

# Appendix 3E

## Daily share buy-back notice (*except* minimum holding buy-back and selective buy-back)

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

Introduced 1/9/99. Origin: rule 3.6, Appendix 7C. Amended 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
Brookfield Capital Management Limited (ABN 32 094 936 866) as responsible entity of Brookfield Prime Property Fund (ARSN 110 096 663)	

We (the entity) give ASX the following information.

### Information about buy-back

1 Type of buy-back	On Market
2 Date Appendix 3C was given to ASX	2 September 2011

### Total of all shares/units bought back, or in relation to which acceptances have been received, before, and on, previous day

	Before previous day	Previous day
3 Number of shares/units bought back or if buy-back is an equal access scheme, in relation to which acceptances have been received	994,188	84
4 Total consideration paid or payable for the shares/units	\$3,902,710.05	\$352.80

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+ See chapter 19 for defined terms.

**Appendix 3E**  
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	<b>Before previous day</b>	<b>Previous day</b>
5 If buy-back is an on-market buy-back	highest price paid: \$4.25 date: 03/05/2012 14/05/2012 15/05/2012 16/05/2012 lowest price paid: \$3.35 date: 07/10/11	highest price paid: \$4.20  lowest price paid: \$4.20  highest price allowed under rule 7.33: \$4.41

**Participation by directors**

6 Deleted 30/9/2001.

**How many shares/units may still be bought back?**

7 If the company/trust has disclosed an intention to buy back a maximum number of shares/units – the remaining number of shares/units to be bought back

10/12 limit applies therefore up to 4,049,308

**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.



Sign here: ..... Date: 28/05/2012

(Director/Company secretary)

Print name: Neil Olofsson

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