy Regulatory Commission (“FERC”) also regulates our energy trading activities and our downstream natural gas business. As we continue to expand our U.S. energy trading business, our compliance with energy trading regulations will become increasingly important.

Other regulations. Other regulators that impact the funds and companies we manage include, but are not limited to, the Federal Communications Commission with respect to certain media-related investments, and various other applicable federal, state and local agencies. In addition, our entry into the physical commodities trading business has subjected us to further U.S. regulations, including, but not limited to, federal, state and local environmental laws.

United Kingdom

The FSA is the single regulator for the full range of financial business in the United Kingdom, including banking, investment business and insurance. MBL operates a branch, MBL LB, and a subsidiary, Macquarie Bank International Ltd (“*MBIL*”), in the United Kingdom. APRA remains the lead prudential regulator for MBL LB, with regulatory oversight by the FSA in the UK. MBIL, a United Kingdom incorporated subsidiary is authorized and regulated by the FSA as a bank. MGL also has two subsidiaries in the United Kingdom, Macquarie Infrastructure and Real Assets (Europe) Limited (“*MIRAEL*”) and Macquarie Capital (Europe) Limited (“*MCEL*”), authorized and regulated by the FSA. MIRAEL is authorized and regulated by the FSA as a limited license firm, while MCEL is authorized and regulated by the FSA as a full scope investment firm. As FSA regulated entities MBIL, MIRAEL and MCEL are required to comply with the FSA rules. The rules include requirements as to capital adequacy, liquidity adequacy, systems and controls, corporate governance, conduct of business and the treatment of customers.

In many cases, these rules implement applicable European Union Directives (such as the Capital Requirements Directive, which relates to regulatory capital and the Markets in Financial Instruments Directive, which relates to the carrying on of investment business). Under FSA liquidity standards, FSA regulated banks and certain investment firms, including MBIL, MIRAEL, MCEL and MBL LB, are required to have an adequate liquidity contingency plan in place to deal with a liquidity crisis. See “Management’s discussion and analysis of results of operation and financial condition — Liquidity — Liquidity contingency plan” for further information.

Effective January 1, 2011, the United Kingdom also introduced a bank levy which will apply to all accounting periods subsequent to the effective date. In respect of non-UK banking groups operating in the United Kingdom, the bank levy will apply to the notional consolidated balance sheets of its UK branches, UK entities and their worldwide subsidiaries and branches. The bank levy will be calculated by reference to chargeable equity and liabilities included in the consolidated balance sheet at different rates for short term chargeable liabilities and long term chargeable equity and liabilities. The bank levy is not applicable on the first £20 billion of chargeable equity and liabilities on the consolidated balance sheet. It is currently understood that the following rates will apply: (a) for the period from January 1, 2011 to February 28, 2011, 0.05% for short term chargeable liabilities and 0.025% for long term chargeable equity and liabilities; (b) for the period from March 1, 2011 to April 30, 2011, 0.1% for short term chargeable liabilities and 0.05% for long term chargeable equity and liabilities; (c) from May 1, 2011 and for the remainder of the calendar year, 0.075% for short term chargeable liabilities and 0.0375% for long term chargeable equity and liabilities; and (d) from January 1, 2012 onwards, 0.078% for short term chargeable liabilities and 0.039% for long term chargeable equity and liabilities. Based on the March 31, 2011 balance sheet position (the first accounting period ending after January 1, 2011), it is not anticipated that MGL Group will be impacted by the bank levy on the basis that its chargeable liabilities and equity are expected to be below £20 billion for the full accounting period. MGL Group will continue to monitor its position on a regular basis.

Other United Kingdom regulators that impact our business and the funds we manage include the Office of Communication (Ofcom) which regulates the United Kingdom communications industry and the Gas and Electricity Markets Authority (Ofgem), which regulates the United Kingdom gas and electricity industry. The Office of Fair Trading is the United Kingdom’s consumer and competition authority.

Other regulators

Outside Australia, the United States and the United Kingdom, MBL has branches in the Dubai International Finance Centre, Seoul and Singapore that are regulated by the Dubai Financial Services Authority, the Financial Supervisory Service and the Monetary Authority of Singapore, respectively. MBL also has a representative office in Auckland, regulated by the Reserve Bank of New Zealand, and in Zürich, regulated by the Swiss Financial Markets Supervisory Authority, which gives MBL limited authorization to conduct marketing of its products and services to institutions (and, in Switzerland, high net worth individuals), subject to local license limitations. Bank regulation varies from country to country, but generally is designed to protect depositors and the banking system as a whole, not holders of a bank’s securities. Bank regulations may cover areas such as capital adequacy, minimum levels of liquidity, and the conduct and marketing of banking services.

Outside Australia, the United States and the United Kingdom, some of the other key financial regulators of our businesses include but are not limited to:

- the Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin) of Germany and the Federal Bank of Germany (Deutsche Bundesbank);
- the Securities and Futures Commission of Hong Kong and the Hong Kong Exchanges and Clearing Limited;
- the Investment Industry Regulation Organization of Canada, the TMX and the various provincial and territorial securities regulatory authorities in Canada;
- in South Korea, the Financial Services Commission, the Financial Supervisory Service, the Bank of Korea, the Ministry of Strategy and Finance, the Korea Exchange, the Ministry of Land, Transport and Maritime Affairs, and the Fair Trade Commission;
- the Monetary Authority of Singapore, the Singapore Exchange Securities Trading Limited and the Competition Commission of Singapore;
- the Financial Services Agency of Japan and the Japanese Fair Trade Commission;
- the Financial Services Board of South Africa; and
- the Reserve Bank of India and the Securities and Exchange Board of India.

Financial regulation varies from country to country and may include the regulation of securities offerings, mergers and acquisitions activity, commodities and futures activities, anti-trust issues, investment advice, trading and brokerage, sales practices, and the offering of investment products and services.

In addition to the foregoing, certain businesses and assets owned or managed by MGL Group in international jurisdictions are subject to additional laws, regulations and oversight that are specific to the industries applicable to those businesses and assets.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS OF OPERATION AND FINANCIAL CONDITION

For the year ended March 31, 2011, MGL Group was divided into the following operating groups for internal reporting and risk management purposes: Macquarie Securities, Fixed Income, Currencies & Commodities, Macquarie Funds, Banking & Financial Services, Corporate & Asset Finance and Macquarie Capital. The Real Estate Banking division and Corporate segment also reported separately for internal reporting and risk management purposes. Transfers between segments are determined on an arm's-length basis and are eliminated on consolidation.

We report certain items in the Corporate segment, which includes the Group Treasury division, the Head Office and central support functions. Items of income and expense within the Corporate segment include the net impact of managing liquidity for MGL Group, earnings on capital, non-trading derivative volatility, unallocated head office costs and employment related costs of central support functions (service areas), income tax expense and distributions to holders of convertible preference securities ("CPS"), Macquarie Income Preferred Securities ("MIPS") and Macquarie Income Securities ("MIS"). The Corporate segment also includes the impact of changes in credit spreads on non-trading financial instruments that are classified as fair value through profit or loss. The items reported in the Corporate segment do not form part of the total profit contribution provided by our operating groups. The total contribution to profit by operating groups plus the contribution to profit included in the Corporate segment equates to our total profit after tax.

During the 2011 fiscal year, MGL Group acquired a number of entities and businesses (see "Financial information presentation — Impact of acquisitions on the 2011 and 2010 fiscal years") however, the operating results of these acquisitions were not considered to have a material impact on the results of operation of MGL Group for the 2011 fiscal year. For further information on their impact on our results of operation and financial condition for the 2011 fiscal year, see "— Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment analysis" below.

In addition, during the 2011 fiscal year, MGL Group implemented a number of changes to its internal operating groups that impacted the composition of its reporting segments, see "Financial information presentation — Reorganization of operating groups and reporting segments within MGL Group during the 2011 fiscal year" for further information. The results of our operating groups for the year ended March 31, 2011 are presented under the heading "— Year ended March 31, 2011 compared to year ended March 31, 2010" below to give effect to these internal reorganizations effective April 1, 2010, with the comparative information for the year ended March 31, 2010 presented on a consistent basis. A reconciliation of our segment results for the 2010 and 2011 fiscal years on a statutory basis prior to the internal reorganizations, is presented below under "— Year ended March 31, 2011 compared to year ended March 31, 2010 — Segment overview — Basis of preparation — Reconciliation of segment results for year ended March 31, 2010 to our historical financial statements". Investors are urged to use caution in analyzing the segment disclosures reported in the segment discussion presented under the heading "— Year ended March 31, 2010 compared to year ended March 31, 2009" in this Report, since such historical financial information includes the disclosures of our previous operating segments and has not been restated to reflect our current reportable segments in accordance with AASB 8, see "Financial information presentation — Reorganization of operating groups and reporting segments within MGL Group during the 2011 fiscal year" for further information.

During the 2009 fiscal year, MGL Group implemented a number of changes to its internal operating groups to realign the product offerings of each group in a more consistent manner. As a result of these changes, MGL Group's operating segments for financial reporting purposes also changed. See "Financial information presentation" above for further information.

Critical accounting policies and significant judgments

Note 1 to our 2011 annual financial statements provides a list of the significant accounting policies. While we regard all of our significant accounting policies as important to consider in evaluating our financial statements, we have identified the following policies as particularly involving critical accounting estimates and requiring management's exercise of judgment.

Basis of preparation and selection of policies

We prepare our financial statements in accordance with Australian Accounting Standards. Compliance with Australian Accounting Standards ensures that the financial statements comply with IFRS as issued by the IASB. Consequently, the financial statements incorporated by reference herein are also prepared in accordance with and comply with IFRS as issued by the IASB.

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise judgment in the process of applying its accounting policies. Those areas involving a higher degree of judgment or complexity, or areas where assumptions are significant to the financial statements are discussed in this section, as a guide to understanding how their application affects our reported results. A broader and more detailed description of the accounting policies we employ is shown in Note 1 to our 2011 annual financial statements.

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including reasonable expectations of future events. Management believes the estimates used in preparing the financial statements are reasonable. Actual results in the future may differ from those reported.

Fair value of financial instruments

Financial assets and financial liabilities in our trading portfolio, those designated at fair value through profit and loss, and derivative instruments, are recorded at fair value on the balance sheet. Fair value reflects the amount for which an asset could be exchanged or a liability settled, between knowledgeable willing parties in an arms'-length transaction.

Key judgments affecting this accounting policy relate to how management determines fair value for such assets and liabilities. Market prices or rates are used to determine fair value where an active market exists.

Where no active market price or rate is available, fair values are estimated using present value or other valuation techniques, using inputs based on market conditions prevailing at balance sheet dates. The values derived from applying these techniques are significantly affected by the choice of valuation model used and the underlying assumptions made regarding factors such as timing and amounts of future cash flows, discount rates, credit risk and volatility. The valuation techniques are validated and periodically reviewed by qualified personnel independent of the area that created them. All models are certified by our Risk Management group before they are used, and models are calibrated to ensure the outputs reflect actual data and comparative market prices. To the extent possible, models use only observable data (for example, for over the counter derivatives), however areas such as credit risk, volatilities and correlations require management to make estimates. Where fair value is evidenced by comparison with other observable current market transactions in the same instrument, or based on a valuation technique for which variables include only data from observable markets, then a profit is recognized immediately.

Business combinations

The purchase method of accounting is used to account for all business combinations (excepting business combinations involving entities or businesses under common control) which occurred before April 1, 2010. From April 1, 2010, business combinations are accounted for using the acquisition method. Cost is measured as the aggregate of the fair values (at the date of exchange) of assets given, equity instruments issued or liabilities incurred or assumed at the date of exchange plus, for business combinations occurring before April 1, 2010, any costs directly attributable to the acquisition. Transaction costs arising on the issue of equity instruments are recognized

directly in equity, and those arising on borrowings are capitalized and included in interest expense using the effective interest method.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured at their fair value on the acquisition date. MGL Group can elect, on a transaction-by-transaction basis, to measure any non-controlling interest (“*NCI*”) either at fair value or at the NCI’s proportionate share of the fair value of the identifiable assets and liabilities. The excess of the cost of acquisition over the fair value of MGL Group’s share of the identifiable net assets acquired is recorded as goodwill. If the cost of acquisition is less than MGL Group’s share of the fair value of the identifiable net assets of the business acquired, the difference is recognized directly in the consolidated income statement, but only after a reassessment of the identification and measurement of the net assets acquired. For contingent consideration given in business combinations occurring from April 1, 2010, the amount is subsequently remeasured to its fair value with changes recognized in the consolidated income statement.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present values as at the date of exchange. The discount rate used is the entity’s incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

As a result of applying the revised AASB 3 from April 1, 2010, the definition of a business is now modified: a) to require inputs and processes to always exist, but not necessarily include all inputs or processes that the seller used; b) to clarify the meanings of inputs and processes; and c) for the integrated activities and assets to only be capable of being conducted and managed for the purpose.

Distinguishing between whether assets or a business is acquired therefore involves more judgment. Some of the factors that MGL Group uses in identifying a business combination are:

- the nature of MGL Group’s industry and business model, which affects the nature of an input, process or output;
- whether the acquisition included at least a majority of the critical inputs (e.g., tangible or intangible assets, and intellectual property) and a majority of the critical processes (e.g., strategic processes, skilled and experienced workforce);
- the relative ease of replacing the critical processes not acquired by either integrating within MGL Group’s existing processes or sub-contracting them to third parties; and
- the presence of goodwill.

Application of the revised AASB 3 in the current period has resulted in the recognition of a gain in the income statement as a result of the re-measurement of MGL Group’s retained ownership interests to fair value, on the loss of control of investments in subsidiaries and the loss of significant influence on investments in associates. These retained interests have been accounted for as available for sale investments.

Impairment of loan assets

All loan assets are held at amortized cost and are subject to recurring review and assessment for possible impairment. All bad debts are written off in the period in which they are identified. Provisions for loan losses are based on an incurred loss model, which recognizes a provision where there is objective evidence of impairment at each balance date, and is calculated based on the discounted values of expected future cash flows. Specific provisions are recognized where impairment of individual loans are identified. Where individual loans are found not to be impaired, they are placed into pools of assets with similar risk profiles and collectively assessed for losses that have been incurred but not yet identified.

If, in a subsequent period, the amount of impairment losses decrease and the decrease can be related objectively to an event occurring after the impairment losses were recognized, the previously recognized impairment losses are reversed through the income statement to the extent of what the amortized cost would have been had the impairment not been recognized.

Impairment of equity accounted investments

Equity accounted investments are recorded at cost, adjusted for post acquisition profits or losses recognized in the income statement and its share of post acquisition reserves recognized within equity. Whenever there is an indication an equity accounted investment may be impaired, the investment's carrying amount is compared to its recoverable amount. If the carrying amount exceeds the recoverable amount, an impairment charge is recognized immediately in the income statement. Recoverable amount is determined as the higher of fair value less costs to sell or the present value of estimated future cash flows expected to arise from the investment. Subsequent impairment reversal is recognized in the income statement.

Impairment of investment securities available-for-sale

Investment securities available-for-sale are initially carried at fair value plus transaction costs. Gains and losses arising from subsequent changes in fair value are recognized directly in the available-for-sale reserve in equity, until the asset is derecognized or impaired, at which time the cumulative gain or loss will be recognized in the income statement. Available-for-sale equity investments are impaired when there has been a significant or prolonged decline in the fair value below its cost. The determination of what is significant or prolonged requires judgment. In making this judgment, MGL Group evaluates, among other factors, the normal volatility in share price and the amount of time for which the fair value has been below cost. In addition, impairment may be appropriate when there is evidence of deterioration in the financial condition of the investee, industry and sector performance, operational and financing cash flows or changes in technology.

Impairment losses recognized in the income statement for available-for-sale equity investments are not subsequently reversed through the income statement. However impairment losses recognized for available-for-sale debt investments are subsequently reversed through the income statement if the fair value increases and the increase can be objectively related to an event after the impairment loss was recognized in the income statement.

Impairment of disposal groups classified as held-for-sale

Assets classified as held-for-sale are carried at the lower of carrying amount or fair value less costs to sell. Assets classified as held-for-sale, or included within a disposal group that is classified as held-for-sale, are not depreciated. An impairment loss is recognized for any initial or subsequent writedown of the asset to fair value less costs to sell. A gain would be recognized for any subsequent increase in fair value less costs to sell, limited by the previous cumulative impairment loss recognized. A gain or loss not previously recognized by the date of sale would be recognized at the date of sale.

Acquisitions and disposals of controlled entities, joint ventures and associates, and held-for-sale investments

We acquire and dispose of investments regularly. Upon acquisition, the accounting treatment depends on the level of influence that we exert over the decision making in relation to the financial and operating policies of the investee:

- where control of an entity was obtained, its results have been included in the consolidated income statement from the date on which control commenced. Where control of an entity ceased, its results are included for that part of the fiscal year during which control existed;
- associates and joint ventures are entities over which we have significant influence or joint control, and are accounted for under the equity method except for those which are held-for-sale; and
- assets classified as held-for-sale include controlled entities and interests in associates or joint ventures whose carrying amount will be recovered principally through a sale transaction rather than continuing use. Assets classified as held-for-sale are carried at the lower of carrying amount and fair value less costs to sell.

Management determines the dates of obtaining/losing control, significant influence or joint control, of another entity based on an assessment of all pertinent facts and circumstances that affect the ability to influence the decision making in relation to the financial and operating policies of that entity. Facts and circumstances that have the most

impact include the contractual arrangements agreed with the counterparty, the manner in which those arrangements are expected to operate in practice, and whether regulatory approval is required to complete. The acquisition/disposal date does not necessarily occur when the transaction is closed or finalized at law.

Debt issued at amortized cost

MGL Group has on issue debt securities and instruments which are initially recognized at fair value net of transaction costs incurred, and subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in the income statement over the period of the borrowings using the effective interest method.

Other financial liabilities at fair value through profit or loss

This category includes only those financial liabilities that have been designated by management as held at fair value through profit or loss on initial recognition. The policy of management is to designate a financial liability as such if: (i) the liability contains embedded derivatives which must otherwise be separated and carried at fair value; (ii) the liability is part of a group of financial assets and financial liabilities managed and evaluated on a fair value basis; or (iii) if by doing so eliminates (or significantly reduces) a measurement or recognition inconsistency that would otherwise arise. Interest expense on such items is recognized in the income statement in interest expense.

Fair value gains and losses relating to financial liabilities designated as held at fair value through profit or loss are included in net trading income. This includes gains or losses as a result of changes in own credit spread on issued debt and subordinated debt carried at fair value.

Loan capital

Loan capital is debt issued by MGL Group with terms and conditions that qualify for inclusion as capital under APRA Prudential Standards. Loan capital debt issues are initially recorded at fair value plus directly attributable transaction costs and thereafter at either amortized cost using the effective interest method (for convertible preference securities and subordinated debt at amortized cost) or at fair value through profit or loss (for subordinated debt at fair value through profit and loss).

Special purpose entities and securitizations

Securitized positions are held through a number of special purpose entities, which are generally categorized as mortgage special purpose entities and other special purpose entities, and include certain managed funds and repackaging vehicles. Where we are exposed to the majority of the residual risk associated with these special purpose entities, their underlying assets, liabilities, revenues and expenses are reported in the consolidated balance sheet and income statement.

When assessing whether a special purpose entity is controlled (and therefore consolidated), judgment is required about risks and rewards as well as our ability to make operational decisions for the special purpose entity. The range of factors that are considered in assessing control are whether: (i) a majority of the benefits of a special purpose entity's activities are obtained; (ii) a majority of the residual ownership risks related to the special purpose entity's assets are obtained; (iii) the decision making powers of the special purpose entity vest with us; and (iv) the special purpose entity's activities are being conducted on behalf of us according to our specific business needs.

Income tax

The income tax expense for the year is the tax payable on the current period's taxable income based on the national income tax rate for each jurisdiction, adjusted for changes in deferred tax assets and liabilities and unused tax losses. Deferred tax assets are recognized when temporary differences arise between the tax base of assets and liabilities and their respective carrying amounts which give rise to a future tax benefit, or where a benefit arises due to unused tax losses, but are only recognized in both cases to the extent that it is probable that future taxable

amounts will be available to utilize those temporary differences or tax losses. Deferred tax liabilities are recognized when such temporary differences will give rise to taxable amounts being payable in future periods.

MGL and its wholly owned Australian controlled entities apply the tax consolidation regime in Australia. Under the terms and conditions of the tax contribution agreement, MBL Group will be charged or reimbursed for current tax liabilities or assets incurred by MGL in connection with their activities. As a consequence, MBL Group will recognize amounts receivable or payable under a tax contribution agreement with MGL.

Management exercises judgment in determining whether deferred tax assets, particularly in relation to tax losses, are probable of recovery. Factors considered include the ability to offset tax losses within the group in the relevant jurisdiction, the length of time that tax losses are eligible for carry forward to offset against future profits and whether future profits are expected to be sufficient to recoup losses.

Impairment of goodwill and other identifiable intangibles

Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of MGL Group's share of the identifiable net assets of the acquired entity at the date of acquisition. Goodwill arising from business combinations is included in intangible assets on the face of the balance sheet. Goodwill arising from acquisitions of associates is included in the carrying amount of investments in associates.

Other identifiable intangible assets

An intangible asset is considered to have an indefinite useful life where it is expected to contribute to MGL Group's net cash inflows indefinitely.

Licenses and trading rights are carried at cost less accumulated impairment losses. These assets are not amortized because they are considered to have an indefinite useful life.

Management rights have a finite useful life and are carried at cost less accumulated amortization and impairment losses. Amortization is calculated using the straight-line method to allocate the cost of management rights over the estimated useful life, usually a period not exceeding 20 years.

Customer and servicing contracts acquired with a finite useful life are carried at cost less accumulated amortization and any impairment losses. Amortization is calculated based on the timing of projected cash flows of the relationships over their estimated useful lives.

Customer and servicing contracts with an indefinite useful life are carried at cost less accumulated impairment losses.

Software

Certain internal and external costs directly incurred in acquiring and developing certain software are capitalized and amortized over the estimated useful life, usually a period of three years. Costs incurred on software maintenance are expensed as incurred.

Impairment

Goodwill and intangible assets that have an indefinite useful life are not subject to amortization but are tested annually for impairment, or more frequently if events or changes in circumstances indicate that the carrying amount may not be recoverable. For intangible assets that have a finite useful life, an assessment is made at each reporting date for indications of impairment. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of the asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Intangible assets (other than goodwill) that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

Pending accounting standards changes

For a description of standards, interpretations and amendments to AGAAP that are not yet effective but could have a significant impact on our accounting policies, see Note 1 to our 2011 annual financial statements.

Trading conditions and market update

Operating conditions

The year ended March 31, 2011 was characterized by ongoing volatility and uncertainty in global markets, particularly during the first half of the 2011 fiscal year.

During the year ended March 31, 2011, mergers and acquisitions activity increased while equity capital markets volumes were significantly lower across Australia and Europe, and slightly improved in Asia, the United States and Canada, each when compared to the prior corresponding period.

Equity markets remained subdued during the year ended March 31, 2011, adversely impacting trading conditions for the cash equities and derivatives businesses, as investor confidence continued to negatively impact market volumes. While there was some improvement in equity market volumes in Australia, Asia, Europe and Canada, volumes remained below the level in the prior fiscal year and adversely impacted conditions for retail broking, which were relatively subdued during the 2011 fiscal year. Retail trading market volumes on the ASX were down on the prior fiscal year as a result of reduced retail investor confidence. Demand for deposit products in Australia remained strong while funds in all regions experienced increases in overall Assets under Management compared to the prior fiscal year.

Prices of metals and agricultural commodities continued to rise, and United States' credit markets continued to rally during the 2011 fiscal year. Trading conditions in energy markets remained difficult, particularly in United States gas prices, while activity levels improved in agricultural commodity markets as a result of increased volatility and higher prices due to a series of globally significant weather events. During the year ended March 31, 2011, the weaker U.S. dollar continued putting pressure on U.S. bond yields, leading to a more speculative environment with money moving into real assets. Foreign exchange volumes remained subdued, with lower client term hedging activity resulting from the higher Australian dollar.

In Australia and the United States, margins on primary and secondary corporate bond issuances continued to contract, as increased liquidity continued to flow to credit markets during the 2011 fiscal year. Acquisition opportunities in loan and lease portfolios continued to appear as competitors reduced participation, exited, retracted or realigned strategies, particularly in the United States and Europe, however increased numbers of potential buyers particularly in the United States, moderated demand. The leasing environment in the United States remained comparatively weak during the 2011 fiscal year while primary financing opportunities emerged as corporate activity increased during the period, particularly in North America and Asia.

Impact on MGL Group

During the year ended March 31, 2011, operating conditions affected activity across a number of our businesses, in particular, Fixed Income, Currencies & Commodities, Macquarie Securities and Macquarie Capital.

Subdued activity in equity markets and lower demand for derivatives and structured products impacted Macquarie Securities' results. Fixed Income, Currencies & Commodities benefited from rising prices in metals and agricultural commodities and the continued rally in United States' credit markets, however this was offset by lower foreign exchange trading volumes and challenging energy market trading conditions. Macquarie Funds experienced net inflows and new mandates combined with higher fee and commission income as a result of the full year effect of the acquisition of Delaware Investments, however this was largely offset by the appreciation of the Australian dollar against major global currencies. Despite subdued mergers and acquisitions and advisory activity globally, the volume and value of transactions on which Macquarie Capital advised was slightly up for the 2011 fiscal year compared to the 2010 fiscal year. Lower writedowns and impairments resulted in an improved result for Macquarie Capital compared to the 2010 fiscal year. More favorable operating conditions and benefits from recent investment

in domestic businesses and global platforms resulted in improved performances for Corporate & Asset Finance and Banking & Financial Services. See “— Year ended March 31, 2011 compared to year ended March 31, 2010” for an analysis of MGL’s financial performance for the year ended March 31, 2011.

Since March 31, 2010, MGL Group has continued to grow its global platform by selectively deploying capital and funding to make strategic acquisitions across its operating groups and divisions. Acquisitions announced by MGL in the year ended March 31, 2011 included:

- Sal. Oppenheim’s equity derivatives, cash equities sales and research business, see “Macquarie Group Limited — Operating groups — Macquarie Securities”;
- GMAC Australia’s retail auto leases and loans portfolio. For further details of this acquisition, see “Macquarie Group Limited — Operating groups — Corporate & Asset Finance”;
- ILFC’s aircraft operating lease portfolio. For further details of this acquisition, see “Macquarie Group Limited — Operating groups — Corporate & Asset Finance”;
- Presidio Partners, a U.S.-based real estate private capital raising and advisory firm with operations in North America and Europe. For further details of this acquisition, see “Macquarie Group Limited — Operating groups — Macquarie Capital”;
- INNOVEST Kapitalanlage AG, an Austrian asset manager that is expected to further enhance MGL Group’s funds management business in Europe. For further details of this acquisition, see “Macquarie Group Limited — Operating groups — Macquarie Funds”; and
- REGAL Capital Advisors, a U.S.-based advisory firm specializing in the gaming, lodging and leisure industries. The acquisition is expected to continue MGL’s sector focused expansion in North America and will further strengthen MGL’s advisory services and capital markets capabilities. For further details of this acquisition, see “Macquarie Group Limited — Operating groups — Macquarie Capital”.

In addition, organic growth initiatives continued across MGL Group during the year ended March 31, 2011. These included:

- Macquarie Securities consolidated the expansion of its cash equities and derivative businesses in Europe and the United States, and focused on product rollout and developing client recognition in these regions. Macquarie Securities now ranks as the ninth largest equities research house globally, according to Thomson Reuters I/B/E/S, with more than 2,400 stocks under coverage, with key specialties in infrastructure and utilities, real estate, telecommunications, media, entertainment and technology, resources (mining and energy), industrials, and financial institutions. It also entered into a joint venture with Fixed Income, Currencies & Commodities to provide Fixed Income, Currencies & Commodities related structured derivative products in Europe.
- Fixed Income, Currencies & Commodities continued to expand its Asian businesses by establishing a Singapore “hub” and extending MBLSB activities to include OTC derivatives. It also entered into a joint venture with Macquarie Securities to provide Fixed Income, Currencies & Commodities related structured derivative products in Europe. Fixed Income, Currencies & Commodities also expanded its energy marketing and trading platform with the addition of a Calgary-based crude oil marketing team and a Latin American oil liquids origination and marketing team, based in Houston. It also continued to grow its credit trading capabilities with the addition of a commercial mortgage finance and CMBS team in New York. Additionally, Fixed Income, Currencies & Commodities extended its physical trading capabilities by entering the physical base metals market through its operations in London.
- Corporate & Asset Finance continued to grow its loan and asset portfolio through the growth of corporate lending, smart metering, equipment leasing, expansion of technology leasing into Asia and continued growth of its vendor/channel financing programs. In addition, Corporate & Asset Finance

completed more than A\$1.2 billion of motor vehicle lease and loan securitizations (including two issuances in the United States).

- Macquarie Funds consolidated its global expansion with Delaware and the Macquarie Infrastructure and Real Assets division providing a global platform for complementary capabilities, distribution, specialist structuring skills and a scalable operational platform. Macquarie Infrastructure and Real Assets division continued to build out its Asian unlisted funds platform, raising over A\$1.5 billion in equity for funds focused on South Korea, China and India. During the 2011 fiscal year Macquarie Specialised Investment Solutions expanded its wholesale business, particularly in the United States and Asia.
- Banking & Financial Services continued to build its client base, particularly in Australia and Canada through a range of growth initiatives, including launching Macquarie EquityPlus, an investment product tailored for the Canadian retail market.
- Macquarie Capital continued to focus on advisory services in key specialty sectors advising on an increased number of transactions during the 2011 fiscal year. For a list of significant transactions advised on during the 2011 fiscal year, see “Macquarie Group Limited — Operating groups — Macquarie Capital”.

The impact of these initiatives is further described above under “Macquarie Group Limited — Operating groups”.

In light of the uncertain regulatory environment, MGL continued to maintain what it believes to be a conservative approach to funding and capital. During the year ended March 31, 2011, MGL issued US\$400 million of eligible hybrid capital (PMIs) (approximately A\$414 million) and US\$1,250 million (approximately A\$1,250 million) of senior debt and MBL completed €600 million (approximately A\$816 million, based on the exchange rate from the European Central Bank on May 3, 2011, which was A\$1.3604 per €1.00) of subordinated debt in the public term debt markets. Subsequent to March 31, 2011, MBL issued a further US\$1 billion (A\$1 billion) of subordinated debt. During the year ended March 31, 2011, MBL increased its total deposits by 61% from A\$19.6 billion at March 31, 2010 to A\$31.6 billion at March 31, 2011, largely due to the conversion of the CMT accounts to the CMA (see “Macquarie Group Limited — Operating groups — Banking & Financial Services”) and further organic growth in retail deposits. As at March 31, 2011, MGL had A\$3.0 billion of capital in excess of its minimum regulatory requirement. MGL Group continues to monitor regulatory and market developments in relation to liquidity and capital management, as discussed under “Regulation and supervision”.

For a discussion of the impact of trading and market conditions on our results of operation and financial condition for the 2011 fiscal year, see “— Year ended March 31, 2011 compared to year ended March 31, 2010 — Results overview” for further information.

Year ended March 31, 2011 compared to year ended March 31, 2010

Results overview

	Year ended		Movement ¹
	Mar 11	Mar 10	
	A\$m	A\$m	%
Income statement			
Net interest income	1,275	1,080	18
Fee and commission income	3,891	3,721	5
Net trading income	1,368	1,299	5
Share of net profits/(losses) of associates and joint ventures accounted for using the equity method	179	(230)	large
Other operating income and charges ²	931	768	21
Net operating income	7,644	6,638	15
Employment expenses	(3,890)	(3,101)	25
Brokerage and commission expenses	(785)	(645)	22
Occupancy expenses	(483)	(482)	nm
Non-salary technology expenses	(316)	(283)	12
Other operating expenses	(899)	(833)	8
Total operating expenses	(6,373)	(5,344)	19
Operating profit before income tax	1,271	1,294	(2)
Income tax benefit/(expense)	(282)	(201)	40
Profit from ordinary activities after income tax	989	1,093	(10)
Profit/(loss) attributable to non-controlling interests	(33)	(43)	(23)
Profit attributable to ordinary equity holders of Macquarie Group Limited	956	1,050	(9)
Operating metrics			
Expense to income ratio (%)	83.4	80.5	
Compensation ratio (%)	47.3	42.9	
Effective tax rate (%)	22.8	16.1	
Basic earnings per share (cents per share)	282.5	320.2	
Diluted earnings per share (cents per share)	275.9	317.4	
Dividends per share (cents per share)	186.0	186.0	
Dividend payout ratio (%)	67.3	60.4	
Return on equity (%)	8.8	10.1	

¹ “nm” indicates that the percentage change was less than 0.5% and therefore not meaningful, and “large” indicates that actual movement was greater than 300%.

² “Other operating income and charges” includes A\$258 million in impairment charges and provisions (March 31, 2010: A\$686 million).

Profit after income tax attributable to ordinary equity holders of A\$956 million for the year ended March 31, 2011 decreased 9% from A\$1,050 million in the prior fiscal year. This was primarily due to increased operating expenses, including higher employment expenses due to increased headcount as a result of recent acquisitions, including Sal. Oppenheim, Macquarie Private Wealth Canada and Delaware Investments, and increased brokerage and commission expenses mainly due to the full year contribution of Delaware Investments, which were partially offset by increased interest income from growth in Corporate & Asset Finance’s loan and lease portfolio, increased equity accounted income from improved underlying results of investments and reduced levels of writedowns and impairments. Overall, there was a negative impact on net operating income due to the strengthening of the Australian dollar against major currencies. See “— Segment analysis — Macquarie Securities”, “— Segment analysis — Macquarie Funds” and “— Segment analysis — Banking & Financial Services” for further information.

Net operating income of A\$7,644 million for the year ended March 31, 2011 increased 15% from A\$6,638 million in the prior fiscal year. The main drivers of this increase were:

- an 18% increase in net interest income to A\$1,275 million for the year ended March 31, 2011 from A\$1,080 million in the prior fiscal year driven by an increase in corporate lending volumes, recent acquisitions of leasing portfolios and improved margins;
- MGL Group's share of equity accounting income from investments in associates and joint ventures of A\$179 million for the year ended March 31, 2011 improved significantly from a net loss of A\$230 million in the prior fiscal year driven by an improvement in the underlying results of investments. In addition, the prior fiscal year included equity accounted losses of A\$82 million relating to fees paid by MAp Group, Southern Cross Media Group and Macquarie Infrastructure Group to terminate management agreements with MGL Group; and
- a 21% increase in other operating income to A\$931 million for the year ended March 31, 2011 from A\$768 million in the prior fiscal year driven by a 76% increase in net operating lease income from A\$138 million in the prior fiscal year to A\$243 million for the year ended March 31, 2011 largely due to the acquisition of lease portfolios during the 2011 fiscal year, and a significant increase in distributions received on investment securities available-for-sale from A\$22 million in the prior fiscal year to A\$126 million for the year ended March 31, 2011. In addition, there was a significant reduction in write-downs and impairment charges from a net expense of A\$686 million in the prior fiscal year to a net expense of A\$258 million for the year ended March 31, 2011.

Total operating expenses of A\$6,373 million for the year ended March 31, 2011 increased 19% from A\$5,344 million in the prior fiscal year. The increase was largely driven by:

- a 25% increase in employment expenses to A\$3,890 million for the year ended March 31, 2011 from A\$3,101 million in the prior fiscal year, which was due to a 17% increase in average headcount resulting from the full year impact of acquisitions. The increase in employment expenses resulted in a compensation ratio of 47.3% for the year ended March 31, 2011, up from 42.9% in the prior fiscal year; and
- a 22% increase in brokerage and commission expenses to A\$785 million from A\$645 million in the prior fiscal year mainly due to the full year contribution of Delaware Investments.

Income tax expense of A\$282 million increased from A\$201 million in the prior fiscal year, as a result of reduced levels of write-downs and impairment charges. See “— Results analysis — Income tax expense” for further information. As a result, the effective tax rate for the year ended March 31, 2011 of 22.8% increased from 16.1% in the prior fiscal year.

See “— Results analysis” below for further information on each of these drivers.

Our results for the 2011 fiscal year continued to be affected by trading and market conditions. See “— Trading conditions and market update” above for further information. Overall, there was a negative impact on net operating income due to the strengthening of the Australian dollar against major currencies.

The compensation ratio of 47.3% for the year ended March 31, 2011 increased from 42.9 % in the prior fiscal year due to increased employment expenses as described above.

Results analysis

MGL Group presents the information below relating to our financial results on a consolidated MGL Group basis.

