

BROOKFIELD ASSET MANAGEMENT INC.

Form 6-K

October 20, 2006

---

**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 October 2006

Commission File Number: 033-97038

**BROOKFIELD ASSET MANAGEMENT INC.**

**(formerly Brascan Corporation)**

(Translation of registrant's name into English)

**BCE Place**

**Suite 300**

**181 Bay Street, P.O. Box 762**

**Toronto, Ontario, Canada M5J 2T3**

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

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 by furnishing the information contained in this Form, the registrant 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-  
\_\_\_\_\_

---

**INCORPORATION BY REFERENCE**

The Form 6-K of Brookfield Asset Management Inc. dated October 20, 2006 and the exhibit thereto are hereby incorporated by reference as exhibits to Brookfield Asset Management Inc.'s registration statement on Form F-9 (File No. 333-112049).

**EXHIBIT LIST**

Exhibit Description

99.1 PRESS RELEASE, DATED OCTOBER 20, 2006, REGARDING BROOKFIELD ANNOUNCES RESULTS OF CONVERSION OF ITS SERIES 8 AND SERIES 9 PREFERRED SHARES

---

**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: October 20, 2006

By: /s/ B. D. Lawson

---

Name: B. D. Lawson

Title: Managing Partner & CFO