

INITIAL STATEMENT OF 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 * | | | 2. Date of Event Requiring Statement (MM/DD/YYYY) | | 3. Issuer Name and Ticker or Trading Symbol | | |
| BROOKFIELD ASSET MANAGEMENT INC. | | | 9/30/2019 | | Vistra Energy Corp. [VST] | | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
| BROOKFIELD PLACE 181 BAY STREET, SUITE 300 PO BOX 762 | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | | | | |
| (Street) | | | 5. If Amendment, Date Original Filed(MM/DD/YYYY) | | 6. Individual or Joint/Group Filing(Check Applicable Line) | | |
| TORONTO, A6 M5J2T3 | | | | | <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | | |
| (City) | (State) | (Zip) | | | | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|
| Common Stock, par value \$0.01 per share | 68868242 (5) | I | See Footnotes (1)(2)(3)(4)(6)(7)(8) |

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

| 1. Title of Derivate Security (Instr. 4) | 2. Date Exercisable and Expiration Date (MM/DD/YYYY) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|----------------------------|--|---|---|
| | 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).

Remarks:

Due to the technical limitation on the number of reporting persons per filing, this filing is being made into four identical parts. This filing is part one of four. See Exhibit 99.2 - Joint Filer Information and Signatures.

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 | | X | | |

| | | | | |
|---|--|---|--|--|
| TORONTO, A6 M5J2T3 | | | | |
| Brookfield Private Equity Direct Investments Holdings LP BROOKFIELD PLACE 200 VESEY STREET NEW YORK, NY 10281-1023 | | X | | |
| Titan Co-Investment GP, LLC BROOKFIELD PLACE 250 VESEY STREET NEW YORK, NY 10281-1023 | | X | | |
| Brookfield Private Equity Group Holdings LP BROOKFIELD PLACE 181 BAY STREET, SUITE 300 TORONTO, A6 M2J2T3 | | X | | |
| Brookfield Capital Partners Ltd. BROOKFIELD PLACE 181 BAY STREET, SUITE 300 TORONTO, A6 M2J2T3 | | X | | |
| Brookfield Holdings Canada Inc. BROOKFIELD PLACE 181 BAY STREET, SUITE 300 TORONTO, A6 M5J2T3 | | X | | |
| Brookfield US Inc. BROOKFIELD PLACE 200 VESEY STREET NEW YORK, NY 10281-1023 | | X | | |
| Brookfield Titan Holdings LP BROOKFIELD PLACE 200 VESEY STREET NEW YORK, NY 10281-1023 | | X | | |
| Partners Ltd BROOKFIELD PLACE 181 BAY STREET, SUITE 300 TORONTO, A6 M5J2T3 | | X | | |
| Brookfield Private Equity Inc. BROOKFIELD PLACE 181 BAY STREET, SUITE 300 TORONTO, A6 M2J2T3 | | X | | |

Signatures

/s/ Katayoon Sarpash, Vice President

10/9/2019

**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 5(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 Energy Corp. [VST]

