
Brookfield Investments Corporation

INTERIM REPORT Q2 2014

STOCK SYMBOL: BRN.PR.A (TSX Venture Exchange)

Brookfield Investments Corporation (the "company") reported net income of \$26 million or \$0.53 per common share for the three months ended June 30, 2014 compared with \$22 million, or \$0.45 per common share for the same period in 2013. The increase in net income in the current period was due to a higher level of dividends received on the company's investment portfolio and positive foreign currency revaluation, partially offset by a higher level of forest products income recorded in the prior year. Net income on a six month basis was \$116 million and \$148 million in the current and prior year or \$2.33 and \$2.97 per share, respectively.

Comprehensive income, which consists of net income and other comprehensive income, was \$113 million compared to loss of \$441 million in the same period of 2013. Other comprehensive income was \$87 million during the quarter, compared to a loss of \$463 million in the second quarter of 2013. The current period benefited from favourable market performance of the company's investment portfolio relative to the prior year.

On behalf of the Board:



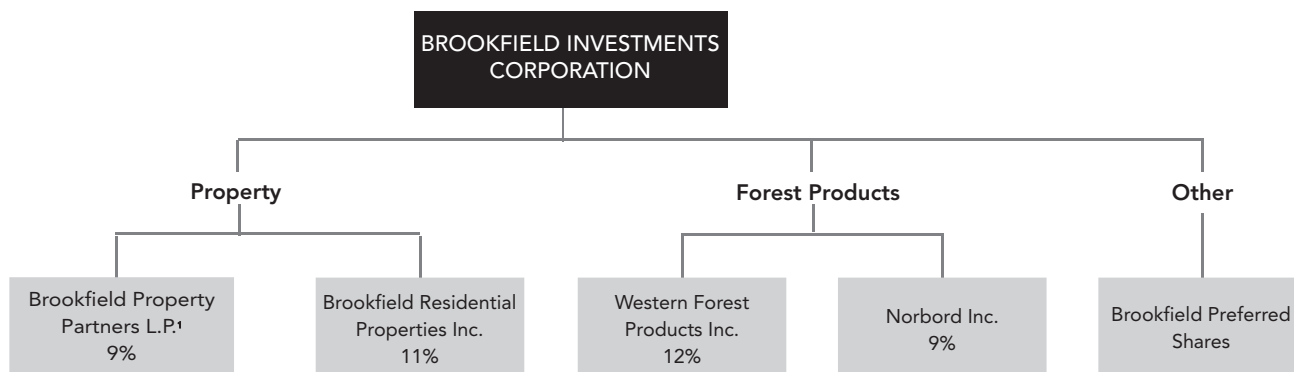
Edward C. Kress
Chairman and President
August 28, 2014

MANAGEMENT'S DISCUSSION & ANALYSIS

This section of our interim report includes management's discussion and analysis of our financial results ("MD&A") for the most recent period. The MD&A is intended to provide you with an assessment of our performance over the second quarter of 2014 and the comparable period in the prior year, as well as information on our financial position and other relevant matters.

Brookfield Investments Corporation ("Brookfield Investments" or the "company") holds investments in the property and forest products sectors, as well as a portfolio of preferred shares issued by Brookfield Asset Management Inc. ("Brookfield").

The company's simplified organizational structure is shown in the following chart:



(1) Indirectly held

The following analysis describes the components of the company's revenues and expenses for the second quarter of 2014, the related assets and liabilities, and the business environment for its operations as at June 30, 2014.

The U.S. dollar is the company's functional and presentation currency. All financial information is presented in U.S. dollars unless otherwise indicated. All financial data included in the MD&A have been presented in accordance with International Financial Reporting Standards.

The information in this section should be read in conjunction with the company's consolidated financial statements, which are included on pages 9 through 14 of this interim report. Additional information is available on the company's website at www.brookfieldinvestments.com and on SEDAR's website at www.sedar.com.

