

FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
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hours per response... 0.5

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * BROOKFIELD ASSET MANAGEMENT INC. (Last) (First) (Middle) BROOKFIELD PLACE, 181 BAY STREET, SUITE 300 PO BOX 762 (Street) NEW YORK, NY 10281-1023 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Vistra Corp. [VST]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director _____ 10% Owner <input type="checkbox"/> Officer (give title below) _____ Other (specify below) See Remarks
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">5/28/2020</p>		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned		

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.01 per share	5/28/2020		J		566499 (4)	D	\$0	19288906 (5)	I	See notes (1)(2)(3)(6)(7)(8)(9)

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

- (1) See Exhibit 99.1 for text of footnote (1).
- (2) See Exhibit 99.1 for text of footnote (2).
- (3) See Exhibit 99.1 for text of footnote (3).
- (4) See Exhibit 99.1 for text of footnote (4).
- (5) See Exhibit 99.1 for text of footnote (5).
- (6) See Exhibit 99.1 for text of footnote (6).
- (7) See Exhibit 99.1 for text of footnote (7).
- (8) See Exhibit 99.1 for text of footnote (8).
- (9) See Exhibit 99.1 for text of footnote (9).

Remarks:

Following the consummation of the transactions contemplated by the Agreement and Plan of Merger, dated as of March 13, 2019, by and among Oaktree Capital Group, LLC ("OCG"), Brookfield Asset Management Inc. ("BAM") and other parties thereto (as reported in a Form 8-K filed by OCG on October 4, 2019), BAM and certain of its affiliates may be deemed to beneficially own securities of the Issuer held by OCG and certain of its affiliates, which beneficial ownership BAM and its affiliates disclaims except to the extent of their respective pecuniary interests therein. Due to the technical limitation on the number of reporting persons per filing, this filing is being made into two identical parts. This filing is part one of two. See Exhibit 99.2 for Joint Filer Information and Signatures incorporated herein by reference.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BROOKFIELD ASSET MANAGEMENT INC. BROOKFIELD PLACE, 181 BAY STREET SUITE 300 PO BOX 762 NEW YORK, NY 10281-1023				See Remarks
Partners Ltd BROOKFIELD PLACE 181 BAY STREET, SUITE 300 TORONTO, A6 M5J2T3				See Remarks
Brookfield Private Equity Inc. BROOKFIELD PLACE 181 BAY STREET, SUITE 300 TORONTO, A6 M5J2T3				See Remarks
Brookfield Private Equity Group Holdings LP BROOKFIELD PLACE 181 BAY STREET, SUITE 300 TORONTO, A6 M5J2T3				See Remarks
Brookfield Capital Partners Ltd. C/O BROOKFIELD ASSET MANAGEMENT INC. 181 BAY ST, STE. 300 TORONTO, A6 M5J2T3				See Remarks
Titan Co-Investment GP, LLC BROOKFIELD PLACE 200 VESEY STREET NEW YORK, NY 10281-1023				See Remarks
Brookfield Titan Holdings LP BROOKFIELD PLACE 200 VESEY STREET NEW YORK, NY 10281-1023				See Remarks
Brookfield Private Equity Direct Investments Holdings LP BROOKFIELD PLACE 200 VESEY STREET NEW YORK, NY 10281-1023				See Remarks
Brookfield US Inc. BROOKFIELD PLACE 200 VESEY STREET NEW YORK, NY 10281-1023				See Remarks
Brookfield Holdings Canada Inc. BROOKFIELD PLACE 181 BAY STREET, SUITE 300 TORONTO, A6 M5J2T3				See Remarks

Signatures

By: See Signatures Included in Exhibit 99.2

9/21/2020

**Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Name and Address of Reporting Person: Brookfield Asset Management Inc.
 Brookfield Place
 181 Bay Street, Suite 300 PO Box 762
 Toronto, CAN M5J2T3

Issuer Name and Ticker or Trading Symbol: Vistra Corp. [VST]

