



Edgar Filing: BROOKFIELD ASSET MANAGEMENT INC. - Form 13F-HR/A

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2  
 Form 13F Information Table Entry Total: 159  
 Form 13F Information Table Value Total: 13964797  
 (thousands)

Confidential information has been omitted from the form 13F and filed separately with the Securities and Exchange Commission.

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

| No. | 13F File Number | Name  |
|-----|-----------------|---|
| (1) | 028-13826       | Brookfield Investment Management Inc.                                       |
| (3) | 028-14362       | Brookfield Asset Management Private Institutional Capital Adviser(Canada)LP |

Brookfield Asset Management Inc.  
 FORM 13F  
 As of June 30, 2012

| NAME OF ISSUER              | TITLE OF CLASS | CUSIP     | Value (X\$1000) | Shares/ PRN AMT | Sh/ Put/ PRN CALL | Invstmt DCRETN | Voting Au<br>-----<br>Oth MANAG |
|-----------------------------|----------------|-----------|-----------------|-----------------|-------------------|----------------|---------------------------------|
| 7 Days Group Holdings Ltd   | ADR            | 81783J101 | 1069            | 101200 SH       |                   | Defined        |                                 |
| AK STEEL HOLDING CORP       | COM            | 001547108 | 1761            | 300000 SH       |                   | Defined        |                                 |
| American Water Works Co Inc | COM            | 030420103 | 13355           | 389600 SH       |                   | Defined        |                                 |
| AMERICAN WATER WORKS CO INC | COM            | 03027X100 | 63508           | 908426 SH       |                   | Defined        |                                 |
| AT&T                        | COM            | 00206R102 | 303             | 8500 SH         |                   | Defined        |                                 |
| AV HOMES INC                | COM            | 00234P102 | 8579            | 588429 SH       |                   | Defined        |                                 |
| AVALONBAY COMMUNITIES INC   | COM            | 053484101 | 16482           | 116500 SH       |                   | Defined        |                                 |
| B&G FOODS INC               | COM            | 05508R106 | 532             | 20000 SH        |                   | Defined        |                                 |
| BANK MONTREAL QUE           | COM            | 063671101 | 191             | 3500 SH         |                   | Defined        |                                 |

