

BROOKFIELD ASSET MANAGEMENT INC.

Form 6-K

May 25, 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 May, 2006
Commission File Number: 033-97038
BROOKFIELD ASSET MANAGEMENT INC.

(Translation of Registrant's Name into English)
Suite 300, BCE 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.

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-_____.

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.

Date: May 25, 2006

BROOKFIELD ASSET MANAGEMENT INC.

By: /s/ Brian D. Lawson

Name: Brian D. Lawson

Title: Managing Partner and Chief Financial
Officer

EXHIBIT INDEX

| Exhibits | Description |
|-----------------|---|
| 1 | Code of Business Conduct and Ethics of Brookfield Asset Management Inc. and Wholly-Owned Subsidiary Companies |