Net interest income

	Year ended		Movement
	Mar 11	Mar 10	
	A\$m	A\$m	%
Net interest income			
Interest revenue	5,304	4,591	16
Interest expense	(4,029)	(3,511)	15
Net interest income (as reported)	1,275	1,080	18
Adjustment for accounting for swaps ¹	(45)	(117)	(62)
Adjusted net interest income	1,230	963	28

¹ Australian Accounting Standards require derivatives hedging interest rate risk to be carried at fair value through trading income unless they form part of a qualifying hedge relationship. This distorts the analysis of net interest income and trading income in each operating group. To assist in the analysis of net interest margins, the impact of accounting for swaps used to economically hedge interest rate risk that is included in trading income for statutory purposes, has been adjusted against net interest income and shown separately above.

Adjusted net interest income of A\$1,230 million for the year ended March 31, 2011, increased 28% from A\$963 million in the prior fiscal year. The main drivers of the increase were improved margins and continued growth of the lending and finance leasing portfolio, including acquisition of the GMAC portfolio and the full year impact of the acquisition of the Ford Credit portfolio.

The table below provides further details of adjusted net interest income.

Analysis of net interest margins

	Year ended			Year ended		
	Mar 11			Mar 10		
	Interest	Average volume	Average Spread	Interest	Average volume	Average Spread
	A\$m	A\$m	%	A\$m	A\$m	%
Mortgages	188	21,766	0.86	183	22,399	0.82
Other lending areas	929	25,299	3.67	680	23,113	2.94
Total net interest margin from interest bearing assets	1,117	47,065	2.37	863	45,512	1.90
Other net interest income/(expense)	113			100		
Adjusted net interest income ¹ ..	1,230			963		

¹ Australian Accounting Standards require derivatives hedging interest rate risk to be carried at fair value through trading income so that both sides are eliminated and only external derivatives can form part of a hedge relationship. This distorts the analysis of net interest income and trading income in each operating group. To assist in the analysis of net interest margins, the impact of accounting for swaps used to economically hedge interest rate risk that is included in trading income for statutory purposes, has been adjusted against net interest income and shown separately. Refer to the table above under “— Net interest income”.

Mortgages

Net interest income from mortgage assets of A\$188 million for the year ended March 31, 2011 increased 3% from A\$183 million in the prior fiscal year. This was primarily due to an increase in average margins from 82 basis points in the prior fiscal year to 86 basis points in the year ended March 31, 2011. The impact of increased margins was partially offset by a reduction in average mortgage volumes which decreased 3% from A\$22.4 billion at March 31, 2010 to A\$21.8 billion at March 31, 2011 resulting from run-off of the Australian residential mortgage portfolio (at March 31, 2011, A\$11.6 billion (March 31, 2010: A\$14.3 billion) of the Australian mortgage portfolio

was funded by third parties through external securitizations) and the impact of the stronger Australian dollar on the Canadian mortgage portfolio.

See “— Segment analysis — Banking & Financial Services — Net interest income” below for further information.

Other lending areas

Net interest income from other lending areas of A\$929 million for the year ended March 31, 2011 increased 37% from A\$680 million in the prior fiscal year. Average margins of 367 basis points for the year ended March 31, 2011 increased from 294 basis points in the prior fiscal year. The increase in average margins can be largely attributed to a change in the product mix, including the full year impact of higher margin corporate lending and leasing written and acquired in the prior fiscal year within Corporate & Asset Finance. Overall, average volumes increased 9% from A\$23.1 billion in the prior fiscal year to A\$25.3 billion at March 31, 2011. The growth in the Corporate & Asset Finance loan and finance lease portfolio, including the acquisition of the GMAC portfolio, has been partially offset by a decrease in real estate loans and structured finance loans.

Other net interest income

Other net interest income includes earnings on capital offset by costs associated with excess liquidity and the funding cost of non-interest bearing assets. Other net interest income of A\$113 million for the year ended March 31, 2011 increased 13% from A\$100 million in the prior fiscal year. This increase was mainly driven by an increased earnings base and a decrease in the Guarantee fee payable under the Australian Government Guarantee Scheme for Large Deposits and Wholesale Funding resulting from reduced deposits subject to the Guarantee. This was partially offset by the increase in the cost of funding non-interest bearing assets.

Fee and commission income

	Year ended		Movement %
	Mar 11 A\$m	Mar 10 A\$m	
Fee and commission income			
Base fees.....	950	926	3
Performance fees	36	57	(37)
Mergers and acquisitions, advisory and underwriting fees.....	931	1,085	(14)
Brokerage and commissions	1,137	1,077	6
Income from life investment contracts and other unit holder investment assets	83	44	89
Other fee and commission income	754	532	42
Total fee and commission income	3,891	3,721	5

Total fee and commission income of A\$3,891 million for the year ended March 31, 2011 increased 5% from A\$3,721 million in the prior fiscal year largely due to the full year contribution of Delaware Investments to base fees and other fee and commission income and an increase in brokerage and commissions from the acquisition of Macquarie Private Wealth Canada.

Base and performance fees

Base fees of A\$950 million for the year ended March 31, 2011, increased by 3% from A\$926 million for the prior fiscal year. This increase was driven by the full year impact of the acquisition of Delaware Investments, which contributed base fees of A\$393 million in the year ended March 31, 2011 (A\$90 million in the year ended March 31, 2010), and Assets under Management of A\$151 billion in January 2010, offset by the impact of the conversion of the CMT to CMA in July 2010, which reduced Assets under Management by A\$9.6 billion, the internalization of certain Macquarie Infrastructure and Real Assets funds in the prior fiscal year and the adverse impact of a stronger Australian dollar on Assets under Management denominated in foreign currencies. At March 31, 2011, Delaware

Investments had Assets under Management of A\$153 billion. See “Macquarie Group Limited — Funds management business — Assets under Management” for further discussion on the movements in Assets under Management during the period.

Performance fees of A\$36 million for the year ended March 31, 2011 decreased 37% from A\$57 million in the prior fiscal year. This was primarily due to the one-off inclusion of A\$34 million in performance fees from the sale of the Kukdong building by Macquarie Central Office CR-REIT in the prior fiscal year.

The table below summarizes base and performance fees by operating group and by listed funds, unlisted funds and managed assets. See “— Segment analysis” below for a discussion of base and performance fees by operating group.

A split of base and performance fees received from listed and unlisted funds is provided in the table below.

	Year ended		Movement
	Mar 11	Mar 10	
	A\$m	A\$m	%
Base fees			
Macquarie Funds			
Macquarie Investment Management.....	502	210	139
Macquarie Infrastructure and Real Assets.....	351	463	(24)
Macquarie Specialist Investment Solutions.....	20	24	(17)
Total Macquarie Funds	873	697	25
Other Operating groups	77	229	(66)
Total base fee income	950	926	3
Performance fees			
Macquarie Funds			
Macquarie Investment Management.....	18	9	100
Macquarie Infrastructure and Real Assets.....	12	12	—
Macquarie Specialist Investment Solutions.....	—	1	(100)
Total Macquarie Funds	30	22	36
Other Operating groups	6	35	(83)
Total performance fee income	36	57	(37)

Mergers and acquisitions, advisory and underwriting fees

Mergers and acquisitions, advisory and underwriting fees of A\$931 million for the year ended March 31, 2011 decreased 14% from A\$1,085 million in the prior fiscal year which reflected lower levels of activity, especially in equity capital markets. For a discussion of significant transactions for the year ended March 31, 2011, see “— Segment analysis — Macquarie Capital”.

Brokerage and commissions

Brokerage and commission income predominantly includes transaction related fees from cash equities services provided to institutional and retail clients. Brokerage and commission income of A\$1,137 million for the year ended March 31, 2011 increased 6% from A\$1,077 million in the prior fiscal year mainly due to the acquisition by Banking & Financial Services of Macquarie Private Wealth Canada in December 2009, improvements in market conditions globally and increased brokerage revenues in the Fixed Income, Currencies & Commodities futures execution and clearing markets.

Brokerage and commission income from Macquarie Securities was broadly in line with the prior fiscal year. The Americas and Europe continued to grow principally from recent acquisitions including Sal. Oppenheim in Europe and FPK in the United States. This was offset by lower commissions in Asia and Australia due to reduced client activity as well as Asian revenues being negatively impacted by the stronger Australian dollar.

Other fee and commission income

Other fee and commission income of A\$754 million for the year ended March 31, 2011 increased 42% from A\$532 million in the prior fiscal year. This increase was mainly due to distribution service fees in Delaware Investments, which were offset with related expenses that, for accounting purposes, are recognized in brokerage and commission expense. The fees relate to marketing or distribution fees on mutual funds. In addition, there was an increase in platform fees from higher average Wrap funds under administration compared to the prior fiscal year and the growth of the Macquarie Professional Series. The average Australian Wrap platform volumes during the year ended March 31, 2011 increased 6% on the prior fiscal year and funds under administration in the Macquarie Professional Series grew by 28% primarily due to new inflows.

Income from life investment contracts and other unit holder investment assets

Income from life investment contracts and other unit holder investment assets includes income from the provision of life insurance by Macquarie Life and True Index income earned on funds managed by Macquarie Funds. Macquarie True Index delivers clients pre-tax returns (before buy/sell spreads on transactions). Any under-performance is compensated by MGL and conversely, any out-performance is retained by MGL. Income from this category of A\$83 million for the year ended March 31, 2011 increased 89% from A\$44 million in the prior fiscal year largely as a result of growth in the insurance inforce book. The inforce book is the aggregate annualized life insurance premium payable for policies issued by the life company, and still paying premiums, at the balance date.

Net trading income

The composition of net trading income set out below excludes interest revenue and expense, brokerage and commission revenue and expense, and operating costs of trading activities. See “— Segment analysis — Macquarie Securities” and “— Segment analysis — Fixed Income, Currencies & Commodities” for further discussion of MGL’s trading activities.

	Year ended		Movement ¹
	Mar 11 A\$m	Mar 10 A\$m	
Net trading income (as reported)	1,368	1,299	5
Adjustment for accounting for swaps ²	45	117	(62)
Adjusted net trading income	1,413	1,416	nm

¹ “nm” indicates that the percentage change was less than 0.5% and therefore not meaningful.

² Australian Accounting Standards require derivatives hedging interest rate risk (especially swaps) to be carried at fair value through trading income unless they form part of a qualifying hedge relationship. This distorts the analysis of net interest income and trading income in each operating group. To assist in the analysis of net interest margins, the impact of accounting for swaps used to economically hedge interest rate risk that is included in trading income for statutory purposes has been adjusted against interest rate products in the analysis below.

	Year ended		Movement ¹
	Mar 11 A\$m	Mar 10 A\$m	
Equities	392	590	(34)
Commodities			
Trading Income	570	623	(9)
Fair value adjustments relating to leasing contracts ² ...	(17)	42	large
Foreign exchange products	192	145	32
Interest rate products			
Trading income	267	271	(1)

Fair value adjustments on fixed rate issued debt.....	9	(255)	large
Adjusted net trading income.....	1,413	1,416	nm

¹ “nm” indicates that the percentage change was less than 0.5% and therefore not meaningful and “large” indicates that actual movement was greater than 300%.

² MGL enters into various tolling agreements, capacity contracts and transportation agreements as part of its commodity trading and hedging strategies. The contracts and agreements, which are managed on a fair value basis for financial and risk management purposes, are required to be accounted for on an accruals basis for statutory reporting purposes. This creates a measurement mismatch with related trading positions that are reported at fair value for statutory purposes. For the purposes of enabling comparison with prior periods, commodities trading income is presented on a basis consistent with management reporting, and the reversal of the fair value adjustments relating to leasing contracts are presented separately to reconcile the result to the statutory presentation.

Adjusted net trading income of A\$1,413 million for the year ended March 31, 2011 was broadly in line with A\$1,416 million in the prior fiscal year. The year ended March 31, 2011 and the prior fiscal year included fair value adjustments relating to leasing contracts (recognized in commodities related income) and a fair value adjustment on fixed rate issued debt (recognized in interest rate products related income). Excluding these fair value adjustments, total adjusted trading income decreased 13% from A\$1,629 million in the prior fiscal year to A\$1,421 million for the year ended March 31, 2011. The year was characterized by challenging market conditions which impacted equities and commodities related trading income particularly in the first half of the 2011 fiscal year.

Equities

Trading income from equities of A\$392 million for the year ended March 31, 2011 decreased 34% from A\$590 million in the prior fiscal year. The decrease was driven by challenging market conditions which impacted revenue throughout the year, particularly in the first half of the 2011 fiscal year.

Retail and institutional product revenues were down across all regions with the exception of Europe which benefited significantly from the acquisition of Sal. Oppenheim. Arbitrage trading continued to make a strong contribution. Reduced volatility and liquidity in equities markets, especially in the first half of the 2011 fiscal year, adversely impacted trading income. See “— Segment analysis — Macquarie Securities”.

Commodities

Commodities trading income of A\$570 million for the year ended March 31, 2011 decreased 9% from A\$623 million in the prior fiscal year. Challenging trading conditions and lower client term hedging activity in some commodities markets during the year ended March 31, 2011 negatively impacted trading revenues particularly in the first half. Energy markets occasionally experienced more difficult trading conditions with periods when the market moved away from fundamentals resulting in reduced income compared to the prior fiscal year.

Commodities trading income, including in metals and agricultural markets and client activity in term hedging, improved in the second half of the 2011 fiscal year after a sporadic first half. Global weather events and geopolitical unrest in the Middle East led to significant volatility in a number of commodities markets during the year. Northern hemisphere energy revenues were stronger in the second half of the 2011 fiscal year reflecting the seasonal nature of the energy market.

Foreign exchange products

Trading income on foreign exchange products of A\$192 million for the year ended March 31, 2011 increased 32% from A\$145 million in the prior fiscal year, however the total net income from trading activities relating to foreign exchange products, including net interest income/expense, was down. Global volatility in currency markets remained suppressed and the higher Australian dollar impacted the level of client term hedging. Together with some margin compression this had a negative impact on total net income from trading activities. See “— Segment analysis — Fixed Income, Currencies & Commodities” below for further information.

Interest rate products

Trading income on interest rate products of A\$267 million for the year ended March 31, 2011 was broadly in line with A\$271 million in the prior fiscal year. Trading income in the year ended March 31, 2011 included gains on the sale of fixed rate bonds from the liquid assets portfolio that were classified as fair value through profit or loss by Group Treasury. See “— Critical accounting policies and significant judgments — Other financial liabilities at fair value through profit or loss” above for further information. These gains were offset by lower levels of income in Fixed Income Currencies & Commodities. Although Fixed Income, Currencies & Commodities’ base of offerings has been expanded in the United States and Asia over the last twelve months, trading income for the year ended March 31, 2011 was down, reflecting lower levels of client activity. The prior fiscal year was characterized by strong rallies in credit markets globally post the financial crisis. This yielded strong returns in Fixed Income, Currencies & Commodities’ interest rate related businesses.

Share of net profits/(losses) of associates and joint ventures

	Year ended		Movement ¹
	Mar 11	Mar 10	
	A\$m	A\$m	%
Share of net profits/(losses) of associates and joint ventures accounted for using the equity method	179	(230)	large

¹ “large” indicates that actual movement was greater than 300%.

Share of net equity accounted profits/(losses) of associates and joint ventures of A\$179 million for the year ended March 31, 2011 increased significantly from a loss of A\$230 million in the prior fiscal year. The increase was due to the improvement in global economic conditions and the effect on the underlying results of the investments. The prior fiscal year also included one-off equity accounted losses of A\$82 million relating to the impact of fees paid by MAp Group, Macquarie Media Group and Macquarie Infrastructure Group to terminate management agreements with MGL Group. See “— Other operating income and charges” and “— Segment analysis — Macquarie Capital” below.

Other operating income and charges

	Year ended		Movement ¹
	Mar 11	Mar 10	
	A\$m	A\$m	%
Net gains on sale of investment securities available-for-sale	229	96	139
Impairment charge on investment securities available-for-sale	(38)	(77)	(51)
Net gains on sale of associates (including associates held-for-sale) and joint ventures	19	50	(62)
Impairment charge on investments in associates and joint ventures ²	(69)	(357)	(81)
Impairment charge on disposal groups held-for-sale	(16)	–	nm
Gain on acquiring, disposing and change in ownership interest in subsidiaries, associates and businesses held-for-sale ³	96	393	(76)
Gain on re-measurement of retained investments	129	–	nm
Impairment charge on non-financial assets	(7)	(36)	(81)
Sale of management rights ⁴	14	428	(97)
Gain on repurchase of subordinated debt	–	55	(100)
Net operating lease income ⁵	243	138	76
Dividends/distributions received/receivable from investment securities available-for-sale	126	22	large
Collective allowance for credit losses written-back/(provided for) during the fiscal year	5	2	150
Specific provisions	(133)	(218)	(39)
Other income	333	272	22
Total other operating income and charges	931	768	21

¹ “nm” indicates that the percentage change was less than 0.5% and therefore not meaningful, and “large” indicates that actual movement was greater than 300%.

² Includes impairment reversals of A\$10 million (March 31, 2010: A\$43 million).

³ Includes gains on re-measurement of retained ownership interests to fair value on the loss of control of investments in subsidiaries and the loss of significant influence on investments in associates.

⁴ Sale of management rights to Macquarie Power and Infrastructure Corporation (2010: M&P Group, Macquarie Media Group and Macquarie Infrastructure Group) as part of the internalization of the management of these funds.

⁵ Includes rental income of A\$401 million (2010: A\$370 million) less depreciation of A\$158 million (2010: A\$232 million) in relation to operating leases where MGL Group is the lessor.

Total other operating income and charges of A\$931 million for the year ended March 31, 2011 increased 21% from A\$768 million in the prior fiscal year.

Net gains on sale of investment securities available-for-sale of A\$229 million for the year ended March 31, 2011 increased 139% from A\$96 million in the prior fiscal year. The year ended March 31, 2011 included realizations of investments in resource markets, particularly in the gold sector, and the sale of debt securities held for liquidity management purposes by Group Treasury.

Impairment charges on investment securities available-for-sale, associates, non-financial assets and disposal groups held-for-sale of A\$130 million in the year ended March 31, 2011 decreased 72% from A\$470 million in the prior fiscal year. Lower impairment charges on MGL’s co-investments during the period compared to the prior fiscal year resulted from a stabilization of global markets and improved operating conditions.

Gains on acquiring, disposing and change in ownership interests in subsidiaries, associates and businesses held-for-sale of A\$96 million for the year ended March 31, 2011 decreased 76% from A\$393 million in the prior fiscal year. The result for the year ended March 31, 2011 included A\$33 million income from the sale of Macquarie Asset Leasing Trust and a A\$23 million gain from the partial sell-down of ownership in OzForex. The prior fiscal year

result included a one-off gain of A\$127 million from the financing of £157.5 million of Macquarie Income Preferred Securities, income from the sale of Macquarie Communications Infrastructure Management Limited and income from the sale of the majority of the real estate funds platform to Charter Hall Group.

Gains on re-measurement of retained investments of A\$129 million related to the reclassification of an investment in MAp Group and OzForex from an associate to available-for-sale due to loss of significant influence. On reclassification the retained stakes were required to be remeasured to fair value and the gain recognized in the income statement.

The gain on sale of management rights of A\$14 million in the year ended March 31, 2011 related to the sell-down of management rights in Macquarie Power and Infrastructure Corporation. The income of A\$428 million in the prior fiscal year comprised A\$345 million from MAp Group, A\$42 million from Macquarie Infrastructure Group and A\$41 million from Macquarie Media Group.

Net operating lease income of A\$243 million for the year ended March 31, 2011 increased 76% from A\$138 million in the prior fiscal year mainly due to the acquisition by Corporate & Asset Finance of aircraft assets and associated operating leases from ILFC during the year. As at March 31, 2011, the operating lease portfolio was A\$4.4 billion compared to A\$1.3 billion in the prior fiscal year.

The dividends/distributions received/receivable on investment securities available-for-sale of A\$126 million in the year ended March 31, 2011 increased significantly from A\$22 million in the prior fiscal year. The increase was largely attributable to distributions received from MAp Group subsequent to its reclassification from an investment in associate to an available-for-sale investment.

Net charges for specific and collective provisions of A\$128 million in the year ended March 31, 2011 decreased by 41% from A\$216 million in the prior fiscal year. The decrease reflected improved market and economic conditions.

Other income of A\$333 million for the year ended March 31, 2011 increased 22% from A\$272 million in the prior fiscal year largely due to the sale of net profit interests and royalties from participants in the metals and energy sectors.

Operating expenses

	Year ended		Movement %
	Mar 11 A\$m	Mar 10 A\$m	
Operating expenses			
Employment expenses:			
Compensation expenses:			
Salary, commissions, superannuation and performance-related profit share	(3,269)	(2,595)	26
Share based payments.....	(306)	(224)	37
Provision for annual leave.....	(29)	(21)	38
Provision for long service leave	(8)	(8)	–
Total compensation expense	(3,612)	(2,848)	27
Other employment expenses including on-costs, staff procurement and staff training	(278)	(253)	10
Total employment expenses	(3,890)	(3,101)	25
Brokerage and commission expenses	(785)	(645)	22
Occupancy expenses.....	(483)	(482)	nm
Non-salary technology expenses	(316)	(283)	12
Professional fees.....	(296)	(287)	3
Travel and entertainment expenses.....	(184)	(160)	15
Advertising and communication expenses	(127)	(99)	28
Other expenses.....	(292)	(287)	2
Total operating expenses	(6,373)	(5,344)	19

¹ “nm” indicates that the percentage change was less than 0.5% and therefore not meaningful.

Total operating expenses of A\$6,373 million for the year ended March 31, 2010 increased 19% from A\$5,344 million in the prior fiscal year, predominately due to increased employment expenses and brokerage and commission expenses reflecting the investment in and expansion of global platforms.

Compensation expenses of A\$3,612 million for the year ended March 31, 2011 increased 27% from A\$2,848 million in the prior fiscal year and total employment expenses of A\$3,890 million for the year ended March 31, 2011 increased 25% from A\$3,101 million in the prior fiscal year mainly due to a 17% increase in average headcount during the year and higher average compensation rates for employees largely as a result of increased competition for employees in the financial services industry, particularly in high growth regions and businesses. The impact of higher average compensation rates was partially offset by the strengthening of the Australian dollar during the period which decreased the Australian dollar value of compensation paid in other currencies. For more information, see MGL’s Remuneration Report in the Director’s Report included in its 2011 financial statements.

Brokerage and commission expenses of A\$785 million for the year ended March 31, 2011 increased 22% from A\$645 million in the prior fiscal year, mainly due to the full year contribution of Delaware Investments. The brokerage and commission expenses for Delaware Investments of A\$94 million in the year ended March 31, 2011 (A\$22 million in the year ended March 31, 2010) was primarily related to distribution expenses in Delaware Investments that offset with related distribution service fee income that, for accounting purposes, is recognized in other fee and commission income.

Non-salary technology expenses of A\$316 million for the year ended March 31, 2011 increased 12% from A\$283 million in the prior fiscal year mainly due to increased investment in technology platforms, especially in Macquarie Securities and Fixed Income, Currencies & Commodities.

Travel and entertainment expense of A\$184 million for the year ended March 31, 2011 increased 15% from A\$160 million in the prior fiscal year mainly due to increased overseas travel to support recent acquisitions and growth of the global operating platform.

Advertising and communication expenses of A\$127 million for the year ended March 31, 2011 increased 28% from A\$99 million in the prior fiscal year largely due to increased advertising and communication expense in offshore locations to support the continued expansion of the global operating platform.

Headcount

Total headcount of 15,556 as at March 31, 2011 increased 6% from 14,657 as at March 31, 2010. The increase was mainly outside of Australia and was driven by investment in MGL Group's global operating platform. The slight increase in the headcount in Australia as at March 31, 2011 was due to organic growth.

Our headcount by operating group and region at March 31, 2011 is provided in the table below:

	Year ended		Movement
	Mar 11	Mar 10	
	A\$m	A\$m	%
Headcount by operating group			
Macquarie Securities	1,768	1,673	6
Macquarie Capital.....	1,397	1,632	(14)
Macquarie Funds	1,457	1,610	(10)
Fixed Income, Currencies & Commodities	980	884	11
Corporate & Asset Finance.....	888	717	24
Banking & Financial Services	3,228	3,268	(1)
Real Estate Banking.....	57	73	(22)
Total headcount – operating groups	9,775	9,857	(1)
Total headcount – corporate.....	5,781	4,800	20
Total headcount	15,556	14,657	6
Headcount by region			
Australia	7,386	7,296	1
International:			
Americas.....	3,723	3,478	7
Asia.....	2,834	2,410	18
Europe, Middle East and Africa	1,613	1,473	10
Total headcount – International.....	8,170	7,361	11
Total headcount	15,556	14,657	6
International headcount ratio (%)	53	50	

Average headcount is calculated as the 13-month average based on month end headcount numbers.

Income tax expense

	Year ended	
	Mar 11	Mar 10
	A\$m	A\$m
Net profit before tax	1,271	1,294
Add back: write-downs, impairment charges and equity accounted gains/(losses)	79	854
Net profit before write-downs, impairment charges, equity accounted gains/(losses) and tax	1,350	2,148
Prima facie tax @ 30%	405	644
Income tax permanent differences	(99)	(187)
Income tax expense (before impact of write-downs, impairment charges and equity accounted gains/(losses))	306	457
Implied effective tax rate (%) ¹	23	22
Prima facie tax of write-downs, impairment charges and equity accounted gains/(losses) @ 30%	(24)	(256)
Income tax benefit/(expense)	282	201
Actual effective tax rate (%) ¹	23	16

¹ The effective tax rate is calculated on net profit before tax and after non-controlling interests. Non-controlling interests reduced net profit before tax by A\$33 million and A\$43 million for the year ended March 31, 2011 and March 31, 2010, respectively.

The effective tax rate for the year ended March 31, 2011 was 23%, which increased from 16% in the prior fiscal year. The increase was largely due to reduced write-downs and impairment charges in the year ended March 31, 2011 compared to the prior fiscal year and a reduction in income tax permanent differences compared to the prior fiscal year.

Segment overview

Summary of segment results

	Macquarie Capital	Fixed Income, Currencies & Commodities	Macquarie Securities	Macquarie Funds	Banking & Financial Services	Corporate & Asset Finance	Real Estate Banking	Corporate	Total
	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m
Year ended March 31, 2011									
Net interest income/(expense).....	(151)	(29)	(28)	(120)	713	583	(12)	319	1,275
Fee and commission income.....	796	171	927	1,153	752	5	12	75	3,891
Trading income.....	45	954	394	8	6	(3)	(1)	(35)	1,368
Share of net profits/(losses) of associates and JVs accounted for using the equity method	47	15	1	112	1	9	(5)	(1)	179
Other operating income and charges... Internal management	235	250	11	214	12	171	–	38	931
revenue/(charges).....	29	55	(6)	43	10	21	(2)	(150)	–
Net operating income	1,001	1,416	1,299	1,410	1,494	786	(8)	246	7,644
Total operating expenses.....	(711)	(841)	(1,124)	(818)	(1,214)	(285)	(34)	(1,346)	(6,373)
Profit before tax	290	575	175	592	280	501	(42)	(1,100)	1,271
Tax expense	–	–	–	–	–	–	–	(282)	(282)
Profit attributable to non-controlling interests.....	(9)	–	–	10	(5)	–	–	(29)	(33)
Net profit/(loss) contribution.....	281	575	175	602	275	501	(42)	(1,411)	956
Year ended March 31, 2010									
Net interest income/(expense).....	(113)	116	(46)	(103)	551	382	(37)	330	1,080
Fee and commission income.....	837	155	977	911	727	8	67	39	3,721
Trading income.....	77	1,042	525	2	1	41	(6)	(383)	1,299
Share of net profits/(losses) of associates and JVs accounted for using the equity method	(22)	11	2	(170)	2	(5)	(41)	(7)	(230)
Other operating income and charges... Internal management	(124)	37	–	735	(41)	7	(102)	256	768
revenue/(charges).....	30	80	22	61	11	32	5	(241)	–
Net operating income.....	685	1,441	1,480	1,436	1,251	465	(114)	(6)	6,638
Total operating expenses.....	(728)	(614)	(900)	(624)	(984)	(208)	(34)	(1,252)	(5,344)
Profit before tax	(43)	827	580	812	267	257	(148)	(1,258)	1,294
Tax expense	–	–	–	–	–	–	–	(201)	(201)
Profit attributable to non-controlling interests.....	(13)	–	–	1	(6)	(2)	–	(23)	(43)
Net profit/(loss) contribution.....	(56)	827	580	813	261	255	(148)	(1,482)	1,050

Basis of preparation

MGL Group segments

MGL Group applies AASB 8 “Operating Segments” which requires the “management approach” to disclosing information about our reportable segments. The financial information is reported on the same basis as is used internally by senior management for evaluating operating segment performance and for deciding how to allocate resources to operating segments. Such information is produced using different measures to those used in preparing the income statement.

For internal reporting and risk management purposes, MGL Group is divided into six operating groups and one division, as set forth below.

Operating groups:

- Macquarie Capital
- Fixed Income, Currencies & Commodities
- Macquarie Securities
- Banking & Financial Services
- Macquarie Funds
- Corporate & Asset Finance

Division:

- Real Estate Banking

In addition, a separate Corporate segment includes Group Treasury, head office and central support functions. Items of income and expense within the Corporate segment include the net impact of managing liquidity for MGL, earnings on capital, non-trading derivative volatility, unallocated head office costs and employment related costs of central support functions (service areas), performance related profit share and share based payments expense, income tax expense and distributions to holders of CPS, MIS and MIPS.

MGL operating group restructures

Since March 31, 2010 there have been the following restructures of operating groups:

- Macquarie Infrastructure and Real Assets (formerly Macquarie Capital Funds) – a division of Macquarie Capital was transferred to Macquarie Funds; and
- Real Estate Structured Finance – a division of Real Estate Banking was transferred to Corporate & Asset Finance.

All restructures have been reported as effective from April 1, 2010, and comparative information for the 2010 fiscal year has been restated to reflect the current structure. See “Financial information presentation” above for further information on restructures that have occurred in prior periods. See “— Reconciliation of segment results for year ended March 31, 2010 to our historical financial statements” below for further information on the reconciliation of segment results for the 2010 fiscal year.

Internal transactions

Any transactions or transfers between segments have been determined on what MGL believes is an arm's-length basis and are included within the relevant categories of income. These transactions eliminate on aggregation/consolidation. Below is a selection of the key policies applied to internal transactions.

Internal funding arrangements

Group Treasury has the responsibility for managing the overall funding for MGL Group, and operating groups obtain their funding from Group Treasury. The interest rates charged by Group Treasury are determined by the types of assets being funded and the term of the funding, and are fully costed.

Operating groups may only source funding directly from external sources generally when there is recourse only to the assets being funded and not to MGL Group.

Deposits are a funding source for MGL Group. Banking & Financial Services receives a deposit premium from Group Treasury on deposits they generate. This deposit premium is included within net interest income for segment reporting purposes.

Transactions between operating groups

Operating groups that enter into arrangements with other operating groups must do so on an arm's-length basis. There is a requirement for accounting symmetry in such transactions. Transactions between operating groups are recognized in each of the relevant categories of income and expense as appropriate.

Service area recoveries

Service areas recover their costs to operating groups on either a time and effort allocation basis or a fee for service basis. Service areas include Corporate Affairs (Finance, Market Operations, Tax, Company Secretarial, Human Resources, Business Services, Corporate Communications and Investor Relations), Risk Management, Information Technology, Group Legal and Central Executive. Service area recoveries are recognized within other operating expenses in the income statement.

Internal management revenue/(charges)

Internal management revenue/(charges) are primarily used to recognize an operating group's contribution to income tax expenses and benefits. Non-assessable income generated by an operating group results in a benefit added to in that operating group's operating result. Conversely a non-deductible expense results in a charge to the operating result. These management charges are offset by an equal and opposite amount recognized in the Corporate segment such that on aggregation the total nets to nil. Internal management revenue/charges are reported separately in the income statement of each operating group.

Presentation of segment income statements

The income statements in the following pages for each of the reported segments are in some cases summarized by grouping non-material balances together. All material or key balances have been reported separately to provide users with the most relevant information.

Reconciliation of segment results for year ended March 31, 2010 to our historical financial statements

In order to illustrate the financial impact of the internal reorganizations during the 2011 fiscal year on our historical results of operations, the table below reconciles the 2010 operating segment results prior to the reorganizations discussed below under "— Year ended March 31, 2010 compared to year ended March 31, 2009" (and as reported in the 2010 annual financial statements) to the comparative information for the 2010 fiscal year

presented in the 2011 operating segment analysis below. See “Financial information presentation” above for further information.

Net profit contribution for the year ended March 31, 2010

	Operating group contribution as previously reported	Transfer of Macquarie Infrastructure and Real Assets (formerly Macquarie Capital Funds) to Macquarie Funds	Transfer of real estate lending within Real Estate Banking to Corporate & Asset Finance	Transfer of certain real estate funds from Real Estate Banking to Macquarie Funds	Operating group contribution as restated
Macquarie Securities.	580	–	–	–	580
Macquarie Capital.....	657	(713)	–	–	(56)
Macquarie Funds	95	713	–	5	813
Fixed Income, Currencies & Commodities.....	827	–	–	–	827
Corporate & Asset Finance	264	–	(9)	–	255
Banking & Financial Services.....	261	–	–	–	261
Real Estate Banking..	(152)	–	9	(5)	(148)
Corporate	(1,482)	–	–	–	(1,482)
Total.....	1,050	-	-	-	1,050

Segment analysis

Macquarie Capital

	Year ended		Movement ¹
	Mar 11	Mar 10	
	A\$m	A\$m	%
Net interest income/(expense)	(151)	(113)	34
Fee and commission income/(expense)			
Mergers and acquisitions, advisory and underwriting fees	862	996	(13)
Other fee and commission income/(expenses)	(66)	(159)	(58)
Total fee and commission income	796	837	(5)
Net trading income	45	77	(42)
Share of net profits/(losses) of associates and joint ventures accounted for using the equity method	47	(22)	large
Other operating income and charges			
Net gains on sale of equity investments	7	84	(92)
Gain on reclassification of retained investments	17	–	nm
Impairment charge on equity investments	(30)	(387)	(92)
Impairment charge on non-financial assets	(1)	(6)	(83)
Gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale	41	27	52
Net operating lease income	92	66	39
Specific provisions and collective allowance for credit losses	(10)	(4)	150
Other income	119	96	24
Total other operating income and charges	235	(124)	large
Internal management revenue/(charges) ²	29	30	(3)
Total operating income	1,001	685	46
Operating expenses			
Employment expenses	(388)	(386)	1
Brokerage and commission expenses	(6)	(6)	–
Other operating expenses	(317)	(336)	(6)
Total operating expenses	(711)	(728)	(2)
Non-controlling interests ³	(9)	(13)	(31)
Net profit/(loss) contribution	281	(56)	large
Other metrics			
Headcount	1,397	1,632	(14)

¹ “nm” indicates that the percentage change was less than 0.5% and therefore not meaningful, and “large” indicates that actual movement was greater than 300%.

² See “— Basis of preparation — Internal transactions — Internal management revenue/(charges)”.

³ The non-controlling interests category adjusts reported consolidated profit or loss for the share that is attributable to non-controlling interests, such that the net profit or loss contribution represents the net profit or loss attributable to ordinary equity holders.

Macquarie Capital’s net profit contribution of A\$281 million for the year ended March 31, 2011 increased significantly from a net loss of A\$56 million in the prior fiscal year due to lower impairment charges on equity investments, which was partially offset by reduced advisory income.

Net interest expense

Net interest expense of A\$151 million for the year ended March 31, 2011 increased 34% from A\$113 million in the prior fiscal year. The expense mainly relates to the funding cost of principal investments. The increase is primarily due to higher interest rates during the period compared to the prior fiscal year.

Fee and commission income

Mergers and acquisitions, advisory and underwriting income

Mergers and acquisitions, advisory and underwriting income of A\$862 million for the year decreased 13% from A\$996 million in the prior fiscal year reflecting lower levels of equity capital markets activity. The volume and value of transactions in which MGL participated for the year ended March 31, 2011 (547 transactions valued at approximately A\$159 billion) was higher compared to the prior fiscal year (448 transactions valued at approximately A\$121 billion). Mergers and acquisitions, advisory and underwriting income increased 27% from A\$380 million in the first half of the 2011 fiscal year to A\$482 million in the second half of the 2011 fiscal year due to a 50% increase in the volume of transactions completed.

For a list of significant advisory deals completed for the year ended March 31, 2011, see “Macquarie Group Limited — Operating groups — Macquarie Capital”.

Other fee and commission expense

Other fee and commission expense of A\$66 million for the year ended March 31, 2011 decreased 58% from a A\$159 million loss in the prior fiscal year. For Macquarie Capital, other fee and commission expense predominantly related to internal transactions with other operating groups. The decreased expense for the year ended March 31, 2011 was driven by a decrease in payments to Macquarie Securities on equity underwriting transactions, which were well down on the prior fiscal year due to reduced equity capital markets activity, partially offset with receipts from Corporate & Asset Finance relating to the acquisition of aircraft assets and associated leases from ILFC.

