Brookfield

# AGM Presentation

**BROOKFIELD CORPORATION**

FRIDAY, JUNE 9, 2023

# Business of the Meeting

**FRANK MCKENNA**

CHAIR OF THE BOARD

Brookfield

# Agenda

01 Receiving the Consolidated Financial Statements

02 Special Resolution on Decrease in Number of Directors

03 Election of Directors

04 Appointment of External Auditors

05 Advisory Resolution on Approach to Executive Compensation

06 Resolution on Amendment to the Escrowed Stock Plan

07 Resolution on Brookfield Reinsurance Ltd Restricted Stock Plan

08 Shareholder Proposal

# Agenda

01 Receiving the Consolidated Financial Statements

**02 Special Resolution on Decrease in Number of Directors**

03 Election of Directors

04 Appointment of External Auditors

05 Advisory Resolution on Approach to Executive Compensation

06 Resolution on Amendment to the Escrowed Stock Plan

07 Resolution on Brookfield Reinsurance Ltd Restricted Stock Plan

08 Shareholder Proposal

# Agenda

01 Receiving the Consolidated Financial Statements

02 Special Resolution on Decrease in Number of Directors

**03 Election of Directors**

04 Appointment of External Auditors

05 Advisory Resolution on Approach to Executive Compensation

06 Resolution on Amendment to the Escrowed Stock Plan

07 Resolution on Brookfield Reinsurance Ltd Restricted Stock Plan

08 Shareholder Proposal

# Nominees for Election by the Class A Shareholders

ELYSE
**ALLAN**

ANGELA
**BRALY**

JANICE
**FUKAKUSA**

MAUREEN
**KEMPSTON DARKES**

# Nominees for Election by the Class A Shareholders

HUTHAM
**OLAYAN**

DIANA
**TAYLOR**

FRANK
**MCKENNA**

# Nominees for Election by the Class B Shareholders

JEFFREY
**BLIDNER**

JACK
**COCKWELL**

BRUCE
**FLATT**

BRIAN
**LAWSON**

# Nominees for Election by the Class B Shareholders

HOWARD
**MARKS**

RAFAEL
**MIRANDA**

LORD
**O'DONNELL**

# Agenda

01 Receiving the Consolidated Financial Statements

02 Special Resolution on Decrease in Number of Directors

03 Election of Directors

04 Appointment of External Auditors

05 Advisory Resolution on Approach to Executive Compensation

06 Resolution on Amendment to the Escrowed Stock Plan

07 Resolution on Brookfield Reinsurance Ltd Restricted Stock Plan

08 Shareholder Proposal

# Agenda

01 Receiving the Consolidated Financial Statements

02 Special Resolution on Decrease in Number of Directors

03 Election of Directors

**04 Appointment of External Auditors**

05 Advisory Resolution on Approach to Executive Compensation

06 Resolution on Amendment to the Escrowed Stock Plan

07 Resolution on Brookfield Reinsurance Ltd Restricted Stock Plan

08 Shareholder Proposal

# Agenda

01 Receiving the Consolidated Financial Statements

02 Special Resolution on Decrease in Number of Directors

03 Election of Directors

04 Appointment of External Auditors

**05 Advisory Resolution on Approach to Executive Compensation**

06 Resolution on Amendment to the Escrowed Stock Plan

07 Resolution on Brookfield Reinsurance Ltd Restricted Stock Plan

08 Shareholder Proposal

# Agenda

01 Receiving the Consolidated Financial Statements

02 Special Resolution on Decrease in Number of Directors

03 Election of Directors

04 Appointment of External Auditors

05 Advisory Resolution on Approach to Executive Compensation

**06 Resolution on Amendment to the Escrowed Stock Plan**

07 Resolution on Brookfield Reinsurance Ltd Restricted Stock Plan

08 Shareholder Proposal

# Agenda

01 Receiving the Consolidated Financial Statements

02 Special Resolution on Decrease in Number of Directors

03 Election of Directors

04 Appointment of External Auditors

