

BABCOCK & BROWN

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6 January 2009

Ms Marta Kielich
Adviser, Issuers (Sydney)
Australian Stock Exchange Limited
20 Bridge Street
Sydney NSW 2000

By email to: marta.kielich@asx.com.au

Dear Ms Kielich,

Babcock & Brown Limited – Response to Price Query

We refer to your letter dated 6 January 2009 requesting a response to certain questions. We respond to each of the questions as follows.

- 1. Is the Company aware of any information concerning it that has not been announced which, if known, could be an explanation for recent trading in the securities of the Company?**

No, the Company is not aware of any such information.

- 2. If the answer to question 1 is yes, can an announcement be made immediately? If not, why not and when is it expected that an announcement will be made?**

Not applicable - please see the answer to question 1.

- 3. Is there any other explanation that the Company may have for the price change and increase in volume in the securities of the Company?**

We note that in the announcement made by the Company on 4 December 2008 it was stated:

“Babcock & Brown has undertaken to have in place no later than 9 January 2009, a revised business plan acceptable to its banking syndicate that will address the repayment of the new short term funding facility and form the basis of discussions to restructure its balance sheet.”

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Babcock & Brown has submitted a proposal to the banking syndicate and following receipt of a response from the syndicate, which may or may not accept this proposal, Babcock & Brown will make a further announcement to the market. Babcock & Brown expects that the response will be delayed until the week commencing 12 January 2009.

Babcock & Brown notes that it has previously foreshadowed a debt for equity swap as part of any permanent capital restructuring. Any debt for equity swap or similar arrangement to allow Babcock & Brown to continue operating its business and selling assets as appropriate will significantly reduce the value of any existing equity.

4. Please confirm that the Company is in compliance with the listing rules and, in particular, listing rule 3.1.

We confirm that the Company is in compliance with the listing rules and, in particular, listing rule 3.1.

Yours sincerely



Company Secretary



ASX Markets Supervision Pty Ltd
ABN 26 087 780 489
20 Bridge Street
Sydney NSW 2000
PO Box H224
Australia Square
NSW 1215

Telephone 61 2 9227 0656
Facsimile 61 2 9241 7620
www.asx.com.au

6 January 2009

Ms. Sue Glenton
Group Company Secretary
Babcock & Brown Limited
2 Chifley Square, Sydney NSW

By Email

Dear Ms. Glenton,

Babcock & Brown Limited (the "Company")

RE: PRICE QUERY

We have noted a change in the price of the Company's securities from a low of \$0.21 on Monday 5 January 2009 to an intra day high of \$0.49 at the time of writing today. We have also noted an increase in the volume of trading in the securities over this period.

In light of the price change and increase in volume, please respond to each of the following questions.

1. Is the Company aware of any information concerning it that has not been announced which, if known, could be an explanation for recent trading in the securities of the Company?

Please note that as recent trading in the Company's securities could indicate that information has ceased to be confidential, the Company is unable to rely on the exceptions to listing rule 3.1 contained in listing rule 3.1A when answering this question.

2. If the answer to question 1 is yes, can an announcement be made immediately? If not, why not and when is it expected that an announcement will be made?

Please note, if the answer to question 1 is yes and an announcement cannot be made immediately, you need to contact us to discuss this and you need to consider a trading halt (see below).

3. Is there any other explanation that the Company may have for the price change and increase in volume in the securities of the Company?

4. Please confirm that the Company is in compliance with the listing rules and, in particular, listing rule 3.1.

Your response should be sent to me by e-mail or by facsimile on facsimile number (02) 9241 7620. It should not be sent to the Company Announcements Office.

Australian Securities Exchange

Australian Stock Exchange
Sydney Futures Exchange

Australian Clearing House
SFE Clearing Corporation

ASX Settlement and Transfer Corporation
Austraclear

Unless the information is required immediately under listing rule 3.1, a response is requested as soon as possible and, in any event, not later than half an hour before the start of trading (i.e. before 9.30 a.m. A.E.D.T) on Wednesday, 7 January 2009).

Under listing rule 18.7A, a copy of this query and your response will be released to the market, so your response should be in a suitable form and separately address each of the questions asked. If you have any queries or concerns, please contact me immediately.

Listing rule 3.1

Listing rule 3.1 requires an entity to give ASX immediately any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity's securities. The exceptions to this requirement are set out in listing rule 3.1A.

In responding to this letter you should consult listing rule 3.1 and Guidance Note 8 – Continuous Disclosure: listing rule 3.1.

If the information requested by this letter is information required to be given to ASX under listing rule 3.1 your obligation is to disclose the information immediately.

Your responsibility under listing rule 3.1 is not confined to, or necessarily satisfied by, answering the questions set out in this letter.

Trading halt

If you are unable to respond by the time requested, or if the answer to question 1 is yes and an announcement cannot be made immediately, you should consider a request for a trading halt in the Company's securities. As set out in listing rule 17.1 and Guidance Note 16 – Trading Halts we may grant a trading halt at your request. We require the request to be in writing. We are not required to act on your request. You must tell us each of the following.

- The reasons for the trading halt.
- How long you want the trading halt to last.
- The event you expect to happen that will end the trading halt.
- That you are not aware of any reason why the trading halt should not be granted.
- Any other information necessary to inform the market about the trading halt, or that we ask for.

The trading halt cannot extend past the commencement of normal trading on the second day after the day on which it is granted. If a trading halt is requested and granted and you are still unable to reply to this letter before the commencement of trading, suspension from quotation would normally be imposed by us from the commencement of trading if not previously requested by you. The same applies if you have requested a trading halt because you are unable to release information to the market, and are still unable to do so before the commencement of trading.

If you have any queries regarding any of the above, please let me know.

Yours Sincerely,

(sent electronically without signature)

Marta Kielich

Adviser, Issuers (Sydney)