MACQUARIE GROUP LTD

Form 4

January 02, 2019

FORM 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

obligations

Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * MACQUARIE GROUP LTD

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

below)

Macquarie Infrastructure Corp [MIC]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

Director Officer (give title X__ 10% Owner _ Other (specify

LEVEL 6, 50 MARTIN PLACE, SYDNEY, NEW SOUTH **WALES 2000**

(Street)

(State)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

(Month/Day/Year)

12/31/2018

Form filed by One Reporting Person _X_ Form filed by More than One Reporting

Person

AUSTRALIA, C3

(City)

1.Title of	2. Transaction Date	2A. Deemed	3.
Security	(Month/Day/Year)	Execution Date, if	Trans
(Instr. 3)		any	Code
		(Month/Day/Year)	(Instr

(Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) saction Disposed of (D) (Instr. 3, 4 and 5) r. 8)

5. Amount of 6. 7. Nature of Securities Ownership Indirect Beneficially Form: Beneficial Owned Direct (D) Ownership or Indirect Following (Instr. 4) Reported (I) (Instr. 4)

 $I^{(2)}$

(A) or Price (D)

Transaction(s) (Instr. 3 and 4)

Common

\$0.001 per

Stock, par value 12/31/2018

71,311 Α

Code V Amount

12,539,638

See footnote (2)

share

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	f 2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivativ	e Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	/Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr.	. 3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration	T:41-	or Namel		
						Exercisable	Date	Title	Number		
				C-1- V	(A) (D)				of		
				Code v	(A) (D)				Shares		

Relationshin

Reporting Owners

Reporting Owner Name / Address	Relationships				
Reporting owner runter runters	Director	10% Owner	Officer	Other	
MACQUARIE GROUP LTD LEVEL 6, 50 MARTIN PLACE SYDNEY, NEW SOUTH WALES 2000 AUSTRALIA, C3		X			
Macquarie Infrastructure Management (USA) INC 125 W. 55TH STREET NEW YORK, NY 10019	X	X			

Signatures

MGL - /s/ Charles Glorioso, Authorized Signatory, /s/ Paul Peduto, Authorized Signatory, MIMUSA - /s/ Simone Kovacic, Authorized Signatory, /s/ Diana Delgado, Authorized Signatory

01/02/2019

**Signature of Reporting Person

Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Represents shares of Common Stock issued to the reporting person upon reinvestment of base fees for the month ended November 30, **(1)** 2018.

Includes 62,200 shares held in various investment funds for which Macquarie Investment Management Global Limited, a subsidiary of (2) MGL, acts as investment advisor. MIMUSA holds the balance of the shares. Each reporting person disclaims beneficial ownership of all such securities except to the extent of its pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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