05 Advisory Resolution on Approach to Executive Compensation

06 Resolution on Amendment to the Escrowed Stock Plan

**07 Resolution on Brookfield Reinsurance Ltd Restricted Stock Plan**

08 Shareholder Proposal

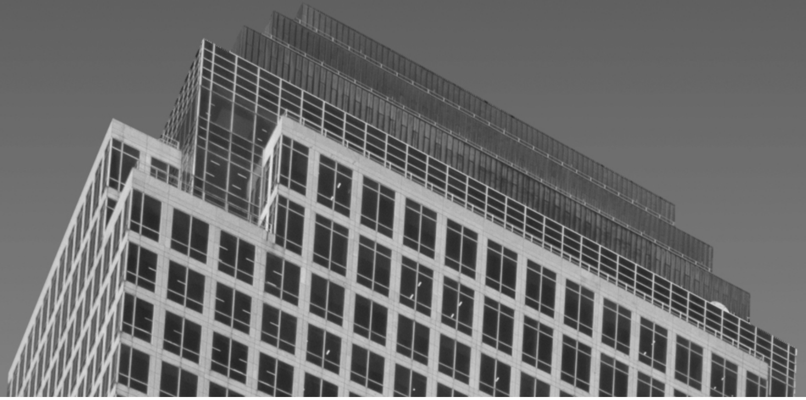
# Agenda

Brookfield

# AGM Presentation

**BROOKFIELD CORPORATION**

FRIDAY, JUNE 9, 2023



# Shareholder Presentation

**NICHOLAS GOODMAN**

PRESIDENT

# Agenda

# 1. Key Takeaways

# We continue to target 20%+ annual earnings growth over the next 5 years

## We are set up to sustain growth over the longer term, with the separate listing of our Manager creating added optionality

- ✓ Our Asset Management business is positioned for its next phase of step-change growth
- ✓ Our Insurance Solutions business is fast becoming our next global champion
- ✓ Our capital invested across our four market-leading Operating Businesses generates substantial free cash flows
- ✓ We plan to reinvest our free cash flows and the capital generated from recycling activities to significantly enhance total returns for our shareholders
- ✓ We maintain strong liquidity across our businesses

Brookfield

# 2. Year in Review

# We had an excellent last 12 months…

- Our manager raised **~$100 billion** of capital
- We grew our insurance assets to **~$45 billion**
- Our operating businesses grew earnings in aggregate by **25%**, and same-store net operating income from our Real Estate business grew by **5%**
- Generated **~$5 billion** of distributable earnings
- Returned **~$15 billion** of capital to shareholders

Note: For the last twelve months ended March 31, 2023. Growth in our same-store net operating income from our real estate business represents our prime retail and office assets.

# Our Asset Management Business continues to perform well

- Record fundraising year with significant capital raised across our strategies
- Fee-bearing capital increased by **14%** over the last twelve months to **$432 billion** and continues to grow at a robust pace
- Generated **$3 billion** of distributable earnings before realizations

Highly differentiated strategy positioned at the epicenter of large global secular trends

Note: For the last twelve months ended March 31, 2023.

# We continue to scale our Insurance Solutions Business

- Redeployed **$7 billion+** of our liquid, short-duration investment portfolio into higher yielding investments, with the portfolio now earning an **average yield over 5%**
- Generate **$700 million** of annualized distributable earnings today
- Integrated American National into the business and agreed to acquire Argo Group, a specialty P&C insurer

We expect to continue to leverage our credit and investing expertise to drive excellent returns

Note: For the last twelve months ended March 31, 2023.

# Our Operating Businesses continue to be resilient

- ✓ We own one of the largest portfolios of cash generating inflation-protected assets in the world
- ✓ Generated **$1.5 billion** of distributable earnings supported by strong underlying earnings growth
- ✓ Further benefited from capital appreciation from the compounding of underlying cash flows

**Strong recurring cash generation from our operating businesses with many organic levers driving earnings growth**

Note: For the last twelve months ended March 31, 2023.

# Our distributable earnings continue to scale

| 5 years ago | | Today |
|---|---|---|
| $2B | → | $5B |

Note:
Annualized distributable earnings before realizations plus disposition gains and realized carried interest, net as at and for the twelve months ended March 31, 2019 and March 31, 2023.