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|   |                  |           |         |                |         |
|---|------------------|-----------|---------|----------------|---------|
| BANK NOVA SCOTIA<br>HALIFAX                 | COM              | 064149107 | 181     | 3500 SH        | Defined |
| BANK OF AMERICA<br>CORP                     | *W EXP 10/26/201 | 060505153 | 360     | 450000 SH      | Defined |
| BANK OF AMERICA<br>CORPORATION              | COM              | 060505104 | 45837   | 5603500 SH     | Defined |
| BEAZER HOMES<br>USA INC                     | COM              | 07556Q105 | 8704    | 2678005 SH     | Defined |
| BOARDWALK PIPLINE<br>PARTNERS LP            | UT LTD PARTNER   | 096627104 | 5625    | 203600 SH      | Defined |
| Brandywine Realty Trust                     | SH BEN INT NEW   | 105368203 | 17756   | 1438894 SH     | Defined |
| BREITBURN ENERGY<br>PARTNERS LP             | COM UT LTD PTN   | 106776107 | 217     | 13075 SH       | Defined |
| Brookdale Senior<br>Living Inc              | COM              | 112463104 | 72356   | 4078695 SH     | Defined |
| BROOKDALE SR<br>LIVING INC                  | COM              | 112463104 | 1100    | 62000 SH       | Defined |
| Brookfield Canada Office<br>Prope           | TR UNIT          | 112823109 | 975     | 36100 SH       | Defined |
| BROOKFIELD INFRAS<br>T PARTNERS LP INT UNIT | COM              | G16252101 | 1643    | 48,930 SH      | Defined |
| BROOKFIELD OFFICE<br>PPTYS INC              | COM              | 112900105 | 4343896 | 249,362,561 SH | Defined |
| Brookfield Properties<br>Corp               | COM              | 112900105 | 1415    | 81200 SH       | Defined |
| BROOKFIELD<br>RESIDENTIAL PPTYS             | COM              | 11283W104 | 832677  | 73,493,112 SH  | Defined |
| Brookfield Residential<br>Propert           | COM              | 11283W104 | 4771    | 437690 SH      | Defined |
| Camden Property Trust                       | SH BEN INT       | 133131102 | 21764   | 321620 SH      | Defined |
| Canadian Imperial Bank<br>of Commerce       | COM              | 136069101 | 162     | 2300 SH        | Defined |
| CANADIAN NATL<br>RY CO                      | COM              | 136385101 | 161     | 6000 SH        | Defined |
| CEDAR FAIR L P                              | COM              | 150185106 | 472     | 15755 SH       | Defined |
| CELESTICA INC                               | SUB VTG SHS      | 15101Q108 | 6264    | 862866 SH      | Defined |
| CenterPoint Energy Inc                      | COM              | 15189T107 | 20252   | 979800 SH      | Defined |
| CENTURYLINK INC                             | COM              | 156700106 | 375     | 9500 SH        | Defined |
| CGI GROUP INC                               | CL A SUB VTG     | 39945C109 | 21536   | 894763 SH      | Defined |
| Chesapeake Midstream<br>Partners            | UNIT             | 16524K108 | 10846   | 398600 SH      | Defined |
| CITIGROUP INC                               | COM NEW          | 172967424 | 100     | 3653 SH        | Defined |
| CITIGROUP INC                               | COM NEW          | 172967424 | 31548   | 1150950 SH     | Defined |
| Commonwealth REIT                           | 6.50% PFD CUM CO | 203233408 | 7509    | 342085 SH      | Defined |
| Consolidated Edison Inc                     | COM              | 209115104 | 14832   | 238500 SH      | Defined |
| Crown Castle<br>International Cor           | COM              | 228227104 | 26400   | 450050 SH      | Defined |
| DDR Corp                                    | COM              | 23317H102 | 29942   | 2045241 SH     | Defined |
| DIANA SHIPPING<br>INC DSX                   | COM              | Y2066G104 | 389     | 50,000 SH      | Defined |
| Douglas Emmett Inc                          | COM              | 25960P109 | 27369   | 1184800 SH     | Defined |
| DuPont Fabros<br>Technology Inc             | COM              | 26613Q106 | 3867    | 135400 SH      | Defined |
| E-House China<br>Holdings Ltd               | ADR              | 26852W103 | 8199    | 1490800 SH     | Defined |
| Emeritus Corp                               | COM              | 291005106 | 11350   | 674402 SH      | Defined |
| Enbridge Energy<br>Partners LP              | COM              | 29250R106 | 10797   | 350900 SH      | Defined |
| Enbridge Inc                                | COM              | 29250N105 | 62063   | 1551907 SH     | Defined |
| ENDEAVOUR SILVER<br>CORP                    | COM              | 29258Y103 | 6451    | 794489 SH      | Defined |
| Energen Corp                                | COM              | 29265N108 | 505     | 11200 SH       | Defined |

