

#### Translation of Japanese Original

J-REIT Ch

March 26, 2012

To All Concerned Parties

REIT Issuer: Kenedix Realty Investment Corporation 2-2-9 Shimbashi, Minato-ku, Tokyo Naokatsu Uchida, Executive Director (Securities Code: 8972)

Asset Management Company:
Kenedix REIT Management, Inc.
Naokatsu Uchida, CEO and President
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# Notice Concerning Acquisition of Property (View Flex Umeda Building)

On March 26, 2012, Kenedix Realty Investment Corporation (the "Investment Corporation") announced its decision to acquire the View Flex Umeda Building. Details are as follows.

#### 1. Outline of the Acquisition

(1) Type of Acquisition: Trust beneficiary interest in real estate

(2) Property Name: View Flex Umeda Building

(3) Acquisition Price: \(\pm\)2,770,000,000

(excluding acquisition costs, property tax, city planning tax, and

consumption tax, etc.)

(4) Seller: Please refer to Item 4. Seller's Profile for details

(5) Date of Contract: March 26, 2012
(6) Scheduled Date of Acquisition: March 28, 2012

(7) Acquisition Funds: Debt financing and cash on hand(8) Settlement Method: Payment in full on delivery

(9) Source of Acquisition: Acquisition from a party that does not fall under the category of

an interested party

The aforementioned View Flex Umeda Building shall hereinafter be referred to as "the Property."

#### 2. Reason for Acquisition

The acquisition is made to raise the ratio of investment in office buildings, and to further enhance and stabilize the Investment Corporation's overall investment portfolio, in accordance with its Articles of Incorporation and fundamental investment policies.

The Property is a recently-constructed office building in the heart of Osaka (the Umeda area), completed in July 2009 and offering a total of approximately 2,000 *tsubo* in total floor area, and its acquisition represents a meaningful transaction for the composition of the Investment Corporation's portfolio, which is centered around mid-size office buildings. This transaction also marks the first acquisition for the Investment Corporation of an office building in Osaka's Umeda area, and should be beneficial from the viewpoint of management based on maintaining a certain degree of regional diversification.





#### (1) Area

The Property is located just a four-minute walk from Higashi-Umeda Station on the Tanimachi Line of the subway operated by the Osaka Metropolitan Transportation Bureau, and in close proximity to both Umeda Station on the subway's Midosuji Line and JR's Osaka Station, making it extremely competitive in terms of convenience for commuters. With progress in recent years in the redevelopment of the area around Osaka Station, the Umeda area in which the Property is located is expected to see renewed growth as a business district. Given that the property is one of the very few newly-constructed mid-size office buildings in the Umeda area, the Investment Corporation believes it will be possible to differentiate the Property from the large-scale buildings surrounding the neighborhood of Osaka Station, as well as from the relatively older mid-size office buildings found in the Sonezaki, Nishi-Tenma, and Dojima districts.

#### (2) Building

The Property is an office building completed in July 2009, notable for its newness among the buildings in the surrounding area. The leasable area of the standard floor is approximately  $490m^2$  (about  $148 \ tsubo$ ), with ceiling heights of 2.80m, and individual floors can be divided for leasing in portions. Facilities include individual air-conditioning systems, OA floors (raised floors), automated security, and parking spaces for 32 vehicles, giving the Property a level of competitiveness commensurate with other properties in the area.

#### (3) Tenants

Currently, the Property houses tenants from a variety of industries (10 tenants as of the end of February, 2012), including office equipment sales, music distribution services, temporary staffing, and telemarketing. Going forward, the Investment Corporation will work to manage the Property appropriately as a quality property in the area, with the goal of ensuring stable earnings.