We completed the
**special distribution of**
**our asset management business**
in December last year

Returning a record

**$15 billion of capital**

to shareholders over the past year

Note: For the last twelve months ended March 31, 2023.

# Our liquidity is very strong today

**$34B** Core liquidity + **$79B** Uncalled fund commitments = **$113B** Total liquidity

Note: Liquidity as of March 31, 2023.

# 3. Looking Forward

# We have a perpetual capital base of over $135 billion across a diversified portfolio of high-quality businesses

**BROOKFIELD CORPORATION (“BN”)**

**$135B+**

Capital

**Asset Management (BAM)**

**$83B**

**Leading global alternative asset management business**

**Insurance Solutions (BNRE)**

**$8B**

**Global insurance solutions business**

**Operating Businesses (BEP/BIP/BBU/BPG)**

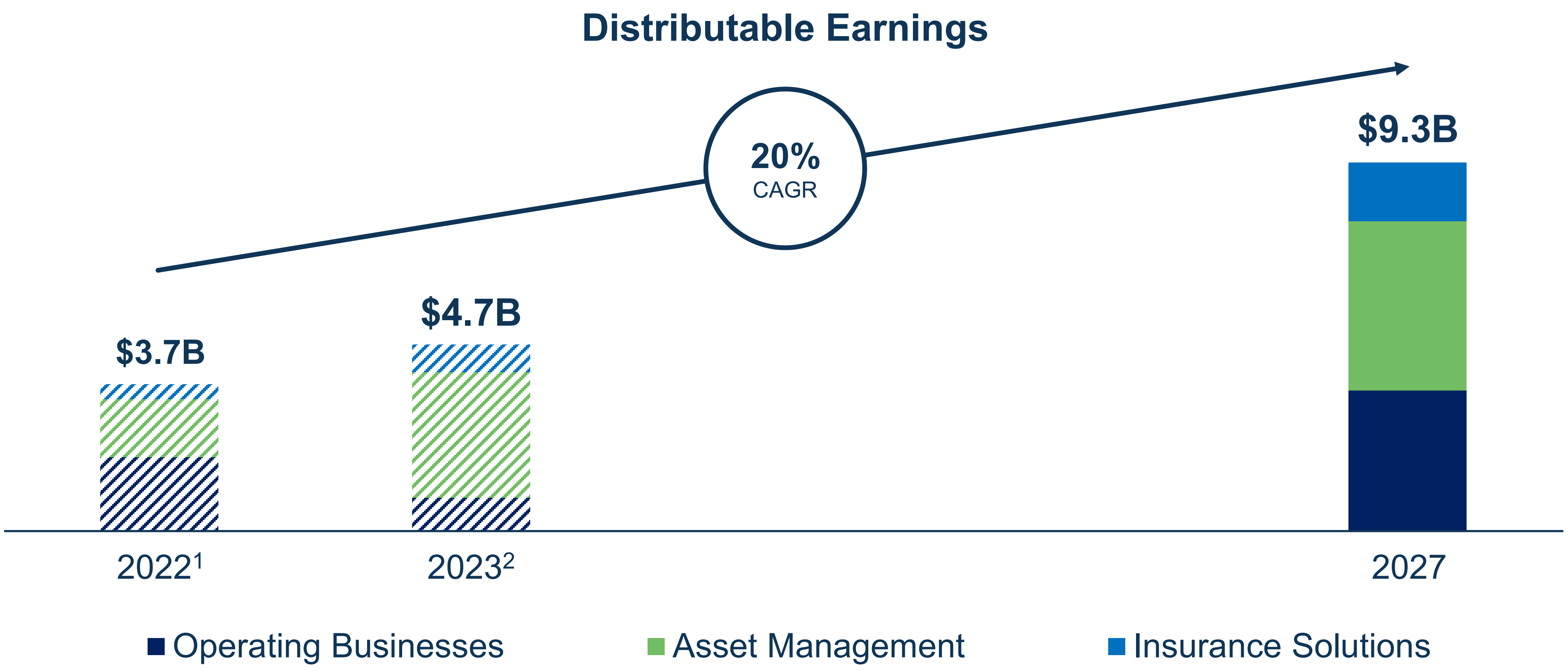
**$45B**

**Portfolio of global, scale operating champions**

## We are set up to deliver organic growth

We are targeting to **grow the earnings of our existing businesses by 20% per year** over the next five years

