Macquarie Bank Limited

(ABN 46 008 583 542)

Disclosure Report (U.S. Version)
for the fiscal year ended March 31, 2013

Dated: May 17, 2013

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CERTAIN DEFINITIONS

In this Disclosure Report (U.S. Version) for the fiscal year ended March 31, 2013 (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;
- *"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 U.S. dollar;
- *"Bank"* and *"MBL"* each means Macquarie Bank Limited (ABN 46 008 583 542) (an ADI) and includes its predecessors and successors, and *"we"*, *"our"*, *"us"* and *"MBL Group"* each 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;
- "*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;
- "*ECS*" means Exchangeable Capital Securities;
- "*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;
- "*FCA*" means the United Kingdom Financial Conduct Authority;
- "*financial statements*" means our historical financial statements;
- "*FIRB*" means the foundation internal ratings-based approach under Basel III;
- "*GAAP*" means generally accepted accounting principles;
- "*historical financial statements*" means our 2013 annual financial statements, our 2012 annual financial statements and our 2011 annual financial statements;
- "*IASB*" means the International Accounting Standards Board;
- "*IFRS*" means International Financial Reporting Standards;
- "*MBIL*" means Macquarie Bank International Limited;
- "*MBL LB*" means the London branch of MBL;
- "*MBL's U.S. Investors' Website*" means MBL's U.S. investors' website at http://www.macquarie.com/mgl/com/us/usinvestors/mbl;
- "*MGL*" means Macquarie Group Limited (ABN 94 122 169 279), the authorised NOHC for the Banking Group and the Non-Banking Group, and includes its predecessors and its successors, as more fully described herein;
- "*MGL Group*" means MGL and its controlled entities, including MBL Group;
- "*MIS*" means Macquarie Income Securities;
- "*MIPS*" means Macquarie Income Preferred Securities;
- "*Net Profit Interests*" means a share of production or proceeds from production derived from rights to various commodity assets (without the obligation to pay any of the costs of explorations and development).
- "*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;

- "*PRA*" means the United Kingdom Prudential Regulation Authority;

- "*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;

- "*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 Bank Limited — Organizational structure";

- "*2011 annual financial statements*" means our audited consolidated financial statements contained in our 2011 Annual Report;

- "*2011 Annual Report*" means our 2011 annual report, extracts of which are incorporated by reference and which have been posted on MBL's U.S. Investors' Website;

- "*2012 annual financial statements*" means our audited consolidated financial statements contained in our 2012 Annual Report;

- "*2012 Annual Report*" means our 2012 annual report, extracts of which are incorporated by reference and which have been posted on MBL's U.S. Investors' Website;

- "*2013 annual financial statements*" means our audited consolidated financial statements contained in our

2013 Annual Report; and

- "*2013 Annual Report*" means our 2013 annual report, extracts of which are incorporated by reference and which have been posted on MBL's U.S. Investors' Website.

Our fiscal year ends on March 31, so references to years such as "2013" 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 the applicable 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 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, and interest rate, exchange rate, market and monetary fluctuations;
- our ability to deal effectively with an economic slowdown or other economic or market difficulties;
- 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;
- the performance and financial condition of MGL, our indirect parent company;
- 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 MBL and the Banking Group;
- our ability to return capital to, 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 MBL, its counterparties or competitors;

- the ability of MBL 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 MBL 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 MBL Group are described under "Risk factors" in this Report and elsewhere in this Report.

EXCHANGE RATES

MBL 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 MBL 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 U.S. dollars per A$1.00.

In providing these translations, we are not representing that the Australian dollar amounts actually represent these U.S. dollar amounts or that we could have converted those Australian dollars into U.S. dollars. Unless otherwise indicated, conversions of Australian dollars to U.S. dollars in this Report have been made at the noon buying rate on March 29, 2013, which was US$1.0409 per A$1.00. The noon buying rate on May 10, 2013 was US$0.9987 per A$1.00.

Fiscal year	Period End	Average Rate[1]	High	Low
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
2012	1.0367	1.0456	1.1026	0.9453
2013	1.0409	1.0317	1.0591	0.9688
Month	**Period End**		**High**	**Low**
November 2012	1.0429		1.0470	1.0315
December 2012	1.0393		1.0555	1.0350
January 2013	1.0433		1.0579	1.0401
February 2013	1.0241		1.0422	1.0202
March 2013	1.0409		1.0484	1.0164
April 2013	1.0372		1.0564	1.0255
May 2013 (through May 10, 2013)	0.9987		1.0313	0.9987

[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 U.S. dollars at freely floating rates, subject to the sanctions described below. The Autonomous Sanctions Regulations 2011 promulgated under the Autonomous Sanctions Act 2011, 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 a list of all persons and entities that are subject to autonomous sanctions (which include economic sanctions) at http://www.dfat.gov.au/un/unsc_sanctions/autonomous_sanctions_measures.html.

FINANCIAL INFORMATION PRESENTATION

Our historical financial statements

Our 2013 annual financial statements include our audited financial statements as at and for the years ended March 31, 2013 and 2012. 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, 2013 compared to year ended March 31, 2012" for further information.

MBL Group is divided into the following operating groups for internal reporting and risk management purposes: Macquarie Securities (excluding the Cash division and certain activities of the Derivatives division, in each case, in certain jurisdictions); Fixed Income, Currencies & Commodities (excluding certain assets of the Credit Trading business and some other less financially significant activities); Macquarie Funds (excluding the Macquarie Infrastructure and Real Assets division); Banking & Financial Services; and Corporate & Asset Finance. Transfers between segments, and to and from segments in the Non-Banking Group, 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. During the 2013 fiscal year, the legacy assets of the former Real Estate Banking division were also transferred to the Corporate segment. Items of income and expense within the Corporate segment include the net impact of managing liquidity for MBL 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 MIPS, MIS and ECS. 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 equate to our total profit attributable to ordinary equity holders.

Impact of acquisitions and disposals on the 2013, 2012 and 2011 fiscal years

During the 2013 fiscal year, MBL Group acquired a European rail leasing platform.

During the 2012 fiscal year, MBL Group acquired Utility Metering Services (which trades as OnStream), a gas and electricity meter reading and installation business in the United Kingdom. In addition, Banking & Financial Services exited certain non-core activities and Macquarie Securities closed or scaled back a number of derivatives businesses, particularly in Europe. See "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2012 compared to year ended March 31, 2011 — Segment analysis" for further information.

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

- *Sal. Oppenheim*. On April 7, 2010, MBL Group acquired the equity derivatives business of Sal. Oppenheim jr & Cie ("*Sal. Oppenheim*"), a German private bank;
- *International Lease Finance Corporation*. On April 14, 2010, MBL Group acquired International Lease Finance Corporation's ("*ILFC*") aircraft operating lease portfolio;
- *GMAC Australia.* On April 30, 2010, MBL Group acquired GMAC Australia's retail auto leases and loans portfolio; and
- *INNOVEST Kapitalanlage AG.* On March 8, 2011, MBL Group acquired INNOVEST Kapitalanlage AG, an Austrian asset manager.

In accordance with AASB 3 "Business Combinations", provisional amounts for the initial accounting of acquisitions made during each fiscal year were reported in MBL Group's 2013, 2012 and 2011 annual financial statements, respectively.

For further information on how these businesses have been integrated into MBL Group, see "Macquarie Bank Limited — Operating groups" below, and for information on their impact on our results of operation and financial condition for the 2013 and 2012 fiscal years, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012 — Segment analysis" and "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2012 compared to year ended March 31, 2011 — Segment analysis", respectively.

For further information on acquisitions and disposals of subsidiaries and businesses during the 2013, 2012 and 2011 fiscal years, see Note 41 "Acquisitions and disposals of subsidiaries and businesses" to MBL Group's 2013 annual financial statements and Note 41 "Acquisitions and disposals of subsidiaries and businesses" to MBL Group's 2012 annual financial statements, respectively.

Certain differences between AGAAP and US GAAP

Investors should be aware that the financial information contained or incorporated by reference in this Report and in the additional information posted on MBL's U.S. Investors' Website have 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 and in the additional information posted on MBL's U.S. Investors' Website. MBL 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 MBL Group going forward.

The accounting policies adopted by entities within MBL Group are as reported in Note 1 to our 2013 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 investors 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 MBL 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 and in the additional information posted on MBL's U.S. Investors' Website. 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. 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, as applicable, on behalf of third parties that are not funds managed by any MBL Group entity. This calculation is adjusted to exclude cross-holdings between funds managed by entities in MBL Group, as applicable, and is further adjusted to reflect the proportional ownership interest in the relevant fund manager.

Substantially all of MBL's Assets under Management is reported by Macquarie Funds with approximately 2% (as at March 31, 2013) reported by other operating groups.

Funded loan assets and funded statutory 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 MBL Group and not the statutory statement of financial position classification. MBL 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 MBL Group. A reconciliation between the reported assets and the net funded loan assets at March 31, 2013 is presented below in "Management's discussion and analysis of results of operation and financial condition – 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

MBL is an APRA-regulated ADI headquartered in Sydney, Australia and is a wholly owned subsidiary of MGL. As a provider of banking, financial, advisory, investment and funds management services, MBL is primarily a client-driven business which generates income by providing a diversified range of products and services to clients. MBL Group acts on behalf of institutional, corporate, and retail clients and counterparties around the world.

At March 31, 2013, MBL employed over 5,700 staff, had total assets of A$136.0 billion and total equity of A$8.7 billion. For the 2013 fiscal year, our net operating income was A$4.6 billion and profit after tax attributable to ordinary equity holders was A$650 million. As at March 31, 2013, MBL conducted its operations in 20 countries, with 43% of MBL Group's revenues from external customers derived from regions outside Australia. See "Macquarie Bank Limited — Our business — Regional activity" below for further information.

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 wholly owned 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). Although MBL's ordinary shares are no longer listed on ASX, MBL's Macquarie Income Securities continue to be listed on ASX and, accordingly, MBL remains subject to the disclosure and other requirements of ASX as they apply to companies with debt securities listed on the ASX.

MBL's registered office is 25 National Circuit, Forrest, Australian Capital Territory, ACT, Australia. 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.

Board and management changes during the 2013 fiscal year

The following board and management changes occurred during the 2013 fiscal year:

- David Bennett was appointed to the role of Group Treasurer, effective October 8, 2012. Mr. Bennett joined MGL in 1999 following the acquisition of Bankers Trust and was appointed an Executive Director in 2001. He holds a Bachelor of Commerce and has over 30 years of experience in debt markets;

- Michael Coleman was appointed to the Boards of MGL and MBL as a Non-Executive Director, effective November 9, 2012. Mr. Coleman is currently Deputy Chairman of the Financial Reporting Council, a member of the Audit Committee of the Reserve Bank of Australia, Chairman of the Reporting Committee of the Australian Institute of Company Directors and a member of the Advisory Board of Norton Rose Australia. He is also Chairman of Planet Ark Environmental Foundation, Chair of the Advisory Board of the Centre for Accounting and Assurance Services Research at the University of New South Wales and a Director of Osteoporosis Australia, and was previously Chairman of ING Management Limited. Previously, he was an audit partner at KPMG for 30 years. Mr. Coleman holds a Master of Commerce from the University of New South Wales;

- Catherine Livingstone notified the Boards of MGL and MBL of her intention not to seek re-election at the upcoming Annual General Meeting and accordingly will be retiring as a Director of MGL and MBL following the Annual General Meeting. Michael Coleman will succeed Ms. Livingstone as Chairman of the Board Audit Committee following the Annual General Meeting;

- On May 3, 2013, Peter Maher, Group Head of Banking & Financial Services, announced his intention to retire from MGL and MBL; and

- On May 3, 2013, MBL announced that Greg Ward was appointed Group Head of Banking & Financial Services, in addition to his current position as Deputy Managing Director of MGL and Chief Executive Officer of MBL.

Recent developments

On May 17, 2013, MBL closed an all cash public tender offer to repurchase its outstanding U.S. dollar denominated 144A Commonwealth government guaranteed debt, with approximately US$1.7 billion having been formally tendered.

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, securities, foreign exchange and 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 Bank 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. MBL Group's diverse sources of income include the following:

  - *Fee and commission income,* including:

    - Brokerage and commission income from 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;

    - 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, corporate lending 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, 2013, we employed over 5,700 people in 20 countries. Of those staff, approximately 43% were located in offshore markets. As MBL 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. We have sought to take advantage of new opportunities for acquisitions and organic growth in our areas of expertise and have also demonstrated a preparedness to exit businesses once profit opportunities have been exhausted. We believe our acquisitions have 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 Bank 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 has 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 on 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 funds management strategies, our main focus is on generating management fees, not assuming significant principal exposure.

- *Strong capital position.* MBL is regulated as an ADI by APRA and, as a result, is subject to APRA's capital adequacy requirements. As at March 31, 2013, MBL had a Common Equity Tier 1 capital ratio of 9.7%, a Tier 1 capital ratio of 10.8% and a total capital ratio of 13.5%. MBL Group continues to monitor regulatory and market developments in relation to liquidity and capital management, as discussed below under "Regulation and supervision". For further information on our regulatory capital position as at March 31, 2013, see "Management's discussion and analysis of interim results of operation and financial condition — Capital analysis" in this Report.

- *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 37 to our 2013 annual financial statements and in the "Risk Management Report" in the extracts from the 2013 Annual

Report of MGL incorporated by reference herein. 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 (including for MBL) 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 of shareholders, investors and staff; utilizing what we believe is a conservative approach to risk management; continuing to focus on growth and evolution; diversifying by business and geography; and adapting to change. This approach provides us with 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. MBL applies this existing strategy and risk management framework across MBL 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 Bank Limited — Our history and evolution" for further information about our acquisitions in the 2013 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 MBL Group in the medium term.

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

Our business

Overview of MBL Group

At March 31, 2013, MBL had total assets of A$136.0 billion and total equity of A$8.7 billion. For the year ended March 31, 2013, our net operating income was A$4.6 billion and profit after tax attributable to ordinary equity holders was A$650 million, with 43% of MBL Group's revenues from external customers derived from regions outside Australia.

The tables below show the relative net operating income and profit contribution of each of our operating groups in the years ended March 31, 2013 and 2012.

Net operating income of MBL Group by operating group for the years ended March 31, 2013 and 2012[1]

	Year ended		
	Mar 13	**Mar 12**	**Movement**
	A$m	**A$m**	**%**
Fixed Income, Currencies & Commodities[2]	1,127	1,249	(10)
Macquarie Securities[3]	203	95	114
Banking & Financial Services	1,382	1,371	1
Macquarie Funds[4]	903	946	(5)
Corporate & Asset Finance	1,036	1,071	(3)
Net operating income from operating groups	**4,651**	**4,732**	(2)
Corporate[5]	(7)	(21)	(67)
Net operating income	**4,644**	**4,711**	(1)

1 For further information on our segment reporting, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012 — Segment overview" and Note 3 to our 2013 annual financial statements.

2 Fixed Income, Currencies & Commodities as reported for MBL Group excludes certain assets of the Credit Trading business and some other less financially significant activities that remains part of the Non-Banking Group.

3 Macquarie Securities as reported for MBL Group excludes the Cash division and certain activities of the Derivatives division, in each case, in certain jurisdictions that remains part of the Non-Banking Group.

4 Macquarie Funds as reported for MBL Group excludes the Macquarie Infrastructure and Real Assets division that remains part of the Non-Banking Group.

5 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. During the year ended March 31, 2013, the legacy assets of the former Real Estate Banking division were also transferred to the Corporate segment.

Profit contribution of MBL Group by operating group for the years ended March 31, 2013 and 2012[1]

	Year ended		
	Mar 13	Mar 12	Movement
	A$m	A$m	%
Fixed Income, Currencies & Commodities[2]	433	480	(10)
Macquarie Securities[3]	(59)	(205)	(71)
Banking & Financial Services	335	277	21
Macquarie Funds[4]	332	363	(9)
Corporate & Asset Finance	684	699	(2)
Total contribution to profit from operating groups	**1,725**	**1,614**	7
Corporate[5]	(1,075)	(1,005)	7
Net profit after tax	**650**	**609**	7

1 For further information on our segment reporting, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012 — Segment overview" and Note 3 to our 2013 annual financial statements.

2 Fixed Income, Currencies & Commodities as reported for MBL Group excludes certain assets of the Credit Trading business and some other less financially significant activities that remains part of the Non-Banking Group.

3 Macquarie Securities as reported for MBL Group excludes the Cash division and certain activities of the Derivatives division, in each case, in certain jurisdictions that remains part of the Non-Banking Group.

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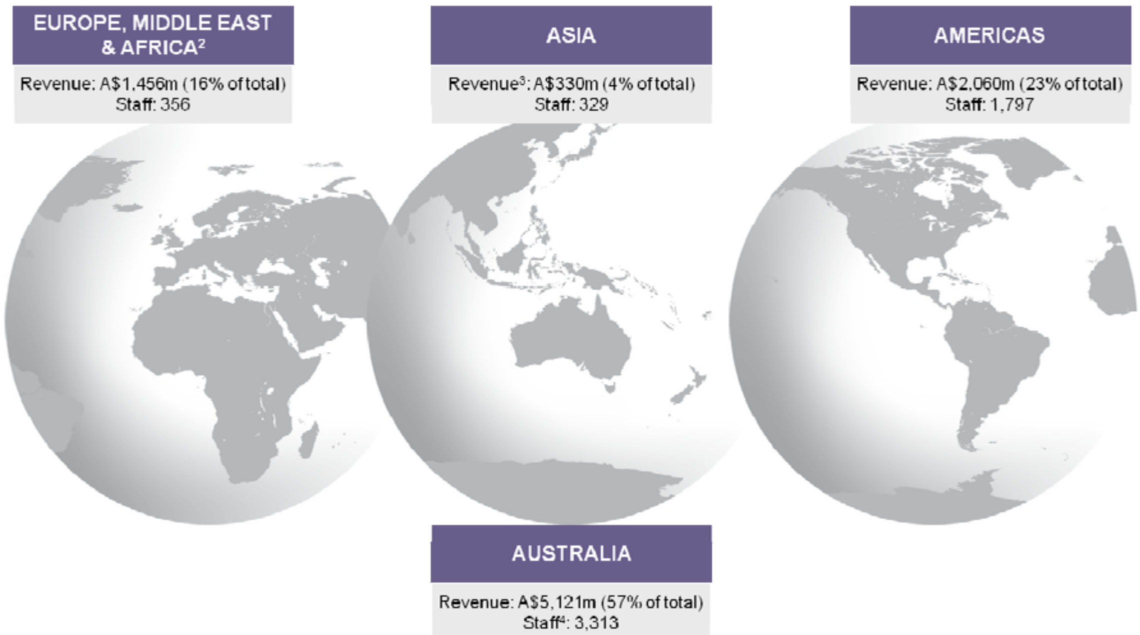
5 The Corporate segment includes earnings on capital, group treasury operations, certain corporate costs not recharged to operating businesses, employment related costs, options expense, income tax expense, profit attributable to non-controlling interests and internal management accounting adjustments and charges. During the year ended March 31, 2013, the legacy assets of the former Real Estate Banking division were also transferred to the Corporate segment.

Regional activity

At March 31, 2013, MBL Group employed over 5,700 staff globally and conducted its operations in 20 countries.

The chart below shows MBL Group's revenues from external customers by region in the 2013 fiscal year.

Revenues from external customers of MBL Group[1] by region for the year ended March 31, 2013



1 For further information on our segment reporting, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to March 31, 2012 — Segment overview" and Note 3 to our 2013 annual financial statements.
2 Staff seconded to joint venture not included in official headcount (South Africa: Macquarie First South, Moscow: Macquarie Renaissance).
3 Revenue relating to New Zealand included in Asia.
4 Headcount relating to New Zealand included in Australia.

Australia. MBL 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 three staff. As at March 31, 2013, MBL Group employed over 3,300 staff across Australia and New Zealand. In the 2013 fiscal year, Australia contributed A$5.1 billion (57%) of our revenues from external customers as compared to A$5.2 billion (57%) in the 2012 fiscal year.

Americas. MBL Group has been active in the Americas for almost 20 years, when we established our first office in New York in 1994, and has grown rapidly over the last several years, principally through acquisitions of Delaware Investments, Blackmont and Constellation Energy, and the growth of our Energy Trading and Credit Trading businesses. As at March 31, 2013, MBL Group employed over 1,700 staff across the United States, Canada and Brazil. In the 2013 fiscal year, the Americas contributed A$2.1 billion (23%) of our revenues from external customers as compared to A$2.2 billion (25%) in the 2012 fiscal year.

Asia. MBL Group has been active in Asia for more than 18 years, when we established our first office in Hong Kong in 1995. As at March 31, 2013, MBL Group employed over 300 staff across China, Hong Kong, India, Indonesia, Japan, South Korea, Malaysia, the Philippines, Singapore and Taiwan. MBL has expanded the regional investment and product platforms of Macquarie Funds (excluding the Macquarie Infrastructure and Real Assets division), Corporate & Asset Finance as well as Fixed Income, Currencies & Commodities (excluding certain assets of the Credit Trading business and some other less financially significant activities), which had established an Asian regional "hub" in Singapore in the 2011 fiscal year. In the 2013 fiscal year, Asia (including New Zealand) contributed A$330 million (4%) of our revenues from external customers as compared to A$232 million (3%) in the 2012 fiscal year.

Europe, Middle East & Africa. MBL Group has been active in Europe since the late 1980s, in Africa since 2000 and the Middle East since 2005. As at March 31, 2013, MBL Group employed over 300 staff across the United Kingdom, Germany, Austria, Switzerland and Dubai. In the 2013 fiscal year, Europe, Middle East & Africa contributed A$1.5 billion (16%) of our revenues from external customers as compared to A$1.4 billion (15%) in the 2012 fiscal year.

For further information on our segment reporting, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012 — Segment overview" and Note 3 to our 2013 annual financial statements.

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 37 to our 2013 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 has been and may be negatively impacted by adverse credit and other market conditions. Economic conditions, particularly in Europe, may have a negative impact on MBL's financial condition and liquidity.

In recent years, global credit and equity markets have been characterized by uncertainty and volatility, with such markets continuing to demonstrate reduced liquidity, widened credit spreads and decreased price transparency. More recently, these challenging market conditions have resulted primarily from the ongoing sovereign debt concerns in Europe and concerns about U.S., Chinese and global growth, along with other developments, such as uncertainty regarding the U.S. federal debt ceiling and U.S. federal budget and systemic reviews of the banking sector by rating agencies and regulators, imposing additional capital and other regulatory requirements. Our businesses operate in or depend on the operation of global 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.

MBL may continue to endure similar or heightened adverse impacts in the future, depending upon factors such as whether economies in the United States and Europe recover and the rate at which those recoveries occur. MBL may also face new costs and challenges as a result of general economic and geopolitical events and conditions. For instance, a European sovereign default, slowdown in the U.S. recovery, slowing growth in emerging economies or departure of a European country from the Euro zone or the market perception of such events would disrupt global funding markets and the global financial system more generally. MBL may also be impacted indirectly through its counterparties that may have direct exposure to European sovereigns and financial institutions. See "Management's discussion and analysis of results of operation and financial condition — Capital analysis — Euro-zone exposures" for a description of MBL's exposure in certain European countries as of March 31, 2013.

Since 2008, governments, regulators and central banks globally have taken numerous steps to increase liquidity and to restore investor and public confidence. 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 MBL's financial condition.

Our transaction execution, funds management and lending businesses have been and may be adversely affected by market uncertainty or lack of confidence due to general declines in economic activity and other unfavorable economic, geopolitical or market conditions.

Poor economic conditions and other adverse geopolitical conditions can adversely affect and have adversely affected investor and client confidence. For example, our client facilitation fee income may be impacted by transaction volumes. In addition, in certain circumstances, market uncertainty or general declines in market or economic activity may affect our client execution businesses by decreasing levels of overall activity or by decreasing volatility, but at other times market uncertainty and even declining economic activity may result in higher trading volumes or higher spreads or both. Our trading income may be adversely impacted during times of subdued market conditions and client activity. Market conditions, as well as declines in asset values, may cause our clients to transfer their assets out of our funds or other products or their brokerage accounts and result in reduced net revenues, principally in our funds management business. Our funds management fee income, including base and performance fees, may be impacted by volatility in equity values and returns from our managed funds. Our loan portfolio may also be impacted by deteriorating economic conditions. We assess 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. In addition, if financial markets decline, revenues from our variable annuity products are likely to decrease.

Our liquidity, profitability and businesses may be adversely affected by an inability to access international capital markets or by an increase in our cost of funding.

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, such as in Europe, 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 and regulatory policy and increased 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 MBL 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, Hong Kong 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 MBL'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, over-the-counter (OTC) derivatives and funds management businesses. Certain regulatory developments will significantly alter the regulatory framework and may adversely affect our competitive position and profitability. Some of the key regulators and regulatory frameworks applicable to 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 we offer or the value of our assets. These may include changing required levels of liquidity and capital adequacy, increasing tax burdens generally and on financial transactions, 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 beyond our control and could adversely affect our business.

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

Global economic conditions have led to increased supervision and regulation, as well as changes in regulation in markets in which we operate, particularly for financial institutions, and will lead to further significant changes of this kind. In addition, regulation is becoming increasingly extensive and complex and some areas of regulatory change involve multiple jurisdictions seeking to adopt a coordinated approach or certain jurisdictions seeking to expand the territorial reach of their regulation. Furthermore, the nature and impact of future changes are not predictable and beyond our control and 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 effect on our business, results of operations, financial performance or financial condition. The legal and regulatory 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.

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 our 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. MBL 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.

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

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 MBL Group, our management's time may be diverted to facilitate the integration of the acquired business into MBL Group, or the acquisition may have negative impacts on our results, financial condition or operations. We may also underestimate the costs associated with outsourcing, exiting or restructuring existing businesses.

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 to be worthwhile, 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 MBL and MGL use the Macquarie name. We do not control those entities that are not in MBL Group, but their actions may reflect directly on our reputation. 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 MBL Group.

The financial condition and results of operation of MBL 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 MBL Group and 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 in 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, internet based 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 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 37 to our 2013 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.

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.

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.

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 the extracts from the 2013 Annual Report of MGL and Note 37 to our 2013 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.

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.

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

MBL Group recorded A$374 million of impairment charges for the year ended March 31, 2013, including A$224 million of impairment charges on investment securities available-for-sale, investments in associates and joint ventures, and other non-financial assets, and A$150 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.

MBL Group relies on services provided by MGL.

Under the Services Agreements, MGL provides shared services to MBL Group. These shared services include risk management, financial operations and economic research services, information technology, treasury, settlement services, equity markets operation services, human resources, business services, company secretarial and investor relations, media relations and corporate communications, taxation, business improvement and strategy, central executive services, accommodation and related services, other group-wide services and business shared services. Other than exercising its rights under the Services Agreements, MBL Group has no direct control over the provision of those services, MGL's continued provision of those services or the cost at which such services are provided.

Apart from its rights under the Services Agreements, MBL has no control over the management, operations or business of entities in MGL Group that are not part of MBL Group.

Entities in MGL Group that are not part of MBL Group may compete and establish businesses that compete with the businesses of MBL Group and those other entities are not obligated to support the businesses of MBL Group. Other than APRA prudential standards and capital adequacy requirements described in "Regulation and supervision", there are no regulations or agreements governing the allocation of future business between the Banking Group and the Non-Banking Group, including MBL Group.

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 employing 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.

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 or disruption in internet services provided by third parties, 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, cyber attacks, 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, there have been a number of highly publicized cases around the world involving actual or alleged fraud or other misconduct by employees in the financial services industry in recent years, and we run the risk that employee misconduct could occur. It is not always possible to deter or prevent employee misconduct and the precautions we take to prevent and detect this activity have not been and may not be effective in all cases. 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.

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, class actions 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.

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 extreme weather events, natural disasters and acts of terrorism. We could also be affected by the occurrence of diseases. Geopolitical instability, such as threats of, potential for, or actual conflict, occurring around the world, including but not limited to the ongoing unrest and conflicts in the Middle East and escalating tensions in North Asia, may also adversely affect global financial markets, general economic and business conditions and MBL's ability to continue operating or trading in a country, which in turn may adversely affect MBL's business, operations and financial condition.

In addition, 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.

We are also subject in our operations worldwide to rules and regulations relating to corrupt and illegal payments and money laundering, as well as laws, sanctions and economic trade restrictions relating to doing business with certain individuals, groups and countries. While we have invested and continue to invest in our anti-money laundering ("*AML*"), sanctions, and anti-bribery and anti-corruption compliance programs, the geographical diversity of our operations, employees, clients and customers, as well as the vendors and other third parties that we deal with, increases the risk that we may be found in violation of such rules or regulations and any such violation could subject us to significant penalties or adversely affect our reputation.

We are also subject to the risk that our agreements do not reflect the commercial intent of the parties, especially for complex transactions including those which involve derivatives.

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, INDEBTEDNESS AND CAPITAL ADEQUACY

The following table sets forth our capitalization as at March 31, 2013.

The information relating to MBL Group in the following table is based on our 2013 annual financial statements, which were prepared in accordance with AGAAP, and should be read in conjunction therewith.

	As at	
	Mar 13	**Mar 13**
	US$m[1]	**A$m**
CAPITALIZATION		
Borrowings[2]		
Debt issued — due greater than 12 months	14,130	13,575
Subordinated debt — due greater than 12 months	2,191	2,105
Total borrowings[3]	**16,321**	**15,680**
Equity		
Contributed equity		
Ordinary share capital	7,888	7,578
Equity contribution from ultimate parent entity	112	108
Macquarie Income Securities	407	391
Reserves	(671)	(645)
Retained earnings	1,177	1,131
Other non-controlling interests	96	92
Total equity	**9,009**	**8,655**
TOTAL CAPITALIZATION	**25,330**	**24,335**

1 Conversions of Australian dollars to U.S. dollars have been made at the noon buying rate on March 29, 2013, which was US$1.0409 per A$1.00. See "Exchange rates" for further information on the historical rates of exchange between the Australian dollar and the U.S. dollar.

2 At March 31, 2013, we had A$5.9 billion of secured indebtedness due in greater than 12 months compared to A$8.5 billion at March 31, 2012.

3 Total borrowings do not include our short-term debt securities, including the current portion of long-term debt, or securitizations. Short-term debt totaled A$13.3 billion as at March 31, 2013 and securitizations totaled A$10.7 billion as at March 31, 2013 compared to A$11.4 billion and A$13.0 billion, respectively, as at March 31, 2012.

For details on our short-term debt position as at March 31, 2013, see "Management's discussion and analysis of results of operation and financial condition — Liquidity" in this Report.

Capital adequacy

The following table sets forth our capital adequacy and risk weighted assets as at March 31, 2013 and has been prepared on an APRA Basel III basis.