#### 3. Property Details

Property Name		View Flex Umeda Building			
Type of Specified Asset		Trust beneficiary interest in real estate			
Trustee		The Nomura Trust and Banking Co., Ltd. (Note 1)			
Trust Term		March 27, 2008 to March 31, 2018 (Note 2)			
Current Owner/Acquisition	n Date	ITOCHU Corporation / October 30, 2009			
Previous Owner/Acquisition	on Date	G.K. Mycenae / March 27, 2008			
Location (Address)		2-2-15 Sonezaki, Kita-ku, Osaka-shi, Osaka Prefecture			
Usage		Offices, Retail, Parking			
Type of Structure		Flat-roofed, steel-frame reinforced concrete structure; one			
		underground and ten above-ground floors.			
Site Area	Land	804.50 m <sup>2</sup>			
Site Alea	Building	$6,805.76 \text{ m}^2$			
Tyme of Oyymanshin	Land	Proprietary ownership			
Type of Ownership	Building	Proprietary ownership			
Completion Date		July 15, 2009			
Architect		Yasui Architects & Engineers, Inc.			
Construction Company		Nishimatsu Construction Co., Ltd.			
Construction Confirmation Authority		Kenchiku Kensa Kikoh Kabushikigaisha			
Probable Maximum Loss		8.78% (rated by NKSJ Risk Management, Inc.)			
Acquisition Price		¥2,770,000,000			





			Anniversary		
Appraisal Value  Base Date for Appraisal  Appraiser		Value	¥3,240,000,000		
		for Appraisal	March 1, 2012		
			Daiwa Real Estate Appraisal Co., Ltd.		
	Details		Refer to Reference Material 1		
Existence of Secured	Interests A	After Acquisition	None		
Master Lease Compa	ny After A	equisition	The Investment Corporation		
Property Managemen	nt Compan	y After	Kenedix REIT Management, Inc.		
Acquisition			(the "Asset Management Company")		
Number of End Tena	ints		10 (As of February 29, 2012. The same applies below.)		
Total Leasable Floor	Area		4,986.24 m <sup>2</sup>		
Total Leased Floor A	rea		4,762.89 m <sup>2</sup>		
Occupancy Ratio			95.5%		
Monthly Rental Incom	me		V10 046 170 (Note 2) (Note 4)		
(Excluding Consump	tion Tax)		¥19,046,170 (Note 3) (Note 4)		
Security and Guarant	tee Deposi	t	¥98,587,860 (Note 4)		
Forecast Net Operation	ng Income		Refer to Reference Material 2		
Special Consideration	ns N	one apply.			
	N	lotes:			
	1	. The Investment	t Corporation will change the trustee to the Mitsubishi UFJ Trust		
		and Banking C	ing Corporation at the time of acquisition.		
2. The Investmen			t Corporation will change the trust term to until August 1, 2020 at		
the time of acq			uisition.		
Other 3. For all end tena			ants with leases having commenced as of February 29, 2012,		
monthly rental		monthly rental	income shown is the total amount (as of December 12, 2012) of		
Six end tenan 4. Monthly renta		full monthly lea	ease rents in accordance with the provisions of the lease agreement.		
		Six end tenants	s are paying full monthly lease rents as of February 29, 2012.		
		. Monthly rental	Monthly rental income and guarantee deposit information is exclusive of parking		
		fees, cost of uti	of utilities, and other revenues.		
	*				

# 4. Seller's Profile

4. Sei	ner 8 Frome			
Company Name		ITOCHU Corporation		
Location		3-1-3 Umeda, Kita-ku, Osaka-shi, Osaka Prefecture		
Title a	nd Name of Representative	Masahiro Okafuji, President and Chief Executive Officer		
Dagaria	ntion of Dusiness	Trading, sales, brokerage, and agency businesses, as well as manufacturing		
Descri	ption of Business	and processing, etc.		
Amour	nt of Capital	¥202.2 billion		
Date of	of Incorporation	December 1, 1949		
Net As	ssets	¥1,525.8 billion		
Total A	Assets	¥6,262.9 billion		
Relatio	onship with the Investment Cor	poration/the Asset Management Company		
		• There is no capital relationship of note between the Investment Corporation		
	Samital Dalatianahin	and the Seller		
	Capital Relationship	• Seller owns 10% of the total outstanding shares of the Asset Management		
		Company		
Ъ	D	There are no personnel relationships of note between the Investment		
P	Personnel Relationship	Corporation / Asset Management Company and the Seller.		
П	Quainaga Dalationahin	There are no business relationships of note between the Investment		
В	Business Relationship	Corporation / Asset Management Company and the Seller.		