# Our Business Plans for Our Existing Businesses Chart a Path to Annual DE Growth of 20% Through 2027

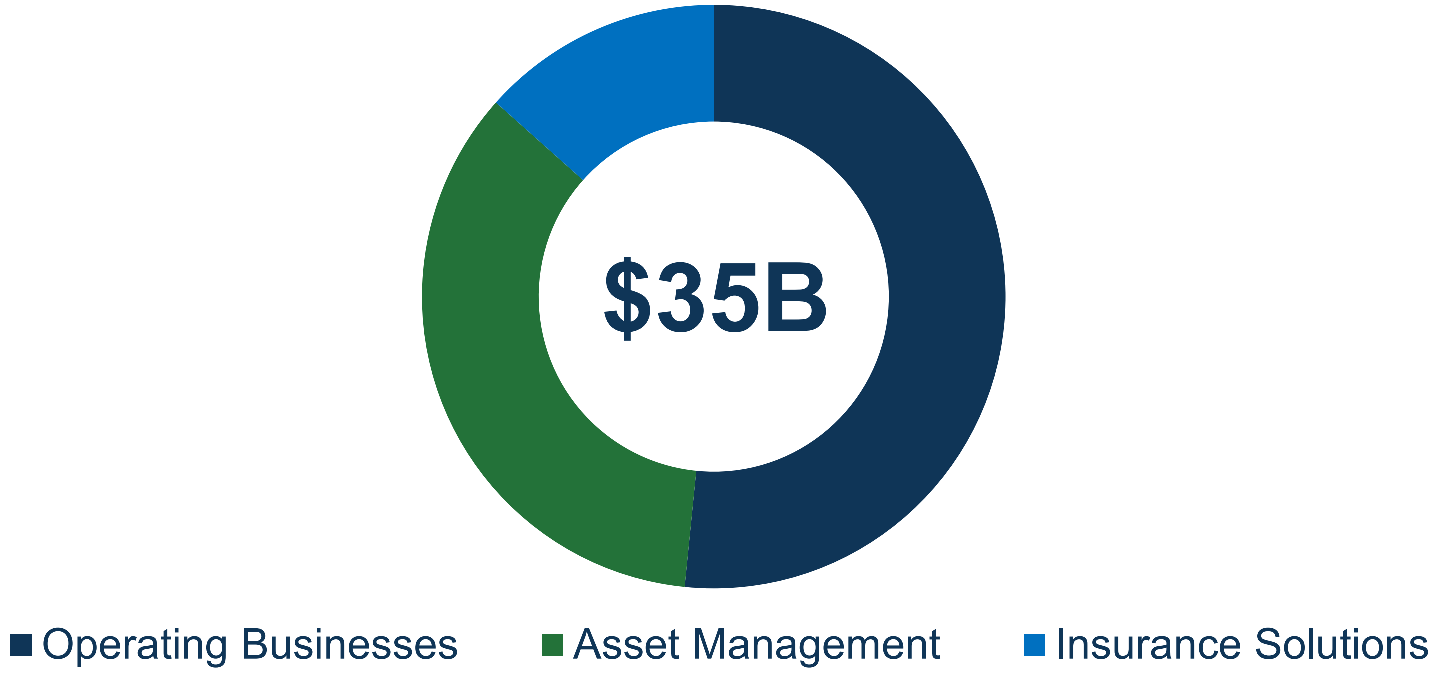



1. 2022 Distributable Earnings are presented proforma the distribution of the asset management business in December 2022.
2. 2023 Distributable Earnings represent annualized DE as at Q1 2023.

