

Sixth Supplemental Deed - Multiplex Property Income Fund

Dated 18 December 2012

Brookfield Capital Management Limited (ACN 094 936 866)

Sixth Supplemental Deed - Multiplex Property Income Fund Contents

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Sixth Supplemental Deed - Multiplex Property Income Fund Details

Party	Responsible Entity as described below.	
Responsible Entity	Name	Brookfield Capital Management Limited
	ACN	094 936 866
	Address	Level 22 135 King Street SYDNEY NSW 2000
	Fax	+61 2 9322 2001
	Telephone	+61 2 9322 2000
	Attention	Company Secretary
Recitals	A	The Trust is governed by the Constitution. The Trust is a registered as a managed investment scheme under Chapter 5C of the Corporations Act.
	B	Under clause 22.1 of the Constitution, the Responsible Entity may, by deed, amend the Constitution in accordance with section 601GC of the Corporations Act.
	C	Section 601GC(1) of the Corporations Act provides that the constitution of a registered scheme may be modified, or repealed and replaced with a new constitution by special resolution of the members of the scheme.
	D	The members of the scheme passed a special resolution to amend the Constitution as set out in this deed on 18 December 2012.
Governing law	New South Wales	
Date of supplemental deed	See signing page	

Sixth Supplemental Deed - Multiplex Property Income Fund

General terms

1 Amendments to the Constitution

Clause 21.1 of the constitution of Multiplex Property Income Fund (ARSN 117 674 049) is amended by deleting the text which is struck out and inserting the text which is underlined.

21.1 Realisation of Assets

Following termination, the Manager must realise the Assets. The Manager may realise the Assets over a period of time and in a manner that the Manager considers reasonable, having regard to the nature of the Assets, market conditions and any other factor that is likely (in the Manager's reasonable opinion) to affect the realisation value, with the objective that the Manager will seek to maximise the value achieved on realisation. ~~This must be completed in 180 days if practical and in any event as soon as possible after that.~~

2 No redeclaration etc

The Responsible Entity declares that it is not, by this deed:

- (a) redeclaring the Trust or declaring any trust;
- (b) resettling the Trust; or
- (c) causing the transfer, vesting or accruing of property in any person.

3 Effective time

The amendments made by this deed take effect from the date the constitution as submitted to the members' meeting held on 18 December 2012 is lodged with the Australian Securities and Investments Commission pursuant to section 601GC(2) of the Corporations Act.

4 Governing law

This deed is governed by the laws in force in the place specified in the Details. Each person affected by it must submit to the non-exclusive jurisdiction of the courts of that place and the courts of appeal from them.

5 Interpretation

5.1 Terms defined in Constitution

The terms used in this deed have the same meaning as in the Constitution unless the contrary intention appears.

5.2 Definitions

These meanings apply unless the contrary intention appears:

Constitution means the trust deed dated 21 December 2005, as amended, under which the Trust was constituted.

Corporations Act means the Corporations Act 2001 (Cwlth).

Details means the section of this deed entitled "Details".

Trust means the Multiplex Property Income Fund (ARSN 117 674 049).

5.3 Deed supplemental to Constitution

This deed is supplemental to the Constitution.

5.4 Headings


Headings are inserted for convenience only and do not affect the interpretation of this deed.

EXECUTED as a deed

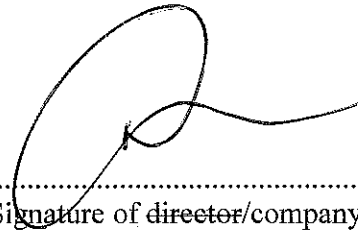
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Income Fund
Signing page**

DATED: 18 December 2012

**EXECUTED by BROOKFIELD)
CAPITAL MANAGEMENT)
LIMITED in accordance with section)
127(1) of the Corporations Act 2001)
(Cwlth) by authority of its directors:)**


.....)
Signature of director)

Shane Ross)
.....)
Name of director (block letters)


.....)

Signature of ~~director~~/company
secretary*
*delete whichever is not applicable

Neil Olofsson

.....)
Name of ~~director~~/company secretary*
(block letters)
*delete whichever is not applicable