

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 | 154,873 | 10,919 |
| 4 | Total consideration paid or payable for the shares/units | \$544,236.44 | \$39,854.35 |

+ See chapter 19 for defined terms.

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| | Before previous day | Previous day |
|--|---|--|
| 5 If buy-back is an on-market buy-back | highest price paid: \$3.65 date: 21/10/11 lowest price paid:\$3.35 date: 7/10/11 | highest price paid: \$3.65 lowest price paid: \$3.65 highest price allowed under rule 7.33: \$3.78 |

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 4,877,788

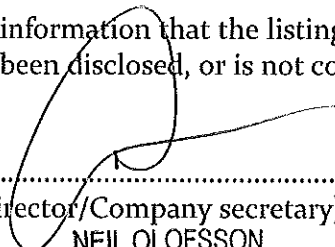
Compliance statement

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: 31/10/11
 (Director/Company secretary)
 NEIL OLOFSSON
 Print name: COMPANY SECRETARY
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+ See chapter 19 for defined terms.