	As at	
	Mar 13	**Mar 13**
	US$m[1]	**A$m**
Common equity Tier 1 capital		
Paid-up ordinary share capital	7,994	7,680
Reserves	(597)	(574)
Retained earnings	1,251	1,202
Gross Tier 1 capital	**8,648**	**8,308**
Deductions from Tier 1 capital:		
Goodwill	142	136
Deferred tax assets	208	200
Intangible component of investments in subsidiaries and other entities	395	380
Loan and lease origination fees and commissions paid to mortgage originators and brokers	90	86
Shortfall in provisions for credit losses	146	140
Equity exposures	1,514	1,455
Other common equity Tier 1 capital deductions	249	239
Total Common Equity Tier 1 capital deductions	**2,744**	**2,636**
Net common equity Tier 1 capital	**5,904**	**5,672**
Additional Tier 1		
Additional Tier 1 capital	673	647
Gross Additional Tier 1 capital	**673**	**647**
Deductions from additional Tier 1 capital:		
Holdings of Additional Tier 1 capital instruments in financial institutions	–	–
Net additional Tier 1 capital	**673**	**647**
Net Tier 1 capital	**6,577**	**6,319**

[1] Conversions of Australian dollars to U.S. dollars have been made at the noon buying rate on March 29, 2013, which was US$1.0409 per A$1.00. See "Exchange rates" for further information on the historical rates of exchange between the Australian dollar and the U.S. dollar.

	As at	
	Mar 2013	Mar 2013
	US$m[1]	A$m
Credit risk — Risk weighted assets (RWA)		
Subject to IRB approach:		
Corporate	16,168	15,532
SME Corporate	1,662	1,597
Sovereign	764	734
Bank	1,711	1,644
Residential mortgage	2,268	2,179
Other retail	4,802	4,613
Total RWA subject to IRB approach	**27,375**	**26,299**
Specialized lending exposures subject to slotting criteria	4,875	4,683
Subject to Standardized approach:		
Corporate	1,054	1,013
Sovereign	–	–
Bank	104	100
Residential mortgage	502	482
Other retail	1,220	1,172
Total RWA subject to Standardized approach	**2,880**	**2,767**
Credit risk RWA for Securitization exposures	984	945
RWA for other assets	5,846	5,617
Total Credit risk RWA	**41,960**	**40,311**
Equity exposures RWA	–	–
Market risk RWA	4,721	4,536
Credit Valuation Adjustment RWA	2,741	2,633
Exposures to Central Counterparties RWA	1,225	1,177
Operational risk RWA	8,457	8,125
Interest rate risk in banking book RWA	–	–
Scaling factor (6%) applied to IRB exposures	1,643	1,578
Total RWA	**60,747**	**58,360**
Capital ratios		
MBL Group Common Equity Tier 1 capital ratio (%)	9.7	9.7
MBL Group Tier 1 capital ratio (%)	10.8	10.8

1 Conversions of Australian dollars to U.S. dollars have been made at the noon buying rate on March 29, 2013, which was US$1.0409 per A$1.00. See “Exchange rates” for further information on the historical rates of exchange between the Australian dollar and the U.S. dollar.

SELECTED FINANCIAL INFORMATION

The summary consolidated statement of financial position data as at March 31, 2013, 2012 and 2011 and income statement data for the fiscal years ended March 31, 2013, 2012 and 2011 presented below have been derived from our audited financial statements for 2013, 2012 and 2011. 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.

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

Income statements

	Year ended			
	Mar 2013	**Mar 2013**	**Mar 2012**	**Mar 2011**
	US$m[1]	**A$m**	**A$m**	**A$m**
Net interest income	1,486	1,428	1,603	1,651
Fee and commission income	1,620	1,556	1,344	1,522
Net trading income	1,330	1,278	999	1,300
Share of net profits/(losses) of associates and joint ventures accounted for using the equity method	42	40	37	45
Other operating income and charges	356	342	728	513
Net operating income	**4,834**	**4,644**	**4,711**	**5,031**
Employment expenses	(1,573)	(1,511)	(1,507)	(1,553)
Brokerage, commission and trading-related expenses	(589)	(566)	(611)	(669)
Occupancy expenses	(151)	(145)	(149)	(139)
Non-salary technology expenses	(92)	(88)	(96)	(98)
Other operating expenses	(1,357)	(1,305)	(1,465)	(1,467)
Total operating expenses	**(3,762)**	**(3,615)**	**(3,828)**	**(3,926)**
Operating profit before income tax	**1,072**	**1,029**	**883**	**1,105**
Income tax expense	(370)	(355)	(243)	(272)
Profit after income tax	**702**	**674**	**640**	**833**
Profit attributable to non-controlling interests	(3)	(3)	(5)	(4)
Profit attributable to equity holders of Macquarie Bank Limited	**699**	**671**	**635**	**829**
Distributions paid or provided on Macquarie Income Securities	(22)	(21)	(26)	(26)
Profit attributable to ordinary equity holders of Macquarie Bank Limited	**677**	**650**	**609**	**803**

[1] Conversions of Australian dollars to U.S. dollars have been made at the noon buying rate on March 29, 2013, which was US$1.0409 per A$1.00. See "Exchange rates" for further information on the historical rates of exchange between the Australian dollar and the U.S. dollar.

Statement of financial position

	As at			
	Mar 2013	**Mar 2013**	**Mar 2012**	**Mar 2011**
	US$m[1]	**A$m**	**A$m**	**A$m**
ASSETS				
Receivables from financial institutions	14,467	13,899	15,340	14,997
Trading portfolio assets	19,624	18,853	11,545	14,423
Derivative assets	15,192	14,595	21,951	21,145
Investment securities available-for-sale	14,770	14,190	16,285	15,003
Other assets	6,958	6,685	7,444	6,839
Loan assets held at amortized cost	49,887	47,926	44,095	45,382
Other financial assets at fair value through profit or loss	4,835	4,645	5,962	10,607
Life investment contracts and other unitholder investment assets	7,543	7,247	5,908	5,062
Due from related body corporate entities	1,103	1,060	1,118	2,443
Property, plant and equipment	5,571	5,352	4,835	2,363
Interest in associates and joint ventures accounted for using the equity method	550	528	707	856
Intangible assets	828	795	874	866
Deferred tax assets	273	262	105	376
Total assets	**141,601**	**136,037**	**136,169**	**140,362**
LIABILITIES				
Trading portfolio liabilities	1,441	1,384	3,507	5,732
Derivative liabilities	15,327	14,725	20,897	21,455
Deposits	42,641	40,966	37,014	35,106
Other liabilities	7,251	6,966	7,766	7,530
Payables to financial institutions	15,801	15,180	9,078	7,683
Other financial liabilities at fair value through profit or loss	957	919	1,688	2,909
Life investment contracts and other unit holder liabilities	7,513	7,218	5,897	5,055
Due to related body corporate entities	5,679	5,456	3,022	6,471
Debt issued at amortized cost	33,128	31,826	35,068	36,943
Provisions	108	104	99	80
Deferred tax liabilities	453	435	536	393
Total liabilities excluding loan capital	**130,299**	**125,179**	**124,572**	**129,357**
Loan capital				
Subordinated debt at amortized cost	2,293	2,203	2,176	1,430
Subordinated debt at fair value through profit or loss	–	–	150	467
Total loan capital	**2,293**	**2,203**	**2,326**	**1,897**
Total liabilities	**132,592**	**127,382**	**126,898**	**131,254**
Net assets	**9,009**	**8,655**	**9,271**	**9,108**
EQUITY				
Contributed equity	8,407	8,077	8,077	7,771
Reserves	(671)	(645)	(617)	(436)
Retained earnings	1,177	1,131	1,743	1,701
Total capital and reserves attributable to equity holders of MBL	8,913	8,563	9,203	9,036
Non-controlling interests	96	92	68	72
Total equity	**9,009**	**8,655**	**9,271**	**9,108**

1 Conversions of Australian dollars to U.S. dollars have been made at the noon buying rate on March 29, 2013, which was US$1.0409 per A$1.00. See "Exchange rates" for further information on the historical rates of exchange between the Australian dollar and the U.S. dollar.

Other financial data

	As at		
	Mar 2013	**Mar 2012**	**Mar 2011**
Ratios			
Net loan losses as a percentage of loan assets (%)[1]	0.4	0.4	0.4
Ratio of earnings to fixed charges[2]	1.3x	1.3x	1.3x
Expense/income ratio (%)[3]	77.8	81.3	78.0
Tier 1 regulatory capital adequacy ratio (%)[4]	10.8	13.8	10.7
Total regulatory capital adequacy ratio (%)[4]	13.5	16.6	12.4

1 Net loan losses as a percentage of loan assets excludes amounts relating to mortgage securitization special purpose entities. MBL's exposure in relation to these entities is largely mitigated by credit insurance. As a result, any loan losses in these vehicles do not have a material effect on our results.

2 For the purpose 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.

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

4 Ratios as at March 31, 2013 are prepared on an APRA Basel III basis. Ratios as at March 31, 2012 and 2011 are prepared on an APRA Basel II basis. MBL was supervised on a Basel II basis by APRA for the periods ended March 31, 2012 and March 31, 2011, and on a Basel III basis by APRA for the period ended March 31, 2013.

MACQUARIE BANK LIMITED

Overview

MBL is an APRA regulated ADI headquartered in Sydney, Australia and is a wholly owned subsidiary of MGL. As a provider of banking, financial, advisory, investment and funds management services, MBL is primarily a client-driven business which generates income by providing a diversified range of products and services to clients. MBL Group acts on behalf of institutional, corporate and retail clients and counterparties around the world.

At March 31, 2013, MBL employed over 5,700 staff, had total assets of A$136.0 billion and total equity of A$8.7 billion. For the 2013 fiscal year, our net operating income was A$4.6 billion and profit after tax attributable to ordinary equity holders was A$650 million. As at March 31, 2013, MBL conducted its operations in 20 countries, with 43% of MBL Group's revenues from external customers derived from regions outside Australia. See "Macquarie Bank Limited — Our business — Regional activity" below for further information.

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 wholly owned 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). Although MBL's ordinary shares are no longer listed on ASX, MBL's Macquarie Income Securities continue to be listed on ASX and, accordingly, MBL remains subject to the disclosure and other requirements of ASX as they apply to companies with debt securities listed on the ASX.

MBL's registered office is 25 National Circuit, Forrest, Australian Capital Territory, ACT, Australia. 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.

Board and management changes during the 2013 fiscal year

The following board and management changes occurred during the 2013 fiscal year:

- David Bennett was appointed to the role of Group Treasurer, effective October 8, 2012. Mr. Bennett joined MGL in 1999 following the acquisition of Bankers Trust and was appointed an Executive Director in 2001. He holds a Bachelor of Commerce and has over 30 years of experience in debt markets;

- Michael Coleman was appointed to the Boards of MGL and MBL as a Non-Executive Director, effective November 9, 2012. Mr. Coleman is currently Deputy Chairman of the Financial Reporting Council, a member of the Audit Committee of the Reserve Bank of Australia, Chairman of the Reporting Committee of the Australian Institute of Company Directors and a member of the Advisory Board of Norton Rose Australia. He is also Chairman of Planet Ark Environmental Foundation, Chair of the Advisory Board of the Centre for Accounting and Assurance Services Research at the University of New South Wales and a Director of Osteoporosis Australia, and was previously Chairman of ING Management Limited. Previously, he was an audit partner at KPMG for 30 years. Mr. Coleman holds a Master of Commerce from the University of New South Wales;

- Catherine Livingstone notified the Boards of MGL and MBL of her intention not to seek re-election at the upcoming Annual General Meeting and accordingly will be retiring as a Director of MGL and MBL following the Annual General Meeting. Michael Coleman will succeed Ms. Livingstone as Chairman of the Board Audit Committee following the Annual General Meeting;

- On May 3, 2013, Peter Maher, Group Head of Banking & Financial Services, announced his intention to retire from MGL and MBL; and

- On May 3, 2013, MBL announced that Greg Ward was appointed Group Head of Banking & Financial Services, in addition to his current position as Deputy Managing Director of MGL and Chief Executive Officer of MBL.

Recent developments

On May 17, 2013, MBL closed an all cash public tender offer to repurchase its outstanding U.S. dollar denominated 144A Commonwealth government guaranteed debt, with approximately US$1.7 billion having been formally tendered.

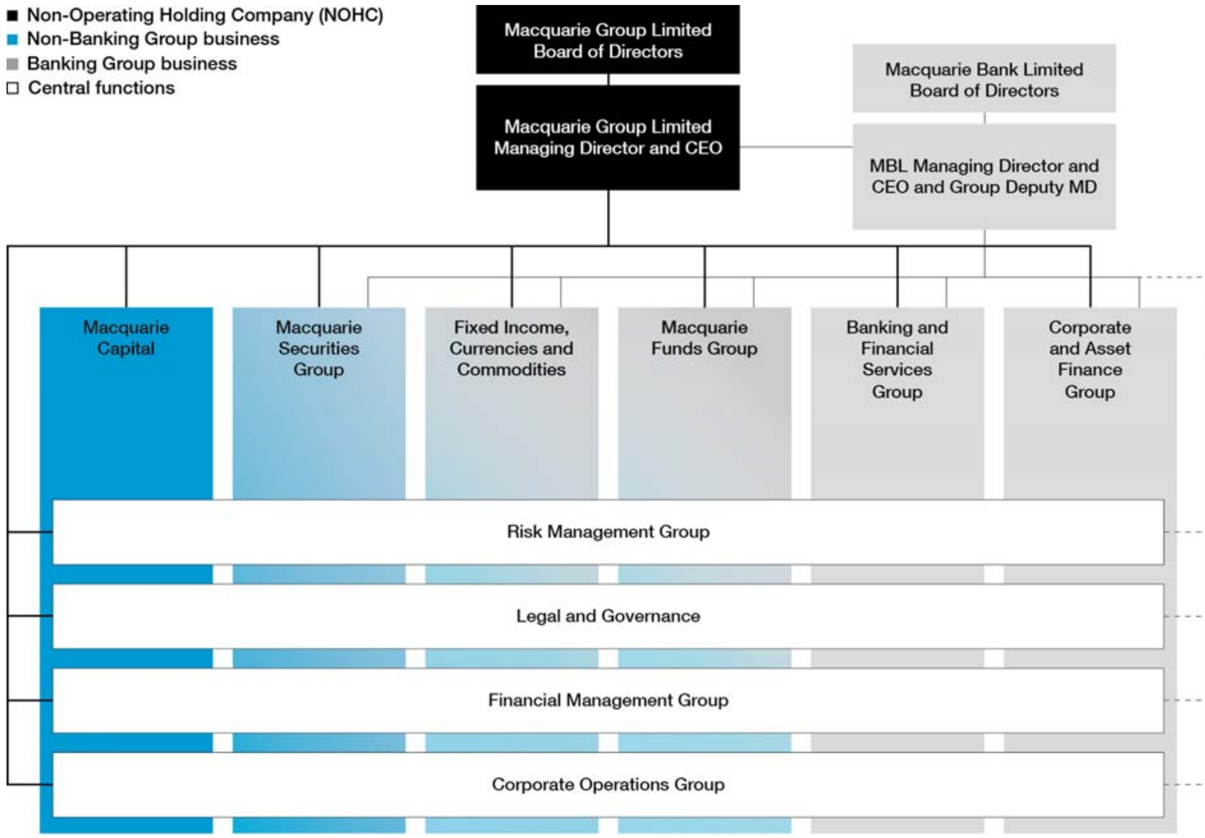
Organizational structure

MBL is an indirect wholly owned subsidiary of MGL and forms part of the Banking Group. MBL comprises five operating groups: Corporate & Asset Finance; Banking & Financial Services; Macquarie Funds (excluding the Macquarie Infrastructure and Real Assets division); Fixed Income, Currencies & Commodities (excluding certain assets of the Credit Trading business and some other less financially significant activities) and Macquarie Securities (excluding the Cash division and certain activities of the Derivatives division, in each case, in certain jurisdictions).

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, Legal and Governance, Financial Management and Corporate Operations. 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. For the 2013 fiscal year, the Corporate segment also included the legacy assets of the former Real Estate Banking division and the income and cash flow from these assets.

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 "Management's discussion and analysis of results of operation and financial condition — 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.



MGL and MBL 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 MGL's businesses between the Banking Group and the Non-Banking Group and within the Banking Group and the Non-Banking Group may be adjusted and MGL and MBL 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, securities, foreign exchange and 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. MBL Group's diverse sources of income include the following:

    - *Fee and commission income,* including:

        - Brokerage and commission income from 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;

        - 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, corporate lending 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, 2013, we employed over 5,700 people in 20 countries. Of those staff, approximately 43% were located in offshore markets. As MBL 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. We have sought to take advantage of new opportunities for acquisitions and organic growth in our areas of expertise and have also demonstrated a preparedness to exit businesses once profit opportunities have been exhausted. We believe our acquisitions have 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 has 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 on 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 funds management strategies, our main focus is on generating management fees, not assuming significant principal exposure.

- *Strong capital position.* MBL is regulated as an ADI by APRA and, as a result, is subject to APRA's capital adequacy requirements. At March 31, 2013, MBL had a Common Equity Tier 1 capital ratio of 9.7%, a Tier 1 capital ratio of 10.8% and a total capital ratio of 13.5%. MBL Group continues to monitor regulatory and market developments in relation to liquidity and capital management, as discussed below under "Regulation and supervision". For further information on our regulatory capital position as at March 31, 2013, see "Management's discussion and analysis of interim results of operation and financial condition — Capital analysis" in this Report.

- *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 37 to our 2013 annual financial statements and in the "Risk Management Report" in the extracts from the 2013 Annual Report of MGL incorporated by reference herein. 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 (including for MBL) 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 of shareholders, investors and staff; utilizing what we believe is a conservative approach to risk management; continuing to focus on growth and evolution; diversifying by business and geography; and adapting to change. This approach provides us with 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 the centralized Risk Management group, whose responsibility is to implement appropriate assessment and management policies in respect of these risks throughout MGL Group. MBL applies this existing strategy and risk management framework across MBL 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 2013 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 MBL Group in the medium term.

Across our international operations, the strategy focuses on building a global platform in our key areas of expertise, through both acquisitions and organic growth, which we believe will enable us to offer a comprehensive range of MBL products to clients around the world. See "— Our business — Regional activity" below for further information on MBL'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 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) to the Non-Banking Group. 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, MBL 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.

In light of opportunities that emerged from the global financial crisis and ensuing market conditions, MBL 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 Blackmont in the 2010 fiscal year, which expanded Banking & Financial Services' wealth management business in Canada and provided Canadian retail distribution capabilities for MBL's product offerings;
- the acquisition of Delaware Investments in the 2010 fiscal year, which enhanced Macquarie Funds' global asset management capability;
- the acquisition of the Ford Credit and GMAC portfolios in the 2010 and 2011 fiscal years, respectively, 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 2013 and 2012 fiscal years, see "Financial information presentation — Impact of acquisitions and disposals on the 2013 and 2012 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. For further information on regional growth, see "— Our business — Regional activity" below for further information.

Evolution has played an important role in the growth of MBL Group's businesses and the development of global expertise in key areas. MBL Group intends to continue to evolve its products and services to ensure that it has the appropriate business mix to suit prevailing market conditions and client needs.

Our business

Overview of MBL Group

At March 31, 2013, MBL had total assets of A$136.0 billion and total equity of A$8.7 billion. For the year ended March 31, 2013, our net operating income was A$4.6 billion and profit after tax attributable to ordinary equity holders was A$650 million, with 43% of MBL Group's revenues from external customers derived from regions outside Australia.

The tables below show the relative net operating income and profit contribution of each of our operating groups in the years ended March 31, 2013 and 2012.

Net operating income of MBL Group by operating group for the years ended March 31, 2013 and 2012[1]

	Year ended		
	Mar 13	**Mar 12**	**Movement**
	A$m	**A$m**	**%**
Fixed Income, Currencies & Commodities[2]	1,127	1,249	(10)
Macquarie Securities[3]	203	95	114
Banking & Financial Services	1,382	1,371	1
Macquarie Funds[4]	903	946	(5)
Corporate & Asset Finance	1,036	1,071	(3)
Net operating income from operating groups	**4,651**	**4,732**	(2)
Corporate[5]	(7)	(21)	(67)
Net operating income	**4,644**	**4,711**	(1)

1 For further information on our segment reporting, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012 — Segment overview" and Note 3 to our 2013 annual financial statements.

2 Fixed Income, Currencies & Commodities as reported for MBL Group excludes certain assets of the Credit Trading business and some other less financially significant activities that remains part of the Non-Banking Group.

3 Macquarie Securities as reported for MBL Group excludes the Cash division and certain activities of the Derivatives division, in each case, in certain jurisdictions that remains part of the Non-Banking Group.

4 Macquarie Funds as reported for MBL Group excludes the Macquarie Infrastructure and Real Assets division that remains part of the Non-Banking Group.

5 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. During the year ended March 31, 2013, the legacy assets of the former Real Estate Banking division were also transferred to the Corporate segment.

Profit contribution of MBL Group by operating group for the years ended March 31, 2013 and 2012[1]

	Year ended		
	Mar 13	**Mar 12**	**Movement**
	A$m	**A$m**	**%**
Fixed Income, Currencies & Commodities[2]	433	480	(10)
Macquarie Securities[3]	(59)	(205)	(71)
Banking & Financial Services	335	277	21
Macquarie Funds[4]	332	363	(9)
Corporate & Asset Finance	684	699	(2)
Total contribution to profit from operating groups	**1,725**	**1,614**	7
Corporate[5]	(1,075)	(1,005)	7
Net profit after tax	**650**	**609**	7

1 For further information on our segment reporting, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012 — Segment overview" and Note 3 to our 2013 annual financial statements.

2 Fixed Income, Currencies & Commodities as reported for MBL Group excludes certain assets of the Credit Trading business and some other less financially significant activities that remains part of the Non-Banking Group.

3 Macquarie Securities as reported for MBL Group excludes the Cash division and certain activities of the Derivatives division, in each case, in certain jurisdictions that remains part of the Non-Banking Group.

4 Macquarie Funds as reported for MBL Group excludes the Macquarie Infrastructure and Real Assets division that remains part of the Non-Banking Group.

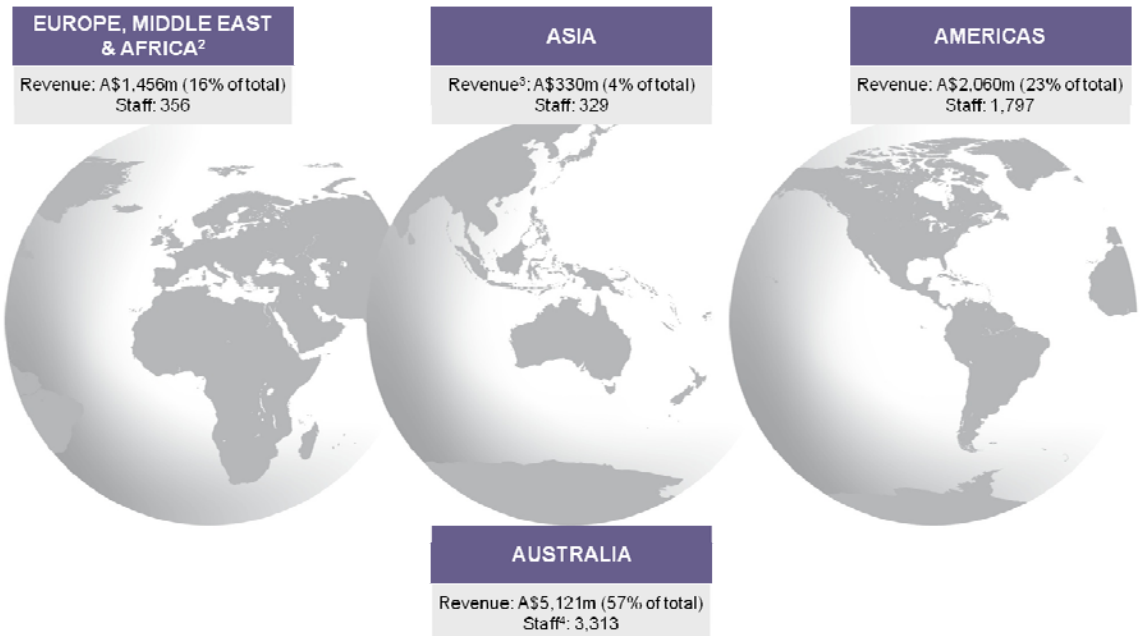
5 The Corporate segment includes earnings on capital, group treasury operations, certain corporate costs not recharged to operating businesses, employment related costs, options expense, income tax expense, profit attributable to non-controlling interests and internal management accounting adjustments and charges. During the year ended March 31, 2013, the legacy assets of the former Real Estate Banking division were also transferred to the Corporate segment.

Regional activity

At March 31, 2013, MBL Group employed over 5,700 staff globally and conducted its operations in 20 countries.

The chart below shows MBL Group's revenues from external customers by region in the 2013 fiscal year.

Revenues from external customers of MBL Group[1] by region for the year ended March 31, 2013



1 For further information on our segment reporting, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012 — Segment overview" and Note 3 to our 2013 annual financial statements.

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

3 Revenue relating to New Zealand included in Asia.

4 Headcount relating to New Zealand included in Australia.

Australia. MBL 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 three staff. As at March 31, 2013, MBL Group employed over 3,300 staff across Australia and New Zealand. In the 2013 fiscal year, Australia contributed A$5.1 billion (57%) of our revenues from external customers as compared to A$5.2 billion (57%) in the 2012 fiscal year.

Americas. MBL Group has been active in the Americas for almost 20 years, when we established our first office in New York in 1994, and has grown rapidly over the last several years, principally through acquisitions of Delaware Investments, Blackmont and Constellation Energy, and the growth of our Energy Trading and Credit Trading businesses. As at March 31, 2013, MBL Group employed over 1,700 staff across the United States, Canada and Brazil. In the 2013 fiscal year, the Americas contributed A$2.1 billion (23%) of our revenues from external customers as compared to A$2.2 billion (25%) in the 2012 fiscal year.

Asia. MBL Group has been active in Asia for more than 18 years, when we established our first office in Hong

Kong in 1995. As at March 31, 2013, MBL Group employed over 300 staff across China, Hong Kong, India, Indonesia, Japan, South Korea, Malaysia, the Philippines, Singapore and Taiwan. MBL has expanded the regional investment and product platforms of Macquarie Funds (excluding the Macquarie Infrastructure and Real Assets division), Corporate & Asset Finance as well as Fixed Income, Currencies & Commodities (excluding certain assets of the Credit Trading business and some other less financially significant activities), which had established an Asian regional "hub" in Singapore in the 2011 fiscal year. In the 2013 fiscal year, Asia (including New Zealand) contributed A$330 million (4%) of our revenues from external customers as compared to A$232 million (3%) in the 2012 fiscal year.

Europe, Middle East & Africa. MBL Group has been active in Europe since the late 1980s, in Africa since 2000 and the Middle East since 2005. As at March 31, 2013, MBL Group employed over 300 staff across the United Kingdom, Germany, Austria, Switzerland and Dubai. In the 2013 fiscal year, Europe, Middle East & Africa contributed A$1.5 billion (1.6%) of our revenues from external customers as compared to A$1.4 billion (15%) in the 2012 fiscal year.

For further information on our segment reporting, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012 — Segment overview" and Note 3 to our 2013 annual financial statements.

Operating groups

Fixed Income, Currencies & Commodities (excluding certain assets of the Credit Trading business and some other less financially significant activities)

Fixed Income, Currencies & Commodities is primarily in the Banking Group, however, certain assets of the Credit Trading business and some other less financially significant activities are in the Non-Banking Group.

Fixed Income, Currencies & Commodities contributed A$433 million to MBL Group's net profit in the 2013 fiscal year and, as at March 31, 2013, had over 700 staff operating across 13 countries, with locations in Australia, Asia, the Middle East, North and South America, the United Kingdom and Europe. For further information on Fixed Income, Currencies & Commodities' results of operation and financial condition for the year ended March 31, 2013, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012 — Segment analysis — Fixed Income, Currencies & Commodities (excluding certain assets of the Credit Trading business and some other less financially significant activities)" 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 Singapore. 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 in MBL Group comprises the following divisions:

Energy Markets. Energy Markets operates in London, Geneva, Sydney, Melbourne, Houston, Calgary, New York, Singapore, Seoul, Jakarta and Tokyo, providing products and solutions to a broad customer base across the energy sector. Traded energy products include natural gas, liquefied natural gas ("*LNG*"), natural gas liquids

("*NGLs*"), power, crude oil, coal, refined products and carbon emissions. In addition, the division is active across all physical energy products, including natural gas, power, LNG, oil, NGLs and coal. Energy Markets also provides storage and transportation services, and commodities based financing. The division provides services to clients and market participants including producers, large industrials, airlines, utilities, wholesale marketers and aggregators. Macquarie Energy maintained its ranking by Platts as the number four physical gas marketer in North America in the fourth quarter of 2012.

Fixed Income & Currencies. Fixed Income & Currencies provides currencies and fixed income trading and hedging services to a range of corporate and institutional clients globally, operating from Sydney, Melbourne, Singapore, Tokyo, Hong Kong, London and New York. The division offers 24-hour price making in all major currency pairs as well as offers structured solutions and risk management hedging services. Additionally, the division 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.

Futures. Futures provides a full range of execution and clearing services to corporate and institutional clients, providing access to most major exchanges globally. Futures also provides futures services to other divisions within Fixed Income, Currencies & Commodities and other affiliates within MGL. Futures offers trade execution (electronic and via desk based brokers) and clearing services and makes extensive use of proprietary technology to provide clients with customized solutions for global market access, order management, consolidated clearing and enhanced customer specific reporting. The division is a leading provider of these services in the Australian market and a growing participant in North America, Europe and Asia. Futures operates from offices in Sydney, Melbourne, Brisbane, London, New York, Chicago, Montreal, Hong Kong, Singapore and Mumbai. In the 2013 fiscal year, the division expanded its Canadian futures platform to include clearing services and expanded its presence in Asia with the establishment of a sales office in Singapore.

Metals & Agriculture Sales and Trading. Metals & Agriculture Sales and Trading has staff in London, Geneva, New York, Des Moines, Sao Paulo, Ribeirao Preto, Singapore, Hong Kong, Tokyo and Sydney providing corporate and institutional clients with trading, risk management and selected physical supply solutions. 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. The agricultural offering includes sugar, coffee, cocoa, grains and oilseeds, cotton, fertilizer, meat and livestock, dairy, pulp and paper, palm oil, rubber and ethanol. Dry freight services include bespoke risk management solutions to ship owners, charterers and operators across all major vessel sizes. The division also includes a Commodity Investor Products business which offers commodity-based index products to institutional investors globally. MBL is an Associate Broker Clearing Member of the London Metal Exchange and a Clearing Member of the London Clearing House.

Metals and Energy Capital. Metals and Energy Capital operates in Sydney, Perth, London, Houston, Calgary, Toronto and Vancouver providing debt financing, equity capital and price risk management to producers across the metals, industrial minerals, bulk commodities and upstream oil and gas sectors globally and, in addition, makes markets in precious metals. Metals and Energy Capital targets opportunities in the US$5 million to US$150 million range and provides a wide range of equity and debt facilities at the corporate and project level. The division includes in-house industry experts, such as geologists, petroleum and mining engineers. MBL is an Ordinary Member of the London Bullion Market Association.

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:

- 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;

- Cross-product sales teams, which cover Brazil and Latin America, Eastern Europe and the Commonwealth of Independent States, the Middle East, North Africa and South Korea. The teams specialize in a particular country or region and support all Fixed Income, Currencies & Commodities product lines in that specific geography;

- Structured Global Markets, which covers cross-border activity, local market structuring, repo financing and trade solutions;

- Private & Structured Finance in Asia and Australia;

- new jurisdictions and branch initiatives; and

- joint-venture and alliances.