	The seller does not fall under the definition of a related party of the
	Investment Corporation (Refers to related parties as defined under the
	Regulations Concerning Financial Statements. The same applies below.).
	• The seller owns 10% of the total outstanding shares of the Asset
Applicability of Related Party	Management Company, and thus falls under the definition of a related
Relationships	party of the Asset Management Company.
	The seller is not a related party as defined under the Investment Trust
	and Investment Corporation Law (the "Investment Trust Law"), or a
	special interest party as set forth in the Rules Regarding Special Interest
	Transactions of the Asset Management Company.

<sup>\*</sup>As of December 31, 2011

# 5. Acquirer's (Seller's) Profile

Description omitted as the seller (the current owner) of the Property does not fall under the definition of a special related party of the Asset Management Company.

# 6. Details of Brokerage

The broker and brokerage fees involved in the acquisition of the Property are as shown below.

Bro	ker	ITOCHU Housing Co., Ltd.			
Location		2-9-11 Akasaka, Minato-ku, Tokyo			
Title and Name of Representative		Shigeru Kusaka, Representative Director and President			
Des	cription of Business	Real estate consignment sales, brokerage, leasing			
		Trust beneficiary sales agent/brokerage			
Am	ount of Capital	¥400,000,000			
Dat	e of Incorporation	June 4, 1970			
Bro	kerage Fees	¥83,100,000 (excluding consumption tax and regional consumption tax)			
Rel	ationship with the Investment Cor	poration / the Asset Management Company			
		There is no capital relationship of note between the Investment			
		Corporation/the Asset Management Company and the broker.			
	Capital Relationship	- ITOCHU Corporation, which owns 10% of the total outstanding shares of			
		the Asset Management Company, also owns 100% of the total outstanding			
		shares of the Broker (including indirect holdings).			
	Personnel Relationship	There are no personnel relationships of note between the Investment			
	rersonner Kerationsinp	Corporation / the Asset Management Company and the broker.			
	Business Relationship	There are no business relationships of note between the Investment			
	Business Relationship	Corporation/the Asset Management Company and the broker.			
		- The broker does not fall under the definition of a related party of the			
		Investment Corporation.			
		- Because the broker is a subsidiary of ITOCHU Corporation, which owns			
		10% of the total outstanding shares of the Asset Management Company,			
	Applicability of Related Party	it falls under the definition of a related party of the Asset Management			
Relationships		Company.			
		- The broker does not fall under the definition of a special interest party as			
		defined in the Investment Trust and Investment Corporation Law or as			
		set forth in the Rules Regarding Special Interest Transactions of the			
		Asset Management Company.			

<sup>\*</sup>As of December 31, 2011





#### 7. Interested-Party Transactions

The following transactions will take place between the Investment Corporation and the Asset Management Company in relation to the acquisition of the Property.

Based on its rules as they relate to interested-party transactions, the Asset Management Company worked to ensure strict compliance with statutory and other regulatory requirements. In addition, the Asset Management Company has submitted all transactions for deliberation and approval by the Asset Management Committee and the Compliance Committee, upon which each transaction was then submitted to the Board of Directors for ratification.

Note that, in accordance with the provisions of the Investment Trust Law, the Asset Management Company will provide a report to the Investment Corporation regarding the transaction noted below.

### Appointment of Property Management Company

On March 28, 2012, the Investment Corporation will enter into a property management agreement for the Property with the Asset Management Company (with the trustee of the trust included as a party to the contract). Note that fees related to property management will be at the same level as those for currently-owned properties.

