

Norbord Inc.  
Form SC 13G  
February 10, 2017

**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

**Norbord Inc.**

(Name of Issuer)

**Common Shares**

(Title of Class of Securities)

**65548P403**

(CUSIP Number)

**December 31, 2016**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes.)

Edgar Filing: Norbord Inc. - Form SC 13G

CUSIP No. 65548P403

|   |  |   |            |
|---|--|---|------------|
| 1   | Names of Reporting Persons<br>Brookfield Asset Management Inc.                       |   |            |
| 2   | Check the Appropriate Box if a Member of a Group (See Instructions):                 |   |            |
|   | (a) <input type="radio"/>  |   |            |
|   | (b) <input checked="" type="radio"/> Joint Filing                                    |   |            |
| 3   | SEC Use Only:  |   |            |
| 4   | Citizenship or Place of Organization:<br>Ontario, Canada                             |   |            |
|   | 5  | Sole Voting Power:  | 0          |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6  | Shared Voting Power:  | 45,407,240 |
|   | 7  | Sole Dispositive Power:   | 0          |
|   | 8  | Shared Dispositive Power:   | 45,407,240 |
|   | 9  | Aggregate Amount Beneficially Owned by Each Reporting Person:<br>45,407,240 |            |
| 10  | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions): | <input type="radio"/>   |            |
| 11  | Percent of Class Represented by Amount in Row 9:<br>52.9%                            |   |            |
| 12  | Type of Reporting Person (See Instructions):<br>CO                                   |   |            |

Edgar Filing: Norbord Inc. - Form SC 13G

CUSIP No. 65548P403

|   |  |  |  |
|---|--|--|--|
| 1   | Names of Reporting Persons<br>Brookfield Investments Corporation   |  |  |
| 2   | Check the Appropriate Box if a Member of a Group (See Instructions):<br>(a) <input type="radio"/><br>(b) <input checked="" type="radio"/> Joint Filing |  |  |
| 3   | SEC Use Only:  |  |  |
| 4   | Citizenship or Place of Organization:<br>Ontario, Canada   |  |  |
|   | 5  | Sole Voting Power:<br>0                |  |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6  | Shared Voting Power:<br>4,809,051      |  |
|   | 7  | Sole Dispositive Power:<br>0           |  |
|   | 8  | Shared Dispositive Power:<br>4,809,051 |  |
| 9   | Aggregate Amount Beneficially Owned by Each Reporting Person:<br>4,809,051   |  |  |
| 10  | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions):   | <input type="radio"/>                  |  |
| 11  | Percent of Class Represented by Amount in Row 9:<br>5.6%   |  |  |
| 12  | Type of Reporting Person (See Instructions):<br>CO   |  |  |

Edgar Filing: Norbord Inc. - Form SC 13G

CUSIP No. 65548P403

|   |  |   |  |
|---|--|---|--|
| 1   | Names of Reporting Persons<br>Brookfield Infrastructure Investments Trust  |   |  |
| 2   | Check the Appropriate Box if a Member of a Group (See Instructions):<br>(a) <input type="radio"/><br>(b) <input checked="" type="radio"/> Joint Filing |   |  |
| 3   | SEC Use Only:  |   |  |
| 4   | Citizenship or Place of Organization:<br>British Columbia, Canada  |   |  |
|   | 5  | Sole Voting Power:<br>0                 |  |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6  | Shared Voting Power:<br>11,915,658      |  |
|   | 7  | Sole Dispositive Power:<br>0            |  |
|   | 8  | Shared Dispositive Power:<br>11,915,658 |  |
| 9   | Aggregate Amount Beneficially Owned by Each Reporting Person:<br>11,915,658  |   |  |
| 10  | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions):   | <input type="radio"/>                   |  |
| 11  | Percent of Class Represented by Amount in Row 9:<br>13.9%  |   |  |
| 12  | Type of Reporting Person (See Instructions):<br>OO   |   |  |

Edgar Filing: Norbord Inc. - Form SC 13G

CUSIP No. 65548P403

|   |  |   |  |
|---|--|---|--|
| 1   | Names of Reporting Persons<br>Brookfield Private Equity Direct Investments Holdings LP   |   |  |
| 2   | Check the Appropriate Box if a Member of a Group (See Instructions):<br>(a) <input type="radio"/><br>(b) <input checked="" type="radio"/> Joint Filing |   |  |
| 3   | SEC Use Only:  |   |  |
| 4   | Citizenship or Place of Organization:<br>Manitoba, Canada  |   |  |
|   | 5  | Sole Voting Power:<br>0                 |  |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6  | Shared Voting Power:<br>11,359,634      |  |
|   | 7  | Sole Dispositive Power:<br>0            |  |
|   | 8  | Shared Dispositive Power:<br>11,359,634 |  |
| 9   | Aggregate Amount Beneficially Owned by Each Reporting Person:<br>11,359,634  |   |  |
| 10  | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions):   | <input type="radio"/>                   |  |
| 11  | Percent of Class Represented by Amount in Row 9:<br>13.2%  |   |  |
| 12  | Type of Reporting Person (See Instructions):<br>PN   |   |  |