Date of Earliest Transaction Required to be Reported (Month/Day/Year): May 28, 2020

Footnotes to Form 4

- (1) This Form 4 is being jointly filed by and on behalf of each of the following persons (each a "Reporting Person"): Titan Co-Investment-MRS, L.P. ("Titan MRS"); Titan Co-Investment GP, LLC ("Titan Co-Invest"); Brookfield Asset Management ("BAM"); Partners Limited ("Partners"); Brookfield Private Equity Inc. ("BPE"); (Brookfield US Inc. ("BUSI); Brookfield Private Equity Holdings LLC ("BPEH"); Brookfield Private Equity Direct Investments Holdings LP ("BPE DIH"); Brookfield Private Equity Group Holdings LP ("BPEGH"); Brookfield Capital Partners Ltd. ("BCPL"); Brookfield Holdings Canada Inc. ("BHC"); Brookfield Private Funds Holdings Inc. ("BPFH"); Brookfield Canada Adviser, LP ("BCA"); and Brookfield Asset Management Private Institutional Capital Adviser (Canada), L.P. ("BAMPIC").
- (2) Other than Titan MRS, the Reporting Persons do not themselves directly hold any shares of Common Stock, but are controlling entities of certain of the Investment Vehicles (as defined below). The filing of this statement shall not be deemed to be an admission that, for purposes of Section 16 under the Securities Exchange Act of 1934, as amended (the "Exchange Act") or otherwise, the Reporting Persons are the beneficial owners of any securities reported herein.
- (3) The Reporting Persons and the Investment Vehicles may be deemed to constitute a "group" within the meaning of Section 13(d)(3) of the Exchange Act. Each of the Reporting Persons may be deemed to beneficially own the securities beneficially owned by the Investment Vehicles directly or indirectly controlled by it, but each disclaims beneficial ownership of such securities, except to the extent of such Reporting Person's pecuniary interest therein. In accordance with Instruction 4(b)(iv), the entire amount of the Common Stock held by the Investment Vehicles is reported herein.
- (4) Represents a pro rata distribution in kind of 566,499 shares of the Issuer's common stock for no consideration by Titan Co-Investment-MRS, L.P. (Titan MRS").
- (5) Represents: 6,625,154 shares of Common Stock owned by Titan Holdings, including 772,128 shares of Common Stock representing Titan Holdings' interest in Longhorn Capital GS L.P. ("Longhorn"); 1,280 shares of Common Stock owned by Titan Co-Investment-RBS, L.P. ("Titan RBS"); 572,911 shares of Common Stock owned by Titan AC, including 130,445 shares of Common Stock representing Titan AC's interest in Longhorn; 1,141 shares of Common Stock owned by Titan CN; 141,767 shares of Common Stock owned by Titan Co-Investment-DS, L.P. ("Titan DS"); including 1,929 shares of Common Stock representing Titan DS's interest in Longhorn; 258,758 shares of Common Stock owned by Titan Co-Investment-FN, L.P. ("Titan FN"), including 35,374 shares of Common Stock representing Titan FN's interest in Longhorn; 790 shares of Common Stock held directly by Titan Co-Investment-GLH, L.P. ("Titan GLH"); 751,104 shares of Common Stock owned by Titan HI, including 74,744 shares of Common Stock representing Titan HI's interest in Longhorn; 669,021 shares of Common Stock owned by Titan Co-Investment-ICG, L.P. ("Titan ICG"), including 105,183 shares of Common Stock representing Titan ICG's interest in Longhorn; 283,533 shares of Common Stock owned by Titan Co-Investment-LB, L.P. ("Titan LB"), including 3,858 shares of Common Stock representing Titan LB's interest in Longhorn; 1,291 shares of Common Stock owned by Titan Co-Investment-MCG, L.P. ("Titan MCG"); 4,035 shares of Common Stock owned by Titan MRS (together with Titan AC, Titan CN, Titan DS, Titan FN, Titan GLH, Titan HI, Titan ICG, Titan LB, Titan MCG and Titan RBS, the "Titan Vehicles"); 4,505,400 shares of Common Stock owned by BCP Titan Aggregator, L.P. ("Aggregator"); 5,472,721 shares of Common Stock owned by BCP Titan Sub Aggregator, L.P. ("Sub Aggregator" and together with Aggregator, the "Aggregator Vehicles" and together with Titan Holdings and the Titan Vehicles, the "Investment Vehicles"), including 679,402 shares of Common Stock representing Sub Aggregator's interest in Longhorn.

