

BROOKFIELD ASSET MANAGEMENT INC.  
Form FWP  
January 12, 2015

Filed Pursuant to Rule 433  
Registration No. 333-198444  
January 12, 2015

**BROOKFIELD ASSET MANAGEMENT INC.**

**\$500,000,000 4.000% NOTES DUE 2025**

**PRICING TERM SHEET**

**January 12, 2015**

|                                      |   |
|--------------------------------------|---|
| <b>Issuer:</b>                       | Brookfield Asset Management Inc.  |
| <b>Security:</b>                     | 4.000% Senior Unsecured Notes due January 15, 2025  |
| <b>Ratings:</b>                      | Baa2 stable (Moody's Investors Service, Inc.)<br>A- stable (Standard & Poor's Ratings Services)<br>BBB stable (Fitch Ratings Inc.)<br>A (low) stable (DBRS Limited) |
| <b>Size:</b>                         | US\$500,000,000   |
| <b>Trade Date:</b>                   | January 12, 2015  |
| <b>Expected Settlement Date:</b>     | January 15, 2015 (T+3)  |
| <b>Maturity Date:</b>                | January 15, 2025  |
| <b>Coupon:</b>                       | 4.000%  |
| <b>Interest Payment Dates:</b>       | July 15 and January 15, commencing July 15, 2015  |
| <b>Price to Public:</b>              | 100%  |
| <b>Benchmark Treasury:</b>           | UST 2.250% due November 15, 2024  |
| <b>Benchmark Treasury Yield:</b>     | 1.914%  |
| <b>Spread to Benchmark Treasury:</b> | + 208.6 bps   |
| <b>Yield:</b>                        | 4.000%  |
| <b>Denominations:</b>                | Initial denominations of US\$2,000 and subsequent multiples of US\$1,000  |
| <b>Covenants:</b>                    | Change of control put @ 101%<br>Negative pledge   |

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Limitation on restricted payments  
Consolidation, merger, amalgamation and sale of substantial assets

**Redemption Provisions:**

**Make-Whole Call:**

Prior to October 15, 2024, treasury rate plus 35 bps

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|                                     |   |
|-------------------------------------|---|
| <b>Par Call:</b>                    | At any time on or after October 15, 2024, at 100% of the principal amount of the notes to be redeemed   |
| <b>Use of Proceeds:</b>             | The issuer intends to use the net proceeds from this offering for general corporate purposes. Until such time as the net proceeds are used for general corporate purposes, the net proceeds may temporarily be used to reduce short term borrowings |
| <b>CUSIP/ISIN:</b>                  | 112585 AH7 / US112585AH72   |
| <b>Joint Book-Running Managers:</b> | Citigroup Global Markets Inc.<br>Credit Suisse Securities (USA) LLC   |
| <b>Co-Managers:</b>                 | Banco Bradesco BBI S.A.<br>BNP Paribas Securities Corp.<br>Itau BBA USA Securities, Inc.<br>Mitsubishi UFJ Securities (USA), Inc.<br>Mizuho Securities USA Inc.<br>SMBC Nikko Securities America, Inc.  |

Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering.**

**You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Citigroup Global Markets Inc. toll free at 1-800-831-9146 or Credit Suisse Securities (USA) LLC at 1-800-221-1037.**