Recent developments

During the 2013 fiscal year, the Metals & Agriculture Sales and Trading division of Fixed Income, Currencies & Commodities established a Commodity Investor Products business offering commodity-based index products to institutional investors globally. In addition, Fixed Income, Currencies & Commodities increased coverage of Latin American commodity products, integrated its Latin American, Asian and G-10 foreign exchange and interest rate activities into a single platform within the Fixed Income & Currencies division, and transferred the Asian Markets division to the Central division.

Macquarie Securities (excluding the Cash division and certain activities of the Derivatives division, in each case, in certain jurisdictions)

Macquarie Securities operates businesses both in the Banking Group and Non-Banking Group. The Banking Group's activities are discussed in detail below. The Cash division's activities, which include cash equities broking and equity capital markets services, operate in both the Banking Group (in respect of the Cash division's activities in Hong Kong) and the Non-Banking Group (in respect of the Cash division's activities in jurisdictions other than Hong Kong). Generally, the Derivatives division's activities, which include sales of retail derivatives, arbitrage trading, equity finance and capital management are in the Banking Group, however, certain of these activities form part of the Non-Banking Group in certain jurisdictions due to local regulation. Effective October 1, 2012, Macquarie Securities transferred its derivatives sales and cash equities sales activities in Hong Kong from the Non-Banking Group to the Banking Group.

Macquarie Securities contributed a net loss of A$59 million to MBL Group's net profit in the 2013 fiscal year and, as at March 31, 2013, had over 100 staff operating across Australia, Hong Kong, Singapore, 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, 2013, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012 — Segment analysis — Macquarie Securities (excluding the Cash division and certain activities of the Derivatives division, in each case, in certain jurisdictions)" in this Report.

Macquarie Securities in MBL Group comprises the following two divisions:

Cash. The Cash division is a full-service institutional cash equities broker in the Asia Pacific region. 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 (except in respect of the Cash division's activities in Hong Kong, which forms part of the Banking Group).

Derivatives. The Derivatives division combines MBL Group's retail derivatives and arbitrage trading activities, including sales of retail derivatives, arbitrage trading, equity finance and capital management. The Derivatives division predominantly forms part of the Banking Group.

Recent developments

During the 2013 fiscal year, Macquarie Securities ceased systematic trading activities in North America and announced the closure of its structured products and exotics business in Germany. The remaining positions will be managed through to expiry in order to meet obligations to clients and regulators.

Banking & Financial Services

Banking & Financial Services is in the Banking Group and is the primary relationship manager for MBL Group's retail client base. Banking & Financial Services brings together MBL 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 offer an integrated suite of advice, wealth management and lending products and services and to build broader and more valuable client relationships.

Banking & Financial Services contributed A$335 million to MBL Group's net profit in the 2013 fiscal year and, as at March 31, 2013, had over 2,800 staff operating across 8 countries, including Australia, Canada, the United Kingdom, New Zealand and India.

Cash deposits continued to be a major focus of Banking & Financial Services, with retail cash deposits growing from A$29.0 billion at March 31, 2012 to A$31.0 billion at March 31, 2013. This was primarily due to continued volatility in global investment markets and retail investors continuing to require a level of security in cash deposits.

The division also offers the Macquarie Australian Wrap platform, which had A$25.1 billion in funds under administration at March 31, 2013. See "— Funds management business". For further information on Banking & Financial Services' results of operation and financial condition for the year ended March 31, 2013, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012 — Segment analysis — Banking & Financial Services" in this Report.

Banking & Financial Services comprises the following four 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 and Macquarie Life insurance. The division includes the A$17.5 billion CMA and the Macquarie Wrap administration service.

Macquarie Private Wealth. Macquarie Private Wealth (which includes the former Macquarie Direct division) maintains direct relationships with clients, offering a range of services including full-service broking, strategic financial planning, executive wealth management and private banking. 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. During the 2013 fiscal year, the division also entered into a two year enforceable undertaking with ASIC.

Macquarie Relationship Banking. Macquarie Relationship Banking provides innovative banking services to small to medium-sized businesses, professionals and high net worth individuals in Australia 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.

BFS North America. BFS North America is responsible for expanding the Macquarie Private Wealth Canada into the North American market.

Recent developments

During the 2013 fiscal year , Banking & Financial Services sold 100% of its share capital in the Coin Financial Planning Software business to financial software company Rubik and also sold its Macquarie Premium Funding Canada business to WinTrust Financial Corporation. Both sales were made because those businesses were no longer considered core to Banking & Financial Services' offering. In addition, Banking & Financial Services acquired GE Capital's Pacific Premium Funding business, becoming the second largest premium funder in Australia, signed a distribution agreement with Yellow Brick Road, a financial services company, and launched a white label Perpetual Wrap platform, which transferred Perpetual's A$7.6 billion platform business onto the Macquarie Wrap platform. Banking & Financial Services also signed an agreement with Insurance Brokers Network of Australia to provide the network with full banking and premium funding services.

During the 2013 fiscal year, the Macquarie Agricultural Funds Management and the Macquarie Professional Series businesses were migrated from Banking & Financial Services to Macquarie Funds as the funds businesses within MBL were further consolidated.

In April 2013, Banking & Financial Services entered into an agreement to acquire a 19.8% stake in listed company Home Loans Limited. The acquisition reinforced Banking & Financial Services' strategy of increasing its distribution footprint in the Australian mortgage market.

Macquarie Funds (excluding the Macquarie Infrastructure and Real Assets division)

Macquarie Funds operates businesses in both the Banking Group and the Non-Banking Group. In the Banking Group, Macquarie Funds offers a diverse range of capabilities and products including securities investment management and fund and equity-based solutions. In the Non-Banking Group, Macquarie Funds manages alternative assets, specializing in infrastructure, real estate, agriculture, energy and other real asset classes via public and private funds, co-investments, partnerships and separately managed accounts. With a strong client focus, disciplined investment processes and success in product innovation, Macquarie Funds has built a reputation as a leading provider of investment solutions.

Macquarie Funds contributed A$332 million to MBL Group's profit in the 2013 fiscal year and, as at March 31, 2013, had over 900 staff operating across 7 countries across Australia, the Americas, Europe and Asia.

As at March 31, 2013, Macquarie Funds had Assets under Management of A$247.0 billion. For further information on Macquarie Funds' results of operation and financial condition for the year ended March 31, 2013, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012 — Segment analysis — Macquarie Funds (excluding the Macquarie Infrastructure and Real Assets division)" in this Report. For further information on Macquarie Funds' Assets under Management, see "— Funds management business — Assets under Management" in this Report.

Macquarie Funds operates across the following three divisions: Macquarie Investment Management and Macquarie Specialised Investment Solutions, which form part of the Banking Group, and Macquarie Infrastructure and Real Assets, which forms part of the Non-Banking Group. Further details of each division within the Banking Group are contained below:

Macquarie Investment Management. Macquarie Investment Management offers securities investment management capabilities across a number of asset classes including fixed interest, currencies, equities, infrastructure securities, private equity markets 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. Macquarie Investment Management also partners with select specialist investment managers through its Macquarie Professional Series range of funds.

Macquarie Specialised Investment Solutions. Macquarie Specialised Investment Solutions manufactures and distributes a range of fund and equity-based solutions including fund-linked products, capital protected investments, retirement and annuity solutions, agriculture investment solutions and infrastructure debt investment solutions.

Recent developments

In the Banking Group, during the 2013 fiscal year, Macquarie Funds established an infrastructure debt management business and continued to expand its global distribution platform, particularly in Asia and the United States.

During the 2013 fiscal year, the Macquarie Agricultural Funds Management and the Macquarie Professional Series businesses were migrated from Banking & Financial Services to Macquarie Funds as the funds businesses within MBL were further consolidated.

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 corporate debt and asset finance including aircraft, motor vehicles, technology, healthcare, manufacturing, industrial, energy, rail and mining equipment.

Corporate & Asset Finance contributed A$684 million to MBL Group's profit in the 2013 fiscal year and, as at March 31, 2013, had over 900 staff operating across 13 countries, including Australia, New Zealand, South Korea, the 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, 2013, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012 — Segment analysis — Corporate & Asset Finance" in this Report.

At March 31, 2013, Corporate & Asset Finance managed lease and loan assets of A$22.2 billion, which represents an increase of 9% from A$20.4 billion at March 31, 2012. The asset finance portfolio of A$14.3 billion increased 14% from A$12.5 billion at March 31, 2012, which was primarily driven by an 18% increase in the motor vehicle portfolio to A$7.3 billion and the acquisition of the European rail leasing platform. The loan portfolio of A$7.9 billion at March 31, 2013 was broadly in line with the prior period.

During the 2013 fiscal year, strong securitization activity continued with A$2.4 billion of motor vehicle and equipment leases and loans secured. Approximately A$14.9 billion of external funding from global securitization markets and warehouse facilities has been accessed since 2007.

Corporate & Asset Finance comprises the following seven businesses:

Macquarie AirFinance. Macquarie AirFinance 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.

Macquarie Equipment Finance. Macquarie Equipment Finance is a global business providing specialist equipment finance and services solutions for a broad range of equipment types, including healthcare, technology, communications, materials handling, manufacturing and related equipment. Macquarie Equipment Finance provides these services directly to large customers through vendor finance solutions developed for equipment manufacturers and resellers, and with other financial services partners.

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. The business provides floor plan finance to Australian motor vehicle manufacturers and has recently entered the UK independent contract hire market.

Macquarie Lending. Macquarie Lending provides bridging and term finance to corporate clients and invests in select debt assets trading in secondary debt markets. Macquarie Lending has expertise across a diverse range of industries including telecommunications, media, entertainment and technology, real estate, financials, industrials, infrastructure and leasing. The Lending team operates out of Sydney, Singapore, London, New York and Chicago.

Macquarie Energy Leasing. Macquarie Energy Leasing owns an electricity and gas 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. The business has recently expanded into the European market through its acquisition of a European rail leasing platform.

Macquarie Global Mining Equipment Finance. Macquarie Global Mining Equipment Finance provides finance for mining equipment through finance and operating leases and secured lending. This covers a range of surface and underground mobile mining equipment such as haul trucks, excavators and diggers. The team operates globally and its clients include miners, contract miners and rental companies. This business also complements MBL's existing capabilities in resources mergers and acquisitions and commodity hedging and trading.

Recent developments

During the 2013 fiscal year, Corporate & Asset Finance finalized the sale of five leased aircraft engines to Engine Lease Finance Corporation. In addition, Corporate & Asset Finance sold selected assets within its aircraft and rail portfolio.

During the 2013 fiscal year, Corporate & Asset Finance also acquired a European rail leasing platform and extended its motor vehicle business into the United Kingdom by entering the independent contract hire market. In addition, Corporate & Asset Finance broadened its equipment finance white label programs to manufacturers and vendors.

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. In addition, during the 2013 fiscal year, the legacy assets of the former Real Estate Banking division were transferred to the Corporate segment.

Corporate contributed a net loss of A$1.1 billion in the 2013 fiscal year.

For further information on Corporate's results of operation and financial condition for the year ended March 31, 2013, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012 — Segment analysis — Corporate" in this Report.

Funds management business

In the Banking Group, Macquarie Funds manages a range of funds including traditional retail and wholesale funds and provides investment management services to funds and institutional investors. See "— Operating groups — Macquarie Funds (excluding the Macquarie Infrastructure and Real Assets division)" above for further information.

Assets under Management provides a consistent measure of the scale of MBL Group's funds management activities across our operating groups in the Banking Group, which is discussed in "— Assets under Management" section below.

Assets under Management

MBL Group had an aggregate of A$250.9 billion of Assets under Management as at March 31, 2013, from which it derived an aggregate of A$639 million of funds management base fees for the year ended March 31, 2013.

The table below illustrates MBL Group's aggregate Assets under Management by operating group, region and industry sector as at March 31, 2013 and March 31, 2012.

Assets under Management by operating group, region and industry sector for the years ended March 31, 2013 and 2012

	As at		
	Mar 13	**Mar 12**	**Movement**
	A$b	**A$b**	**%**
Assets under Management by group			
Macquarie Investment Management	239.3	222.2	8
Macquarie Specialised Investment Solutions	1.9	2.4	(21)
Other Macquarie Funds	5.8	6.2	(6)
Total Macquarie Funds[1]	247.0	230.8	7
Other operating groups	3.9	2.1	86
Total Assets under Management	**250.9**	**232.9**	8
Assets under Management by region			
Australia	54.5	49.2	11
Americas	179.8	166.0	8
Europe, Middle East and Africa	11.1	11.7	(5)
Asia	5.5	6.0	(8)
Total Assets under Management	**250.9**	**232.9**	8
Assets under Management by industry sector			
Fixed income	138.7	132.8	4
Equities	75.2	64.3	17
Cash	17.5	16.9	4
Direct real estate	5.8	5.5	5
Currency	4.6	4.4	5
Specialist investments	2.2	2.4	(8)
Alternatives	3.0	2.5	20
Multi-asset allocation solutions	3.9	4.1	(5)
Total Assets under Management	**250.9**	**232.9**	8

[1] Funds as reported for MBL Group excludes the Macquarie Infrastructure and Real Assets division that remains part of the Non-Banking Group.

Assets under Management at March 31, 2013 were A$250.9 billion, an 8% increase from A$232.9 billion at March 31, 2012. The overall net increase in Assets under Management was mainly due to positive market and valuation movements across Macquarie Funds, which were partially offset by foreign exchange movements.

Macquarie Funds (excluding the Macquarie Infrastructure and Real Assets division)

Macquarie Funds' Assets under Management increased 7% to A$247.0 billion at March 31, 2013 from A$230.8 billion at March 31, 2012. This was mainly due to positive market and valuation movements across Macquarie Funds, which were partially offset by foreign exchange movements. Macquarie Investment Management's Assets under Management increased by 8% to A$239.3 billion at March 31, 2013 from A$222.2 billion at March 31, 2012. This was primarily due to positive market and valuation movements. Other Macquarie Funds' Assets under Management decreased by 6% to A$5.8 billion at March 31, 2013 from A$6.2 billion at March 31, 2012.

For further information on Macquarie Funds' results of operation and financial condition for the year ended March 31, 2013, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012 — Segment analysis — Macquarie Funds (excluding the Macquarie Infrastructure and Real Assets division)" in this Report.

Other operating groups

Assets under Management from other operating groups increased 86% to A$3.9 billion at March 31, 2013 from A$2.1 billion at March 31, 2012. Assets under Management from other operating groups represented less than 2% of MBL's Assets under Management and was related entirely to Banking & Financial Services.

For further information on Banking & Financial Services' results of operation and financial condition for the year ended March 31, 2013, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012 — Segment overview —Banking & Financial Services" in this Report.

MBL 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. 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 the performance fee for subsequent periods. For unlisted funds, incentive income is earned for outperformance of a pre-determined internal rate of return. Unlisted performance fees are generally payable upon the occurrence of a "liquidity event", such as the conclusion of an unlisted fund's investment term where capital is returned to investors following completion of an asset sale or with a fund listing. The timing and quantum of these fees are therefore unpredictable.

During the year ended March 31, 2013 performance fees of A$25 million for MBL Group decreased 17% from A$30 million in the prior fiscal year and were primarily due to the Quant Hedge Funds within Macquarie Funds outperforming their respective benchmarks.

For further detail on MBL Group's income from funds management, see "Management's discussion and analysis of results of operation and financial condition — Year ended March 31, 2013 compared to year ended March 31, 2012— Results analysis — Fee and commission income — Base and performance fees" in this Report.

Legal proceedings and regulatory matters

Legal proceedings

On December 22, 2010, ASIC commenced legal proceedings in the Federal Court of Australia against a number of banking institutions, including MBL. In one set of proceedings (the "*First Proceeding*"), ASIC is seeking compensation for investors arising out of the collapse of Storm Financial Limited ("*Storm*") for 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 set of proceedings (the "*Second Proceeding*"), ASIC alleges there was an unregistered managed investment scheme in which the banks were involved. As at the date of this Report, the First Proceeding is progressing through a pre-trial process, and the hearing is expected to occur in early June 2013. The hearing of the Second Proceeding has concluded, and a judgment is not expected until the end of 2013 or early 2014.

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 (the "*Third Proceeding*"). As at the date of this Report, the Third Proceeding has settled. The settlement was approved by the Federal Court of Australia (the "*Court*"), on application by the members of the class action, on May 3, 2013. MBL and the investors agreed that the Third Proceeding will be dismissed with an acknowledgement by the class action that there was no wrongdoing by MBL and, when approving the settlement, the Court dismissed the Third Proceeding on that basis. The settlement amount to be paid will be A$82.5 million, inclusive of costs. In relation to this settlement, after taking into account amounts expensed in prior years and other recoverable amounts, MBL does not expect that there will be any impact from this settlement on MBL's results for the 2013 fiscal year or for any subsequent periods.

Revenue authorities undertake risk reviews and audits as part of their normal activities. We have assessed those matters which have been identified in such reviews and audits as well as other taxation claims and litigation, including seeking advice where appropriate, and consider that MBL Group currently holds appropriate provisions.

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 34 to our 2013 annual financial statements. We do not believe that the outcome of any such liabilities, either individually or in the aggregate, are likely to have a material effect on our operations or financial condition.

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 in 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.

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 in 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 maintains a certain amount of regulatory capital. An ADI's regulatory capital is assessed by APRA in two tiers: (1) Tier 1 Capital (going concern capital), which comprises of the sum of an ADI's Common Equity Tier 1 Capital and Additional Tier 1 Capital; and (2) Tier 2 Capital (gone concern capital), in each case, less any prescribed regulatory adjustments (where applicable). Common Equity Tier 1 Capital comprises of the highest quality components of capital that: (i) provide a permanent and unrestricted commitment of funds; (ii) are freely available to absorb losses; (iii) do 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. Additional Tier 1 Capital also comprises of the highest quality components of capital that meet requirements (i), (ii) and (iv) above, but must also provide for fully discretionary capital distributions. Tier 2 Capital includes other components of capital that, to varying degrees, fall short of the quality of Tier 1 Capital but nonetheless contribute to the overall strength of an ADI and its capacity to absorb losses. An ADI's regulatory capital base (the numerator of the capital ratio) is defined for the purposes of APS 111 as the sum of eligible Tier 1 Capital and Tier 2 Capital ("*total capital*"). APRA requires all ADIs to, at all times, maintain the following minimum prudential capital ratios (as measured against total risk-weighted assets): (i) a Common Equity Tier 1 Capital ratio of 4.5%, (ii) a Tier 1 Capital ratio of 6.0%; and (iii) a Total Capital (being the sum of all Tier 1 Capital and Tier 2 Capital) ratio of 8.0%. APRA may also require an ADI to hold prudential capital above these levels if it so determines. As at March 31, 2013, MBL and MGL are fully compliant with all prudential capital requirements that are applicable to it.

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 a NOHC. In the case of MGL Group, this framework is set out in MGL's NOHC Authority. The APRA Prudential Standard APS 330 Capital Adequacy: Public Disclosure of Prudential Information ("*APS 330*") details the market disclosure requirements for Australian domiciled ADIs. 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 MBL's U.S. Investors' Website. Measurement of capital adequacy and our economic capital model is more fully described in Section 4 of the MBL Pillar 3 Disclosure Document for the half year ended September 30, 2012 and Section 2.0 of the MBL Pillar 3 Disclosure Document for the quarter ended December 31, 2012, each posted on MBL's U.S. Investors' Website. APRA has advised that it will monitor the overall MGL Group and may increase the prudential requirements it applies to MBL if the activities of MGL Group place financial strain on MBL.

MGL models twelve month liquidity scenarios for MGL Group, MBL Group and the Non-Banking Group to ensure that sufficient liquidity is available in each part of its business. See "Management's discussion and analysis of results of operation and financial condition — Liquidity — Liquidity policies and principles" for further information on our liquidity policies and principles.

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. MBL 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 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, which member countries were required to implement from January 1, 2013. Further, the Basel III framework introduces the Liquidity Coverage Ratio ("*LCR*") requirement (to be phased-in from January 1, 2015), 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 (to be implemented by January 1, 2018). 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 having commenced on

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.

Key implications for MBL of APRA's implementation of the Basel III framework are 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 MBL 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 MBL. 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.

In line with the liquidity standards contained within the Basel III framework, APRA will introduce the LCR and NSFR as part of their liquidity framework. The LCR requires high-quality liquid assets to be held to cover net cash outflows and provide an adequate buffer under a combined 'idiosyncratic' and market-wide stress scenario lasting 30 calendar 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 November 2011, APRA announced that it intends to adopt the Basel III definitions for high-quality liquid assets. In addition, APRA also announced that it will adopt the Basel III net cashflow assumptions, subject to certain modifications or clarifications. The only modifications or clarifications that will be made by APRA relate to the treatment of self-managed superannuation funds, high run-off less stable retail and qualifying small and medium enterprise deposits, contingent funding obligations, recognition of head office liquidity to support Australian branches of foreign banks and recognition of New Zealand dollar liquid assets nominated by the Reserve Bank of New Zealand.

APRA has publicly indicated 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 has acknowledged 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, if approved by APRA, to establish a committed secured liquidity facility ("*CLF*") 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 of 0.15% and an interest rate that is in line with current arrangements for RBA's overnight repurchase facility. Qualifying collateral for the facility will comprise of all assets eligible for repurchase transactions with the RBA under normal market operations and other assets the RBA deems appropriate (including certain related-party assets issued by bankruptcy remote vehicles like self-securitized residential mortgage-backed securities). Before an ADI can rely on the CLF to meet the requirements of the LCR, it will be required to demonstrate to APRA that it has taken all reasonable steps towards meeting the LCR requirement through its own balance sheet management and, at a minimum, that it has increased the duration of its liabilities and maximized its reliance on stable sources of funding to the greatest reasonable extent. With the introduction of the CLF, MBL currently expects that it will meet the requirements of the LCR. However, final details of the CLF, including operational aspects, have not yet been released and as such may be subject to change.

In January 2013, the Basel Committee revised its LCR requirements to allow national authorities like APRA the discretion to, among other things, expand the list of assets that would qualify as high-quality liquid assets for the purposes of satisfying the LCR requirement. In May 2013, APRA announced that it does not propose to exercise this discretion and accordingly the only assets that would qualify as high-quality liquid assets for the purposes of the LCR requirement are cash balances held with the RBA and Australian Government and semi-government securities.

In November 2011, APRA announced its proposal to adopt the Basel III 'available stable funding' and 'required stable funding' factors in determining an ADI's NSFR. In addition, APRA also announced its proposal to introduce a specific required stable funding factor for assets held by ADIs as collateral for their CLF. This will approximate the factor that would apply if adequate supplies of high-quality liquid assets were available in Australia. MBL currently expects that it will meet the requirements of the NSFR. However, final details of the NSFR have not yet been released.

Details of APRA's prudential standard on liquidity risk management, which will give effect to the global liquidity framework in Australia, is currently subject to consultation . APRA intends to issue the final standards on liquidity risk management in the second half of 2013.

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

APRA's approach to capital frameworks

On September 28, 2012, APRA released four final prudential standards implementing the Basel III capital reforms in Australia. This follows APRA's release of five draft discussion papers for industry consultation in March 2012 and a further two in June 2012. These new standards came into effect on January 1, 2013. The final standards are consistent with the draft standards.

APRA has also announced that other prudential and reporting standards incorporating other elements of the Basel III capital reforms will be released in 2013.

APRA's approach to Basel III requirements for counterparty credit risk

In September 2012, APRA released its final prudential standards on its implementation of the Basel III reforms to the capital framework for counterparty credit risk and other credit exposures which came into effect on January 1, 2013. Under its prudential standard, APRA extended its existing capital framework for counterparty credit risk in bilateral transactions to be the sum of the existing counterparty credit default component that applies under its existing prudential standards and a risk capital Credit Value Adjustment ("*CVA*") risk capital charge introduced as part of the Basel III reforms. The CVA risk capital charge is intended to cover the risk of mark-to-market losses on the expected counterparty credit risk arising from bilateral OTC derivatives. APRA also adopted Basel III reforms on capital charges for exposure to central counterparties arising from over the counter derivatives, exchange traded derivatives and securities financing transactions. These prudential standards require MBL to hold more capital for its counterparty credit risk exposures and other credit exposures.

APRA's approach to Basel III capital requirements for the supervision of conglomerates

On December 14, 2012, APRA released a consultation paper and draft prudential standards on its proposed requirements for the supervision of conglomerate groups ("*Level 3 groups*") ("*December Consultation Package*"). On May 9, 2013, APRA released a further consultation package and draft prudential standards on its proposed requirements for the supervision of Level 3 groups ("*May Consultation Package*"). These packages apply to conglomerate groups, such as MGL. APRA has indicated that its proposed Level 3 group framework is intended to meet the principles set out in the Joint Forum's Principles for the Supervision of Financial Conglomerates published in September 2012 and comprise of four components: group governance, risk exposures, risk management and capital adequacy. The proposed overarching requirements of the framework are as follows: (i) a Level 3 group must have a robust governance framework that is applied appropriately throughout the group; (ii) the intra-group exposures and external aggregate exposures of a Level 3 group must be transparent and prudently managed; (iii) a Level 3 group must have an effective group-wide risk management framework in place; and (iv) a Level 3 group must have sufficient capital to support the risks of the entire group, including material risks that arise from non-APRA-regulated activities. The December Consultation Package focused on the requirements for group governance and risk exposures. The May Consultation Package is focused on risk management and capital adequacy. The framework is not final and may change, and is expected to take effect from January 1, 2014. The framework will, among other things, change the way MGL calculates and reports its capital surplus. MGL believes that it has sufficient capital to meet APRA's minimum capital requirements under the current proposal.

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.

APRA's implementation of these new minimum requirements were included in the March 2012 release of draft prudential standards and are currently under review by MBL Group. These new standards may result in MBL Group 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.

Crisis management

On September 28, 2012, the Australian Government released a consultation paper titled "Strengthening APRA's Crisis Management Powers" seeking comments on a range of options to enhance Australia's financial sector, particularly prudential regulation. The options canvassed in the paper aim to strengthen APRA's crisis management powers in relation to NOHCs, ADIs, superannuation entities and general and life insurers. Implementation of these options is intended to bring Australia's regulatory framework more closely into line with the new G20 endorsed international standard for crisis management arrangements published by the Financial Stability Board ("*FSB*") in its paper: "Key Attributes of Effective Resolution Regimes for Financial Institutions" dated October 2011. If implemented, the key implications for MBL and MGL are likely to be an increase in APRA's powers to intervene in the affairs of MBL and MGL during periods of stress.

Central clearing of OTC derivatives

On December 6, 2012, the Australian Government passed legislation to introduce the framework required by the Australian Government to meet its G20 obligations on derivatives regulation. The legislation allows the Australian Government and its regulators to prescribe, when it determines that it becomes appropriate, one or more of the following as mandatory obligations: (1) the reporting of OTC derivatives to trade repositories, (2) the clearing of standardized OTC derivatives through central counterparties, and (3) the execution of standardized OTC derivatives on exchanges or electronic platforms. The legislation does not impose any of these obligations itself but rather introduces a framework under which they can be prescribed. In December 2012, the Australian Government stated that it will initially focus on the reporting of OTC derivatives, with ASIC releasing two consultation papers on trade repositories and derivative transaction reporting in March 2013. The consultation paper on derivative transaction reporting proposes a mandatory phase-in period from December 31, 2013 (with a voluntary opt-in from July 1, 2013).

Remuneration – Extensions to governance requirements for APRA-regulated institutions

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.

The prudential requirements require boards of regulated institutions to (i) unless otherwise approved in writing by APRA, establish a remuneration committee comprising only non-executive directors and a majority of "independent" directors, as defined by the prudential requirements, and (ii) have in place a written remuneration policy that aligns remuneration arrangements with the long-term financial soundness of the institution and its risk management framework. 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. 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, which regulates Australian companies, financial markets, financial services organizations and professionals who deal and advise in investments, superannuation, insurance, deposit taking and credit.

ASIC regulates each of the entities we operate in Australia as the corporate regulator and is responsible for enforcing appropriate standards of corporate governance and conduct by directors and officers. A number of MBL Group entities hold Australian financial services ("*AFS*") licenses. ASIC licenses and monitors AFS licensees and requires AFS licensees to ensure the financial services covered by their license are provided efficiently, honestly and fairly. A number of MBL Group entities also hold Australian Credit Licenses (*ACL*"). ASIC regulates ACL holders as the consumer credit regulator, licensing and regulating those entities to ensure they meet standards set out in the National Consumer Credit Protection Act 2009.

ASIC is Australia's market regulator and is responsible for the supervision of trading on Australia's domestic licensed equity, derivatives and future markets, including trading by MBL and other ASX and ASX24 market participants in the MBL Group.

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. 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 the MGL Group manages 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 MBL 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 MBL 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, MBL Group and MGL Group and the businesses and funds they 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 enacted legislation, and the applicable regulatory authorities have adopted or proposed regulations that would make 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 MBL and its subsidiaries in the United States. Certain aspects of the reform process have been implemented, with the balance being implemented over a number of years. The final effects are not yet certain. See "Risk factors — Many of our businesses are highly regulated and we will be adversely affected by temporary and permanent changes in regulations and regulatory policy and increased compliance requirements, particularly for financial institutions, in the markets in which we operate" above for further information.

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

Banking and derivatives 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, 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 become effective. The Dodd-Frank Act has resulted in, and will continue to 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. MBL's businesses will 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 centralized execution and clearing of standardized over-the-counter derivatives, and registration and heightened supervision of all over-the-counter swap dealers and major swap participants; (ii) more stringent position limits on derivatives on physical commodities; and (iii) increased regulation of investment advisers. In addition, if MGL is determined by U.S. regulators to be a "systemically important" nonbank financial company, U.S. regulators may have increased regulatory authority over MGL and its subsidiaries, including MBL, and may impose stricter capital, leverage and risk management requirements. The Dodd-Frank Act will increase compliance and execution costs for derivative trading in the United States and have an impact on certain MBL businesses, such as on its U.S. derivatives business. For instance, two MGL affiliates have registered as swap dealers. Certain rules under the Dodd-Frank Act have already been issued and made effective, such as those relating to swap dealer registration, the first phase of mandatory swap clearing and business conduct standards, and to which we or our affiliates are subject. However, it is not possible at this point in time to determine the full extent of the impact of the Dodd-Frank Act because other important details will be formulated during the process of proposing and implementing rules and regulations, a process which is still expected to continue for several years.

Over the past year, the Commodity Futures Trading Commodity ("*CFTC*") has issued final rules under Title VII of the Dodd-Frank Act (i) defining such terms as "swap", "swap dealer", and "major swap participant", (ii) requiring the registration of swap dealers and major swap participants, and (iii) implementing certain recordkeeping and reporting requirements and rules on internal and external business conduct standards for swap dealers and major swap participants. On December 21, 2012, the CFTC issued a final exemptive order (the "*Order*") that granted time-limited relief and a phase-in period for certain requirements applicable to swap dealers and major swap participants, requiring any swap counterparty that is not a swap dealer or major swap participant to be in compliance with the swap data reporting rules by April 10, 2013. On April 9, 2013, the CFTC issued no-action relief extending the April 10, 2013 deadline for reporting certain swaps to a registered swap repository under Part 43 (real-time reporting), Part 45 (dealing with swaps entered into on or after April 10) and Part 46 (dealing with so-called "historical swaps") of the CFTC's rules, subject to certain conditions.

