

FAX NUMBER: +61 2 9778 0999  DATE: 26 SEPTEMBER 2008  RE: NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER  DURGENT DELEASE CONFIRM RECEIPT DELEASE REPLY DELEASE RECYCLE	TO: THE AUSTRALIAN SECURITIES EXCHANGE			FROM: ANGUS MILNE		
SUBSTANTIAL HOLDER	FAX NUMBER: +61 2 9778 0999			DATE: 26 SEPTEMBER 2008		
□ URGENT □ PLEASE CONFIRM RECEIPT □ PLEASE REPLY □ PLEASE RECYCLE			OF INTERESTS OF	TOTAL NO. OF PAGES	S INCLUDING COVER: 5	
		URGENT	☐ PLEASE CONFIRM RECEIPT	□ PLEASE REPLY	□ PLEASE RECYCLE	

NOTES/COMMENTS:

Mon Dr. Mar

7 Clifford Street, London, W1S 2WE

Telephone: +44 (0) 20 7440 2330

The Children's Investment Fund Management (UK) LLP is a limited liability partnership incorporated and existing under the laws of England and Wales with registered number OC304797

Authorised and regulated by the Financial Services Authority



26 September 2008

The Australian Securities Exchange Exchange Centre 20 Bridge Street Sydney, NSW 2000 Australia

Dear Sirs,

## Re: Notice of Change of Interests of Substantial Holder

Please find attached a Notice of Change of Interests of Substantial Holder (Form 604) for the holding of The Children's Investment Fund Management (UK) LLP on behalf of The Children's Investment Master Fund, in Babcock & Brown Wind Partners Group.

I faxed a copy through to you on 26 September 2008.

I trust that this is satisfactory, but if you have any queries, please do not hesitate to contact me.

Yours sincerely,

Angus Milne

**Head of Compliance** 

The Children's Investment Fund Management (UK) LLP

Email: amilne@tcifund.com Tel: 00 44 207 440 2330

#### Form 604

Corporations Act 2001 Section 671B

# Notice of Change of Interests of Substantial Holder

<u>To</u>:

Babcock & Brown Wind Partners Group

(A stapled entity comprising Babcock & Brown Wind Partners Limited (ABN 39 105 051 616), Babcock & Brown Wind Partners (Bermuda) Limited (ARBN 116 360 715), and Babcock & Brown Wind Partners Services Limited (ABN 61 113 813 997) (AFSL 290 710), as responsible entity of the Babcock & Brown Wind Partners Trust (ARSN 116 244 118).)

Level23, The Chifley Tower 2 Chifley Square Sydney, NSW 2000 Australia

<u>To:</u>

The Australian Securities Exchange

Exchange Centre 20 Bridge Street Sydney, NSW 2000

Australia

#### 1. Details of substantial holder

Name: The Children's Investment Fund Management (UK) LLP on behalf of The Children's Investment Master Fund.

There was a change in the interests of the substantial holder on:

25/9/2008 (Crossing the 11% Notification Threshold)

The previous notice was given to the company on:

22/9/2008 19/9/2008

The previous notice was dated:

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate had a relevant interest in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

	Previous Notice	Previous Notice		
Class of Securities	Person's Votes	Voting Power	Person's Votes	Voting Power
Ordinary stapled securities	88,933,520	10.24%	96,703,146	11.03%

### 3. Changes in relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Date of Change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
Refer to	Refer to Schedule 1	Refer to Schedule 1	Refer to Schedule 1	Refer to Schedule 1	Refer to Section 2

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
The Children's Investment Fund Management (UK) LLP	The Children's Investment Master Fund		The Children's Investment Master Fund is the Beneficial Owner of shares. The Children's Investment Fund Management (UK) LLP is the Investment Manager of these shares.	96,703,146 Ordinary Stapled Securities	11.03%

#### 5. Changes in Association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company or scheme are as follows:

There have been no changes in association. The Children's Investment Fund Management (UK) LLP is appointed as the Investment Manager of The Children's Investment Master Fund.

#### 6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
The Children's Investment Fund Management (UK) LLP	7 Clifford Street, London W1S 2WE, United Kingdom
The Children's Investment Master	PO Box 309 GT, Ugland House, South Church Street, Grand Cayman,
Fund	Grand Cayman Islands

Signature

Angus-Milne Head of Compliance

The Children's Investment Fund Management (UK) LLP

Email: amilne@tcifund.com Tel: 00 44 207 440 2330 264 September 2008

## SCHEDULE 1:

Date	Person whose relevant interest changed	Buy/Sell	Class	Quantity	Price (AUD)	Value (AUD)
25-Sep-08	The Children's Investment Fund Management (UK) LLP	Buy	Ordinary Stapled Securities	1,047,710	1.1994	1,256,623