# Our Businesses Should Generate Significant Free Cash Flow

If we achieve our plan, we expect to generate **~$35 billion** of free cash flow over the next five years

## Projected Free Cash Flow 2022–27



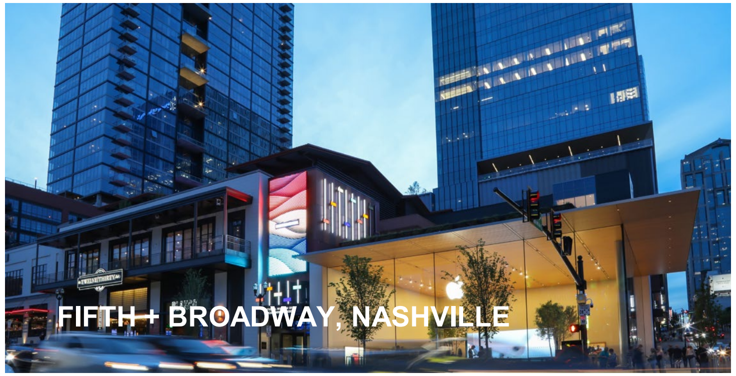
# Capital Recycling

## In addition, we plan to recycle $10 billion+ of capital over the next 10 years from our real estate business into the broader franchise

### Core


**$15B**
Capital

### Residential




**$3B**
Capital

### Other

**$7B**
Capital

**Hold**
**(Natural fit for Insurance Solutions business over the long-term)**
Maintaining an irreplaceable portfolio of trophy mixed-use precincts

**Monetize**
Maximizing returns through a development or buy-fix-sell strategy

The environment today is challenging for many, but opportunities are **coming for the strong**

# Now more than ever our funding model is a massive differentiator

1

Maintain vast
capital resources

2

Strong access
to additional capital

3

Financings are recourse
only to assets, not the
Corporation

Which allows us to pursue
**strategic investment opportunities**
that few can execute

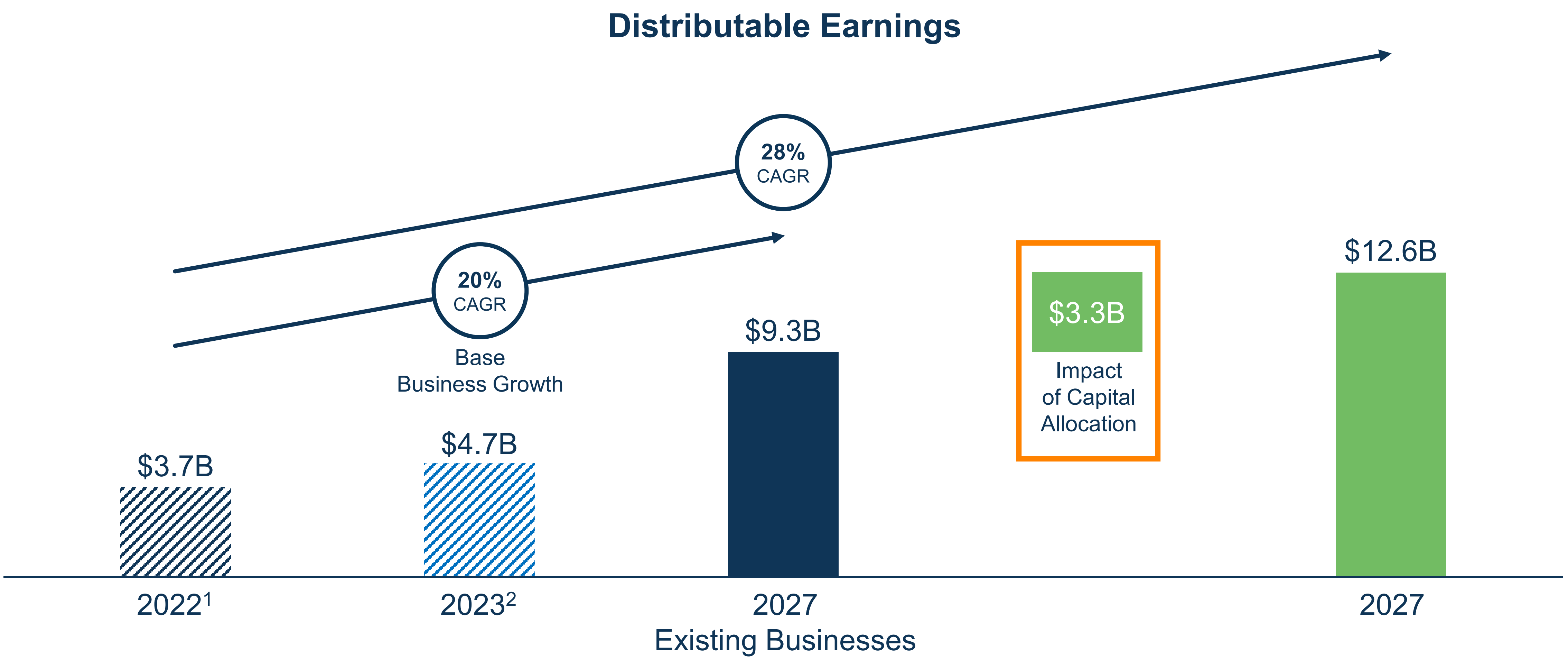
And should enable us to **emerge from this period in a better position than we entered**

