

NEW YORK--([BUSINESS WIRE](#))--Macquarie Infrastructure Company LLC (the “Company” or “MIC”) (NYSE:MIC) announced today the pricing of an underwritten public offering of 10,000,000 LLC interests, or shares, at a price to the public of \$66.50 per share.

MIC has granted the underwriters a 30-day option to purchase up to an additional 1,500,000 shares. The offering is being made under the Company’s existing shelf registration statement filed with the Securities and Exchange Commission on April 8, 2013, as amended, and is expected to close on July 15, 2014, subject to customary closing conditions.

The Company also announced the pricing of \$305.0 million of convertible senior notes due July 2019 at a conversion premium of 27.5% over the public offering price of the shares of \$66.50. The convertible senior notes will yield 2.875% and will be convertible solely into shares of MIC. The size of the offering has been increased from \$250.0 million to \$305.0 million. In addition, the Company has granted the underwriters a 30-day option to purchase up to an additional \$45.0 million of convertible senior notes.

The Company expects to use the net proceeds from each of the offerings, together with the issuance of \$115.0 million of shares to the sellers of International-Matex Tank Terminals, or IMTT, to acquire the remainder of IMTT that it does not currently own. The balance of any net proceeds from the offerings will be used for general corporate purposes. MIC acquired its existing 50% stake in IMTT in May of 2006.

Barclays, J.P. Morgan, Macquarie Capital, RBC Capital, SunTrust Robinson Humphrey and Wells Fargo Securities are acting as joint book-running managers for the offerings.

This press release is neither an offer to sell nor a solicitation of an offer to buy LLC interests or convertible senior notes, nor shall there be any sale of LLC interests or convertible senior notes in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to the qualification under the securities laws of any such state or jurisdiction.

Each of the offerings will be made only by means of a prospectus supplement and accompanying prospectus, copies of which may be obtained from Barclays, c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY 11717, or by telephone at 1-888-603-5847 or by email at barclaysprospectus@broadridge.com, from J.P. Morgan, via Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, New York, 11717, or by telephone at 1-866-803-9204, from Macquarie Capital, Attention: Prospectus Department, 125 West 55th Street, 22nd Floor, New York, NY 10019, or by telephone at 1-888-268-3937, or by email at us.prospectus@macquarie.com, from RBC Capital Markets, 3 World Financial Center, 200 Vesey Street, 8th Floor, New York, New York 10281, Attention: Equity Syndicate, or by telephone at 1-877-822-4089, or by email at equityprospectus@rbccm.com, from SunTrust Robinson Humphrey, 3333 Peachtree Rd., NE, Atlanta, GA 30326, or by telephone at 1-404-926-5744, or by email at STRH.Prospectus@SunTrust.com, or from Wells Fargo Securities, 375 Park Avenue, New York, NY 10152, Attention: Equity Syndicate Dept., or by telephone at 1-800-326-5897, or by email at cmclientsupport@wellsfargo.com.

About Macquarie Infrastructure Company

Macquarie Infrastructure Company owns, operates and invests in a diversified group of infrastructure businesses providing basic services to customers in the United States. Its businesses consist of a gas processing and distribution business, Hawaii Gas, several entities comprising a Contracted Power and Energy segment, and a 50% interest in a bulk liquid terminals business, International-Matex Tank Terminals. MIC also owns and operates an airport services business, Atlantic Aviation. The Company is managed by a wholly-owned subsidiary of the Macquarie Group.

MIC is not an authorized deposit-taking institution for the purposes of the Banking Act 1959 (Commonwealth of Australia). The obligations of MIC do not represent deposits or other liabilities of Macquarie Bank Limited ABN 46 008 583 542 (MBL). MBL does not guarantee or otherwise provide assurance in respect of the obligations of MIC.

Forward-Looking Statements

This release contains forward-looking statements. MIC may, in some cases, use words such as “project”, “believe”, “anticipate”, “plan”, “expect”, “estimate”, “intend”, “should”, “would”, “could”, “potentially”, or “may” or other words that convey uncertainty of future events or outcomes to identify these forward-looking statements. Forward-looking statements in this release are subject to a number of risks and uncertainties, some of which are beyond MIC’s control and which are described in the Company’s filings with the Securities and Exchange Commission on Forms 10-K, 10-Q and 8-K. These risks and uncertainties include, among other things, changes in general economic or business conditions; its ability to service, comply with the terms of and refinance debt, successfully integrate and manage acquired businesses, retain or replace qualified employees, manage growth, make and finance future acquisitions, and implement its strategy; its shared decision-making with co-investors over investments including the distribution of dividends; its regulatory environment establishing rate structures and monitoring quality of service, demographic trends, the political environment, the economy, tourism, construction and transportation costs, air travel, environmental costs and risks, fuel and gas costs; its ability to recover increases in costs from customers, reliance on sole or limited source suppliers, risks or conflicts of interests involving its relationship with the Macquarie Group and changes in U.S. federal tax law.

MIC’s actual results, performance, prospects or opportunities could differ materially from those expressed in or implied by the forward-looking statements. Additional risks of which MIC is not currently aware could also cause its actual results to differ. In light of these risks, uncertainties and assumptions, you should not place undue reliance on any forward-looking statements. The forward-looking events discussed in this release may not occur. These forward-looking statements are made as of the date of this release. MIC undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

“Macquarie Group” refers to the Macquarie Group of companies, which comprises Macquarie Group Limited and its worldwide subsidiaries and affiliates. Macquarie Infrastructure Company LLC is not an authorized deposit-taking institution for the purposes of the Banking Act 1959 (Commonwealth of Australia) and its obligations do not represent deposits or other liabilities of Macquarie Bank Limited ABN 46 008 583 542 (MBL). MBL does not guarantee or otherwise provide assurance in respect of the obligations of Macquarie Infrastructure Company LLC.