



Babcock & Brown Infrastructure Limited · ABN 61 100 364 234
Babcock & Brown Investor Services Limited · ABN 67 099 717 638 · AFSL 219 673
as responsible entity for Babcock & Brown Infrastructure Trust · ARSN 100 375 479
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ASX Release

16 November 2009

ANNUAL GENERAL MEETING

Babcock & Brown Infrastructure (ASX:BBI) is pleased to announce the results of voting in the resolutions put to its Annual General Meeting of Securityholders today, 16 November 2009. Please see the attached spreadsheet in this regard.

BBI Chairman, Hon Dr David Hamill said "We are pleased that we have received overwhelming support for BBI's recapitalisation, from both holders of ordinary stapled securities and Exchangeable Preference Shares. We look forward to satisfaction of the remaining conditions precedent and a new beginning for a recapitalised Prime Infrastructure."

Subject to satisfaction of the remaining conditions precedent, BBI expects to complete the recapitalisation on Friday, 20 November 2009.

ENDS

Further Enquiries

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ABOUT BABCOCK & BROWN INFRASTRUCTURE

Babcock & Brown Infrastructure (ASX: BBI) is a specialist infrastructure entity which provides investors access to a diversified portfolio of quality infrastructure assets. BBI's investment strategy focuses on owning, managing and operating quality infrastructure assets in Australia and internationally.

For further information please visit our website: www.bbinfrastructure.com



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ANNUAL GENERAL MEETING OF BABCOCK & BROWN INFRASTRUCTURE

At the Annual General Meeting of Babcock & Brown Infrastructure on 16 November 2009, all resolutions were passed on a poll.

Below are the details of proxies lodged in connection with the meeting and the results of the poll.

| Item | Resolution | Passed/ Not Passed | Proxy votes received | | | | | Results of Poll | | |
|------|---|--------------------------|-------------------------|-----------------------|-----------------------|-------------|----------------------|-------------------------|-----------------------------|--------------------------------|
| | | | For | Against | Discretionary | Total | Abstain/ Excluded | Votes on Poll For | Votes on Poll Against | Votes on Poll Abstaining |
| 1 | APPROVAL of proposed issue new securities under the Cornerstone Placement | Passed on a poll | 856,280,345 (87.79%) | 29,400,779 (3.01%) | 89,643,703 (9.19%) | 975,324,827 | 6,015,883 | 947,043,118 (96.95%) | 29,761,256 (3.05%) | 6,027,624 |
| 2 | APPROVAL of proposed issue of new securities under the Institutional Placement | Passed on a poll | 828,008,520 (86.48%) | 39,626,601 (4.14%) | 89,837,655 (9.38%) | 957,472,776 | 10,221,038 | 919,065,340 (95.84%) | 39,886,983 (4.16%) | 10,232,779 |
| 3 | APPROVAL proposed issue of new securities under the Security Purchase Plan | Passed on a poll | 843,890,960 (87.77%) | 27,771,150 (2.89%) | 89,777,478 (9.34%) | 961,439,588 | 6,273,068 | 934,887,603 (97.09%) | 28,031,532 (2.91%) | 6,284,809 |

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|------|---|----------------------------|-------------------------|-------------------------|------------------------|-------------|----------------------|-------------------------|-----------------------------|--------------------------------|
| | | | For | Against | Discretionary | Total | Abstain/ Excluded | Votes on Poll For | Votes on Poll Against | Votes on Poll Abstaining |
| 4 | APPROVAL of Recapitalisation | Passed on a poll | 859,489,558 (88.00%) | 27,665,882 (2.83%) | 89,578,947 (9.17%) | 976,734,387 | 4,630,031 | 949,706,321 (97.13%) | 28,026,359 (2.87%) | 5,123,026 |
| 5 | APPROVAL of Consolidation of Shares | Passed on a poll | 733,826,721 (85.53%) | 33,235,714 (3.87%) | 90,887,878 (10.59%) | 857,950,313 | 123,377,697 | 825,383,149 (96.09%) | 33,550,324 (3.91%) | 123,885,825 |
| 6 | APPROVAL of amendment to Constitutions on fractions | Passed on a poll | 737,335,626 (86.19%) | 24,413,723 (2.85%) | 93,701,390 (10.95%) | 855,450,739 | 125,914,471 | 831,796,732 (97.12%) | 24,637,167 (2.88%) | 126,422,599 |
| 7 | APPROVAL of other amendments to Constitutions | Passed on a poll | 733,611,059 (85.83%) | 26,017,055 (3.04%) | 95,079,907 (11.12%) | 854,708,021 | 126,657,189 | 829,490,411 (96.94%) | 26,215,903 (3.06%) | 127,150,184 |
| 8 | APPROVAL of name change | Passed on a poll | 744,751,313 (86.90%) | 17,245,115 (2.01%) | 94,999,198 (11.09%) | 856,995,626 | 123,426,751 | 840,555,487 (97.97%) | 17,439,795 (2.03%) | 123,919,746 |
| 9 | APPROVAL of increase the limit on the director fee cap | Passed on a poll | 599,980,241 (76.20%) | 156,368,088 (19.86%) | 31,029,920 (3.94%) | 787,378,249 | 133,977,207 | 627,309,534 (79.59%) | 160,893,611 (20.41%) | 134,008,948 |

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|------|---|--------------------------|-------------------------|-------------------------|-------------------------|-------------|----------------------|-------------------------|-----------------------------|--------------------------------|
| | | | For | Against | Discretionary | Total | Abstain/ Excluded | Votes on Poll For | Votes on Poll Against | Votes on Poll Abstaining |
| 11 | APPROVAL of remuneration report | Passed on a poll | 448,486,592 (53.15%) | 264,682,265 (31.37%) | 130,678,523 (15.49%) | 843,847,380 | 137,026,576 | 576,021,469 (68.18%) | 268,801,879 (31.82%) | 137,046,576 |
| 12 | DIRECTOR RE-ELECTION - Barry Upson | Passed on a poll | 434,109,928 (51.51%) | 275,685,762 (32.71%) | 132,982,230 (15.78%) | 842,777,920 | 138,318,246 | 567,605,081 (67.27%) | 276,150,170 (32.73%) | 138,338,246 |
| 13 | DIRECTOR ELECTION - Leigh Hall | Passed on a poll | 438,376,291 (51.94%) | 268,697,429 (31.83%) | 137,003,912 (16.23%) | 844,077,632 | 136,928,338 | 575,890,582 (68.15%) | 269,164,381 (31.85%) | 136,948,338 |