Brookfield

Brookfield Capital Management Limited ABN 32 094 936 866 Level 22, 135 King Street Sydney NSW 2000

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Brookfield Prime Property Fund ARSN 110 096 663

ASX Announcement

17 September 2014

Brookfield Prime Property Fund (ASX: BPA) On-Market Unit Buy-Back Lapses

The Directors of Brookfield Capital Management Limited as Responsible Entity for Brookfield Prime Property Fund advise that the on-market unit buy-back announced on 18 September 2013 for a period of 12 months has now lapsed.

Please refer to the attached Appendix 3F – Final share buy-back notice.

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For more information please contact:

Brookfield Customer Service

Ph: 1800 570 000

Email: clientenquiries@au.brookfield.com

ABN/ARSN

Rule 3.8A

Appendix 3F

Final share buy-back notice (except minimum holding buy-back)

Introduced 1/9/99. Origin: Appendices 7D and 7E. Amended 30/9/2001, 11/01/10

Name of entity

Information and documents given to ASX become ASX's property and may be made public.

Brookfield Capital Management Limited (ABN 32 094 936 ABN 32 094 936 866 / 866) as responsible entity of Brookfield Prime Property Fund (ARSN 110 096 663)		
We (the entity) give ASX the following information.		
Description of buy-back		
1	Type of buy-back	On-Market buy back (within 10/12 limit)
Details of all shares/units bought back		
2	Number of shares/units bought back	NIL
3	Total consideration paid or payable for the shares/units	NIL
4	If buy-back is an on-market buy-back - highest and lowest price paid	highest price: NIL date:
		lowest price: NIL date:

⁺ See chapter 19 for defined terms.

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

or, for trusts only:

- 1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
- 2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Date: 17/09/2014

Sign here:

(Company secretary)

Print name: Neil Olofsson

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Appendix 3F Page 2 11/01/2010

⁺ See chapter 19 for defined terms.