

October 6, 2020

To: British Columbia Securities Commission  
Alberta Securities Commission  
Financial and Consumer Affairs Authority of Saskatchewan  
The Manitoba Securities Commission  
Ontario Securities Commission  
Autorité des marchés financiers  
Financial and Consumer Services Commission (New Brunswick)  
Nova Scotia Securities Commission  
Office of the Superintendent of Securities, Prince Edward Island  
Office of the Superintendent of Securities Service, Newfoundland and Labrador

Dear Sirs/Mesdames:

**Re: Brookfield Asset Management Inc., Brookfield Finance Inc., Brookfield Finance II Inc., Brookfield Finance LLC, Brookfield Finance II LLC, Brookfield Finance (Australia) Pty Ltd and Brookfield Finance I (UK) PLC (each an “Issuer” and together, the “Issuers”) Short Form Base Shelf Prospectus dated October 6, 2020 (the “Prospectus”)**

We hereby consent to the reference to our name and to the use of our opinion under the heading “Enforceability of Judgments against the Company” in the Prospectus.

We have read the Prospectus and have no reason to believe that there are any misrepresentations in the information contained in the Prospectus that are within our knowledge as a result of services we performed in connection with the preparation of the Prospectus.

Yours truly,

*“Torys LLP”*