

**Notice by Babcock & Brown Limited (Administrators Appointed)**

Holders of BBSN & BBSN2 should refer to the attached letter from the Note Trustee.

For and on behalf of DJF Lombe and SJ Cathro  
Joint and Several Administrators  
24 April 2009



TRUST COMPANY LIMITED  
ABN 59 004 027 749  
AFSL No. 235148

24 April 2009

Dear Noteholder,

**Babcock & Brown Limited (Administrators Appointed) ACN 108 614 955**

As you are aware, on Friday 13 March last, Deloitte Partners David Lombe and Simon Cathro were appointed as Voluntary Administrators ("Administrators") by the Directors of Babcock & Brown Limited ("BBL"). Regrettably, in the circumstances the Babcock & Brown Subordinated Note documentation did not allow Trust Company Fiduciary Services Limited ("the Note Trustee") any practical avenue to intervene prior to the appointment of the Administrators. As they have previously advised, the role of the Administrators is to thoroughly investigate BBL and its business affairs. The Administrators will provide their findings to Creditors and Noteholders in their statutory report pursuant to Section 439A of the Corporations Act prior to the Second Meeting of Creditors.

Further to previous communications from the Administrators, we confirm that the Note Trustee lodged a Proof of Debt on behalf of all \$A and \$NZ Noteholders prior to the First Creditors Meeting on 25 March 2009. As is customary with administrations of this type, the Note Trustee will lodge a further Proof of Debt with the Administrators prior to the Second Creditors Meeting to formalise the Note Trustee's claim on behalf of Noteholders.

As foreshadowed at the First Creditors Meeting, the Note Trustee, in consultation with the Administrators, has authorised the 11 individual Noteholders elected, to join the Note Trustee on the Committee of Creditors. The Note Trustee looks forward to continuing its work with the Administrators and, in due course, the full Committee of Creditors.

Following the First Creditors Meeting, the Note Trustee also supported the Administrator's request to the Federal Court to extend the convening period for the holding of the Second Creditors Meeting. A court order granting this request was secured and the Second Creditors Meeting will now occur on a date prior to 24 August 2009, which will be advised by the Administrators in due course. The extension of the convening period will allow more time for the Administrators to conduct their investigations of BBL's complex business arrangements and explore all potential recovery actions available to the Administrators.

The Note Trustee has had, and will continue regular liaison with the Administrators in relation to progress of the administration. In the interests of keeping the attendant costs to a minimum, future communications from the Note Trustee, as appropriate, will be provided in conjunction with the Administrators.

Any questions you may have in relation to the Administration should be directed in the first instance to the Administrators at Email: [bandbltd@deloitte.com.au](mailto:bandbltd@deloitte.com.au).

Yours faithfully,

Mike Britton  
**General Manager Institutional Services**  
**Trust Company Fiduciary Services Limited**