# Capital Allocation

## Our focus is on allocating the free cash flows we receive and executing on capital recycling to sustain long-term growth and returns

- ✓ Invest in/alongside our Asset Management business
- ✓ Further scale our Insurance Solutions business
- ✓ Invest alongside our Operating Businesses in large, strategic transactions
- ✓ Retain excess capital to protect against downside risks
- ✓ Buy back stock

# Capital Allocation Could Add Meaningfully to Our Five-Year Growth in DE




1. 2022 Distributable Earnings are presented proforma the distribution of the asset management business in December 2022.
2. 2023 Distributable Earnings represent annualized DE as at Q1 2023.

# 4. In Summary



# In summary, we are focused on…

- ✓ Delivering 15%+ total returns and earnings growth over the long term
- ✓ Maintaining sufficient liquidity across all parts of our business
- ✓ Remaining disciplined when assessing investment opportunities
- ✓ Deploying capital for value and delivering long-term returns to our investors
- ✓ Setting ourselves up for long-term growth

Brookfield

# Q&A

Brookfield

# Thank You

# Notice to Recipients

Brookfield is not making any offer or invitation of any kind by communication of this document to the recipient and under no circumstances is it to be construed as a prospectus or an advertisement.

Except where otherwise indicated herein, the information provided herein is based on matters as they exist as of the date of preparation and not as of any future date, is subject to change, and will not be updated or otherwise revised to reflect information that subsequently becomes available or circumstances existing or changes occurring after the date hereof. Unless otherwise noted, all references to “$” or “Dollars” are to U.S. Dollars.

**CAUTIONARY STATEMENTS REGARDING FORWARD-LOOKING STATEMENTS AND INFORMATION**

This presentation contains “forward-looking information” within the meaning of Canadian and United States securities laws, including United States Private Securities Litigation Reform Act of 1995. Forward-looking statements include statements that are predictive in nature, depend upon or refer to future events or conditions, and include statements regarding our and our subsidiaries’ operations, business, financial condition, expected financial results, performance, prospects, opportunities, priorities, targets, goals, ongoing objectives, strategies and outlook, as well as the outlook for North American and international economies for the current fiscal year and subsequent periods, and include, but are not limited to, statements regarding our asset management business. In some cases, forward-looking statements can be identified by terms such as “expects,” “anticipates,” “plans,” “believes,” “estimates,” “seeks,” “intends,” “targets,” “projects,” “forecasts” or negative versions thereof and other similar expressions such as “Brookfield plan” or “Brookfield estimate,” or future or conditional verbs such as “may,” “will,” “should,” “would” and “could.” In particular, the forward-looking statements contained within this presentation include statements referring to the future state of the economy or the securities market, target earnings growth, expected future allocation and deployment of capital, and projected free cash flows.

Below are certain of the forward-looking statements that are contained in this presentation and a number of assumptions underlying them.

