



Banc Ceannais na hÉireann
Central Bank of Ireland

Eurosystem

**Certificate of Approval of a Base Prospectus
pursuant to Prospectus Regulation (EU) 2017/1129 of the European Parliament and of the Council
Certificate Reference 3491**

To: Financial Services and Markets Authority, Belgium

From: Central Bank of Ireland

We hereby certify that the Base Prospectus detailed below has been drawn up pursuant to Prospectus Regulation (EU) 2017/1129 of the European Parliament and of the Council and was approved by us on 16 September 2020.

Name of Issuer(s): Brookfields Capital Plc

LEI: 549300TNWY8R3I4K5W55

Registered Office:

Riverside One
Sir John Rogerson's Quay
Dublin 2
Ireland

Type of Securities(if applicable): €40,000,000,000 Programme for the issue of Notes

National Prospectus Identifier: JOB20017976

(references to the annexes of Regulation EU 2019/980 used): 9,14,19 and 22

Name of the Guarantor(s) (if any): N/A
LEI: N/A

We have authorised, in accordance with Article 18 of Prospectus Regulation (EU) 2017/1129, the omission of the information required under [Item _ of Annex _] on the following grounds: N/A

Signed:

A handwritten signature in blue ink, appearing to read 'Ma Walle', written over a horizontal line.

For and on behalf of the: Central Bank of Ireland

Date: 16 September 2020

Attachments: 1. Base Prospectus