

Macquarie Infrastructure Co LLC  
Form 8-K/A  
July 11, 2014

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K/A**

**Amendment No. 1**

**to**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d)**

**OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of Earliest Event Reported) – July 9, 2014

**MACQUARIE INFRASTRUCTURE COMPANY LLC**

(Exact Name of Registrant as Specified in Charter)

**DELAWARE**

(State or Other Jurisdiction  
of Incorporation)

**001-32384**

(Commission File Number)

**43-2052503**

(IRS Employer  
Identification No.)

**125 West 55th Street**

**10019**

**New York, New York**

(Address of Principal Executive Offices) (Zip Code)

**(212) 231-1000**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name or address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

EXPLANATORY NOTE

This Amendment No. 1 to the Current Report on Form 8-K of Macquarie Infrastructure Company LLC (the “Company”) filed on July 7, 2014 (the “Form 8-K”) is being filed to updated the unaudited pro forma combined consolidated financial statements (and notes thereto) of the Company contained in the Form 8-K for the pricing of the Company’s related financing transactions. The Form 8-K is otherwise unchanged.

**Item 9.01. Financial Statements and Exhibits.**

(b)Pro Forma Financial Information.

The unaudited pro forma combined consolidated financial statements (and notes thereto) of the Company giving effect to the IMTT Acquisition and the related financing transactions are filed herewith as Exhibit 99.2 and incorporated by reference herein.

(d)Exhibits.

<sup>99.2</sup>Unaudited pro forma combined consolidated financial statements (and notes thereto) of Macquarie Infrastructure Company LLC giving effect to the IMTT Acquisition and the proposed financing transactions.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MACQUARIE  
INFRASTRUCTURE COMPANY  
LLC**

By: /s/ James Hooke  
Name: James Hooke  
Title: Chief Executive Officer

Dated: July 10, 2014

**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
99.2	Unaudited pro forma combined consolidated financial statements (and notes thereto) of Macquarie Infrastructure Company LLC giving effect to the IMTT Acquisition and the related financing transactions.