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|                                    |                  |           |         |              |         |
|------------------------------------|------------------|-----------|---------|--------------|---------|
| Energy Transfer<br>Equity LP       | COM UT LTD PTN   | 29273V100 | 14140   | 344700 SH    | Defined |
| Energy Transfer<br>Partners LP     | UNIT LTD PARTN   | 29273R109 | 5988    | 135500 SH    | Defined |
| Enterprise Products<br>Partners L  | COM              | 293792107 | 19282   | 376300 SH    | Defined |
| Entertainment PPTYS TR<br>EQT Corp | CONV PFD 9% SR E | 29380T600 | 7194    | 263505 SH    | Defined |
| Equity Lifestyle<br>Properties In  | COM              | 29472R108 | 766     | 11100 SH     | Defined |
| Equity Residential                 | SH BEN INT       | 29476L107 | 368     | 5900 SH      | Defined |
| Essex Property Trust Inc           | COM              | 297178105 | 28875   | 187600 SH    | Defined |
| Exterran Partners LP               | COM UNITS        | 30225N105 | 6252    | 325100 SH    | Defined |
| FERRELLGAS<br>PARTNERS LP          | UNIT LTD PART    | 315293100 | 127     | 6750 SH      | Defined |
| First Industrial Realty<br>Trust   | COM              | 32054K103 | 20100   | 1592730 SH   | Defined |
| FIRSTSERVICE CORP                  | SUB VTG SHS      | 33761N109 | 6862    | 240950 SH    | Defined |
| FRONTIER COMMUNICATIONS<br>CORP    | COM              | 35906A108 | 210     | 54895 SH     | Defined |
| GENERAL GROWTH<br>PPTYS INC NEW    | COM              | 370023103 | 6434533 | 357662764 SH | Defined |
| General Growth<br>Properties Inc   | COM              | 370023103 | 20760   | 1147603 SH   | Defined |
| GENERAL MTRS CO                    | COM              | 37045V100 | 12869   | 652564 SH    | Defined |
| GENERAL MTRS CO                    | *W EXP 07/10/201 | 37045V118 | 479     | 43445 SH     | Defined |
| GENERAL MTRS CO                    | *W EXP 07/10/201 | 37045V126 | 295     | 43445 SH     | Defined |
| Glimcher Realty Trust              | SH BEN INT       | 379302102 | 846     | 82731 SH     | Defined |
| Health Care REIT Inc               | COM              | 42217K106 | 45696   | 783800 SH    | Defined |
| HOWARD HUGHES<br>CORP              | COM              | 44267D107 | 148896  | 2424618 SH   | Defined |
| Hudson Pacific<br>Properties Inc   | COM              | 444097109 | 19794   | 1136918 SH   | Defined |
| HUNTSMAN CORP                      | COM              | 447011107 | 1542    | 119175 SH    | Defined |
| Hyatt Hotels Corp                  | COM CL A         | 448579102 | 3567    | 96000 SH     | Defined |
| Inergy LP                          | UNIT LTD PARTN   | 456615103 | 19478   | 1046100 SH   | Defined |
| IRSA Inversiones y<br>Representac  | GLOBL DEP RCPT   | 450047204 | 1478    | 208425 SH    | Defined |
| ISHARES                            | S&P 500 INDEX    | 464287200 | 2134    | 15607 SH     | Defined |
| ISHARES                            | MSCI EMRG MKT    | 464287234 | 718     | 18359 SH     | Defined |
| ISHARES                            | S&P 500 GRW      | 464287309 | 886     | 12059 SH     | Defined |
| ISHARES                            | S&P 500 VALUE    | 464287408 | 567     | 9103 SH      | Defined |
| ISHARES                            | MSCI EAFE INDEX  | 464287465 | 1181    | 23640 SH     | Defined |
| ISHARES                            | S&P MIDCAP 400   | 464287507 | 2583    | 27433 SH     | Defined |
| ISHARES                            | RUSSELL 100      | 464287622 | 1398    | 18582 SH     | Defined |
| ISHARES                            | S&P SMLCO VALU   | 464287879 | 1425    | 19167 SH     | Defined |
| ISHARES                            | S&P SMLCP GROW   | 464287887 | 1550    | 19199 SH     | Defined |
| iStar Financial Inc                | COM              | 45031U101 | 10203   | 1581867 SH   | Defined |
| JP MORGAN<br>CHASE & CO            | *W EXP 0/26/201  | 46634E114 | 977     | 100000 SH    | Defined |
| JP MORGAN<br>CHASE & CO            | COM              | 46625H100 | 26101   | 730500 SH    | Defined |
| JUST ENERGY<br>GROUP INC           | COM              | 48213W101 | 363     | 33368 SH     | Defined |
| KB Home                            | COM              | 48666K109 | 7490    | 764300 SH    | Defined |
| Kilroy Realty Corp                 | COM              | 49427F108 | 29428   | 607900 SH    | Defined |
| Kinder Morgan Inc                  | COM              | 49456B101 | 46533   | 1444226 SH   | Defined |
| Kinder Morgan Inc                  | *W EXP 05/25/201 | 49456B119 | 1762    | 815680 SH    | Defined |
| Kinder Morgan<br>Management LLC    | SHS              | 49455U100 | 9762    | 132966 SH    | Defined |
| LAS VEGAS SAND<br>CORP LVS         | COM              | 517834107 | 274     | 6,300 SH     | Defined |