Anti-money laundering regulations. The MBL representative offices as well as MBL Group's U.S. broker-dealer subsidiaries and mutual funds managed or sponsored by MBL Group's 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 the Bank Secrecy Act (the "*Bank Secrecy Act*") and 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 Bank Secrecy Act, as amended by 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.

The MBL representative offices and our 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 U.S. broker-dealer subsidiaries and other subsidiaries in the United States have adopted written anti-money laundering compliance programs designed to comply with the Bank Secrecy Act, as amended by the USA PATRIOT Act, and have implemented procedures to comply with OFAC.

Securities and commodities regulations. In the United States, we 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, we are regulated by the Commodity Futures Trading Commission ("*CFTC*") and the CME Group with respect to the trading of futures and commodity options for customers and clearing activities. On July 12, 2012, the CFTC published proposed interpretive guidance regarding the cross-border application of certain entity-level and transaction-level requirements which would apply to non-U.S. swap dealers and major swap participants and to swap transactions with "U.S. persons". The Order issued on December 21, 2012 revised and updated this guidance and also suggested further changes in the definition of the term "U.S. persons." The Order is currently applicable to MBL but further changes to the definition of "U.S. person" are possible.

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. The Foreign Account Tax Compliance Act ("*FATCA*") was enacted in 2010 as part of the Hiring Incentives to Restore Employment Act (the "*HIRE Act*"). FATCA is intended to assist the U.S. government in its efforts to improve compliance with U.S. tax laws, and requires foreign financial institutions ("*FFIs*"), such as MBL, to enter into an agreement with the U.S. Internal Revenue Service (the "*IRS*") and agree to provide the IRS with certain information on accounts held by U.S. persons and U.S.-owned foreign entities, or otherwise face a 30% withholding tax on certain payments made to the FFI from U.S. sources. The term FFI is broadly defined and includes such entities as banks, brokers, hedge funds, private equity funds and foreign investment entities. FATCA generally requires substantial investment in a compliance and reporting framework in order to meet the HIRE Act standards.

In response to the impact of the FATCA obligations of the HIRE Act, the Australian Government has been exploring the feasibility of an intergovernmental agreement with the United States as an alternative means for financial institutions such as MBL to comply with FATCA while reducing compliance burdens. On July 26, 2012, the U.S. Department of the Treasury published a model form for such an intergovernmental agreement.

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

On April 1, 2013, the UK Financial Services Authority was abolished and the majority of its functions were transferred to two new regulatory bodies, the FCA and the PRA. The FCA and PRA are responsible for the regulation of financial business in the United Kingdom, including banking, investment business and insurance. Deposit-taking institutions, insurers and significant investment firms are dual-regulated under the new regime, with the PRA responsible for the authorization, prudential regulation and day-to-day supervision of such firms, and the FCA responsible for regulating conduct of business requirements.

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 FCA and PRA in the United Kingdom. MBIL, a United Kingdom incorporated subsidiary is authorized and regulated by the FCA and PRA as a bank. As regulated entities, MBIL and MBL LB are required to comply with the rules set forth by the FCA and PRA (collectively, the "*Rules*"), as applicable. The Rules include requirements as to capital adequacy, liquidity adequacy, systems and controls, corporate governance, conduct of business and the treatment of customers, the application of which varies depending on whether it is a subsidiary or a branch of MBL.

In many cases, the 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 the Rules, regulated banks and certain investment firms, including MBIL 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 has introduced a bank levy which provides for an annual charge on certain equity and liabilities of banks and certain other financial institutions in respect of periods of account ending on or after January 1, 2011. In respect of foreign banking groups with banking operations in the United Kingdom, the bank levy is calculated by reference to the aggregated equity and liabilities of the group's relevant UK sub-groups, UK subsidiaries, non-UK resident subsidiaries with a UK parent and UK branches (in each case as shown in appropriate balance sheets). The bank levy is charged at different rates for short-term chargeable liabilities on the one hand and long-term chargeable equity and liabilities on the other hand. From January 1, 2013, the applicable bank levy rates are 0.13% for short-term chargeable liabilities and 0.065% for long-term chargeable equity and liabilities. From January 1, 2014, the rates will be increased to 0.142% for short-term chargeable liabilities and 0.071% for long-term chargeable equity and liabilities. The bank levy is not applicable to the first £20 billion of chargeable equity and liabilities. Based on the March 31, 2013 balance sheet position, it is not anticipated that MBL Group will be impacted by the bank levy on the basis that its chargeable equity and liabilities are expected to be below £20 billion for the full period of account. MBL Group will continue to monitor its position on a regular basis.

Other United Kingdom regulators that impact our business include 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. The Information Commissioner's Office is responsible for regulating compliance with legislation in the United Kingdom governing data protection, electronic communications, freedom of information and environmental information.

European Union

On February 14, 2013, the European Commission published a proposal for a Council Directive (the "*Draft Directive*") on a common financial transaction tax (the "*FTT*"), to be implemented in eleven Member States (Austria, Belgium, Estonia, France, Germany, Greece, Italy, Portugal, Spain, Slovakia and Slovenia, together the "*Participating Member States*") from January 1, 2014.

Pursuant to the Draft Directive, the FTT would be payable on "financial transactions" within its scope. Those transactions would broadly include derivatives and the purchase and sale of financial assets (bonds, equities, repos and stock lending), but would exclude spot transactions in currency, commodities, etc, and insurance contracts, loan originations, credit cards, cash payments and the issuance of debt and equity instruments.

The Draft Directive provides that the FTT would be payable by each "financial institution" established in a Participating Member State which is party to a "financial transaction". A "financial institution" is widely defined to include entities that carry on various specified financial activities. A "financial institution" would be deemed to be established in a Participating Member State in a wide variety of circumstances, including merely as a result of the other party to the "financial transaction" being established in a Participating Member State. The Draft Directive does not provide for any form of intermediary exemption.

The rate of the FTT would be determined by each Participating Member State, but in the case of transferable securities would be at least 0.1% of the taxable amount (determined by reference to the consideration paid or owed for the transfer).

The Draft Directive is still subject to negotiations among the Participating Member States, and could be modified as a result. The final form of any directive would need to be implemented in the domestic legislation of the Participating Member States.

On April 19, 2013, the United Kingdom government announced that it had launched a legal challenge to the proposed FTT. The Luxembourg government subsequently announced that it would support this challenge.

Implementation of the Draft Directive in its present form in any of the Participating Member States could result in increased transaction costs for:

(a) MBL in relation to certain transactions entered into by it (as principal or agent) in certain circumstances; and

(b) investors in the secondary market who in certain circumstances sell or purchase notes issued by MBL.

Other regulators

Outside Australia, the United States and the United Kingdom, MBL has branches in the Dubai International Finance Centre, Hong Kong, Seoul and Singapore that are regulated by the Dubai Financial Services Authority, the Hong Kong Monetary 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 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.

During the 2012 fiscal year, MBL was granted a banking license by the Hong Kong Monetary Authority and in March 2012, the Hong Kong Monetary Authority confirmed MBL Hong Kong Branch's "Registered Institution" status. The branch became operational on October 1, 2012 and is regulated by the Hong Kong Monetary Authority.

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 MBL 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, 2013, MBL Group was divided into the following operating groups for internal reporting and risk management purposes: Macquarie Securities (excluding the Cash division and certain activities of the Derivatives division, in each case, in certain jurisdictions), Fixed Income, Currencies & Commodities, Macquarie Funds (excluding the Macquarie Infrastructure and Real Assets division), Banking & Financial Services and Corporate & Asset Finance.

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 MBL 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 MIPS, MIS and ECS. 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/loss contribution provided by our operating groups. The total contribution to profit/loss by operating groups plus the contribution to profit/loss included in the Corporate segment equate to our total profit/loss attributable to ordinary equity holders.

Critical accounting policies and significant judgments

Note 1 to our 2013 annual financial statements provides a list of our 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 and in the additional information posted on MBL's U.S. Investors' Website 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 2013 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 arm's -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 any 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 acquired, 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. MBL Group can elect, on a transaction-by-transaction basis, to measure non-controlling interest ("*NCI*") relating to ordinary shares 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 consideration over MBL Group's share of the fair value of the identifiable net assets acquired is recorded as goodwill. If the consideration is less than MBL 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.

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

- the nature of MBL 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 MBL Group's existing processes or sub-contracting them to third parties; and
- the presence of goodwill.

Combinations between entities or businesses under common control

Combinations between entities under common control are business combinations in which all of the combining entities or businesses ultimately are controlled by the same party or parties both before and after the combination and that control is not transitory. In the consolidated financial statements of MBL, assets and liabilities of the acquired entities are measured at the carrying amounts recognized previously in the seller's consolidated financial statements at the date of the combination. In the separate financial statements of the Bank, assets and liabilities of the acquired businesses are measured at the carrying amounts recognized previously in the seller's financial statements at the date of the combination. Any difference between the fair value of the consideration given over the carrying amounts recognized is recorded directly in equity.

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

MBL performs an assessment at each balance date to determine whether there is any objective evidence that available-for-sale financial assets have been impaired. Impairment exists if there is objective evidence of impairment as a result of one or more events (loss event) which have an impact on the estimated future cash flows of the financial asset that can be reliably estimated.

For equity securities classified as available-for-sale, the main indicators of impairment are: significant changes in the market, economic or legal environment and a significant or prolonged decline in fair value below cost. In making this judgment, MBL evaluates, among other factors, the normal volatility in share price and the period of time for which fair value has been below cost.

In the case of debt securities classified as available-for-sale, observable data that relates to loss events are considered, including adverse changes in the payment status of the issuer and national or local economic conditions that correlate with defaults on those assets.

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.

When the fair value of an available-for-sale financial asset is less than its initial carrying amount and there is objective evidence that the asset is impaired, the cumulative loss recognized directly in other comprehensive income is removed from equity and recognized in the income statement.

Impairment losses recognized in the income statement for equity securities classified as available-for-sale are not subsequently reversed through the income statement. However impairment losses recognized for debt investment securities classified as available-for-sale 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.

Acquisitions and disposals of controlled entities, joint ventures and associates

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; and

- associates and joint ventures are entities over which we have significant influence or joint control, and are accounted for under the equity method.

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 transaction. The acquisition/disposal date does not necessarily occur when the transaction is closed or finalized at law.

Debt issued at amortized cost

MBL 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.

Loan capital

Loan capital is debt issued by MBL 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 statement of financial position 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 funding 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 funding 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 consideration over MBL Group's share of the fair value 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 MBL 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.

Revenue recognition of dividends and distributions

Dividends and distributions are recognized as income when MBL Group becomes entitled to the dividend or distribution. Dividends from subsidiaries, associates and joint ventures are recognized in the income statement when MBL Group’s right to receive the dividend is established. When accounting for a dividend or distribution, judgment is required about whether it is recognized as income or a return of capital.

Management exercises judgment in determining whether a dividend or distribution is recognized as income or a return of capital. Factors considered include: whether the payment follows a legal process to reduce either the number of outstanding shares or the amount of share capital; whether evidence exists clearly demonstrating that the distribution is a return of capital originally invested by the investor; the substance of the payment; whether other transactions occur with the same counterparty at the same time as, or in contemplation of, the payment; whether the payment is from profits in proportion to the investor’s particular class of capital; when a dividend is paid in the form of additional equity of the investee, whether all investors retain their same relative ownership interest in the investee; and whether the criteria for derecognizing part, or all, of an investment in a financial asset are met, among others.

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 2013 annual financial statements.

Trading conditions and market update

Operating conditions and impact on MBL Group

The year ended March 31, 2013 was characterized by improved, but still challenging, market conditions that impacted the capital markets facing businesses of MBL. Macquarie Securities experienced reduced volumes in cash equities and ongoing market weakness in derivatives and equity capital markets, but saw improved results due to strong cost control initiatives. Fixed Income, Currencies & Commodities saw a general improvement in market conditions across most of its businesses and improved client risk appetite in credit and interest rate markets, although market conditions deteriorated in resource equity markets.

MBL's annuity-style businesses, which comprises Macquarie Funds, Corporate & Asset Finance and Banking & Financial Services, continued to perform strongly providing a buffer during a period of market uncertainty and volatility and highlighting the diversity of its global platform.

Foreign exchange translations had a minimal impact on MBL's results in the 2013 fiscal year compared to the 2012 fiscal year.

MBL continued to maintain what it believes to be a conservative approach to funding and capital. During the year ended March 31, 2013, MBL issued A$2.2 billion of private placements and structured notes, A$1.4 billion of U.S. dollar denominated senior unsecured debt, A$0.9 billion of senior unsecured debt in the Swiss market and A$0.2 billion syndicated loan facility with 17 Taiwanese banks. During the year ended March 31, 2013, MBL also increased its total deposits (per the funded balance sheet) by 7% from A$33.9 billion at March 31, 2012 to A$36.2 billion at March 31, 2013, largely due to an increase in retail deposits. As at March 31, 2013, MBL had a Common Equity Tier 1 capital ratio of 9.7%, Tier 1 capital ratio of 10.8% and a total capital ratio of 13.5%. MBL 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 year ended March 31, 2013, see "— Year ended March 31, 2013 compared to year ended March 31, 2012 — Results overview" for further information.

Year ended March 31, 2013 compared to year ended March 31, 2012

Results overview

	Year ended		
	Mar 13	Mar 12	Movement
	A$m	A$m	%
Financial performance summary			
Net interest income	1,428	1,603	(11)
Fee and commission income	1,556	1,344	16
Net trading income	1,278	999	28
Share of net profits of associates and joint ventures accounted for using the equity method	40	37	8
Other operating income and charges	342	728	(53)
Net operating income	**4,644**	**4,711**	(1)
Employment expenses	(1,511)	(1,507)	<1
Brokerage, commission and trading-related expenses	(566)	(611)	(7)
Occupancy expenses	(145)	(149)	(3)
Non-salary technology expenses	(88)	(96)	(8)
Other operating expenses	(1,305)	(1,465)	(11)
Total operating expenses	**(3,615)**	**(3,828)**	(6)
Operating profit before income tax	1,029	883	17
Income tax expense	(355)	(243)	46
Profit after income tax	674	640	5
Loss attributable to non-controlling interests	(3)	(5)	(40)
Profit attributable to equity holders of MBL	**671**	**635**	6
Distributions paid or provided for on Macquarie Income Securities	(21)	(26)	(19)
Profit attributable to ordinary equity holders of Macquarie Bank Limited	**650**	**609**	7

Profit attributable to ordinary equity holders of A$650 million for the year ended March 31, 2013 increased 7% from A$609 million in the prior fiscal year.

Macquarie's annuity style businesses – Macquarie Funds, Corporate & Asset Finance and Banking & Financial Services – continued to perform well. The combined net profit contribution of these businesses for the year ended March 31, 2013 was broadly in line with the prior fiscal year. Macquarie Funds was impacted by lower income from lending activities partially offset by increased base fees from higher Assets under Management. Corporate & Asset Finance's result had a lower level of income from asset sales in the year ended March 31, 2013 compared to the prior fiscal year, partially offset by increased income from an expanded operating lease portfolio. Banking & Financial Services' improved result was largely driven by cost reductions.

Macquarie's capital markets facing businesses – Macquarie Securities and Fixed Income, Currencies & Commodities – delivered a combined net profit contribution that increased 36% on the prior fiscal year. Fixed Income, Currencies & Commodities experienced improved trading conditions in most markets, however trading income growth was offset by a significant increase in impairment charges compared to the prior fiscal year as weak investor sentiment and confidence in resource equity markets as well as underperformance of certain investments adversely impacted equity values of investments held by Fixed Income, Currencies & Commodities. Macquarie Securities benefited from the Asia cash equities business trading through the new MBL Hong Kong Branch from the second half of the 2013 Fiscal Year and a decrease in operating expenses resulting from cost initiatives undertaken over the past two fiscal years.

Net operating income of A$4,644 million for the year ended March 31, 2013 decreased 1% from A$4,711 million in the prior fiscal year, and total operating expenses were down 6% from A$3,828 million in the prior fiscal year to A$3,615 million for the year ended March 31, 2013. Key drivers of the changes from the prior fiscal year were:

- A 28% increase in net trading income to A$1,278 million for the year ended March 31, 2013 from A$999 million in the prior fiscal year primarily in Fixed Income, Currencies & Commodities with the business experiencing improved market conditions across most markets, particularly energy, agricultural, credit and financial markets. In comparison, the prior fiscal year was adversely impacted by extreme volatility and uncertainty, particularly in credit and financial markets.

- A 16% increase in fee and commission income to A$1,556 million for the year ended March 31, 2013 from A$1,344 million in the prior fiscal year. Brokerage and commissions income of A$364 million for the year ended March 31, 2013 increased 18% from A$308 million in the prior fiscal year, primarily due to the Asia cash equities business trading through the new MBL Hong Kong Branch from the second half of the 2013 Fiscal Year. This business had previously operated from the Non-Banking Group.

- A 53% decrease in other operating income and charges to A$342 million for the year ended March 31, 2013 from A$728 million in the prior fiscal year. The decrease was due to:

  - the prior fiscal year benefitted from a number of items including a gain of A$104 million on the sale of a North American oil asset;

  - an increase in aggregate impairment charges on investment securities available-for-sale and interests in associates and joint ventures of 91% to A$197 million for the year ended March 31, 2013 from A$103 million in the prior fiscal year. In particular, weak investor sentiment and confidence in resource equity markets as well as underperformance of certain investments adversely impacted equity values of investments held by Fixed Income, Currencies & Commodities; and

  - reduced income from investments in non-financial operations and Net Profit Interests within Fixed Income, Currencies & Commodities that were sold in the prior fiscal year.

- A 6% reduction in total operating expenses achieved as a result of cost management initiatives undertaken over the past two fiscal years, including the centralization of support functions to generate scale benefits through improved operational efficiencies and the scaling back or exiting of selected businesses.

Income tax expense for the year ended March, 31 2013 was A$355 million, up 46% from A$243 million in the prior fiscal year due to a combination of higher operating profit before income tax as well as increased profitability in the United States, the write-down of certain international group tax assets and increased provisioning for tax uncertainties. See "— Results analysis — Income tax expense" for further information.

Results analysis

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

Net interest and trading income

	Year ended		
	Mar 13	**Mar 12**	**Movement**
	A$m	**A$m**	**%**
Net interest income	1,428	1,603	(11)
Net trading income	1,278	999	28
Net interest and trading income	**2,706**	**2,602**	4

Net interest income and net trading income are recorded in accordance with Australian Accounting Standards with net interest income brought to account using the effective interest method and net trading income predominantly comprising gains and losses relating to trading assets and liabilities, realized and unrealized fair value changes and foreign exchange movements.

For businesses that predominantly earn income from trading activities (Macquarie Securities and Fixed Income, Currencies & Commodities), the relative contribution of net interest income and trading income from trading activities can vary from period to period depending on the underlying trading strategies undertaken by Macquarie and its clients.

For businesses that predominantly earn income from lending activities (Corporate & Asset Finance and Banking & Financial Services), derivatives that economically hedge interest rate risk are required to be carried at fair value through net trading income unless they form part of a qualifying hedge relationship. Hedge relationships are generally only recognized at a total consolidated level; however, for segment reporting derivatives are accrual accounted in the Operating Segments and changes in fair value are recognized within the Corporate segment.

The presentation of net interest income and net trading income separately can distort the analysis of the underlying activities and drivers. For example, in Corporate & Asset Finance, interest rate swaps are entered into to hedge the interest rate risk associated with finance leases. The finance lease interest income and associated funding costs are recognized in net interest income but the related swap is recognized in net trading income. Accordingly, net interest income and net trading income are presented and discussed below in aggregate for each Operating Segment, which management believes presents a more consistent overview of business performance and drivers.

See "— Segment analysis — Macquarie Securities (excluding the Cash division and certain activities of the Derivatives division, in each case, in certain jurisdictions)" and "— Segment analysis — Fixed Income, Currencies & Commodities (excluding certain assets of the Credit Trading business and some other less financially significant activities)" for further discussion of MBL's trading activities.

	Year ended		
	Mar 13	Mar 12	Movement
	A$m	A$m	%
Macquarie Funds[1]	59	147	(60)
Corporate & Asset Finance	569	582	(2)
Banking & Financial Services	733	704	4
Macquarie Securities[2]	186	213	(13)
Fixed Income, Currencies & Commodities[3]			
Commodities[4]	693	533	30
Credit, interest rates and foreign exchange	394	303	30
Corporate[5]	72	120	(40)
Net interest and trading income	**2,706**	**2,602**	**4**

1 Macquarie Funds as reported for MBL Group excludes the Macquarie Infrastructure and Real Assets division that remains part of the Non-Banking Group.

2 Macquarie Securities as reported for MBL Group excludes the Cash division and certain activities of the Derivatives division, in each case, in certain jurisdictions that remains part of the Non-Banking Group.

3 Fixed Income, Currencies & Commodities as reported for MBL Group excludes certain assets of the Credit Trading business and some other less financially significant activities that remains part of the Non-Banking Group.

4 Includes fair value adjustments relating to 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.

5 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. During the year ended March 31, 2013, the legacy assets of the former Real Estate Banking division were also transferred to the Corporate segment.

Net interest and trading income of A$2,706 million increased 4% from A$2,602 million in the prior fiscal year. Increased income from improved trading conditions in Fixed Income, Currencies & Commodities was partially offset by reduced income from the provision of financing facilities to external funds and their investors within Macquarie Funds and lower income in Macquarie Securities due to continued weak demand for products as most markets remained subdued.

Macquarie Funds (excluding the Macquarie Infrastructure and Real Assets division)

Net interest and trading income in Macquarie Funds includes income on specialized retail products, interest income from the provision of financing facilities to external funds and their investors and the funding cost of principal investments.

Net interest and trading income of A$59 million for the year ended March 31, 2013 decreased 60% from income of A$147 million in the prior fiscal year. The decrease in net interest and trading income was due to lower demand for financing facilities from external funds and their investors and maturities in the retail loan book.

Corporate & Asset Finance

Net interest and trading income in Corporate & Asset Finance predominantly relates to income from the corporate lending and asset financing portfolios in addition to the funding costs associated with assets subject to operating leases.

Net interest and trading income of A$569 million for the year ended March 31, 2013 decreased 2% from A$582 million in the prior fiscal year. The decrease was mainly due to an increase in funding costs, largely offset by growth of the loan and finance lease portfolios to A$17.1 billion at March 31, 2013, up 9% from A$15.7 billion at March 31, 2012. The growth in the loan and finance lease portfolios was predominantly in the motor vehicle lease portfolio.

Banking & Financial Services

Net interest and trading income in Banking & Financial Services relates to interest income earned from the loan portfolio that 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, insurance premium funding and credit cards. Banking & Financial Services also generates income from deposits by way of a deposit premium paid to Banking & Financial Services by Group Treasury, which uses the deposits as a source of funding for MBL Group.

Net interest and trading income was A$733 million for the year ended March 31, 2013, an increase of 4% from A$704 million in the prior fiscal year due to a larger retail deposits base, partially offset by an overall reduction in the loan portfolio.

Retail deposits were A$31.0 billion at March 31, 2013, up 7% from A$29.0 billion at March 31, 2012.

The total loan portfolio was A$23.1 billion at March 31, 2013, a decrease of 3% from A$23.7 billion at March 31, 2012 primarily due to a reduction in the Canadian loan portfolio, which was partially offset by a 9% increase in the Australian mortgage portfolio to A$11.8 billion at March 31, 2013 from A$10.8 billion at March 31, 2012 resulting from increased lending activity.

The Canadian loan portfolio, which includes mortgages, margin loans and capital protected products, closed at A$6.8 billion at March 31, 2013, down 21% from A$8.6 billion at March 31, 2012. This was mainly due to a decrease in Canadian mortgages as the portfolio is in run off, and the sale of the Canadian Macquarie Premium Funding business to Wintrust Financial Corporation in May 2012.

Macquarie Securities

Net interest and trading income in Macquarie Securities relates to trading income from institutional and retail equity derivative products and stock borrow and lending activities.

Net interest and trading income was A$186 million for the year ended March 31, 2013, a decrease of 13% from A$213 million in the prior fiscal year.

Income from derivatives and other structured products was adversely impacted by the continued wind down of legacy businesses.

Fixed Income, Currencies & Commodities

Net interest and trading income in Fixed Income, Currencies & Commodities is earned from a broad range of financial markets activities including trading, financing and the provision of risk management solutions to clients.

Commodities trading income

Commodities trading income was A$693 million for the year ended March 31, 2013, an increase of 30% from A$533 million in the prior fiscal year.

The Energy Markets division experienced solid revenues across its global platform due to strong customer flow and trading opportunities, particularly in the global oil, U.S. power and U.S. gas businesses.

Improved trading conditions in agricultural markets due to increased volatility during the northern hemisphere summer resulted in improved customer flow from certain sectors and increased income for the year ended March 31, 2013 compared to the prior fiscal year.

The effect of these improved market conditions was partially offset by challenging conditions in the metals markets, which suffered from reduced volatility, dampening both trading results and client hedging activity. However, increased marketing coverage in the base metals business in Europe resulted in improved client flow.

Credit, interest rates and foreign exchange trading income

Trading income from credit, interest rates and foreign exchange products of A$394 million for the year ended March 31, 2013 increased 30% from A$303 million in the prior fiscal year.The result represented a significant improvement on the prior fiscal year, which was adversely impacted by extreme volatility and concerns over the global outlook. The improved credit environment led to more client activity, increased liquidity and higher levels of debt origination and issuances.

Corporate

Net interest and trading income in the Corporate segment includes the net result of managing liquidity for MBL, earnings on capital, non-trading derivative volatility, the funding costs associated with non-core investments held centrally and fair value movements on investments held to hedge liabilities under the Directors' Profit Share (DPS) plan.

Net interest and trading income of A$72 million for the year ended March 31, 2013 decreased 40% from A$120 million in the prior fiscal year primarily due to lower earnings on capital due to a reduction in interest rates.

Fee and commission income

	Year ended		
	Mar 13	**Mar 12**	**Movement**
	A$m	**A$m**	**%**
Fee and commission income			
Base fees	639	594	8
Performance fees	25	30	(17)
Mergers and acquisitions, advisory and underwriting fees	41	43	(5)
Brokerage and commissions	364	308	18
Income from life investment contracts and other unit holder investment assets	80	71	13
Other fee and commission income	407	298	37
Total fee and commission income	**1,556**	**1,344**	16

Base and performance fees

Base fees of A$639 million for the year ended March 31, 2013 increased 8% from A$594 million in the prior fiscal year. In Macquarie Funds, base fees increased from A$561 million to A$611 million due to an increase in Assets under Management due to positive market and valuation movements and the transfer of Macquarie Professional Series from Banking & Financial Services to Macquarie Funds from October 1, 2012. See "Recent Developments – Funds management business – Assets under Management" for further discussion on the movements in Assets under Management during the period.

Performance fees of A$25 million for the year ended March 31, 2013 decreased 17% from A$30 million in the prior fiscal year. This fee was earned primarily due to performance fees as a result of Quant Hedge Funds outperforming their respective benchmarks.

Brokerage and commission

Brokerage and commission income of A$364 million for the year ended March 31, 2013 increased 18% from A$308 million in the prior fiscal year mainly driven by improved results in Macquarie Securities, driven by the Asia cash equities business trading through the new MBL Hong Kong Branch from the second half of the 2013 Fiscal Year. This business had previously operated from the Non-Banking Group.

Other fee and commission income

Other fee and commission income of A$407 million for the year ended March 31, 2013 increased 37% from A$298 million in the prior fiscal year. Macquarie Securities reported an increase due to the wind down of a legacy business resulting in a reduction in the services provided to MBL Group by MGL Group service entities, resulting in a reduction in internal transfer pricing charges paid as compensation for services provided. Macquarie Funds' other fee and commission income increased primarily due to increased distribution service fees from underlying funds and an increase in true index fees earned on the fixed income portfolio.

Share of net profits of associates and joint ventures

	Year ended		
	Mar 13	Mar 12	Movement
	A$m	A$m	%
Share of net profits of associates and joint ventures accounted for using the equity method	**40**	**37**	8

Share of net equity accounted profits of associates and joint ventures of A$40 million for the year ended March 31, 2013 increased 8% from A$37 million in the prior fiscal year. The result reflects the underlying performance of associates and joint ventures. There was no individual investment that was the principal driver of the increase.

Other operating income and charges

	Year ended		
	Mar 13	Mar 12	Movement[1]
	A$m	A$m	%
Net gains on sale of investment securities available-for-sale	98	180	(46)
Impairment charge on investment securities available-for-sale	170	(53)	221
Net gains on sale of associates and joint ventures	51	8	*
Impairment charge on interest in associates and joint ventures	(27)	(50)	(46)
Gain on change of ownership interests	-	37	(100)
Gain on sale of non-financial assets	-	104	(100)
Impairment charge on non-financial assets	(27)	(40)	(33)
Net operating lease income	417	381	9
Investment securities available-for -sale	19	21	(10)
Management fees, group service charges and cost recoveries	-	-	-
Collective allowance for credit losses written back /(provided for) during the period	7	(3)	*
Specific provisions	(157)	(125)	26
Other income	131	268	(51)
Total other operating income and charges	**342**	**728**	(53)

1 "*" indicates that actual movement was greater than 300%, that the movement was positive to negative, or that the movement was negative to positive.

Total other operating income and charges of A$342 million for the year ended March 31, 2013 decreased 53% from A$728 million in the prior fiscal year.

Net gains on sale of investment securities (including available-for-sale, associates and joint ventures) of A$149 million for the year ended March 31, 2013 decreased 21% from A$188 million in the prior fiscal year. The net gains for the year ended March 31, 2013 predominantly related to sales of resources sector investments in Fixed Income, Currencies & Commodities.

Impairment charges on investment securities available-for-sale, associates, joint ventures and non-financial assets of A$224 million in the year ended March 31, 2013 increased 57% from A$143 million in the prior fiscal year. Weak investor sentiment and confidence in resource equity markets as well as the underperformance of certain investments adversely impacted equity values of investments held by Fixed Income, Currencies & Commodities.

The gain on change of ownership interests in the prior year of A$37 million was generated on the re-measurement of retained investments due to MBL losing control of Energy Assets Limited in an initial public offering. On reclassification, the retained stake was required to be re-measured to fair value.

The gain on sale of non-financial assets in the prior year of A$104 million related to the sale of a Net Profit Interest in a North American oil asset in the energy sector by Fixed Income, Currencies & Commodities.

Net operating lease income of A$417 million for the year ended March 31, 2013 increased 9% from A$381 million in the prior fiscal year mainly due to the full year contribution from the acquisition of the OnStream UK meters business in October 2011 and the acquisition of a European rail leasing portfolio in January 2013. The impact of these acquisitions was partially offset by reduced lease income from the aviation leasing portfolio following the sale of leased aircraft engines in the prior year and the sale of aircraft in each year.

Net charges for specific and collective provisions were A$150 million for the year ended March 31, 2013, an increase of 17% from A$128 million in the prior fiscal year. This was primarily due to an increase in impairment charges on loan assets in the resources sector in Fixed Income, Currencies & Commodities.