ANALYSIS OF NET INCOME

Periods ended June 30 (US\$ millions)	Three months ended June 30		Six months ended June 30	
	2014	2013	2014	2013
Investment income				
Equity accounted income				
Brookfield Property Partners distributions ¹	\$ 16	\$ 6	\$ 33	\$ 6
Property income	—	2	—	27
Forest Products income	—	16	—	28
Dividend income				
Forest Products	4	4	8	14
Interest Income	3	2	5	3
	23	30	46	78
Realized and unrealized gains	5	—	95	87
Foreign exchange income	10	—	—	2
	38	30	141	167
Interest expense	(7)	(8)	(14)	(15)
Net income before income taxes	31	22	127	152
Income tax expense	(5)	—	(11)	(4)
Net income	\$ 26	\$ 22	\$ 116	\$ 148

(1) The company's investment in BPY is classified as an available-for-sale security and is held through two equity accounted associates

Investment Income

Investment income consists of income earned on the company's equity accounted investments, as well as dividend and interest income generated from the company's investment portfolio.

Equity accounted income includes distributions from the company's investment in Brookfield Property Partners ("BPY"), which is held through two equity accounted investments. The company received \$16 million of distributions from BPY during the quarter. Equity accounted property income in the prior year consisted of equity earnings from the company's 36% equity accounted interest in Brookfield Europe L.P., which was sold as part of the formation of BPY in April 2013.

Dividend and interest income includes dividends on the company's securities and preferred share portfolio and interest on deposits receivable. During the first quarter of 2014, the company partially disposed of its investment in Western Forest Products Inc. ("Western") and commenced accounting for Western as an available-for-sale security. As a result, the company recognized \$1 million of dividend income in the second quarter of 2014. The company previously accounted for Western using the equity method of accounting.

Realized and Unrealized Gains

Realized and unrealized gains were \$5 million in 2014 compared to \$nil in 2013.

In January 2014, the company completed a secondary offering of Western and disposed of 26 million shares, which resulted in the recognition of a \$20 million disposition gain. In addition, 20.5 million of the company's Western warrants, which were issued in the third quarter of 2013, were exercised in the first quarter and an additional 2.5 million in the second quarter. As a result of these transactions, the company's ownership of Western decreased from 25% to 12%, resulting in the company no longer exercising significant influence over Western. Following the transactions, the company classified its investment in Western as an available-for-sale security. The company recognized a \$5 million unrealized disposition gain in the second quarter of 2014 as a result of its revaluation of the company's of Western Warrants.

Interest Expense

Interest expense includes dividend payments on the company's retractable preferred shares, which were \$7 million in the second quarter of 2014, compared to \$8 million for the same period in 2013.

Foreign Currency Revaluation

Certain of the company's deposits receivable and payable are denominated in currencies other than the U.S. dollar, which are converted into the U.S. dollar for reporting purposes. Foreign currency revaluation in the second quarter of 2014 resulted in a \$10 million gain (2013 – \$nil).

Income Tax Expense

Income tax expense of \$5 million (2013 – \$nil) was recorded in the second quarter of 2014.

BALANCE SHEET ANALYSIS

<i>(US\$ millions)</i>	June 30, 2014	December 31, 2013
Investment portfolio		
Property	\$ 1,645	\$ 1,681
Forest products	218	241
	1,863	1,922
Other securities	44	44
Deposits receivable, net	541	442
	2,448	2,408
Accounts payable and other liabilities	12	14
Retractable preferred shares	1,102	1,104
Deferred income tax liabilities	43	45
Equity	\$ 1,291	\$ 1,245

Investment Portfolio

The investment portfolio is classified as available-for-sale with changes in value recorded in other comprehensive income. At June 30, 2014, the company's investment portfolio consisted of the following securities:

(US\$ millions, except %)	Accounting Methodology	Ownership shares/ownership %		Carrying Value	
		2014	2013	2014	2013
Brookfield Residential Properties Inc.	Available-for-sale	13.7/12%	13.7/12%	\$ 283	\$ 331
Norbord Inc.	Available-for-sale	4.8/9%	4.8/9%	118	153
Western Forest Product Inc.	Available-for-sale/Associate	48.8/12%	96.0/25%	100	88
				501	572
Brookfield Property Partners L.P. ¹	Associate	n/a/9%	n/a/12%	1,362	1,350
Total				\$ 1,863	\$ 1,922

(1) Brookfield Property Partners L.P. held through equity accounted investments in BPY I L.P. and BPY II L.P.

The company's investment in BPY consists of a 9% economic interest or 66 million equity units which it received in exchange for its direct investments in Brookfield Office Properties and BPY Holdings L.P.'s property operations. The investment is held indirectly through the company's interest in two equity accounted investments: BPY I L.P. and BPY II L.P., which had an aggregate carrying value of \$1,362 million at the end of the second quarter of 2014.

