BABCOCK & BROWN

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Sydney Melbourne

ASX Release

21 April 2008

HOLDS 97.88% OF BEI SHARES AT CLOSE OF OFFER

In relation to the proposal by Babcock & Brown (ASX: BNB) through its subsidiary Babcock & Brown Environmental Investments Holdings Pty Ltd, to acquire the outstanding shares in Babcock & Brown Environmental Investments Limited (ASX: BEI) please find attached a notice under Listing Rule 3.3.

For further information please contact:

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About Babcock & Brown

Babcock & Brown is an international investment and specialised fund and asset management group with longstanding capabilities in the creation, syndication and management of asset and cash flow-based investments. Babcock & Brown was founded in 1977 and is listed on the Australian Stock Exchange.

Babcock & Brown operates from 30 offices across Australia, North America, Europe, Asia, United Arab Emirates and Africa and has in excess of 1,400 employees worldwide. Babcock & Brown has four operating divisions including real estate, infrastructure, operating leasing, corporate and structured finance. The company has established a funds management platform across the operating divisions that has resulted in the creation of a number of focused investment vehicles in areas including real estate, renewable energy and infrastructure.

For further information about Babcock & Brown please see our website: www.babcockbrown.com

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Babcock & Brown Environmental Investments Holdings Pty Ltd takeover of Babcock & Brown Environmental Investments Limited (BEI)

Listing Rule 3.3 - Notification following end of offer period

To: ASX Limited (ASX)

Babcock & Brown Limited's subsidiary, Babcock & Brown Environmental Investments Holdings Pty Ltd's (**Bidder**) off-market takeover bid for all the ordinary shares in Babcock & Brown Environmental Investments Limited (**BEI**) closed at 7:00pm (Sydney time) on 18 April 2008.

Babcock & Brown Limited gives notice under Listing Rule 3.3 that:

- the Bidder and its associates have a relevant interest in 97.88% of the ordinary shares in BEI;
- as the applicable thresholds have been reached, compulsory acquisition of the outstanding BEI shares will proceed within the timeframe allowed under the Corporations Act 2001 (Cth).

Dated 21 April 2008