Date of Event Requiring Statement
 (Month/Day/Year): September 30, 2019

- (1) This Form 3 is being jointly filed by and on behalf of each of the following persons (each a "Reporting Person"): Brookfield Titan Holdings LP ("Titan Holdings"); Titan Co-Investment-RBS, L.P. ("Titan RBS"); Titan Co-Investment-AC, L.P. ("Titan AC"); Titan Co-Investment-CN, L.P. ("Titan CN"); Titan Co-Investment-DS, L.P. ("Titan DS"); Titan Co-Investment-FN, L.P. ("Titan FN"); Titan Co-Investment-GLH, L.P. ("Titan GLH"); Titan Co-Investment-HI, L.P. ("Titan HI"); Titan Co-Investment-ICG, L.P. ("Titan ICG"); Titan Co-Investment-LB, L.P. ("Titan LB"); Titan Co-Investment-MCG, L.P. ("Titan MCG"); Titan Co-Investment-MRS, L.P. ("Titan MRS" and 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"); Titan Co-Investment GP, LLC ("Titan Co-Invest"); BCP Titan Aggregator, L.P. ("Aggregator"); 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"); Brookfield Asset Management ("BAM"); Partners Limited ("Partners"); Brookfield Private Equity Inc. ("BPE"); (Brookfield US Inc. ("BUSI"); 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"); Brookfield Asset Management Private Institutional Capital Adviser (Canada), L.P. ("BAMPIC"); Oaktree Capital Management, L.P. ("Oaktree Management"); Oaktree Holdings, Inc. ("Oaktree Holdings"); Oaktree Capital Group, LLC ("OCG"); and Oaktree Capital Group Holdings GP, LLC ("OCG GP" and together with Oaktree Management, Oaktree Holdings and OCG, "Oaktree").
- (2) 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) Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein except to the extent of such Reporting Person's pecuniary interest therein. In accordance with Instruction 5(b)(iv), the entire amount of the Common Stock held by the Investment Vehicles and certain managed funds and accounts affiliated with Oaktree is reported herein.
- (4) On September 30, 2019, Brookfield acquired approximately 61.2% of Oaktree's business, including all of the outstanding OCG class A units and approximately 20% of the class A units owned by Oaktree Capital Group Holdings, Inc. pursuant to that certain Agreement and Plan of Merger, dated as of March 13, 2019, by and among OCG, BAM and other parties thereto.
- (5) Represents: 23,590,052 shares of Common Stock owned by Titan Holdings, including 772,128 shares of Common Stock representing Titan Holdings' interest in Longhorn; 228,500 shares of Common Stock owned by Titan RBS, including 29,563 shares of Common Stock representing Titan RBS's interest in Longhorn Capital GS L.P. ("Longhorn"); 2,033,745 shares of Common Stock owned by Titan AC, including 130,445 shares of Common Stock representing Titan AC's interest in Longhorn; 641,474 shares of Common Stock owned by Titan CN, including 109,076 shares of Common Stock representing Titan CN's interest in Longhorn; 141,767 shares of Common Stock owned by 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 FN, including 35,374 shares of Common Stock representing Titan FN's interest in Longhorn; 258,758 shares of Common Stock held directly by Titan GLH, including 35,374 shares of Common Stock representing Titan GLH's interest in Longhorn; 2,666,345 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 ICG, including 105,183 shares of Common Stock representing Titan ICG's interest in Longhorn; 283,533 shares of Common Stock owned by Titan LB, including 3,858 shares of Common Stock representing Titan LB's interest in Longhorn; 269,579 shares of Common Stock owned by Titan MCG, including 25,366 shares of Common Stock representing Titan MCG's interest in Longhorn; 570,534 shares of Common Stock owned by Titan MRS, including 7,884 shares of Common Stock representing Titan MRS's interest in Longhorn; 4,505,400 shares of Common Stock owned by Aggregator; 5,472,721 shares of Common Stock owned by Sub-Aggregator, including 679,402 shares of Common Stock representing Sub Aggregator's interest in Longhorn; and 27,278,055 shares of Common Stock directly owned by certain managed funds and accounts affiliated with Oaktree.

- (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 Investment 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, shareholder of BHC, and Partners, as shareholder of BAM, may be deemed to have an indirect pecuniary interest in an indeterminate portion of the securities 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 securities 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 securities directly beneficially owned by the Aggregator Vehicles or Longhorn. Each of BCPL, BAMPIC, BCA, BPFH, BHC, BAM and Partners disclaims beneficial ownership of all securities that are beneficially owned by the Aggregator Vehicles and/or Longhorn, except to the extent of any indirect pecuniary interest therein.
- (8) Each of BAM, as a direct owner of BHC and an indirect owner of OCG, the sole shareholder of Oaktree Holdings, the general partner of Oaktree Management, and OCGH GP, as the duly elected manager of OCG, may be deemed to have an indirect pecuniary interest in an indeterminate portion of the securities directly beneficially owned by certain managed funds and accounts affiliated with Oaktree. Each of BAM, BHC, OCG, Oaktree Holdings, Oaktree Management and OCGH GP disclaims beneficial ownership of any securities that are beneficially owned by certain managed funds and accounts affiliated with Oaktree, except to the extent of any pecuniary interest therein.
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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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.

Signature: /s/ Brian Lawson

Name: Brian Lawson

Title: President

Date: October 9, 2019

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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.

Signature: /s/ A.J. Silber

Name: A.J. Silber

Title: Director

Date: October 9, 2019

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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.

Signature: /s/ Karly Dyck

Name: Karly Dyck

Title: Secretary

Date: October 9, 2019

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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

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: October 9, 2019

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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Kristen Haase
Name: Kristen Haase
Title: Vice-President and Secretary

Date: October 9, 2019

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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.

Signature: /s/ Kristen Haase

Name: Kristen Haase

Title: Vice-President and Secretary

Date: October 9, 2019

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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

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: October 9, 2019

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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.

Signature: /s/ A.J. Silber

Name: A.J. Silber

Title: Chairman of the Board

Date: October 9, 2019

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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
Brookfield Holdings Canada Inc.