The company's investment in Brookfield Residential Properties consists of 13.7 million common shares, which decreased in value by \$4 million during the second quarter of 2014 due to a \$0.25 decrease in the Brookfield Residential Properties share price from \$20.97 to \$20.72 per share.

The company's investment in Norbord consists of 4.8 million common shares, which decreases in value by \$9 million during the second quarter of 2014 due to a \$1.81 decrease in Norbord's share price from \$26.33 to \$24.52 per share.

The company determined that it no longer exercises significant influence over its investment in Western, following a secondary offering of Western shares in the first quarter of 2014 which decreased our ownership. During the current quarter, 2.5 million of the company's Western Warrants were exercised, reducing the total common shares to 48.8 million. Additionally, Western's share price decreased from C\$2.39 on March 31 to C\$2.19 per share.

The company also holds a preferred share portfolio which provides stable cash flow and a source of capital to support its operations and future activities. The company's securities portfolio consists of the following preferred shares:

(US\$ millions, except number of shares)	Security	Class	Shares	Carrying Value	
				June 30, 2014	December 31, 2013
	Brookfield Asset Management Inc.	Class A Series 14 preferred shares	350,000	\$ 33	\$ 33
	Brookfield Asset Management Inc.	Class A Series 15 preferred shares	850,000	11	11
				\$ 44	\$ 44

Deposits Receivable

Deposits receivable include funds on deposit with and borrowed from Brookfield, which bear interest at CDOR on Canadian dollar deposits, and at LIBOR on U.S. dollar denominated balances. The deposits are due on demand.

Retractable Preferred Shares

Retractable preferred shares consist of \$140 million (2013 – \$141 million) Senior Preferred shares and \$962 million (2013 – \$963 million) Junior Preferred shares. The Senior and Junior Preferred shares are retractable at the option of the holder.

Deferred Income Tax Liabilities

Deferred income tax liabilities relate primarily to temporary differences between the carrying value and tax value of investments within the investment portfolio.

LIQUIDITY AND CAPITAL RESOURCES

The company generates sufficient cash flow from operations to fund its interest expense obligations. In addition, the company maintains funds on deposit and securities which, with varying degrees of timing, can be liquidated and utilized to fund cash requirements. The company's sole common shareholder, Brookfield, holds directly and indirectly, \$1,063 million of the company's retractable preferred shares. The remaining \$39 million of retractable preferred shares are held by other holders, and satisfaction of any retractions can be made through the company's general cash resources or through the proceeds from the sale of assets.

The company's investments generated cash receipts of \$7 million during the second quarter of 2014 in the form of dividends and interest, compared with \$6 million for the same period in 2013. Income from investments was utilized primarily for the payment of dividends related to retractable preferred shares issued by the company, which totalled \$7 million for the second quarter in 2014, compared to \$8 million for the same period in 2013.

The company generated \$11 million of cash flow from operating activities during 2014, compared with \$6 million for the same period in 2013.

The company's outstanding common and retractable preferred shares are as follows:

<i>Number of shares</i>	June 30, 2014	December 31, 2013
Common shares	49,847,899	49,847,899
Class 1 Senior Preferred Series A	5,986,595	5,987,195
Class 1 Junior Preferred Series A	17,999,718	17,999,718
Class 1 Junior Preferred Series B	17,200,000	17,200,000

CONTRACTUAL OBLIGATIONS

The following table presents the contractual obligations of the company by payment periods:

<i>(US\$ millions)</i>	Total	Payments Due by Period			
		Less Than One Year	2 - 3 Years	4 - 5 Years	After 5 Years
Retractable preferred shares ⁽¹⁾					
Senior	\$ 140	\$ 140	\$ —	\$ —	\$ —
Junior	962	962	—	—	—

(1) Retractable at the option of the holder, as described above under Liquidity and Capital Resources

SIGNIFICANT ACCOUNTING POLICIES AND ESTIMATES

The company owns a 9% indirect economic interest in BPY. This is structured through a direct and indirect interest in two entities which the company exercises significant influence over: BPY I L.P. and BPY II L.P.. The company holds a 28.1% interest in BPY II L.P., which in turn holds 25.0% economic interest of BPY. The company holds a 36.2% interest in Brookfield Europe which holds a 24.3% interest in BPY I L.P. BPY I L.P. owns 24.5% of BPY. BPY I L.P. and BPY II L.P.'s investment in BPY is through BPY's redeemable exchangeable units, which are not entitled to any votes, and accordingly, BPY I L.P. and BPY II L.P. account for their respective economic interests in BPY as available-for-sale securities.