#### Outline of Property Management Fees:

#### (1) Leasing management fees

Rental income x 2% + real estate operating income after management overhead expenses and before depreciation x 2%

#### (2) Management transfer fees

Property (Trust Beneficiary Interest) Price	Management Transfer Fee		
	(at Time of Purchase and Sale)		
¥1.0 billion or more, but less than ¥3.0 billion	¥2.0 million		

#### 8. Acquisition Schedule

Date of Determination of Acquisition	March 26, 2012		
Date of Execution of Purchase Agreement	March 26, 2012		
Scheduled Payment Date	March 28, 2012 (planned)		
Scheduled Delivery Date	March 28, 2012 (planned)		

#### 9. Outlook

The impact of the acquisition of the Property on the financial results for the period ending April 30, 2012 (November 1, 2011 to April 30, 2012) is minimal. Therefore, the forecast of financial results for the period remain unchanged.

## **Attached Materials:**

Reference Material 1: Outline of Property Appraisal

Reference Material 2: Projected Cash Flow for the Property

Reference Material 3: Summary of Building Condition Investigation Report

Reference Material 4: Property Photographs

Reference Material 5: Property Portfolio Following Acquisition of the Property

This notice is the English translation of the Japanese announcement on our Web site released on March 26, 2012. However, no assurance or warranties are given for the completeness or accuracy of this English translation.







# **Outline of Property Appraisal**

		Unit: Yen		
Appraisal Val	lue	3,240,000,000		
Base Date for	r Appraisal	March 1, 2012		
Appraiser		Daiwa Real Estate Appraisal Co., Ltd.		
Value Cal	culated Using the Direct Capitalization Method	3,280,000,000		
(	Gross Operating Revenue	243,676,121		
	Maximum Gross Operating Revenue	264,829,884		
	Shortfall Attributed to Vacancies	21,153,763		
C	Operating Expenses	71,396,803		
	Administrative and Maintenance Expense	44,431,511		
	Taxes and Dues	25,268,600		
	Other Expenses	1,696,692		
N	Net Operating Income (NOI)	172,279,318 6,686,320 1,542,723 167,135,721		
C	Capital Expenditure			
C	Gain on Guarantee Deposit Investment (Note)			
N	Net Cash Flow (NCF)			
C	Overall Capitalization Rate (NCF)	5.1%		
Value Cal	lculated Using the Discounted Cash Flow Method	3,220,000,000		
	Discount Rate	4.9%		
	Terminal Capitalization Rate	5.3%		
Value Cal	lculated Using the Cost Method	2,580,000,000		
	Land	40.3%		
	Building	59.7%		

Note: Gain on guarantee deposit investment calculated based on an operating yield of 2.0%

Approximately 6.2% (rounded down to the first decimal place), calculated by dividing the aforementioned Net Operating Income (NOI) under the Direct Capitalization Method by the acquisition price of the Property (¥2,770,000,000).

<sup>\*</sup>Reference (Appraised NOI Yield)





# **Projected Cash Flow for the Properties**

	Unit: Millions of Yen
A. Projected Operating Revenues	247
B. Projected Operating Expenses (excluding depreciation)	79
C. Projected NOI (A-B)	168

# Underlying assumptions:

- 1. The above projected cash flow is an estimate for one year and is exclusive of extraordinary factors of the year of acquisition.
- 2. Revenues are based on an occupancy ratio of approximately 92%, based on the current occupancy ratio and future changes of occupancy.
- 3. Expenses include property management fees, taxes and dues, repairs and maintenance expenses, and insurance.





# **Summary of Building Condition Investigation Report**

	Unit: Yen
Investigation Company	HI International Consultant Co., LTD.
Date of Investigation	February 2012
Repairs, maintenance and renovation expenses required over the next year	430,000
Repairs, maintenance and renovation expenses expected to be required within 2-12 years	107,180,000
Unit-in-Place	1,691,000,000

- \* The abovementioned investigation company undertakes building assessments for this property such as
  - a diagnosis of building deterioration
  - formulation of a short- and long-term repair and maintenance plan
  - assessment of legal compliance with the Building Standards Law
  - analyses of the existence of hazardous substances and the soil environment and submits a building assessment report to the Investment Corporation.