- (6) Each of BPE DIH, as a limited partner of Titan Holdings, BPEGH, as a limited partner of Titan Holdings and each of the Titan Vehicles, BPE, as the general partner of BPE DIH and BPEGH, Titan Co-Invest, as the general partner of each of the Titan Vehicles, BPEH, as an shareholder of Titan Co-Invest, BUSI, as shareholder of BPE, BHC, as indirect shareholder of BUSI, BAM, as limited partner of BPE and shareholder of BHC, and Partners, as shareholder of BAM, may be deemed to have an indirect pecuniary interest in an indeterminate portion of the shares of Common Stock directly beneficially owned by Titan Holdings and/or the Titan Vehicles. Each of BPE DIH, BPEGH, BPE, Titan Co-Invest, BPEH, BUSI, BHC, BAM and Partners disclaims beneficial ownership of all shares of Common Stock that are beneficially owned by Titan Holdings and/or the Titan Vehicles, except to the extent of any indirect pecuniary interest therein.
- (7) Each of BCPL and BAMPIC, as indirect owners of Longhorn and the Aggregator Vehicles, BCA, as limited partner of BAMPIC, BPFH, as limited partner of BCA, BHC, as shareholder of BPFH, BAM, as shareholder of BHC, and Partners, as shareholder of BAM, may be deemed to have an indirect pecuniary interest in an indeterminate portion of the shares of Common Stock directly beneficially owned by the Aggregator Vehicles or Longhorn. Each of BCPL, BAMPIC, BCA, BPFH, BHC, BAM and Partners disclaims beneficial ownership of all shares of Common Stock that are beneficially owned by the Aggregator Vehicles and/or Longhorn, except to the extent of any indirect pecuniary interest therein.
- (8) The filing of this statement shall not be deemed to be an admission that, for purposes of Section 16 under the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise, that the Reporting Persons are the beneficial owners of any securities reported herein.
- (9) Each of the Reporting Persons disclaims beneficial ownership of any securities of the Issuer except to the extent of such Reporting Person’s pecuniary interest therein.

Joint Filer Information

Name of Joint Filer: Partners Limited

Address of Joint Filer: c/o Brookfield Asset Management Inc.
Brookfield Place
181 Bay Street, Suite 300
Toronto A6 M5J2T3

Relationship of Joint Filer to Issuer: Other. See Remarks.

Issuer Name and Ticker or Trading Symbol: Vistra Corp. [NYSE: VST]

Date of Earliest Transaction Required to be Reported:
(Month/Day/Year): 5/28/2020

Designated Filer: Brookfield Asset Management Inc.

Signature: /s/ Brian Lawson

Name: Brian Lawson

Title: President

Date: September 21, 2020

Name of Joint Filer: Brookfield Private Equity Inc.

Address of Joint Filer: c/o Brookfield Asset Management Inc.
Brookfield Place
181 Bay Street, Suite 300
Toronto A6 M5J2T3

Relationship of Joint Filer to Issuer: Other. See Remarks.

Issuer Name and Ticker or Trading Symbol: Vistra Corp. [NYSE: VST]

Date of Earliest Transaction Required to be Reported
(Month/Day/Year): 5/28/2020

Designated Filer: Brookfield Asset Management Inc.

Signature: /s/ A.J. Silber

Name: A.J. Silber

Title: Director

Date: September 21, 2020

Name of Joint Filer: Brookfield US Inc.

Address of Joint Filer: c/o Brookfield Asset Management Inc.
Brookfield Place
200 Vesey Street
New York, NY 10281-1023

Relationship of Joint Filer to Issuer: Other. See Remarks.