In January 2014, the company completed a secondary offering decreasing the company's interest in Western. In addition, 23 million warrants issued by the company were exercised during the first half of the year decreasing its investment in Western from 25% to 12%. In connection with this disposition, the company determined that it no longer exercises significant influence over Western and accordingly accounts for Western as an available-for-sale security.

The preparation of financial statements in conformity with International Financial Reporting Standards requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant estimates are required in the determination of cash flows and probabilities in assessing net recoverable amounts and net realizable values; assessing other than temporary impairments of long-term investments; tax and other provisions and fair values.

SUMMARY OF FINANCIAL INFORMATION

The following table summarizes selected consolidated financial information of the company for the six months ended June 30, 2014 and 2013; and for the years ended December 31, 2013, 2012 and 2011.

<i>US\$ millions, except per share amounts</i>	Six months ended June 30		Years ended December 31		
	2014	2013	2013	2012	2011
Investment income	\$ 46	\$ 78	\$ 139	\$ 76	\$ 110
Net income	116	148	223	48	70
Net income per common share	2.33	2.97	4.48	0.95	1.52
Total assets	2,448	2,123	2,408	2,332	2,072
Preferred share dividends paid per share					
Class 1 Senior Preferred Series A	\$ 0.55	\$ 0.57	\$ 1.13	\$ 1.18	\$ 1.15
Class 1 Junior Preferred Series A	0.63	0.62	1.24	1.24	1.24

The following table summarizes selected consolidated financial information of the company for the eight recently completed quarters:

<i>(US\$ millions, except per share amounts)</i>	2014		2013				2012	
	Q2	Q1	Q4	Q3	Q2	Q1	Q4	Q3
Investment income	\$ 23	\$ 23	\$ 33	\$ 28	\$ 30	\$ 48	\$ 23	\$ 34
Net income	26	90	6	69	22	126	19	23
Net income per common share	0.53	1.80	0.13	1.38	0.45	2.52	0.36	0.47

The company's investment income consists of equity accounted income and dividend and interest income from the company's investment portfolio and fluctuates due to the amount of equity earnings recorded in a period as well as for changes in interest rates on the company's floating rate investments. Investment income in the third quarter of 2012 included \$11 million of dividends on Brookfield Europe's investment in Canary Wharf. Net income in the first quarter of 2013 included an \$87 million dilution gain on the sale of Norbord. Net income in the third quarter of 2013 included \$54 million of disposition gains largely through the partial sale of the company's investment in Western common shares. Net income in the first quarter of 2014 included a \$90 million gain as a result of the partial disposition of Western common shares.

RELATED PARTY TRANSACTIONS

A significant portion of the company's securities and financing transactions are conducted with Brookfield. At June 30, 2014, the company's security portfolio included \$44 million (December 31, 2013 – \$44 million) of public and private Brookfield equity interests. Loans receivable and payable include funds on deposit with and borrowed from Brookfield, which bear interest at CDOR on Canadian dollar deposits, and at LIBOR on U.S. dollar denominated balances and are available on demand. Dividend and interest income during the second quarter of 2014 from related party securities and deposits totalled \$7 million, compared to \$8 million for the same period in 2013.

FORWARD-LOOKING INFORMATION

This interim report contains "forward-looking information" within the meaning of Canadian provincial securities laws and "forward-looking statements" within the meaning any applicable Canadian securities regulations. Forward-looking statements include statements that are predictive in nature, depend upon or refer to future events or conditions, include statements regarding the operations, business, financial condition, expected financial results, performance, prospects, opportunities, priorities, targets, goals, ongoing objectives, strategies and outlook of Brookfield Investments Corporation, and include words such as "expects," "anticipates," "plans," "believes," "estimates," "seeks," "intends," "targets," "projects," "forecasts" or negative versions thereof and other similar expressions, or future or conditional verbs such as "may," "will," "should," "would" and "could".