Other income of A$131 million for the year ended March 31, 2013 decreased 51% from A$268 million in the prior fiscal year. In Fixed Income, Currencies & Commodities, other income was A$26 million for the year ended March 31, 2013, a decrease of 72% from A$93 million in the prior year mainly due to reduced income from Net Profit Interests and non-financial operations that were sold in the prior year, including a North American oil asset and Energy Assets Limited. In Corporate & Asset Finance, other income was A$70 million for the year ended March 31, 2013, a decrease of 37% from A$111 million in the prior fiscal year, which included income from the sale of the aircraft engines operating lease portfolio. Both the current and prior years included profits from the sale of an aircraft.

Operating expenses

	Year ended Mar 13 A$m	Year ended Mar 12 A$m	Movement %
Operating expenses			
Employment expenses:			
Salary and salary related costs including commissions, superannuation and performance-related profit share	(1,396)	(1,391)	<1
Share based payments	(113)	(106)	7
Provision for annual leave	(1)	(9)	(89)
Provision for long service leave	(1)	(1)	-
Total employment expenses	**(1,511)**	**(1,507)**	<1
Brokerage, commission and trading related expenses	(566)	(611)	(7)
Occupancy expenses	(145)	(149)	(3)
Non-salary technology expenses	(88)	(96)	(8)
Professional fees	(167)	(151)	11
Travel and entertainment expenses	(60)	(65)	(8)
Advertising and communication expenses	(67)	(70)	(4)
Other expenses	(1,011)	(1,179)	(14)
Total operating expenses	**(3,615)**	**(3,828)**	(6)

Total employment expenses of A$1,511 million for the year ended March 31, 2013 were broadly in line with A$1,507 million in the prior fiscal year.

Brokerage, commission and trading related expenses of A$566 million for the year ended March 31, 2013 decreased 7% from A$611 million in the prior fiscal year, reflecting the impact of recent trading conditions. Macquarie Securities was especially impacted by the reduction in trading activity due to the wind down of legacy products.

Other operating expenses, which includes occupancy expenses, non-salary technology expenses, professional fees, travel and entertainment, advertising and communication expenses and other expenses, in aggregate decreased 10% compared to the prior fiscal year. The decrease was mainly due to the full year effect of cost management initiatives undertaken in the prior year, partially offset by increased costs associated with targeted growth areas and the cost of investing in compliance related activities in response to global regulatory changes.

Headcount

	Year ended		
	Mar 13	Mar 12	Movement
Headcount by operating group			%
Macquarie Funds	984	1,015	(3)
Corporate & Asset Finance	938	925	1
Banking & Financial Services	2,848	3,112	(8)
Macquarie Securities	148	75	97
Fixed Income, Currencies & Commodities	796	806	(1)
Total headcount — operating groups	**5,714**	**5,933**	(4)
Total headcount — Corporate	**81**	**100**	(19)
Total headcount	**5,795**	**6,033**	(4)
Headcount by region			
Australia	3,313	3,540	(6)
International:			
Americas	1,797	1,869	(4)
Asia	329	268	23
Europe, Middle East and Africa	356	356	-
Total headcount — International	**2,482**	**2,493**	(<1)
Total headcount	**5,795**	**6,033**	(4)
International headcount ratio (%)	43	41	

Total headcount of 5,795 as at March 31, 2013 decreased 4% from 6,033 as at March 31, 2012. The decrease was driven by cost management initiatives and the scaling back or exiting of selected businesses.

Income tax expense

	Year ended	
	Mar 13	Mar 12
	A$m	A$m
Operating profit before income tax	1,029	883
Prima facie tax @ 30%	309	265
Income tax permanent differences	46	(22)
Income tax expense	355	243
Effective tax rate (%)[1]	**34.6%**	**27.7%**

[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$3 million for the year ended March 31, 2013 (Year ended March 31, 2012: A$5 million). The effective tax rate differs from the Australian company tax rate due to permanent differences arising from the income tax treatment of certain income and expenses as well as tax rate differentials on some of the income earned offshore.

The effective tax rate for the year ended March 31, 2013 was 34.6%, which increased from 27.7% in the prior fiscal year. The increase was largely due to:

- operating profit before income tax for the year ended March 31, 2013 was A$1,029 million, up 17% from A$883 million in the prior year;

- profitability in the United States increased during the 2013 fiscal year as a result of strong performances from businesses in the region. Income derived in the United States is typically taxed at rates higher than in Australia with combined federal, state and city taxes generally resulting in an overall tax rate in excess of 40%;

- the write down of international group tax assets, particularly in Asia; and
- increased provisioning for tax uncertainties.

Segment overview

Summary of segment results

	Macquarie Funds[1]	Banking & Financial Services	Fixed Income, Currencies & Commodities[2]	Macquarie Securities[3]	Corporate & Asset Finance	Corporate[4]	Total
	A$m	A$m	A$m	A$m	A$m	A$m	A$m
Year ended March 31, 2013							
Net interest and trading income	59	733	1,087	186	569	72	2,706
Fee and commission income/(expense)	798	645	75	16	37	(15)	1,556
Share of net profits/(losses) of associates and JVs accounted for using the equity method	10	3	26	-	(3)	4	40
Other operating income and charges	28	(8)	(78)	-	430	(30)	342
Internal management revenue/(charges)	8	9	17	1	3	(38)	-
Net operating income	**903**	**1,382**	**1,127**	**203**	**1,036**	**(7)**	**4,644**
Total operating expenses	**(572)**	**(1,047)**	**(694)**	**(262)**	**(352)**	**(688)**	**(3,615)**
Profit /(loss) before tax	331	335	433	(59)	684	(695)	1,029
Tax expense	-	-	-	-	-	(355)	(355)
Profit/(loss) attributable to non-controlling interests	1	-	-	-	-	(4)	(3)
Profit attributable to equity holders	**332**	**335**	**433**	**(59)**	**684**	**(1,054)**	**671**
Distributions paid or provided for on MIS	-	-	-	-	-	(21)	(21)
Net profit/(loss) contribution	**332**	**335**	**433**	**(59)**	**684**	**(1,075)**	**650**

1 Macquarie Funds as reported for MBL Group excludes the Macquarie Infrastructure and Real Assets division that remains part of the Non-Banking Group.

2 Fixed Income, Currencies & Commodities as reported for MBL Group excludes certain assets of the Credit Trading business and some other less financially significant activities that remains part of the Non-Banking Group.

3 Macquarie Securities as reported for MBL Group excludes the Cash division and certain activities of the Derivatives division, in each case, in certain jurisdictions that remains part of the Non-Banking Group.

4 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. During the year ended March 31, 2013, the legacy assets of the former Real Estate Banking division were also transferred to the Corporate segment.

	Macquarie Funds[1]	Banking & Financial Services	Fixed Income, Currencies & Commodities[2]	Macquarie Securities[3]	Corporate & Asset Finance	Corporate[4]	Total
	A$m	A$m	A$m	A$m	A$m	A$m	A$m
Year ended March 31, 2012							
Net interest and trading income	147	704	836	213	582	120	2,602
Fee and commission income/(expense)	718	687	82	(121)	31	(53)	1,344
Share of net profits/(losses) of associates and JVs accounted for using the equity method	(2)	1	17	-	5	16	37
Other operating income and charges	73	(22)	297	-	429	(49)	728
Internal management revenue/(charges)	10	1	17	3	24	(55)	-
Net operating income	**946**	**1,371**	**1,249**	**95**	**1,071**	**(21)**	**4,711**
Total operating expenses	**(586)**	**(1,094)**	**(769)**	**(300)**	**(369)**	**(710)**	**(3,828)**
Profit/(loss) before tax	360	277	480	(205)	702	(731)	883
Tax expense	-	-	-	-	-	(243)	(243)
Profit/(loss) attributable to non-controlling interests	3	-	-	-	(3)	(5)	(5)
Profit attributable to equity holders	**363**	**277**	**480**	**(205)**	**699**	**(979)**	**635**
Distributions paid or provided for on MIS	-	-	-	-	-	(26)	(26)
Net profit/(loss) contribution	**363**	**277**	**480**	**(205)**	**699**	**(1,005)**	**609**

1 Macquarie Funds as reported for MBL Group excludes the Macquarie Infrastructure and Real Assets division that remains part of the Non-Banking Group.

2 Fixed Income, Currencies & Commodities as reported for MBL Group excludes certain assets of the Credit Trading business and some other less financially significant activities that remains part of the Non-Banking Group.

3 Macquarie Securities as reported for MBL Group excludes the Cash division and certain activities of the Derivatives division, in each case, in certain jurisdictions that remains part of the Non-Banking Group.

4 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. During the year ended March 31, 2013, the legacy assets of the former Real Estate Banking division were also transferred to the Corporate segment.

Basis of preparation

MBL Group segments

AASB 8 "Operating Segments" requires the "management approach" to disclosing information about MBL's reportable segments. The financial information is reported on the same basis as used internally by senior management for evaluating operating segment performance and for deciding how to allocate resources to operating segments. Such information may be produced using different measures to that used in preparing the income statement.

For internal reporting, performance measurement and risk management purposes, MBL Group is divided into five operating groups:

- Fixed Income, Currencies & Commodities (excluding certain assets of the Credit Trading business and some other less financially significant activities);

- Macquarie Securities (excluding the Cash division and certain activities of the Derivatives division, in each case, in certain jurisdictions);

- Banking & Financial Services;

- Macquarie Funds (excluding the Macquarie Infrastructure and Real Assets division); and

- Corporate & Asset Finance.

In addition, there is a Corporate segment which includes Group Treasury, head office and central support functions, as well as certain legacy assets and businesses that are no longer core for strategic reasons. Items of income and expense within the Corporate segment include the net impact of managing liquidity for MBL, earnings on capital, non-trading derivative volatility, earnings from non-core investments, costs of central support functions, income tax expense and distributions to holders of MIS and MIPS.

Central support functions recover their costs from Operating Groups on either a time and effort allocation basis or a fee for service basis. Central support functions include Corporate Operations, Financial Management, Risk Management, Group Legal and Governance and Central Executive.

Business and asset transfers

Since March 31, 2012 there have been a number of business and asset transfers between Operating Segments. These transfers were undertaken to better align the relevant assets with the expertise in each operating group. As part of this realignment, the Real Estate Banking division is now reported as part of the Corporate segment. Except as noted below, comparative information presented in this document has been restated to reflect the current operating structure in accordance with AASB 8 "Operating Segments". Comparative information under "— Year ended March 31, 2012 compared to year ended March 31, 2011" has not been restated to reflect the current operating group structure.

Internal transactions

All transactions and transfers between segments are determined on 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.

Internal funding arrangements

Group Treasury has the responsibility for maintaining the funding for MBL, and Operating Groups obtain funding from Group Treasury. The interest rates charged by Group Treasury are determined by the currency and term of the funding and are fully costed.

Generally Operating Groups may only source funding directly from external sources when there is recourse only to the assets being funded and not to MBL.

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

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.

Internal transactions are recognized in each of the relevant categories of income and expense as appropriate.

Internal management revenue/charges

Internal management revenue/charges are primarily used to recognize an Operating Group's contribution to income tax expense and benefits. Non-assessable income generated by an Operating Group results in management revenue added to that group's operating result. Conversely a non-deductible expense results in a charge to the operating result. These internal management revenue/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 information relevant to the understanding of MBL's financial performance.

Segment analysis

Macquarie Funds (excluding the Macquarie Infrastructure and Real Assets division)

	Year ended		
	Mar 13	Mar 12	Movement[1]
	A$m	A$m	%
Net interest and trading income	**59**	**147**	(60)
Fee and commission income			
Base fees	611	561	9
Performance fees	25	25	-
Mergers and acquisitions, advisory and underwriting fees	-	2	(100)
Brokerage and commissions	4	5	(20)
Other fee and commission income	158	125	26
Total fee and commission income	**798**	**718**	11
Share of net profits/(losses) of associates and joint ventures accounted for using the equity method	**10**	**(2)**	*
Other operating income and charges			
Net gains on sale of equity investments	7	51	(86)
Impairment charge on equity investments and non-financial assets	-	(25)	(100)
Gain on change of ownership interest	-	-	-
Specific provisions and collective allowance for credit losses	(7)	-	*
Other income	28	47	(40)
Total other operating income and charges	**28**	**73**	(62)
Internal management revenue[2]	**8**	**10**	(20)
Net operating income	**903**	**946**	(5)
Operating expenses			
Employment expenses	(178)	(186)	(4)
Brokerage and commission expenses	(124)	(120)	3
Other operating expenses	(270)	(280)	(4)
Total operating expenses	**(572)**	**(586)**	(2)
Non-controlling interests[3]	1	3	(67)
Net profit contribution	**332**	**363**	(9)
Other metrics			
Assets under Management (A$ billion)	247.0	230.8	7
Headcount	984	1,015	(3)

1 "*" indicates that actual movement was greater than 300%, that the movement was positive to negative, or that the movement was negative to positive.

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 Funds' net profit contribution of A$332 million for the year ended March 31, 2013 decreased 9% from A$363 million in the prior fiscal year. The result was primarily driven by lower demand for financing facilities from external funds and their investors, which resulted in reduced net interest and trading income partially offset by growth in annuity base fee income, as well as lower operating expenses.

Net interest and trading income

Net interest and trading income of A$59 million for the year ended March 31, 2013 decreased 60% from A$147 million in the prior fiscal year. The decrease in net interest and trading income was due to lower demand for financing facilities from external funds and their investors and maturities in the retail loan book.

Fee and commission income

Base fees

Base fee income of A$611 million for the year ended March 31, 2013 increased 9% from A$561 million in the prior fiscal year. This was primarily driven by an increase in Assets under Management due to positive market and valuation movements and the transfer of Macquarie Professional Series from Banking & Financial Services from October 1, 2012.

Performance fees

Performance fee income of A$25 million for the year ended March 31, 2013 was consistent with the prior fiscal year. This was primarily due to performance fees as a result of Quant Hedge Funds outperforming their respective benchmarks.

Other fee and commission income

Other fee and commission income includes distribution service fees, structuring fees, capital protection fees and income from True Index products. Distribution service fees were offset by associated expenses that, for accounting purposes, were recognized in brokerage and commissions expense.

Other fee and commission income of A$158 million for the year ended March 31, 2013 increased 26% from A$125 million in the prior fiscal year primarily due to increased distribution service fees from underlying funds and an increase in true index fees earned on the fixed income portfolio.

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

Share of net profits/(losses) of associates and joint ventures of A$10 million for the year ended March 31, 2013 increased from a loss of A$2 million in the prior fiscal year. The increase was primarily driven by positive revaluations of seed investments.

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, 2013 primarily related to the sale of a number of small principal investments. This was partially offset by a loss on the disposal of an investment in a residential real estate investment business.

Operating expenses

Total operating expenses of A$572 million for the year ended March 31, 2013 decreased 2% from A$586 million in the prior fiscal year. The decline was primarily driven by lower technology and occupancy costs, particularly due to the completion of IT projects, and the realization of operational efficiencies.

Banking & Financial Services

	Year ended Mar 13 A$m	Mar 12 A$m	Movement[1] %
Net interest and trading income	**733**	**704**	4
Fee and commission income			
Base fees	**28**	**33**	(15)
Brokerage and commissions	214	217	(1)
Other fee and commission income	340	379	(10)
Income from life insurance business and other unit holder businesses	63	58	9
Total fee and commission income	**645**	**687**	(6)
Share of net profits of associates and joint ventures accounted for using the equity method	**3**	**1**	200
Other operating income and charges			
Net (losses)/ gains on sale of equity investments	2	1	100
Impairment charge on equity investments	(6)	(5)	20
Specific provisions and collective allowance for credit losses	(37)	(33)	12
Other income	33	15	120
Total other operating income and charges	**(8)**	**(22)**	(64)
Internal management revenue[2]	**9**	**1**	*
Net operating income	**1,382**	**1,371**	1
Operating expenses			
Employment expenses	(433)	(453)	(4)
Brokerage and commission expenses	(158)	(164)	(4)
Other operating expenses	(456)	(477)	(4)
Total operating expenses	**(1,047)**	**(1,094)**	(4)
Net profit contribution	**335**	**277**	21
Other metrics			
Funds under management/advice/administration (A$ billion)[3]	123.0	118.3	4
Loan portfolio (A$ billion)[4]	23.1	23.7	(3)
Retail deposits (A$ billion)	31.0	29.0	7
Headcount	2,848	3,112	(8)

1 "*" indicates that actual movement was greater than 300%, that the movement was positive to negative, or that the movement was negative to positive.

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

3 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).

4 The loan portfolio 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, insurance premium funding and credit cards.

Banking & Financial Services' net profit contribution of A$335 million for the year ended March 31, 2013 increased 21% from A$277 million in the prior fiscal year. The combined effect of growth in volumes, especially cash and Macquarie Relationship Banking's loans and deposits, reduced operating expenses and gains from the divestment of non-core businesses were key contributors to the improved result.

Net interest and trading income

Net interest and trading income of A$733 million for the year ended March 31, 2013 increased 4% from A$704 million in the prior fiscal year due to a larger retail deposits base, which was partially offset by an overall reduction in the loan portfolio.

Retail deposits increased 7% to A$31.0 billion at March 31, 2013 from A$29.0 billion at March 31, 2012.

The loan portfolio 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, insurance premium funding and credit cards. The total loan portfolio of A$23.1 billion at March 31, 2013 decreased 3% from A$23.7 billion at March 31, 2012, primarily due to a reduction in the Canadian loan portfolio, which was partially offset by an increase to the Australian mortgage portfolio of 9% to A$11.8 billion at March 31, 2013 from A$10.8 billion at March 31, 2012 resulting from increased lending activity.

The Canadian loan portfolio, which includes mortgages, margin loans and capital protected products, closed at A$6.8 billion at March 31, 2013, down 21% from A$8.6 billion at March 31, 2012. This was mainly due to a decrease in Canadian mortgages as the portfolio is in run off, and the sale of the Canadian Macquarie Premium Funding business to Wintrust Financial Corporation in May 2012.

Fee and commission income

Base fees

Base fee income of A$28 million for the year ended March 31, 2013 decreased 15% from A$33 million in the prior fiscal year due to the closure of some retail managed funds.

Brokerage and commissions

Brokerage and commission income of A$214 million for the year ended March 31, 2013 decreased 1% from A$217 million in the prior fiscal year. Although global equity markets strengthened in the second half of the 2013 Fiscal Year, full year trading volumes were down marginally for the year ended March 31, 2013.

Other fee and commission income

Other fee and commission income of A$340 million for the year ended March 31, 2013 decreased 10% from A$379 million in the prior fiscal year. Other fee and commission income relates to fees earned on a range of Banking & Financial Services' products including the Australian Wrap Platform, mortgages and financial planning software. The decrease from the prior fiscal year was mostly due to the sale of the COIN institutional business in August 2012 and the transfer of Macquarie Professional Series from Banking & Financial Services to Macquarie Funds from October 1, 2012.

Funds under Administration on the Australian Wrap platform closed at A$25.1 billion on March 31, 2013, an increase of 14% from A$22.0 billion at March 31, 2012 mainly due to market movements.

Income from life insurance business and other unit holder businesses

Income from life insurance business and other unit holder businesses of A$63 million for the year ended March 31, 2013 increased 9% from A$58 million in the prior fiscal year primarily due to growth in the insurance inforce book, which grew to A$155 million at March 31, 2013 from A$125 million at March 31, 2012. This was partially offset by a decrease in retail superannuation funds under management.

The inforce book is the aggregate annualized life insurance premium payable for policies issued by the life company at the balance date.

Other operating income and charges

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, 2013 increased 12% from A$33 million in the prior fiscal year, which included the write back of some loans in Macquarie Relationship Banking.

Other income

Other income of A$33 million for the year ended March 31, 2013 increased 120% from A$15 million in the prior fiscal year mainly due to gains on the sale of the Canadian Macquarie Premium Funding business in May 2012 and the COIN institutional business in August 2012.

Operating expenses

Total operating expenses of A$1,047 million for the year ended March 31, 2013 decreased 4% from A$1,094 million in the prior fiscal year.

Employment expenses

Employment expenses of A$433 million for the year ended March 31, 2013 were down 4% from A$453 million in the prior fiscal year largely due to reduced headcount resulting from business divestments and internal restructures.

Brokerage and commission expenses

Brokerage and commission expenses, which are mainly paid to external advisers for product distribution, were A$158 million for the year ended March 31, 2013, down 4% from A$164 million in the prior fiscal year largely due to the transfer of Macquarie Professional Series from Banking & Financial Services to Macquarie Funds from October 1, 2012 and the sale of the Canadian Macquarie Premium Funding business. The decrease was partially offset by increased brokerage and commission expense paid on higher volumes in the Australian Macquarie Premium Funding business and higher cash balances.

Other operating expenses

Other operating expenses of A$456 million for the year ended March 31, 2013 decreased 4% from A$477 million in the prior fiscal year mainly due to the impact of business divestments and cost management initiatives.

Corporate & Asset Finance

	Year ended Mar 13 A$m	Year ended Mar 12 A$m	Movement[1] %
Net interest and trading income	**569**	**582**	(2)
Fee and commission income	**37**	**31**	19
Share of net (losses)/profits of associates and joint ventures accounted for using the equity method	**(3)**	**5**	*
Other operating income and charges			
Impairment charge on equity investments and non-financial assets	(5)	(13)	(62)
Net operating lease income	415	381	9
Specific provisions and collective allowance for credit losses	(50)	(50)	-
Other income	70	111	(37)
Total other operating income and charges	**430**	**429**	<1
Internal management revenue[2]	**3**	**24**	(88)
Net operating income	**1,036**	**1,071**	(3)
Operating expenses			
Employment expenses	(150)	(161)	(7)
Brokerage and commission expenses	(14)	(16)	(13)
Other operating expenses	(188)	(192)	(2)
Total operating expenses	**(352)**	**(369)**	(5)
Non-controlling interests[3]	-	(3)	(100)
Net profit contribution	**684**	**699**	(2)
Other metrics			
Loan and finance lease portfolio (A$ billion)	17.1	15.7	9
Operating lease portfolio (A$ billion)	5.1	4.7	9
Headcount	938	925	1

1 "*" indicates that actual movement was greater than 300%, that the movement was positive to negative, or that the movement was negative to positive.

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 holder.

Corporate & Asset Finance's net profit contribution of A$684 million for the year ended March 31, 2013 decreased 2% from A$699 million in the prior fiscal year. The decrease was predominantly due to the effect of the sale of aviation operating lease assets in the prior fiscal year, offset by the full year contribution from the acquisition of the OnStream UK meters business in October 2011 and growth in the motor vehicle lease portfolio.

Net interest and trading income

Net interest and trading income of A$569 million for the year ended March 31, 2013 decreased 2% from A$582 million in the prior fiscal year. The decrease was mainly due to an increase in funding costs, largely offset by growth of the loan and finance lease portfolios to A$17.1 billion at March 31, 2013, up 9% from A$15.7 billion at March 31, 2012. The growth in the loan and finance lease portfolios was predominantly in the motor vehicle lease portfolio.

Other operating income and charges

Net operating lease income

Net operating lease income of A$415 million for the year ended March 31, 2013 increased 9% from A$381 million in the prior fiscal year. This was largely driven by the full year contribution from the acquisition of the

OnStream UK meters business in October 2011 and the acquisition of a European rail leasing platform in January 2013, partially offset by lower lease income from the aviation leasing portfolio following the sale of leased aircraft engines in the prior fiscal year and the sale of aircraft in each year.

Specific provisions and collective allowance for credit losses

Specific provisions and collective allowance for credit losses totalled A$50 million for the year ended March 31, 2013 and was broadly in line with A$50 million in the prior fiscal year. The expense for the year ended March 31, 2013 represented 0.3% of the total loan and finance lease portfolio, broadly in line with the prior fiscal year.

Other income

Other income of A$70 million for the year ended March 31, 2013 decreased 37% from A$111 million in the prior fiscal year, which included the sale of the aircraft engines operating lease portfolio in the 2012 Fiscal Year. Both the current and prior fiscal year periods included profits from the sale of aircraft.

Operating expenses

Total operating expenses of A$352 million for the year ended March 31, 2013 decreased 5% from A$369 million in the prior fiscal year, primarily as a result of exiting the aircraft engine leasing business and the disposal of non-core service companies. The impact from exiting these operations was partially offset by a small increase in headcount during the 2013 Fiscal Year.

Fixed Income, Currencies & Commodities (excluding certain assets of the Credit Trading business and some other less financially significant activities)

	Year ended Mar 13	Year ended Mar 12	Movement[1]
	A$m	A$m	%
Net interest and trading income			
Commodities[2]	693	533	30
Credit, interest rates and foreign exchange	394	303	30
Net interest and trading income	**1,087**	**836**	30
Fee and commission income			
Brokerage and commissions	84	99	(15)
Other fee and commission expense	(9)	(17)	(47)
Total fee and commission income	**75**	**82**	(9)
Share of net profits of associates and joint ventures accounted for using the equity method	**26**	**17**	53
Other operating income and charges			
Net gains on sale of equity investments	117	145	(19)
Impairment charge on equity investments	(171)	(52)	229
Gain on change of ownership interest	-	36	(100)
Gain on sale of non-financial assets	-	104	(100)
Specific provisions and collective allowance for credit losses	(50)	(29)	72
Other income	26	93	(72)
Total other operating income and charges	**(78)**	**297**	*
Internal management revenue[3]	**17**	**17**	-
Net operating income	**1,127**	**1,249**	(10)
Operating expenses			
Employment expenses	(201)	(222)	(9)
Brokerage and commission expenses	(141)	(148)	(5)
Amortization of intangibles	(20)	(34)	(41)
Other operating expenses	(332)	(365)	(9)
Total operating expenses	**(694)**	**(769)**	(10)
Net profit contribution	**433**	**480**	(10)
Other metrics			
Headcount	796	806	(1)

1 "*" indicates that actual movement was greater than 300%, that the movement was positive to negative, or that the movement was negative to positive.

2 Includes fair value adjustments relating to 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.

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

Fixed Income, Currencies & Commodities' net profit contribution was A$433 million for the year ended March 31, 2013, a decrease of 10% from A$480 million in the prior fiscal year. Net operating income of A$1,127 million decreased 10% from A$1,249 million in the prior fiscal year, whilst total operating expenses of A$694 million decreased 10% from A$769 million in the prior fiscal year.

The result for Fixed Income, Currencies & Commodities reflected a general improvement in market conditions across most of its businesses compared to the prior fiscal year. However, market conditions continued to be uncertain, particularly in resource equity markets where weak investor sentiment and confidence continued to impact the value of listed equities, which, combined with the underperformance of certain investments adversely impacted equity values of investments held by Fixed Income, Currencies & Commodities.

Net interest and trading income

Commodities trading income

Commodities trading income of A$693 million for the year ended March 31, 2013 increased 30% from A$533 million in the prior fiscal year.

The Energy Markets division experienced solid revenues across its global platform due to strong customer flow and improved trading opportunities, particularly in the global oil, U.S. power and U.S. gas businesses.

Improved trading conditions in agricultural markets due to increased volatility over the northern hemisphere summer resulted in improved customer flow from certain sectors and increased income for the year ended March 31, 2013 compared to the prior fiscal year.

The effect of these improved market conditions was partially offset by challenging conditions in the metals markets, which suffered from reduced volatility, dampening both trading results and client hedging activity. Increased marketing coverage in the base metals business in Europe resulted in improved client flow.

Credit, interest rates and foreign exchange trading income

Trading income from credit, interest rates and foreign exchange products of A$394 million for the year ended March 31, 2013 increased 30% from A$303 million in the prior fiscal year.

The result represented an improvement on the prior fiscal year which was adversely impacted by extreme volatility and concerns over the global outlook. The improved credit environment led to more client activity, increased liquidity and higher levels of debt origination and issuances.

Total fee and commission income

Total fee and commission income of A$75 million for the year ended March 31, 2013 decreased 9% from A$82 million in the prior fiscal year due to reorganization of the Credit Trading business in March 2012 resulting in lower levels of deal flow earning fees within MBL.

Other operating income and charges

Net gains on sale of equity investments

Net gains on sale of equity investments of A$117 million for the year ended March 31, 2013 decreased 19% from A$145 million in the prior fiscal year. Depressed resource equity markets during the 2013 Fiscal Year impacted the timing and number of asset realizations.

Impairment charge on equity investments

Impairment charges on equity investments of A$171 million for the year ended March 31, 2013 increased significantly from A$52 million in the prior fiscal year. Weak investor sentiment and confidence in resource equity markets as well as the underperformance of certain investments adversely impacted equity values of investments held by Fixed Income, Currencies & Commodities.

Gain on change in ownership interest

The gain on change in ownership interest of A$36 million in the prior fiscal year related to a gain recognized when Macquarie lost control of Energy Assets Limited on its initial public offering and was required to revalue its retained investment to fair value.

Gain on sale of non-financial assets

The gain on sale of non-financial assets of A$104 million in the prior fiscal year was primarily due to the income earned from the sale of a net profit interest in a North American oil asset.

Specific provisions and collective allowance for credit losses

A net charge for specific provisions and collective allowance for credit losses of A$50 million for the year ended March 31, 2013 increased 72% from A$29 million in the prior fiscal year. The charges in the 2013 Fiscal Year predominantly related to loan assets in the resource and energy sectors.

Other income

Other income of A$26 million for the year ended March 31, 2013 decreased 72% from A$93 million in the prior fiscal year, driven largely by reduced income from Net Profit Interests and investments in non-financial operations that were sold in the prior fiscal year, including a North American oil asset and Energy Assets Limited.

Operating expenses

Total operating expenses were A$694 million for the year ended March 31, 2013, a decrease of 10% from A$769 million in the prior fiscal year.

Employment expenses

Employment expenses were A$201 million for the year ended March 31, 2013, a decrease of 9% from A$222 million in the prior fiscal year, largely due to the prior fiscal year including non-recurring costs relating to the build out of the global platform.

Brokerage and commission expenses

Brokerage and commission expenses of A$141 million for the year ended March 31, 2013 decreased 5% from A$148 million in the prior fiscal year largely due to a decrease in commissions paid by fixed income businesses.

Amortization of intangibles

Amortization of intangibles relates to investments in Net Profit Interests which are amortized based on the production output of the investment. The expense of A$20 million for the year ended March 31, 2013 was down 41% from A$34 million in the prior fiscal year, consistent with a reduced level of income from Net Profit Interests in the 2013 Fiscal Year. This reduction was primarily due to the prior fiscal year sale of a Net Profit Interest in a substantial North American asset.

Other operating expenses

Other operating expenses decreased 9% from A$365 million in the prior fiscal year to A$332 million for the year ended March 31, 2013 mainly due to the impact of lower cost recoveries from central support functions.

Macquarie Securities (excluding the Cash division and certain activities of the Derivatives division, in each case, in certain jurisdictions)

	Year ended		
	Mar 13	**Mar 12**	**Movement[1]**
	A$m	**A$m**	**%**
Net interest and trading income	**186**	**213**	(13)
Fee and commission income			
Brokerage and commissions	62	(13)	*
Other fee and commission income	(46)	(108)	(57)
Total fee and commission income	**16**	**(121)**	*
Share of net profits of associates and joint ventures accounted for using the equity method	**-**	**-**	**-**
Other operating income and charges	**-**	**-**	**-**
Internal management revenue[2]	**1**	**3**	(67)
Net operating income	**203**	**95**	114
Operating expenses			
Employment expenses	(23)	(25)	(8)
Brokerage and commission expenses	(127)	(159)	(20)
Other operating expenses	(112)	(116)	(3)
Total operating expenses	**(262)**	**(300)**	(13)
Net loss contribution	**(59)**	**(205)**	(71)
Other metrics			
Headcount	148	75	97

1 "*" indicates that actual movement was greater than 300%, that the movement was positive to negative, or that the movement was negative to positive.