Net trading income

Net trading income of A\$45 million for the year ended March 31, 2011 decreased 42% from income of A\$77 million in the prior fiscal year. The year ended March 31, 2011 included profits in relation to listed and unlisted equity investments of A\$19 million, interest rates swaps of A\$15 million and unrealized profits on warrants and options of A\$16 million. The income in the prior fiscal year included realized profit of A\$8 million in relation to a United States listed investment and unrealized profit on warrants and options of A\$55 million.

Share of net profits of associates and joint ventures accounted for using the equity method

Net equity accounted profits of A\$47 million for the year ended March 31, 2011 increased significantly from a net loss of A\$22 million in the prior fiscal year, driven by profits of A\$20 million recognized in the year ended March 31, 2011 for listed associates and A\$27 million for unlisted associates.

Other operating income and charges

Net gains on sale of equity investments

Net gains on sale of equity investments of A\$7 million for the year ended March 31, 2011 decreased significantly from A\$84 million in the prior fiscal year. The net gain for the year ended March 31, 2011 included a gain on an unlisted investment in the infrastructure industry. The prior fiscal year included income from the sale of Moto Hospitality and Puget Energy.

Gain on reclassification of retained investments

Macquarie Capital lost significant influence over an equity investment in Ambow Education Holding Limited upon an initial public offering and was required to revalue its retained investment to fair value, recognizing a gain of A\$17 million for the year ended March 31, 2011.

Impairment charges on equity investments

Impairment charges on equity investments of A\$30 million for the year ended March 31, 2011 decreased significantly from A\$387 million in the prior fiscal year, as global markets stabilized and showed some signs of improvement. The prior fiscal year charges included writedowns of equity investments of A\$306 million and the write-down of a United States portfolio of asset-backed securities held as available-for-sale of A\$62 million.

Gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale

The gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale of A\$41 million for the year ended March 31, 2011 increased 52% from A\$27 million in the prior fiscal year. The gain in the year ended March 31, 2011 related to income from the sale of Macquarie Asset Leasing Trust. The prior year included income from the sale of the Microstar assets.

Operating expenses

Total operating expenses of A\$711 million for the year ended March 31, 2011 decreased 2% from A\$728 million in the prior fiscal year.

Employment expenses

Employment expenses of A\$388 million for the year ended March 31, 2011 were broadly in line with A\$386 million in the prior fiscal year. See “— Year ended March 31, 2011 compared to year ended March 31, 2010 — Results analysis — Operating expenses” for further information.

Brokerage and commission expenses

Brokerage and commission expenses of A\$6 million for the year ended March 31, 2011 were in line with expenses of A\$6 million in the prior fiscal year. Brokerage and commission expenses are not a significant expense for Macquarie Capital.

Other operating expenses

Other operating expenses of A\$317 million for the year ended March 31, 2011 decreased 6% from A\$336 million in the prior fiscal year, primarily due to lower average headcount. This was partially offset by foreign exchange movements, which had a favorable impact on other operating expenses as the Australian dollar strengthened against the currencies in the majority of countries where Macquarie Capital operates. See “Macquarie Group Limited — Operating groups — Macquarie Capital” for more information.

Fixed Income, Currencies & Commodities

	Year ended		Movement ¹
	Mar 11	Mar 10	
	A\$m	A\$m	%
Net trading income (including net interest income)^{2,3}			
Commodities ⁴	618	671	(8)
Foreign exchange products	38	93	(59)
Interest rate products	286	352	(19)
Fair value adjustments relating to leasing contracts ⁴	(17)	42	large
Net trading income/(expenses) (including net interest income)	925	1,158	(20)
Fee and commission income			
Brokerage and commissions	87	69	26
Other fee and commission income	84	86	(2)
Total fee and commission income	171	155	10
Share of net profits of associates and joint ventures accounted for using the equity method	15	11	36
Other operating income and charges			
Net gains/(losses) on sale of equity investments	139	64	117
Impairment charge on equity investments	(9)	(3)	200
Specific provisions and collective allowance for credit losses	13	(53)	large
Other income	107	29	269
Total other operating income and charges	250	37	large
Internal management revenue/(charges)⁵	55	80	(31)
Total operating income	1,416	1,441	(2)
Operating expenses			
Employment expenses	(302)	(209)	44
Brokerage and commission expenses	(173)	(138)	25
Other operating expenses	(366)	(267)	37
Total operating expenses	(841)	(614)	37
Net profit/(loss) contribution	575	827	(30)
Other metrics			
Headcount	980	884	11

¹ “large” indicates that actual movement was greater than 300%.

² The relative contribution of net interest income and trading income to income from trading activities can vary from period to period depending on the underlying trading strategies undertaken by MGL and its clients. As such, to obtain a more complete view of Fixed Income, Currencies & Commodities’ trading activities, net interest income has been combined with trading income above. The categories of trading income above are based on business lines within Fixed Income, Currencies & Commodities.

³ There were no impairments taken through trading income for the year ended March 31, 2011 (March 31, 2010: A\$20 million).

⁴ MGL Group enters into various tolling agreements, capacity contracts and transportation agreements as part of its commodity trading and hedging strategies. The contracts and agreements, which are managed on a fair value basis for financial and risk management purposes, are required to be accounted for on an accruals basis for statutory reporting purposes. This creates a measurement mismatch with related trading positions that are reported at fair value for statutory purposes. For the purposes of enabling comparison with prior periods, commodities trading income is presented on a basis consistent with management reporting, and the reversal of the fair value adjustments relating to leasing contracts are presented separately to reconcile the result to the statutory presentation.

⁵ See “— Basis of preparation — Internal transactions — Internal management revenue/(charges)”.

Fixed Income, Currencies & Commodities’ net profit contribution of A\$575 million for the year ended March 31, 2010 decreased 30% from A\$827 million in the prior fiscal year, primarily due to lower trading income as a result of challenging trading conditions and increased employment and operating expenses due to an increase in headcount and continued expansion of business platforms. This was partially offset by increased gains on the sale of equity investments as a result of stronger resource equity markets.

Total operating income of A\$1,416 million for the year ended March 31, 2011 decreased 2% from A\$1,441 million in the prior fiscal year primarily due to lower net trading income across all product categories. Fixed Income, Currencies & Commodities experienced challenging trading conditions and subdued client activity in a number of markets during the first half of the year with client activity beginning to show signs of improvement in the second half of the 2011 fiscal year. Net trading income of A\$597 million for the second half of the 2011 fiscal year increased 82% from A\$328 million in the first half of the 2011 fiscal year. In addition to lower total operating income for the fiscal year ended March 31, 2011, operating expenses of A\$841 million for the year ended March 31, 2011 increased 37% from A\$614 million in the prior fiscal year, which reflected investment in new capabilities in credit sales and trading, the extension of these platforms from the United States into Europe and the establishment of new capabilities in rates, currencies and credit sales and trading in Asia. See “Macquarie Group Limited — Operating groups — Fixed Income, Currencies & Commodities”.

Net trading income

Commodities trading income

Commodities trading income of A\$618 million for the year ended March 31, 2011 decreased 8% from A\$671 million in the prior fiscal year. In line with the broader market, Fixed Income, Currencies & Commodities experienced challenging trading conditions and lower client term hedging activity in some of its commodities markets during the year, especially in the first half of the 2011 fiscal year.

In metals and agricultural markets, client activity in term hedging improved in the second half of the 2011 fiscal year after a sporadic first half. Global weather events and geopolitical unrest in the Middle East led to significant volatility in a number of commodities markets during the year. Energy markets experienced more difficult trading conditions with periods when the market moved away from fundamentals resulting in lower income compared to the prior fiscal year. Northern hemisphere energy revenues were stronger in the second half of the 2011 fiscal year reflecting the seasonal nature of the energy market.

Foreign exchange products trading income

Foreign exchange products of A\$38 million for the year ended March 31, 2011 decreased 59% from A\$93 million in the prior fiscal year. Global volatility in currency markets remained suppressed and the higher Austrian dollar adversely impacted the level of client term hedging. Together with margin compression due to increased volatility and the trading environment, this had a significant impact on revenues.

Interest rate products trading income

Interest rate products trading income of A\$286 million for the year ended March 31, 2011 decreased 19% from A\$352 million in the prior fiscal year. The prior fiscal year was characterized by strong rallies in credit markets globally post the financial crisis, which yielded strong returns in Fixed Income, Currencies & Commodities' interest rate related businesses. Although Fixed Income, Currencies & Commodities' base of offerings has been expanded in the United States and Asia over the last twelve months, income for the year ended March 31, 2011 decreased, reflecting lower levels of client activity.

Fee and commission income

Fee and commission income of A\$171 million for the year ended March 31, 2011 increased 10% from A\$155 million in the prior fiscal year mainly due to improved brokerage revenues in the futures execution of the clearing markets.

Other operating income and charges

Net gains/(losses) on sale of equity investments

Net gains on sale of resources sector equity investments of A\$139 million for the year ended March 31, 2011 increased 117% from A\$64 million in the prior fiscal year. The improved result from equity realizations was as a result of stronger resource equity markets, particularly in the gold sector.

Impairment charge on equity investments

Impairment charges on equity investments of A\$9 million recognized for the year ended March 31, 2011, and the A\$3 million impairment charge in the prior fiscal year mainly related to impairments of certain investments in the resource sector.

Specific provisions and collective allowance for credit losses

Net provision releases of A\$13 million for the year ended March 31, 2011 decreased significantly from a net charge of A\$53 million in the prior fiscal year. This reflects an overall improvement in the collectability of the loan portfolio primarily in the resource sector and the impact of restructures or repayments received on previously provided for receivables.

Other income

Other income of A\$107 million for the year ended March 31, 2011 increased 269% from A\$29 million in the prior fiscal year. Net profit interest sales of A\$43 million in the year ended March 31, 2011 related to interests and royalties from participants in the metals and energy sectors.

Operating expenses

Total operating expenses of A\$841 million for the year ended March 31, 2011 increased 37% from A\$614 million in the prior fiscal year.

Employment expenses

Employment expenses of A\$302 million for the year ended March 31, 2011 increased 44% from A\$209 million in the prior fiscal year. The main driver of the increase in employment costs was headcount growth of 11% from 884 at March 31, 2010 to 980 at March 31, 2011 as a result of continued investment in the credit trading business, as well as the establishment of the new Asian Markets business in Singapore. Over half the increase in headcount since March 31, 2010 relates to coverage in new markets or regions.

Brokerage and commission expenses

Brokerage and commission expenses of A\$173 million for the year ended March 31, 2011 increased 25% from A\$138 million in the prior fiscal year. This increase was primarily a result of growth in futures execution and clearing volumes.

Other operating expenses

Other operating expenses of A\$366 million for the year ended March 31, 2011 increased 37% from A\$267 million in the prior fiscal year. Other operating expenses primarily relate to costs supporting the expansion of the Fixed Income, Currencies & Commodities business platforms, including risk management, information technology and operations.

Macquarie Securities

	Year ended		Movement
	Mar 11	Mar 10	
	A\$m	A\$m	%
Net trading income (including net interest income)¹	366	479	(24)
Fee and commission income			
Brokerage and commissions	715	714	nm
Other fee and commission income	212	263	(19)
Total fee and commission income	927	977	(5)
Share of net profits of associates and joint ventures			
accounted for using the equity method	1	2	(50)
Other operating income and charges	11	-	nm
Internal management revenue/(charges)²	(6)	22	large
Total operating income	1,299	1,480	(12)
Operating expenses			
Employment expenses	(382)	(278)	37
Brokerage and commission expenses	(242)	(218)	11
Other operating expenses	(500)	(404)	24
Total operating expenses	(1,124)	(900)	25
Net profit/(loss) contribution	175	580	(70)
Other metrics			
Headcount	1,768	1,673	6

¹ The relative contribution of net interest income and trading income to income from trading activities can vary from period to period depending on the underlying trading strategies undertaken by MGL and its clients. As such, to obtain a more complete view of Macquarie Securities' trading activities, net interest income has been combined with trading income above.

² See "— Basis of preparation — Internal transactions — Internal management revenue/(charges)".

Macquarie Securities' net profit contribution of A\$175 million for the year ended March 31, 2011 decreased 70% from A\$580 million in the prior fiscal year primarily due to reduced equity capital market activity in Australia and reduced levels of both institutional and retail client activity globally. Operating expenses also increased as a result of the full year impact of prior fiscal year acquisitions including FPK and the acquisition of Sal. Oppenheim in the year ended March 31, 2011.

Net trading income (including net interest income)

Net trading income (including net interest income) of A\$366 million for the year ended March 31, 2011 decreased 24% from A\$479 million in the prior fiscal year. As a result of challenging market conditions, retail and institutional product revenues were down across all regions, with the exception of Europe which benefited significantly from the acquisition of Sal. Oppenheim. The second half of the 2011 fiscal year provided some improvement over the first half of the 2011 fiscal year, with net trading income (including net interest income) increasing by 46% in the second half of the 2011 fiscal year, as compared to the first half.

Arbitrage trading continued to make a strong contribution to net trading income. Lower volatility and liquidity in the market, notably in the first half of the 2011 fiscal year, adversely impacted trading conditions.

Fee and commission income

Brokerage and commissions

Brokerage and commission income of A\$715 million for the year ended March 31, 2011 was broadly in line with A\$714 million in the prior fiscal year. Brokerage and commission income predominantly includes transaction related fees from cash equities services provided to institutional clients. Revenues from the Americas and Europe

continued to grow, which significantly benefited from the Sal. Oppenheim acquisition, as well as the FPK acquisition. This was offset by lower commissions in Asia and Australia due to reduced client activity. Asian revenues were also negatively affected by the translation impact of the stronger Australian dollar.

Other fee and commission income

Other fee and commission income of A\$212 million for the year ended March 31, 2011 decreased 19% from A\$263 million in the prior fiscal year. Other fee and commission income consists primarily of equity capital markets fees which were adversely impacted by lower transaction volumes in certain markets. Capital raising activity was down in Australia and Europe compared to the prior fiscal year, however increased activity in America and Asia resulted in increased revenues in these regions with notable transactions for the period including the Agricultural Bank of China Limited on the Stock Exchange of Hong Kong as part of a A\$22.1 billion dual listing in Hong Kong and Shanghai, the world's largest ever IPO, featuring Macquarie Securities as Joint Book Runner and Lead Manager.

Operating expenses

Total operating expenses of A\$1,124 million for the year ended March 31, 2011 increased 25% from A\$900 million in the prior fiscal year.

Employment expenses

Employment expenses of A\$382 million for the year ended March 31, 2011 increased 37% from A\$278 million in the prior fiscal year. This increase was mainly due to the full year impact of prior fiscal year acquisitions including FPK and the acquisition of Sal. Oppenheim in the year ended March 31, 2011, as well as the build out of new business in Europe and the Americas.

Brokerage and commission expenses

Brokerage and commission expenses of A\$242 million for the year ended March 31, 2011 increased 11% from A\$218 million in the prior fiscal year. The increase was primarily driven by the acquisition of the Sal. Oppenheim business in Europe, higher rebates paid to clients in Asia and increased fee trades in the securities borrowing and lending business.

Other operating expenses

Other operating expenses of A\$500 million for the year ended March 31, 2011 increased 24% from A\$404 million in the prior fiscal year primarily driven by the full year impact of prior fiscal year acquisitions including FPK and the acquisition of Sal. Oppenheim in the year ended March 31, 2011, and the build out of new business in Europe and America. Other operating expenses were also impacted by increased investment in technology platforms during the year.

Banking & Financial Services

	Year ended		Movement ¹
	Mar 11	Mar 10	
	A\$m	A\$m	
Net interest income	713	551	29
Fee and commission income			
Base fees	76	199	(62)
Brokerage and commissions	260	224	16
Other fee and commission income	365	264	38
Income from life insurance business and other unit holder businesses.....	51	40	28
Total fee and commission income	752	727	3
Net trading income	6	1	large
Share of net profits of associates and joint ventures accounted for using the equity method	1	2	(50)
Other operating income and charges			
Net gains on sale of equity investments.....	3	2	50
Impairment charge on equity investments and disposal groups held-for-sale.....	(9)	(5)	80
Impairment charge on non-financial assets.....	(5)	(3)	67
Gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale	24	4	large
Gain on re-measurement of retained investments.....	18	–	nm
Specific provisions and collective allowance for credit losses	(37)	(45)	(18)
Other income	18	6	200
Total other operating income and charges	12	(41)	large
Internal management revenue/(charges)²	10	11	(9)
Total operating income	1,494	1,251	19
Operating expenses			
Employment expenses	(506)	(408)	24
Brokerage and commission expenses	(149)	(121)	23
Other operating expenses.....	(559)	(455)	23
Total operating expenses	(1,214)	(984)	23
Non-controlling interests ³	(5)	(6)	(17)
Net profit/(loss) contribution	275	261	5
Other metrics			
Assets under Management ⁴ (A\$ billion).....	3.9	14.3	(73)
Funds under management/advice/administration (A\$ billion) ⁵	121.7	120.0	1
Loan portfolio (A\$ billion) ⁶	25.5	26.4	(3)
Deposits (A\$ billion)	26.6	15.5	72
Headcount.....	3,228	3,268	(1)

¹ “large” indicates that actual movement was greater than 300%.

² See “— Basis of preparation — Internal transactions — Internal management revenue/(charges)”.

³ The non-controlling interests category adjusts reported consolidated profit or loss for the share that is attributable to non-controlling interests, such that the net profit or loss contribution represents the net profit or loss attributable to ordinary equity holders.

⁴ The CMT, included in Assets under Management above, is a Banking & Financial Services product that is managed by Macquarie Funds. The balance of the CMT of A\$9.6 billion was moved to the CMA effective July 31, 2010 following a meeting of unitholders who voted to transition their holdings.

⁵ Funds under management/advice/administration includes Assets under Management plus items such as funds on Banking & Financial Services platforms (e.g., Wrap funds under administration), total Banking & Financial Services loan and deposit portfolios, CHESS holdings of Banking & Financial Services clients, and funds under advice (e.g., assets under advice of Macquarie Private Bank).

⁶ The loan book primarily comprises residential mortgages in Australia, Canada and the United States, as well as loans to Australian and Canadian businesses, loans on capital protected products and credit cards.

Banking & Financial Services' net profit contribution of A\$275 million for the year ended March 31, 2011 increased 5% from a net profit contribution of A\$261 million in the prior fiscal year primarily due to increased net interest income as a result of growth in retail deposits and increases in other fee and commission income due to strong inflows in funds under administration and the impact of the acquisition of Macquarie Private Wealth Canada. See "Macquarie Group Limited — Basis of preparation — Internal funding arrangements" for more information.

Net interest income/(expense)

Net interest income of A\$713 million for the year ended March 31, 2011 increased 29% from A\$551 million in the prior fiscal year predominately due to growth in retail deposits, which increased 72% to A\$26.6 billion at March 31, 2011 from A\$15.5 billion at March 31, 2010 primarily due to the conversion of A\$9.6 billion of CMT balances to CMA on July 31, 2010. See "Macquarie Group Limited — Basis of preparation — Internal funding arrangements" for more information.

Banking & Financial Services' loan book primarily comprises residential mortgages in Australia, Canada and the United States, as well as loans to Australian and Canadian businesses, loans on capital protected products, and credit cards. The total loan book of A\$25.5 billion as at March 31, 2011 decreased 3% from A\$26.4 billion as at March 31, 2010. The decrease was primarily due to run-off in the Australian mortgage portfolio, which decreased 19% to A\$11.6 billion at March 31, 2011 (from A\$14.3 billion) at March 31, 2010.

The Canadian loan portfolio, which includes mortgages, insurance premium funding, margin loans and capital protected products, closed at A\$8.8 billion at March 31, 2011, up 26% from A\$7.0 billion at March 31, 2010 despite the stronger Australian dollar.

Fee and commission income

Base fees

Base fee income of A\$76 million for the year ended March 31, 2011 decreased 62% from A\$199 million in the prior fiscal year largely as a result of a 73% decrease in Assets under Management to A\$3.9 billion at March 31, 2011 from A\$14.3 billion at March 31, 2010. The decrease was predominantly due to the conversion of A\$9.6 billion of CMT balances to CMA on July 31, 2010.

CMA do not form part of Assets under Management and income from these accounts is reported in net interest income.

Brokerage and commissions

Brokerage and commission income of A\$260 million for the year ended March 31, 2011 increased 16% from A\$224 million in the prior fiscal year as a result of the full year impact of the acquisition of Macquarie Private Wealth Canada in December 2009 and improving equity market conditions globally. Macquarie Private Wealth Canada contributed A\$64 million in brokerage and commission income in the year ended March 31, 2011.

Other fee and commission income

Other fee and commission income of A\$365 million for the year ended March 31, 2011 increased 38% from A\$264 million in the prior fiscal year mainly due to an increase in platform and other administration fee income.

Funds under Administration on the Australian Wrap platform closed at A\$22.7 billion at March 31, 2011, up from A\$22.5 billion at March 31, 2010. While closing Wrap Funds under Administration on the Australian Wrap platform at March 31, 2011 increased 1% on the prior fiscal year, average volumes of Funds under Administration on the Australian Wrap platform during the year ended March 31, 2011 increased 6% on the prior fiscal year mainly due to the impact of inflows and market volatility. Inflows of A\$2.6 billion were largely offset by negative market movements of A\$2.4 billion.

The decision was taken to exit the UK wrap platform business in November 2010.

Funds under Administration in the Macquarie Professional Series increased 28% from A\$2.9 billion at March 31, 2010 to A\$3.7 billion at March 31, 2011.

Other fee and commission income from Macquarie Private Wealth Canada, which was acquired in December 2009, increased 17% to A\$33 million in the year ended March 31, 2011 from A\$4 million in the prior fiscal year due to the full year impact of the acquisition.

The transfer of some agricultural businesses that were previously part of Macquarie Funds into Banking & Financial Services also contributed to the increase in other fee and commission income in the year ended March 31, 2011. Income from these agricultural businesses accounted for A\$23 million of this income category in the year ended March 31, 2011.

Income from life insurance business and other unit holder businesses

Income from life insurance business and other unit holder business of A\$51 million for the year ended March 31, 2011 increased 28% from A\$40 million in the prior fiscal year, primarily due to growth in the insurance inforce book, which grew 59% to A\$94 million at March 31, 2011 from A\$59 million at March 31, 2010. The inforce book is the aggregate annualized life insurance premium payable for policies issued by the life company, and still paying premiums, at the balance date.

Net trading income

Net trading income of A\$6 million for the year ended March 31, 2011, increased significantly from A\$1 million in the prior fiscal year. Net trading income is not a significant income source for Banking & Financial Services.

Other operating income and charges

Gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale and gain on re-measurement

The gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale of A\$24 million and the gain on re-measurement of A\$18 million in the year ended March 31, 2011 was primarily due to the partial sell down of ownership in Ozforex in November 2010, which recognized a total gain of A\$40 million.

Specific provisions and collective allowance for credit losses

Specific provisions and collective allowance for credit losses of A\$37 million for the year ended March 31, 2011 decreased 18% from A\$45 million in the prior fiscal year. Provision charges in the year ended March 31, 2011 were lower compared to the prior fiscal year across most of the loan portfolio, particularly the capital protected products in Australia as a result of improving equity markets, loans approaching maturity and product redemptions.

Other income

Other income of A\$18 million for the year ended March 31, 2011 increased 200% from \$6 million in the prior fiscal year, primarily due to increased payments from Macquarie Securities in relation to trading products offered to retail clients.

Operating expenses

Total operating expenses of A\$1,214 million for the year ended March 31, 2011 increased 23% from A\$984 million in the prior fiscal year.

Employment expenses

Employment expenses increased 24% from A\$408 million for the prior fiscal year to A\$506 million. While headcount at March 31, 2011 decreased 1%, from 3,268 at March 31, 2010 to 3,228 at March 31, 2011, average headcount in the year ended March 31, 2011 was 19% higher than the prior fiscal year. The increase in average headcount was primarily driven by the acquisition of Macquarie Private Wealth Canada in December 2009, which added 398 staff to Banking & Financial Services at the time of acquisition.

Brokerage and commission expenses

Brokerage and commission expenses of A\$149 million for the year ended March 31, 2011 increased 23% from A\$121 million in the prior fiscal year, which was largely due to increased transactional expenses incurred as a result of increased volumes in products such as the Macquarie Professional Series, insurance premium funding and credit cards.

Other operating expenses

Other operating expenses for the year ended March 31, 2011 of A\$559 million increased 23% from A\$445 million in the prior fiscal year. Expenses associated with the integration of Macquarie Private Wealth Canada and the closure of the UK wrap business contributed to the increase, as well as the contribution of some agricultural products to Banking & Financial Services that had been transferred from Macquarie Funds in the 2011 fiscal year. See “Macquarie Group Limited — Operating groups — Banking & Financial Services.”

Macquarie Funds

	Year ended		Movement ¹
	Mar 11	Mar 10	
	A\$m	A\$m	
Net interest income/(expense)	(120)	(103)	17
Fee and commission income			
Base fees	873	697	25
Performance fees	30	22	36
Mergers and acquisitions, advisory and underwriting fees	21	39	(46)
Other fee and commission income	229	153	50
Total fee and commission income	1,153	911	27
Net trading income/(expense)	8	2	300
Share of net profits/(losses) of associates and joint ventures accounted for using the equity method	112	(170)	large
Other operating income and charges			
Impairment (charge)/writeback on equity investments	(23)	31	large
Impairment charge on non-financial assets	—	(6)	(100)
Gain/(loss) on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale	(5)	238	large
Gain on reclassification of retained investments	95	—	nm
Sale of management rights	14	428	(97)
Specific provisions and collective allowance for credit losses	(13)	(9)	44
Other income	146	53	175
Total other operating income and charges	214	735	(71)
Internal management revenue/(charges)²	43	61	(30)
Total operating income	1,410	1,436	(2)
Operating expenses			
Employment expenses	(312)	(248)	26
Brokerage and commission expenses	(136)	(101)	35
Other operating expenses	(370)	(275)	35
Total operating expenses	(818)	(624)	31
Non-controlling interests ³	10	1	large
Net profit/(loss) contribution	602	813	(26)
Other metrics			
Assets under Management ⁴ (A\$ billion)	305.1	311.0	nm
Headcount ⁵	1,457	1,610	(10)

¹ “nm” indicates that the percentage change was less than 0.5% and therefore not meaningful, and “large” indicates that actual movement was greater than 300%.

² See “— Basis of preparation — Internal transactions — Internal management revenue/(charges)”.

³ The non-controlling interests category adjusts reported consolidated profit or loss for the share that is attributable to non-controlling interests, such that the net profit or loss contribution represents the net profit or loss attributable to ordinary equity holders.

⁴ The CMT, excluded from Assets under Management above, is a Banking & Financial Services product that is managed by Macquarie Funds. The balance of the CMT of A\$9.6 billion was moved to the CMA effective July 31, 2010 following a meeting of unitholders who voted to transition their holdings.

⁵ The acquisition of Delaware Investments in January 2010 contributed 521 staff to headcount.

Macquarie Funds’ net profit contribution of A\$602 million for the year ended March 31, 2011 decreased 26% from A\$813 million in the prior fiscal year. Notwithstanding that the year ended March 31, 2011 benefited from higher fee and commission income as a result of the full year effect of the acquisition of Delaware Investments. The prior fiscal year included significant gains from listed fund initiatives described in “— Fee and commission income — Base fees”. Excluding the gains from listed fund initiatives in both years, net profit contribution increased 105%.

Net interest expense

Net interest expense of A\$120 million for the year ended March 31, 2011 increased 17% from A\$103 million in the prior fiscal year, primarily driven by the full year effect of funding of the investment in Delaware Investments and higher interest rates on Macquarie Funds' other investments.

Fee and commission income

Base fees

Base fee income of A\$873 million for the year ended March 31, 2011 increased 25% from A\$697 million in the prior fiscal year. The increase in base fee income was largely as a result of the full year effect of the acquisition of Delaware Investments, which increased Assets under Management by A\$151 billion in January 2010. At March 31, 2011, Delaware Investments had Assets under Management of A\$153 billion, which contributed A\$393 million to base fees (A\$90 million in the 2010 fiscal year). The increase in Assets under Management as a result of the Delaware Investments acquisition was partially offset by decreases due to listed fund initiatives undertaken during the 2011 fiscal year (including MAp Group, Macquarie Infrastructure Group and the sale of the majority of the listed real estate funds management platform to Charter Hall Group) and the strengthening of the Australian dollar against major currencies, particularly the U.S. dollar. See "Macquarie Group Limited — Operating groups — Macquarie Funds" for a breakdown of Macquarie Funds' Assets under Management by asset class.

Performance fees

Performance fee income of A\$30 million for the year ended March 31, 2011 increased 36% from A\$22 million in the prior fiscal year due to additional performance fees from the sale of co-investments and a performance fee from Macquarie Atlas Roads.

Mergers and acquisitions, advisory and underwriting fees

Mergers and acquisitions, advisory and underwriting fees of A\$21 million for the year ended March 31, 2011 decreased 46% from A\$39 million in the prior fiscal year primarily related to the listed real estate funds transactions, which occurred in the prior fiscal year. The majority of the Australian listed real estate funds management platform was sold to Charter Hall in the 2010 fiscal year.

Other fee and commission income

Other fee and commission income includes brokerage and commission income, structuring fees, capital protection fees, wholesale threshold management fees, income from True Index products and internal fees received for managing and administering investment products on behalf of Banking & Financial Services. See "Macquarie Group Limited — Operating groups — Macquarie Funds" for more information.

Other fee and commission income of A\$229 million for the year ended March 31, 2011 increased 50% from A\$153 million in the prior fiscal year mainly due to distribution service fees in Delaware Investments, which are offset with associated expenses that, for accounting purposes, are recognized in brokerage and commission expense.

Net trading income

Net trading income of A\$8 million for the year ended March 31, 2011 increased 300% from A\$2 million in the prior fiscal year. Net trading income is not a significant income source for Macquarie Funds.

Share of net profits/(losses) of associates and joint ventures accounted for using the equity method

Net equity accounted profits of A\$112 million for the year ended March 31, 2011 increased significantly compared to a A\$170 million loss in the prior fiscal year. The result in the prior fiscal year was driven by the significant market disruption associated with the global financial crisis and the resultant deterioration of the

underlying results of the investments held by funds, and a combined equity accounted loss of A\$82 million from investments in MAp Group, Southern Cross Media Group and Macquarie Infrastructure Group arising from the fees paid to Macquarie by these funds to terminate management arrangements. The profit for the year ended March 31, 2011 reflects improved economic and operating conditions for the investments.

Other operating income and charges

Impairment (charge)/writeback on equity investments

The impairment charge on equity investments for the year ended March 31, 2011 of A\$23 million related to the writedown of listed investments. The writeback of impairment charges of A\$31 million in the prior period was primarily due to write-backs in relation to Macquarie Infrastructure Company and Southern Cross Media Group of A\$23 million and A\$20 million, respectively.

Gain/(loss) on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale

The gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale of A\$238 million in the prior fiscal year was primarily related to income from the sale of Macquarie Communications Infrastructure Management Limited and income in relation to the internalization of management of Ardent Leisure Group.

Gain on reclassification of retained investments

In early September 2010, MGL Group lost significant influence over MAp Group and consequently reclassified its retained investment in MAp Group to available-for-sale. On reclassification, MGL Group was required to re-measure its retained stake in MAp Group to fair value. The gain on reclassification of this investment was A\$95 million.

Sale of management rights

Income from the termination of management arrangements of A\$14 million in the year ended March 31, 2011 related to the sale of the management rights of Macquarie Power and Infrastructure Corporation. Fees to terminate management arrangements of A\$428 million in the prior fiscal year and related to the sale of the management rights of MAp Group, Macquarie Infrastructure Group (A\$42 million) and Southern Cross Media Group (A\$41 million) which were non-recurring transactions.

Specific provisions and collective allowance for credit losses

Specific provisions and collective allowance for credit losses of A\$13 million for the year ended March 31, 2011 increased 44% from A\$9 million in losses in the prior fiscal year. The charges in each period primarily related to specific provisions booked in Macquarie Infrastructure and Real Assets and Specialised Investment Solutions.

Other income

Other income of A\$146 million for the year ended March 31, 2011 increased 175% from A\$53 million in the prior fiscal year. The income for the year ended March 31, 2011 included distributions from MAp Group of A\$83 million subsequent to its reclassification from an associate to an available-for-sale investment. Other income also included a gain on the disposal of Macquarie Funds' investment in Intoll (A\$11 million).

Operating expenses

Total operating expenses of A\$818 million for the year ended March 31, 2011 increased 31% from A\$624 million in the prior fiscal year.

Employment expenses

Employment expenses of A\$312 million for the year ended March 31, 2011 increased 26% from A\$248 million in the prior fiscal year primarily due to the effect of the acquisition of Delaware Investments, which increased average headcount in the 2011 fiscal year.

Brokerage and commission expenses

Brokerage and commission expenses of A\$136 million increased 35% to A\$101 million for the year ended March 31, 2011 in the prior fiscal year. The increase in brokerage and commission expenses was primarily related to distribution expenses in Delaware Investments that were offset with related distribution service fee income that, for accounting purposes, is recognized in other fee and commission income.

Other operating expenses

Other operating expenses of A\$370 million for the year ended March 31, 2011 increased 35% from A\$275 million in the prior fiscal year. The increase in other operating expenses was primarily due to the full year effect of the acquisition of Delaware Investments, which incurred other operating expenses of A\$155 million in the year ended March 31, 2011 (A\$29 million in the prior fiscal year).

Corporate & Asset Finance

	Year ended		Movement ¹
	Mar 11	Mar 10	
	A\$m	A\$m	%
Net interest income/(expense)	583	382	53
Fee and commission income	5	8	(38)
Net trading income/(expense)	(3)	41	large
Share of net profits of associates and joint ventures accounted for using the equity method	9	(5)	large
Other operating income and charges			
Impairment charge/writeback on non-financial assets		(16)	(100)
Impairment charge/writeback on equity investments	(3)	(7)	(57)
Net operating lease income	150	68	121
Specific provisions and collective allowance for credit losses	(40)	(86)	(53)
Other income	64	48	33
Total other operating income and charges	171	7	large
Internal management revenue ²	21	32	(34)
Total operating income	786	465	69
Operating expenses			
Employment expenses	(142)	(99)	43
Other operating expenses	(143)	(109)	31
Total operating expenses	(285)	(208)	37
Non-controlling interests ³	–	(2)	(100)
Net profit/(loss) contribution	501	255	96
Other metrics			
Loan, finance lease and operating lease portfolio (A\$ billion)	17.3	14.2	22
Headcount	888	717	24

¹ “large” indicates that actual movement was greater than 300%.

² See “— Basis of preparation — Internal transactions — Internal management revenue/(charges)”.

³ The non-controlling interests category adjusts reported consolidated profit or loss for the share that is attributable to non-controlling interests, such that the net profit or loss contribution represents the net profit or loss attributable to ordinary equity holders.

Corporate & Asset Finance’s net profit contribution of A\$501 million for the year ended March 31, 2011 increased 96% from A\$255 million in the prior fiscal year primarily due to improved margins and growth of the loan and lease portfolio to A\$17.3 billion at March 31, 2011 from A\$14.2 billion at March 31, 2010 through acquisitions of the ILFC and GMAC portfolios and continued organic growth, which increased net interest income and net operating lease income.

Net interest income

Net interest income of A\$583 million for the year ended March 31, 2011 increased 53% from A\$382 million in the prior fiscal year. The increase was driven by higher margins resulting from the purchase of new finance lease and loan portfolios at a discount, and the full year impact of recent acquisitions. The increase in the loan and finance lease portfolio is mainly due to improved volumes as a result of increased corporate lending and the acquisition of the GMAC portfolio.

Fee and commission income

Fee and commission income of A\$5 million for the year ended March 31, 2011 decreased 38% from A\$8 million for the prior fiscal year. Fee and commission income is not a significant income source for Corporate & Asset Finance.

Net trading income/(expense)

Net trading expense of A\$3 million for the year ended March 31, 2011 compared to income of A\$41 million in the prior fiscal year. The expense in the prior fiscal year resulted from changes to the fair value of options and equity securities that were subsequently sold. There were no equivalent transactions in the year ended March 31, 2011.

Share of net profits of associates and joint ventures accounted for using the equity method

Net equity accounted profits of A\$9 million for the year ended March 31, 2011 increased significantly compared to A\$5 million of losses in the prior fiscal year. Equity accounted income is not a significant income source for Corporate & Asset Finance.

Other operating income and charges

Impairment charge on non-financial assets

There were no impairment charges on non-financial assets during the 2011 fiscal year. The impairment charges of A\$16 million recognized in the prior fiscal year related to investments in the real estate sector.

Net operating lease income

Net operating lease income (net of depreciation) of A\$150 million for the year ended March 31, 2011 increased 121% from A\$68 million in the prior fiscal year largely due to the acquisition of 44 aircraft assets and associated leases from ILFC during the 2011 fiscal year.