Although we believe that our anticipated future results, performance or achievements expressed or implied by the forward-looking statements and information are based upon reasonable assumptions and expectations, the reader should not place undue reliance on forward-looking statements and information because they involve known and unknown risks, uncertainties and other factors, many of which are beyond our control, which may cause the actual results, performance or achievements of Brookfield Investments Corporation to differ materially from anticipated future results, performance or achievement expressed or implied by such forward-looking statements and information.

Factors that could cause actual results to differ materially from those contemplated or implied by forward-looking statements include, but are not limited to: the impact or unanticipated impact of general economic, political and market factors; the behavior of financial markets, including fluctuations in interest and foreign exchange rates; global equity and capital markets and the availability of equity and debt financing and refinancing within these markets; changes in accounting policies and methods used to report financial condition (including uncertainties associated with critical accounting assumptions and estimates); the effect of applying future accounting changes; changes in tax laws; and other risks and factors detailed from time to time in our documents filed with the securities regulators in Canada.

We caution that the foregoing list of important factors that may affect future results is not exhaustive. When relying on our forward-looking statements, investors and others should carefully consider the foregoing factors and other uncertainties and potential events. Except as required by law, Brookfield Investments Corporation undertakes no obligation to publicly update or revise any forward-looking statements or information, whether written or oral, that may be as a result of new information, future events or otherwise.

CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED BALANCE SHEETS

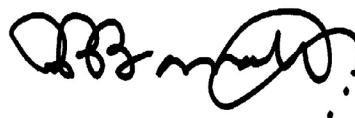
		(unaudited)	
		June 30	December 31
(US\$ millions)	Note	2014	2013
Assets			
Current assets			
Deposits receivable	3	\$ 541	\$ 442
Securities	4	44	44
Non-current assets			
Investments – Securities	5	501	484
Investments – Associates	5	1,362	1,438
		\$ 2,448	\$ 2,408
Liabilities			
Current liabilities			
Accounts payable and other		\$ 12	\$ 14
Retractable preferred shares	6	1,102	1,104
Deferred income taxes		43	45
Equity	7	1,291	1,245
		\$ 2,448	\$ 2,408

See accompanying notes to the consolidated financial statements

On behalf of the Board:



Edward C. Kress
Director



John P. Barratt
Director

CONSOLIDATED STATEMENTS OF OPERATIONS

<i>(unaudited)</i> <i>(US\$ millions, except per share amounts)</i>		Three months ended June 30		Six months ended June 30	
	Note	2014	2013	2014	2013
Investment income					
Equity accounted income		\$ 16	\$ 24	\$ 33	\$ 61
Dividend and interest income		7	6	13	17
Realized and unrealized gains		5	—	95	87
Foreign exchange income		10	—	—	2
Interest expense		(7)	(8)	(14)	(15)
Income tax expense		(5)	—	(11)	(4)
Net income		\$ 26	\$ 22	\$ 116	\$ 148
Net income per common share	7	\$ 0.53	\$ 0.45	\$ 2.33	\$ 2.97

See accompanying notes to the consolidated financial statements

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)

<i>(unaudited)</i> <i>(US\$ millions)</i>		Three months ended June 30		Six months ended June 30	
		2014	2013	2014	2013
Net income		\$ 26	\$ 22	\$ 116	\$ 148
Other comprehensive income (loss)					
Foreign currency translation		—	(77)	(1)	(41)
Available-for-sale securities - fair value changes		(19)	(67)	(86)	(37)
Equity accounted other comprehensive income (loss)		108	(359)	5	(361)
Deferred income tax		(2)	40	12	40
		87	(463)	(70)	(399)
Comprehensive income (loss)		\$ 113	\$ (441)	\$ 46	\$ (251)

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Common	Disposition	Retained	Accumulated Other Comprehensive	
(unaudited) Three months ended June 30, 2014 (US\$ millions)	Shares	Gain	Earnings	Loss	Total
Balance as at March 31, 2014	\$ 1,081	\$ 149	\$ 192	\$ (244)	\$ 1,178
Changes in period					
Net income	—	—	26	—	26
Other comprehensive income	—	—	—	87	87
	—	—	26	87	113
Balance as at June 30, 2014	\$ 1,081	\$ 149	\$ 218	\$ (157)	\$ 1,291

