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SEC  
Mail Processing  
Section

APR 4 2008

Washington, DC  
100



08001773

2 April 2008

United States Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington D.C. 20549  
United States of America



**SUPL**

Dear Sir/Madam

**Macquarie Group Limited (File Number 82-34740) documents for lodgement**

Please find relevant documents for Macquarie Group Limited for lodgement to satisfy the requirements of Rule 12g3-2(b).

Yours sincerely

*per [Signature]*  
Dennis Leong  
Company Secretary

**PROCESSED**

APR 18 2008

THOMSON  
FINANCIAL

*Lee 4/17*

# Notice of ceasing to be a substantial holder

File Number: 82-34740

To **Macquarie Group Limited (MQG)**  
ACN/ARSN **008 583 542**

## 1. Details of substantial holder

Name **Barclays Group** lodged by Barclays Global Investors Australia Limited  
ABN **33 001 804 566** (Barclays Global Investors Australia Limited)

The holder ceased to be a substantial holder on **26 March 2008**

The previous notice was given to the company on **28 March 2008**

The previous notice was dated **28 March 2008**

## 2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interests of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
26/03/08	Barclays Group <i>see Annexure A</i>	Reduction in voting power	Average price \$51.24	Ordinary (953,791)	(0.36)%

## 3. Changes in association

The persons who have becomes associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
	See Annexure A

## 4. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Barclays Global Investors Australia Limited	Level 43, 225 George Street, Sydney NSW 2000

## Signature

\_\_\_\_\_  
Company Secretary  
Barclays Global Investors Australia

1 April 2008  
Date

**This is "Annexure A" of 1 page referred to in Form 605  
Notice of ceasing to be a substantial holder**

Document furnished to United States  
Securities and Exchange Commission by  
Macquarie Bank Limited.

File Number: 82-34740

**Relevant interest in Macquarie Group Limited (MQG) held by members of the Barclays Group.**

The list of Barclays entities with relevant interest are as follows:

Barclays Global Investors Japan Ltd  
Barclays Global Investors Ltd  
Barclays Private Bank and Trust Ltd  
Barclays Private Bank Ltd  
Barclays Global Investors Ltd  
Barclays Life Assurance Co Ltd  
Barclays Bank Trust Company Ltd  
Barclays Global Investors, N.A.  
Barclays Global Fund Advisors  
Barclays Capital Inc  
Barclays Capital Securities Ltd  
Barclays Global Investors Canada Ltd  
Barclays Global Investors Australia Ltd

The JP Morgan Chase Bank Inc. and various other custodians (Custodians) hold shares in MQG for which the members of the Barclays Group are either:

- the responsible entity or trustee of pooled investment products such as registered managed investment schemes (Funds); or
- the investment manager of Portfolios held for a number of institutional investors. The institutional investors are generally superannuation funds regulated under the *Superannuation Industry Supervision Act 1993*.

The holding of shares in MQG was acquired as part of the wide portfolio of Australian shares and units acquired for the Funds and the Portfolios.

The members of the Barclays Group and the Custodians may hold relevant interests due to the capacity of these entities to dispose of the shares in MQG.

Each investor in a Fund owns an undivided interest in the Fund's assets, no client directly owns any asset of the Fund. The unitholding of each Fund varies from time to time as clients enter and withdraw from the Funds. The various institutional investors with portfolios delegate the management of the portfolios to the Barclays Group.

\_\_\_\_\_  
Company Secretary  
Barclays Global Investors Australia

1 April 2008  
Date

## Notice of initial substantial holder

File Number: 82-34740

To **Macquarie Group Limited (MQG)**  
ACN/ARSN **008 583 542**

### 1. Details of substantial holder

Name **Barclays Group** lodged by Barclays Global Investors Australia Limited  
ABN **33 001 804 566** (Barclays Global Investors Australia Limited)

The holder became a substantial holder on 20 March 2008.

### 2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder an associate had a relevant interest on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Person's votes	Voting power
Ordinary	14,460,231	14,460,231	5.29%

### 3. Details of relevant interests

The nature of the relevant interest the substantial holder had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest	Class and number of securities
Barclays Group	Fund Manager – see Annexure A	Ordinary 14,460,231

### 4. Details of present registered holders

The persons registered as holder of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Class and number of securities
Barclays Group	JP Morgan & other custodians – see Annexure A	Ordinary 14,460,231

### 5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration Cash/Non-cash	Class and number of securities
Barclays Group	Past 4 months	Avg price \$48.49	Ordinary 14,460,231

### 6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Barclays Global Investors Australia Limited	Level 43, 225 George Street, Sydney NSW 2000

### Signature

\_\_\_\_\_  
Director/ Secretary  
Barclays Global Investors Australia

28 March 2008  
Date

Securities and Exchange Commission by  
Macquarie Bank Limited.

**This is "Annexure A" of 1 page referred to in Form 603 Notice of  
initial substantial holder**

Relevant interest in Macquarie Group Limited (MQG) held by members of the Barclays Group: File Number: 82-34740

The list of Barclays entities and their respective holdings are as follows:

ASX CODE	STOCK NAME	COMPANY	HOLDING	%
MQG	Macquarie Group Limited	Barclays Global Investors Japan Ltd	425,989	0.16
MQG	Macquarie Group Limited	Barclays Global Investors Ltd	666,864	0.24
MQG	Macquarie Group Limited	Barclays Private Bank and Trust Ltd	2,000	-
MQG	Macquarie Group Limited	Barclays Private Bank Ltd	1,430	-
MQG	Macquarie Group Limited	Barclays Global Investors Ltd	974,977	0.36
MQG	Macquarie Group Limited	Barclays Life Assurance Co Ltd	74,200	0.03
MQG	Macquarie Group Limited	Barclays Bank Trust Company Ltd	234	-
MQG	Macquarie Group Limited	Barclays Global Investors, N.A.	2,789,341	1.02
MQG	Macquarie Group Limited	Barclays Global Fund Advisors	2,244,915	0.82
MQG	Macquarie Group Limited	Barclays Capital Inc	350,000	0.13
MQG	Macquarie Group Limited	Barclays Capital Securities Ltd	1,677,705	0.61
MQG	Macquarie Group Limited	Barclays Global Investors Canada Ltd	23,188	0.01
MQG	Macquarie Group Limited	Barclays Global Investors Australia Ltd	5,229,388	1.90
			<b>14,460,231</b>	<b>5.29</b>

The JP Morgan Chase Bank Inc. and various other custodians (Custodians) hold shares in MQG as custodian and for which the Barclays Group are either:

- the responsible entity or trustee of pooled investment products such as registered managed investment schemes (Funds); or
- the investment manager of Portfolios held for a number of institutional investors. The institutional investors are generally superannuation funds regulated under the *Superannuation Industry Supervision Act 1993*.

The holding of shares in MQG was acquired as part of the wide portfolio of Australian shares and units acquired for the Funds and the Portfolios.

The members of the Barclays Group and the Custodians may hold relevant interests due to the capacity of these entities to dispose of the shares in MQG.

Each investor in a Fund owns an undivided interest in the Fund's assets, no client directly owns any asset of the Fund. The unitholding of each Fund varies from time to time as clients enter and withdraw from the Funds. The various institutional investors with portfolios delegate the management of the portfolios to the members of the Barclays Group.

\_\_\_\_\_  
Director / Secretary  
Barclays Global Investors Australia

28 March 2008  
Date