Signature: /s/ Katayoon Sarpash

Name: Katayoon Sarpash
Title: Vice President & Secretary

Date: October 9, 2019

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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.

Signature: /s/ Katayoon Sarpash

Name: Katayoon Sarpash

Title: Vice President & Secretary

Date: October 9, 2019

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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.

Signature: /s/ Katayoon Sarpash

Name: Katayoon Sarpash

Title: Vice President & Secretary

Date: October 9, 2019

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: 10% Owner

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

Date of Event Requiring this Statement (Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
By: Brookfield Private Funds Holdings Inc., its General Partner

Signature: /s/ Katayoon Sarpash

Name: Katayoon Sarpash
Title: Vice President & Secretary

Date: October 9, 2019

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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.

Signature: /s/ Katayoon Sarpash

Name: Katayoon Sarpash

Title: Vice President

Date: October 9, 2019

Name of Joint Filer: Titan Co-Investment-RBS, 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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Kristen Haase
Name: Kristen Haase
Title: Vice-President and Secretary

Date: October 9, 2019

Name of Joint Filer: Titan Co-Investment-AC, 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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Kristen Haase
Name: Kristen Haase
Title: Vice-President and Secretary

Date: October 9, 2019

Name of Joint Filer: Titan Co-Investment-CN, 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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Kristen Haase
Name: Kristen Haase
Title: Vice-President and Secretary

Date: October 9, 2019

Name of Joint Filer: Titan Co-Investment-DS, 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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Kristen Haase
Name: Kristen Haase
Title: Vice-President and Secretary

Date: October 9, 2019

Name of Joint Filer: Titan Co-Investment-FN, 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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Kristen Haase
Name: Kristen Haase
Title: Vice-President and Secretary

Date: October 9, 2019

Name of Joint Filer: Titan Co-Investment-FN, 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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Kristen Haase
Name: Kristen Haase
Title: Vice-President and Secretary

Date: October 9, 2019

Name of Joint Filer: Titan Co-Investment-GLH, 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: 10% Owner

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

Date of Event Requiring this Statement
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Designated Filer: Brookfield Asset Management Inc.
By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Kristen Haase
Name: Kristen Haase
Title: Vice-President and Secretary

Date: October 9, 2019

Name of Joint Filer: Titan Co-Investment-HI, 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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Kristen Haase
Name: Kristen Haase
Title: Vice-President and Secretary

Date: October 9, 2019

Name of Joint Filer: Titan Co-Investment-ICG, 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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Kristen Haase
Name: Kristen Haase
Title: Vice-President and Secretary

Date: October 9, 2019

Name of Joint Filer: Titan Co-Investment-LB, 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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Kristen Haase
Name: Kristen Haase
Title: Vice-President and Secretary

Date: October 9, 2019

Name of Joint Filer: Titan Co-Investment-MCG, 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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Kristen Haase
Name: Kristen Haase
Title: Vice-President and Secretary

Date: October 9, 2019

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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Kristen Haase
Name: Kristen Haase
Title: Vice-President and Secretary

Date: October 9, 2019

Name of Joint Filer: BCP Titan Aggregator, 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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Kristen Haase
Name: Kristen Haase
Title: Vice-President and Secretary

Date: October 9, 2019

Name of Joint Filer: BCP Titan Sub Aggregator, 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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
By: Titan Co-Investment GP, LLC, its General Partner

Signature: /s/ Kristen Haase
Name: Kristen Haase
Title: Vice-President and Secretary

Date: October 9, 2019

Name of Joint Filer: Oaktree Capital Management, 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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
Oaktree Capital Management, L.P.

Signature: /s/ Jordan Mikes

Name: Jordan Mikes
Title: Senior Vice President

Date: October 9, 2019

Name of Joint Filer: Oaktree Holdings, 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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
Oaktree Holdings, Inc.

Signature: /s/ Jordan Mikes
Name: Jordan Mikes
Title: Senior Vice President

Date: October 9, 2019

Name of Joint Filer: Oaktree Capital Group, 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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
Oaktree Capital Group, LLC

Signature: /s/ Jordan Mikes

Name: Jordan Mikes

Title: Senior Vice President

Date: October 9, 2019

Name of Joint Filer: Oaktree Capital Group Holdings 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: 10% Owner

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

Date of Event Requiring this Statement
(Month/Day/Year): 9/30/2019

Designated Filer: Brookfield Asset Management Inc.
Oaktree Capital Group Holdings GP, LLC

Signature: /s/ Jordan Mikes

Name: Jordan Mikes

Title: Senior Vice President

Date: October 9, 2019