	Common	Disposition	Retained	Accumulated Other Comprehensive	
(unaudited) Three months ended June 30, 2013 (US\$ millions)	Shares	Gain	Earnings	Income (Loss)	Total
Balance as at March 31, 2013	\$ 1,081	\$ 35	\$ 5	\$ 200	\$ 1,321
Changes in period					
Net income	—	—	22	—	22
Other comprehensive loss	—	—	—	(463)	(463)
	—	—	22	(463)	(441)
Balance as at June 30, 2013	\$ 1,081	\$ 35	\$ 27	\$ (263)	\$ 880

	Common	Disposition	Retained	Accumulated Other Comprehensive	
(unaudited) Six months ended June 30, 2014 (US\$ millions)	Shares	Gain	Earnings	Loss	Total
Balance as at December 31, 2013	\$ 1,081	\$ 149	\$ 102	\$ (87)	\$ 1,245
Changes in period					
Net income	—	—	116	—	116
Other comprehensive loss	—	—	—	(70)	(70)
	—	—	116	(70)	46
Balance as at June 30, 2014	\$ 1,081	\$ 149	\$ 218	\$ (157)	\$ 1,291

	Common	Disposition	Retained	Accumulated Other Comprehensive	
(unaudited) Six months ended June 30, 2013 (US\$ millions)	Shares	Gain	Earnings (Deficit)	Income (Loss)	Total
Balance as at December 31, 2012	\$ 1,081	\$ 35	\$ (119)	\$ 134	\$ 1,131
Changes in period					
Net income	—	—	148	—	148
Other comprehensive loss	—	—	—	(399)	(399)
Disposition gain	—	—	(2)	2	—
	—	—	146	(397)	(251)
Balance as at June 30, 2013	\$ 1,081	\$ 35	\$ 27	\$ (263)	\$ 880

CONSOLIDATED STATEMENTS OF CASH FLOWS

<i>(unaudited)</i>	Three months ended June 30		Six months ended June 30	
<i>(US\$ millions)</i>	2014	2013	2014	2013
Cash flow from (used in) operating activities				
Net income	\$ 26	\$ 22	\$ 116	\$ 148
Adjusted for the following:				
Undistributed equity accounted income	—	(16)	—	(53)
Future income tax provisions	5	—	11	4
Undistributed disposition gains	(5)	—	(95)	(87)
Net change in non-cash working capital and other	(15)	—	(5)	(2)
	11	6	27	10
Cash flow from investing activities				
Proceeds from sale of Western Forest Products Inc.	3	—	74	—
	3	—	74	—
Cash and deposits receivable				
Increase in cash deposits receivable	14	6	101	10
Impact of foreign exchange	29	(18)	(2)	(29)
Balance, beginning of period	498	173	442	180
Balance, end of period	\$ 541	\$ 161	\$ 541	\$ 161

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

Brookfield Investments Corporation ("Brookfield Investments" or the "company") holds investments in the property and forest products sectors, as well as a portfolio of preferred shares issued by Brookfield Asset Management Inc. The company is listed on the TSX Venture exchange under the symbol BRN.PR.A. Brookfield Investments was formed by articles of amalgamation under the Business Corporations Act (Ontario) and is registered in Ontario, Canada. The registered office of the company is Brookfield Place, 181 Bay Street, Toronto, Ontario, M5J 2T3.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Statement of Compliance

The interim consolidated financial statements have been prepared in accordance with International Accounting Standard ("IAS") 34, *Interim Financial Reporting* on a basis consistent with the accounting policies disclosed in the audited consolidated financial statements for the fiscal year ended December 31, 2013.

These financial statements were authorized for issuance by the Board of Directors of the company on August 21, 2014.

(b) Future Changes in Accounting Policies

Financial Instruments

IFRS 9, *Financial Instruments* ("IFRS 9") was issued by the IASB on November 12, 2009 and will replace IAS 39, *Financial Instruments: Recognition and Measurement* ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is tentatively effective for annual periods beginning on or after January 1, 2018. The company has not yet determined the impact of IFRS 9 on its consolidated financial statements.

3. DEPOSITS RECEIVABLE

Deposits receivable include the company's cash balances, as well as funds receivable from (payable to) companies under common control, net of funds due to (from) the same parties.

