

Macquarie International Infrastructure Fund Limited

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a Special General Meeting (the “SGM”) of Macquarie International Infrastructure Fund Limited (the “Company” or “MIIF”) will be held at Novotel Singapore Clarke Quay, 177A River Valley Road, Singapore on 5 December 2012 at 2.00 p.m. for the purposes of considering and, if thought fit, passing, with or without modification, the following as ordinary resolutions:

1. To increase the maximum number of directors of the Company to nine pursuant to bye-law 56(a) of the bye-laws of the Company.
(Resolution 1)
2. To appoint Mr Christopher Brader as a Director with effect from the date of the SGM.
(Resolution 2)
3. To appoint Mr Nicholas Paris as a Director with effect from the date of the SGM.
(Resolution 3)
4. To appoint Mr Miles Staude as a Director with effect from the date of the SGM.
(Resolution 4)

By Order of the Board
MACQUARIE INTERNATIONAL INFRASTRUCTURE FUND LIMITED



Anne Bennett-Smith

Company Secretary
Bermuda
16 November 2012

Notes:

1. A registered shareholder of the Company (the “Shareholder”) entitled to attend and vote at the SGM who is a holder of two or more shares in the capital of the Company is entitled to appoint not more than two proxies to attend and vote in his stead. A proxy need not be a Shareholder.
2. The Depositor Proxy Form must be lodged at the registered office of the Company's Singapore Share Transfer Agent, M & C Services Private Limited, which up to 30 November 2012 is at 138 Robinson Road, #17-00 The Corporate Office, Singapore 068906 and from 1 December 2012, is at 112 Robinson Road, #05-01, Singapore 068902, not less than 48 hours before the time appointed for the SGM.
3. Explanatory Notes:

In the event that Resolution 1 is not passed, the maximum number of Directors approved by the Shareholders pursuant to Bye-law 56(a) is five.

As the Company currently has five Directors, no additional Directors can be proposed and hence Resolutions 2, 3 and 4 relating to the appointment of Mr Christopher Brader, Mr Nicholas Paris and Mr Miles Staude will not be proposed at the SGM.

None of the entities noted in this document is an authorised deposit-taking institution for the purposes of the *Banking Act 1959* (Commonwealth of Australia). The obligations of these entities 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 these entities.