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

Macquarie Securities' net loss contribution of A$59 million for the year ended March 31, 2013 improved from a loss of A$205 million in the prior fiscal year.

Net operating income of A$203 million for the year ended March 31, 2013 increased 114% from A$95 million in the prior fiscal year. This was driven partly by increased commissions due to the Asia cash equities business trading through the new MBL Hong Kong Branch from the second half of the 2013 Fiscal Year, and a reduction in internal transfer pricing charges paid as a result of the wind down of legacy businesses.

Net interest and trading income

Net interest and trading income of A$186 million for the year ended March 31, 2013 decreased 13% from A$213 million in the prior fiscal year. Income from derivatives and other structured products were adversely impacted by the continued wind down of legacy businesses.

Fee and commission income

Brokerage and commissions

Brokerage and commission income was A$62 million for the year ended March 31, 2013, an increase from a loss of A$13 million in the prior fiscal year, driven by the Asia cash equities business trading through the new MBL Hong Kong Branch from the second half of the 2013 Fiscal Year. This business had previously operated from the Non-Banking Group.

Other fee and commission income

Other fee and commission income was a loss of A$46 million for the year ended March 31, 2013, an improvement from a loss of A$108 million in the prior fiscal year. The wind down of a legacy business resulted in a reduction in the services provided to MBL Group by MGL Group service entities, resulting in a reduction in internal charges paid as compensation for services provided.

Operating expenses

Total operating expenses of A$262 million for the year ended March 31, 2013 decreased 13% from A$300 million in the prior fiscal year. A key driver was a number of cost reduction initiatives undertaken by Macquarie Securities combined with the selective rationalization of businesses, partly offset by costs associated with the Asia cash equities business trading through the new MBL Hong Kong Branch from the second half of the 2013 Fiscal Year. This business had previously operated from the Non-Banking Group.

Employment expenses

Employment expenses of A$23 million for the year ended March 31, 2013 decreased 8% from A$25 million in the prior fiscal year. A significant drop in headcount due to cost reduction initiatives and business rationalization in the first half was offset by increased headcount related to the Asia cash equities business trading through the new MBL Hong Kong Branch from the second half of the 2013 Fiscal Year. This business had previously operated from the Non-Banking Group.

Brokerage and commission expenses

Brokerage and commission expenses of A$127 million for the year ended March 31, 2013 decreased 20% from A$159 million in the prior fiscal year reflecting the reduction in trading activity as a result of the wind down of legacy products.

Other operating expenses

Other operating expenses of A$112 million for the year ended March 31, 2013 decreased 3% from A$116 million in the prior fiscal year. The decrease was driven by lower headcount and cost savings arising from cost reduction initiatives across most businesses including the closure of various businesses, offset by increased headcount and other costs as a result of the Asia cash equities business trading through the new MBL Hong Kong Branch in the second half of the 2013 Fiscal Year. This business had previously operated from the Non-Banking Group.

Corporate

	Year ended		
	Mar 13	Mar 12	Movement[1]
	A$m	A$m	%
Net interest income and trading income	**72**	**120**	(40)
Fee and commission (expense)/income	**(15)**	**(53)**	(72)
Share of net profits of associates and joint ventures accounted for using the equity method	**4**	**16**	(75)
Other operating income and charges			
Net gains on sale of debt and equity securities	17	8	113
Impairment charge on debt and equity securities	(19)	(38)	(50)
Dividends and distributions received	-	3	(100)
Loss on repurchase of debt	(34)	-	*
Specific provisions and collective allowance for credit losses	(4)	(15)	(73)
Other income	10	(7)	*
Total other operating income and charges	**(30)**	**(49)**	(39)
Internal management charge[2]	**(38)**	**(55)**	(31)
Net operating (loss)/income	**(7)**	**(21)**	(67)
Operating expenses			
Employment expenses	(526)	(460)	14
Brokerage and commission expenses	(2)	(4)	(50)
Other operating expenses	(160)	(246)	(35)
Total operating expenses	**(688)**	**(710)**	(3)
Tax expense	**(355)**	**(243)**	46
Macquarie Income Preferred Securities	(4)	(4)	-
Macquarie Income Securities	(21)	(26)	(19)
Non-controlling interests[3]	-	(1)	(100)
Net loss contribution	**(1,075)**	**(1,005)**	7
Other metrics			
Headcount	81	100	(19)

1 "*" indicates that actual movement was greater than 300%, that the movement was positive to negative, or that the movement was negative to positive.

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 holder.

The Corporate segment includes Group Treasury, head office and central support functions, as well as certain legacy assets and businesses that are no longer core for strategic reasons.

The Corporate segment's net loss contribution increased 7% to A$1,075 million for the year ended March 31, 2013 from A$1,005 million in the prior fiscal year primarily due to an increased tax expense.

Net interest and trading income/(expense)

Net interest and trading income/(expense) in the Corporate segment includes the net result of managing liquidity for MBL, earnings on capital, non-trading derivative volatility, the funding costs associated with non-core investments held centrally and fair value movements on investments held to hedge liabilities under the Directors' Profit Share (DPS) plan. Net interest and trading income of A$72 million for the year ended March 31, 2013 decreased 40% from A$120 million in the prior fiscal year primarily due to lower earnings on capital due to a reduction in interest rates.

Fee and commission income/(expense)

Fee and commissions expenses primarily relate to internal transactions with operating groups that net out in their entirety on consolidation across MBL Group. External fee and commissions income are minimal. Fee and commission expense of A$15 million for the year ended March 31, 2013 compared to fee and commissions expense of A$53 million in the prior fiscal year. The prior fiscal year included a higher level of internal fees paid out of the Corporate segment.

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

Share of net profits of associates and joint ventures of A$4 million for the year ended March 31, 2013 decreased 75% from A$16 million in the prior fiscal year. The income for the 2013 Fiscal Year primarily related to investments in the real estate sector.

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$17 million for the year ended March 31, 2013 increased 113% from A$8 million in the prior fiscal year due to gains from the sale of debt securities by Group Treasury in undertaking their management of MBL's liquidity.

Impairment charge on debt and equity securities

Impairment charge on debt and equity securities was A$19 million for the year ended March 31, 2013, a decrease of 50% from A$38 million in the prior fiscal year. The impairment charges for the year ended March 31, 2013 related to a number of legacy investments that are no longer strategic holdings.

Specific provisions and collective allowance for credit losses

Specific provisions and collective allowance for credit losses of A$4 million for the year ended March 31, 2013 decreased 73% from A$15 million in the prior fiscal year and primarily related to investments in the real estate sector.

Operating expenses

Employment expenses

Employment expenses in the Corporate segment relate to staff profit share, share based payments expense and the impact of fair value adjustments of DPS liabilities.

For the year ended March 31, 2013 employment expenses were A$526 million, an increase of 14% from A$460 million in the prior fiscal year. The increase was attributable to an increased level of profit share due to an increased level of profit contribution from Operating Groups and increased share based payments expense as a result of the amortization of previously granted MEREP.

Other operating expenses

Other operating expenses in the Corporate segment includes non-employment related operating costs of central support functions, offset by the recovery of central support function costs from the Operating Groups. Net recoveries from the Operating Groups decreased 35% from A$246 million in the prior fiscal year to A$160 million for the year ended March 31, 2013 reflecting the reduced cost base of central support functions resulting from cost management initiatives undertaken over the past two years.

Year ended March 31, 2012 compared to year ended March 31, 2011

Results overview

	Year ended Mar 12	Year ended Mar 11	Movement
	A$m	A$m	%
Income statement			
Net interest income	1,603	1,651	(3)
Fee and commission income	1,344	1,522	(12)
Net trading income	999	1,300	(23)
Share of net profits/(losses) of associates and joint ventures accounted for using the equity method	37	45	(18)
Other operating income and charges	728	513	42
Net operating income	**4,711**	**5,031**	(6)
Employment expenses	(1,507)	(1,553)	(3)
Brokerage and commission expenses	(611)	(669)	(9)
Occupancy expenses	(149)	(139)	7
Non-salary technology expenses	(96)	(98)	(2)
Other operating expenses	(1,465)	(1,467)	(<1)
Total operating expenses	**(3,828)**	**(3,926)**	(2)
Operating profit before income tax	883	1,105	(20)
Income tax benefit/(expense)	(243)	(272)	(11)
Profit after income tax	**640**	**833**	(23)
Profit/(loss) attributable to non-controlling interests	(5)	(4)	25
Profit attributable to equity holders of MBL	635	829	(23)
Distributions paid or provided for on Macquarie Income Securities	(26)	(26)	-
Profit attributable to ordinary equity holders of Macquarie Bank Limited	**609**	**803**	(24)

Profit attributable to ordinary equity holders of A$609 million for the year ended March 31, 2012 decreased 24% from A$803 million in the prior fiscal year. Challenging global market conditions, especially during the first half of the year, resulted in lower net operating income compared with the prior year. The impact was partially offset through lower operating expenses resulting from cost management initiatives and lower staff profit share expense due to reduced earnings. The stronger Australian dollar in the year ended March 31, 2012 compared to the prior year also adversely impacted net earnings.

Net operating income of A$4,711 million for the year ended March 31, 2012 decreased 6% from A$5,031 million in the prior fiscal year. The main drivers of this decrease were a 23% decrease in net trading income to A$999 million for the year ended March 31, 2012 from A$1,300 million in the prior year largely driven by the impact on equity derivatives revenues from continued weak demand for retail and structured products. In the first half of the 2012 fiscal year, extreme volatility in credit and financial markets, compounded by concerns over global growth, resulted in a decrease in trading income from interest rate products. The second half of the 2012 fiscal year saw improved market conditions across the markets in which Fixed Income, Currencies & Commodities operates, which resulted in a significant increase in trading income in the half-year ended March 31, 2012 compared to the first half of the year.

This was partially offset by a 42% increase in other net operating income and charges to A$728 million for the year ended March 31, 2012 from A$513 million in the prior year. The increase was due to:

- growth in net operating lease income which was largely attributable to the acquisition of 44 aircraft assets and associated leases from ILFC, the full year impact of the acquisition of the remaining 62.5% of Macquarie AirFinance, an aircraft leasing business with 91 aircraft assets and associated leases, in November 2010, and the acquisition of OnStream, a utility metering services business, in October 2011; and

- an increase in gains on sale of non-financial assets of primarily due to income earned from the sale of a net profit interest in a substantial North American oil asset during the year in the energy sector,

which was partially offset by increased impairment charges and lower income from the sale of equity investments.

Total operating expenses of A$3,828 million for the year ended March 31, 2012 decreased 2% from A$3,926 million in the prior fiscal year. The decrease was largely driven by the impact of cost management initiatives and business rationalization activities that were primarily responsible for a 2% reduction in headcount from 6,042 at March 31, 2011 to 5,958 at March 31, 2012. Operating expenses were also favorably impacted by the stronger Australian dollar compared to the prior year.

The impact of the stronger Australian dollar, reduced headcount and lower staff profit share expense due to lower earnings were partially offset by increased costs associated with targeted growth in certain businesses and the costs of scaling back or exiting certain businesses. Overall, this resulted in a 3% decrease in employment expenses to A$1,507 million for the year ended March 31, 2012 from A$1,553 million in the prior year.

Income tax expense of A$243 million decreased from A$272 million in the prior fiscal year, as a result of a reduction in profit before tax. See "— Results analysis — Income tax expense" for further information. The effective tax rate for the year ended March 31, 2012 of 28% increased from 25% in the prior fiscal year, due to changes in the mix and location of income.

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

Our results for the 2012 fiscal year continued to be affected by trading and market conditions. See "— Trading conditions and market update" above for further information.

Results analysis

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

Net interest income

	Year ended		
	Mar 12	**Mar 11**	**Movement**
	A$m	**A$m**	**%**
Net interest income			
Interest revenue	5,157	5,141	<1
Interest expense	(3,554)	(3,490)	2
Net interest income (as reported)	**1,603**	**1,651**	(3)
Adjustment for accounting for swaps[1]	(25)	(171)	(85)
Adjusted net interest income	**1,578**	**1,480**	7

[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. 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.

Adjusted net interest income of A$1,578 million for the year ended March 31, 2012, increased 7% from A$1,480 million in the prior fiscal year. The main drivers of the increase were growth of the corporate lending and finance lease portfolios and accelerated recognition of discounts on some early loan repayments in the corporate lending portfolio. These were partially offset by increased funding costs associated with a larger portfolio of operating leased assets, reduced earnings on capital and the impact of a stronger Australian dollar on foreign currency denominated net interest income.

Mortgages

Net interest income from mortgage assets decreased from the prior year, due to lower average net interest margins as some higher margin products in Canada are being refinanced, combined with an overall reduction in average mortgage volumes. The reduction in mortgage volumes was mainly attributable to the Australian residential mortgage portfolio.

Other lending areas

Net interest income from other lending increased from the prior year, as a result of both volumes and average margins increasing. Overall, average volumes at March 31, 2012 increased from the volumes at March 31, 2012 mainly due to increases in the corporate lending portfolio within Corporate & Asset Finance. Net interest income and the related margins from this portfolio also benefited from an increase in early loan repayments that resulted in the acceleration of the recognition of discounts.

Fee and commission income

	Year ended Mar 12 A$m	Year ended Mar 11 A$m	Movement %
Fee and commission income			
Base fees	594	598	(1)
Performance fees	30	25	20
Mergers and acquisitions, advisory and underwriting fees	43	50	(14)
Brokerage and commissions	308	338	(9)
Income from life investment contracts and other unit holder investment assets	71	78	(9)
Other fee and commission income	298	433	(31)
Total fee and commission income	**1,344**	**1,522**	(12)

Total fee and commission income of A$1,344 million for the year ended March 31, 2012 decreased 12% from A$1,522 million in the prior fiscal year largely due to a decrease in fee and commission income from most categories of income due to a range of factors including the strengthening of the Australian dollar against major currencies, weak market conditions and reduced client activity. This was partially offset by an increase in performance fees as some funds outperformed their respective benchmarks.

Base and performance fees

Base fees of A$594 million for the year ended March 31, 2012 were broadly in line with A$598 million for the prior fiscal year. In Macquarie Funds, base fees increased from A$523 million to A$550 million due to an increase in Assets under Management as a result of net inflows into the securities investment management business, positive market movements and valuation changes. These increases were partially offset by the impact of a stronger Australian dollar. Base fees were also lower due to the full year impact of the conversion of A$9.6 billion of CMT balances to CMA on July 31, 2010. See “Macquarie Bank Limited — Funds management business — Assets under Management” for further discussion on the movements in Assets under Management during the period.

Performance fees of A$30 million for the year ended March 31, 2012 increased 20% from A$25 million in the prior fiscal year. This was primarily due to a number of funds outperforming their respective benchmarks.

Brokerage and commission income

Brokerage and commission income of A$308 million for the year ended March 31, 2012 decreased 9% from A$338 million in the prior fiscal year mainly due to weaker market conditions and reduced retail client activity. The full year effect of the partial sale of a majority shareholding in OzForex in November 2010 also adversely impacted brokerage and commissions income in Banking & Financial Services.

Other fee and commission income

Other fee and commission income of A$298 million for the year ended March 31, 2012 decreased 31% from A$433 million in the prior fiscal year. This decrease was mainly due to the strengthening of the Australian dollar against major currencies and lower True Index revenues.

The prior year also included the recognition of certain items in the Corporate segment that, for accounting purposes, are presented gross as other fee and commission income and expense.

Net trading income

The composition of net trading income set out below excludes interest revenue and expense, brokerage and commission revenue and expense, and some items of operating income and operating costs of trading activities. See “— Segment analysis — Macquarie Securities (excluding the Cash division, which forms part of the Non-Banking Group)” and “— Segment analysis — Fixed Income, Currencies & Commodities” for further discussion of MBL’s trading activities.

	Year ended		
	Mar 12	**Mar 11**	**Movement**
	A$m	**A$m**	**%**
Net trading income (as reported)	**999**	**1,300**	(23)
Adjustment for accounting for swaps[1]	25	171	(85)
Adjusted net trading income	**1,024**	**1,471**	(30)

1 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. To assist in the analysis of net trading income, 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		
	Mar 12	Mar 11	Movement[1]
	A$m	A$m	%
Equities	230	366	(37)
Commodities			
Trading income	569	570	(<1)
Fair value adjustments relating to leasing contracts[2]	(3)	(17)	(82)
Foreign exchange products	283	191	48
Interest rate products	(55)	361	*
Adjusted net trading income	**1,024**	**1,471**	(30)

1 "*" indicates that the absolute percentage change in the balance was greater than 300% or indicates the result was a gain in one period but a loss in another, or vice versa.

2 MBL 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 used to hedge the risk 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$1,024 million for the year ended March 31, 2012 decreased 30% from A$1,471 million in the prior fiscal year due to the adverse impact of weak investor confidence and the resulting lower levels of client activity on equity derivatives revenues.

Equities

Trading income from equities of A$230 million for the year ended March 31, 2012 decreased 37% from A$366 million in the prior fiscal year. The decrease was driven by a lower contribution from Macquarie Securities compared to the prior year as equity derivatives revenues were severely impacted by continued weak demand for retail and structured products globally as market conditions remained subdued across most markets. See "— Segment analysis — Macquarie Securities" below for further information.

Commodities

Commodities trading income of A$569 million for the year ended March 31, 2012 was broadly in line with A$570 million in the prior fiscal year. Metals and agricultural markets remained more challenging with subdued client volumes being reflective of the macro-economic conditions throughout the year. This was partially offset by improved results from energy markets compared with the prior year as customer activity across the global platform continued to grow. See "— Segment analysis — Fixed Income, Currencies & Commodities" below for further information.

Foreign exchange products

Trading income on foreign exchange products of A$283 million for the year ended March 31, 2012 increased 48% from A$191 million in the prior fiscal year. The improved result was driven by opportunities arising from increased volatility in currencies and improved client margins. See "— Segment analysis — Fixed Income, Currencies & Commodities" below for further information.

Interest rate products

Trading losses on interest rate products of A$55 million for the year ended March 31, 2012 decreased significantly from income of A$361 million in the prior fiscal year. The significant decrease was mainly due to the extreme volatility and market dislocations in the first half of the 2012 fiscal year that impacted Fixed Income, Currencies & Commodities. Increased confidence in the second half of the 2012 fiscal year resulted in improved volumes and an increased level of trading income from interest rate products. See "— Segment analysis — Fixed Income, Currencies & Commodities" below for further information.

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

	Year ended		
	Mar 12	**Mar 11**	**Movement**
	A$m	**A$m**	**%**
Share of net profits/(losses) of associates and joint ventures accounted for using the equity method	**37**	**45**	(18)

Share of net equity accounted profits of associates and joint ventures of A$37 million for the year ended March 31, 2012 decreased 18% from A$45 million in the prior fiscal year. The result reflects the slightly poorer performance of MBL's equity accounted investments in the year ended March 31, 2012. There was no individually significant driver of the decrease from the prior fiscal year.

Other operating income and charges

	Year ended Mar 12 A$m	Mar 11 A$m	Movement[1] %
Net gains on sale of investment securities available-for-sale	180	205	(12)
Net gains on sale of associates (including associates held-for-sale) and joint ventures	8	13	(38)
Gain on acquiring, disposing and change in ownership interest in subsidiaries	15	41	(63)
Gain on re-measurement of retained investments[2]	37	18	106
Impairment charge on investment securities available-for-sale	(53)	(29)	83
Impairment charge on investments in associates and joint ventures	(50)	(18)	178
Impairment charge on non-financial assets	(40)	(6)	*
Gain on sale of non-financial assets	104	13	*
Net operating lease income[3]	381	151	152
Dividends/distributions received/receivable from investment securities available-for-sale	21	30	(30)
Management fees, group service charges and cost recoveries	(1)	(18)	(94)
Collective allowance for credit losses (provided for)/ written-back during the fiscal year	(3)	18	*
Specific provisions	(125)	(120)	4
Other income	254	215	18
Total other operating income and charges	**728**	**513**	42

1 "*" indicates that the absolute percentage change in the balance was greater than 300% or indicates the result was a gain in one period but a loss in another, or vice versa.

2 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.

3 Includes rental income of A$636 million (March 31, 2011: A$257 million) less depreciation of A$255 million (March 31, 2011: A$106 million) in relation to operating leases where MBL is the lessor.

Total other operating income and charges of A$728 million for the year ended March 31, 2012 increased 42% from A$513 million in the prior fiscal year.

Net gains on sale of investment securities (including available-for-sale, associates and joint ventures) of A$188 million for the year ended March 31, 2012 decreased from A$218 million in the prior fiscal year. The year ended March 31, 2012 included continued realizations of resources sector equity investments in Fixed Income, Currencies & Commodities.

Impairment charges on investment securities available-for-sale, associates, joint ventures and non-financial assets of A$143 million in the year ended March 31, 2012 increased significantly from A$53 million in the prior fiscal year due to increased impairments of resource equity holdings.

Gains on acquiring, disposing and change in ownership interests in subsidiaries, associates and businesses held-for-sale of A$15 million for the year ended March 31, 2012 decreased 63% from A$41 million in the prior fiscal year. The year ended March 31, 2012 included the sale of the partial stake of an investment in Energy Assets Limited in an initial public offering. The prior fiscal year included a A$23 million gain from the partial sell-down of ownership in OzForex.

During the year ended March 31, 2012, a gain of A$37 million was generated on the re-measurement of retained investments due to MBL losing control of Energy Assets Limited in an initial public offering. On reclassification the retained stake is required to be re-measured to fair value.

Gains on sale of non-financial assets of A$104 million increased significantly from A$13 million in the prior fiscal year due to the sale of net profit interests in the energy sector during the fiscal year by Fixed Income, Currencies & Commodities.

Net operating lease income of A$381 million for the year ended March 31, 2012 increased significantly from A$151 million in the prior fiscal year mainly due to the full year impact of the acquisition of 44 aircraft assets and associated leases from ILFC, the acquisition in November 2010 of the remaining 62.5% of Macquarie AirFinance, an aircraft leasing business with 91 aircraft assets and associated leases, and the acquisition in October 2011 of OnStream, a utility metering services business.

Collective allowance for credit losses during the year ended March 31, 2012 of A$3 million compared to a write-back of A$18 million in the year ended March 31, 2011, primarily due to the prior year including the benefit of improved loss rates and its impact on collective provisioning.

Specific provisions of A$125 million in the year ended March 31, 2012 increased 4% from A$120 million in the prior fiscal year. There was no one significant driver of this increase with loss rates broadly in line with the prior fiscal year.

Other income of A$254 million for the year ended March 31, 2012 increased 18% from A$215 million in the prior fiscal year largely due to the sale of the majority of the aircraft engines operating lease portfolio.

Operating expenses

	Year ended Mar 12 A$m	Year ended Mar 11 A$m	Movement %
Operating expenses			
Employment expenses:			
Salary, commissions, superannuation and performance-related profit share	(1,391)	(1,437)	(3)
Share based payments	(106)	(101)	5
Provision for annual leave	(9)	(12)	(25)
Provision for long service leave	(1)	(3)	(67)
Total employment expenses	**(1,507)**	**(1,553)**	(3)
Brokerage, commission and trading related expenses	(611)	(669)	(9)
Occupancy expenses	(149)	(139)	7
Non-salary technology expenses	(96)	(98)	(2)
Professional fees	(151)	(153)	(1)
Travel and entertainment expenses	(65)	(68)	(4)
Advertising and communication expenses	(70)	(70)	-
Other expenses	(1,179)	(1,176)	<1
Total operating expenses	**(3,828)**	**(3,926)**	(2)

Total employment expenses of A$1,507 million for the year ended March 31, 2012 decreased 3% from A$1,553 million in the prior fiscal year due to reduced headcount as a result of business rationalization, the favorable impact of a stronger Australian dollar on employment expenses incurred offshore and reduced recruitment activity.

Brokerage and commission expenses of A$611 million for the year ended March 31, 2012 decreased 9% from A$669 million in the prior fiscal year, mainly due to the impact of recent trading conditions.

Other operating expenses, including non-salary technology expenses, professional fees and travel and entertainment expenses, all decreased compared to the prior year mainly due to cost reduction initiatives and the impact of a stronger Australian dollar, which was partially offset by increased costs associated with targeted growth.

Headcount

	Year ended		
	Mar 12	Mar 11	Movement
			%
Headcount by operating group			
Banking & Financial Services	3,162	3,217	(2)
Macquarie Securities	75	88	(15)
Fixed Income, Currencies & Commodities	806	774	4
Macquarie Funds	965	1,054	(8)
Real Estate Banking	25	57	(56)
Corporate & Asset Finance	925	852	(9)
Total operating group headcount	**5,958**	**6,042**	(1)

Total operating group headcount of 5,958 as at March 31, 2012 decreased 1% from 6,042 as at March 31, 2011. The decrease was driven by cost management initiatives and business rationalizations. Average headcount is calculated as the 13-month average based on month end headcount numbers.

Income tax expense

	Year ended	
	Mar 12	Mar 11
	A$m	A$m
Reconciliation of income tax (expense)/credit to prima facie tax payable		
Prima facie income tax expense on operating profit[1]	(265)	(331)
Tax effect of amounts which are non-assessable/(non-deductible) in calculating taxable income:		
Rate differential on offshore income	75	57
Distribution provided on Macquarie Income Preferred Securities and related distributions	1	1
Share based payments expense	(9)	(8)
Other items	(45)	9
Total income tax (expense)/credit	**(243)**	**(272)**

1 Prima facie income tax on operating profit is calculated at the rate of 30% each year. The consolidated entity has a tax year ending on September 30.

The effective tax rate for the year ended March 31, 2012 was 28%, which increased from 25% in the prior fiscal year. The increase was largely due to changes in the mix and location of income. 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$5 million for the year ended March 31, 2012 (March 31, 2011: A$4 million). The effective tax rate differs from the Australian company tax rate due to permanent differences from the income tax treatment of certain income and expenses as well as tax rate differentials on some of the income earned offshore.

Segment overview

Summary of segment results

	Macquarie Funds	Banking & Financial Services	Real Estate Banking	Fixed Income, Currencies & Commodities	Macquarie Securities	Macquarie Capital	Corporate & Asset Finance	Corporate	Total
	A$m	A$m	A$m	A$m	A$m	A$m	A$m	A$m	A$m
Year ended March 31, 2012									
Net interest income/(expense)	117	691	(5)	(93)	(15)	-	588	320	1,603
Fee and commission income/(expense)	679	726	4	127	(121)	-	31	(102)	1,344
Trading income/(expense)	36	7	(2)	885	228	-	(6)	(149)	999
Share of net profits/(losses) of associates and JVs accounted for using the equity method	(2)	(1)	14	17	-	-	5	4	37
Other operating income and charges	63	(10)	(35)	297	-	-	429	(16)	728
Internal management revenue/(charges)	10	(1)	(1)	16	2	-	24	(50)	-
Total operating income	**903**	**1,412**	**(25)**	**1,249**	**94**	**-**	**1,071**	**7**	**4,711**
Total operating expenses	**(534)**	**(1,147)**	**(15)**	**(769)**	**(299)**	**-**	**(369)**	**(695)**	**(3,828)**
Profit before tax	369	265	(40)	480	(205)	-	702	(688)	883
Tax expense	-	-	-	-	-	-	-	(243)	(243)
Profit/(loss) attributable to non-controlling interests	3	-	-	-	-	-	(3)	(5)	(5)
Profit attributable to equity holders	**372**	**265**	**(40)**	**480**	**(205)**	**-**	**699**	**(936)**	**635**
Distributions paid or provided for on MIS	-	-	-	-	-	-	-	(26)	(26)
Net profit/(loss) contribution	**372**	**265**	**(40)**	**480**	**(205)**	**-**	**699**	**(962)**	**609**

	Macquarie Funds	Banking & Financial Services	Real Estate Banking	Fixed Income, Currencies & Commodities	Macquarie Securities	Macquarie Capital	Corporate & Asset Finance	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)	63	680	(12)	(37)	(40)	-	580	417	1,651
Fee and commission income/(expense)	670	793	12	28	(162)	-	2	179	1,522
Trading income/(expense)	13	9	(11)	966	385	-	-	(62)	1,300
Share of net profits/(losses) of associates and JVs accounted for using the equity method	16	1	(5)	15	-	-	10	8	45
Other operating income and charges	66	5	12	248	(9)	-	169	22	513
Internal management revenue/(charges)	7	10	(2)	56	(8)	-	19	(82)	-
Total operating income	**835**	**1,498**	**(6)**	**1,276**	**166**	**-**	**780**	**482**	**5,031**
Total operating expenses	**(588)**	**(1,215)**	**(34)**	**(727)**	**(298)**	**-**	**(275)**	**(789)**	**(3,926)**
Profit/(loss) before tax	247	283	(40)	549	(132)	-	505	(307)	1,105
Tax expense	-	-	-	-	-	-	-	(272)	(272)
Profit/(loss) attributable to non-controlling interests	4	(5)	-	-	-	-	-	(3)	(4)
Profit attributable to equity holders	**251**	**278**	**(40)**	**549**	**(132)**	**-**	**505**	**(582)**	**829**
Distributions paid or provided for on MIS	-	-	-	-	-	-	-	(26)	(26)
Net profit/(loss) contribution	**251**	**278**	**(40)**	**549**	**(132)**	**-**	**505**	**(608)**	**803**

Basis of preparation

MBL Group segments

MBL 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, MBL Group is divided into five operating groups and one division, as set forth below.

Operating groups:

- 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 MBL, 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.

MBL Group Asset Transfers

Since March 31, 2011, there have been a number of asset transfers between operating groups and the Corporate segment. These transfers were undertaken to better align the relevant assets (which primarily comprised MBL Group’s equity investment in certain assets) with the expertise in each operating group. In addition, certain assets that were no longer aligned with any operating group were transferred to the Corporate segment. See “Financial information presentation” in this Report for further information.

Internal transactions

Any transactions or transfers between segments have been determined on what MBL 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 MBL 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 MBL Group.

Deposits are a funding source for MBL 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 Financial Management, Market Operations and Technology, Corporate Services, Risk Management, Legal and Compliance, 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.

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.

Macquarie Funds (excluding the Macquarie Infrastructure and Real Assets division, which forms part of the Non-Banking Group)

	Year ended		
	Mar 12	**Mar 11**	**Movement**[1]
	A$m	**A$m**	**%**
Net interest income	**117**	**63**	86
Fee and commission income			
Base fees	550	523	5
Performance fees	25	18	39
Other fee and commission income	104	129	(19)
Total fee and commission income	**679**	**670**	1
Net trading income	**36**	**13**	177
Share of net profits/(losses) of associates and joint ventures accounted for using the equity method	**(2)**	**16**	*
Other operating income and charges			
Impairment (charge)/writeback on equity investments	(6)	4	*
Net gains on sale of equity investments	51	(4)	*
Specific provisions and collective allowance for credit losses	1	4	(75)
Other income	17	62	(73)
Total other operating income and charges	**63**	**66**	(5)
Internal management revenue/(charges)[2]	**10**	**7**	43
Total operating income	**903**	**835**	8
Operating expenses			
Employment expenses	(173)	(208)	(17)
Brokerage and commission expenses	(118)	(111)	6
Other operating expenses	(243)	(269)	(10)
Total operating expenses	**(534)**	**(588)**	(9)
Non-controlling interests[3]	3	4	(25)
Net profit/(loss) contribution	**372**	**251**	48
Other metrics			
Assets under Management (A$ billion)	229.8	213.3	8
Headcount	965	1,054	(8)

1 "*" indicates that the absolute percentage change in the balance was greater than 300% or indicates the result was a gain in one period but a loss in another, or vice versa.

