

BROOKFIELD ASSET MANAGEMENT INC.

Form F-X

August 28, 2014

**U.S. SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM F-X**

**Appointment of Agent For Service of Process**

**And Undertaking**

- A.** Name of issuer or person filing (the Filer ): **BROOKFIELD ASSET MANAGEMENT INC.**
- B.** (1) This is [check one]:
- x an original filing for the Filer
- .. an amended filing for the Filer
- (2) Check the following box if you are filing the Form F-X in paper in accordance with Regulation S-T rule 101(b)(9) ..
- C.** Identify the filing in conjunction with which this form is being filed:
- Name of Registrant: **Brookfield Asset Management Inc.**
- Form Type: **Registration Statement on Form F-10**
- File Number (if known): **333-198444**
- Filed by: **Computershare Trust Company of Canada**
- Date Filed (if filed concurrently, so indicate): **August 28, 2014 (filed concurrently)**

- D.** Filer is incorporated or organized under the laws of **Canada** and has its principal place of business at **Computershare Trust Company of Canada, 100 University Ave. 9th Floor, North Tower, Toronto, Ontario M5J 2Y1, Attention: Manager, Corporate Trust (telephone: (416) 263-9342).**
- E.** The Filer designates and appoints **Computershare Trust Company, N.A.** (the Agent ), located at **Computershare Trust Company, N.A., 350 Indiana Street, Suite 750, Golden, Colorado 80401 (telephone: (303) 262-0707)**, as the agent of the Filer upon whom may be served any process, pleadings, subpoenas, or other papers in:
- (a) any investigation or administrative proceeding conducted by the Commission; and
- (b) any civil suit or action brought against the Filer or to which the Filer has been joined as defendant or respondent, in any appropriate court in any place subject to the jurisdiction of any state or of the United States or of any of its territories or possessions or of the District of Columbia, where the investigation, proceeding or cause of action arises out of or relates to or concerns the securities in relation to which the Filer acts as trustee pursuant to an exemption under Rule 10a-5 under the Trust Indenture Act of 1939. The Filer stipulates and agrees that any such civil suit or action or administrative proceeding may be commenced by the service of process upon, and that service of an administrative subpoena shall be effected by service upon such agent for service of process, and that service as aforesaid shall be taken and held in all courts and administrative tribunals to be valid and binding as if personal service thereof had been made.
- F.** The Filer stipulates and agrees in connection with its status as trustee with respect to securities registered on the Form F-10 to appoint a successor agent for service of process and file an amended Form F-X if the Filer discharges the Agent or the Agent is unwilling or unable to accept service on behalf of the Filer at any time during which the securities subject to the indenture remain outstanding.

The Filer further undertakes to advise the Commission promptly of any change to the Agent's name or address during the applicable period by amendment of this form, referencing the file number of the relevant form in conjunction with which the amendment is being filed.

**G.** Not applicable.

The Filer certifies that it has duly caused this power of attorney, consent, stipulation and agreement to be signed on its behalf by the undersigned, thereto duly authorized, in Toronto, Canada on August 28, 2014.

Filer:

**COMPUTERSHARE TRUST COMPANY OF  
CANADA**

By: /s/ Daniel Marz  
Name: Daniel Marz  
Title: Corporate Trust Officer

By: /s/ Raji Sivalingam  
Name: Raji Sivalingam  
Title: Associate Trust Officer

This statement has been signed by the following person in the capacity and on the date indicated:

**COMPUTERSHARE TRUST COMPANY, N.A.**

as agent for service of process

By: /s/ Rose Stroud  
Name: Rose Stroud  
Title: Trust Officer

Dated: August 28, 2014