# **Property Photographs**











# **Property Portfolio after Acquisition of the Property**

Type of Use	Area	Property Name	Acquisition Price (Millions of Yen) (Note1)	Ratio (Note1)	Acquisition Date
		Kabutocho Nikko Building	11,270	3.9%	December 26, 2011
		KDX Harumi Building	10,250	3.6%	June 30, 2008
		Toranomon Toyo Building	9,850	3.4%	June 1, 2007
		Hiei Kudan-Kita Building	7,600	2.6%	February 1, 2008
		KDX Shinjuku Building	6,800	2.3%	February 18, 2010
		KDX Ochanomizu Building	6,400	2.2%	April 2, 2007
		KDX Shiba-Daimon Building	6,090	2.1%	March 1, 2007
		KDX Kojimachi Building	5,950	2.0%	November 1, 2005
		KDX Nihonbashi 313 Building	5,940	2.0%	August 1, 2005
		KDX Shin-Yokohama 381 Building (Note 2)	5,800	2.0%	Existing Tower: February 1, 2008 Annex Tower: November 18, 2009
		Toshin 24 Building	5,300	1.8%	May 1, 2006
		KDX Iidabashi Building	4,670	1.6%	July 22, 2011
		KDX Ebisu Building	4,640	1.6%	May 1, 2006
		KDX Higashi Shinagawa Building	4,590	1.6%	July 22, 2011
		Higashi-Kayabacho Yuraku Building	4,450	1.5%	August 1, 2005
	Tokyo	KDX Toranomon Building	4,400	1.5%	April 17, 2007
	Metropolitan Area	KDX Ginza 1chome Building	4,300	1.5%	November 12, 2010
Q	Alea	KDX Nishi-Gotanda Building	4,200	1.4%	December 1, 2006
ffice		KDX Nihonbashi Honcho Building	4,000	1.4%	November 12, 2010
Office Buildings		KDX Kawasaki-Ekimae Hon-cho Building	3,760	1.3%	February 1, 2008
ngs		KDX Hatchobori Building	3,680	1.2%	August 1, 2005
		KDX Omori Building (Note 3)	-	-	May 1, 2006
		KDX Hamamatsucho Building	3,460	1.2%	May 1, 2006
		KDX Roppongi 228 Building	3,300	1.1%	January 10, 2008
	-	Koishikawa TG Building	3,080	1.0%	November 18, 2009
		KDX Higashi-Shinjuku Building	2,950	1.0%	September 1, 2006
		KDX Kayabacho Building	2,780	0.9%	May 1, 2006
		KDX Jimbocho Building	2,760	0.9%	March 31, 2008
		Nissou Dai-17 Building	2,710	0.9%	February 1, 2008
		KDX Hakozaki Building	2,710	0.9%	July 22, 2011
		KDX Shinbashi Building	2,690	0.9%	May 1, 2006
		Gotanda TG Building	2,620	0.9%	November 18, 2009
		KDX Nakano-Sakaue Building	2,533	0.8%	August 1, 2005
		KDX Shin-Yokohama Building	2,520	0.8%	May 1, 2006
		Harajuku F.F. Building	2,450	0.8%	August 1, 2005
		Ikejiri-Oohashi Building	2,400	0.8%	February 1, 2008
		KDX Kajicho Building	2,350	0.8%	July 3, 2006
		KDX Hamacho Nakanohashi Building	2,310	0.8%	February 1, 2008
		KDX Hamacho Building	2,300	0.8%	March 16, 2006