Specific provisions and collective allowance for credit losses

Specific provisions and collective allowance for credit losses of A\$40 million for the year ended March 31, 2011 decreased 53% from A\$86 million in the prior fiscal year, mainly due to a reduction in the collective allowance for credit losses due to improved loss rates on the loan and lease portfolio compared to the prior fiscal year.

Other income

Other income of A\$64 million for the year ended March 31, 2011 increased 33% from A\$48 million in the prior fiscal year largely as a result of increased sale of off-lease assets and inventory in the electronics and equipment finance business.

Operating expenses

Total operating expenses of A\$285 million for the year ended March 31, 2011 increased 37% from A\$208 million in the prior fiscal year. The increase was driven by a 43% increase in employment expenses A\$142 million for the year ended March 31, 2011 from A\$99 million in the prior fiscal year, which reflected increased average headcount.

Employment expenses

Employment expenses of A\$142 million increased 43% from A\$99 million driven by a 24% increase in headcount mainly as a result of growth in the business.

Real Estate Banking

	Year ended		Movement ¹
	Mar 11	Mar 10	
	A\$m	A\$m	%
Net interest income/(expense)	(12)	(37)	(68)
Fee and commission income			
Base fees	1	30	(97)
Performance fees	6	35	(83)
Other fee and commission income	5	2	150
Total fee and commission income	12	67	(82)
Net trading income/(expense)	(1)	(6)	(83)
Share of net profits of associates and joint ventures accounted for using the equity method	(5)	(41)	(88)
Other operating income and charges			
Net gains/(losses) on sale of equity investments	31	(33)	large
Impairment charge on equity investments	(20)	(61)	(67)
Impairment charge on non-financial assets	—	(4)	(100)
Specific provisions and collective allowance for credit losses	(31)	(25)	24
Other income	20	21	(5)
Total other operating income and charges	—	(102)	(100)
Internal management revenue/(charges) ²	(2)	5	(140)
Total operating income	(8)	(114)	(93)
Operating expenses			
Employment expenses	(11)	(11)	—
Other operating expenses	(23)	(23)	—
Total operating expenses	(34)	(34)	—
Net profit/(loss) contribution	(42)	(148)	(72)
Other metrics			
Assets under Management (A\$ billion)	0.5	0.4	25
Headcount	57	73	(22)

¹ “large” indicates that actual movement was greater than 300%.

² See “— Basis of preparation — Internal transactions — Internal management revenue/(charges)”.

Real Estate Banking’s net loss contribution of A\$42 million for the year ended March 31, 2011 decreased 72% from a net loss of A\$148 million in the prior fiscal year driven by the recognition of lower asset impairment losses for the year and challenging market conditions.

Net interest income/(expense)

Net interest expense of A\$12 million for the year ended March 31, 2011 decreased from A\$37 million in the prior fiscal year. The reduced charge for the year ended March 31, 2011 reflected a net reduction in the investment portfolio following disposals and write-downs.

Fee and commission income

Base fees

Base fee income of A\$1 million for the year ended March 31, 2011 decreased 97% from A\$30 million in the prior fiscal year. Base fee income of A\$30 million in the prior fiscal year included A\$16 million received from Macquarie Central Office CR-REIT on the sale of the Kukdong building and A\$12 million from Macquarie Office Trust (renamed Charter Hall Office REIT). Accordingly, base fee income for the year ended March 31, 2011 was nominal.

Performance fees

Performance fee income of A\$6 million for the year ended March 31, 2011 decreased 83% from A\$35 million in the prior fiscal year. The prior fiscal year included A\$34 million of fees from the disposal of Macquarie Central Office CR-REIT's Kukdong building in South Korea.

Share of net profits/(losses) of associates and joint ventures accounted for using the equity method

Equity accounted losses of A\$5 million for the year ended March 31, 2011 decreased 88% from equity accounted losses of A\$41 million in the prior fiscal year. This result for the year ended March 31, 2011 was driven by losses in Real Estate Banking's investments in associates, primarily Medallist. The losses in the prior fiscal year was driven by losses in Real Estate Banking's associates, including investments in Medallist and Macquarie Goodman Japan.

Other operating income and charges

Net gains/(losses) on sales of equity investments

The net gain on sales of equity investments of A\$31 million for the year ended March 31, 2011 increased significantly from a A\$33 million loss in the prior fiscal year. The gain in the current year included a profit on disposal of investments in Charter Hall Office Trust, Australian development projects and the US manager for EDT Retail Trust (formerly Macquarie DDR Trust). The net loss for the year ended March 31, 2010 mainly relates to the sale of the Australian listed REIT unit holdings to Charter Hall Group.

Impairment charge on equity investments

The impairment charge on equity investments of A\$20 million for the year ended March 31, 2011 decreased 67% from A\$61 million in the prior fiscal year. The write-downs for the year ended March 31, 2011 related to impairments of an Australian listed REIT investment of A\$8 million and other Australian investments of A\$12 million.

The impairment charge of A\$61 million in the prior fiscal year included A\$28 million relating to offshore investments, A\$9 million relating to Australian listed and unlisted REIT investments and A\$24 million relating to other Australian investments.

Specific provisions and collective allowance for credit losses

Specific provisions and collective allowance for credit losses of A\$31 million for the year ended March 31, 2011 increased 24% from A\$25 million in the prior fiscal year. Provisions during the 2011 fiscal year included amounts provided for loans extended to Medallist.

Operating expenses

Total operating expenses of A\$34 million for the year ended March 31, 2011 were in line with A\$34 million in the prior fiscal year. Operating expenses during the year included transaction costs related to the disposal of investments.

Corporate

	Year ended		Movement ¹
	Mar 11	Mar 10	
	A\$m	A\$m	%
Net interest income/(expense)	319	330	(3)
Fee and commission income/(expense)	75	39	92
Net trading income/(expense)	(35)	(383)	(91)
Share of net profits/(losses) of associates and joint ventures accounted for using the equity method	(1)	(7)	(86)
Other operating income and charges			
Net gains on sale of debt and equity securities	60	28	114
Impairment charge on equity investments	(30)	(1)	large
Gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale	—	128	(100)
Gain on repurchase of debt	—	55	(100)
Specific provisions and collective allowance for credit losses	(15)	6	large
Other income	23	40	(43)
Total other operating income and charges	38	256	(85)
Internal management revenue/(charges)²	(150)	(241)	(38)
Total operating income/(expense)	246	(6)	large
Operating expenses			
Employment expenses	(1,848)	(1,463)	26
Brokerage and commission expenses	(62)	(49)	27
Other operating expenses	564	260	117
Total operating expenses	(1,346)	(1,252)	8
Tax expense	(282)	(201)	40
Macquarie Income Preferred Securities	(4)	(8)	(50)
Macquarie Income Securities	(26)	(21)	24
Other non-controlling interests ³	1	6	(83)
Net profit/(loss) contribution	(1,411)	(1,482)	(5)
Other metrics			
Headcount	5,781	4,800	20

¹ “large” indicates that actual movement was greater than 300%.

² See “— Basis of preparation — Internal transactions — Internal management revenue/(charges)”.

³ The non-controlling interests category adjusts reported consolidated profit or loss for the share that is attributable to non-controlling interests, such that the net profit or loss contribution represents the net profit or loss attributable to ordinary equity holders.

The Corporate segment’s net loss contribution of A\$1,411 million for the year ended March 31, 2011 decreased 5% from a net loss of A\$1,482 million in the prior fiscal year.

Net interest income

Interest income is mainly generated through the investment of MGL’s capital, offset by funding costs not passed on to businesses through Group Treasury. Net interest income of A\$319 million for the year ended March 31, 2011 decreased 3% from A\$330 million in the prior fiscal year. Interest income was mainly generated through the investment of MGL’s capital, offset by funding costs not passed onto the businesses through Group Treasury.

Fee and commissions expense

Fee and commissions expenses primarily relate to internal transactions with operating groups that net out in their entirety on consolidation across MGL Group. External fee and commission income is negligible. Fee and commissions expense of A\$75 million for the year ended March 31, 2011 increased 92% from an expense of A\$39 million in the prior fiscal year. The increase in the year ended March 31, 2011 mainly offsets with a related item that, for accounting purposes, is required to be recognized in brokerage and commission expense.

Net trading income/(expense)

The primary drivers of net trading income/(expense) in the Corporate segment were derivative volatility and the impact of changes in the fair value of fixed rate issued debt. Net trading expense of A\$35 million for the year ended March 31, 2011 decreased 91% from net trading expense of A\$383 million in the prior fiscal year, which included negative fair value adjustments on fixed rate issued debt of A\$255 million. This compared to positive fair value adjustments of A\$9 million for the year ended March 31, 2011.

Other operating income and charges

Net gains on sale of debt and equity securities

Net gains on sale of debt and equity securities of A\$60 million for the year ended March 31, 2011 increased 114% from net gains on sale of debt and equity securities of A\$28 million in the prior fiscal year. Gains in the year ended March 31, 2011 primarily related to liquidity management activities by Group Treasury in the first half of the year.

Impairment charges on equity investments

The impairment charge on equity investments of A\$30 million for the year ended March 31, 2011 increased significantly from A\$1 million in the prior fiscal year and related to investments in the real estate sector.

Gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale

The gain of A\$128 million in the year ended March 31, 2010 largely related to gains from financing the acquisition of Macquarie Income Preferred Securities (MIPS). There were no equivalent transactions in the year ended March 31, 2011.

Gain on repurchase of debt

In the year ended March 31, 2010, MGL Group undertook a buy-back of a portion of MGL Group's outstanding subordinated debt carried at amortized cost at a discount to face value that realized a profit of A\$55 million. There were no equivalent transactions in the year ended March 31, 2011.

Operating expenses

Employment expenses

Employment expenses in the Corporate segment relate to staff profit share, share based payments expense, the impact of mark-to-market adjustments of Director's profit share plan liabilities and the employment costs associated with MGL Group's support functions, including Corporate Affairs, Risk Management and Information Technology.

Employment expenses of A\$1,848 million for the year ended March 31, 2011 increased 26% from A\$1,463 million in the prior fiscal year. The majority of the increase was due to a 20% increase in support function headcount to 5,781 at March 31, 2011, up from 4,800 at March 31, 2010. The growth in Corporate headcount is predominantly due to Information Technology staff increases, reflecting the continued investment in capabilities and technology to support acquisitions and growth of the global operating platform.

Brokerage and commission expenses

Brokerage and commission expenses of A\$62 million for the year ended March 31, 2011 increased 27% from A\$49 million in the prior fiscal year. This primarily related to expenses that were offset with related fee and commission income that, for accounting purposes, is recognized in other fee and commission income.

Other operating expenses

The other operating expenses category in the Corporate segment relates to the recovery of service area costs from the operating groups. The 117% net increase in net recoveries from the prior fiscal year is largely due to the increase in employment costs of the support functions as described above.

International income

International income by region

	Year ended		Movement
	Mar 11	Mar 10	
	A\$m	A\$m	%
Americas.....	2,229	1,349	65
Asia.....	1,150	1,139	1
Europe, Middle East and Africa	1,009	863	17
Total international income	4,388	3,351	31
Australia	2,891	3,098	(7)
Net operating income (excluding earnings on capital and other corporate items)	7,279	6,449	13
Earning on capital and other corporate items	365	189	93
Total net operating income (as reported)	7,644	6,638	15
International income/net operating income (excluding earnings on capital and other corporate items) (%)	60	52	15

Total international income increased 31% to A\$4,388 million for the year ended March 31, 2011 from A\$3,351 million in the prior year. The main drivers of the increase, especially in the Americas, has been the full year effect of recent acquisitions including Delaware Investments, Macquarie Private Wealth Canada FPK, combined with reduced impairment charges. This has been partially offset by the strengthening of the Australian dollar against major currencies since the prior year.

The tables below show a breakdown of our net operating income (excluding earnings on capital and other corporate items) by operating group for the year ended March 31, 2011.

International income by group and region

	Year ended					Total
	Mar 11					
	Americas	Asia	Europe, Middle East and Africa	Total international	Australia	
	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m
Macquarie Securities	190	737	193	1,120	185	1,305
Macquarie Capital.....	294	197	100	591	381	972
Macquarie Funds	724	54	214	922	386	1,378
Fixed Income, Currencies & Commodities	627	103	327	1,057	304	1,361
Corporate & Asset Finance.....	242	30	169	441	324	765
Real Estate Banking.....	(27)	15	(2)	(14)	8	(6)
Banking & Financial Services	179	14	8	201	1,283	1,484
Corporate	–	–	–	–	20	20
Total net operating income (excluding earnings on capital and other corporate items).....	2,229	1,150	1,009	4,388	2,891	7,279

Year ended March 31, 2010 compared to year ended March 31, 2009

During the 2011 fiscal year, MGL Group implemented certain changes to its internal operating groups that impacted the composition of its reporting segments. Investors should note that while the financial information for the year ended March 31, 2011 included in this Report presents our current operating segments following these internal reorganizations, and while in our 2011 financial statements we restated the comparative information for the year ended March 31, 2010 to reflect these internal reorganizations, we were not required to restate the operating segment presentation in the financial statements for earlier fiscal periods. As a result, the operating segments reported in our 2010 annual financial statements and our financial statements for prior fiscal years have not been restated to reflect our current reportable operating segments. Further, the audit reports on those historical financial statements report on historical financial statements that have not been re-presented on the same basis that our 2011 financial statements have been prepared. See “Financial information presentation” for further information.

Results overview

	Year ended		Movement ¹
	Mar 10	Mar 09	
Income statement	A\$m	A\$m	%
Net interest income.....	1,080	938	15
Fee and commission income.....	3,721	4,045	(8)
Net trading income.....	1,299	1,157	12
Share of net profits/(losses) of associates and joint ventures accounted for using the equity method.....	(230)	74	large
Other operating income and charges ²	768	(688)	large
Net operating income	6,638	5,526	20
Employment expenses.....	(3,101)	(2,359)	31
Brokerage and commission expenses.....	(645)	(685)	(6)
Occupancy expenses.....	(482)	(393)	23
Non-salary technology expenses.....	(283)	(263)	8
Other operating expenses.....	(833)	(837)	nm
Total operating expenses	(5,344)	(4,537)	18
Operating profit before income tax.....	1,294	989	31
Income tax benefit/(expense).....	(201)	(15)	large
Profit from ordinary activities after income tax	1,093	974	12
Profit attributable to non-controlling interests	(43)	(103)	(58)
Profit attributable to ordinary equity holders of MGL	1,050	871	21
Key operating metrics			
Expense to income ratio (%).....	80.5	82.1	–
Compensation ratio (%).....	42.9	40.7	–
Effective tax rate (%).....	16	2	–
Basic earnings per share (cents per share).....	320.2	309.6	–
Diluted earnings per share (cents per share).....	317.4	308.6	–
Dividends per share (cents per share).....	186.0	185.0	–
Dividend payout ratio (%).....	60.4	60.2	–
Return on equity (%).....	10.0	9.9	–

¹ “nm” indicates that the percentage change was less than 0.5% and therefore not meaningful, and “large” indicates that actual movement was greater than 300%.

² “Other operating income and charges” includes A\$686 million in total impairment charges and provisions (year ended March 31, 2009: A\$1,788 million).

Consolidated net profit after income tax attributable to ordinary equity holders of A\$1,050 million for the year ended March 31, 2010 increased 21% from A\$871 million in the prior fiscal year primarily due to improving market conditions and growth in existing businesses. Contributions from acquired businesses, including Tristone, FPK, Blackmont and Delaware Investments were not material to MGL Group's net profit for the 2010 fiscal year. See "Financial information presentation — Impact of acquisitions on the 2011 and 2010 fiscal years" for further information.

Net operating income of A\$6,638 million for the year ended March 31, 2010 increased 20% from A\$5,526 million in the prior fiscal year. The main drivers of this increase were:

- a significant increase in other operating income to A\$768 million for the year ended March 31, 2010 from a net loss of A\$688 million in the prior fiscal year, primarily due to an overall reduction in the level of write-downs and impairment charges (net expense of A\$686 million, decreased 62% from a net expense of A\$1,788 million in the prior fiscal year) (see "— Results analysis — Details of impairment charges and provisions" below for further information) and income from the sale of management rights of A\$428 million related to MAp, Macquarie Infrastructure Group and Macquarie Media Group;
- a 15% increase in net interest income to A\$1,080 million for the year ended March 31, 2010 from A\$938 million in the prior fiscal year, primarily due to growth in the higher yielding lending portfolio in Corporate & Asset Finance, which was partially offset by a reduction in volumes in the Australian mortgage portfolio combined with the sale of the margin lending portfolio in January 2009;
- a 12% increase in net trading income to A\$1,299 million for the year ended March 31, 2010 from A\$1,157 million in the prior fiscal year, primarily due to growth in the cash equities business in Macquarie Securities and Fixed Income, Currencies & Commodities (see "— Segment analysis — Macquarie Securities" and "— Segment analysis — Fixed Income, Currencies & Commodities" below for further information), which was partially offset by negative fair value adjustments on fixed rate issued debt (net expense of A\$255 million decreased from net income of A\$179 million in the prior fiscal year); and
- gains from liability management (Macquarie Income Preferred Securities, A\$127 million and subordinated debt, A\$55 million).

These results were partially offset by:

- a share of net equity accounted losses of associates and joint ventures of A\$230 million for the year ended March 31, 2010 down from a net profit of A\$74 million in the prior fiscal year driven by a deterioration in the underlying results of investments due to the significant market disruption experienced in the 2010 fiscal year, termination fees payable in connection with the termination of management agreements with MAp, Macquarie Media Group and Macquarie Infrastructure Group, combined with equity accounted losses predominately from investments in other Macquarie-managed funds;
- an 8% decrease in fee and commission income to A\$3,721 million for the year ended March 31, 2010 from A\$4,045 million in the prior fiscal year, primarily due to minimal performance fee income generated during the period combined with lower mergers and acquisitions, advisory and underwriting fees due to challenging market conditions. Minimal performance fees were generated due to the fact that most listed managed funds did not outperform their predetermined performance benchmarks primarily due to market conditions. The prior fiscal year included a significant performance fee on the termination of the advisory agreement with Bristol Airports Bermuda Limited (formerly Macquarie Airports Group Limited).

Total operating expenses of A\$5,344 million for the year ended March 31, 2010 increased 18% from A\$4,537 million in the prior fiscal year. The increase was largely driven by:

- a 31% increase in employment expenses to A\$3,101 million for the year ended March 31, 2010 from A\$2,359 million in the prior fiscal year, which was primarily due to a 15% increase in headcount mainly from acquisitions during the year, combined with an increase in performance related profit share; and
- a 23% increase in occupancy expenses to A\$482 million from A\$393 million in the prior fiscal year primarily due to new office space in Sydney, London and the United States and recognition of the cost of future surplus leased space.

Income tax expense of A\$201 million increased significantly from A\$15 million in the prior fiscal year, as a result of increased operating profit before income tax, primarily due to improved market conditions and lower levels of write-downs and impairment charges. See “— Results analysis — Income tax expense” below for further information. As a result, the effective tax rate of 16% for the year ended March 31, 2010 increased from 2% in the prior fiscal year.

See “— Results analysis” below for further information on each of these drivers.

Our results for the 2010 fiscal year continued to be affected by trading and market conditions. See “Management’s discussion and analysis of results of operation and financial condition — Trading conditions and market update” above for further information. In addition, the strengthening of the Australian dollar contributed to a reduction in both income and expenses generated offshore.

The compensation ratio of 42.9% for the year ended March 31, 2010 increased from 40.7% in the prior fiscal year due to increased employment expenses as described above.

In May 2009 MGL undertook a A\$540 million capital raising via an institutional private placement, and in June 2009 completed a A\$669 million share purchase plan. These capital initiatives, combined with the increase in profit attributable to ordinary equity holders, resulted in a return on equity for the year ended March 31, 2010 of 10.0% up from 9.9% in the prior fiscal year.

Results analysis

MGL Group presents the information below relating to our financial results on a consolidated MGL Group basis.

Net Interest Income

	Year ended		Movement ¹
	Mar 10	Mar 09	
	A\$m	A\$m	%
Net interest income			
Interest revenue	4,591	6,420	(28)
Interest expense	(3,511)	(5,482)	(36)
Net interest income (as reported)	1,080	938	15
Adjustment for accounting for swaps ²	(117)	(9)	large
Net interest income (as adjusted)	963	929	4

¹ “large” indicates that actual movement was greater than 300%.

² Australian Accounting Standards require internal derivatives hedging interest rate risk (especially swaps) to be carried at fair value through trading income so that both sides are eliminated and only external derivatives can form part of a hedge relationship. This distorts the analysis of net interest income and trading income in each operating group. To assist in the analysis of net interest margins, the impact of accounting for swaps used to economically hedge interest rate risk that is included in trading income for statutory purposes has been adjusted against net interest income and shown separately above.

Adjusted net interest income of A\$963 million for the year ended March 31, 2010, increased 4% from A\$929 million in the prior fiscal year. This increase was primarily driven by the growth of the higher yielding lending portfolio in the Corporate & Asset Finance division which grew 64% in the 2010 fiscal year to A\$13.6 billion (March 31, 2009: A\$8.3 billion). This was partially offset by a reduction in volumes in the Australian mortgage portfolio combined with the sale of the margin lending portfolio in January 2009.

The table below provides further details of adjusted net interest income.

Analysis of net interest margins

	Year ended			Year ended		
	Mar 10			Mar 09		
	Interest	Average Volume	Average Spread	Interest	Average Volume	Average Spread
	A\$m	A\$m	%	A\$m	A\$m	%
Mortgages	183	22,399	0.82	185	27,240	0.68
Other lending areas	680	23,113	2.94	621	26,787	2.32
Total net interest margin from interest bearing assets	863	45,512	1.90	806	54,027	1.49
Other net interest income/(expense) ..	100			123		
Total net interest income (as adjusted)¹	963			929		

¹ Australian Accounting Standards require derivatives hedging interest rate risk to be carried at fair value through trading income so that both sides are eliminated and only external derivatives can form part of a hedge relationship. This distorts the analysis of net interest income and trading income in each operating group. To assist in the analysis of net interest margins, the impact of accounting for swaps used to economically hedge interest rate risk that is included in trading income for statutory purposes has been adjusted against net interest income and shown separately. Refer to the table above under “— Net Interest Income”.

Mortgages

Net interest income from mortgage assets of A\$183 million for the year ended March 31, 2010 decreased 1% from A\$185 million in the prior fiscal year. This was primarily due to the increase in average margins to 82 basis points in the year ended March 31, 2010 from 68 basis points in the prior fiscal year as a result of a decrease in origination costs, which are included in the effective yield, associated with the wind back of the Australian mortgage portfolio. The impact of increased margins was partially offset by a reduction in average mortgage volumes of A\$22.4 billion which decreased 18% from A\$27.2 billion in the prior fiscal year. The main driver of the decrease in average volumes has been a 22% reduction in the size of the Australian mortgage portfolio to A\$14.3 billion at March 31, 2010 from A\$18.3 billion at March 31, 2009 as a result of the decision in March 2008 to wind back the Australian residential origination business.

Origination volumes and margins on the Canadian mortgage loan portfolio improved significantly during the year ended March 31, 2010, due to increased market share. Canadian mortgage originations increased 75% to A\$7.0 billion as at March 31, 2010, an increase of 75% from A\$4.0 billion as at March 31, 2009. The business continues to participate in the Canadian government sponsored Mortgage securitization programme. See “— Segment analysis — Banking & Financial Services” below for further information.

Other lending areas

Net interest income from other lending areas of A\$680 million for the year ended March 31, 2010 increased 10% from A\$621 million in the prior fiscal year. Average margins of 294 basis points for the year ended March 31, 2010 increased from 232 basis points in the prior fiscal year. The increase in average margins and relatively stable lending volumes can be largely attributed to an increase in higher yielding Corporate & Asset Finance loans. Average other lending volumes of \$23.1 billion for the year ended March 31, 2010 decreased 14% from A\$26.8 billion in the prior fiscal year. Although there was an 87% increase in the Corporate & Asset Finance loan and finance lease portfolios to A\$12.9 billion as at March 31, 2010 from A\$6.9 billion for the prior fiscal year, this

has been offset by decreases in other lending portfolios, primarily due to the sale of the margin lending business in January 2009, which, as at September 30, 2008, had a portfolio of A\$2.9 billion.

Other net interest income

Other net interest income includes earnings on capital offset by costs associated with excess liquidity and the funding cost of non-interest bearing assets. Other net interest income of A\$100 million for the year ended March 31, 2010 decreased 19% from A\$123 million in the prior fiscal year. This decrease was mainly driven by decreased earnings on capital resulting from lower interest rates in the year ended March 31, 2010 compared to the prior fiscal year, combined with the cost of holding excess liquidity which carries a negative spread. The negative spread was a result of the rate at which debt was issued being higher than yields generated by the cash and liquid securities in which the funds are invested. The higher cost of funding includes the cost of the Commonwealth Large Deposit and Wholesale Funding Scheme on certain issued debt and deposits.

Fee and commission income

	Year ended		Movement
	Mar 10	Mar 09	
	A\$m	A\$m	%
Fee and commission income			
Base fee income.....	926	921	1
Performance fee income	57	234	(76)
Mergers and acquisitions, advisory and underwriting fees.....	1,085	1,229	(12)
Brokerage and commissions	1,077	1,037	4
Income from life investment contracts and other unit holder investment assets.....	44	55	(20)
Other fee and commission income	532	569	(7)
Total fee and commission income	3,721	4,045	(8)

Total fee and commission income of A\$3,721 million for the year ended March 31, 2010 decreased 8% from A\$4,045 million in the prior fiscal year largely due to a 76% decrease in performance fee income to A\$57 million for the year ended March 31, 2010 from A\$234 million in the prior fiscal year, combined with a 12% decrease in mergers and acquisitions, advisory and underwriting fees to A\$1,085 million for the year ended March 31, 2010 from A\$1,229 million in the prior fiscal year.

Base and performance fees

Base fees of A\$926 million for the year ended March 31, 2010, increased marginally from A\$921 million for the prior fiscal year despite a significant increase in Assets under Management to A\$326 billion as at March 31, 2010 from A\$243 billion as at March 31, 2009. The increase in Assets under Management did not result in a corresponding increase in base fees as the majority of the increase occurred in January 2010 with the acquisition of Delaware Investments, which contributed A\$151 billion of Assets under Management as at March 31, 2010 and A\$90 million of base fees in the year ended March 31, 2010. The increase in Assets under Management was partially offset by the termination of the management agreements between Macquarie Capital and some of its managed funds, including MAp (October 2009) and Macquarie Infrastructure Group (February 2010). See “Macquarie Group Limited—Funds Management Business — Assets under Management” for further discussion on the movements in Assets under Management during the period. Base fees from funds in which management agreements were terminated during the 2010 fiscal year included A\$20 million from MAp (A\$34 million in the prior fiscal year), A\$26 million from MIG (A\$44 million in the prior fiscal year) and A\$nil from MCG (A\$22 million in the prior fiscal year).

Performance fees of A\$57 million for the year ended March 31, 2010 decreased 76% from A\$234 million in the prior fiscal year. Market conditions in the year ended March 31, 2010 continued to be difficult and there were few funds which outperformed their benchmarks which led to low performance fees, however, in the year ended March 31, 2009, we also recognized a significant non-recurring performance fee on the termination of the advisory

agreement with Bristol Airports Bermuda Limited (formerly Macquarie Airports Group Limited) from MAP, which drove the result in the prior fiscal year.

The table below summarizes base and performance fees by operating group and by listed funds, unlisted funds and managed assets. See “— Segment analysis “ below for a discussion of base and performance fees by operating group.

A split of base and performance fees received from listed and unlisted funds is provided in the table below.

	Year ended		Movement
	Mar 10	Mar 09	
	A\$m	A\$m	%
Base fees			
Macquarie Capital			
Listed funds.....	89	140	(36)
Unlisted funds.....	357	366	(2)
Managed assets.....	17	18	(6)
Total Macquarie Capital	463	524	(12)
Real Estate Banking			
Listed funds.....	29	23	26
Unlisted funds.....	1	2	(50)
Managed assets.....	-	1	(100)
Total Real Estate Banking	30	26	15
Macquarie Funds	234	142	65
Banking & Financial Services	199	229	(13)
Total base fee income	926	921	1
Performance fees			
Macquarie Capital			
Listed funds.....	-	29	(100)
Unlisted funds.....	7	132	(95)
Managed assets.....	5	57	(91)
Total Macquarie Capital	12	218	(94)
Real Estate Banking			
Listed funds.....	34	-	-
Unlisted funds.....	-	1	(100)
Managed assets.....	1	1	-
Total Real Estate Banking	35	2	large
Macquarie Funds	10	14	(29)
Total performance fee income	57	234	(76)

¹ “large” indicates that actual movement was greater than 300%.

Mergers and acquisitions, advisory and underwriting fees

Mergers and acquisitions, advisory and underwriting fees of A\$1,085 million for the year ended March 31, 2010 decreased 12% from A\$1,229 million in the prior fiscal year largely due to a reduction in the total value of transactions in which Macquarie Capital participated during the year. While deal activity was up (448 deals in the year ended March 31, 2010 from 299 deals in the prior fiscal year), the total value of deals transacted was significantly lower (approximately A\$121 billion in the year ended March 31, 2010 from approximately A\$203 billion in the prior fiscal year), resulting in lower fee income for the year ended March 31, 2010 compared to

the prior fiscal year. Overall equity capital markets activity was strong and significant transactions during the year included the Myer IPO, the Victorian Desalination Project and Rio Tinto's renounceable rights issue. See "— Segment analysis — Macquarie Capital".

Brokerage and commission

Brokerage and commission income predominantly includes transaction related fees from cash equities services provided to institutional and retail clients. Brokerage and commission income of A\$1,077 million for the year ended March 31, 2010 increased 4% from A\$1,037 million in the prior fiscal year as a result of an increase in trading volumes from the Americas and Europe cash equities greenfield businesses, partially offset by a decrease in Australia due to a higher proportion of lower margin electronic execution.

Other fee and commission income

Other fee and commission income, which includes platform and other administration fee income, of A\$532 million for the year ended March 31, 2010 decreased 7% from A\$569 million in the prior fiscal year largely due to one-off income in Macquarie Capital in the year ended March 31, 2009 that was not repeated in the year ended March 31, 2010.

Platform and other administration fee income of A\$135 million for the year ended March 31, 2010 was broadly in line with the prior fiscal year due to average Wrap Funds under administration in Banking & Financial Services only increasing 3% over the year.

Income from life investment contracts and other unit holder investment assets

Income from life investment contracts and other unit holder investment assets includes income from the provision of life insurance by Macquarie Life and True Index income earned on funds managed by Macquarie Funds. Income from this category of A\$44 million for the year ended March 31, 2010 decreased 20% from A\$55 million in the prior fiscal year largely as a result of reduced income from True Index funds within Macquarie Funds, predominantly in the six months ended September 30, 2009. Macquarie True Index delivers clients pre-tax returns (before buy/sell spreads on transactions). Any under-performance is compensated by MGL and conversely, any out-performance is retained by MGL.

Net trading income

Total adjusted net trading income of A\$1,416 million for the year ended March 31, 2010 increased 21% from A\$1,166 million in the prior fiscal year. The main driver of this increase was significant growth of A\$446 million in equities trading income which was partially offset by the impact of negative fair value adjustments on fixed rate issued debt of A\$255 million on our trading income from interest rate products for the year ended March 31, 2010.

The composition of trading income set out below excludes interest revenue and expense, brokerage and commission revenue and expense, and operating costs of trading activities. See "— Segment analysis — Macquarie Securities" and "— Segment analysis — Fixed Income, Currencies & Commodities" for further discussion of MGL's trading activities.

	Year ended		Movement ¹
	Mar 10	Mar 09	
	A\$m	A\$m	%
Net trading income (as reported)	1,299	1,157	12
Adjustment for accounting for swaps ²	117	9	large
Net trading income (adjusted)	1,416	1,166	21

¹ "large" indicates that actual movement was greater than 300%.

² Australian Accounting Standards require derivatives hedging interest rate risk (especially swaps) to be carried at fair value through trading income unless they form part of a qualifying hedge relationship. This distorts the analysis of net interest income and trading income in each operating group. To assist in the analysis of net interest margins, the impact of accounting for swaps used to economically hedge interest rate risk that is included in trading income for statutory purposes has been adjusted against interest rate products above.

	Year ended		Movement ¹
	Mar 10	Mar 09	
	A\$m	A\$m	
Equities	590	144	large
Commodities.....	665	583	14
Foreign exchange products.....	145	132	10
Interest rate products	16	307	(95)
Net trading income (adjusted)	1,416	1,166	21

¹ “large” indicates that actual movement was greater than 300%.

Equities

Trading income from equity products of A\$590 million for the year ended March 31, 2010 increased significantly from A\$144 million in the prior fiscal year. The increase is due to improved trading conditions across all regions, particularly in the first half of the 2010 fiscal year. The prior fiscal year result was impacted by a number of mark-to-market losses on equity investments carried at fair value through profit or loss, including a A\$101 million loss in relation to a US-listed investment and a provision for losses on BrisConnections.

Revenues from derivative products for the year ended March 31, 2010 were up on the prior fiscal year due to improved trading conditions and an increase in volumes, primarily in Asia. Arbitrage trading activities have continued to contribute strongly to trading profits as a result of favorable markets in exchange traded instruments, particularly in Taiwan, India and South Korea. Structured Equity Finance revenues were down on the prior fiscal year as a result of lower volumes as customers became more risk averse. See “— Segment analysis — Macquarie Capital”.

Commodities

Commodity products income of A\$665 million for the year ended March 31, 2010 increased 14% from A\$583 million in the prior fiscal year. The increase in commodities trading income (including metals, energy and agricultural products) was primarily driven by improved market conditions and a strong contribution from the energy businesses predominately due to the strong performance of energy operations in the United Kingdom and the United States, growth of the global coal business and increased volumes. During the year energy markets experienced generally low volatility together with mixed market liquidity, however more recently market conditions have shown signs of improvement. The Constellation Energy business was acquired in March 2009 and contributed a non-recurring gain in the year ended March 31, 2009. Commodity products income benefitted from a full year trading contribution for the year ended March 31, 2010. Freight markets improved in the year ended March 31, 2010 from the extreme lows experienced in the prior fiscal year. The Metals and Energy Capital division was a strong contributor with all major metals prices recovering over the past 12 months, particularly gold.

Foreign exchange products

A significant reduction in both volatility and turnover in global foreign exchange markets during the year ended March 31, 2010 as compared to the prior fiscal year impacted all foreign exchange market participants. The strong Australian dollar placed additional downward pressure on foreign exchange revenues resulting in a decreased contribution by Fixed Income, Currencies & Commodities’ Fixed Income and Currencies Division. Despite this, trading income from foreign exchange products of A\$145 million for the year ended March 31, 2010 increased 10% from A\$132 million in the prior fiscal year due to the prior fiscal year including the negative impact of foreign exchange movements on impairment provisions.

Interest rate products

Trading income from interest rate products of A\$16 million for the year ended March 31, 2010 decreased 95% from A\$307 million in the prior fiscal year. The key driver of the change from the prior fiscal year is a net A\$255 million expense in the year ended March 31, 2010 relating to the fair value adjustment on fixed rate issued debt, whereas in the prior fiscal year a net A\$179 million gain was recognized. See “— Critical accounting policies and significant judgments — Other financial liabilities at fair value through profit or loss” above for further information.

Excluding the fair value adjustment on fixed rate issued debt, income from interest rate products of A\$271 million increased 112% from A\$128 million in the prior fiscal year. The Credit Trading division and, to a lesser extent, the Emerging Markets division made substantial contributions during the year ended March 31, 2010. Credit Trading revenues were driven by selective expansion into underlying high yield and distressed corporate and debt securities, the extension into client sales and trading, and the rally in credit markets which mirrored equity markets and to a lesser extent Emerging Markets division experienced increased client activity and continued broadening of their products and services. Improving Australian debt market conditions supported increased debt market activity in the Debt Markets division.

Share of net profits of associates and joint ventures

	Year ended		Movement ¹
	Mar 10	Mar 09	
	A\$m	A\$m	%
Share of net profits/(losses) of associates and joint ventures accounted for using the equity method	(230)	74	large

¹ “large” indicates that actual movement was greater than 300%.

Share of net equity accounted losses of associates and joint ventures of A\$230 million for the year ended March 31, 2010 decreased significantly from a gain of A\$74 million in the prior fiscal year. The net loss for the year was driven by a deterioration of the underlying results of investments especially since September 2008 due to the significant market disruption experienced in the 18 months to March 31, 2010 and includes A\$82 million relating to the equity accounting impact of fees to terminate management agreements with MAP, Macquarie Media Group and Macquarie Infrastructure Group, combined with equity accounted losses predominately from investments in other Macquarie-managed funds. See “— Other operating income and charges” and “— Segment analysis — Macquarie Capital” below.

