

BROOKFIELD ASSET MANAGEMENT INC.

Form 6-K

May 16, 2008

## **FORM 6-K**

### **SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Report of Foreign Private Issuer**

**Pursuant to Rule 13a-16 or 15d-16**

**of the Securities Exchange Act of 1934**

**For the month of May, 2008**

**Commission File Number: 033-97038**

## **BROOKFIELD ASSET MANAGEMENT INC.**

**(Translation of Registrant's Name into English)**

**Suite 300, Brookfield Place, 181 Bay Street, P.O. Box 762, Toronto, Canada M5J 2T3**

**(Address of Principal Executive Offices)**

Indicate by check mark whether the registrant files or will file annual reports

under cover of Form 20-F or Form 40-F.

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Form 20-F [  ] Form 40-F [  ]

Indicate by check mark if the registrant is submitting the Form 6-K in paper

as permitted by Regulation S-T Rule 101(b)(1): \_\_\_\_\_

Indicate by check mark if the registrant is submitting the Form 6-K in paper

as permitted by Regulation S-T Rule 101(b)(7): \_\_\_\_\_

Indicate by check mark whether the registrant by furnishing the information

contained in this form is also thereby furnishing the information to the

Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes [  ] No [  ]

(If Yes is marked, indicate below the file number assigned to the registrant

in connection with Rule 12g3-2(b): 82-\_\_\_\_\_.

**DOCUMENTS FILED AS PART OF THIS FORM 6-K**

See the Exhibit Index to this Form 6-K.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**BROOKFIELD ASSET MANAGEMENT INC.**

Date: May 15, 2008

By: /s/ Alan V. Dean  
Name: Alan V. Dean  
Title: Senior Vice-President and Secretary

**EXHIBIT INDEX**

| <b>Exhibit</b> | <b>Description</b>  |
|----------------|---|
| 1              | Interim Report to Shareholders<br><i>Interim Report to Shareholders of Brookfield Asset Management Inc. (the Company ) for the quarter ended March 31, 2008</i> |
| 2              | Certification of Chief Executive Officer pursuant to Canadian Law   |
| 3              | Certification of Chief Financial Officer pursuant to Canadian Law   |