



MACQUARIE CASH MANAGEMENT TRUST

ARSN 086 886 606
Responsible Entity:
Macquarie Investment Management Limited
ABN 66 002 867 003

LODGE YOUR VOTE

By mail:
Macquarie Investment Management Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia

By fax: +61 2 9287 0309

By scan and email: macquarie@linkmarketservices.com.au

Or by the other methods specified on the back page.

All enquiries to:

Telephone: 1800 614 378
or +61 2 8245 4249

PROXY FORM

I/We being a unit holder(s) of Macquarie Cash Management Trust (CMT) and entitled to attend and vote hereby appoint:

STEP 1

APPOINT A PROXY

the Chairman of the Meeting (mark box)

OR if you are NOT appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate you are appointing as your proxy or the name of the office held by the proxy,

or failing the person/body corporate named, or if no person/body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the Meeting on my/our behalf in accordance with the following instructions (or if no instructions have been given, as the proxy sees fit) and to vote for me/us on my/our behalf at the Unit holder Meeting of Macquarie CMT to be held at 2pm on Thursday, 22 April 2010, at Bayside Auditorium, Sydney Convention and Exhibition Centre, Darling Harbour, Sydney NSW 2000 and at any adjournment or postponement of the meeting.

Proxies will only be valid and accepted by Macquarie Investment Management Limited if they are signed and received no later than 2pm on Tuesday, 20 April 2010.

Please read the voting instructions overleaf before marking any boxes with an

STEP 2

VOTING DIRECTIONS

Resolution 1: Amendment of the Constitution

Resolution 1 is to be proposed as a special resolution for the purposes of the *Corporations Act 2001* (Cth) ("Act") and as an extraordinary resolution as defined in, and for the purposes of, the Constitution of the Trust.

For Against

Proposed resolution 1: "That the Constitution of the Trust be modified as set out in the Supplemental Deed tabled at the Meeting and initialled by the Chairman, and that Macquarie Investment Management Limited be authorised to do all things necessary to give effect to this resolution, including executing and lodging the Supplemental Deed with the Australian Securities and Investments Commission."

Resolution 2: Approval of the Proposal

Resolution 2 is to be proposed as an ordinary resolution.

Proposed resolution 2: "That subject to Resolution 1 being passed, approval is given for Macquarie Investment Management Limited to implement the Proposal as described in the Explanatory Memorandum accompanying the notice convening this Meeting."

STEP 3

SIGNATURE OF UNIT HOLDERS - THIS MUST BE COMPLETED

Unit holder 1 (Individual)

Sole Director and Sole Company Secretary

Joint Unit holder 2 (Individual)

Director/Company Secretary (Delete one)

Joint Unit holder 3 (Individual)

Director

This form should be signed by the unit holder. If a joint holding, either unit holder may sign. If signed by the unit holder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution or section 127(l) of the *Corporations Act 2001* (Cth).

CMTU PRX001



HOW TO COMPLETE THIS PROXY FORM

Your Name and Address

This is your name and address as it appears on Macquarie CMT's unit register. If this information is incorrect, please make the correction on the form. Unit holders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your units using this form.**

Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. You may direct on the Proxy Form how the Chairman of the Meeting is to vote, and they must vote in respect of your units as you have directed. If your proxy is the Chairman of the Meeting and you do not indicate on this proxy form the way your proxy must vote, you will be taken to have directed the Chairman of the Meeting to exercise your votes in favour of the resolution. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person or name of the office held by your proxy in Step 1. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a unit holder of Macquarie CMT. A proxy may be an individual or a body corporate.

Votes on the Resolution - Proxy Appointment

You may direct your proxy how to vote by placing a mark in one of the boxes in Step 2. All your units will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of units you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes in Step 2, your proxy may vote as he or she chooses. Please initial any change you make to correct an error in completing the Proxy Form.

Appointment of a Second Proxy


You are entitled to appoint up to two persons as proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning Macquarie CMT's unit registry on 1800 614 378 (or if calling from outside Australia on +61 2 8245 4249) or you may copy this form and return them both together.


Lodgement of a Proxy

This Proxy Form (and any Power of Attorney or other authority under which it is signed) must be received at an address given below by 2pm on Tuesday, 20 April 2010, being not later than 48 hours before the scheduled commencement of the meeting. Any Proxy Form received after that time will not be valid.

Please return your proxy forms in the reply paid envelope (if posting within Australia) or:

 **by mail:**
Macquarie Investment Management Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia

 **by fax:**
+61 2 9287 0309

 **by hand:**
delivering it to Link Market Services Limited, Level 12, 680 George Street, Sydney NSW 2000.

 **by scan and email:**
scan your signed proxy form and email to macquarie@linkmarketservices.com.au

Alternatively, proxy forms may be sent to MIML's registered office: C/- Company Secretarial, Mezzanine Level, No. 1 Martin Place, Sydney NSW 2000

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of units applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- (b) return both forms together.

Signing Instructions

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either unit holder may sign.

Power of Attorney or other authority: to sign under Power of Attorney or other authority, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney or other authority to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

Corporate Representatives

If a representative of a corporate unit holder is to attend the meeting the appropriate "Certificate of Appointment of Body Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate was included with the Notice of Meeting package. A copy may be obtained from Macquarie CMT's unit registry, Link Market Services Limited, Locked Bag A14, Sydney South NSW 1235.

If you would like to attend and vote at the Unit holder Meeting, please bring this form and a certified copy of any Power of Attorney or other authority under which it is signed with you. This will assist in registering your attendance.