Other operating income and charges

	Year ended		Movement ¹
	Mar 10	Mar 09	
	A\$m	A\$m	
Net gains on sale of investment securities available-for-sale	96	143	(33)
Net gains on sale of associates (including associates held-for-sale) and joint ventures	50	81	(38)
Gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale.....	393	323	22
Impairment charge on investment securities available-for-sale	(77)	(306)	(75)
Impairment charge on investments in associates (including associates held-for-sale) and joint ventures	(357)	(714)	(50)
Impairment charge on disposal groups held-for-sale	-	(192)	(100)
Impairment charge on non-financial assets.....	(36)	(75)	(52)
Sale of management rights.....	428	-	-
Gain on repurchase of debt.....	55	-	-

	Year ended		Movement ¹
	Mar 10	Mar 09	
	A\$m	A\$m	
Net operating lease income.....	138	183	(25)
Net operating income from disposal groups held-for-sale...	–	91	(100)
Dividends/distributions received/receivable.....	22	49	(55)
Collective allowance for credit losses during the period.....	2	(90)	large
Specific provisions	(218)	(411)	(47)
Other income	272	230	18
Total other operating income and charges	768	(688)	large

¹ “large” indicates that actual movement was greater than 300%.

Total other operating income and charges was a net gain of A\$768 million for the year ended March 31, 2010, which increased significantly from a net loss of A\$688 million in the prior fiscal year. Improving market conditions resulted in a significant decrease in impairment charges in the year ended March 31, 2010 to A\$686 million from A\$1,788 million in the prior fiscal year (see “— Results analysis — Details of impairment charges and provisions” below for further information).

In addition, the year ended March 31, 2010 included income of A\$428 million from the sale of management rights relating to MAp, Macquarie Infrastructure Group, Macquarie Communications Infrastructure Group, Macquarie Media Group, Macquarie Leisure Trust and the majority of the Australian real estate funds management platform. See “— Details of impairment charges and provisions” for further detail on impairment charges, including specific loan provisions and collective allowance for credit losses.

Net gains on sale of equity investments (including available-for-sale, associates and joint venture investments) of A\$146 million for the year ended March 31, 2010 decreased 35% from A\$224 million in the prior fiscal year. Significant gains recognized during the year ended March 31, 2010 were from the sale of investments in Moto Hospitality, Miclyn Express, Puget Energy and RP Data. The prior fiscal year included income from the sale of the residual holdings in Boart Longyear and Dyno Nobel and the sale of Red Bee Media.

The gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale of A\$393 million for the year ended March 31, 2010 increased 22% from A\$323 million in the prior fiscal year. The result for the year ended March 31, 2010 included a gain of A\$127 million from a liability management transaction, income from the sale of Macquarie Communications Infrastructure Management Limited and income from the sale of the majority of the Australian real estate funds management platform to Charter Hall Group.

The gain on sale of management rights of A\$428 million related to MAp (A\$345 million), Macquarie Infrastructure Group (A\$42 million) and Macquarie Media Group (A\$41 million).

During the year ended March 31, 2010, a gain of A\$55 million was generated on the repurchase of issued subordinated debt in April 2009. There were no similar gains in the prior fiscal year.

Net operating lease income of A\$138 million for the year ended March 31, 2010 decreased 25% from A\$183 million in the prior fiscal year mainly due to a 35% reduction in the portfolio of operating lease assets to A\$1,295 million at March 31, 2010 from A\$1,999 million at March 31, 2009 as a result of the expiry of a number of leases.

Other income of A\$272 million for the year ended March 31, 2010 increased 18% from A\$230 million in the prior fiscal year, primarily due to an increase in income from sub-leasing activity.

Reconciliation to the statutory income statement

The table below shows the various income statement categories in which impairment charges, equity accounted losses and provisions were recognized for the years ended March 31, 2010 and March 31, 2009.

	Year ended		Movement
	Mar 10	Mar 09	
	A\$m	A\$m	%
Impairment charge on investment securities available-for-sale....	(77)	(306)	(75)
Impairment charge on investments in associates(including associates held-for-sale) and joint ventures	(357)	(714)	(50)
Impairment charge on non-financial assets.....	(36)	(75)	(52)
Collective allowance for credit losses during the period	2	(90)	(102)
Specific provisions	(218)	(411)	(47)
Share of net gains/(losses) of associates and joint ventures accounted for using the equity method (excluding MAp, Macquarie Media Group and Macquarie Infrastructure Group) ¹	(148)	74	(300)
Impairment charge on disposal groups held-for-sale.....	-	(192)	(100)
Net trading losses ²	(20)	(309)	(94)
Total impairment charges and provisions	(854)	(2,023)	(58)

¹ Equity accounted losses are included on the basis that impairment write-downs may have been recognized on MGL's co-investments if such losses had not been recognized. The amount shown above excludes equity accounted losses from MAp, Macquarie Media Group and Macquarie Infrastructure Group. See "— Operating expenses" for further information.

² Selected items included above are carried at fair value through profit or loss. Realized gains and losses and unrealized gains and losses arising from changes in the fair value are recognized as trading income or expense in the income statement in the period in which they arise.

Details of impairment charges and provisions

	Year ended Mar 10								
	Macquarie Capital	Fixed Income, Currencies & Commodities	Macquarie Securities	Banking & Financial Services	Macquarie Funds	Corporate & Asset Finance	Real Estate Banking	Corporate	Total
	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m
Impairments and equity accounted gains/losses									
Listed Macquarie-managed funds.....	2	-	-	-	-	-	(13)	(6)	(17)
Real estate equity investments.....	-	-	-	-	-	-	(143)	(3)	(146)
US portfolios of asset backed securities held as available-for-sale.....	(62)	-	-	-	-	-	-	-	(62)
Resources equity investments.....	-	(3)	-	-	-	-	-	-	(3)
Other equity co-investments (net of equity accounted gains).....	(434)	11	2	(6)	3	1	35	(2)	(390)
Total.....	(494)	8	2	(6)	3	1	(121)	(11)	(618)
Loan impairment									
Real estate loans.....	-	-	-	-	-	-	(24)	-	(24)
Resources loans.....	-	(53)	-	-	-	-	-	-	(53)
Corporate & Asset Finance leasing and lending.....	-	-	-	-	-	(87)	-	-	(87)
Banking & Financial Services business banking.....	-	-	-	(16)	-	-	-	-	(16)
Other loans.....	(11)	-	(2)	(29)	(2)	-	-	8	(36)
Total.....	(11)	(53)	(2)	(45)	(2)	(87)	(24)	8	(216)
Impairments recognized on trading asset positions									
CLO/CDO exposures held in trading portfolio.....	-	(20)	-	-	-	-	-	-	(20)
Total impairment charges and provisions¹.....	(505)	(65)	-	(51)	1	(86)	(145)	(3)	(854)

¹ Total impairment charges and provisions includes Impairment charge on investment securities available-for-sale (A\$77 million); Impairment charge on investments in associates and joint ventures (A\$357 million); Impairment charge on non-financial assets (A\$36 million); Collective allowance for credit losses during the period (A\$2 million); Specific provisions A\$218 million; Share of net losses of associates and joint ventures (A\$148 million); and Net trading losses (A\$20 million).

Total impairment charges and provisions contributed a loss of A\$854 million in aggregate for the year ended March 31, 2010, a 58% decrease from A\$2,023 million in the prior fiscal year. The year ended March 31, 2010 included:

- impairments and equity accounted losses of A\$618 million predominantly in Macquarie Capital and Real Estate Banking (including in relation to listed Macquarie-managed funds of A\$17 million, real estate equity investments of A\$146 million, United States' portfolio of asset backed securities held as available-for-sale of A\$62 million, resources equity investments of A\$3 million and other equity co-investments (net of equity accounted gains) of A\$390 million) compared to A\$1,213 million in the prior fiscal year, which included A\$197 million in relation to losses recognized on the sale of the Italian Mortgages portfolio;
- loan impairments of A\$216 million (A\$218 million specific provisions and A\$2 million collective allowance for credit losses) predominantly in Fixed Income, Currencies & Commodities, Banking & Financial Services and Corporate & Asset Finance (including real estate loans of A\$24 million, resources loans of A\$53 million and other loans of A\$36 million) compared to A\$501 million in the prior fiscal year; and
- impairments recognized on trading asset positions of A\$20 million due to CLO/CDO exposures held in our trading portfolio compared to A\$309 million in the prior fiscal year.

A summary of our critical accounting policies relating to impairment charges and provisions is set forth under “— Critical Accounting Policies and Significant Judgments.”

Operating expenses

	Year ended		Movement %
	Mar 10 A\$m	Mar 09 A\$m	
Operating expenses			
Employment expenses:			
Salary, commissions, superannuation and performance-related profit share.....	(2,595)	(2,098)	24
Share based payments.....	(224)	(128)	75
Provision for annual leave.....	(21)	(19)	11
Provision for long service leave.....	(8)	(2)	300
Total compensation expenses	(2,848)	(2,247)	27
Other employment expenses including on-costs, staff procurement and staff training.....	(253)	(112)	126
Total employment expenses	(3,101)	(2,359)	31
Brokerage and commission expenses.....	(645)	(685)	(6)
Occupancy expenses.....	(482)	(393)	23
Non-salary technology expenses.....	(283)	(263)	8
Professional fees.....	(287)	(325)	(12)
Travel and entertainment.....	(160)	(204)	(22)
Advertising and communication.....	(99)	(92)	8
Other expenses.....	(287)	(216)	33
Total operating expenses	(5,344)	(4,537)	18

Total operating expenses of A\$5,344 million for the year ended March 31, 2010 increased 18% from A\$4,537 million in the prior fiscal year, predominately due to an increase in employment expenses.

Employment expenses of A\$3,101 million for the year ended March 31, 2010 increased 31% from A\$2,359 million in the prior fiscal year due to:

- a 15% increase in headcount to 14,657 at March 31, 2010 from 12,716 at March 31, 2009 mainly due to acquisitions of businesses during the year;
- increased performance-related profit share expense due to an increase in profits;
- an increase in share based payments expense of A\$96 million mainly due to equity awards allocated under the Macquarie Group Employee Retained Equity Plan; and
- an increase in other employment expenses of A\$141 million due to increased staff procurement costs as a result of increased recruitment activity during the year.

Brokerage and commission expense of A\$645 million for the year ended March 31, 2010 decreased 6% from A\$685 million in the prior fiscal year and consisted of an increase in brokerage expense of A\$35 million, offset by a decrease in other fee and commission expense of A\$75 million. The increase in brokerage expense was primarily driven by the growth in volumes over the year for the Credit Trading and Emerging Markets businesses within Fixed Income, Currencies & Commodities. The decrease in other fee and commission expense was due to a one-off transaction expense in Macquarie Capital in the prior fiscal year.

Occupancy expense of A\$482 million for the year ended March 31, 2010 increased 23% from A\$393 million in the prior fiscal year mainly due to increased floor space in Sydney, New York and London to support the increased headcount in those cities.

Other expenses of A\$287 million for the year ended March 31, 2010 increased 33% from A\$216 million in the prior fiscal year largely due to integration expenses relating to various businesses acquired during the year, including Blackmont, Delaware Investments, Tristone and FPK. See “Macquarie Group Limited — Our history and evolution”.

Headcount

Total headcount of 14,657 as at March 31, 2010 increased 15% from 12,716 as at March 31, 2009. The increase was mainly outside of Australia and was driven by acquisitions during the year, including Delaware Investments (521 staff), Blackmont (410 staff) and FPK (267 staff). The increase in the headcount in Australia as at March 31, 2010 was due to organic growth, partially offset by a reduction of approximately 150 staff as part of the sale of the majority of the Australian real estate management platform to Charter Hall Group and a reduction in staff in Macquarie Capital associated with the internalization of management of some of the listed funds during the year.

Our headcount by operating group and region is provided in the table below:

	Year ended		Movement
	Mar 10	Mar 09	
Headcount by operating group			
Macquarie Capital.....	2,148	2,617	(18)
Banking & Financial Services	3,268	2,598	26
Macquarie Securities	1,673	1,540	9
Fixed Income, Currencies & Commodities	884	680	30
Macquarie Funds	1,094	583	88
Real Estate Banking.....	105	136	(23)
Corporate & Asset Finance.....	685	539	27
Total headcount – operating groups	9,857	8,693	13
Total headcount – service areas	4,800	4,023	19
Total headcount	14,657	12,716	15

	Year ended		Movement %
	Mar 10	Mar 09	
Headcount by region			
Australia	7,296	7,243	1
International:			
Americas	3,478	1,931	80
Asia Pacific	2,410	2,207	9
Europe, Middle East and Africa	1,473	1,335	10
Total headcount – International	7,361	5,473	34
Total headcount	14,657	12,716	15
International headcount ratio (%)	50	43	

Income tax expense

	Year ended	
	Mar 10 A\$m	Mar 09 A\$m
Net profit before tax	1,294	989
Add back: write-downs and impairment charges	854	2,044
Net profit before impairments and tax	2,148	3,033
Prima facie tax @ 30%	644	910
Income tax permanent differences	(188)	(282)
Income tax expense (before effect of impairments)	456	628
Implied effective tax rate (%) ¹	22	21
Prima facie tax of write-downs and impairment charges @ 30%	(256)	(613)
Income tax expense/(benefit)	201	(15)
Actual effective tax rate (%) ¹	16	2

¹ The effective tax rate is calculated on net profit before tax and after non-controlling interests. Non-controlling interests reduce net profit before tax by A\$43 million and A\$103 million for the year ended March 31, 2010 and March 31, 2009, respectively.

The effective tax rate for the year ended March 31, 2010 was 16%, which increased from 2% in the prior fiscal year. The increase was largely due to a lower level of write-downs and impairment charges in the year ended March 31, 2010 compared to the prior fiscal year.

The effective tax rate before the impact of write-downs and impairment charges is relatively stable compared to the prior fiscal year.

Segment overview

Summary of segment results

	Macquarie Capital	Fixed Income, Currencies & Commodities	Macquarie Securities	Macquarie Funds	Banking & Financial Services	Corporate & Asset Finance	Real Estate Banking	Corporate	Total
	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m
Year ended March 31, 2010									
Net interest income/(expense).....	(255)	107	(46)	45	551	361	(22)	339	1,080
Fee and commission income.....	1,411	203	977	337	727	6	69	(9)	3,721
Trading income.....	60	1,042	525	19	1	41	(6)	(383)	1,299
Share of net profits of associates and JVs using the equity method.....	(218)	11	2	10	2	1	(31)	(7)	(230)
Other operating income and charges.....	581	37	—	12	(41)	20	(97)	256	768
Internal management revenue/(charge).....	110	80	22	4	11	27	(13)	(241)	—
Net operating income.....	1,689	1,480	1,480	427	1,251	456	(100)	(45)	6,638
Total operating expenses.....	(1,019)	(653)	(900)	(333)	(984)	(190)	(52)	(1,213)	(5,344)
Profit before tax.....	670	827	580	94	267	266	(152)	(1,258)	1,294
Tax expense.....	—	—	—	—	—	—	—	(201)	(201)
Profit attributable to non-controlling interest.....	(13)	—	—	1	(6)	(2)	—	(23)	(43)
Net profit/(loss) contribution.....	657	827	580	95	261	264	(152)	(1,482)	1,050
Year ended March 31, 2009									
Net interest income/(expense).....	(381)	34	13	65	425	129	(4)	657	938
Fee and commission income.....	2,078	166	844	285	697	14	49	(88)	4,045
Trading income.....	(239)	893	362	(10)	(38)	(9)	(6)	204	1,157
Share of net profits of associates and JVs using the equity method.....	10	69	3	(12)	(7)	(1)	5	7	74
Other operating income and charges.....	(196)	(191)	1	5	(250)	61	(300)	182	(688)
Internal management revenue/(charges).....	256	66	121	4	(22)	17	(12)	(430)	—
Net operating income.....	1,528	1,037	1,344	337	805	211	(268)	532	5,526
Total operating expenses.....	(1,240)	(529)	(1,069)	(292)	(898)	(143)	(94)	(272)	(4,537)
Profit before tax.....	288	508	275	45	(93)	68	(362)	260	989
Tax expense.....	—	—	—	—	—	—	—	(15)	(15)
Profit attributable to non-controlling interests.....	(31)	1	—	—	(6)	(2)	—	(65)	(103)
Net profit/(loss) contribution.....	257	509	275	45	(99)	66	(362)	180	871

Basis of preparation

MGL Group segments

MGL Group applies AASB 8 “Operating Segments” which requires the “management approach” to disclosing information about our reportable segments. The financial information is reported on the same basis as is used internally by senior management for evaluating operating segment performance and for deciding how to allocate resources to operating segments. Such information is produced using different measures to those used in preparing the income statement.

For internal reporting and risk management purposes, MGL Group was divided during the years ended March 31, 2010 and 2009 into five operating groups and two divisions, as set forth below.

Operating groups:

- Macquarie Capital
- Fixed Income, Currencies & Commodities (formerly Treasury & Commodities)
- Macquarie Securities
- Banking & Financial Services
- Macquarie Funds

Divisions:

- Corporate & Asset Finance
- Real Estate Banking

In addition, a separate Corporate segment includes Group Treasury, head office and central support functions. The Corporate segment includes unallocated head office costs, employment related costs, earnings on capital, non-trading derivative volatility, income tax expense and expenses attributable to non-controlling interests. The Corporate segment also includes the impact of changes in credit spread on fixed rate issued debt that are classified as fair value through the profit or loss statement.

MGL operating group restructures

There were no restructures of operating groups in the period between March 31, 2009 and March 31, 2010.

Treasury and Commodities was renamed Fixed Income, Currencies & Commodities during the year to more accurately reflect the services provided by the operating group since the relocation of Group Treasury to Corporate in October 2007.

Internal transactions

Any transactions or transfers between segments have been determined on what MGL believes is an arm’s-length basis and are included within the relevant categories of income. These transactions eliminate on aggregation/consolidation. Below is a selection of the key policies applied to internal transactions.

Internal funding arrangements. Group Treasury has the responsibility for maintaining the funding for MGL Group, and operating groups obtain their funding from Group Treasury. The interest rates charged by Group Treasury are determined by the types of assets being funded and the term of the funding, and are fully costed.

Operating groups may only source funding directly from external sources generally when there is recourse only to the assets being funded and not to MGL Group.

Transactions between operating groups. Operating groups that enter into arrangements with other operating groups must do so on commercial terms. There is a requirement for accounting symmetry in such transactions, and a profit in one operating group must be offset with an equal and opposite loss in the other operating group.

Service area recoveries. Service areas recover their costs to operating groups on either a time and effort allocation basis or a fee for service basis. Where appropriate, recoveries include a relevant profit mark up, for example charges for services that cross tax jurisdictions.

Internal management revenue/(charges). Internal management revenue/(charges) are primarily used to recognize an operating group's contribution to income tax expenses and benefits. Non-assessable income generated by an operating group results in a benefit added to in that operating group's operating result. Conversely a non-deductible expense results in a charge to the operating result. These management charges are offset by an equal and opposite amount recognized in the Corporate segment such that on aggregation the total nets to nil.

Presentation of segment income statements

The income statements in the following pages for each of the reported segments are in some cases summarized by grouping non-material balances together. Where appropriate, all material or key balances have been reported separately to provide users with the most relevant information.

Segment analysis

Macquarie Capital

	Year ended		Movement ¹
	Mar 10	Mar 09	
	A\$m	A\$m	%
Net interest income/(expense)	(255)	(381)	(33)
Fee and commission income			
Base fees	463	524	(12)
Performance fees	12	218	(94)
Mergers and acquisitions, advisory and underwriting	1,035	1,156	(10)
Brokerage and commissions	66	61	8
Other fee and commission income/(expenses)	(165)	119	large
Total fee and commission income	1,411	2,078	(32)
Net trading income	60	(239)	large
Share of net profits of associates and joint ventures accounted for using the equity method	(218)	10	large
Other operating income and charges			
Net gains on sale of equity investments	84	211	(60)
Impairment charge on equity investments	(346)	(696)	(50)
Impairment charge on non-financial assets	(12)	—	—
Net operating income from disposal groups held-for-sale	—	94	(100)
Gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale	257	70	267
Sale of management rights	428	—	—
Net operating lease income	66	70	(6)
Specific provisions and collective allowance for credit losses	(11)	(33)	(67)
Other income	115	88	31
Total other operating income and charges	581	(196)	large
Internal management revenue/(charges)²	110	256	(57)

	Year ended		Movement ¹
	Mar 10	Mar 09	
	A\$m	A\$m	%
Total operating income	1,689	1,528	11
Operating expenses			
Employment expenses	(514)	(618)	(17)
Brokerage and commission expenses	(38)	(97)	(61)
Other operating expenses.....	(467)	(525)	(11)
Total operating expenses	(1,019)	(1,240)	(18)
Non-controlling interests ³	(13)	(31)	(58)
Net profit/(loss) contribution	657	257	156
Other metrics			
Equity under management (A\$ billion)	38.6	53.3	(28)
Assets under Management (A\$ billion)	96.5	159.5	(39)
Headcount.....	2,148	2,617	(18)

¹ “large” indicates that actual movement was greater than 300%.

² See “— Basis of preparation — Internal transactions — Internal management revenue/(charges)”.

³ The non-controlling interests category adjusts reported consolidated profit or loss for the share that is attributable to non-controlling interests, such that the net profit or loss contribution represents the net profit or loss attributable to ordinary equity holders.

Macquarie Capital’s net profit contribution of A\$657 million for the year ended March 31, 2010 increased 156% from A\$257 million in the prior fiscal year due to a number of factors discussed in detail below, principally an A\$428 million gain on the sale of management rights in Macquarie-managed funds during the year ended March 31, 2010 and a reduction of impairment charges on equity investments from A\$696 million in the prior fiscal year to A\$346 million in the year to March 31, 2010.

Net interest expense

Net interest expense of A\$255 million for the year ended March 31, 2010 decreased 33% from A\$381 million in the prior fiscal year. This reduction mainly reflects interest expense on borrowings for principal investments which decreased in line with lower interest rates during the year ended March 31, 2010 compared to the prior fiscal year.

Base fee income

Base fee income of A\$463 million for the year ended March 31, 2010 decreased 12% from A\$524 million in the prior fiscal year. Base fee income is driven by Assets under Management and is derived from the management of funds. Base fees from listed funds recognized during the year included Macquarie Infrastructure Group (A\$26 million) and MAp (A\$20 million).

The decrease in base fees was due to lower Equity under Management resulting from the termination of the MAp Management Limited management resources agreement with Macquarie Capital Group Limited, the disposal of the Macquarie Communications Infrastructure Group manager, lower listed security prices and unfavorable movements in foreign exchange rates.

Performance fee income

Performance fees of A\$12 million for the year ended March 31, 2010 decreased 94% from A\$218 million in the prior fiscal year. Minimal performance fees were generated for the year ended March 31, 2010. A significant contributor to the prior fiscal year was the performance fee on the termination of the advisory agreement with Bristol Airports Bermuda Limited (formerly MAp Group Limited).

Mergers and acquisitions, advisory and underwriting income

Mergers and acquisitions, advisory and underwriting income of A\$1,035 million for the year ended March 31, 2010 decreased 10% from A\$1,156 million in the prior fiscal year reflecting the difficult conditions in the Americas and Europe. The volume of deals in which MGL participated for the year ended March 31, 2010 (448 deals valued at approximately A\$121 billion) was higher compared to the prior fiscal year but lower in total value (299 deals valued at approximately A\$203 billion, including two large deals valued at A\$78 billion).

For a list of significant advisory deals completed for the year ended March 31, 2010, see “Macquarie Group Limited — Operating groups — Macquarie Capital”.

Other fee and commission income

Other fee and commission losses of A\$165 million for the year ended March 31, 2010 compares with a A\$119 million profit in the prior fiscal year. The loss for the year ended March 31, 2010 was driven by an increase in payments to Macquarie Securities Group on equity underwriting deals. The prior fiscal year profit included income from a one-off transaction and the write back of a provision.

Net trading income

Net trading income of A\$60 million for the year ended March 31, 2010 increased 125% from a loss of A\$239 million in the prior fiscal year. The year ended March 31, 2010 included a realized profit of A\$8 million in relation to a United States listed investment and unrealized profit on warrants and options of A\$55 million. The loss in the prior fiscal year included mark-to-market losses in relation to a United States listed investment of A\$101 million, a provision for losses on BrisConnections and net mark-to-market losses on a number of other listed investments carried at fair value through profit or loss.

Share of net profits of associates and joint ventures accounted for using the equity method

Net equity accounted losses of A\$218 million for the year ended March 31, 2010 increased significantly from a A\$10 million net profit in the prior fiscal year driven by a deterioration of the underlying results of investments due to the significant market disruption experienced over the past year. Net equity accounted losses of A\$87 million were booked for the year ended March 31, 2010 for listed associates. This included a combined equity accounted loss of A\$82 million from its investments in MAp Group, Southern Cross Media Group and Macquarie Infrastructure Group arising from the A\$428 million of fees paid to MGL to terminate management arrangements. Equity accounted losses recognized in relation to unlisted associates of A\$225 million reflected the impairment of some investments held by unlisted associates during the year. This was offset by equity accounted profits in relation to unlisted associates of A\$94 million.

Net gains on sale of equity investments

Net gains on sale of equity investments of A\$84 million for the year ended March 31, 2010 decreased 60% from A\$211 million in the prior fiscal year. The net gain for the year ended March 31, 2010 included the sale of investments in listed securities held as available-for-sale and the sale or partial sale of unlisted equity investments. Contributors to this income included the sale of Moto Hospitality, Miclyn Express, Puget Energy and RP Data. The prior fiscal year included income from the sale of the residual holdings in Boart Longyear Limited and Dyno Nobel and the sale of Red Bee Media.

Impairment charges on equity investments

Impairment charges on equity investments of A\$346 million for the year ended March 31, 2010 decreased 50% from A\$696 million in the prior fiscal year. The charges relate to the write-down of equity investments of A\$327 million and the write-down of a United States portfolio of asset-backed securities held as available-for-sale of A\$62 million offset by write-backs in relation to Macquarie Infrastructure Company (A\$23 million) and Southern Cross Media Group (A\$20 million).

The prior fiscal year impairment charges related to the write-down of holdings in listed securities of A\$355 million (including Macquarie Infrastructure Group, Macquarie Infrastructure Company, Macquarie Media Group and DUET), certain unlisted equity accounted investments (A\$286 million), and the write-down of a United States portfolio of asset-backed securities held as available-for-sale (A\$55 million).

Impairment charge on non-financial assets

The impairment charge on non-financial assets of A\$12 million for the year ended March 31, 2010 was for the impairment of intangibles relating to a consolidated investment and impairment of management rights. There were no impairment charges on non-financial assets in the prior fiscal year.

Gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale

The gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale of A\$257 million for the year ended March 31, 2010 increased 267% from A\$70 million in the prior fiscal year. The gain for the year ended March 31, 2010 related to income from the sale of Macquarie Communications Infrastructure Management Limited, income in relation to the internalization of management of MLT, income from the sale of the majority of the Australian real estate funds management platform (Macquarie CountryWide Trust, Macquarie Office Trust and three unlisted real estate funds) to Charter Hall Group and income from the sale of the Microstar assets. The prior fiscal year included the sale of the Longview Oil and Gas assets.

Sale of management rights

Fees to terminate management arrangements of A\$428 million were recognized for the year ended March 31, 2010, including A\$345 million relating to MAp, A\$42 million relating to Macquarie Infrastructure Group and A\$41 million relating to Macquarie Media Group. There were no gains on sale of management rights in the prior fiscal year.

Operating expenses

Total operating expenses of A\$1,019 million for the year ended March 31, 2010 decreased 18% from A\$1,240 million in the prior fiscal year.

Employment expenses of A\$514 million for the year ended March 31, 2010 decreased 17% from A\$618 million in the prior fiscal year, primarily reflecting an 18% reduction in headcount mainly due to a reduction in staff associated with the internalization of management of some of the listed funds during the year.

Foreign exchange movements had a favorable impact on employment expenses as the Australian dollar strengthened against the currencies in the majority of countries where Macquarie Capital operates, decreasing offshore employment costs.

Brokerage and commission expenses of A\$38 million for the year ended March 31, 2010 decreased 61% from A\$97 million in the prior fiscal year, primarily due to the effect of a one-off transaction expense in the prior fiscal year.

Other operating expense of A\$467 million for the year ended March 31, 2010 decreased 11% from A\$525 million in the prior fiscal year, primarily due to a decrease in other direct costs and recoveries driven by the lower average headcount and cost saving initiatives undertaken by Macquarie Capital. This was partially offset by integration costs of acquired businesses during the year including Tristone (August 2009) and FPK (November 2009). See “Macquarie Group Limited — Operating groups — Macquarie Capital” for more information. Foreign exchange movements had a favorable impact on other operating expenses as the Australian dollar strengthened against the currencies in the majority of countries where Macquarie Capital operates.

Fixed Income, Currencies & Commodities

	Year ended		Movement ¹
	Mar 10	Mar 09	
	A\$m	A\$m	%
Net trading income (including net interest income)²			
Commodities.....	713	650	10
Foreign exchange products.....	93	164	(43)
Interest rate products.....	343	113	204
Total net trading income (including net interest income)	1,149	927	24
Fee and commission income			
Brokerage and commissions.....	69	86	(20)
Other fee and commission income.....	134	80	68
Total fee and commission income	203	166	22
Share of net profits of associates and joint ventures accounted for using the equity method	11	69	(84)
Other operating income and charges			
Net gains/(losses) on sale of equity investments.....	64	10	large
Impairment charge on equity investments ³	(3)	(120)	(98)
Specific provisions and collective allowance for credit losses ³	(53)	(160)	(67)
Other income.....	29	79	(63)
Total other operating income and charges	37	(191)	large
Internal management revenue/(charges)⁴	80	66	21
Total operating income	1,480	1,037	43
Operating expenses			
Employment expenses.....	(209)	(175)	19
Brokerage and commission expenses.....	(177)	(91)	95
Other operating expenses.....	(267)	(263)	2
Total operating expenses	(653)	(529)	23
Non-controlling interests ⁵	—	1	(100)
Net profit/(loss) contribution	827	509	62
Other metrics			
Headcount.....	884	680	30

¹ “large” indicates that actual movement was greater than 300%.

² The relative contribution of net interest income and trading income to income from trading activities can vary from period to period depending on the underlying trading strategies undertaken by MGL and its clients. As such, to obtain a more complete view of Fixed Income, Currencies & Commodities’ trading activities, net interest income has been combined with trading income above. The categories of trading income above are based on business lines within Fixed Income, Currencies & Commodities.

³ See “— Basis of preparation — Internal transactions — Internal management revenue/(charges)”. Impairments recognized in trading income totaled A\$20 million for the year ended March 31, 2010 (year ended March 31, 2009: A\$50 million).

⁴ See “— Basis of preparation — Internal transactions — Internal management revenue/(charges)”.

⁵ The non-controlling interests category adjusts reported consolidated profit or loss for the share that is attributable to non-controlling interests, such that the net profit or loss contribution represents the net profit or loss attributable to ordinary equity holders.

Fixed Income, Currencies & Commodities’ net profit contribution of A\$827 million for the year ended March 31, 2010 increased 62% from A\$509 million in the prior fiscal year, primarily due to a decrease in impairment charges and provisions, combined with improved trading conditions.

Commodities trading income

Commodities trading income of A\$713 million for the year ended March 31, 2010 increased 10% from A\$650 million in the prior fiscal year.

Trading income in the Energy Markets division was up on the prior fiscal year, particularly related to the consolidation and growth of the Macquarie Energy franchise in the United States gas and power business. Transaction volumes and trading revenues in the division's Corona and Macquarie Energy businesses benefitted from the cold northern hemisphere winter. During the year the Energy Markets division's primary markets experienced generally low volatility together with mixed market liquidity, however more recently, conditions have shown signs of improvement. The Constellation Energy business was acquired in March 2009 and contributed a non-recurring gain for the year ended March 31, 2009. Commodity products income benefitted from a full year trading contribution for the year ended March 31, 2010.

Trading income from the Agricultural Commodities business was broadly in line with the prior fiscal year although Fixed Income, Currencies & Commodities are witnessing a return of confidence in agricultural commodity markets after the global financial crisis of 2009. The freight markets have also improved from the extreme lows experienced in the prior fiscal year. The Metals and Energy Capital division was a strong contributor with substantially all metals prices recovering, particularly gold.

Foreign exchange products trading income

Trading income on foreign exchange products of A\$93 million for the year ended March 31, 2010 decreased 43% from A\$164 million in the prior fiscal year. A significant reduction in both volatility and turnover in global foreign exchange markets during the year impacted results. The strong Australian dollar relative to most major trading currencies placed additional downward pressure on foreign exchange revenues.

Interest rate products trading income

Trading income on interest rate products of A\$343 million for the year ended March 31, 2010 increased 204% from A\$113 million in the prior fiscal year. The Credit Trading division and, to a lesser extent, Emerging Markets division made substantial contributions during the year ended March 31, 2010. Credit Trading revenues were driven by selective expansion into underlying high yield and distressed corporate and debt securities, extension into client sales and trading, and the rally in credit markets which mirrored equity markets. Emerging Market revenues were underpinned by increased client activity, continued broadening of the products and services and its geographical expansion into the United States and Europe. Improving Australian debt market conditions supported increased debt market activity and provided opportunities for the Debt Markets Division.

Fee and commission income

Fee and commission income of A\$203 million for the year ended March 31, 2010 increased 22% from A\$166 million in the prior fiscal year. The development of the client sales and trading business within the Credit Trading Division and the Emerging Markets Division's private capital markets and advisory business have been significant contributors to the growth in other fee income for MGL Group. The Futures division contribution experienced similar levels of activity as the prior fiscal year.

Net gains/(losses) on sale of equity investments

Net gains on sale of equity investments of A\$64 million for the year ended March 31, 2010 increased significantly from A\$10 million in the prior fiscal year due to increased volumes.

Impairment charge on equity investments

Minimal impairment charges on equity investments of A\$3 million were recognized for the year ended March 31, 2010. The A\$120 million impairment charge in the prior fiscal year mainly related to listed equity investments in the resources sector.

Specific provisions and collective allowance for credit losses

Net loan charges of A\$53 million for the year ended March 31, 2010 decreased 67% from A\$160 million in the prior fiscal year principally due to improved market conditions. There were A\$55 million in net specific provisions raised in relation to loans in the energy capital and agricultural commodities sectors, combined with a decrease in the collective allowance for credit losses of A\$2 million.

Other income

Other income of A\$29 million for the year ended March 31, 2010 decreased 63% from A\$79 million in the prior fiscal year. Income in the prior fiscal year included A\$52 million from other asset sales reflecting the gain on sale of a number of resources related net profit interests (a right to a share of the production or the proceeds from production derived from petroleum and natural gas rights without the obligation to pay any of the costs of exploration and development) in the Metals & Energy Capital Division. Net profit interest sales in the year ended March 31, 2010 were negligible.

Operating expenses

Total operating expenses of A\$653 million for the year ended March 31, 2010 increased 23% from A\$529 million in the prior fiscal year. Employment expenses of A\$209 million for the year ended March 31, 2010 increased 19% from A\$175 million in the prior fiscal year. Headcount growth of 30% from 680 at March 31, 2009 to 884 at March 31, 2010 has occurred largely in the United States and the United Kingdom as a result of acquisitions conducted in those areas. Notwithstanding the increased headcount, employment expenses benefited from the strengthening of the Australian dollar in the year ended March 31, 2010.

Brokerage and commission expenses of A\$177 million for the year ended March 31, 2010 increased 95% from A\$91 million in the prior fiscal year. This increase was primarily a result of the growth in volumes over the year for the Credit Trading and Emerging Markets businesses.

Other operating expenses of A\$267 million for the year ended March 31, 2010 increased 2% from A\$263 million in the prior fiscal year. Other operating expenses primarily relate to internal charges for services provided by the central support functions.

Macquarie Securities

	Year ended		Movement
	Mar 10 A\$m	Mar 09 A\$m	%
Net trading income (including net interest income)¹	479	375	28
Fee and commission income			
Brokerage and commissions	714	688	4
Other fee and commission income	263	156	69
Total fee and commission income	977	844	16
Share of net profits of associates and joint ventures accounted for using the equity method	2	3	(33)
Other operating income and charges	—	1	(100)
Internal management revenue/(charges)²	22	121	(82)
Total operating income	1,480	1,344	10
Operating expenses			
Employment expenses	(278)	(339)	(18)
Brokerage and commission expenses	(218)	(256)	(15)
Other operating expenses	(404)	(474)	(15)
Total operating expenses	(900)	(1,069)	(16)
Net profit/(loss) contribution	580	275	111
Other metrics			
Headcount	1,673	1,540	9

¹ The relative contribution of net interest income and trading income to income from trading activities can vary from period to period depending on the underlying trading strategies undertaken by MGL and its clients. As such, to obtain a more complete view of Macquarie Securities Group's trading activities, net interest income has been combined with trading income above.