Issuer Name and Ticker or Trading Symbol: Vistra Corp. [NYSE: VST]

Date of Earliest Transaction Required to be Reported
(Month/Day/Year): 5/28/2020

Designated Filer: Brookfield Asset Management Inc.

Signature: /s/ Kathy Sarpash

Name: Kathy Sarpash

Title: Secretary

Date: September 21, 2020

Name of Joint Filer: Brookfield Private Equity Direct Investments Holdings LP

Address of Joint Filer: c/o Brookfield Asset Management Inc.
Brookfield Place
200 Vesey Street
New York, NY 10281-1023

Relationship of Joint Filer to Issuer: Other. See Remarks.

Issuer Name and Ticker or Trading Symbol: Vistra Corp. [NYSE: VST]

Date of Earliest Transaction Required to be Reported
(Month/Day/Year): 5/28/2020

Designated Filer: Brookfield Asset Management Inc.

By: Brookfield Private Equity Inc., its General Partner

Signature: /s/ A.J. Silber

Name: A.J. Silber

Title: Director

Date: September 21, 2020

Name of Joint Filer: Brookfield Titan Holdings, L.P.

Address of Joint Filer: c/o Brookfield Asset Management Inc.
Brookfield Place
200 Vesey Street
New York, NY 10281-1023

Relationship of Joint Filer to Issuer: Other. See Remarks.

Issuer Name and Ticker or Trading Symbol: Vistra Corp. [NYSE: VST]

Date of Earliest Transaction Required to be Reported
(Month/Day/Year): 5/28/2020

Designated Filer: Brookfield Asset Management Inc.

By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Luke Ricci

Name: Luke Ricci

Title: Director – Legal

Date: September 21, 2020

Name of Joint Filer: Titan Co-Investment GP, LLC

Address of Joint Filer: c/o Brookfield Asset Management Inc.
Brookfield Place
200 Vesey Street
New York, NY 10281-1023

Relationship of Joint Filer to Issuer: Other. See Remarks.

Issuer Name and Ticker or Trading Symbol: Vistra Corp. [NYSE: VST]

Date of Earliest Transaction Required to be Reported
(Month/Day/Year): 5/28/2020

Designated Filer: Brookfield Asset Management Inc.

Signature: /s/ Luke Ricci

Name: Luke Ricci

Title: Director – Legal

Date: September 21, 2020

Name of Joint Filer: Brookfield Private Equity Group Holdings LP

Address of Joint Filer: c/o Brookfield Asset Management Inc.
Brookfield Place
181 Bay Street, Suite 300
Toronto A6 M5J2T3

Relationship of Joint Filer to Issuer: Other. See Remarks.

Issuer Name and Ticker or Trading Symbol: Vistra Corp. [NYSE: VST]

Date of Earliest Transaction Required to be Reported
(Month/Day/Year): 5/28/2020

Designated Filer: Brookfield Asset Management Inc.
Brookfield Private Equity Group Holdings LP
By: Brookfield Private Equity Inc., its General Partner

Signature: /s/ A.J. Silber

Name: A.J. Silber

Title: Director

Date: September 21, 2020

Name of Joint Filer: Brookfield Capital Partners Ltd.

Address of Joint Filer: c/o Brookfield Asset Management Inc.
Brookfield Place
181 Bay Street, Suite 300
Toronto A6 M5J2T3

Relationship of Joint Filer to Issuer: Other. See Remarks.

Issuer Name and Ticker or Trading Symbol: Vistra Corp. [NYSE: VST]

Date of Earliest Transaction Required to be Reported
(Month/Day/Year): 5/28/2020

Designated Filer: Brookfield Asset Management Inc.

Signature: /s/ A.J. Silber

Name: A.J. Silber

Title: Chairman of the Board

Date: September 21, 2020

Name of Joint Filer: Brookfield Holdings Canada Inc.