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|                         |            |           |       |         |    |         |
|-------------------------|------------|-----------|-------|---------|----|---------|
| LEAR CORP               | COM        | 521865204 | 817   | 21,660  | SH | Defined |
| Lennar Corp             | CL A       | 526057104 | 2680  | 86700   | SH | Defined |
| Liberty Property Trust  | SH BEN INT | 531172104 | 40937 | 1111200 | SH | Defined |
| LOWE'S COMPANIES<br>INC | COM        | 548661107 | 1173  | 41,500  | SH | Defined |

| NAME OF ISSUER                    | TITLE OF CLASS | CUSIP     | Value<br>(X\$1000) | Shares/<br>PRN AMT | Sh/<br>PRN | Put/<br>CALL | Invstmt<br>DSCRETN | Oth<br>MANAG |
|-----------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|--------------|
| Marathon Petroleum<br>Corporation | COM            | 56585A102 | 853                | 19000              | SH         |              | Defined            |              |
| MarkWest Energy<br>Partners LP    | UNIT LTD PARTN | 570759100 | 11336              | 229900             | SH         |              | Defined            |              |
| MGM Resorts<br>International      | COM            | 552953101 | 5002               | 448200             | SH         |              | Defined            |              |
| MITEL NETWORKS<br>CORP            | COM            | 60671Q104 | 610                | 138000             | SH         |              | Defined            |              |
| NISKA GAS STORAGE<br>PARTNERS LLC | UNIT LTD LIABI | 654678101 | 151                | 12500              | SH         |              | Defined            |              |
| NiSource Inc                      | COM            | 65473P105 | 11484              | 464000             | SH         |              | Defined            |              |
| NORTH AMERICAN<br>ENERGY PARTNERS | COM            | 656844107 | 1821               | 705698             | SH         |              | Defined            |              |
| Northeast Utilities               | COM            | 664397106 | 15842              | 408200             | SH         |              | Defined            |              |
| NorthWestern Corp                 | COM NEW        | 668074305 | 5252               | 143100             | SH         |              | Defined            |              |
| NuStar Energy LP                  | UNIT COM       | 67058H102 | 3665               | 68000              | SH         |              | Defined            |              |
| Oneok Inc                         | COM            | 682680103 | 25614              | 605400             | SH         |              | Defined            |              |
| OPEN TEXT CORP                    | COM            | 683715106 | 10983              | 220100             | SH         |              | Defined            |              |
| ORACLE<br>CORPORATION             | COM            | 68389X105 | 226                | 7600               | SH         |              | Defined            |              |
| PAA Natural Gas<br>Storage LP     | COM UNIT LTD   | 693139107 | 3172               | 177500             | SH         |              | Defined            |              |
| Parkway Properties<br>Inc/Md      | COM            | 70159Q104 | 11994              | 1048454            | SH         |              | Defined            |              |
| Pembina Pipeline Corp             | COM            | 706327103 | 15016              | 586588             | SH         |              | Defined            |              |
| Pennsylvania Real Estate<br>Inves | SH BEN INT     | 709102107 | 11063              | 738485             | SH         |              | Defined            |              |
| PG & E Corporation                | COM            | 69331C108 | 40901              | 903500             | SH         |              | Defined            |              |
| Plains All American<br>Pipeline L | UNIT LTD PARTN | 726503105 | 10101              | 125000             | SH         |              | Defined            |              |
| PRECISION DRILLING<br>CORP        | COM 2010       | 74022D308 | 4715               | 680425             | SH         |              | Defined            |              |
| ProLogis                          | COM            | 74340W103 | 19589              | 589500             | SH         |              | Defined            |              |
| Public Storage                    | COM            | 74460D109 | 89347              | 618702             | SH         |              | Defined            |              |
| Ramco-Gershenson<br>PPTYS TR      | PERP PFD-D CV  | 751452608 | 2035               | 40700              | SH         |              | Defined            |              |
| Rayonier Inc                      | COM            | 754907103 | 15151              | 337431             | SH         |              | Defined            |              |
| Regency Centers Corp              | COM            | 758849103 | 271                | 5700               | SH         |              | Defined            |              |
| ROUSE PPTYS INC                   | COM            | 779287101 | 358307             | 26580603           | SH         |              | Defined            |              |
| ROYAL BK CDA<br>MONTREAL QUE      | COM            | 780087102 | 253                | 5000               | SH         |              | Defined            |              |
| SBA Communications<br>Corp        | COM            | 78388J106 | 22985              | 402900             | SH         |              | Defined            |              |
| Sempra Energy                     | COM            | 816851109 | 30733              | 446184             | SH         |              | Defined            |              |
| SILVER STANDARD<br>RESOURCES INC  | COM            | 82823L106 | 3978               | 353947             | SH         |              | Defined            |              |
| Simon Property<br>Group Inc       | COM            | 828806109 | 93990              | 603819             | SH         |              | Defined            |              |

