

Translation of Japanese Original

October 16, 2019

To All Concerned Parties

REIT Issuer:
Kenedix Retail REIT Corporation
Representative: Akihiro Asano, Executive Director
(Securities Code: 3453)

Asset Manager:
Kenedix Real Estate Fund Management, Inc.
Representative: Masahiko Tajima, CEO and President
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Notice Concerning Pricing for Issuance of New Investment Units and Secondary Offering

Kenedix Retail REIT Corporation (“KRR”) announced today that the issue price and secondary selling price were determined and resolved for the issuance of new investment units through public offerings of new investment units and the secondary offering of investment units, which were resolved at the Board of Directors Meeting held on October 8, 2019, as follows.

1. Issuance of new investment units through public offerings (primary offering)

- (1) Number of investment units to be offered
27,300 units
9,720 units of the investment units to be offered above will be sold to overseas investors in overseas markets mainly consisting of Europe and Asia (excluding, however, the United States and Canada)
- (2) Amount to be paid (issue amount)
273,360 yen per unit
- (3) Total amount to be paid (total issue amount)
7,462,728,000 yen
- (4) Issue price (offer price)
282,847 yen per unit
- (5) Total amount of issue price (total offer price)
7,721,723,100 yen
- (6) Subscription period
From Thursday, October 17, 2019 to Friday, October 18, 2019
- (7) Payment date
Wednesday, October 23, 2019
- (8) Delivery date
Thursday, October 24, 2019

(Note) The underwriters shall purchase investment units at the amount to be paid (issue amount) and solicit subscriptions in the investment units at the issue price (offer price).

Disclaimer: This press release is intended to disclose to the public the pricing for issuance of new investment units and secondary offering by KRR, and is not an offer to sell or a solicitation of any offer to buy the securities of KRR in the United States or elsewhere. Please undertake any investment upon your own investigation and responsibility.
This press release does not constitute an offer of securities in the United States of America. The investment units have not been, and will not be, registered under the United States Securities Act of 1933 (the “Securities Act”). The investment units may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act. The investment units referred to above will not be offered, publicly or otherwise, in the United States.

2. Secondary offering of investment units (secondary offering through over-allotment)

- (1) Number of investment units in the secondary offering
1,300 units
- (2) Selling price
282,847 yen per unit
- (3) Total selling price
367,701,100 yen
- (4) Subscription period
From Thursday, October 17, 2019 to Friday, October 18, 2019
- (5) Delivery date
Thursday, October 24, 2019

3. Issuance of new investment units through third-party allotment

- (1) Amount to be paid (issue amount)
273,360 yen per unit
- (2) Total amount to be paid (total issue amount)
355,368,000 yen (maximum)
- (3) Subscription period (subscription date)
Wednesday, November 13, 2019
- (4) Payment date
Thursday, November 14, 2019
- (5) The issuance of investment units not subscribed during the subscription period (subscription date) as shown in (3) above will be canceled.

Reference:

1. Basis for calculating the issue price and secondary selling price

- (1) Reference date & price Wednesday, October 16, 2019 290,100 yen
- (2) Discount rate 2.5%

2. Syndicate cover transaction period

From Saturday, October 19, 2019 to Tuesday, November 12, 2019

3. Amount, use and schedule of expenditure of proceeds

The proceeds from the primary offering (7,462,728,000 yen) will be used to partially fund the anticipated acquisition of specified properties excluding Apita Terrace Yokohama Tsunashima. (The specified properties except Apita Terrace Yokohama Tsunashima are collectively referred to as the “properties to be acquired through the primary offering, etc.”) The maximum proceeds from the third-party allotment of new investment units (355,368,000 yen) will be retained and used to fund part of the acquisition of specified assets or repayment of borrowings in the future.

For details of the properties to be acquired through the primary offering, etc., please refer to KRR’s press release “*Notice Concerning Acquisition and Leasing of Assets (5 Properties)*” released on October 8, 2019.

(Note) The proceeds will be deposited to a bank until used.

KRR’s website address: <https://www.krr-reit.com/en/>

This notice is the English translation of the Japanese announcement on October 16, 2019. However, no assurance or warranties are given for the completeness or accuracy of this English translation.

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