

Translation of Japanese Original

August 30, 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 Change in the Company Regulations (Management Guidelines) and  
Corporate Name of the Asset Management Company**

Kenedix Realty Investment Corporation (“the Investment Corporation”) announced today that the Board of Directors of Kenedix REIT Management, Inc. (“the Asset Management Company”), the asset management company for the Investment Corporation, has resolved to change the management guidelines, etc. contained in its company regulations and to propose to its shareholders the adoption of a written resolution of the general meeting of shareholders, pursuant to Article 319-1 of the Companies Act, approval to amend its articles of incorporation with regard to the change of the company name of the Asset Management Company, as described below.

**1. Change in the Management Guideline**

(1) Major Changes in the Management Guideline (\*Excerpt only the major parts. Underlined parts are amended.)

(a) Change in Basic Policy of Management

Before the Change in Management Guideline	After the Change in Management Guideline
<p>Article 3 (Basic Policy of Management)</p> <p>In principle, the Investment Corporation invests in real estate and specified assets including assets backed by real estate for the purpose of securing stable earnings, sustainable investment asset growth and maximum cash distributions to investors.</p> <p>To this end, the Investment Corporation adopts a dynamic and flexible investment stance that accurately reflects its environment and market trends, and endeavors to ensure a timely response to each and every opportunity. <u>The Investment Corporation strives to develop a diversified investment portfolio named “KENEDIX Selection,” adopting a three-point investment criteria based on property type, area and size.</u></p> <p>(Details Omitted)</p>	<p>Article 3 (Basic Policy of Management)</p> <p>In principle, the Investment Corporation invests in real estate and specified assets including assets backed by real estate for the purpose of securing stable earnings, sustainable investment asset growth and maximum cash distributions to investors.</p> <p>To this end, the Investment Corporation adopts a dynamic and flexible investment stance that accurately reflects its environment and market trends, and endeavors to ensure a timely response to each and every opportunity.</p> <p>(No Change)</p>

(b) Change in Investment ratio target by type of asset use

Before the Change in Management Guideline	After the Change in Management Guideline
Article 11 (Type of use) 2. The investment ratio targets by type of asset use are as follows. Office Buildings : <u>50%-100%</u> Central Urban Retail Properties : <u>0%-20%</u> Residential Properties : <u>0%-30%</u> Others : <u>0%-5%</u>	Article 11 (Type of use) 2. The investment ratio targets by type of asset use are as follows. Office Buildings : <u>80%-100%</u> Central Urban Retail Properties : <u>0%-20%</u> Residential Properties, Others

- (Note) Office Buildings : Office buildings for leasing purposes as their principal use  
Central Urban Retail Properties : Central urban retail properties located in highly flourishing districts  
Residential Properties : Residential properties for leasing purposes as their principal use  
Others : Amusement parks, business hotels, parking, educational, medical and health care-related facilities, low-lying leasehold land and other

(2) Planned Date of Change September 1, 2012

## 2. Change of Corporate Name of the Asset Management Company

- (1) Old corporate name Kenedix REIT Management, Inc.  
(2) New corporate name Kenedix Office Partners, Inc.  
(3) Planned Date of change September 1, 2012

## 3. Reasons for the Change

The Investment Corporation has been building its portfolio with investment primarily focused on office buildings, particularly mid-sized office buildings in the Tokyo Metropolitan Area, based on its basic policy of dynamic and flexible investment stance that accurately reflects its environment and market trends, and endeavors to ensure a timely response to each and every opportunity.

Since the Asset Management Company will continue its policy to further promote investing primarily in office buildings, it has decided to partially change the management guidelines contained in its company regulations as of September 1, 2012, and to raise the lower limit of the investment ratio of office buildings along with changing the upper limits, etc. of the investment ratio of other types of properties.

Furthermore, the change of the company name of the Asset Management Company above was decided with the aim of emphasizing it is an asset management company that primarily manages office buildings.

Reporting and notifications with regard to the appointment of the auditor will be conducted in accordance with the Financial Instruments and Exchange Law, the Building Lots and Buildings Transaction Business Law, and other applicable laws and regulations.

This notice is the English translation of the Japanese announcement on our Web site released on August 30, 2012. However, no assurance or warranties are given for the completeness or accuracy of this English translation.