MACQUARIE GROUP LTD

Form 4 March 01, 2019

FORM 4

OMB APPROVAL

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

OMB Number:

3235-0287 January 31,

0.5

Check this box if no longer subject to

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

Expires: 2005 Estimated average

Section 16. Form 4 or Form 5 obligations

may continue.

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

burden hours per response...

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

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

Macquarie Infrastructure Corp [MIC]

(Check all applicable)

(Last)

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

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

LEVEL 6, 50 MARTIN PLACE, SYDNEY, NEW SOUTH

(Street)

WALES 2000

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

(Month/Day/Year)

02/28/2019

Applicable Line)

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

Form:

Person

below)

AUSTRALIA, C3

(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned					
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired (A)	5. Amount of	6.	7. Nature	
Security	(Month/Day/Year)	Execution Date,	if Transaction	or Disposed of (D)	Securities	Ownership	Indirect	

Security (Month/Day/Year) (Instr. 3)

Execution Date, if any (Month/Day/Year)

Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

Securities Beneficially Owned Following

are of Indirect Beneficial Direct (D) Ownership or Indirect (Instr. 4)

(A) or (D) Code V Amount

Reported (I) Transaction(s) (Instr. 4)

(Instr. 3 and 4)

Common

Stock, par value 02/28/2019

60,890 Α

Price

 $I^{(2)}$ 12,660,576

See footnote

(2)

\$0.001 per 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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerci	isable and	7. Title	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onNumber	Expiration Da	te	Amour	nt of	Derivative	1
Security	or Exercise		any	Code	of	(Month/Day/Y	(ear)	Underl	lying	Security	5
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						1
					(A) or						1
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
									of		
				Code V	(A) (D)				Shares		

Relationshin

Reporting Owners

Reporting Owner Name / Address	Relationships					
Reporting Owner Nume, Pruntess	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

03/01/2019

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

**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).
- (1) Represents shares of Common Stock issued to the reporting person upon reinvestment of base fees for the month ended January 31, 2019.
- 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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