² See "— Basis of preparation — Internal transactions — Internal management revenue/(charges)". There were no impairments taken through trading income for the year ended March 31, 2010 (year ended March 31, 2009: A\$35 million).

Macquarie Securities' net profit contribution of A\$580 million for the year ended March 31, 2010 increased 111% from A\$275 million in the prior fiscal year primarily due to improved conditions in a number of markets, especially in the first half of the year, and a lower average headcount.

Net trading income (including net interest income)

Net trading income (including net interest income) of A\$479 million for the year ended March 31, 2010 increased 28% from A\$375 million in the prior fiscal year. Derivatives revenues were up on the prior fiscal year due to improved trading conditions, primarily in Asia. Arbitrage Trading activities have continued to contribute strongly to trading profits as a result of favorable markets in exchange traded instruments, particularly in Taiwan, India and South Korea. Structured Equity Finance revenues were down significantly on the prior fiscal year as a result of lower volumes. The prior fiscal year included a provision for losses on BrisConnections of A\$35 million.

Brokerage and commissions

Brokerage and commission income of A\$714 million for the year ended March 31, 2010 increased 4% from A\$688 million in the prior fiscal year. Brokerage and commission income predominantly includes transaction related fees from cash equities services provided to institutional clients, including internal clients. The increase is primarily the result of continued growth of the American and European greenfield businesses together with the impact of the recent FPK and Tristone acquisitions in these regions and growth in market share, partially offset by the stronger performance of the Australian dollar. See "Macquarie Group Limited — Operating groups — Macquarie Securities" for more information.

In Australia, ASX market turnover increased 3% on the prior fiscal year, and across Asia markets (excluding Japan) total turnover increased 11% on the prior fiscal year. Growth in market share was achieved in Australia, Hong Kong, Japan, Taiwan, South Korea, Canada and South Africa. Average commissions achieved continue to be impacted by the increasing proportion of lower margin electronic trading.

Other fee and commission income

Other fee and commission income of A\$263 million for the year ended March 31, 2010 increased 69% from A\$156 million in the prior fiscal year. Other fee and commission income consists primarily of equity capital markets fees. Capital raising activity was strong during the year ended March 31, 2010 in Australia, Asia and Canada, with notable transactions for the period including Rio Tinto's US\$15.2 billion renounceable rights issue featuring Macquarie Securities as joint global coordinator, underwriter and bookrunner.

Operating expenses

Total operating expenses of A\$900 million for the year ended March 31, 2010 decreased 16% from A\$1,069 million in the prior fiscal year, benefitting from a stronger Australian dollar and a reduction in average headcount for the year ended March 31, 2010.

Employment expenses of A\$278 million for the year ended March 31, 2010 decreased 18% from A\$339 million in the prior fiscal year. Despite overall headcount increasing by 9% for the year ended March 31, 2010, this increase was primarily incurred towards the end of the year ended March 31, 2010 as a result of the acquisitions of Tristone and FPK. For more information see "Macquarie Group Limited — Operating groups — Macquarie Securities". During the year ended March 31, 2010, average headcount was down 4% on the prior fiscal year.

Brokerage and commission expenses of A\$218 million for the year ended March 31, 2010 decreased 15% from A\$256 million in the prior fiscal year. The decrease in brokerage and commission expenses was driven mainly by lower trading volumes and reduced brokerage rates during the year ended March 31, 2010.

Other operating expenses of A\$404 million for the year ended March 31, 2010 decreased 15% from A\$474 million in the prior fiscal year. The decrease was predominantly driven by lower average headcount and expense rationalization.

Banking & Financial Services

	Year ended		Movement ¹
	Mar 10	Mar 09	
	A\$m	A\$m	%
Net interest income/(expense)	551	425	30
Fee and commission income			
Base fees	199	229	(13)
Brokerage and commissions	224	198	13
Other fee and commission income	264	240	10
Income from life insurance business and other unit holder businesses	40	30	33
Total fee and commission income	727	697	4
Net trading income	1	(38)	large
Share of net profits of associates and joint ventures accounted for using the equity method	2	(7)	129
Other operating income and charges			
Net gains on sale of equity investments	2	(2)	200
Impairment charge on equity investments and disposal groups held-for-sale ²	(5)	(214)	(98)
Impairment charge on non-financial assets	(3)	(2)	50
Gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale	4	57	(93)
Specific provisions and collective allowance for credit losses	(45)	(96)	(53)
Other income	6	7	(14)
Total other operating income and charges	(41)	(250)	(84)
Internal management revenue/(charges) ³	11	(22)	150
Total operating income	1,251	805	55
Operating expenses			
Employment expenses	(408)	(394)	4
Brokerage and commission expenses	(121)	(140)	(14)
Other operating expenses	(455)	(364)	25
Total operating expenses	(984)	(898)	10
Non-controlling interests ⁴	(6)	(6)	—
Net profit/(loss) contribution	261	(99)	large
Other metrics			
Assets under Management ⁵ (A\$ billion)	14.3	19.2	(26)
Headcount	3,268	2,598	26

¹ “large” indicates that actual movement was greater than 300%.

² There were no impairments recognized in trading income for the year ended March 31, 2010 (year ended March 31, 2009: A\$24 million).

³ See “— Basis of preparation — Internal transactions — Internal management revenue/(charges)”.

⁴ The non-controlling interests category adjusts reported consolidated profit or loss for the share that is attributable to non-controlling interests, such that the net profit or loss contribution represents the net profit or loss attributable to ordinary equity holders.

⁵ The CMT, included in Assets under Management above, is a Banking & Financial Services product that is managed by Macquarie Funds. The CMT closed at A\$10.0 billion at March 31, 2010 (year ended March 31, 2009: A\$14.7 billion).

⁶ Funds under management/advice/administration includes Assets under Management plus items such as funds on Banking & Financial Services platforms (e.g., Wrap funds under administration), total Banking & Financial Services loan and deposit portfolios, CHESSE holdings of Banking & Financial Services clients, and funds under advice (e.g., assets under advice of Macquarie Private Bank).

Banking & Financial Services’ net profit contribution of A\$261 million for the year ended March 31, 2010 increased significantly from a net loss of A\$99 million in the prior fiscal year. The result in the prior fiscal year included a loss of A\$307 million on the sale of the Italian Mortgages portfolio and a gain from the sale of the

majority of the margin lending portfolio of A\$41 million. Excluding these items, the result for the year ended March 31, 2010 increased 56% on the prior fiscal year.

Net interest income/(expense)

Net interest income of A\$551 million for the year ended March 31, 2010 increased 30% from A\$425 million in the prior fiscal year predominately due to increased margins and retail deposits. Retail deposits of A\$15.5 billion as at March 31, 2010 increased 16% from A\$13.4 billion at March 31, 2009 due to a focus on cash offerings, including the Cash Management Account.

Banking & Financial Services' loan book primarily comprises residential mortgages in Australia and North America, as well as loans to Australian businesses, loans on capital protected products, and credit cards. The total loan book size of A\$26.4 billion as at March 31, 2010 decreased 8% from A\$28.6 billion as at March 31, 2009. The main driver of the decrease was a 22% reduction in the size of the Australian mortgage portfolio from A\$18.3 billion at March 31, 2009 to A\$14.3 billion at March 31, 2010 as a result of the decision in March 2008 to wind back the Australian residential mortgage origination business. This decision was made due to the existence of increased funding costs as a result of adverse financial market conditions. Banking & Financial Services resumed the origination of new mortgages late in calendar year 2009 as a result of a recovery in mortgage funding markets.

Origination volumes and margins on the Canadian mortgage loan portfolio improved significantly during the year ended March 31, 2010, due to increased market share. Canadian mortgage originations increased 75% to A\$7.0 billion as at March 31, 2010 from A\$4.0 billion as at March 31, 2009. The business continues to participate in the Canadian government sponsored mortgage securitization programme.

Base fees

Base fee income of A\$199 million for the year ended March 31, 2010 decreased 13% from A\$229 million in the prior fiscal year largely as a result of a 26% decrease in Assets under Management to A\$14.3 billion at March 31, 2010 from A\$19.2 billion at March 31, 2009. The decrease was predominately in the CMT, which closed with A\$10.0 billion of Assets under Management at March 31, 2010, a decrease of 32% from A\$14.7 billion at March 31, 2009. This was partially offset by a 17% increase in Assets under Management in Macquarie Pastoral Fund to A\$509 million at March 31, 2010, from A\$434 million at March 31, 2009.

In April 2010, CMT unitholders accepted a proposal to convert CMT accounts to CMA.

Brokerage and commissions

Brokerage and commissions of A\$224 million for the year ended March 31, 2010 increased 13% from A\$198 million in the prior fiscal year as a result of improved equity market conditions and growth in the number of advisors to 595 at March 31, 2010 from 430 at March 31, 2009. The increase in advisor numbers was due to organic growth in Australia and Asia, as well as the acquisition of Blackmont (rebranded "Macquarie Private Wealth Canada") in December 2009.

Other fee and commission income

Other fee and commission income of A\$264 million for the year ended March 31, 2010 increased 10% from A\$240 million in the prior fiscal year.

The main contributor to this income category is platform and other administration fee income, which remained broadly in line with the prior fiscal year. Banking & Financial Services' Wrap platforms operate in Australia and more recently, the United Kingdom (established April 2009). Funds under administration on the Australian Wrap platform closed at A\$22.5 billion at March 31, 2010, up from A\$17.5 billion at March 31, 2009 due to positive inflows and market movements. Net inflows were A\$3.1 billion and market movements were A\$1.9 billion positive during the year ended March 31, 2010, compared to net inflows of A\$3.0 billion and negative market movements of A\$8.0 billion in the prior fiscal year. While closing Wrap funds under administration at March 31, 2010 increased

29% on the prior fiscal year, average Wrap funds under administration during the year ended March 31, 2010 only increased 3% on the prior fiscal year due to market volatility.

The increase in other fee and commission income was also due to the acquisition of Blackmont, which contributed A\$4 million of income to this category.

Other contributors to this income category were loan termination fees, driven by the Australian mortgage and capital protected loan portfolios decreasing, as well as advisory fees earned from six property acquisitions by the Macquarie Pastoral Fund.

Income from life insurance business and other unit holder businesses

Income from life insurance business and other unit holder business of A\$40 million for the year ended March 31, 2010 increased 33% from A\$30 million in the prior fiscal year, primarily due to growth in the insurance inforce book, which grew to A\$59 million at March 31, 2010 from A\$29 million at March 31, 2009. The inforce book is the aggregate annualized life insurance premium payable for policies issued by the life company, and still paying premiums, at the balance date.

Net trading income

Net trading income was a profit of A\$1 million for the year ended March 31, 2010, compared to a loss of A\$38 million in the prior fiscal year. The prior fiscal year included losses of A\$20 million on the sale of Macquarie Private Wealth's holding in BrisConnections.

Impairment charge on equity investments and disposal groups held-for-sale

Impairment charges on equity investments and disposal groups held-for-sale of A\$5 million for the year ended March 31, 2010 decreased significantly from A\$214 million in the prior fiscal year. Impairment charges in the prior fiscal year mainly related to the Italian Mortgages portfolio.

Gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale

The gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale was A\$4 million for the year ended March 31, 2010. The A\$57 million income recognized in the prior fiscal year included a gain on the sale of the majority of the margin lending portfolio in January 2009.

Specific provisions and collective allowance for credit losses

Specific provisions and collective allowance for credit losses of A\$45 million for the year ended March 31, 2010 decreased 53% from A\$96 million in the prior fiscal year. The prior fiscal year included significant provisions on the Italian Mortgages portfolio and Investment Lending portfolio. Provision charges in the year ended March 31, 2010 were lower compared to the prior fiscal year as a result of improved economic conditions, particularly in North America.

Operating expenses

Total operating expenses of A\$984 million for the year ended March 31, 2010 increased 10% from A\$898 million in the prior fiscal year. The increase was mainly in other operating expenses of A\$455 million for the year ended March 31, 2010, which increased 25% from A\$364 million for the prior fiscal year, primarily due to significant integration and acquisition costs relating to the Blackmont acquisition which occurred on December 31, 2009. The acquisition resulted in an additional 410 staff in Banking & Financial Services. Expenses associated with deposit generating activities also contributed to the increase in other operating expenses. Brokerage and commission expense of A\$121 million for the year ended March 31, 2010 decreased 14% from A\$140 million in the prior fiscal year, which included commissions related to the Italian Mortgages portfolio and the margin lending portfolio prior to their sales.

Macquarie Funds

	Year ended		Movement ¹
	Mar 10	Mar 09	
	A\$m	A\$m	%
Net interest income/(expense)	45	65	(31)
Fee and commission income			
Base fees	234	142	65
Performance fees	10	14	(29)
Other fee and commission income	93	129	(28)
Total fee and commission income	337	285	18
Net trading income	19	(10)	290
Share of net profits of associates and joint ventures accounted for using the equity method	10	(12)	183
Other operating income and charges			
Impairment charge on equity investments	(7)	(5)	40
Specific provisions and collective allowance for credit losses	(2)	(9)	(78)
Other income	21	19	11
Total other operating income and charges	12	5	140
Internal management revenue/(charges)²	4	4	—
Total operating income	427	337	27
Operating expenses			
Employment expenses	(120)	(105)	14
Brokerage and commission expenses	(69)	(72)	(4)
Other operating expenses	(144)	(115)	25
Total operating expenses	(333)	(292)	14
Non-controlling interests ³	1	—	—
Net profit/(loss) contribution	95	45	111
Other metrics			
Assets under Management ⁴ (A\$ billion)	209.9	49.7	large
Headcount ⁵	1,094	583	88

¹ “large” indicates that actual movement was greater than 300%.

² See “— Basis of preparation — Internal transactions — Internal management revenue/(charges)”.

³ The non-controlling interests category adjusts reported consolidated profit or loss for the share that is attributable to non-controlling interests, such that the net profit or loss contribution represents the net profit or loss attributable to ordinary equity holders.

⁴ The CMT, excluded from Assets under Management above, is a Banking & Financial Services product that is managed by Macquarie Funds. The CMT closed at A\$10.0 billion at March 31, 2010 (March 31, 2009: A\$14.7 billion).

⁵ The acquisition of Delaware Investments in January 2010 contributed 521 staff to headcount.

Macquarie Funds’ net profit contribution of A\$95 million for the year ended March 31, 2010 increased 111% from A\$45 million in the prior fiscal year. The result includes the contribution from Delaware Investments of A\$23 million in net profit since its acquisition in January 2010 (including all transaction costs). Excluding the impact of this acquisition, the result for the year ended March 31, 2010 increased 61% on the prior fiscal year, primarily due to an increase in net trading income to A\$19 million profit for the year ended March 31, 2010 from a loss of A\$10 million in the prior fiscal year. The result was mainly driven by increases in the value of seed investments that are carried at fair value and activities relating to the hedging of capital protected products.

Net interest income/(expense)

Net interest income of A\$45 million for the year ended March 31, 2010 decreased 31% from A\$65 million in the prior fiscal year, primarily driven by a net reduction in retail loans provided to investors which fell due to

redemptions in Macquarie Funds' structured investment offerings, including the reFleXion and Gateway products, and increased borrowings as a result of the acquisition of Delaware Investments.

Base fees

Base fee income of A\$234 million for the year ended March 31, 2010 increased 65% from A\$142 million in the prior fiscal year. Increases in base fees arose largely as a result of the growth in Assets under Management particularly due to the acquisition of Delaware Investments which contributed A\$90 million in the year ended March 31, 2010.

Total Assets under Management of A\$209.9 billion as at March 31, 2010 increased significantly from A\$49.7 billion as at March 31, 2009. The acquisition of Delaware Investments contributed A\$151.1 billion at March 31, 2010 to the total A\$160.2 billion net increase in Assets under Management, over the year. Excluding the impact of this, Assets under Management increased A\$9.1 billion to A\$58.8 billion at March 31, 2010 due to new equity and fixed income mandates and the impact of rising equity markets since March 31, 2009. See "Macquarie Group Limited — Operating groups — Macquarie Funds" for a breakdown of Macquarie Funds' Assets under Management by asset class.

Performance fees

Performance fee income of A\$11 million for the year ended March 31, 2010 decreased 29% from A\$14 million in the prior fiscal year due to lower performance fees from emerging markets strategies and funds of private equity funds products.

Other fee and commission income

Other fee and commission income includes structuring fees, capital protection fees, wholesale threshold management fees, income from True Index products and internal fees received for managing and administering investment products on behalf of Banking & Financial Services. See "Macquarie Group Limited — Operating groups — Macquarie Funds" for more information.

Other fee and commission income of A\$93 million for the year ended March 31, 2010 decreased 28% from A\$129 million in the prior fiscal year mainly due to non-recurring service fees in the prior period for Agricultural products and lower True Index income.

Net trading income

Net trading income of A\$19 million for the year ended March 31, 2010 increased from a loss of A\$10 million in the prior fiscal year. The result was mainly driven by increases in the value of seed investments that are carried at fair value and activities relating to the hedging of capital protected products.

Other income

Other income of A\$21 million for the year ended March 31, 2010 increased 11% from A\$19 million in the prior fiscal year and comprised proceeds from the sale of assets held on the balance sheet and distributions from Macquarie Funds' seed investments, which were minimal in the prior fiscal year.

Operating expenses

Total operating expenses (including Delaware Investments' expenses) of A\$333 million for the year ended March 31, 2010 increased 14% from A\$292 million in the prior fiscal year. Excluding Delaware Investments, operating expenses decreased 16% primarily due to lower employment costs in line with a decrease in headcount and lower commission expenses.

Corporate & Asset Finance

	Year ended		Movement ¹
	Mar 10	Mar 09	
	A\$m	A\$m	%
Net interest income/(expense)	361	129	180
Fee and commission income/(expenses)	6	14	(57)
Net trading income	41	(9)	large
Share of net profits of associates and joint ventures accounted for using the equity method	1	(1)	200
Other operating income and charges			
Impairment charge on equity investments	—	(33)	(100)
Net operating lease income	68	114	(40)
Specific provisions and collective allowance for credit losses	(87)	(44)	98
Other income	39	24	63
Total other operating income and charges	20	61	(67)
Internal management revenue/(charges) ²	27	17	59
Total operating income	456	211	116
Operating expenses			
Employment expenses	(91)	(75)	21
Other operating expenses	(99)	(68)	46
Total operating expenses	(190)	(143)	33
Non-controlling interests ³	(2)	(2)	—
Net profit/(loss) contribution	264	66	300
Other metrics			
Headcount	685	539	27

¹ “large” indicates that actual movement was greater than 300%.

² See “— Basis of preparation — Internal transactions — Internal management revenue/(charges)”.

³ The non-controlling interests category adjusts reported consolidated profit or loss for the share that is attributable to non-controlling interests, such that the net profit or loss contribution represents the net profit or loss attributable to ordinary equity holders.

Corporate & Asset Finance’s net profit contribution of A\$264 million for the year ended March 31, 2010 increased 300% from A\$66 million in the prior fiscal year predominately due to increased net interest income, partially offset by specific provisions and collective allowances for credit losses, lower operating lease income and higher operating expenses.

Net interest income

Net interest income of A\$361 million for the year ended March 31, 2010 increased 180% from A\$129 million in the prior fiscal year. The increase was driven by an 87% increase in the total size of the loan and finance lease portfolios to A\$12.9 billion at March 31, 2010 from A\$6.9 billion at March 31, 2009 mainly due to increased corporate lending and the acquisition of the A\$1.0 billion Ford Credit Australia portfolio. In addition, there was an increase in lending margins due to a change in product mix from lower margin leases to higher margin corporate lending during the 2010 fiscal year.

Net trading income

Net trading income of A\$41 million for the year ended March 31, 2010 increased significantly from a loss of A\$9 million in the prior fiscal year. The income was due to mark-to-market gains and trading profit on options and equity securities from a single issuer, particularly in the six months ended September 30, 2009.

Impairment charge on non-financial assets

There were no impairment charges on non-financial assets during the year. The impairment charge of A\$33 million recognized in the prior fiscal year was held against inventories of off-lease assets.

Net operating lease income

Net operating lease income (net of depreciation) of A\$68 million for the year ended March 31, 2010 decreased 40% from A\$114 million in the prior fiscal year largely due to a 51% decline in the operating lease portfolio to A\$692 million at March 31, 2010 from A\$1.4 billion at March 31, 2009 resulting from the expiry of a number of leases.

Specific provisions and collective allowance for credit losses

Specific provisions and collective allowance for credit losses of A\$87 million for the year ended March 31, 2010 increased 98% from A\$44 million in the prior fiscal year as a result of the growth in the loan and finance lease portfolios.

Other income

Other income of A\$39 million for the year ended March 31, 2010 increased 63% from A\$24 million in the prior fiscal year largely due to improved market conditions resulting in increased sales income from assets that have come off-lease and inventory largely in the electronics business.

Operating expenses

Total operating expenses of A\$190 million for the year ended March 31, 2010 increased 33% from A\$143 million in the prior fiscal year. The increase was driven by a 46% increase in other operating expenses to A\$99 million for the year ended March 31, 2010 from A\$68 million in the prior fiscal year resulting from growth in the loan and lease portfolio and higher transaction and integration costs associated with increased volume. Employment expense increased 21% to A\$91 million driven by a 27% increase in headcount mainly as a result of new staff in the corporate lending business.

Real Estate Banking

	Year ended		Movement ¹
	Mar 10	Mar 09	
	A\$m	A\$m	%
Net interest income/(expense)	(22)	(4)	large
Fee and commission income			
Base fees	30	26	15
Performance fees	35	2	large
Mergers and acquisitions, advisory and underwriting	—	11	(100)
Other fee and commission income	4	10	(60)
Total fee and commission income	69	49	41
Net trading income / (expense)	(6)	(6)	—
Share of net profits of associates and joint ventures accounted for using the equity method	(31)	5	large
Other operating income and charges			
Net gains/(losses) on sale of equity investments	(33)	13	large
Impairment charge on equity investments	(71)	(146)	(51)
Impairment charge on non-financial assets	(19)	(40)	(53)
Specific provisions and collective allowance for credit losses	(24)	(170)	(86)
Other income	50	43	16
Total other operating income and charges	(97)	(300)	(68)
Internal management revenue/(charges) ²	(13)	(12)	8
Total operating income	(100)	(268)	(63)
Operating expenses			
Employment expenses	(19)	(32)	(41)
Other operating expenses	(33)	(62)	(47)
Total operating expenses	(52)	(94)	(45)
Net profit/(loss) contribution	(152)	(362)	(58)
Other metrics			
Assets under Management (A\$ billion)	5.0	14.8	(66)
Headcount	105	136	(23)

¹ “large” indicates that actual movement was greater than 300%.

² See “— Basis of preparation — Internal transactions — Internal management revenue/(charges)”.

Real Estate Banking’s net loss contribution of A\$152 million for the year ended March 31, 2010 decreased 58% from a net loss of A\$362 million in the prior fiscal year driven by a 51% decrease in impairment charges on equity investments to A\$71 million in the year to March 31, 2010 from A\$146 million in the prior fiscal year and an 86% reduction in specific provisions and collective allowance for credit losses to A\$24 million in the year to March 31, 2010 from A\$170 million in the prior fiscal year. Although the year remained challenging for Real Estate Banking, an asset disposal by Macquarie Central Office CR-REIT resulted in significant base and performance fees for Real Estate Banking during the six months ended September 30, 2009. On March 1, 2010 as part of a combined transaction with Macquarie Capital involving the sale of Australian listed REIT platforms to Charter Hall Group, Real Estate Banking sold the majority of its holdings in Macquarie Countrywide Trust, Macquarie Office Trust and Macquarie Direct Property Fund. See “Macquarie Group Limited — Operating groups — Real Estate Banking” for further information. The full impact of the Charter Hall Group transaction on Real Estate Banking was a loss of A\$33 million, comprising a loss on sale of equity investments of A\$29 million and an impairment on non-financial assets of A\$4 million.

Net interest income/(expense)

Net interest expense of A\$22 million for the year ended March 31, 2010 increased significantly from A\$4 million in the prior fiscal year due to the prior fiscal year including one-off revenue of A\$30 million relating to interest accrual adjustments.

Base fees

Base fee income of A\$30 million for the year ended March 31, 2010 increased 15% from A\$26 million in the prior fiscal year primarily due to A\$16 million received from Macquarie Central Office CR-REIT on the sale of the Kukdong building as base fees are calculated on income of the REIT. This was partially offset by a decrease in base fees attributable to lower Assets under Management. Assets under Management of A\$5.0 billion at March 31, 2010 decreased 66% from A\$14.8 billion at March 31, 2009 due to the Charter Hall Group transaction noted above and the strengthening Australian dollar, which resulted in lower offshore asset values as well as write-downs and disposals by some funds.

Performance fees

Performance fee income of A\$35 million for the year ended March 31, 2010 increased significantly from A\$2 million in the prior fiscal year, primarily due to a one-off performance fee of A\$34 million in relation to the disposal of Macquarie Central Office CR-REIT's Kukdong building in South Korea.

Mergers and acquisitions, advisory and underwriting

There were no mergers and acquisitions, advisory and underwriting fees earned during the year ended March 31, 2010. Fees of A\$11 million in the prior period mainly related to advisory fees earned from the sale of an investment in Macquarie Prime REIT and its manager.

Share of net profits of associates and joint ventures accounted for using the equity method

Equity accounted losses of A\$31 million were recognized for the year ended March 31, 2010 compared to an equity accounted gain of A\$5 million in the prior fiscal year. This result for the year ended March 31, 2010 was driven by losses in Real Estate Banking's associates, including investments in Medallist and J-REP (a listed fund manager on the Tokyo Stock Exchange), partially offset by profits from MGPA (a real estate investment advisory company). The gain in the prior fiscal year was driven by higher equity accounted profits in MGPA.

Net gains/(losses) on sales of equity investments

Net losses on sales of equity investments of A\$33 million for the year ended March 31, 2010 increased significantly from a A\$13 million gain in the prior fiscal year. A loss of A\$29 million was incurred as part of the Charter Hall Group transaction noted above. In addition, the sale of an investment in MW Cell Manager LLC in the United States generated a loss of A\$6 million, partially offset by a small gain on the disposal of Macquarie Leisure Trust units.

Impairment charge on equity investments

The impairment charge on equity investments of A\$71 million for the year ended March 31, 2010 decreased 51% from A\$146 million in the prior fiscal year. Write-downs for the year ended March 31, 2010 included A\$33 million on offshore investments, A\$25 million on Australian investments, A\$7 million on Structured Finance investments and A\$6 million on listed REITs.

The impairment charge of A\$146 million in the prior fiscal year included a charge of A\$101 million on offshore listed investments, A\$30 million on Australian listed and unlisted REIT investments, A\$12 million on Structured Finance investments and A\$3 million of direct property write-downs.

Impairment charge on non-financial assets

The impairment charge on non-financial assets of A\$19 million for the year ended March 31, 2010 was recognized on consolidation of a joint venture in Queensland that Real Estate Banking took control of during the six months ended September 30, 2009, write-downs on foreclosed assets and the write-off of management rights on the US Macquarie Office Trust portfolio as part of the Charter Hall Group transaction noted above. An impairment charge of A\$40 million was recognized in the prior fiscal year that related to REIT investments, direct property and inventory.

Specific provisions and collective allowance for credit losses

Specific provisions and collective allowance for credit losses of A\$24 million for the year ended March 31, 2010 decreased 86% from A\$170 million in the prior fiscal year. Provisions during the 2010 fiscal year were primarily attributable to loans made to developers with United States residential market exposure.

Other income

Other income of A\$50 million for the year ended March 31, 2010 increased 16% from A\$43 million in the prior fiscal year. The year included higher property development income and A\$10 million from a legal settlement with a property developer in Australia, partially offset by lower distribution revenue.

Operating expenses

Total operating expenses of A\$52 million for the year ended March 31, 2010 decreased 45% from A\$94 million in the prior fiscal year. The decrease was in line with the 23% reduction in headcount, as the business focused on extracting value from its current investments.

Corporate

	Year ended		Movement ¹
	Mar 10	Mar 09	
	A\$m	A\$m	%
Net interest income/(expense)	339	657	(48)
Fee and commission income/(expense)	(9)	(88)	(90)
Net trading income/(expense)	(383)	204	(288)
Share of net profits/(losses) of associates and joint ventures accounted for using the equity method	(7)	7	200
Other operating income and charges			
Net gains on sale of equity investments	28	(7)	large
Impairment charge on equity investments	(4)	(32)	(88)
Gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale	128	203	(37)
Gain on repurchase of debt	55	—	—
Specific provisions and collective allowance for credit losses	8	12	(33)
Other income/(expense)	41	6	large
Total other operating income and charges	256	182	41
Internal management revenue/(charges)²	(241)	(430)	(44)
Total operating income/(expense)	(45)	532	(108)
Operating expenses			
Employment expenses	(1,463)	(623)	135
Brokerage and commission expenses	(10)	(33)	(70)
Other operating expenses	260	384	(32)
Total operating expenses	(1,213)	(272)	large
Tax expense	(201)	(15)	large
MIPS	(8)	(45)	(82)
MIS	(21)	(33)	(36)
Other non-controlling interests	6	13	(54)
Net profit/(loss) contribution	(1,482)	180	large
Other metrics			
Headcount	4,800	4,023	19

¹ “large” indicates that actual movement was greater than 300%.

² See “— Basis of preparation — Internal transactions — Internal management revenue/(charges)”.

The Corporate segment’s net loss contribution of A\$1,482 million for the year ended March 31, 2010 increased significantly from a net profit of A\$180 million in the prior fiscal year, primarily due to:

- A net trading loss of A\$383 million in the year ended March 31, 2010 compared to net trading income of A\$204 million in the prior fiscal year primarily due to negative fair value adjustments on fixed rate issued debt of A\$255 million in the year ended March 31, 2010, compared to positive fair value adjustments of A\$179 million in the prior fiscal year (See “— Critical accounting policies and significant judgments — Other financial liabilities at fair value through profit or loss” above for further information); and
- An increase in employment expenses of 135% to A\$1,463 million in the year ended March 31, 2010 from A\$623 million in the prior fiscal year primarily due to an increase in the staff profit share expense combined with support function headcount growth and a charge for the net mark-to-market increase in Director’s profit share plan liabilities resulting from share price appreciation of many Macquarie-managed listed funds during the year ended March 31, 2010.

Net interest income

Interest income is mainly generated through the investment of MGL's capital, offset by funding costs not passed on to businesses through Group Treasury. Net interest income of A\$339 million for the year ended March 31, 2010 decreased 48% from A\$657 million in the prior fiscal year, primarily due to lower interest rates in the year ended March 31, 2010 compared to the prior fiscal year generating lower earnings on capital, combined with the cost of holding excess liquidity.

Fee and commissions expense

Fee and commissions expenses primarily relate to internal transactions with operating groups that net out in their entirety on consolidation across MGL Group. External fee and commission income is negligible. Fee and commissions expense of A\$9 million for the year ended March 31, 2010 decreased 90% from an expense of A\$88 million in the prior fiscal year.

Net trading income/(expense)

The primary drivers of net trading income in the Corporate segment were derivative volatility and the impact of changes in the fair value of fixed rate issued debt. Net trading expense of A\$383 million for the year ended March 31, 2010 decreased 288% from net trading income of A\$204 million in the prior fiscal year. This is primarily due to the fact that during the year ended March 31, 2010, negative fair value adjustments on our fixed rate issued debt amounted to A\$255 million, as compared to positive fair value adjustments in the prior fiscal year of A\$179 million. See "— Critical accounting policies and significant judgments — Other financial liabilities at fair value through profit or loss" above for further information.

Share of net profits of associates and joint ventures accounted for using the equity method

The Corporate segment holds investments in Macquarie-managed funds to hedge exposures to liabilities under the Directors' profit share plan. These investments are accounted for using the equity method whereas the related Director's profit share plan liabilities are accounted for on a fair value (mark-to-market) basis. The investment holdings are not significant and therefore the profit or loss from equity accounting of those investments is not material. The change from the prior fiscal year reflected the impact of the significant market disruption over the past year on the underlying results of investments. There was no single investment that was the main contributor to the change.

Net gains on sale of debt and equity securities

Net gains on sale of debt and equity securities of A\$28 million for the year ended March 31, 2010 increased significantly from net losses on sale of debt and equity securities of A\$7 million in the prior fiscal year. Gains in the year ended March 31, 2010 related to the sale of debt securities by Group Treasury of A\$9 million and the sale of equity securities held to hedge Director's profit share plan balances of A\$19 million.

Impairment charges on equity investments

Impairment charges on equity investments of A\$4 million for the year ended March 31, 2010 decreased 88% from A\$32 million in the prior fiscal year reflecting improved market conditions and values of the assets.

Gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale

The gain of A\$203 million in the year ended March 31, 2009 largely related to gains from financing the acquisition of Macquarie Income Preferred Securities (MIPS). Further acquisitions of MIPS were financed during the year ended March 31, 2010 resulting in a gain of A\$127 million.

Gain on repurchase of debt

In the year ended March 31, 2010 MGL Group undertook further buy-backs of a portion of MGL Group's outstanding subordinated debt carried at amortized cost at a discount to face value that realized a profit of A\$55 million.

Other income

Other income of A\$41 million for the year ended March 31, 2010 increased significantly from A\$6 million in the prior fiscal year. The increase was primarily due to increased income from sub-leasing activity.

Employment expenses

Employment expenses in the Corporate segment relate to staff profit share, the impact of mark-to-market adjustments of Director's profit share plan liabilities and the employment costs associated with MGL Group's support functions, including Corporate Affairs, Risk Management and Information Technology.

Employment expenses of A\$1,463 million for the year ended March 31, 2010 increased 135% from A\$623 million in the prior fiscal year. The majority of the increase was due to an increase in the staff profit share expense combined with support function headcount growth and a charge for the net mark-to-market increase in Director's profit share plan liabilities resulting from share price appreciation of many Macquarie-managed listed funds during the year ended March 31, 2010. Headcount of the support functions at March 31, 2010 was 4,800, an increase of 19% from 4,023 at March 31, 2009.

Brokerage and commission expenses

Brokerage and commission expenses in the Corporate segment relates to fees and commissions paid on the issuance of debt instruments by Group Treasury. Brokerage and commission expenses of A\$10 million for the year ended March 31, 2010 decreased 70% from A\$33 million in the prior fiscal year, primarily due to a reduction in the amount of issuances. The Commonwealth Large Deposit and Wholesale Funding Guarantee Scheme introduced in October 2008 resulted in higher levels of issuances in the year ended March 31, 2009.

Other operating expenses

The other operating expenses category in the Corporate segment relates to the recovery of service area costs from the operating groups. The 32% net reduction in this category from the prior fiscal year is largely due to an increase in net unrecovered rent expenses resulting from an increase in surplus leased space.

Macquarie Income Preferred Securities (MIPS)

The reduction in the net distributions under the MIPS from A\$45 million in the prior fiscal year to A\$8 million in the year ended March 31, 2010 was due to the acquisitions of the MIPS financed in February and June 2009.

International income

International income by region

	Year ended		Movement
	Mar 10	Mar 09	
	A\$m	A\$m	%
Americas.....	1,349	359	276
Asia Pacific.....	1,139	1,072	6
Europe, Africa and Middle East	863	916	(6)
Total international income.....	3,351	2,347	43

Australia	3,098	2,207	40
Net operating income (excluding earnings on capital and other corporate items)	6,449	4,554	42
Earnings on capital and other corporate items	189	972	(81)
Total net operating income (as reported)	6,638	5,526	20
International income/net operating income (excluding earnings on capital and other corporate items) (%).....	52	52	

Total international income increased 43% to A\$3,351 million for the year ended March 31, 2010 from A\$2,347 million in the prior year primarily due to income from the Americas for the year ended March 31, 2010 of A\$1,349 million increasing 276% from A\$359 million in the prior year primarily due to increased earnings in Fixed Income, Currencies & Commodities compared to the prior year resulting from improved market conditions.

Earnings on capital and other corporate items for the year ended March 31, 2010 was A\$189 million, down 81% from A\$972 million in the prior year primarily due to negative fair value adjustments on fixed rate issued debt of A\$255 million in the year ended March 31, 2010 compared to positive fair value adjustments in the prior year of A\$179 million, combined with lower earnings on capital due to lower interest rates in the 12 months to March 31, 2010 compared to the prior year.

The tables below show a breakdown of our net operating income (excluding earnings on capital and other corporate items) by operating group for the years ended March 31, 2010 and March 31, 2009.