References to growth in or future expectations for Distributable Earnings, Fee-bearing Capital, and Realized Carried Interest are illustrative only. Actual results may vary materially and are subject to market conditions and other factors and risks, as well as certain assumptions, that are set out herein.

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 our and our subsidiaries’ actual results, performance or achievements to differ materially from anticipated future results, performance or achievements 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: (i) investment returns that are lower than target; (ii) the impact or unanticipated impact of general economic, political and market factors in the countries in which we do business; (iii) the behavior of financial markets, including fluctuations in interest and foreign exchange rates; (iv) global equity and capital markets and the availability of equity and debt financing and refinancing within these markets; (v) strategic actions including dispositions; the ability to complete and effectively integrate acquisitions into existing operations and the ability to attain expected benefits; (vi) changes in accounting policies and methods used to report financial condition (including uncertainties associated with critical accounting assumptions and estimates); (vii) the ability to appropriately manage human capital; (viii) the effect of applying future accounting changes; (ix) business competition; (x) operational and reputational risks; (xi) technological change; (xii) changes in government regulation and legislation within the countries in which we operate; (xiii) governmental investigations; (xiv) litigation; (xv) changes in tax laws; (xvi) ability to collect amounts owed; (xvii) catastrophic events, such as earthquakes, hurricanes and epidemics/pandemics; (xviii) the possible impact of international conflicts and other developments including terrorist acts and cyberterrorism; (xix) the introduction, withdrawal, success and timing of business initiatives and strategies; (xx) the failure of effective disclosure controls and procedures and internal controls over financial reporting and other risks; (xxi) health, safety and environmental risks; (xxii) the maintenance of adequate insurance coverage;(xxiii) the existence of information barriers between certain businesses within our asset management operations; (xxiv) risks specific to our business segments including asset management, renewable power and transition, infrastructure, private equity, real estate and other alternatives, including credit; and (xxv) and factors detailed from time to time in our documents filed with the securities regulators in Canada and the United States, including in “Part 6- Business Environment and Risks” of our Annual Report available on SEDAR at www.sedar.com and EDGAR at www.sec.gov.

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, we undertake no obligation to publicly update or revise any forward-looking statements or information in this presentation, whether as a result of new information, future events or otherwise.

Past performance is not necessarily indicative of future results and there can be no assurance that comparable results will be achieved, that an investment will be similar to the historic investments presented herein (because of economic conditions, the availability of investment opportunities or otherwise), that targeted returns, diversification or asset allocations will be met or that an investment strategy or investment objectives will be achieved.

# Notice to Recipients (cont'd)

**CAUTIONARY STATEMENT REGARDING USE OF NON-IFRS MEASURES**

This presentation contains references to financial metrics that are calculated and presented using methodologies other than in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"). We utilize these measures in managing the business, including for performance measurement, capital allocation and valuation purposes and believe that providing these performance measures on a supplemental basis to our IFRS results is helpful to investors in assessing the overall performance of our businesses. These non-IFRS measures have limitations as analytical tools and should not be considered as the sole measure of our performance and should not be considered in isolation from, or as a substitute for, similar financial measures calculated in accordance with IFRS. We caution readers that these non-IFRS financial measures or other financial metrics may differ from the calculations disclosed by other businesses and, as a result, may not be comparable to similar measures presented by other issuers and entities. For a more fulsome discussion regarding our use of non-IFRS measures and their reconciliation to the most directly comparable IFRS measures, refer to our documents filed with the securities regulators in Canada and the United States.

**OTHER CAUTIONARY STATEMENTS**

Certain of the information contained herein is based on or derived from information provided by independent third-party sources. While Brookfield believes that such information is accurate as of the date it was produced and that the sources from which such information has been obtained are reliable, Brookfield does not guarantee the accuracy or completeness of such information and has not independently verified such information or the assumptions on which such information is based. This document is subject to the assumptions (if any) and notes contained herein.

The information in this document does not take into account your investment objectives, financial situation or particular needs and nothing contained herein should be construed as legal, business or tax advice. Each prospective investor should consult its own attorney, business adviser and tax advisor as to legal, business, tax and related matters concerning the information contained herein.