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|                                   |                 |           |       |            |         |
|-----------------------------------|-----------------|-----------|-------|------------|---------|
| SL Green Realty Corp              | COM             | 78440X101 | 51272 | 638983 SH  | Defined |
| Southwest Gas Corp                | COM             | 844895102 | 13497 | 309200 SH  | Defined |
| SPDR S&P MIDCAP 400<br>ETF TRUST  | UTSERI S&PCRP   | 78467Y107 | 2679  | 15640 SH   | Defined |
| SPDR TRUST SERIES I               | TR UNIT         | 78462F103 | 2348  | 17252 SH   | Defined |
| Spectra Energy Corp               | COM             | 847560109 | 33358 | 1147900 SH | Defined |
| SUN LIFE FIN OF<br>CANADA         | COM             | 866796105 | 3878  | 175100 SH  | Defined |
| Sunoco Logistics<br>Partners LP   | COM             | 86764L108 | 664   | 18300 SH   | Defined |
| Sunstone Hotel<br>Investors Inc   | COM             | 867892101 | 5005  | 455400 SH  | Defined |
| Sunstone Hotel<br>Investors Inc   | CV 8% SUM PFD-D | 867892507 | 204   | 8100 SH    | Defined |
| TAHOE RESOURCES INC               | COM             | 873868103 | 8307  | 990500 SH  | Defined |
| TECK COMINCO LIMITED              | CL B            | 878742204 | 2295  | 72800 SH   | Defined |
| TECUMSEH PRODS CO                 | COM             | 878895101 | 2450  | 500,000 SH | Defined |
| Tesoro Logistics LP               | COM UNIT LP     | 88160T107 | 3997  | 117900 SH  | Defined |
| The Williams<br>Companies, Inc.   | COM             | 969457100 | 16012 | 555600 SH  | Defined |
| Toll Brothers Inc                 | COM             | 889478103 | 8916  | 299900 SH  | Defined |
| TORONTO DOMINION<br>BK ONT        | COM             | 891160509 | 333   | 4300 SH    | Defined |
| TransCanada Corp                  | COM             | 89353D107 | 54767 | 1304980 SH | Defined |
| TRANSCANADA CORP                  | COM             | 89353D107 | 377   | 9000 SH    | Defined |
| TRW AUTOMOTIVE<br>HLDGS CORP      | COM             | 87264S106 | 3915  | 106500 SH  | Defined |
| TRW AUTOMOTIVE<br>HOLDINGS CORP   | COM             | 87264S106 | 3915  | 106500 SH  | Defined |
| UDR Inc                           | COM             | 902653104 | 23601 | 913336 SH  | Defined |
| VALEANT PHARMACEUTICALS<br>INTERN | COM             | 91911K102 | 10185 | 396173 SH  | Defined |
| Ventas Inc                        | COM             | 92276F100 | 35714 | 565813 SH  | Defined |
| VERIZON COMMUNICATIONS INC        | COM             | 92343V104 | 333   | 7500 SH    | Defined |
| Weingarten Realty<br>Investors    | SH BEN INT      | 948741103 | 10844 | 411700 SH  | Defined |
| Weyerhaeuser Co                   | COM             | 962166104 | 38687 | 1730200 SH | Defined |
| WGL Holdings Inc                  | COM             | 92924F106 | 7469  | 187900 SH  | Defined |
| Williams Partners LP              | COM UNIT L P    | 96950F104 | 6031  | 115442 SH  | Defined |
| WINDSTREAM CORP                   | COM             | 97381W104 | 276   | 28550 SH   | Defined |
| Winthrop Realty Trust             | SH BENINT NEW   | 976391300 | 4077  | 335286 SH  | Defined |
| WYNN RESORTS LTD                  | COM             | 983134107 | 5259  | 50700 SH   | Defined |