International income by group and region

	Year ended					
	Mar 10					
	Americas	Asia Pacific	Europe, Africa, Middle East	Total International	Australia	Total
A\$m	A\$m	A\$m	A\$m	A\$m	A\$m	
Macquarie Securities	158	799	191	1,148	310	1,458
Macquarie Capital.....	169	217	342	728	872	1,600
Macquarie Funds	129	28	31	188	235	423
Fixed Income, Currencies & Commodities	709	41	267	1,017	383	1,400
Corporate & Asset Finance.....	111	(2)	57	166	262	428
Real Estate Banking.....	(12)	36	(21)	3	(112)	(109)
Banking & Financial Services	85	20	(4)	101	1,138	1,239
Corporate	—	—	—	—	10	10
Total net operating income (excluding earnings on capital and other corporate items).....	1,349	1,139	863	3,351	3,098	6,449

International income by group and region

	Year ended					
	Mar 09					
	Americas	Asia Pacific	Europe, Africa, Middle East	Total International	Australia	Total
	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m
Macquarie Securities	169	775	81	1,025	198	1,223
Macquarie Capital.....	(51)	171	647	767	553	1,320
Macquarie Funds	32	28	22	82	250	332
Fixed Income, Currencies & Commodities	298	74	353	725	246	971
Corporate & Asset Finance.....	57	37	34	128	64	192
Real Estate Banking.....	(133)	(23)	(28)	(184)	(121)	(305)
Banking & Financial Services	(13)	10	(193)	(196)	1,023	827
Corporate	—	—	—	—	(6)	(6)
Total net operating income (excluding earnings on capital and other corporate items).....	359	1,072	916	2,347	2,207	4,554

Capital analysis

Overview

As an APRA authorized and regulated Non-Operating Holding Company, MGL is required to hold adequate regulatory capital to cover the risks for the whole MGL Group, including the Non-Banking Group. MGL and APRA have agreed a capital adequacy framework for MGL, based on MGL's Board-approved Economic Capital Adequacy Model ("ECAM") and APRA's capital standards for ADIs.

MGL's capital adequacy framework requires it to maintain minimum regulatory capital requirements calculated as the sum of the dollar value of:

- MBL's minimum Tier 1 capital requirement, based on a percentage of risk-weighted assets plus Tier 1 deductions (using prevailing APRA ADI Prudential Standards); and
- The Non-Banking Group capital requirement, calculated using MGL's ECAM.

Transactions internal to MGL Group are eliminated.

Eligible regulatory capital of MGL consists of ordinary share capital, retained earnings and certain reserves plus eligible hybrid instruments. Eligible hybrid instruments currently include the Convertible Preference Securities (CPS), the Macquarie Income Securities (MIS), the Macquarie Income Preferred Securities (MIPS) and Macquarie Preferred Membership Interests (PMIs), described in further detail below.

The PMIs are US dollar denominated, non-cumulative, unsecured and subordinated limited liability company interests of Macquarie PMI LLC. They are redeemable at the issuer's option on any distribution date from December 2, 2015, and are non-dilutive, as they will exchange to MGL preference shares in specified circumstances, and mandatorily on December 3, 2035. The PMIs bear fixed-rate coupons at 8.375% per annum, paid semi-annually.

MGL Group regulatory capital surplus calculation

	As at		Movement
	Mar 11	Mar 10	
	A\$m	A\$m	%
MGL Group eligible capital ¹			
Bank Gross Tier 1 capital	8,519	7,930	7
Non-Bank eligible capital	3,570	3,880	(8)
Eligible capital	12,089	11,810	2
MGL Group capital requirement			
Banking Group			
Risk Weighted Assets (excluding intra group exposures) ² ..	55,222	46,940	18
Capital required to cover Risk Weighted Assets ³	3,866	3,286	18
Tier 1 deductions (excluding intra group exposures) ⁴	2,587	2,466	2
Total Banking Group Capital Requirement	6,393	5,752	11
Total Non-Banking Group Capital Requirement	2,745	2,094	31
Total capital requirement	9,138	7,846	16
MGL Group regulatory capital surplus	2,951	3,964	(26)

¹ In calculating MGL Group's eligible capital, intra-group holdings of capital instruments are eliminated.

² In calculating MBL's contribution to MGL Group's capital requirements, risk weighted assets associated with exposures to the Non-Banking Group are eliminated (year ended March 31, 2011: A\$178 million and year ended March 31, 2010: A\$393 million).

³ At the internal minimum Tier 1 ratio of the Banking Group, which is 7%.

⁴ In calculating the MBL's contribution to MGL Group's capital requirement, Tier 1 deductions associated with intra-group exposures are eliminated (year ended March 31, 2011: A\$60 million; and year ended March 31, 2010: nil).

Banking Group capital

MBL is accredited by APRA under the Basel II Foundation Internal Ratings Based Approach (FIRB) for credit risk, the Advanced Measurement Approach (AMA) for operational risk, the internal model approach for market risk and the internal model approach for interest rate risk in the banking book.

These advanced approaches place a higher reliance on a bank's internal capital measures and therefore require a more sophisticated level of risk management and risk measurement practices.

APRA requires ADIs to have a minimum ratio of capital to risk weighted assets of 8% at both Level 1 (ELE Group) and Level 2 (Consolidated Banking Group), with at least half of this capital in the form of Tier 1 capital. In addition, APRA imposes ADI specific minimum capital ratios that may be higher than these levels. MBL Group internal capital policy set by the Board requires capital floors above the minimum regulatory required levels.

Tier 1 capital

MBL Group's Tier 1 capital consists of ordinary share capital, retained earnings, certain reserves, plus eligible hybrid capital instruments. Reserves included in Tier 1 capital are the share based payment reserve and foreign currency translation reserve. The hybrid Tier 1 capital includes MIS and MIPS. MBL periodically pays dividends to MGL, and is recapitalized by MGL as required to support projected business growth.

MIS are a perpetual instrument with no conversion rights. MIS were listed for trading on the Australian Stock Exchange (now known as the Australian Securities Exchange) on October 19, 1999 and became redeemable (in whole or in part) at MBL's discretion on November 19, 2004. MIS distributions are paid quarterly at a floating rate of BBSW plus 1.7% per annum and payment is subject to certain conditions including profitability of MBL.

MIPS were issued when the London branch of MBL issued 7,000 reset subordinated convertible debentures, each with a face value of £50,000, to Macquarie Capital Funding LP, a controlled entity of MBL. The convertible debentures currently pay a fixed return of 6.177% per annum until April 2020. As at March 31, 2011, Macquarie Bank had £42.5 million of MIPS on issue which are held by parties not associated with MGL Group.

Tier 2 capital

MBL Group Upper Tier 2 capital consists of the portion of MIS and MIPS not eligible for inclusion in Tier 1 capital and a portion of equity reserves. MBL Group Lower Tier 2 capital consists of subordinated debt issued to financial institutions, subject to limits imposed by APRA based on Tier 1 capital. Repayment of this debt is subordinated to the claims of depositors and other creditors but ranks ahead of equity instruments.

During the year ended March 31, 2011, MGL Group issued A\$827 million, repurchased A\$41 million, and redeemed A\$234 million of subordinated debt instruments. Remaining movements related to changes in value as a result of foreign currency fluctuations.

On April 7, 2011, MBL issued US\$1 billion (A\$1 billion) of subordinated debt under the Rule 144A/Regulation S Medium Term Note Program.

Pillar 3

The APRA Prudential Standard APS 330 Capital Adequacy: Public Disclosure of Prudential Information (Pillar 3) details the market disclosure requirements for Australian domiciled banks. APS 330 requires qualitative and quantitative disclosure of risk management practices and capital adequacy.

These disclosures are required to be published by MBL Group within 40 business days of the reporting date and are posted on MGL's U.S. Investors' Website.

Banking Group total capital base

MBL Group's regulatory capital supply and capital ratios as of March 31, 2011 are detailed in the following tables.

	As at		Movement ¹
	Mar 11 A\$m	Mar 10 A\$m	
Tier 1 capital			
Paid-up ordinary share capital	7,379	6,595	12
Reserves.....	(457)	(86)	large
Retained earnings	1,142	962	19
Innovative Tier 1 capital.....	455	459	nm
Gross Tier 1 capital	8,519	7,930	7
Deductions from Tier 1 capital:			
Goodwill	181	193	(6)
Deferred tax assets	291	434	(33)
Changes in the ADI's own creditworthiness on banking book liabilities	51	49	4
Intangible component of investments in non-consolidated subsidiaries and other non-Level 2 entities	583	621	(6)
Loan and lease origination fees and commissions paid to mortgage originators and brokers.....	97	132	(27)
Other Tier 1 capital deductions	231	283	(18)
Deductions from Tier 1 capital only	1,434	1,712	(16)
Other 50/50 deductions from Tier 1 capital:			
Non-subsidiary entities exceeding prescribed limits (50%).....	347	151	130
Non-consolidated subsidiaries (50%).....	276	255	8
All other deductions relating to securitization (50%).....	277	43	large
Shortfall in provisions for credit losses (50%).....	141	171	(18)
Other 50/50 deductions from Tier 1 capital (50%)	112	134	(16)
Total 50/50 deductions from Tier 1 capital	1,153	754	53
Total Tier 1 capital deductions	2,587	2,466	5
Net Tier 1 capital	5,932	5,464	9
Tier 2 capital			
Upper Tier 2 capital:			
Other Upper Tier 2 capital	212	168	26
Lower Tier 2 capital:			
Term subordinated debt	1,871	1,404	33
Gross Tier 2 capital	2,083	1,572	33
Deductions from Tier 2 capital:			
50/50 deductions from Tier 2 capital	1,153	754	53
Total Tier 2 capital deductions	1,153	754	53
Net Tier 2 capital	930	818	14
Total capital base	6,862	6,282	9

¹ nm indicates that the percentage range was less than 1% and therefore not meaningful and "large" indicates that actual movement was greater than 300%.

Risk Weighted Assets

	As at		Movement %
	Mar 11 A\$m	Mar 10 A\$m	
Credit risk – Risk-Weighted Assets (RWA)			
Subject to F-IRB approach:			
Corporate ¹	20,468	15,254	34
Sovereign	474	730	(35)
Bank	3,065	2,324	32
Residential mortgage	1,691	1,897	(11)
Other retail	1,544	1,006	53
Total RWA subject to F-IRB approach	27,242	21,211	28
Specialized lending exposures subject to slotting criteria² ...	3,020	3,002	1
Subject to standardized approach:			
Corporate	3,067	3,270	(6)
Bank	3	49	(94)
Residential mortgage	524	462	13
Other retail	3,248	3,376	(4)
Other	2,762	2,728	1
Total RWA subject to standardized approach	9,604	9,885	(3)
Credit risk RWA for securitization exposures	1,117	1,019	10
Total credit risk RWA	40,983	35,117	17
Equity risk exposures RWA	1,912	1,715	11
Market risk RWA	3,834	2,480	55
Operational risk RWA	7,037	6,748	4
Interest rate risk in banking book RWA	–	–	–
APRA scaling factor (6%) applied to IRB exposures	1,634	1,273	28
Total Banking Group RWA	55,400	47,333	17
Capital ratios			
Macquarie Bank Group Tier 1 capital ratio (%)	10.7	11.5	
Macquarie Bank Group Total capital ratio (%)	12.4	13.3	

¹ Includes A\$178 million for exposures to the Non-Banking Group (March 31, 2010: A\$393 million).

² Specialized lending exposures subject to supervisory slotting criteria are measured using APRA determined risk weightings.

Non-Banking Group capital

APRA has approved our Economic Capital Adequacy Model for use in calculating the regulatory capital requirement of the Non-Banking Group. The Economic Capital Adequacy Model is based on similar principles and models as the Basel II Framework for banks, with both calculating capital at a one year 99.9% confidence level. The key features are:

Risk¹	Basel II	Economic Capital Adequacy Model
Credit	Capital requirement determined by Basel II formula, with some parameters specified by the regulator (<i>e.g.</i> , loss given default)	Capital requirement determined by Basel II formula, but with internal estimates of some parameters
Equity	Simple risk-weight approach or deductions. Tier 1 capital requirement between 24% and 50% of face value ²	Extension of Basel II credit model to cover equity exposures. Capital requirement between 36% and 82% of face value; average 51%
Market	3 times 10 day 99% Value at Risk plus a specific risk charge	Scenario-based approach. Greater capital requirement than under regulatory regime
Operational	Basel II Advanced Measurement Approach	Basel II Advanced Measurement Approach

¹ The Economic Capital Adequacy Model also covers risk on assets held as part of business operations, *e.g.*, fixed assets, goodwill, intangible assets, capitalized expenses and certain non-controlling stakes in associated companies or stakes in joint ventures as well as non-traded interest rate risks.

² Assuming an 8% Tier 1 ratio, the 300% and 400% risk weightings for equity exposures under Basel II equate to a capital requirement of 24% or 32%, respectively. Any deductions required for equity exposure are 50/50 Tier 1 and Tier 2, hence a 50% Tier 1 capital requirement.

Non-Banking Group regulatory capital requirement

The capital requirement of the Non-Banking Group is set out in the table below.

	As at		
	Mar 11		
	Asset	Capital requirement	Equivalent risk weight
	A\$b	A\$m	%
<i>Funded assets</i>			
Cash and liquid assets	2.2	24	14
Loan assets ¹	2.8	278	124
Assets held-for-sale	0.1	42	648
Debt investment securities	0.2	9	48
Co-investments in Macquarie-managed funds and equity investments	3.6	1,690	581
Co-investments in Macquarie-managed funds and equity investments	0.1	–	–
Property, plant and equipment and intangibles ²	1.0	283	371
Non-Banking Group deposits with MBL	4.6	–	–
Net Trading Assets	1.6	–	–
Net Trade Debtors	–	–	–
Total funded assets	16.2	2,326	–
<i>Self-funded and non-recourse assets</i>			
Self funded trading assets	1.7	–	–
Broker settlement balances	4.9	–	–
Derivative revaluation accounting gross-ups	(0.1)	–	–
Working capital assets	3.4	–	–
Total self-funded and non-recourse assets	9.9	–	–
Total Non-Banking Group assets	26.1	–	–
Off-balance sheet exposures, operational, market and other risk and diversification offset ³	–	419	–
Non-Banking Group capital requirement	–	2,745	–

¹ Includes leases.

² A component of the intangibles relating to the acquisitions of Orion Financial Inc. and Tristone are supported 100% by exchangeable shares. These exchangeable shares have not been included in eligible regulatory capital.

³ Includes capital associated with net trading assets (*e.g.*, market risk capital).

Statutory statement of financial position

	As at		Movement
	Mar 11	Mar 10	
	A\$m	A\$m	%
Assets			
Due from financial institutions	9,817	8,251	19
Cash collateral on securities borrowed and reverse repurchase agreements ..	8,790	7,149	23
Trading portfolio assets	14,898	12,138	23
Loan assets held at amortized cost	46,016	44,267	4
Other financial assets at fair value through profit or loss	11,668	9,172	27
Derivative financial instruments — positive values	21,185	21,561	(2)
Other assets	12,646	11,801	7
Investment securities available-for-sale	17,051	18,221	(6)
Intangible assets	1,317	1,456	(10)
Life investment contracts and other unit holder assets	5,059	4,846	4
Interests in associates and joint ventures accounted for using the equity method	2,790	3,927	(29)
Property, plant and equipment	5,007	1,900	164
Deferred income tax assets	1,245	1,124	11
Non current assets and assets of disposal groups classified as held-for-sale ..	79	127	(38)
Total assets	157,568	145,940	8
Liabilities			
Due to financial institutions	7,810	9,927	(21)
Cash collateral on securities lent and repurchase agreements	6,617	7,490	(12)
Trading portfolio liabilities	5,808	5,432	7
Derivative financial instruments — negative values	21,572	21,706	(1)
Deposits	35,338	22,484	57
Debt issued at amortized cost	41,177	42,614	(3)
Other financial liabilities at fair value through profit or loss	4,339	4,413	(2)
Other liabilities	14,327	12,679	13
Current tax liabilities	197	119	66
Life investment contracts and other unit holder liabilities	5,055	4,864	4
Provisions	215	191	13
Deferred income tax liabilities	287	235	22
Liabilities of disposal groups classified as held-for-sale	–	9	(100)
Total liabilities excluding loan capital	142,742	132,163	8
Loan capital			
Macquarie convertible preference securities	595	593	–
Subordinated debt at amortized cost	1,832	916	100
Subordinated debt at fair value through profit or loss	467	499	(6)
Total loan capital	2,894	2,008	44
Total liabilities	145,636	134,171	9
Net assets	11,932	11,769	1
Equity			
Contributed equity:			
Ordinary share capital	7,140	6,990	2
Treasury shares	(731)	(443)	65
Exchangeable shares	104	137	(24)
Reserves	310	280	11
Retained earnings	4,581	4,268	7
Total capital and reserves attributable to ordinary equity holders of MGL Group	11,404	11,232	2
Macquarie Income Preferred Securities	63	67	(6)
Macquarie Income Securities	391	391	–
Other non-controlling interests	74	79	(6)
Total equity	11,932	11,769	1

Total assets of A\$157.6 billion at March 31, 2011 increased 8% from A\$145.9 billion at March 31, 2010.

Cash collateral on securities borrowed and reverse repurchase agreements increased 23% to A\$8.8 billion at March 31, 2011 from A\$7.1 billion at March 31, 2010 primarily as a result of activities to manage the liquidity requirements of MGL Group.

Trading portfolio assets increased 23% to A\$14.9 billion at March 31, 2011 from A\$12.1 billion at March 31, 2010 primarily due to the introduction and expansion of new trading platforms and businesses in the 2011 fiscal year.

Loan assets increased 4% to A\$46.0 billion at March 31, 2011 from A\$44.3 billion at March 31, 2010 primarily due to an increase in loan and finance lease volumes in Corporate & Asset Finance, driven by increased corporate lending and the acquisition of the GMAC lease portfolio, combined with growth in the Canadian Mortgages portfolio. These increases were partially offset by the impact of the strengthening Australian dollar since March 31, 2010.

Amounts due from financial institutions increased 19% to A\$9.8 billion at March 31, 2011 from A\$8.3 billion at March 31, 2010, mainly due to increased cash balances. This balance fluctuates based on the timing of transactions, funding requirements and trading activity.

Interests in associates and joint ventures accounted for using the equity method decreased 29% to A\$2.8 billion March 31, 2011 from A\$3.9 billion at March 31, 2010 due to the reclassification of some interests in associates and joint ventures to equity investments available-for-sale when the sale of either the respective fund managers (in the case of Macquarie-managed funds) or the sale of units in the relevant investment since March 31, 2010 resulted in a loss of significant influence over the investment, including the investments in MAp Group, Macquarie Atlas Roads and Intoll (together, formerly Macquarie Infrastructure Group) and the Charter Hall REITs (formerly Macquarie Office Trust and Macquarie CountryWide). The strengthening of the Australian dollar compared with major global currencies since March 31, 2010 also contributed to a reduction in the value of investments held in foreign currencies.

Investment securities available-for-sale decreased 6% to A\$17.1 billion at March 31, 2011 from A\$18.2 billion at March 31, 2010 primarily due a reduction in debt securities held for liquidity purposes. The reduction in these securities is in part due to funding of growth in the loan and lease portfolio.

Property, plant and equipment increased 164% to A\$5.0 billion at March 31, 2011 from A\$1.9 billion at March 31, 2010 largely due to the acquisition of 44 aircraft from ILFC during the 2011 fiscal year as well as the acquisition of the remaining stake in Macquarie Air Finance, resulting in the consolidation of the entity and its assets.

Total liabilities (excluding loan capital) increased 8% to A\$142.7 billion at March 31, 2011 from A\$132.2 billion at March 31, 2010. The main driver of the increase was the conversion of A\$9.6 billion of CMT balances to CMA accounts in July 2010.

Total equity increased 1% to A\$11.9 billion at March 31, 2011 from A\$11.8 billion at March 31, 2010. The growth has been driven by an increase in retained earnings of A\$313 million since March 31, 2010 and an increase in ordinary share capital of A\$150 million, offset by an increase of A\$288 million in treasury shares relating to MGL shares held for the Macquarie Group Employee Retained Equity Plan.

This description of our funded loan assets is based on the funded statement of financial position of MGL Group and not the statutory statement of financial position classification. For details on the funded statement of financial position, see “— Liquidity — Funded assets and funding sources of MGL Group”.

	As at		Movement ¹
	Mar 11	Mar 10	
	A\$b	A\$b	%
Loan assets at amortized cost per statutory statement of financial position	46.0	44.3	4
Other loans held at fair value.....	2.5	2.9	(14)
Operating lease assets.....	4.4	1.2	267
Less: loans held by consolidated SPEs which are available as security to noteholders and debt providers.....	(12.8)	(15.2)	(16)
Less: segregated funds.....	(1.3)	(1.3)	—
Less: margin balances (reclassified to trading).....	(2.0)	(2.4)	(17)
Less: other reclassification	(0.6)	—	large
Total per funded statement of financial position	36.2	29.5	23

¹ “large” indicates that actual movement was greater than 300%.

For the years ended March 31, 2011 and March 31, 2010 funded loan assets of MGL Group consisted of:

	Year ended		Movement
	Mar 11	Mar 10	
	A\$b	A\$b	%
Mortgages:			
Australia	2.1	2.2	(5)
United States.....	0.8	0.9	(11)
Canada.....	8.5	6.7	27
Structured investments	3.4	4.0	(15)
Banking	3.7	3.6	3
Real estate.....	0.4	0.6	(33)
Resources and commodities	1.5	1.7	(12)
Leasing (finance and operating).....	8.2	3.7	122
Corporate & Asset Finance lending.....	6.5	5.1	27
Other lending.....	1.1	1.0	10
Total.....	36.2	29.5	23

Our funded loan asset portfolio comprises diverse, secured assets:

<u>Loan category</u>	<u>Asset security</u>
Mortgages.....	Secured by residential mortgages and supported by mortgage insurance. <ul style="list-style-type: none"> • Australia: most loans are fully mortgage insured. • United States: majority of loans where loan to value ratio is greater than 80% are mortgage insured. • Canada: most loans are fully insured with underlying government support.
Structured investments.....	Retail loans to invest in various investment funds. Secured by investments with value protected by capital guarantees at maturity. Underlying assets primarily include direct and indirect equities and cash.
Banking	Secured relationship managed portfolio to professional and financial services firms, real estate industry clients, insurance premium funding and other small business clients.

<u>Loan category</u>	<u>Asset security</u>
	Secured largely by real estate, working capital, business cash flows and credit insurance. Portfolio also includes other consumer lending including credit cards.
Real estate.....	Loans secured against real estate assets, generally subject to regular independent valuations.
Resources and Commodities.....	Diversified loan portfolio primarily to the resources sector that are secured by the underlying assets. Secured by gold, base metals and oil resources and supported by price hedging.
Leasing (finance and operating).....	Secured by underlying leased assets (motor vehicles and specialized equipment), diversified portfolio by geography and security asset class.
Corporate & Asset Finance lending	Diversified secured corporate lending, subject to regular recoverability review. Secured by a diverse range of corporate assets and other securities.
Other lending	MGL Group includes: <ul style="list-style-type: none"> • Deposits with financial institutions as collateral for trading positions. • Other secured lending, subject to regular recoverability review. Secured by a diverse range of corporate assets and other securities. MBL Group includes: <ul style="list-style-type: none"> • Deposits with financial institutions as collateral for trading positions.

Equity investments

Equity investments are reported in the following categories in the statutory statement of financial position:

- Other financial assets at fair value through profit or loss
- Investment securities available-for-sale
- Investment in associates
- Assets and disposal groups held-for-sale.

The classification is driven by a combination of the level of influence MGL Group has over the investment and management's intention with respect to the holding of the asset in the short-term. For the purpose of analysis, equity investments have been re-grouped into the following categories:

- Investments in Macquarie-managed funds
- Other investments not held-for-sale or not investments in Macquarie-managed funds
- Held-for-sale investments.

The tables below set out the composition of these categories of equity investments for the 2011 and 2010 fiscal years.

Equity investments reconciliation

	As at	
	Mar 11	Mar 10
	A\$m	A\$m
Equity investments (excluding held-for-sale)		
Statutory statement of financial position		
Equity investments within Other financial assets at fair value through profit or loss.....	2,542	1,254
Equity investments within Investment securities available-for-sale	2,541	1,345
Interests in associates and joint ventures accounted for using the equity method.....	2,790	3,927
Total equity investments per statutory statement of financial position.....	7,873	6,526
Adjustment for funded statement of financial position		
Equity hedge positions ¹	(2,332)	(1,030)
Total funded equity investments.....	5,541	5,496
Adjustments for equity investments analysis		
Available-for-sale reserves ²	(385)	(36)
Associate reserves ³	2	37
Total adjusted equity investments⁴.....	5,158	5,497
Held-for-sale investments		
Net assets of disposal groups classified as held-for-sale.....	79	118
Total equity investments including held-for-sale investments.....	5,237	5,615

¹ These relate to assets held for the purposes of economically hedging MGL Group's fair valued liabilities to external parties arising from various equity linked instruments, and have been excluded from the analysis of investment exposure.

² Available-for-sale reserves that will be released to income upon realization of the investment.

³ Associates reserves that will be released to income upon realization of the investment.

⁴ The adjusted book value represents the total net exposure to MGL Group.

Adjusted book value of equity investments by category

	As at	
	Mar 11	Mar 10
	A\$m	A\$m
Macquarie-managed funds		
DUET Group	15	15
Macquarie DDR Trust	–	1
Macquarie Infrastructure Company	65	60
Macquarie Atlas Roads Limited	80	80
Macquarie International Infrastructure Fund	54	55
Macquarie Korea Infrastructure Fund.....	51	55
Total listed Macquarie-managed funds	265	266
Unlisted Macquarie-managed funds	615	521
Other Macquarie-managed funds	361	388
Total Macquarie-managed funds	1,241	1,175
Other investments		
Finance, investment, funds management and exchanges.....	609	748
Transport, industrial and infrastructure.....	1,803	2,242
Real estate.....	479	547
Debt investment entities.....	148	225
Energy and resources.....	509	289
Telecommunications, internet, media and entertainment.....	369	271
Total other investments	3,917	4,322
Held-for-sale investments	79	118
Total equity investments including held-for-sale investments.....	5,237	5,615

Liquidity

The two primary external funding vehicles for MGL Group are MGL and MBL. MGL provides funding principally to the Non-Banking Group and limited funding to some MBL Group subsidiaries. MBL provides funding to the Banking Group.

The high level funding relationships of MGL Group are shown below:



Liquidity management

MGL Group's liquidity risk management framework is designed to ensure that both MGL Group and MBL Group are able to meet their funding requirements as they fall due under a range of market conditions.

Liquidity management is performed centrally by Group Treasury, with oversight from MGL Group's Asset and Liability Committee and Risk Management. Each of MGL Group's and MBL Group's liquidity policies are approved by the MGL and MBL Boards, respectively, after endorsement by the Asset and Liability Committee and liquidity reporting is provided to the MGL and MBL Boards, respectively, on a monthly basis. The Asset and Liability Committee includes the Chief Executive Officer, Chief Financial Officer, Head of Risk Management, Treasurer and Business Group Heads.

Risk Management provides independent prudential oversight of liquidity risk management, including the independent validation of liquidity scenario assumptions, liquidity policies, and the required funding maturity profile.

In Australia, MBL is subject to regulation by APRA as an ADI and MGL is subject to regulation by APRA as a NOHC. See "Regulation and supervision — Australia — APRA" for further information.

Liquidity policies and principles

MGL provides funding predominantly to the Non-Banking Group. As such, the MGL liquidity policy outlines the liquidity requirements for the Non-Banking Group. The key requirement of the policy is that MGL is able to meet all of its liquidity obligations on a daily basis and during a period of liquidity stress: a twelve month period with no access to funding markets and with only a limited impact on franchise businesses.

Reflecting the longer term nature of the Non-Banking Group asset profile, MGL is funded predominantly with a mixture of capital and long-term wholesale funding. MGL has no short-term wholesale funding.

The MBL liquidity policy outlines the liquidity requirements for the Banking Group. The key requirement of the policy is that MBL is able to meet all of its liquidity obligations on a daily basis and during a period of liquidity stress: a twelve month period of constrained access to funding markets and with only a limited impact on franchise businesses. MBL is funded mainly by capital, long-term liabilities and deposits.

MBL can provide debt funding to MGL (or the Non-Banking Group) up to a regulatory limit that is determined by APRA's non-ELE rules. MBL's ability to return capital to MGL for use by MGL (or the Non-Banking Group) is limited by MBL's existing capital requirements as an ADI. See "Regulation and supervision — Australia — APRA". As a result, MGL's liquidity modeling and twelve month scenarios separately test MGL Group, MBL Group and the Non-Banking Group to ensure that sufficient liquidity is available in each part of its business.

The liquidity management principles apply to both MGL and MBL and include the following:

Liquidity and funding management

- All liquidity requirements are managed centrally by Group Treasury
- Liquidity risk is managed through setting limits on the maturity profile of assets and liabilities
- A liquidity contingency plan is approved by the Board and reviewed periodically
- A funding strategy is prepared annually and the funding position is monitored throughout the year
- Internal pricing incorporates liquidity costs, benefits and risks to align risk-taking activities with liquidity risk exposures
- Diversity and stability of funding sources is a key priority.

Liquidity limits

- Term assets must be funded by term liabilities
- Cash and liquid assets are sufficient to cover a 12-month stress scenario
- Cash and liquid assets held to meet stress scenarios must be unencumbered, high quality liquid assets and cash
- Short-term assets exceed short-term wholesale liabilities.

Scenario analysis

Scenario analysis is central to MGL Group's liquidity risk management framework. Group Treasury models a number of liquidity scenarios covering both market-wide crises and firm-specific crises. The objective of this modeling is to ensure MGL Group and MBL Group's ability to meet all repayment obligations under each scenario and determine the capacity for asset growth. The modeling includes 12-month liquidity scenarios significantly more severe than the conditions that have been experienced since August 2007.

Scenarios are run over a number of timeframes (including 12-months) and a range of conservative assumptions are used in the scenarios with regard to access to capital markets, deposit outflows, contingent funding requirements and asset sales.

Liquid asset holdings

Group Treasury maintains a portfolio of highly liquid unencumbered assets in both MGL and MBL designed to ensure that adequate liquidity is available in all funding environments, including worst case conditions. The minimum liquid asset requirement is calculated from scenario projections and complies with minimum regulatory requirements.

To determine the minimum level of liquid assets, reference is made to the expected minimum cash requirement during a combined market-wide and firm-specific crisis scenario over a 12-month timeframe. This scenario assumes no access to new funding sources, a significant loss of deposits and contingent funding outflows resulting from

undrawn commitments, market moves on derivatives and other margined positions. The size of the liquid asset portfolio must always exceed the minimum cash requirement as calculated in this model.

The liquid asset portfolio contains only unencumbered assets that can be relied on to maintain their liquidity in a crisis scenario. At least 90% of the liquid asset portfolio held to meet the minimum liquid asset requirement must be eligible for repurchase with a central bank. The remaining 10% must be approved by Group Treasury and Risk Management before inclusion in the liquid asset portfolio. As at March 31, 2011, 98% of the liquid asset portfolio was eligible for repurchase with central banks.

The liquid asset portfolio typically includes unencumbered cash and central bank repo eligible government, semi-government, supranational, government guaranteed and unguaranteed bank securities, and AAA rated Australian residential mortgage backed securities. In addition, the portfolio includes other very short dated, high quality liquid assets such as A-1+ rated Australian residential mortgage backed commercial paper. The liquid asset portfolio is largely denominated and held in Australian dollars and to a lesser extent in US dollars or other currencies where appropriate.

MGL Group had A\$26.0 billion cash and liquid assets at March 31, 2011 (March 31, 2010: A\$22.2 billion), of which A\$23.8 billion was held by MBL Group (March 31, 2010: A\$20.1 billion).

MGL Group continues to monitor regulatory and other market developments in response to the global financial crisis that may impact the composition of its cash and liquid asset portfolio. See “— Regulation and supervision — APRA” above for further information.

Liquidity contingency plan

Group Treasury maintains a liquidity contingency plan. The liquidity contingency plan applies to the entire MGL Group and defines roles, responsibilities and actions to be taken in a liquidity event. This includes identification of key information requirements and appropriate communication plans with both internal and external parties.

Specifically, the plan details factors that may constitute a crisis, the officer responsible for enacting the contingency management, a committee of senior executives who would be responsible for managing a crisis, the information required to effectively manage a crisis, a public relations strategy, a high-level check list of actions to be taken, and contact lists to facilitate prompt communication with all key internal and external stakeholders. The liquidity contingency plan is subject to regular review (at least annually) by both Group Treasury and Risk Management and is submitted to the Board for approval.

Certain jurisdictions in which MGL has regulated banking subsidiaries may require a more comprehensive contingency plan specific to that region. In that instance, a supplement to our liquidity contingency plan which is consistent with the liquidity management principles and policies of MGL Group is maintained.

Funding transfer pricing

An internal funding transfer pricing framework is in place which aims to align businesses with the overall funding strategy of MGL Group. Under this system the costs of long- and short-term funding are charged, and credits are made, to business units that provide long-term stable funding.

Credit ratings

As at March 31, 2011, the credit ratings for each of our funding vehicles were as follows:

Rating Agency ¹	Macquarie Group Limited			Macquarie Bank Limited		
	Short-term Rating	Long-term Rating	Long-term Rating Outlook	Short-term Rating	Long-term Rating	Long-term Rating Outlook
Fitch Ratings.....	F-1	A	Stable	F-1	A+	Stable
Moody's Investors Service	P-1	A2	Negative	P-1	A1	Negative
Standard & Poor's	A-2	A-	Stable	A-1	A	Stable

¹ A security rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by an assigning rating agency and any rating should be evaluated independently of any other information.

Funding transactions

The table below sets out MGL Group's term funding transactions in the year ended March 31, 2011:

Funding Source	Year ended		
	Mar 11		
	Banking Group	Non-Banking Group	Total
	A\$bn	A\$bn	A\$bn
Securitized assets			
Term secured finance ¹	5.4	—	5.4
Issued paper			
Subordinated debt ²	0.8	—	0.8
Senior.....	0.1	1.3	1.4
Loan capital			
Preferred Membership Interests.....	—	0.4	0.4
Total	6.3	1.7	8.0

1 Excludes A\$0.7 billion term secured finance raised in April 2011.

2 Excludes US\$1 billion (A\$1 billion) MBL subordinated debt issued in April 2011.

In the year ended March 31, 2011, MGL Group raised A\$8.0 billion of term funding, including A\$5.4 billion of term secured finance, of which A\$2.4 billion was through the Canadian Mortgage Bonds program, and A\$2.6 billion of term wholesale funding.

The PMIs are US dollar denominated, non-cumulative, unsecured and subordinated limited liability company interests of Macquarie PMI LLC. They are redeemable at the issuer's option on any distribution date from December 2, 2015, and are non-dilutive, as they will exchange to MGL preference shares in specified circumstances, and mandatorily on December 3, 2035. The PMIs bear fixed-rate coupons at 8.375% per annum, paid semi-annually.

Recent Funding Developments. On April 7, 2011, MBL issued US\$1 billion (A\$1 billion) of subordinated debt under the Rule 144A/Regulation S Medium Term Note Program, and on April 20, 2011 MBL raised A\$0.7 billion of term secured finance.

Explanation of funded statement of financial position

MGL and MBL’s statutory statements of financial position are prepared based on AGAAP and includes certain accounting gross-ups and non-recourse self funded assets that do not represent a funding requirement of MGL or MBL.

The tables below have been prepared to reconcile the reported assets of the consolidated MGL Group to net funded assets at March 31, 2011. This MGL Group funding requirement is then split between the Banking Group and the Non-Banking Group to assist in the analysis of each of the separate funding requirements of MBL and MGL.

MGL Group

	<u>As at</u>
	<u>Mar 11</u>
	<u>A\$b</u>
Total assets per MGL statutory statement of financial position	157.6
Accounting deductions:	
Self funded trading assets ¹	(14.7)
Derivative revaluation accounting gross-ups ²	(20.5)
Life investment contracts and other segregated assets ³	(8.1)
Broker settlement balances ⁴	(6.3)
Short-term working capital assets ⁵	(7.6)
Non recourse funded assets:	
Securitized assets and non-recourse warehouses ⁶	(12.8)
Net funded assets.....	<u>87.6</u>

¹ *Self funded trading assets.* There are a number of entries on the balance sheet that arise from the normal course of trading activity MGL Group conducts with its clients and counterparties. They typically represent both sides of a transaction. The entries off-set each other as both the asset and liability positions are recorded separately. Where these entries are matched, they do not require funding.

² *Derivative revaluation accounting gross-ups.* MGL Group’s derivative activities are mostly client driven with client positions hedged by off-setting positions. The derivatives are largely matched and this adjustment reflects that the matched positions do not require funding.

³ *Life investment contracts and other segregated assets.* These represent the assets and liabilities that are recognized where MGL Group provides products such as investment-linked policy contracts. The policy (contract) liability will be matched by assets held to the same amount and hence does not require funding.

⁴ *Broker settlement balances.* At any particular time MGL Group’s broking business will have outstanding trades to settle with other brokers. These amounts (payables) can be offset in terms of funding by amounts that MGL Group is owed at the same time by brokers on other trades (receivables).

