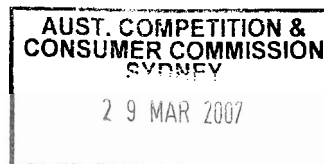


FILE No:	
DOC:	
MARS/PRISM:	



FORM G

Regulation 9

COMMONWEALTH OF AUSTRALIA
Trade Practices Act 1974 – Subsection 93(1)

**EXCLUSIVE DEALING:
 NOTIFICATION**

To the Australian Competition and Consumer Commission:

Notice is hereby given, in accordance with subsection 93(1) of the *Trade Practices Act 1974*, of particulars of conduct or of proposed conduct of a kind referred to in subsection 47(2), (3), (4), (5), (6) or (7), or paragraph 47(8) (a), (b), or (c) or 9(a), (b), (c) or (d), of that Act in which the person giving notice engages or proposes to engage.

1. Applicant

(a) Name of person giving notice:

N92876

Babcock & Brown Residential Land Partners Limited ABN 49 119 517 985

(b) Short description of business carried on by that person:

Babcock & Brown Residential Land Partners Limited is part of the listed stapled entity "Babcock & Brown Residential Land Partners" (BLP) which invests in residential land projects.

(c) Address in Australia for service of documents on that person:

C/- Alexander Ong
 Legal Counsel
 Babcock & Brown Residential Land Partners Limited
 Level 23, The Chifley Tower
 2 Chifley Square
 Sydney NSW 2000

2. Notified Arrangement

(a) Description of the goods or services in relation to the supply or acquisition of which this notice relates:

BLP will offer to supply an interest free loan of money to people. Winten No. 9 Pty Ltd (ACN 091 032 718) (**Winten**) will offer to supply residential land lots.

(b) Description of the conduct or proposed conduct:

BLP will offer a 12 month interest free loan of the purchase price to persons who purchase a residential house and land package at Hayward's Bay, NSW from the land owner, Winten.

3. Persons, or classes of persons, affected or likely to be affected by the notified conduct

(a) Class or classes of persons to which the conduct relates:

Purchasers of house and land packages at Hayward's Bay , NSW

(b) Number of those persons:

(i) At present time: 2

(ii) Estimated within the next year: 60

(c) Where number of persons stated in item 3(b)(i) is less than 50, their names and addresses:

Not relevant

4. Public Benefit Claims

(a) Arguments in support of notification

It is submitted that the conduct will have no or negligible anticompetitive effect.

Further:

(a) the arrangement will increase competition between residential land developers;

(b) purchasers will have the opportunity to obtain credit at favourable rates;

(c) the arrangement will also reduce transaction costs for purchasers.

(b) Facts and evidence in support of these claims:

Residential land developers compete for sales of land to purchasers.

5. Market Definition

There exists in Australia or, alternatively, New South Wales, or, alternatively regional geographic locations, a market for the development and sale of residential properties and communities.

The interest free loan may also affect the market for supply of credit to residential house purchasers.

6. Public Detriments

Nil

7. Further Information

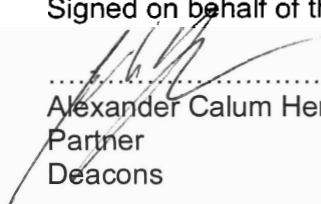
- (a) Name and address of person authorised by the person giving this Notice to provide additional information in relation to this Notice:

Mr Calum Henderson
Partner
Deacons
1 Alfred Street
Circular Quay
Sydney NSW 2000



Dated 29 March 2007

Signed on behalf of the person giving this notice


.....
Alexander Calum Henderson
Partner
Deacons