Address of Joint Filer: c/o Brookfield Asset Management Inc.
Brookfield Place
181 Bay Street, Suite 300
Toronto A6 M5J2T3

Relationship of Joint Filer to Issuer: Other. See Remarks.

Issuer Name and Ticker or Trading Symbol: Vistra Corp. [NYSE: VST]

Date of Earliest Transaction Required to be Reported
(Month/Day/Year): 5/28/2020

Designated Filer: Brookfield Asset Management Inc.

Brookfield Holdings Canada Inc.

Signature: /s/ Kathy Sarpash

Name: Kathy Sarpash

Title: Vice President and Secretary

Date: September 21, 2020

Name of Joint Filer: Brookfield Private Funds Holdings Inc.

Address of Joint Filer: c/o Brookfield Asset Management Inc.
Brookfield Place
181 Bay Street, Suite 300
Toronto A6 M5J2T3

Relationship of Joint Filer to Issuer: Other. See Remarks.

Issuer Name and Ticker or Trading Symbol: Vistra Corp. [NYSE: VST]

Date of Earliest Transaction Required to be Reported
(Month/Day/Year): 5/28/2020

Designated Filer: Brookfield Asset Management Inc.

Signature: /s/ Kathy Sarpash

Name: Kathy Sarpash

Title: Senior Vice President

Date: September 21, 2020

Name of Joint Filer: Brookfield Canada Adviser, LP

Address of Joint Filer: c/o Brookfield Asset Management Inc.
Brookfield Place
181 Bay Street, Suite 300
Toronto A6 M5J2T3

Relationship of Joint Filer to Issuer: Other. See Remarks.

Issuer Name and Ticker or Trading Symbol: Vistra Corp. [NYSE: VST]

Date of Earliest Transaction Required to be Reported
(Month/Day/Year): 5/28/2020

Designated Filer: Brookfield Asset Management Inc.

Signature: /s/ Karly Dyck

Name: Karly Dyck

Title: Senior Vice President

Date: September 21, 2020

Name of Joint Filer: Brookfield Asset Management Private Institutional Capital Adviser (Canada), L.P.

Address of Joint Filer: c/o Brookfield Asset Management Inc.
Brookfield Place
181 Bay Street, Suite 300
Toronto A6 M5J2T3

Relationship of Joint Filer to Issuer: Other. See Remarks.

Issuer Name and Ticker or Trading Symbol: Vistra Corp. [NYSE: VST]

Date of Earliest Transaction Required to be Reported (Month/Day/Year): 5/28/2020

Designated Filer: Brookfield Asset Management Inc.

By: Brookfield Private Funds Holdings Inc., its General Partner

Signature: /s/ Karly Dyck

Name: Karly Dyck

Title: Senior Vice President

Date: September 21, 2020

Name of Joint Filer: Brookfield Asset Management Inc.

Address of Joint Filer: Brookfield Place
181 Bay Street, Suite 300
Toronto A6 M5J2T3

Relationship of Joint Filer to Issuer: Other. See Remarks.

Issuer Name and Ticker or Trading Symbol: Vistra Corp. [NYSE: VST]

Date of Earliest Transaction Required to be Reported
(Month/Day/Year): 5/28/2020

Designated Filer: Brookfield Asset Management Inc.

Signature: /s/ Jessica Diab

Name: Jessica Diab

Title: Vice President – Legal & Regulatory

Date: September 21, 2020

Name of Joint Filer: Titan Co-Investment-MRS, L.P.

Address of Joint Filer: c/o Brookfield Asset Management Inc.
Brookfield Place
200 Vesey Street
New York, NY 10281-1023

Relationship of Joint Filer to Issuer: Other. See Remarks.

Issuer Name and Ticker or Trading Symbol: Vistra Corp. [NYSE: VST]

Date of Earliest Transaction Required to be Reported
(Month/Day/Year): 5/28/2020

Designated Filer: Brookfield Asset Management Inc.

By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Luke Ricci

Name: Luke Ricci

Title: Director – Legal

Date: September 21, 2020