



Translation Purpose Only

April 9, 2007

To All Concerned Parties

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

Asset Management Company:  
Kenedix REIT Management, Inc.  
Taisuke Miyajima, CEO and President

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**Notice Concerning the Change in the Related-Party Transaction Rules of the Company Regulations  
of the Asset Management Company**

Kenedix Realty Investment Corporation (“the Investment Corporation”) announced that the Board of Directors of Kenedix REIT Management, Inc. (“the Asset Management Company”), the asset management company for the Investment Corporation, resolved to change the related-party transaction rules contained in its company regulations. Details are as follows.

**1. New Rules with Respect to the Acquisition of Properties**

- (1) With respect to acquisition of real estate, real estate leasehold rights, land rights or easements, or trust beneficiary interests in real estate, land leasehold rights, land rights or easements being acquired from a related party as defined in the rules, such property interest or right shall not be acquired for more than the appraisal value determined by an appraiser. The aforementioned appraiser shall not be a related-party of the Asset Management Company.
- (2) In the event that the acquisition of property is made through the pre-acquisition services provided by Kenedix, Inc., the sponsor company, pursuant to the “Memorandum of Understanding with Kenedix, Inc. and Kenedix Advisors Co., Ltd.”, and the Investment Corporation accordingly acquires assets from Kenedix, Inc. or a wholly-owned entity of Kenedix, Inc., the above restriction in (1) does not apply.
- (3) In the event the acquisition of the property is as described in (2) above, such acquisition must be approved by the Compliance Committee and Asset Management Committee and then granted approval at a meeting of the Board of Directors, just as other related-party transactions.

**2. Other Changes**

Revisions and unification of other clauses

**3. Reference**

Definition for the acquisition of property through the pre-acquisition services provided by Kenedix, Inc. pursuant to the “Memorandum of Understanding with Kenedix, Inc. and Kenedix Advisors Co., Ltd.”



The Asset Management Company may request Kenedix, Inc. to purchase and hold a property owned or managed by other parties than Kenedix, Inc., Kenedix Advisors Co., Ltd., the Investment Corporation and the Asset Management Company, with a view to reselling that property to the Investment Corporation. In the event that Kenedix, Inc. accepts such a request and purchases the property directly or indirectly through a wholly owned entity, the Investment Corporation is granted the first option to acquire such property.

This notice is the English translation of the Japanese announcement on our Web site released on April 9, 2007. However, no assurance or warranties are given for the completeness or accuracy of this English translation.