

**Southern Cross Airports Corporation Holdings Limited**  
ACN 098 082 029

The Ulm Building  
1 Link Road  
Sydney International Airport NSW 2020

Telephone: + 61 2 9667 9299  
Facsimile: + 61 2 8338 4910  
Internet: [www.sydneyairport.com.au](http://www.sydneyairport.com.au)



Locked Bag 5000  
Sydney International Airport NSW 2020

26 October 2009

Australian Securities and Investment Commission  
Compliance Department  
GPO Box 9827  
SYDNEY NSW 2001

Dear Sirs

**SKIES Trust Deed – SCACH Directors Quarterly Report for the period ending 30 September 2009**

In accordance with s283BF (1)(b), we attach a copy of the signed SCACH Directors Quarterly Report for the period ending 30 September 2009. The original has been provided to the trustee.

Yours faithfully,

A handwritten signature in black ink, appearing to be "AL", with a long horizontal line extending to the right.

**Anthony Lenehan**  
Company Secretary  
Sydney Airport Corporation Limited

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22 October 2009

Mr Stenick Silavecky  
Manager Structured Finance  
Trust Company Limited  
Level 3, 35 Clarence Street  
SYDNEY NSW 2001

Dear Mr Silavecky

**SKIES Trust Deed - SCACH Directors Quarterly Report for the period ended 30 September 2009**

As required by section 283BF of the *Corporations Act* we make the following report in relation to the above quarter:

283BF(4) – Content of Quarterly Report		Response for Quarter
(a)	Any failure by the borrower and each guarantor to comply with the terms of the debentures or the provisions of the trust deed or Chapter 2L during the quarter; and	No failure has occurred
(b)	Any event that has happened during the quarter that has caused, or could cause, 1 or more of the following:  (i) any amount deposited or lent under the debentures to become immediately payable;  (ii) the debentures to become immediately enforceable;  (iii) any other right or remedy under the terms of the debenture or provisions of the trust deed to become immediately enforceable; and	No event of this nature has occurred
(c)	Any circumstances that have occurred during the quarter that materially prejudice:  (i) the borrower, any of its subsidiaries, or any of the guarantors; or;  (ii) any security or charge included in or created by the debentures or the trust deed; and	No circumstances of this nature have arisen
(d)	Any substantial change in the nature of the business of the borrower, any of its subsidiaries, or any of the guarantors that has occurred during the quarter; and	No substantial change has occurred

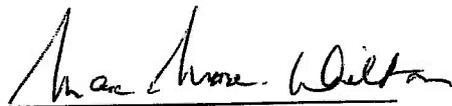
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(e)	Any of the following events that happened in the quarter: (i) the appointment of a guarantor;  (ii) the cessation of liability of a guarantor body for the payment of the whole or part of the money for which it was liable under the guarantee;  (iii) a change of name of a guarantor (if this happens, the report must also disclose the guarantor's new name); and	No such events have happened
(f)	The net amount outstanding on any advances at the end of the quarter if the borrower has created a charge where:  (i) the total amount to be advanced on the security of the charge is indeterminate; and  (ii) the advances are merged in a current account with bankers, trade creditors or anyone else; and	Not applicable
(g)	Any other matters that may materially prejudice any security or the interests of the debenture holders.	There are no such matters
<b>283BF(5) – Where money deposited or lent –</b> If the borrower has deposited money with, or lent money to, a related body corporate during the quarter, the report must also include details of:		
(a)	The total of the money deposited with, or lent to, the related body corporate during the quarter; and	Not applicable for this quarter
(b)	The total amount of money owing to the borrower at the end of the quarter in respect of the deposits or loans to the related body corporate.	Not applicable for this quarter
<b>283BF(6) – Where liability of related body corporate assumed</b>		
	If the borrower has assumed a liability of a related body corporate during the quarter, the report must also include details of the extent of the liability assumed during the quarter and the extent of the liability as at the end of the quarter.	Not applicable for this quarter

This report is made on 30 September 2009 in accordance with a resolution of the Board of Directors of Southern Cross Airports Corporation Holdings Limited passed on 30 September 2009.

Signed on 30 September 2009 by:

  
 Max Moore-Wilton  
 Director

  
 Russell Balding  
 Director