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ASX Announcement

3 March 2014

Brookfield Capital Management Limited Board Changes

Brookfield Capital Management Limited (BCML) today announces changes to its Board.

Independent director, Brian Motteram, has announced his retirement from the Board of BCML. Since Brian's appointment to the Board in February 2007, Brian has made significant contributions to this Board.

In addition, Shane Ross, an executive director, has announced his resignation as a director of the Board. However, Shane will continue his contribution to the BCML Board as an alternate director to Russell Proutt, the remaining executive director of the Board.

These board changes took effect from Friday, 28 February 2014.

The Board of BCML expresses its great appreciation for the commitment and efforts made by Brian and Shane.

Please find attached Appendix 3X (Initial Directors' Interest Notice) and Appendix 3Z (Final Director's Interest Notice) for release to the market in accordance with Listing Rule 3.19A.

Henceforth, the Risk and Compliance Committee and the Audit Committee now comprise:

Barbara Ward (Chairperson); and Allan McDonald (Independent Director).

Allan McDonald will remain Chairman of the BCML Board.

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Brookfield Customer Service Ph: 1800 570 000