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 Funds' net profit contribution of A$372 million for the year ended March 31, 2012 increased 48% from A$251 million in the prior fiscal year. The result was driven by increased income from base fees, increased performance fee income, additional income from the provision of financing facilities to external funds and their investors and lower operating expenses. Net operating income and expenses were adversely impacted by the strengthening of the Australian dollar against major currencies compared to the prior year.

Net interest income

Net interest income of A$117 million for the year ended March 31, 2012 increased 86% from A$63 million in the prior fiscal year. The increase in net interest income was primarily driven by the expansion of the wholesale lending business in the United States and Europe with income earned from the provision of financing facilities to a number of external funds and their investors.

Fee and commission income

Base fees

Base fee income of A$550 million for the year ended March 31, 2012 increased 5% from A$523 million in the prior fiscal year. This was primarily driven by an increase in Assets under Management as a result of net inflows into the securities investment management business, positive market movements and valuation changes. Base fees were adversely impacted by the strengthening of the Australian dollar against major currencies compared to the prior year. See “Macquarie Bank Limited — Funds management business — Assets under Management” for further discussion on the movements in Assets under Management during the period.

Performance fees

Performance fee income of A$25 million for the year ended March 31, 2012 increased 39% from A$18 million in the prior fiscal year primarily due to performance fees earned as a result of Quant Hedge Funds outperforming its benchmark.

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 Bank Limited — Operating groups — Macquarie Funds (excluding the Macquarie Infrastructure and Real Assets division)” for more information.

Other fee and commission income of A$104 million for the year ended March 31, 2012 decreased 19% from A$129 million in the prior fiscal year mainly due to the continued strengthening of the Australian dollar against major currencies and lower True Index revenues.

Net trading income

Net trading income of A$36 million for the year ended March 31, 2012 increased 177% from A$13 million in the prior fiscal year. The main driver of the increase is income relating to new swap-deposit and leveraged-swap transactions with external funds and their investors. 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 losses of A$2 million for the year ended March 31, 2012 decreased significantly from profits of A$16 million in the prior fiscal year. This was primarily related to investments in funds that recognized impairments and revaluation losses.

Other operating income and charges

Net gains on sale of equity investments

Net gains on sale of equity investments for the year ended March 31, 2012 of A$51 million increased significantly from the prior period due to the sale of real estate assets to the Non-Banking Group.

Other income

Other income of A$17 million for the year ended March 31, 2012 decreased 73% from A$62 million in the prior fiscal year primarily due to lower internal fees where there is cross-collaboration with affiliated businesses.

Operating expenses

Total operating expenses of A$534 million for the year ended March 31, 2012 decreased 9% from A$588 million in the prior fiscal year.

Employment expenses

Employment expenses of A$173 million for the year ended March 31, 2012 decreased 17% from A$208 million in the prior fiscal year primarily due to a 8% decrease in headcount from 1,054 at March 31, 2011 to 965 at March 31, 2012 together with the impact of the strong Australian dollar on expenses incurred outside of Australia. See "— Year ended March 31, 2012 compared to the year ended March 31, 2011 — Results analysis — Operating expenses" for further information.

Other operating expenses

Other operating expenses of A$243 million for the year ended March 31, 2012 decreased 10% from A$269 million in the prior fiscal year primarily due to the impact of cost management initiatives, lower headcount driven costs, the completion of the Delaware systems integration and the strengthening of the Australian dollar.

Banking & Financial Services

	Year ended		
	Mar 12	Mar 11	Movement[1]
	A$m	A$m	%
Net interest income	**691**	**680**	2
Fee and commission income			
Base fees	44	74	(41)
Brokerage and commissions	217	257	(16)
Other fee and commission income	406	411	(1)
Income from life insurance business and other unit holder businesses	59	51	16
Total fee and commission income	**726**	**793**	(8)
Net trading income	**7**	**9**	(22)
Share of net profits of associates and joint ventures accounted for using the equity method	**(1)**	**1**	*
Other operating income and charges			
Net gains on sale of equity investments	1	3	(67)
Impairment charge on equity investments and disposal groups held for sale	(5)	(9)	(44)
Gain on acquiring, disposing and change in ownership interest in subsidiaries and businesses held-for-sale	-	23	(100)
Gain on re-measurement of retained investments	1	18	(94)
Specific provisions and collective allowance for credit losses	(34)	(44)	(23)
Other income	27	14	93
Total other operating income and charges	**(10)**	**5**	*
Internal management revenue/(charges)[2]	**(1)**	**10**	*
Total operating income	**1,412**	**1,498**	(6)
Operating expenses			
Employment expenses	(465)	(502)	(7)
Brokerage and commission expenses	(167)	(150)	11
Other operating expenses	(515)	(563)	(9)
Total operating expenses	**(1,147)**	**(1,215)**	(6)
Non-controlling interests[3]	-	(5)	(100)
Net profit/(loss) contribution	**265**	**278**	(5)
Other metrics			
Assets under Management[4] (A$ billion)	3.1	3.4	(9)
Funds under management/advice/administration (A$ billion)[5]	117.9	120.7	(2)
Loan portfolio (A$ billion)[6]	23.5	24.4	(4)
Retail deposits (A$ billion)	29.0	26.6	9
Headcount	3,162	3,217	(2)

1 "*" indicates that the absolute percentage change in the balance was greater than 300% or indicates the result was a gain in one period but a loss in another, or vice versa.

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.

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 portfolio 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, insurance premium funding and credit cards.

Banking & Financial Services' net profit contribution of A$265 million for the year ended March 31, 2012 decreased 5% from A$278 million in the prior fiscal year.

Net interest income/(expense)

Net interest income of A$691 million for the year ended March 31, 2012 increased 2% from A$680 million in the prior fiscal year, primarily due to a larger retail deposits base, partially offset by a lower loan portfolio and increased cost of funding. See "— Year ended March 31, 2012 compared to year ended March 31, 2011 — Segment overview — Basis of preparation — Internal funding arrangements" for more information.

Retail deposits of A$29.0 billion at March 31, 2012 increased 9% from A$26.6 billion at March 31, 2011.

Banking & Financial Services' loan portfolio 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, insurance premium funding and credit cards. The total loan portfolio of A$23.5 billion as at March 31, 2012 decreased 4% from A$24.4 billion as at March 31, 2011. The decrease was primarily due to a reduction in the size of the Australian mortgage portfolio, which decreased 7% to A$10.8 billion at March 31, 2012 from A$11.6 billion at March 31, 2011.

The Canadian loan portfolio, which includes mortgages, insurance premium funding, margin loans and capital protected products, closed at A$8.6 billion at March 31, 2012, a decrease of 2% from A$8.8 billion at March 31, 2011. Banking & Financial Services finalized an agreement to outsource the servicing of its Canadian mortgage portfolio to Paradigm Quest Inc. and to outsource the loan origination function to Canadian Financial Corp.

Fee and commission income

Base fees

Base fee income of A$44 million for the year ended March 31, 2012 decreased 41% from A$74 million in the prior fiscal year largely as a result of the conversion of A$9.6 billion of CMT accounts into CMA on July, 31 2010.

Brokerage and commissions

Brokerage and commission income of A$217 million for the year ended March 31, 2012 decreased 16% from A$257 million in the prior fiscal year as a result of the partial sale of a majority shareholding in OzForex in November 2010 and deterioration in equities market conditions globally.

Other fee and commission income

Other fee and commission income of A$406 million for the year ended March 31, 2012 decreased slightly from A$411 million in the prior fiscal year.

Funds under Administration on the Australian Wrap platform closed at A$22.0 billion at March 31, 2012, a decrease from A$22.7 billion at March 31, 2011 mainly due to negative market movement on products that are impacted by equity movements.

Income from life insurance business and other unit holder businesses

Income from life insurance business and other unit holder businesses of A$59 million for the year ended March 31, 2012 increased 16% from A$51 million in the prior fiscal year, primarily due to growth in the insurance inforce book, which grew to A$125 million at March 31, 2012 from A$94 million at March 31, 2011. The inforce book is the aggregate annualized life insurance premium payable for policies issued by the life company at the balance date.

Other operating income and charges

Specific provisions and collective allowance for credit losses

Specific provisions and collective allowance for credit losses of A$34 million for the year ended March 31, 2012 decreased 23% from A$44 million in the prior fiscal year largely due to the write back of some provisions.

Other income

Other income of A$27 million for the year ended March 31, 2012 increased significantly from $14 million in the prior fiscal year, primarily due to income generated from the outsourcing of mortgages servicing and origination by Mortgages Canada.

Operating expenses

Total operating expenses of A$1,147 million for the year ended March 31, 2012 decreased 6% from A$1,215 million in the prior fiscal year.

Employment expenses

Employment expenses of A$465 million for the year ended March 31, 2012 decreased 7% from A$502 million in the prior fiscal year, primarily due to reduced headcount resulting from business divestments and internal restructures, as well as reduced adviser sales commissions resulting from subdued equity market conditions.

Brokerage and commission expenses

Brokerage and commission expenses of A$167 million for the year ended March 31, 2012 increased 11% from A$150 million in the prior fiscal year, which was largely due to increased Cash, Professional Series and Business Banking volumes, combined with Mortgages Canada outsourcing fees.

Other operating expenses

Other operating expenses for the year ended March 31, 2012 of A$515 million decreased 9% from A$563 million in the prior fiscal year, primarily due to business divestments, expense controls and cost management initiatives implemented across Banking & Financial Services.

Real Estate Banking

	Year ended		
	Mar 12	**Mar 11**	**Movement[1]**
	A$m	**A$m**	**%**
Net interest expense	**(5)**	**(12)**	(58)
Fee and commission income	**4**	**12**	(67)
Net trading income/(expense)	**(2)**	**(11)**	(82)
Share of net profits of associates and joint ventures accounted for using the equity method	**14**	**(5)**	*
Other operating income and charges			
Net gains/(losses) on sale of equity investments	10	23	(57)
Impairment charge on equity investments	(28)	(12)	133
Specific provisions and collective allowance for credit losses	(14)	(31)	(55)
Other income	(3)	32	*
Total other operating income and charges	**(35)**	**12**	*
Internal management revenue/(charges)[2]	**(1)**	**(2)**	(50)
Total operating income	**(25)**	**(6)**	*
Operating expenses			
Employment expenses	(6)	(11)	(45)
Other operating expenses	(9)	(23)	(61)
Total operating expenses	**(15)**	**(34)**	(56)
Net profit/(loss) contribution	**(40)**	**(40)**	-
Other metrics			
Headcount	25	57	(56)

1 "*" indicates that the absolute percentage change in the balance was greater than 300% or indicates the result was a gain in one period but a loss in another, or vice versa.

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

Real Estate Banking's net loss contribution of A$40 million for the year ended March 31, 2012 was in line with the net loss of A$40 million in the prior fiscal year. Conditions during the period remained challenging for the Real Estate Banking business and the result for the year to March 31, 2012 was characterized by further impairments on the remaining investment portfolio.

A specific provision of A$14 million was directly offset by a reversal of share of associate losses of A$14 million. Partially offsetting the impairment charges on equity investments were A$10 million of gains on the sale of some equity investments.

Total operating expenses of A$15 million for the year ended March 31, 2012 decreased 56% from A$34 million in the prior year, reflecting the net reduction in headcount.

__Corporate & Asset Finance__

	Year ended		
	Mar 12	Mar 11	Movement[1]
	A$m	A$m	%
Net interest income	**588**	**580**	1
Fee and commission income	**31**	**2**	*
Net trading income/(expense)	**(6)**	**-**	*
Share of net profits of associates and joint ventures accounted for using the equity method	**5**	**10**	(50)
Other operating income and charges			
Impairment charge on non-financial assets	(7)	-	*
Impairment charge on equity investments	(6)	(4)	50
Net operating lease income	381	151	152
Specific provisions and collective allowance for credit losses	(51)	(40)	28
Other income	112	62	81
Total other operating income and charges	**429**	**169**	154
Internal management revenue/(charges)[2]	**24**	**19**	26
Total operating income	**1,071**	**780**	37
Operating expenses			
Employment expenses	(162)	(137)	18
Other operating expenses	(207)	(138)	50
Total operating expenses	**(369)**	**(275)**	34
Non-controlling interests[3]	(3)	-	*
Net profit/(loss) contribution	**699**	**505**	38
Other metrics			
Loan and finance lease portfolio (A$ billion)	15.9	15.2	5
Operating lease porfolio (A$ billion)	4.7	4.3	9
Headcount	925	852	9

1 "*" indicates that the absolute percentage change in the balance was greater than 300% or indicates the result was a gain in one period but a loss in another, or vice versa.

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 holder.

Corporate & Asset Finance's net profit contribution of A$699 million for the year ended March 31, 2012 increased 38% from A$505 million in the prior fiscal year primarily due to the accelerated recognition of discounts on early loan repayments, the acquisition of OnStream, a utility metering services business, in October 2011 and the full year effect of the prior year acquisitions of a controlling interest in Macquarie AirFinance, an aircraft portfolio leasing business with 91 aircraft assets and associated leases, and an aircraft operating lease portfolio from ILFC.

Net interest income

Net interest income of A$588 million for the year ended March 31, 2012 increased 1% from A$580 million in the prior fiscal year. The increase was driven by the accelerated recognition of discounts on early loan repayments and a 5% increase in the loan and finance lease portfolios to A$15.9 billion at March 31, 2012 from A$15.2 billion at March 31, 2011. This was partially offset by an increase in external funding expense due to the acquisition of a controlling interest in Macquarie AirFinance in November 2010, the aircraft operating lease portfolio from ILFC and OnStream in October 2011.

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

Net equity accounted profits of A$5 million for the year ended March 31, 2012 compared to A$10 million of profits in the prior fiscal year. Equity accounted income is not a significant income source for Corporate & Asset Finance.

Other operating income and charges

Net operating lease income

Net operating lease income (net of depreciation) of A$381 million for the year ended March 31, 2012 increased significantly from A$151 million in the prior fiscal year largely due to the full year effect of the acquisition of 44 aircraft assets and associated operating leases from ILFC, the controlling interest in Macquarie AirFinance in November 2010 and the acquisition of OnStream in October 2011.

Specific provisions and collective allowance for credit losses

Specific provisions and collective allowance for credit losses of A$51 million for the year ended March 31, 2012 increased 28% from A$40 million in the prior fiscal year, mainly due to the increase in the loan and finance lease portfolio and the reduction in the collective provisions in the prior year. The expense for the year ended March 31, 2012 represents 0.3% of the total loan and finance leasing portfolio, which is broadly in line with the prior year.

Other income

Other income of A$112 million for the year ended March 31, 2012 increased 81% from A$62 million in the prior fiscal year largely as a result of the sale of the majority of the aircraft engines operating lease portfolio. Other income also benefited from the sale of one aircraft in September 2011. These increases were partially offset by a reduction in income from the sale of off-lease manufacturing equipment.

Operating expenses

Total operating expenses of A$369 million for the year ended March 31, 2012 increased 34% from A$275 million in the prior fiscal year. The increase was driven by increased average headcount and operating expenses mainly from the acquisition of a controlling interest in Macquarie AirFinance in November 2010 and OnStream in October 2011.

Fixed Income, Currencies & Commodities

	Year ended		
	Mar 12	Mar 11	Movement[1]
	A$m	A$m	%
Net trading income (including net interest income)[2]			
Commodities	537	618	(13)
Foreign exchange products	67	41	63
Interest rate products	191	287	(33)
Fair value adjustments relating to leasing contracts[3]	(3)	(17)	(82)
Total net trading income (including net interest income)	**792**	**929**	(15)
Fee and commission income	**127**	**28**	*
Share of net profits of associates and joint ventures accounted for using the equity method	**17**	**15**	13
Other operating income and charges			
Net gains on sale of equity investments	145	144	<1
Impairment charge on equity investments	(52)	(9)	*
Gain on remeasurement of retained investments	36	-	*
Gain on sale of non-financial assets	104	13	*
Specific provisions and collective allowance for credit losses	(29)	13	*
Other income	93	87	7
Total other operating income and charges	**297**	**248**	20
Internal management revenue/(charges)[4]	**16**	**56**	(71)
Total operating income	**1,249**	**1,276**	(2)
Operating expenses			
Employment expenses	(223)	(234)	(5)
Brokerage and commission expenses	(148)	(170)	(13)
Amortization of intangibles	(34)	(12)	183
Other operating expenses	(364)	(311)	17
Total operating expenses	**(769)**	**(727)**	6
Net profit/(loss) contribution	**480**	**549**	(13)
Other metrics			
Headcount	806	774	4

1 "*" indicates that the absolute percentage change in the balance was greater than 300% or indicates the result was a gain in one period but a loss in another, or vice versa.

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 MBL Group 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.

3 MBL 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 used to hedge the risk 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.

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

Fixed Income, Currencies & Commodities' net profit contribution of A$480 million for the year ended March 31, 2012 decreased 13% from A$549 million in the prior fiscal year, primarily due to challenging global market conditions in the first half of the year which led to a marked deterioration in investor confidence, particularly in credit and interest rate markets. This was partially offset by improved macro-economic conditions and investor sentiment in many markets in the second half, leading to a significant turnaround.

Net trading income (including net interest income)

Commodities trading income

Commodities trading income of A$537 million for the year ended March 31, 2012 decreased 13% from A$618 million in the prior fiscal year. Metals and agricultural markets experienced difficult trading conditions in line with the macro-economic conditions throughout the year resulting in more subdued client volumes. This was partially offset by energy markets which experienced strong revenues across its global energy platform as customer activity continued to grow and volatility in energy prices led to increased client hedging activity and improved trading conditions, particularly in the US gas and power and the European utilities businesses.

Foreign exchange products trading income

Foreign exchange products of A$67 million for the year ended March 31, 2012 increased 63% from A$41 million in the prior fiscal year. The growth in revenues was driven by both market volatility and improved client margins. Client activity increased with flow from start up businesses based in Asia and opportunities in America as competition within the market receded.

Interest rate products trading income

Interest rate products trading income of A$191 million for the year ended March 31, 2012 decreased 33% from A$287 million in the prior fiscal year. The first half was dominated by extreme volatility due to uncertainty in Europe and the United States, compounded by concerns over global growth, which heavily impacted credit and financial markets. The threat of a US default and European financial contagion receded in the second half which led to improved volumes as confidence began to return to the market.

Fee and commission income

Fee and commission income of A$127 million for the year ended March 31, 2012 increased significantly from A$28 million in the prior fiscal year. Fee and commission income includes income generated from the futures business as well as reflecting charges for services provided by the Non-Banking Group. The increase is due to the combined impact of an increase in the level of brokerage and commissions income in the futures business and decreased compensation paid to the Non-Banking Group for services provided.

Other operating income and charges

Net gains/(losses) on sale of equity investments

Net gains on sale of resources sector equity investments of A$145 million for the year ended March 31, 2012 were broadly in line with A$144 million in the prior fiscal year. Gains were driven by opportunistic asset realizations in the second half of the fiscal year and the sale of a partial stake in Energy Assets Limited in an initial public offering.

Impairment charge on equity investments

Impairment charges on equity investments of A$52 million recognized in the year ended March 31, 2012, and the impairment charge of A$9 million in the prior fiscal year mainly related to write downs on resource equity holdings in specific sectors.

Gain on remeasurement of retained investments

Gain on remeasurement of retained investments of A$36 million recognized in the year ended March 31, 2012 related to a gain recognized when MBL lost control of Energy Assets Limited in an initial public offering and was required to revalue its retained investment to fair value.

Gain on sale of non-financial assets

The gain on sale of non-financial assets of A$104 million for the year ended March 31, 2012 increased significantly from A$13 million in the prior fiscal year primarily due to income earned from the sale of a net profit interest in a substantial North American oil asset during the year in the energy sector.

Specific provisions and collective allowance for credit losses

Net provision charges of A$29 million for the year ended March 31, 2012 compared with net provision releases of A$13 million in the prior fiscal year, reflecting some isolated specific credit events.

Other income

Other income of A$93 million for the year ended March 31, 2012 increased 7% from A$87 million in the prior fiscal year. This was driven largely by income from net profit interests and interests in commercial subsidiaries.

Operating expenses

Total operating expenses of A$769 million for the year ended March 31, 2012 increased 6% from A$727 million in the prior fiscal year.

Employment expenses

Employment expenses of A$223 million for the year ended March 31, 2012 decreased 5% from A$234 million in the prior fiscal year. The main driver of the decrease in employment costs was due to the prior fiscal year being significantly higher driven by the build out of the global platform.

Brokerage and commission expenses

Brokerage and commission expenses of A$148 million for the year ended March 31, 2012 decreased 13% from A$170 million in the prior fiscal year. This decrease was primarily a result of more subdued client activity in credit markets.

Amortization of intangibles

Amortization of intangibles of A$34 million for the year ended March 31, 2012 increased 183% from A$12 million in the prior fiscal year. These expenses relate to the holdings of net profit interests predominantly in the energy sector, and the level of amortization will fluctuate with the production levels of the underlying assets.

Other operating expenses

Other operating expenses of A$364 million for the year ended March 31, 2012 increased 17% from A$311 million in the prior fiscal year. The changing regulatory environment continued to have additional requirements for risk, operations and information technology resulting in increased expense recharges from support functions. However, during the second half costs associated with the previous platform development projects normalized and benefits of the cost management initiatives began to be observed.

Macquarie Securities (excluding the Cash division, which forms part of the Non-Banking Group)

	Year ended		
	Mar 12	Mar 11	Movement[1]
	A$m	A$m	%
Net trading income (including net interest income)[2]	**213**	**345**	(38)
Fee and commission income/(expense)	**(121)**	**(162)**	(25)
Other income/(expenses)	**-**	**(9)**	(100)
Internal management revenue/(charges)[3]	**2**	**(8)**	*
Total operating income	**94**	**166**	(43)
Operating expenses			
Employment expenses	(24)	(35)	(31)
Brokerage and commission expenses	(159)	(160)	(<1)
Other operating expenses	(116)	(103)	13
Total operating expenses	**(299)**	**(298)**	<1
Net profit/(loss) contribution	**(205)**	**(132)**	55
Other metrics			
Headcount	75	88	(15)

1 "*" indicates that the absolute percentage change in the balance was greater than 300% or indicates the result was a gain in one period but a loss in another, or vice versa.

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 MBL Group 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.

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

Macquarie Securities' loss contribution of A$205 million for the year ended March 31, 2012 compared to a loss contribution of A$132 million in the prior fiscal year primarily due to weak investor confidence, uncertain economic outlook and high levels of volatility in global equity markets. There were significant falls in demand for retail and structured products leading to the decision to exit a number of MBL's institutional and retail derivatives businesses globally.

Net trading income (including net interest income)

Net trading income (including net interest income) of A$213 million for the year ended March 31, 2012 decreased 38% from A$345 million in the prior fiscal year primarily due to continued weak product demand for retail and structured products globally as market conditions remained subdued across most markets. This was especially significant in Asia and Europe. In particular, the third fiscal quarter was characterized by difficult trading conditions for our clients leading to significantly reduced institutional and retail client activity.

Fee and commission expense

Fee and commission expense decreased 25% to A$121 million for the year ended March 31, 2012 from A$162 million in the prior fiscal year. This category mainly consists of internal transfer pricing charges paid as compensation for services provided to MBL Group by MGL Group service entities.

Operating expenses

Total operating expenses of A$299 million for the year ended March 31, 2012 increased slightly from A$298 million in the prior fiscal year.

Employment expenses

Employment expenses of A$24 million for the year ended March 31, 2012 decreased 31% from A$35 million in the prior fiscal year. This decrease was mainly due to reduced headcount.

Brokerage and commission expenses

Brokerage and commission expenses of A$159 million for the year ended March 31, 2012 were broadly in line with the prior fiscal year.

Other operating expenses

Other operating expenses of A$116 million for the year ended March 31, 2012 increased 13% from A$103 million in the prior fiscal year driven by exit costs associated with closing down and scaling back businesses. These increases were offset by reductions resulting from lower headcount and cost savings arising from cost reduction initiatives, including reduced technology spend, centralization of shared services, and the selective rationalization of various businesses.

Corporate

	Year ended		
	Mar 12	Mar 11	Movement[1]
	A$m	A$m	%
Net interest and trading income/(expense)	**171**	**355**	(52)
Fee and commission income/(expense)	**(102)**	**179**	*
Share of net profits of associates and joint ventures accounted for using the equity method	**4**	**8**	(50)
Other operating income and charges			
Net (losses)/gains on sale of debt and equity securities	(2)	53	*
Impairment charge on equity investments	(10)	(17)	(41)
Specific provisions and collective allowance for credit losses	(1)	(5)	(80)
Other income/(expense)	(3)	(9)	(67)
Total other operating income and charges	**(16)**	**22**	*
Internal management revenue/(charges)[2]	**(50)**	**(82)**	(39)
Total operating income/(expense)	**7**	**482**	(99)
Operating expenses			
Employment expenses	(454)	(427)	6
Brokerage and commission expenses	(3)	(61)	(95)
Other operating expenses	(238)	(301)	(21)
Total operating expenses	**(695)**	**(789)**	(12)
Tax expense	**(243)**	**(272)**	(11)
Macquarie Income Preferred Securities	(4)	(4)	-
Macquarie Income Securities	(26)	(26)	-
Other non-controlling interests	(1)	1	*
Net profit/(loss) contribution	**(962)**	**(608)**	58

1 "*" indicates that the absolute percentage change in the balance was greater than 300% or indicates the result was a gain in one period but a loss in another, or vice versa.

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

The Corporate segment's net loss contribution of A$962 million for the year ended March 31, 2012 increased 58% from a net loss of A$608 million in the prior fiscal year.

Net interest and trading income/(expense)

Net interest and trading income/(expense) in the Corporate segment includes income generated by the investment of MBL's capital, non-trading derivative volatility and realized and unrealized gains and losses from the disposal and revaluation of MBL's liquid asset portfolio. Net interest and trading income for the year ended March 31, 2012 of A$171 million decreased 52% from A$355 million in the prior fiscal year. This was primarily due to the impact of reduced earnings on capital driven by a change in the currency mix of the capital earnings base as part of MBL's capital management activities. In addition, the year ended March 31, 2012 includes losses relating to fair value adjustments on assets held for liquidity purposes resulting from credit spread movements and losses relating to fair value adjustments that were incurred on assets held to hedge exposures to liabilities under the Directors' profit share plan.

Fee and commission income/(expense)

Fee and commissions expenses primarily relate to internal transactions with operating groups that net out in their entirety on consolidation across MBL Group. External fee and commissions income are minimal. Fee and commission expense of A$102 million for the year ended March 31, 2012 compared to fee and commissions income of A$179 million in the prior fiscal year. The prior fiscal year included the recognition of certain items that, for accounting purposes, offset with other fee and commission expense.

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.

Other operating income and charges

Net gains on sale of debt and equity securities

Net losses on sale of debt and equity securities of A$2 million for the year ended March 31, 2012 compared to net gains on sale of debt and equity securities of A$53 million in the prior fiscal year. Gains in the prior fiscal year related to the sale of debt securities by Group Treasury for liquidity management purposes. In the year ended March 31, 2012, gains from the sale of debt securities by Group Treasury in the half year to September 30, 2011 were offset by losses in the half year to March 31, 2012 on the sale of a portfolio of mortgage-backed securities.

Specific provisions and collective allowances for credit losses

Specific provisions and collective allowances for credit losses of A$1 million for the year ended March 31, 2012 compared with A$5 million in the prior fiscal year.

Operating expenses

Employment expenses

Employment expenses in the Corporate segment relate to staff profit share, share based payments expense and the impact of fair value adjustments of DPS liabilities.

Employment expenses of A$454 million for the year ended March 31, 2012 increased 6% from A$427 million in the prior fiscal year primarily due to an increased level of profit share and share based payments due to an increased level of profit contributions from operating groups.

Brokerage and commission expenses

Brokerage and commission expenses of A$3 million for the year ended March 31, 2012 decreased 95% from A$61 million in the prior fiscal year. This primarily related to expenses in the prior fiscal year which included amounts that offset with fee and commission income as described above.

Other operating expenses

Other operating expenses of A$238 million for the year ended March 31, 2012 decreased 21% from A$301 million for the year ended March 31, 2011 primarily due to a decreased level of internal cost recoveries charged to MBL as a result of cost management initiatives across MBL.

Tax expense

Tax expense of A$243 million for the year ended March 31, 2012 decreased 11% from A$272 million for the year ended March 31, 2011 primarily due to a reduction in profit before tax, as described above under "— Income tax expense".

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:

- 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.

Banking Group capital

MBL is accredited by APRA under the Basel 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 (IRRBB).

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.

Given the introduction of Basel III rules on January 1, 2013, capital disclosures in this section include Harmonized Basel III[1] and APRA Basel III[2]. The former is relevant for comparison with banks regulated by regulators other than APRA, whereas the latter reflects MBL's regulatory requirements under APRA Basel III rules.

Common Equity Tier 1 capital

MBL's Common Equity Tier 1 capital under Basel III consists of ordinary share capital, retained earnings and certain reserves.

Tier 1 capital

Tier 1 capital consists of Common Equity Tier 1 capital and Additional Tier 1 capital (hybrids). Additional Tier 1 capital consists of MIS, MIPS and ECS. 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) in 1999. 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. MIS are eligible for transitional arrangements under APRA Basel III rules.

MIPS were issued when the London branch of MBL issued reset subordinated convertible debentures to

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1 Harmonized Basel III relates to the Basel III rules defined by the Basel Committee on Banking Supervision, documented in the following: 'Basel III: a global regulatory framework for more resilient banks and banking systems', published December 2010 (revised June 2011) by the Bank for International Settlements (BIS).

2 APRA Basel III relates to the Prudential Standards released by APRA for the period effective January 1, 2013.

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, 2013, MBL had £42.5 million of MIPS on issue which are held by parties not associated with MBL. MIPS are eligible for transitional arrangements under APRA Basel III rules.

ECS were issued by MBL acting through its London branch (the "*Issuer*") in March 2012 and are quoted on the Singapore Stock Exchange. Subject to certain conditions, ECS will be exchanged for a variable number of fully paid MGL ordinary shares on June 20, 2017 (or earlier in certain circumstances). ECS pay interest of 10.25% per annum, paid semi-annually, with the rate to be reset on June 20, 2017 (and each fifth anniversary thereafter) if ECS remain outstanding after this time. The interest payments are subject to payment tests, including the discretion of the Issuer. APRA has approved ECS to be fully included in Additional Tier 1 until its first mandatory exchange date.

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 prepared on an APRA Basel III basis from January 1, 2013 and published by MBL within 40 business days of the reporting date. Pillar 3 documents are available on MBL's U.S. Investors' Website.

