

Macquarie Infrastructure CO LLC
 Form 4
 July 11, 2007

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 JOYCE FRANCIS T

2. Issuer Name and Ticker or Trading Symbol
 Macquarie Infrastructure CO LLC
 [MIC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

125 WEST 55TH STREET, 22ND FLR, C/O MACQUARIE INFRASTRUCTURE COMPANY

(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
 07/09/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Principal Financial Officer

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Limited Liability Company Interest | 07/09/2007 | | P | | 400 | A | \$ 40.9 |
| Limited Liability Company Interest | 07/09/2007 | | P | | 100 | A | \$ 40.89 |
| Limited Liability Company Interest | 07/09/2007 | | P | | 100 | A | \$ 40.44 |

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| | | | | | | | | |
|------------------------------------|------------|---|-----|---|----------|-------|---|--|
| Company Interest | | | | | | | | |
| Limited Liability Company Interest | 07/09/2007 | P | 300 | A | \$ 40.43 | 900 | D | |
| Limited Liability Company Interest | 07/09/2007 | P | 100 | A | \$ 40.42 | 1,000 | D | |
| Limited Liability Company Interest | 07/09/2007 | P | 500 | A | \$ 40.45 | 1,500 | D | |
| Limited Liability Company Interest | 07/09/2007 | P | 200 | A | \$ 40.45 | 1,700 | D | |
| Limited Liability Company Interest | 07/09/2007 | P | 300 | A | \$ 40.44 | 2,000 | D | |
| Limited Liability Company Interest | 07/09/2007 | P | 100 | A | \$ 40.43 | 2,100 | D | |
| Limited Liability Company Interest | 07/09/2007 | P | 100 | A | \$ 40.42 | 2,200 | D | |
| Limited Liability Company Interest | 07/09/2007 | P | 300 | A | \$ 40.41 | 2,500 | D | |

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

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(9-02)

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

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying | 8. Price of Derivative Security | 9. Nu Deriv Secur |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|-------------------|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|-------------------|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Securities (Instr. 3 and 4) | (Instr. 5) | Bene- Own- Follo- Repo- Trans- (Instr. |
|------------|------------------------------------|------------------|------------|---|--------------------------------|------------|---|
| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

JOYCE FRANCIS T
125 WEST 55TH STREET, 22ND FLR
C/O MACQUARIE INFRASTRUCTURE COMPANY
NEW YORK, NY 10019

Principal Financial Officer

Signatures

/s/ Heidi Mortensen,
Attorney-in-Fact

07/11/2007

__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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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