Edgar Filing: Norbord Inc. - Form SC 13G

CUSIP No. 65548P403

|   |  |                                  |   |
|---|--|----------------------------------|---|
| 1   | Names of Reporting Persons<br>Brookfield Capital Partners Ltd.                       |                                  |   |
| 2   | Check the Appropriate Box if a Member of a Group (See Instructions):                 |                                  |   |
|   | (a)  | <input type="radio"/>            |   |
|   | (b)  | <input checked="" type="radio"/> | Joint Filing                            |
| 3   | SEC Use Only:  |                                  |   |
| 4   | Citizenship or Place of Organization:<br>Ontario, Canada                             |                                  |   |
|   | 5  |                                  | Sole Voting Power:<br>0                 |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6  |                                  | Shared Voting Power:<br>17,322,897      |
|   | 7  |                                  | Sole Dispositive Power:<br>0            |
|   | 8  |                                  | Shared Dispositive Power:<br>17,322,897 |
| 9   | Aggregate Amount Beneficially Owned by Each Reporting Person:<br>17,322,897          |                                  |   |
| 10  | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions): | <input type="radio"/>            |   |
| 11  | Percent of Class Represented by Amount in Row 9:<br>20.2%                            |                                  |   |
| 12  | Type of Reporting Person (See Instructions):<br>CO                                   |                                  |   |

Edgar Filing: Norbord Inc. - Form SC 13G

CUSIP No. 65548P403

**Item 1(a).**

Name of Issuer

Norbord Inc. ( Norbord )

**Item 1(b).**

Address of Issuer's Principal Executive Offices

1 Toronto Street, Suite 600

Toronto, ON M5C 2W4

Canada

**Item 2(a).**

Name of Persons Filing

Brookfield Asset Management Inc. ( BAM )

Brookfield Investments Corporation ( BIC )

Brookfield Infrastructure Investments Trust ( BIIT )

Brookfield Private Equity Direct Investments Holdings LP ( BPED )

**Item 2(b).**

Brookfield Capital Partners Ltd. ( BCP )

Address of Principal Business Office or, if none, Residence

The address of each of BAM, BIC, BIIT, BPED and BCP is:

Brookfield Place

181 Bay Street, Suite 330

Toronto, Ontario, Canada, M5J 2T3

**Item 2(c).**

Citizenship

See Item 4 of the cover pages

**Item 2(d).**

Title of Class of Securities

Common Shares

**Item 2(e).**

CUSIP Number

65548P403

**Item 3.**

Not applicable

CUSIP No. 65548P403

**Item 4. Ownership**

(a) Amount beneficially owned:

See Item 9 of the cover pages. BIC owns 4,809,051 Common Shares. BAM is the sole shareholder of BIC and therefore, BAM may be deemed to beneficially own 4,809,051 Common Shares indirectly through BIC. BPED owns 11,359,634 Common Shares. BAM is the sole shareholder of Brookfield Private Equity Inc., the general partner of BPED and therefore, BAM may be deemed to beneficially own 11,359,634 Common Shares indirectly through BPED. BPED holds all of the interests in BIIT and BIIT owns 11,915,658 Common Shares. Therefore, BAM may be deemed to beneficially own 11,915,658 Common Shares indirectly through BIIT. BCP owns 17,322,897 Common Shares. BAM indirectly owns all of the shares of BCP and therefore may be deemed to beneficially own 17,322,897 Common Shares indirectly through BCP.

(b) Percent of class:

See Item 11 of the cover pages.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

See Item 5 of the cover pages.

(ii) Shared power to vote or to direct the vote:

See Item 6 of the cover pages.

(iii) Sole power to dispose or to direct the disposition of:

See Item 7 of the cover pages.

(iv) Shared power to dispose or to direct the disposition of:

See Item 8 of the cover pages.

**Item 5. Ownership of Five Percent or Less of a Class**

Not applicable

**Item 6. Ownership of More than Five Percent on Behalf of Another Person**

Not applicable

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company**

Not applicable

**Item 8. Identification and Classification of Members of the Group**

Not applicable

**Item 9. Notice of Dissolution of Group**

Not applicable



CUSIP No. 65548P403

**Item 10. Certifications**  
Not applicable

Exhibits

99.1 Joint Filing Agreement

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 10, 2017

**BROOKFIELD ASSET MANAGEMENT INC.**

By: /s/ A.J. Silber  
Name: A.J. Silber  
Title: Vice President, Legal Affairs & Corporate Secretary

**BROOKFIELD INVESTMENTS CORPORATION**

By: /s/ Rami El Jurdi  
Name: Rami El Jurdi  
Title: Vice-President and CFO

**BROOKFIELD INFRASTRUCTURE INVESTMENTS TRUST**, by its administrator, **BROOKFIELD ASSET MANAGEMENT INC.**

By: /s/ A.J. Silber  
Name: A.J. Silber  
Title: Vice President, Legal Affairs & Corporate Secretary

**BROOKFIELD PRIVATE EQUITY DIRECT INVESTMENTS HOLDINGS LP,**  
by its general partner, **BROOKFIELD PRIVATE EQUITY INC.**

By: /s/ A.J. Silber  
Name: A.J. Silber  
Title: Director

**BROOKFIELD CAPITAL PARTNERS LTD.**

By: /s/ Jaspreet Dehl  
Name: Jaspreet Dehl  
Title: Senior Vice-President & Secretary