

Babcock & Brown Air LTD
Form 6-K
August 07, 2009

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 6-K
Report of Foreign Private Issuer**

**Pursuant to Rule 13a-16 or 15d-16 of the Securities
Exchange Act of 1934**

Date of Report: August 7, 2009

Babcock & Brown Air Limited

(Exact Name of registrant as specified in its charter)

West Pier

Dun Laoghaire

County Dublin, Ireland

(Address of principal executive office)

Indicate by check mark whether registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether registrant by furnishing the information contained in this Form is also thereby furnishing the information to the commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934:

Yes No

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):
82-_____.

The following documents, which are attached as exhibits hereto, are incorporated by reference herein.

| Exhibit | Title |
|---------|---|
| 10.1* | Option Agreement dated May 27, 2009 expiring in November 2009. |
| 10.2* | Option Agreement dated May 27, 2009 expiring in March 2010. |
| 99.1 | Babcock & Brown Air Limited's interim report for the quarter ended June 30, 2009. |

* Confidential treatment has been requested with respect to certain portions of this exhibit. This exhibit omits the information subject to this confidential treatment request. The omitted information has been filed separately with the Securities and Exchange Commission.

This report on Form 6-K is hereby incorporated by reference into Babcock & Brown Air Limited's Registration Statement on Form F-3 (Reg. No. 333-157817), filed with the Securities and Exchange Commission on March 10, 2009.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Babcock & Brown Air Limited

(Registrant)

Date: August 7, 2009

By: /s/ Colm Barrington
Colm Barrington
Chief Executive Officer and Director

EXHIBIT INDEX

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