		_			Anniversary
		KDX Shinjuku 286 Building	2,300	0.8%	June 1, 2007
		KDX Shin-Nihonbashi Building	2,300	0.8%	July 22, 2011
		FIK Minami Aoyama	2,270	0.8%	August 1, 2005
		KDX Funabashi Building	2,252	0.7%	March 1, 2006
		KDX Hamamatsucho Dai-2 Building	2,200	0.7%	September 1, 2008
		Shin-toshin Maruzen Building	2,110	0.7%	February 29, 2008
		KDX Nihonbashi 216 Building	2,010	0.7%	December 1, 2009
		KDX Okachimachi Building	2,000	0.7%	March 1, 2007
		KDX Gobancho Building	1,951	0.6%	March 31, 2008
		Kanda Kihara Building	1,950	0.6%	August 1, 2005
	Tokyo	KDX Yotsuya Building	1,950	0.6%	May 1, 2006
	Metropolitan Area	KDX Iwamoto-cho Building	1,864	0.6%	May 1, 2008
	Tircu	Ikebukuro Nikko Building	1,653	0.5%	December 26, 2011
		KDX Kiba Building	1,580	0.5%	June 20, 2006
		KDX Nishi-Shinjuku Building	1,500	0.5%	April 2, 2007
		KDX Monzen-Nakacho Building	1,400	0.4%	January 19, 2007
		KDX Kanda Misaki-cho Building	1,380	0.4%	February 1, 2008
Offi		KDX Hon-Atsugi Building	1,305	0.4%	March 1, 2007
Office Buildings		Kabutocho Nikko Building II	1,280	0.4%	December 26, 2011
3uilc		Tachikawa Ekimae Building	1,267	0.4%	December 26, 2011
ling		KDX Hachioji Building	1,155	0.4%	March 1, 2007
S		KDX Nogizaka Building	1,065	0.3%	July 14, 2006
		KDX Nagoya Sakae Building	7,550	2.6%	Land: April 25, 2008 Building: July 1, 2009
		Nagoya Ekimae Sakura-dori Building	7,327	2.5%	December 26, 2011
		Portus Center Building	5,570	1.9%	September 21, 2005
		Karasuma Building	5,400	1.9%	June 1, 2007
		KDX Hakata-Minami Building	4,900	1.7%	February 1, 2008
		Nagoya Nikko Shoken Building	4,158	1.4%	December 26, 2011
	Other Regional Areas	KDX Kobayashi-Doshomachi Building	2,870	1.0%	December 1, 2010
		View Flex Umeda Building	2,770	0.9%	March 28, 2012 planned
		KDX Kitahama Building	2,220	0.7%	February 1, 2008
		KDX Sendai Building	2,100	0.7%	June 1, 2007
		Kitananajo SIA Building	2,005	0.7%	March 25, 2011
		KDX Minami Semba Dai-1 Building	1,610	0.5%	May 1, 2006
		KDX Minami Semba Dai-2 Building	1,560	0.5%	May 1, 2006
		KDX Niigata Building	1,305	0.4%	March 1, 2007
		Sendai Nikko Building	950	0.3%	December 26, 2011
	Total of 75 Off	_	260,901	92.0%	-
Pr	Tokyo	Frame Jinnan-zaka	9,900	3.4%	August 1, 2005
Central Urban Retail Properties	Metropolitan Area	KDX Yoyogi Building	2,479	0.8%	September 30, 2005
		ral Urban Retail Properties	12,379	4.3%	-
Residential Properties	Tokyo	Residence Charmante Tsukishima	5,353	1.8%	May 1, 2006
	Tokyo Metropolitan	Court Mejiro	1,250	0.4%	August 1, 2005
	Area	Gradito Kawaguchi	1,038	0.3%	June 30, 2006
d Propert	Other Regional Areas	Venus Hibarigaoka	1,800	0.6%	December 8, 2005
ties		lential Properties	9,441	3.3%	-
			. ,		





Other	Other Regional Areas	Kanazawa Nikko Building	645	0.2%	December 26, 2011
Total of 1 Other			645	0.2%	-
Total of 82 Properties			283,366	100.0%	Portfolio PML 4.98 %

#### Notes:

- 1. Figures of less than one million yen are rounded off from acquisition prices, and ratios are rounded off to the first decimal place.
- 2. The acquisition price of the existing tower acquired on February 1, 2008 was 4,700 million yen, and the acquisition price of the annex tower acquired on November 18, 2009 was 1,100 million yen.
- 3. KDX Omori Building is scheduled to be sold on May 11, 2012. Please see our press release dated February 23, 2012, "Notice Concerning the Conclusion of Agreement of the Sale of Property (KDX Omori Building)" for details.