⁵ *Short-term working capital assets.* As with the broker settlement balances above, MGL Group through its day-to-day operations generates working capital assets (e.g., receivables and prepayments) and working capital liabilities (e.g., creditors and accruals) that produce a ‘net balance’ that either requires or provides funding.

⁶ *Securitized assets and non-recourse warehouses.* Some lending assets (mortgages and leasing) are commonly sold down into external securitization entities or transferred to external funding warehouses. As a consequence they are non-recourse to MGL Group and are funded by third parties rather than MGL Group.

Funded assets and funding sources of MGL Group

The following table represents the funded statement of financial position of MGL Group at March 31, 2011:

	<u>As at</u>
	<u>Mar 11</u>
	<u>A\$b</u>
MGL Group	
Funding sources	
Wholesale issued paper: ¹	
Negotiable certificates of deposits	1.7
Commercial paper	3.5
Net trade creditors ²	0.5
Structured notes ³	3.5
Secured funding ⁴	10.6
Bonds ⁵	16.6
Other loans ⁶	0.3
Senior credit facility ⁷	4.5
Deposits ⁸	
Retail deposits	26.6
Corporate and wholesale deposits	5.0
Loan capital ⁹	2.9
Equity and hybrid ¹⁰	11.9
Total	<u>87.6</u>
Funded assets	
Cash and liquid assets ¹¹	26.0
Net trading assets ¹²	15.0
Loan assets less than one year ¹³	7.6
Loan assets greater than one year ¹³	28.6
Assets held-for-sale ¹⁴	0.1
Debt investment securities ¹⁵	2.8
Co-investment in Macquarie-managed funds and other equity investments ¹⁶	5.5
Property, plant and equipment and intangibles	2.0
Total	<u>87.6</u>

¹ *Wholesale issued paper.* Unsecured short-term wholesale funding comprised of both Negotiable Certificates of Deposit and Commercial Paper.

² *Net trade creditors.* Short-term working capital balances (debtors and creditors) are created through the day-to-day operations of MGL Group. A net funding source (or use) will result due to timing differences in cash flows.

³ *Structured notes.* These are debt instruments on which the return is linked to commodities, equities, currencies or other assets. They are generally issued as part of structured transactions with clients and are hedged with positions in underlying assets or derivative instruments.

⁴ *Secured funding.* Certain funding arrangements that have been secured against an asset (or pool of assets).

⁵ *Bonds.* Unsecured long-term wholesale funding.

⁶ *Other loans.* Unsecured loans provided by financial institutions and other counterparties.

⁷ *Senior credit facility.* MGL's senior credit facility, provided by a syndicate of wholesale lenders, is a A\$5.0 billion facility, of which A\$0.5 billion was undrawn as at March 31, 2011.

⁸ *Deposits.* Unsecured funding from retail, corporate and wholesale depositors. The Australian Government guarantee is made available on eligible deposits in MBL.

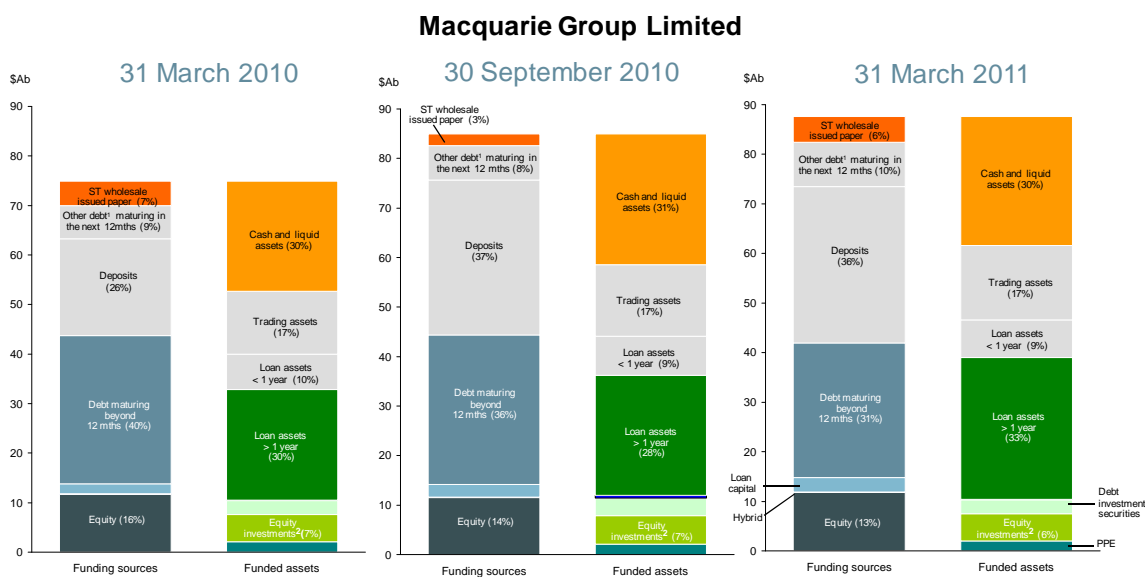
⁹ *Loan capital.* Long-term subordinated debt and Convertible Preference Securities.

¹⁰ *Equity and hybrids.* Equity balances are comprised of issued capital, retained earnings and reserves. Hybrid instruments includes the MIPS security issues.

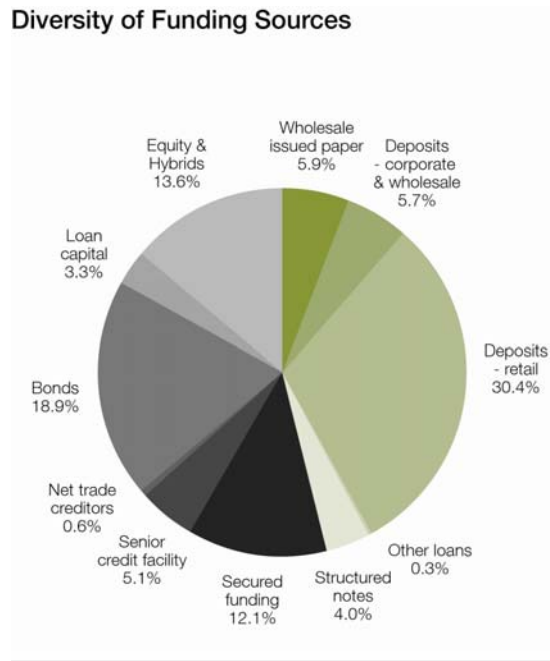
¹¹ *Cash and liquid assets.* Funded cash and liquid assets generally consist of amounts due from banks and short-term debt investment securities available-for-sale. Liquid assets are almost entirely repo eligible with central banks or are very short dated.

- ¹² *Net trading assets.* The net trading asset balance consists of financial markets and equity trading assets including the net derivative position and any margin or collateral balances. It also includes trading assets which are hedging structured notes issued.
- ¹³ *Loan assets.* This represents all loans provided to retail and wholesale borrowers, in addition to operating lease assets. See “— Capital analysis — Loan assets” below for further information.
- ¹⁴ *Assets held-for-sale.* These are the net assets/liabilities of the held-for-sale categories on the balance sheet.
- ¹⁵ *Debt investment securities.* These include various categories of debt securities including asset backed securities, bonds, commercial mortgage backed securities and residential mortgage backed securities.
- ¹⁶ *Co-investment in Macquarie-managed funds and equity investments.* These equity securities are held with a long-term investment horizon, and include co-investments in Macquarie-managed funds.

The funded statement of financial position of MGL has continued to improve due to the term funding raised in the year ended March 31, 2011, as described above under “— Funding transactions”. The graph below illustrates the change in composition of the funded statement of financial position from March 31, 2010 to March 31, 2011.

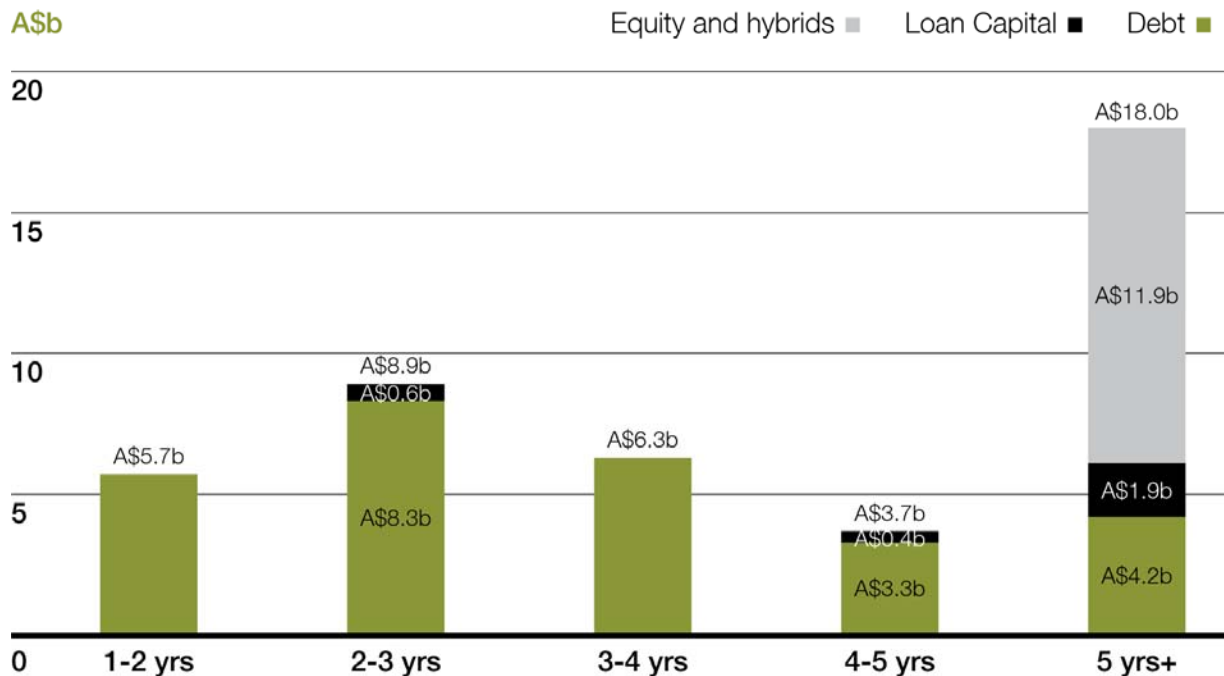


Diversity of funding sources of MGL Group, as at March 31, 2011



The following chart and table provide details of MGL Group's term funding (drawn and committed but undrawn) maturing beyond one year, at March 31, 2011:

Detail of term funding (drawn and committed but undrawn) maturing beyond one year



	As at					Total
	Mar 11					
	1-2 yrs	2-3 yrs	3-4 yrs	4-5 yrs	5 yrs+	
	A\$b	A\$b	A\$b	A\$b	A\$b	A\$b
MGL Group						
Structured notes	0.6	0.2	0.3	—	0.9	2.0
Secured funding	1.1	3.2	2.2	2.9	0.4	9.8
Bonds	1.6	4.9	3.8	—	2.7	13.0
Other loans	—	—	—	0.2	—	0.2
Senior credit facility	2.1	—	—	—	—	2.1
Total debt	5.4	8.3	6.3	3.1	4.0	27.1
Loan capital	—	0.6	—	0.4	1.9	2.9
Equity and hybrid	—	—	—	—	11.9	11.9
Total funding sources drawn	5.4	8.9	6.3	3.5	17.8	41.9
Undrawn	0.3	—	—	0.2	0.2	0.7
Total funding sources drawn and undrawn	5.7	8.9	6.3	3.7	18.0	42.6

At March 31, 2011, MGL Group's term funding (including undrawn facilities) maturing beyond one year of A\$42.6 billion, which comprised the funding sources described above, exceeded term assets. Excluding equity as a permanent source of funding, the weighted average term to maturity of term funding (excluding short-term funding) increased to 4.1 years at March 31, 2011 (including the US\$1 billion (A\$1 billion) MBL subordinated debt issuance in April 2011 maturing April 7, 2021) from 3.9 years at March 31, 2010.

As at March 31, 2011, deposits represented A\$31.6 billion, or 36% of MGL's total funding, short-term (maturing in less than 12 months) wholesale issued paper represented A\$5.2 billion, or 6% of total funding and other debt funding maturing within 12 months represented A\$8.9 billion or 10% of total funding.

Intra group loan

Concurrent with and to facilitate the Restructure, on November 13, 2007, MGL entered into a A\$10.1 billion two year senior transitional intra group loan with MBL. MGL drew down the entire available amount under the facility on November 21, 2007. MGL was the guarantor of principal, interest and any other payments due under the intra group loan in respect of its subsidiaries that were borrowers under the facility. As at March 31, 2011, A\$0.7 billion remained outstanding under the intra group loan. However, this loan was subsequently repaid in full on April 27, 2011 and is not available to be redrawn.

Senior credit facility

To finance the Restructure, on November 13, 2007, MGL entered into a A\$9 billion senior credit facility. As at March 31, 2011, the facility limit was A\$5.0 billion. However, subsequent to March 31, 2011, the A\$275 million term facility maturing in May 2011 was repaid in full. The facility now comprises two revolving credit facilities totaling A\$1.5 billion maturing November 2011 and November 2012, respectively and two term facilities totaling A\$3.2 billion maturing November 2011 and November 2012, respectively.

MGL is the guarantor of principal, interest and any other payments due under the senior credit facility in respect of its subsidiaries that are borrowers under the facility.

The senior credit facility includes a negative pledge that restricts MGL or any subsidiary from incurring, issuing or assuming any financial indebtedness if it is secured by a security interest over (i) any voting shares of Banking Holdco or Non-Banking Holdco or any other subsidiary that is a borrower, whether such voting shares are owned now or acquired in the future; or (ii) any right, entitlement or claim of MGL to be paid, repaid or reimbursed for any amount by a subsidiary in relation to any loan or other facility provided by MGL utilizing all or part of the proceeds of the senior credit facility; in each case, without providing that the lenders shall be secured equally and ratably with

such financial indebtedness. The facility agreement also includes an undertaking that the consolidated net worth of MGL and its subsidiaries shall not at any time be less than A\$2.4 billion.

Interest on outstanding amounts drawn under the senior credit facility is payable at the base rate plus a margin. For drawings in Australian dollars, the base rate is BBSY; for drawings in Euro, the base rate is EURIBOR; and for drawings in US dollars, pounds sterling or Japanese yen, the base rate is LIBOR in the relevant currency. Funds drawn under the senior credit facility are used for MGL's general corporate purposes.

As at March 31, 2011, MGL had drawn down the equivalent of A\$4.5 billion in Australian dollars under the senior credit facility in the term and revolving facilities.

Funding profile for the Non-Banking Group

The funded statement of financial position of the Non-Banking Group as at March 31, 2011:

	As at
	Mar 11
	A\$b
Non-Banking Group	
Funding sources	
MBL intra group loan to MGL ¹	0.7
Net trade creditors ²	0.5
Structured notes ³	0.6
Secured funding ⁴	1.7
Bonds ⁵	4.1
Other loans ⁶	0.3
Senior credit facility ⁷	4.5
Loan capital ⁸	1.0
Equity ⁹	2.8
Total	16.2
Funded assets	
Cash and liquid assets ¹⁰	2.2
Non-Banking Group deposit with MBL	4.6
Net trading assets ¹¹	1.6
Loan assets less than one year ¹²	0.4
Assets held for sale	0.1
Loan assets greater than one year ¹²	2.4
Debt investment securities ¹³	0.2
Co-investment in Macquarie-managed funds and other equity investments ¹⁴	3.7
Property, plant and equipment and intangibles	1.0
Total	16.2

¹ *Intra group loan.* As at March 31, 2011, A\$0.7 billion remained outstanding under the intra group loan. However, this loan was subsequently repaid in full on April 27, 2011 and is not available to be redrawn. See “— Funded assets and funding sources of MGL Group — Intra group loan” above for details.

² *Net trade creditors.* Short-term working capital balances (debtors and creditors) are created through the day-to-day operations of MGL Group. A net funding source (or use) will result due to timing differences in cash flows.

³ *Structured notes.* These are debt instruments on which the return is linked to commodities, equities, currencies or other assets. They are generally issued as part of structured transactions with clients and are hedged with positions in underlying assets or derivative instruments.

⁴ *Secured funding.* Certain funding arrangements that have been secured against an asset (or pool of assets).

⁵ *Bonds.* Unsecured long-term wholesale funding.

⁶ *Other loans.* Unsecured loans provided by financial institutions and other counterparties.

⁷ *Senior credit facility.* MGL’s senior credit facility, provided by a syndicate of wholesale lenders, is a A\$5.0 billion facility, of which A\$0.5 billion is undrawn as at March 31, 2011.

⁸ *Loan capital.* Long-term subordinated debt and Convertible Preference Securities.

⁹ *Equity.* Equity balances are comprised of issued capital, retained earnings and reserves.

¹⁰ *Cash and liquid assets.* Funded cash and liquid assets generally consist of amounts due from banks and short-term debt investment securities available-for-sale. Liquid assets are almost entirely repo eligible with central banks or are very short dated.

¹¹ *Net trading assets.* The net trading asset balance consists of financial markets and equity trading assets including the net derivative position and any margin or collateral balances. It also includes trading assets which are hedging structured notes issued.

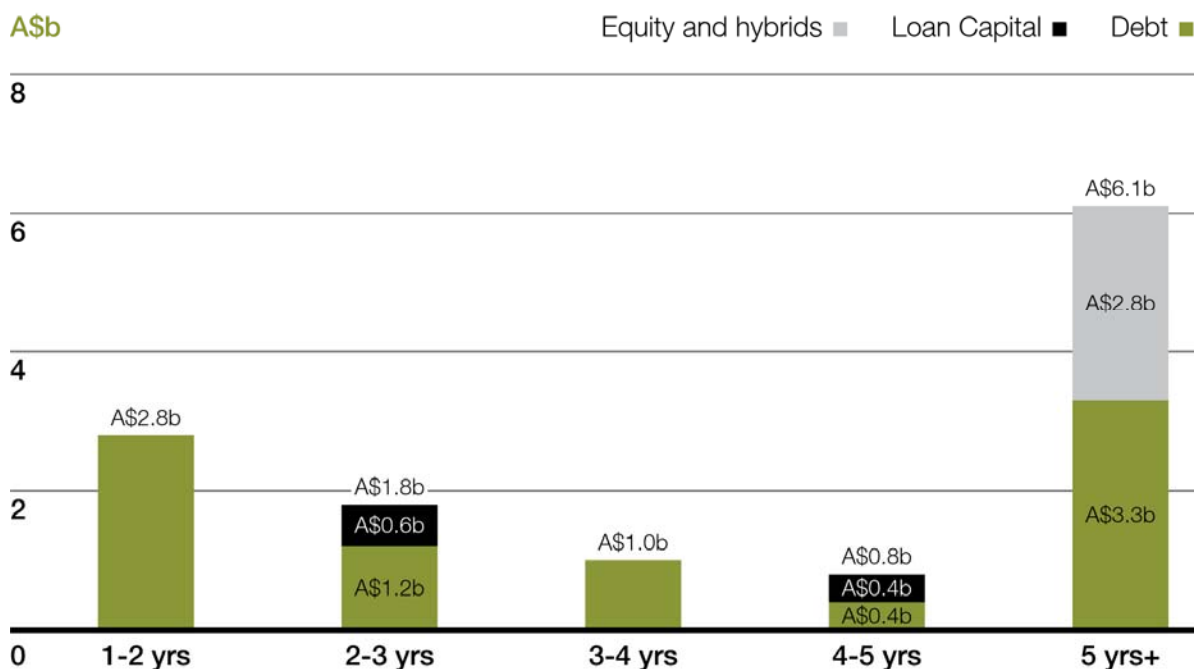
¹² *Loan assets.* This represents all loans provided to retail and wholesale borrowers, in addition to operating lease assets. See “— Capital analysis — Loan assets” below for further information.

¹³ *Debt investment securities.* These include various categories of debt securities including asset backed securities, bonds, commercial mortgage-backed securities and residential mortgage-backed securities.

¹⁴ *Co-investment in Macquarie-managed funds and other equity investments.* These equity securities are held with a long-term investment horizon, and include co-investments in Macquarie-managed funds.

The following chart and table provides detail of the Non-Banking Group's term funding (drawn and committed but undrawn) maturing beyond one year, at March 31, 2011:

Detail of term funding (drawn and committed but undrawn) maturing beyond one year



	As at					Total
	Mar 11					
	1-2 yrs	2-3 yrs	3-4 yrs	4-5 yrs	5 yrs+	
Non-Banking Group	A\$b	A\$b	A\$b	A\$b	A\$b	A\$b
Structured notes	—	—	—	—	0.6	0.6
Secured funding	0.2	1.1	—	0.2	—	1.5
Bonds	0.2	0.1	1.0	—	2.7	4.0
Other loans	—	—	—	0.2	—	0.2
Senior credit facility	2.1	—	—	—	—	2.1
Total debt	2.5	1.2	1.0	0.4	3.3	8.4
Loan capital	—	0.6	—	0.4	—	1.0
Equity	—	—	—	—	2.8	2.8
Total funding sources drawn	2.5	1.8	1.0	0.8	6.1	12.2
Undrawn ¹	0.3	—	—	—	—	0.3
Total funding sources drawn and undrawn	2.8	1.8	1.0	0.8	6.1	12.5

¹ Undrawn term facilities for the Non-Bank include A\$0.3 billion undrawn on the senior credit facility.

Term funding beyond one year (excluding equity) has a weighted average term to maturity of 4.5 years (excluding the US\$0.7 billion intra group loan, which was repaid in full on April 27, 2011).

Debt funding of MGL, which primarily funds the activities of the Non-Banking Group, includes:

- Senior credit facility, of which at March 31, 2011 was A\$4.5 billion drawn and A\$0.5 billion undrawn. For a description of the senior credit facility entered into by MGL on November 13, 2007, see “—Funded assets and funding sources of MGL Group — Senior credit facility” above for further information.
- US\$1.1 billion intra group loan from MBL. This facility is an unsecured term loan to be repaid by December 2012. As at March 31, 2011, A\$0.7 billion remained outstanding under the intra group loan. However, this loan was subsequently repaid in full on April 27, 2011 and is not available to be redrawn. This facility provided funding to MGL following the Restructure and is described under “—Funded assets and funding sources of MGL Group — Intra group loan” above.

In addition to the above facilities, the other key tools used for accessing wholesale debt funding markets for MGL:

- US\$10 billion Rule 144A/Regulation S Medium Term Note Program. US\$3.7 billion was outstanding under the Rule 144A/Regulation S Medium Term Note Program at March 31, 2011; and
- US\$10 billion multi-instrument Regulation S Debt Instrument Program, under which securities may be issued include Euro Commercial Paper, Euro Commercial Deposits, Euro-Medium Term Notes, senior and subordinated fixed/floating rate notes, and Transferable Deposits and MGL Wholesale Notes. The Debt Instrument Program had US\$0.5 billion of debt securities outstanding at March 31, 2011.

Funding profile for the Banking Group

The funded statement of financial position of the Banking Group as at March 31, 2011:

	As at Mar 11 A\$b
Banking Group	
Funding sources	
Wholesale issued paper: ¹	
Negotiable certificates of deposit.....	1.7
Commercial paper.....	3.5
Structured notes ²	2.9
Secured funding ³	8.9
Bonds ⁴	12.5
Deposits ⁵	
Retail.....	26.6
Corporate and wholesale.....	5.0
Loan capital ⁶	1.9
Equity and hybrids ⁷	9.1
Total	72.1
Funded assets	
Cash and liquid assets ⁸	23.8
Net trading assets ⁹	13.4
Loan assets less than one year ¹⁰	7.2
Loan assets greater than one year ¹⁰	26.2
Debt investment securities ¹¹	2.6
MBL intra group loan to MGL ¹²	0.7
Non-Banking Group deposit with MBL.....	(4.6)
Co-investment in Macquarie-managed funds and other equity investments ¹³	1.8
Property, plant and equipment and intangibles.....	1.0
Total	72.1

¹ *Wholesale issued paper.* Unsecured short-term wholesale funding comprised of both Negotiable Certificates of Deposit and Commercial Paper.

² *Structured notes.* These are debt instruments on which the return is linked to commodities, equities, currencies or other assets. They are generally issued as part of structured transactions with clients and are hedged with positions in underlying assets or derivative instruments.

³ *Secured funding.* Certain funding arrangements that have been secured against an asset (or pool of assets).

⁴ *Bonds.* Unsecured long-term wholesale funding.

⁵ *Deposits.* Unsecured funding from retail, corporate and wholesale depositors. The Australian Government guarantee is made available on eligible deposits in MBL.

⁶ *Loan capital.* Long-term subordinated debt and Convertible Preference Securities.

⁷ *Equity and hybrids.* Equity balances are comprised of issued capital, retained earnings and reserves. Hybrid instruments include the MIPS security issues.

⁸ *Cash and liquid assets.* Funded cash and liquid assets generally consist of amounts due from banks and short-term debt investment securities available-for-sale. Liquid assets are almost entirely repo eligible with central banks or are very short dated.

⁹ *Net trading assets.* The net trading asset balance consists of financial markets and equity trading assets including the net derivative position and any margin or collateral balances. It also includes trading assets which are hedging structured notes issued.

¹⁰ *Loan assets.* This represents all loans provided to retail and wholesale borrowers, in addition to operating lease assets. See “— Capital analysis — Loan assets” below for further information.

¹¹ *Debt investment securities.* These include various categories of debt securities including asset backed securities, bonds, commercial mortgage backed securities and residential mortgage backed securities.

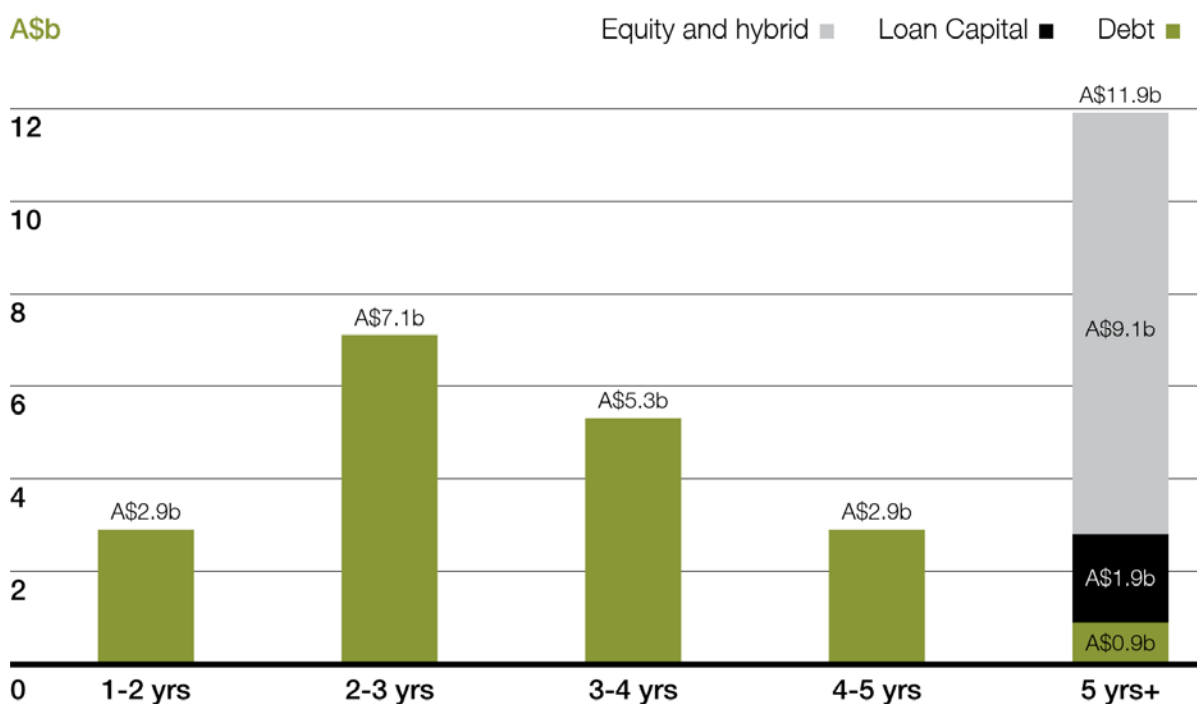
¹² *Intra group loan.* Concurrent with and to facilitate the Restructure, on November 13, 2007, MGL entered into a A\$10.1 billion two year senior transitional intra group loan with MBL. MGL drew down the entire available amount under the facility on November 21, 2007. MGL was the guarantor of principal, interest and any other payments due under the intra group loan in respect of its subsidiaries that were borrowers under the facility. As at March 31, 2011, A\$0.7 billion remained outstanding under the intra group loan. However, this loan was subsequently repaid in full on April 27, 2011 and is not available to be redrawn. See “—Funded assets and funding sources of MGL Group — Intra group loan” above for details.

¹³ *Co-investment in Macquarie-managed funds and other equity investments.* These equity securities are held with a long-term investment horizon, and include co-investments in Macquarie-managed funds.

As at March 31, 2011, deposits represented A\$31.6 billion, or 44% of total funding, short-term wholesale funding represented A\$5.2 billion, or 7% of total funding, and other debt funding maturing within 12 months represented A\$5.6 billion, or 8% of total funding.

The following chart and table provides details of the Banking Group’s term funding (drawn and committed but undrawn) maturing beyond one year, at March 31, 2011:

Detail of term funding (drawn and committed but undrawn) maturing beyond one year



	As at					
	Mar 11					
	1-2 yrs	2-3 yrs	3-4 yrs	4-5 yrs	5 yrs+	Total
	A\$b	A\$b	A\$b	A\$b	A\$b	A\$b
Banking Group						
Structured notes	0.6	0.2	0.3	—	0.3	1.4
Secured funding	0.9	2.1	2.2	2.7	0.4	8.3
Bonds	1.4	4.8	2.8	—	—	9.0
Total debt	2.9	7.1	5.3	2.7	0.7	18.7
Loan capital	—	—	—	—	1.9	1.9
Equity and hybrid	—	—	—	—	9.1	9.1
Total funding sources drawn	2.9	7.1	5.3	2.7	11.7	29.7
Undrawn	—	—	—	0.2	0.2	0.4
Total funding sources drawn and undrawn	2.9	7.1	5.3	2.9	11.9	30.1

As demonstrated above, the Banking Group has diversity in its funding sources by source and maturity. The Banking Group's term funding beyond one year (excluding equity) has a weighted average term to maturity of 4.0 years (including the US\$1 billion (A\$1 billion) MBL subordinated debt issuance in April 2011).

The key tools used for accessing wholesale debt funding markets for MBL, which primarily funds the Banking Group, are as follows:

- US\$25 billion multi-instrument Regulation S Debt Instrument Program, incorporating both Government guaranteed and unguaranteed securities that may be issued including Euro Commercial Paper, Euro Commercial Deposits, Euro-Medium Term Notes, senior and subordinated fixed/floating rate notes, and Transferable Deposits. The Debt Instrument Program had US\$8.0 billion of debt securities outstanding at March 31, 2011;
- US\$10 billion Commercial Paper Program incorporating both Government guaranteed and unguaranteed securities under which US\$0.6 billion of debt securities were outstanding as at March 31, 2011; and
- US\$20 billion Rule 144A/Regulation S Medium Term Note Program incorporating both Government guaranteed and unguaranteed securities. As at March 31, 2011, US\$7.5 billion had been issued under the Rule 144A/Regulation S Medium Term Note Program. MBL may no longer issue Government guaranteed securities under this program.

In addition to the foregoing, MBL Group accesses the Australian capital markets through the issuance of Negotiable Certificates of Deposits and Transferable Negotiable Certificates of Deposits. As at March 31, 2011, MBL Group had A\$1.7 billion of these securities outstanding.

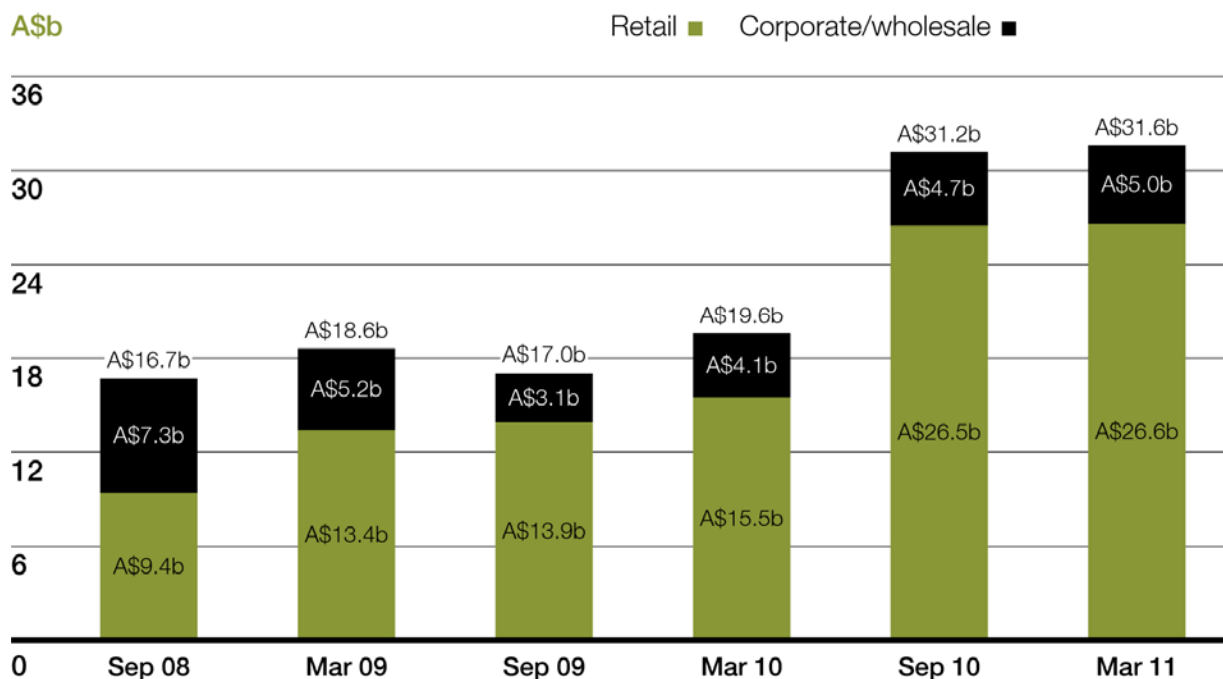
Furthermore, MBL Group as an ADI has access to liquidity from the RBA's daily market operations. At March 31, 2011, MBL Group had internally securitized A\$1.9 billion of its own mortgages, which is a form of collateral on the RBA's list of eligible securities for repurchase agreements.

Deposit strategy

During the 2011 fiscal year, MBL continued to pursue a deposit strategy that was consistent with the core liquidity management principle of achieving diversity and stability of funding sources. The strategy focused on growing the retail deposit base, which generally represents a more stable and reliable source of funding and reduces MGL's reliance on wholesale funding markets. In particular, MBL has focused on improving the quality and composition of the retail deposit base by targeting transactional and relationship based deposits such as the CMA. On July 31, 2010, unitholders in the CMT converted their units into at-call deposits in the CMA. This resulted in an increase of A\$9.6 billion of MBL retail deposits and further enhanced the composition of MGL's funding sources.

The chart below illustrates MBL Group's strong retail deposit growth since September 2008.

Deposits trend



	Sep 08	Mar 09	Sep 09	Mar 10	Sep 10	Mar 11
Deposits	A\$b	A\$b	A\$b	A\$b	A\$b	A\$b
Retail.....	9.4	13.4	13.9	15.5	26.5	26.6
Corporate/Wholesale.....	7.3	5.2	3.1	4.1	4.7	5.0

MBL is an Australian ADI, and therefore the provisions of the financial claims scheme apply to MBL.

Lease, capital and other expenditure commitments, contingent liabilities and assets

We do not expect our capital and other expenditure commitments and our lease commitments to have a significant effect on our liquidity needs. See Note 38 "Capital and other expenditure commitments" and Note 39 "Lease commitments" to our 2011 annual financial statements for further information. Lease, capital and other expenditure commitments are disclosed in our annual financial statements each year and are not required to be disclosed under Australian Accounting Standards in interim financial statements.

As at March 31, 2011, MGL Group had A\$7.9 billion of contingent liabilities and commitments, including A\$0.5 billion of contingent liabilities and A\$5.7 billion of commitments under undrawn credit facilities. See Note

37 “Contingent liabilities and commitments” to our 2011 annual financial statements which shows MGL Group’s contingent liabilities and commitments at March 31, 2011.

Quantitative and Qualitative Disclosures about Market Risk

Each year we prepare a detailed analysis of market risk as it applies to MGL Group and a quantitative analysis of MGL Group’s value at risk for equities, interest rates, foreign exchange, bullion, and commodities and in the aggregate thereof. See Note 41 “Financial risk management” to MGL Group’s 2011 annual financial statements for a quantitative and qualitative discussion of these risks.



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