As at June 30, 2014, the balance included receivables of \$842 million (December 31, 2013 – \$753 million) denominated in Canadian dollars and payables of \$301 million (December 31, 2013 – \$311 million) denominated in U.S. dollars.

The fair value of the deposits receivable approximated their carrying value as at June 30, 2014 and December 31, 2013.

4. SECURITIES

The company holds a preferred share portfolio which provides stable cash flow and a source of capital to support its operations and future activities. The carrying value of the portfolio as at June 30, 2014 was \$44 million compared with \$44 million at December 31, 2013.

The company measures its \$44 million securities (December 31, 2013 – \$44 million) at estimated fair values categorized as Level 2, whereby the fair value measurements are determined using observable market-based inputs such as a liquidity premium and dividend yield on securities with similar characteristics. There are no securities categorized as level 1 (December 31, 2013 – \$nil) and level 3 (December 31, 2013 – \$nil).

5. INVESTMENTS

Investments consist of available-for-sale securities and equity accounted investments.

Available-for-sale securities are recorded at fair value, with changes in value recorded in other comprehensive income. Equity accounted associates are originally recorded at cost and are adjusted for the company's proportionate share of equity accounted comprehensive income and dividends received. The following table summarizes the company's investments at June 30, 2014 and December 31, 2013:

(US\$ millions, except %)	Accounting Methodology	Ownership shares/ownership %		Carrying Value	
		2014	2013	2014	2013
Brookfield Residential Properties Inc.	Available-for-sale	13.7/12%	13.7/12%	\$ 283	\$ 331
Norbord Inc.	Available-for-sale	4.8/9%	4.8/9%	118	153
Western Forest Products Inc.	Available-for-sale/Associate	48.8/12%	96.0/25%	100	88
				501	572
Brookfield Property Partners L.P. ¹	Associate	n/a/9%	n/a/12%	1,362	1,350
Total				\$ 1,863	\$ 1,922

(1) Brookfield Property Partners L.P. held through equity accounted investments in BPY I L.P. and BPY II L.P.

In January 2014, the company completed a secondary offering decreasing the company's interest in Western. In addition, 23 million warrants issued by the company were exercised during the first half of the year decreasing its investment in Western from 25% to 12%. In connection with this disposition, the company determined that it no longer exercises significant influence over Western and accordingly accounts for Western as an available-for-sale security.

6. RETRACTABLE PREFERRED SHARES

The company's Authorized Share Capital includes two classes of retractable preferred shares:

- (i) unlimited Class 1 Senior Preferred shares issuable in series; and
- (ii) unlimited Class 1 Junior Preferred shares issuable in series.

(US\$ millions, except number of shares)	June 30, 2014	December 31, 2013
5,986,595 Class 1 Senior Preferred Shares, Series A (2013 – 5,987,195)	\$ 140	\$ 141
17,999,718 Class 1 Junior Preferred Shares, Series A (2013 – 17,999,718)	559	558
17,200,000 Class 1 Junior Preferred Shares, Series B (2013 – 17,200,000)	403	405
	\$ 1,102	\$ 1,104

7. EQUITY

The company's authorized share capital includes an unlimited number of common shares.

The common shares of the company are redeemable at the option of the holder for 95% of the net asset value at the time of redemption. There were 49,847,899 common shares outstanding as at June 30, 2014 (December 31, 2013 – 49,847,899).

CORPORATE INFORMATION

HEAD OFFICE

Brookfield Investments Corporation

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Facsimile: 416-363-2856

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TRANSFER AGENT

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1-800-387-0825

(Toll-free within North America)

Facsimile: 1-888-249-6189

Website: www.canstockta.com

E-mail: inquiries@canstockta.com

PERIOD END

June 30

STOCK EXCHANGE LISTING

The Class 1 Senior Preferred Shares, Series A, of Brookfield Investments Corporation are listed on the TSX Venture Exchange under the symbol **BRN.PR.A**

DIRECTORS

John P. Barratt¹

Corporate Director

Howard Driman¹

Director of Finance

UIA Federations Canada

James R. Kelly¹

Corporate Director

Edward C. Kress

Corporate Director

OFFICERS

Edward C. Kress

Chairman and President

Derek Gorgi

Vice-President and Chief Financial Officer

C. Leslie Yuen

Vice-President and Controller

Loretta M. Corso

Vice-President and Secretary

1. Member of the Audit Committee