Banking Group Basel III Tier 1 capital

	As at Mar 13	
	Harmonized Basel III	APRA Basel III
	A$m	A$m
Common equity Tier 1 capital		
Paid-up ordinary share capital	7,680	7,680
Reserves	(574)	(574)
Retained earnings	1,202	1,202
Gross common equity Tier 1 capital	**8,308**	**8,308**
Deductions from common equity Tier 1 capital:		
Goodwill	136	136
Deferred tax assets	169	200
Intangible component of investments in non-consolidated subsidiaries and other entities	380	380
Loan and lease origination fees and commissions paid to mortgage originators and brokers	-	86
Shortfall in provisions for credit losses	140	140
Equity exposures	-	1,455
Other common equity Tier 1 capital deductions	217	239
Total Common Equity Tier 1 capital deductions	**1,042**	**2,636**
Net common equity Tier 1 capital	**7,266**	**5,672**
Additional Tier 1		
Additional Tier 1 capital	647	647
Gross additional Tier 1 capital	**647**	**647**
Deduction from additional Tier 1 capital:		
Holdings of Additional Tier 1 capital instruments in financial institutions	-	-
Net additional Tier 1 capital	**647**	**647**
Net Tier 1 capital	**7,913**	**6,319**

Banking Group Basel III Risk-Weighted Assets (RWA)

	As at Mar 13	
	Harmonized Basel III	**APRA Basel III**
	A$m	**A$m**
Credit risk – Risk-Weighted Assets (RWA)		
Subject to IRB approach:		
Corporate	15,532	15,532
SME Corporate	1,597	1,597
Sovereign	734	734
Bank	1,644	1,644
Residential mortgage	1,496	2,179
Other retail	4,613	4,613
Total RWA subject to IRB approach	**25,616**	**26,299**
Specialized lending exposures subject to slotting criteria	**4,683**	**4,683**
Subject to Standardized approach:		
Corporate	1,013	1,013
Sovereign	-	-
Bank	100	100
Residential mortgage	482	482
Other retail	1,172	1,172
Total RWA subject to Standardized approach	**2,767**	**2,767**
Credit risk RWA for Securitization exposures	945	945
RWA for other assets	5,820	5,617
Total credit risk RWA	**39,831**	**40,311**
Equity risk exposures RWA	4,618	-
Market risk RWA	4,536	4,536
Credit Valuation Adjustment RWA	2,633	2,633
Exposures to Central Counterparties RWA	1,177	1,177
Operational risk RWA	8,125	8,125
Interest rate risk in banking book RWA	-	-
Scaling factor (6%) applied to IRB exposures	1,537	1,578
Total Banking Group RWA	**62,457**	**58,360**
Capital ratios		
MBL Group Common equity Tier 1 capital ratio (%)	11.6	9.7
MBL Group Tier 1 capital ratio (%)	12.7	10.8

Statutory consolidated statement of financial position

	As at		
	Mar 13	Mar 12	Movement
	A$m	A$m	%
Assets			
Receivables from financial institutions	13,899	15,340	(9)
Trading portfolio assets	18,853	11,545	63
Derivative assets	14,595	21,951	(34)
Investment securities available-for-sale	14,190	16,285	(13)
Other assets	6,685	7,444	(10)
Loan assets held at amortized cost	47,926	44,095	9
Other financial assets at fair value through profit or loss	4,645	5,962	(22)
Life investment contracts and other unitholder investment assets	7,247	5,908	23
Due from related body corporate entities	1,060	1,118	(5)
Property, plant and equipment	5,352	4,835	11
Interests in associates and joint ventures accounted for using the equity method	528	707	(25)
Intangible assets	795	874	(9)
Deferred tax assets	262	105	150
Total assets	**136,037**	**136,169**	<1
Liabilities			
Trading portfolio liabilities	1,384	3,507	(61)
Derivative liabilities	14,725	20,897	(30)
Deposits	40,966	37,014	(11)
Other liabilities	6,966	7,766	(10)
Payables to financial institutions	15,180	9,078	67
Other financial liabilities at fair value through profit or loss	919	1,688	(46)
Life investment contracts and other unitholder liabilities	7,218	5,897	22
Due to related body corporate entities	5,456	3,022	81
Debt issued at amortized cost	31,826	35,068	(9)
Provisions	104	99	5
Deferred tax liabilities	435	536	(19)
Total liabilities excluding loan capital	**125,179**	**124,572**	<1
Loan capital			
Subordinated debt at amortized cost	2,203	2,176	1
Subordinated debt at fair value through profit or loss	-	150	(100)
Total loan capital	**2,203**	**2,326**	(5)
Total liabilities	**127,382**	**126,898**	<1
Net assets	**8,655**	**9,271**	(7)
Equity			
Contributed equity	8,077	8,077	-
Reserves	(645)	(617)	5
Retained earnings	1,131	1,743	(35)
Total capital and reserves attributable to ordinary equity holders of MBL	8,563	9,203	(7)
Non-controlling interests	92	68	35
Total equity	**8,655**	**9,271**	(7)

Total assets of A$136.0 billion at March 31, 2013 was broadly in line with A$136.2 billion at March 31, 2012. Key movements included:

- Receivables from financial institutions decreased 9% from A$15.3 billion at March 31, 2012 to A$13.9 billion at March 31, 2013 predominantly due to reduced reverse repurchase activity in Group Treasury;

- Trading portfolio assets increased 63% from A$11.5 billion at March 31, 2012 to A$18.9 billion at March 31, 2013 primarily as a result of increased trading activity in Fixed Income, Currencies & Commodities and Macquarie Securities;

- Derivative assets decreased 34% from A$22.0 billion at March 31, 2012 to A$14.6 billion at March 31, 2013 and derivative liabilities decreased 30% from A$20.9 billion at March 31, 2012 to A$14.7 billion at March 31, 2013 due to the impact of price movements in commodities on positions in Fixed Income, Currencies & Commodities;

- Investment securities available for sale decreased 13% from A$16.3 billion at March 31, 2012 to A$14.2 billion at March 31, 2013 and other financial assets at fair value through profit or loss decreased 22% from A$6.0 billion at March 31, 2012 to A$4.6 billion at March 31, 2013 mainly due to liquidity management activities within Group Treasury;

- Other assets decreased 10% from A$7.4 billion at March 31, 2012 to A$6.7 billion at March 31, 2013 and other liabilities decreased 10% from A$7.8 billion at March 31, 2012 to A$7.0 billion at March 31, 2013 mainly due to a reduction in unsettled trade receivables and payables at the end of the 2013 Fiscal Year in Macquarie Securities;

- Loan assets increased 9% from A$44.1 billion at March 31, 2012 to A$47.9 billion at March 31, 2013 primarily due to organic growth in the finance leasing books in Corporate & Asset Finance and increased asset backed lending in Europe by Macquarie Funds; and

- Life investment contracts and other unitholder investment assets increased 23% from A$5.9 billion at March 31, 2012 to A$7.2 billion at March 31, 2013 largely due to increased net applications into True Index funds within Macquarie Funds. A corresponding increase was reflected in life investment contracts and other unitholder liabilities.

Total liabilities (excluding loan capital) of A$125.2 billion at March 31, 2013 was broadly in line with A$124.6 billion at March 31, 2012. Key movements included:

- Trading portfolio liabilities decreased 61% from A$3.5 billion at March 31, 2012 to A$1.4 billion at March 31, 2013 largely due to reductions in short positions held by Macquarie Securities and Group Treasury;

- Deposits increased 11% from A$37.0 billion at March 31, 2012 to A$41.0 billion at March 31, 2013 primarily due to continuing growth in cash management account balances in Banking & Financial Services and increased margin deposits placed by Futures clients in Fixed Income, Currencies & Commodities;

- Payables to financial institutions increased 67% from A$9.1 billion at March 31, 2012 to A$15.2 billion at March 31, 2013 due to increased repurchase agreement activity, driven by the funding requirement resulting from the increase in trading portfolio assets; and

- Debt issued at amortized cost decreased 9% from A$35.1 billion at March 31, 2012 to A$31.8 billion at March 31, 2013 largely due to the run off of securitized mortgages in Banking & Financial Services and the buyback of certain debt by Group Treasury. This was partly offset by new debt issuances by Fixed Income, Currencies & Commodities and Group Treasury.

Total equity of A$8.7 billion at March 31, 2013 decreased 7% from A$9.3 billion at March 31, 2012. This was largely driven by a net decrease in retained earnings of A$612 million due to a A$1.3 billion dividend payment, which was partially offset by profit attributable to equity holders of MBL Group of A$671 million.

Loan assets

This description of our funded loan assets is based on the funded balance sheet of MBL Group and not the statutory balance sheet classification.

	As at		
	Mar 13	**Mar 12**	**Movement**
	A$b	**A$b**	**%**
Loan assets at amortized cost per statutory balance sheet	47.9	44.1	9
Other loans held at fair value[1]	1.2	1.8	(33)
Operating lease assets	5.1	4.7	9
Other reclassifications[2]	0.3	0.2	50
Less: loans held by consolidated SPEs which are available as security to noteholders and debt providers[3]	(10.5)	(12.5)	(16)
Less: segregated funds[4]	(1.1)	(0.6)	83
Less: margin balances (reclassed to trading)[5]	(1.4)	(1.6)	(13)
Total per funded balance sheet[6]	**41.5**	**36.1**	15

1 Excludes other loans held at fair value that are self-funded.
2 Reclassification between loan assets and other funded balance sheet categories.
3 Excludes notes held by MBL Group in consolidated Special Purpose Entities (SPE).
4 These represent the assets and liabilities that are recognized where MBL 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.
5 For the purposes of the funded balance sheet, margin balances are treated as trading assets rather than loan assets.
6 Total loan assets per the funded balance sheet includes self securitization assets.

For the 2013 and 2012 fiscal years, funded loan assets of MBL Group consisted of:

	Year ended		
	Mar 13	**Mar 12**	**Movement**
	A$b	**A$b**	**%**
Mortgages:			
Australia	6.8	3.0	127
United States	0.7	0.7	-
Canada	6.7	8.2	(18)
Other	0.2	0.1	100
Total mortgages	**14.4**	**12.0**	20
Structured investments	3.3	2.5	32
Banking	4.0	4.0	-
Real estate	2.3	1.8	28
Resources and commodities	2.3	1.8	28
Leasing (financing and operating)	9.1	7.7	18
Corporate lending	4.7	5.6	(16)
Other lending	1.4	0.7	100
Total	**41.5**	**36.1**	15

Our funded loan asset portfolio comprises diverse, secured assets:

Loan category	Asset security
Mortgages..........	Secured by residential property and supported by mortgage insurance. • 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........	Loans to retail and wholesale counterparties that are secured against equities, investment funds or cash, or are protected by capital guarantees at maturity.
Banking	Secured relationship managed loan portfolio to professional and financial services firms, real estate industry clients, insurance premium funding and other small business clients. Secured largely by real estate, working capital, business cash flows and credit insurance. The 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 (aircraft, motor vehicles and specialized equipment), diversified portfolio by geography and security asset class.
Corporate lending	Diversified secured corporate lending, subject to regular recoverability review. Secured by a diverse range of corporate assets and other securities.
Other lending.....	Includes deposits with financial institutions held as collateral for trading positions.

Equity investments

Equity investments are reported in the following categories in the statutory balance sheet:

- Other financial assets at fair value through profit or loss
- Investment securities available-for-sale
- Investment in associates and joint ventures.

The classification is driven by a combination of the level of influence MBL 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 which are not investments in Macquarie-managed funds.

The tables below set out the composition of these categories of equity investments for the 2013 and 2012 fiscal years.

Equity investments reconciliation

	As at	
	Mar 13	**Mar 12**
	A$m	**A$m**
Equity investments		
Statutory balance sheet		
Equity investments within other financial assets at fair value through profit or loss	2,243	2,131
Equity investments within investment securities available-for-sale	482	636
Interests in associates and joint ventures accounted for using the equity method	528	707
Total equity investments per statutory balance sheet	**3,253**	**3,474**
Adjustment for funded balance sheet		
Equity hedge positions[1]	(2,114)	(2,070)
Total funded equity investments	**1,139**	**1,404**
Adjustments for equity investments analysis		
Available-for-sale reserves[2]	(93)	(124)
Associates reserves[3]	(1)	(2)
Total adjusted equity investments[4]	**1,045**	**1,278**

1 These relate to assets held for the purposes of economically hedging MBL Group's fair valued liabilities to external parties arising from various equity linked instruments. Consequently, these have been excluded from the analysis of equity investment exposures.

2 Available-for-sale reserves on equity investments (gross of tax) that will be released to income upon realization of the investment, excluding investments in which MBL Group has no economic exposure.

3 Associates reserves (gross of tax) that will be released to income upon realization of the investment.

4 The adjusted book value represents the total net exposure to MBL Group.

Euro-zone exposures

This table includes MBL Group's exposures to Euro-zone countries that are currently experiencing significant economic, fiscal and/or political strains, due to which the likelihood of default by sovereign governments and non-sovereign entities based in those countries is higher than would be anticipated in the absence of such factors. The exposures below are represented gross unless cash collateral has been pledged, which is the case for certain derivative exposures. The total exposure to these countries is predominantly fully funded with minimal unfunded committed exposures.

MBL continues to monitor these exposures but notes that due to their size and associated security they are not considered to be material in relation to overall balance sheet size.

	As at Mar 31, 2013			
		Non sovereign exposure		
Financial instrument	**Sovereign exposure**	**Financial institutions**	**Corporate**	**Total exposure**
	A$m	**A$m**	**A$m**	**A$m**
Italy				
Loans, receivables & commitments[1]	-	-	1.4	1.4
Derivative assets[2]	-	-	0.2	0.2
Italy totals	**-**	**-**	**1.6**	**1.6**
Spain				
Loans, receivables & commitments[1]	-	11.6	86.9	98.5
Derivative assets[2]	-	1.3	2.4	3.7
Spain totals	**-**	**12.9**	**89.3**	**102.2**
Portugal				
Loans, receivables & commitments[1]	-	-	82.0	82.0
Derivative assets[2]	-	-	12.9	12.9
Portugal totals	**-**	**-**	**94.9**	**94.9**
Ireland				
Loans, receivables & commitments[1]	-	5.3	206.4	211.7
Derivative assets[2]	-	-	1.6	1.6
Ireland totals	**-**	**5.3**	**208.0**	**213.3**
Greece				
Loans, receivables & commitments[1]	-	-	3.3	3.3
Derivative assets[2]	-	-	-	-
Greece totals	**-**	**-**	**3.3**	**3.3**
Cyprus				
Loans, receivables & commitments[1]	-	-	11.9	11.9
Derivative assets[2]	-	-	-	-
Cyprus totals	**-**	**-**	**11.9**	**11.9**
Total exposure	**-**	**18.2**	**409.0**	**427.2**

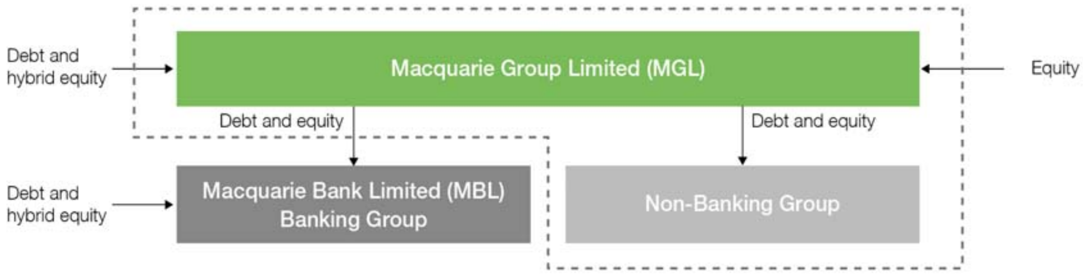
1 Includes debt instruments held as loans, hold-to-maturity securities or available-for-sale securities, measured on an amortized cost basis. Includes finance lease receivables, but does not include assets which are on operating leases. Unfunded commitments are measured as the value of the commitment.

2 Derivative asset exposures represent the sum of positive mark-to-market counterparty positions, net of any cash collateral held against such positions.

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 structure of MGL Group is 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. MGL Group's and MBL Group's liquidity policies are approved by their respective Boards after endorsement by the Asset and Liability Committee and liquidity reporting is provided to the MGL and MBL Boards on a monthly basis. The Asset and Liability Committee includes the Chief Executive Officer, MBL Chief Executive Officer, Chief Financial Officer, Chief Risk Officer 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.

Liquidity policy and principles

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.

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 at least annually
- A funding strategy is prepared annually and the funding position is monitored on an ongoing basis 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 and strong relationships are maintained.

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 and MBL 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 and MBL's ability to meet all repayment obligations under each scenario and determine the capacity for asset growth.

The scenarios separately consider the requirements of the Banking Group, Non-Banking Group and MGL Group. They are run over a number of timeframes and a range of conservative assumptions are used including 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 to ensure 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 at all times.

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 remainder must be approved by Group Treasury and Risk Management before inclusion in the liquid asset portfolio. As at March 31, 2013, 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, other 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 although liquid assets denominated in U.S. dollars or other currencies are held where appropriate.

MBL Group had A$18.0 billion cash and liquid assets at March 31, 2013 (March 31, 2012: A$20.9 billion).

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.

MBL is a global financial institution, with bank branches and subsidiaries in a variety of countries. Regulations in certain countries may require some branches or subsidiaries to have specific local contingency plans to that region. Where that is the case, the liquidity contingency plan contains a supplement providing the specific information required for those branches or subsidiaries.

Funding transfer pricing

An internal funding transfer pricing framework is in place which aims to align businesses (including MBL Group) with the overall funding strategy of MGL Group. Under this framework the costs of long- and short-term funding are charged out, and credits are made, to business units that provide long-term stable funding.

Credit ratings

As at March 31, 2013, the credit ratings for MBL Group were as follows:

	Macquarie Bank Limited		
Rating agency[1]	**Short-term**	**Long-term**	**Long-term rating outlook**
Fitch Ratings	F-1	A	Stable
Moody's Investors Service	P-1	A2	Stable
Standard & Poor's	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.

Regulatory developments

In November 2011, APRA released its draft liquidity standard (APS 210) and discussion paper detailing the local implementation of the Basel III liquidity framework. APRA's proposals incorporate the two quantitative metrics put forward by the Basel Committee: the Liquidity Coverage Ratio ("*LCR*") and the Net Stable Funding Ratio ("*NSFR*"). In January 2013, the Basel Committee released its final requirements for the LCR, however these are subject to local implementation by APRA. Other regulators in jurisdictions where MBL operates are yet to release final Basel III liquidity standards.

The LCR requires liquid assets to be held to cover cash outflows under a combined 'idiosyncratic' and market-wide stress scenario lasting 30 days. The ratio is subject to an observation period prior to being introduced as a minimum requirement by APRA in 2015.

MBL expects that it will meet the overall requirements of the LCR. However, the APRA standards are not final and the ratio may therefore be subject to change prior to local implementation.

The NSFR is a 12 month structural funding metric, requiring that 'available stable funding' be sufficient to cover 'required stable funding', where 'stable' funding has an actual or assumed maturity of greater than 12 months. As with the LCR, the NSFR is subject to an observation period prior to being introduced as a minimum requirement by APRA in 2018.

MBL has minimal reliance on short-term funding and has sufficient cash and liquid assets to repay all short-term wholesale funding. In addition, MBL's internal liquidity policy requires that term assets are funded with term liabilities. MBL expects that it will meet the overall requirements of the NSFR. However, the APRA standards have not yet been finalized and will be subject to change over the consultation period.

MBL continues to monitor developing liquidity regulations. See "Regulation and supervision — Australia — APRA" for further information.

Funded balance sheet

MBL's statutory balance sheet 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 MBL.

The table below reconciles the reported assets of the consolidated MBL Group to the net funded assets at March 31, 2013.

MBL Group	**As at**
	Mar 13
	A$b
Total assets per MBL statutory balance sheet	**136.0**
Accounting deductions:	
Self funded trading assets[1]	(13.3)
Derivative revaluation accounting gross-ups[2]	(14.2)
Life investment contracts and other segregated assets[3]	(11.5)
Outstanding trade settlement balances[4]	(3.6)
Short-term working capital assets[5]	(3.5)
Intercompany gross-ups	(5.3)
Non-recourse funded assets:	
Securitized and non-recourse assets[6]	(10.7)
Net funded assets	73.9

1. *Self funded trading assets.*MBL enters into stock borrowing and lending as well as repurchase agreements and reverse repurchase agreements in the normal course of trading activity that it conducts with its clients and counterparties. Also as part of its trading activities, MBL pays and receives margin collateral on its outstanding derivative positions. These trading related asset and liability positions are presented gross on the balance sheet but are viewed as being self funded to the extent that they offset one another and, therefore, are netted as part of this adjustment.

2 *Derivative re-valuation accounting gross-ups.* MBL Group's derivative activities are mostly client driven with client positions hedged by offsetting 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 MBL 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 *Outstanding trade settlement balances.* At any particular time MBL 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 MBL 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, MBL 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 and non-recourse assets.* These represent assets that are funded by third parties with no recourse to MBL including lending assets (mortgages and leasing) sold down into external securitization entities or transferred to external funding warehouses.

Term funding initiatives

The table below sets out MBL Group's term funding transactions in the year ended March 31, 2013:

Funding source	Year ended Mar 13 Banking Group A$bn
Securitized assets	
Term securitization and other secured finance	3.2
Issued paper	
Senior debt	4.5
Syndicated loan facility	
Term unsecured finance	0.2
Total	**7.9**

In the year ended March 31, 2013, MBL Group raised A$7.9 billion of term funding, including A$3.2 billion of term secured finance, and A$4.7 billion of term wholesale funding.

Under the Rule 144A/Regulation S Medium Term Note Program, MBL issued US$700 million and US$750 million of senior debt on July 18, 2012 and July 27, 2012, respectively.

Wholesale term issuance of A$4.7 billion includes A$2.2 billion in private placements and structured notes, A$1.4 billion in USD senior unsecured debt issuance, A$0.9 billion senior unsecured issuance in the Swiss market and A$0.2 billion syndicated loan facility with 17 Taiwanese banks. Term secured finance of A$3.2 billion includes A$1.9 billion of SMART auto and equipment ABS, A$0.7 billion of PUMA RMBS, A$0.2 billion of MEF US equipment ABS and A$0.4 billion of other secured funding.

Funding profile for the Banking Group

The funded balance sheet of the Banking Group as at March 31, 2013:

	As at	
	Mar 13	Mar 12
Banking Group	**A$b**	**A$b**
Funding sources		
Wholesale issued paper:[1]		
Negotiable certificates of deposits	1.4	1.7
Commercial paper	3.5	4.6
Net trade creditors[2]	-	0.7
Structured notes[3]	1.4	1.7
Secured funding[4]	9.3	10.7
Bonds[5]	10.7	9.5
Other loans[6]	0.5	0.1
Deposits:[7]		
Retail deposits	31.0	29.0
Corporate and wholesale deposits	5.2	4.9
Loan capital[8]	2.2	2.3
Equity and hybrids[9]	8.7	9.2
Total	**73.9**	**74.4**

Funded assets		
Cash and liquid assets[10]	18.0	20.9
Self securitization[11]	6.2	3.0
Net trading assets[12]	14.5	14.5
Loan assets less than one year[13]	9.6	7.3
Loan assets greater than one year[13]	25.7	25.8
Debt investment securities[14]	2.1	2.3
Non-Banking Group deposit with MBL	(4.2)	(1.7)
Co-investment in Macquarie-managed funds and other equity investments[15]	1.1	1.4
Property, plant and equipment and intangibles	1.0	0.9
Net trade debtors[16]	(0.1)	-
Total	**73.9**	**74.4**

1 *Wholesale issued paper.* Unsecured short-term wholesale funding comprised of both Negotiable Certificates of Deposits and Commercial Paper.

2 *Net trade creditors.* Short–term working capital balances (debtors and creditors) are created through the day-to-day operations of MBL 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 *Deposits.* Unsecured funding from retail, corporate and wholesale depositors. The Australian Government guarantee is made available on eligible deposits in MBL.

8 *Loan capital.* Long-term subordinated debt and Convertible Preference Securities.

9 *Equity and hybrids.* Equity balances are comprised of issued capital, retained earnings and reserves. Hybrid instruments include the MIPS and the MIS.

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 *Self securitization.* This represents Australian mortgages which have been internally securitized and is a form of collateral on the RBA's list of eligible securities for repurchase agreements.

[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" in this Report for further information.

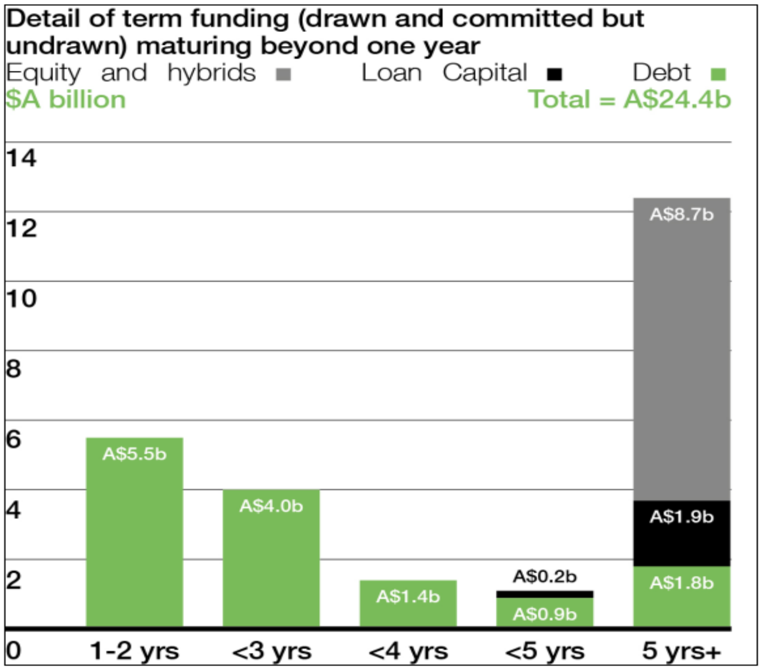
[14] *Debt investment securities.* These include various categories of debt securities including asset backed securities, bonds, commercial mortgage backed securities and residential mortgage backed securities.

[15] *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.

[16] *Net trade debtors.* Short-term working capital balances (debtors and creditors) are created through the day-to-day operations of MBL Group. A net funding use (or source) will result due to timing differences in cash flows.

As at March 31, 2013, deposits represented A$36.2 billion, or 49% of total funding, short-term wholesale issued paper represented A$4.9 billion, or 7% of total funding, and other debt funding maturing within 12 months represented A$8.4 billion, or 12% 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, 2013:



	As at Mar 13					
	1-2 yrs	2-3 yrs	3-4 yrs	4-5 yrs	5 yrs+	Total
Banking Group	A$b	A$b	A$b	A$b	A$b	A$b
Structured notes	0.3	0.1	-	0.3	0.3	1.0
Secured funding	2.5	2.9	-	-	0.5	5.9
Bonds	2.7	1.0	1.4	0.6	1.0	6.7
Total debt	**5.5**	**4.0**	**1.4**	**0.9**	**1.8**	**13.6**
Loan capital	-	-	-	0.2	1.9	2.1
Equity and hybrid	-	-	-	-	8.7	8.7
Total funding sources drawn	**5.5**	**4.0**	**1.4**	**1.1**	**12.4**	**24.4**
Undrawn	-	-	-	-	-	-
Total funding sources drawn and undrawn	**5.5**	**4.0**	**1.4**	**1.1**	**12.4**	**24.4**

The Banking Group has diversity of funding by both source and maturity. Term funding beyond one year (excluding equity) has a weighted average term to maturity of 3.6 years.

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 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$7.4 billion of debt securities outstanding at March 31, 2013;

- US$10 billion Commercial Paper Program under which US$2.3 billion of debt securities were outstanding at March 31, 2013; and

- US$20 billion Rule 144A/Regulation S Medium Term Note Program incorporating both Government guaranteed and unguaranteed securities. At March 31, 2013, US$6.8 billion had been issued under the Rule 144A/Regulation S Medium Term Note Program.

MBL Group accesses the Australian capital markets through the issuance of Negotiable Certificates of Deposits. At March 31, 2013, MBL Group had A$1.4 billion of these securities outstanding.

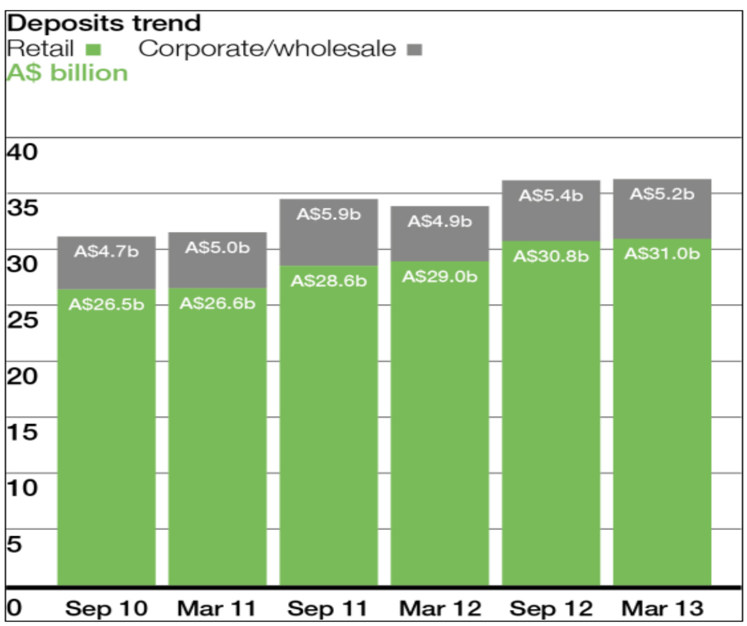
MBL Group, as an ADI, has access to liquidity from the RBA's daily market operations. At March 31, 2013, MBL Group had internally securitized A$6.2 billion of its own mortgages, which is a form of collateral on the RBA's list of eligible securities for repurchase agreements.

Deposit strategy

MBL continues to pursue a deposit strategy that is consistent with the core liquidity management principle of achieving diversity and stability of funding sources. The strategy is focused on growing the retail deposit base, which generally represents a more stable and reliable source of funding and reduces MBL'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.

The majority of MBL's deposits continue to be covered by the Financial Claims Scheme. The value cap on the deposits is set at A$250,000, which was reduced from A$1 million in February 2012.

The chart below illustrates MBL Group's strong retail deposit growth since September 2010.



Lease commitments, contingent liabilities and assets

We do not expect our lease commitments to have a significant effect on our liquidity needs. See Note 35 "Lease commitments" to our 2013 annual financial statements for further information. Lease 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, 2013, MBL Group had A$3.4 billion of contingent liabilities and commitments, including A$1.0 million of contingent liabilities and A$2.4 billion of commitments under undrawn credit facilities. See Note 34 "Contingent liabilities and commitments" to our 2013 annual financial statements which shows MBL Group's contingent liabilities and commitments at March 31, 2013.

Quantitative and qualitative disclosures about market risk

Each year we prepare a detailed analysis of market risk as it applies to MBL Group and a quantitative analysis of MBL Group's value at risk for equities, interest rates, foreign exchange and bullion, and commodities, individually and in the aggregate thereof. See Note 37 "Financial risk management" to MBL Group's 2013 annual financial statements for a quantitative and qualitative discussion of these risks.

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