

**For Immediate Release**

REIT Issuer:

ORIX JREIT Inc. (TSE: 8954)  
Yutaka Okazoe  
President and Executive Director

Asset Management Company:

ORIX Asset Management Corporation  
Hiroshi Nishio  
President and CEO

Inquiries:

Hajime Nakamura  
General Manager  
Corporate Planning Department  
TEL: +81 3 5418 4858

**ORIX JREIT Announced Issue of New Investment  
Units and Secondary Offering of Units**

TOKYO, March 8, 2013 — ORIX JREIT (“OJR”) announced that the meeting of the Board of Directors held on March 8, 2013 adopted a resolution concerning the issue of new investment units and the secondary offering of investment units, as set forth below.

**1. Issue of New Investment Units through Public Offering (Public Offering)**

- |                                     |  |
|-------------------------------------|--|
| (1) Total number of units offered   | 160,915 units  |
| (2) Amount to be paid (Issue value) | To be determined<br>The issue value will be determined at a meeting of the Board of Directors to be held on any day during the period between Monday, March 18, 2013 and Monday, March 25, 2013 (the “Pricing Date”) in accordance with the method provided for in Article 25 of the Regulations Concerning Securities Underwriting, etc. stipulated by the Japan Securities Dealers Association (JSDA).   |
| (3) Offering method                 | All units shall be offered through public offering, and shall be underwritten and purchased by Daiwa Securities Co. Ltd., Nomura Securities Co., Ltd., and UBS Securities Japan Ltd (the “Joint Managing Underwriters”); as well as SMBC Nikko Securities Inc., Mitsubishi UFJ Morgan Stanley Securities Co., Ltd., Mizuho Securities Co., Ltd., Merrill Lynch Japan Securities Co., Ltd., and Tokai Tokyo Securities Co., Ltd. (collectively the “Underwriters,” including the Joint Managing Underwriters). The issue price (offer price) for the public offering shall be determined on the Pricing Date using the method provided for in Article 25 of the Regulations Concerning Securities Underwriting, etc. stipulated by the JSDA, based on a provisional pricing range calculated by multiplying the closing price at the Tokyo Stock Exchange, Inc. on the Pricing Date (or, if no closing price is quoted on such date, the closing price on the immediately preceding date) by 0.90 to 1.00 (with any fraction of less than one yen to be rounded down to the nearest one yen), as well as by considering the demand for new units and other related factors. |

Disclaimer: This document is a press release intended for the general public regarding the issue of new investment units and secondary offering of units. It has not been prepared for the purpose of soliciting investment. When investing, investors should do so based on their own judgment after being sure to read the “prospectus on the issue of new investment units and the secondary offering of investment units through over-allotment” that OJR will prepare as well as any amendments (if any).

This is the English translation of original Japanese documents and is provided solely for information purposes. If there are any discrepancies between the translation and the Japanese original, the latter shall prevail.

- (4) Underwriters' fees OJR shall not pay underwriting fees to the Underwriters. Instead, the total amount of the difference between the issue price (offer price) in the public offering and the issue value (the total amount that the Underwriters shall pay to OJR) shall constitute proceeds to the underwriters.
- (5) Application unit Minimum one unit, and in multiples of one unit
- (6) Application period Beginning on the business day immediately following the Pricing Date, and ending on the second business day immediately following the Pricing Date.
- (7) Payment date The fifth business day immediately following the Pricing Date, as long as this date falls on a day between Tuesday, March 26, 2013 and Monday, April 1, 2013.
- (8) The amount to be paid (issue value) and other important matters concerning the issue of new investment units shall be determined at the meeting of the Board of Directors to be held hereafter.
- (9) Each of the provisions above is subject to the effectiveness of the filing of the securities registration document in accordance with the Financial Instruments and Exchange Act of Japan.

## 2. Secondary Offering of Investment Units through Over-Allotment (See Reference 1. below)

- (1) Seller and number of units to be offered Daiwa Securities Co. Ltd. 8,045 units  
The above number represents the maximum number of units to be sold. Depending on the actual demand, either the number may be reduced, or the Secondary Offering through Over-Allotment may be cancelled entirely. The number of units to be sold shall be determined at the meeting of the Board of Directors to be held on the Pricing Date after considering the demand for investment units.
- (2) Offer price To be determined  
(The offer price shall be determined on the Pricing Date, and shall be the same as the issue price for the public offering.)
- (3) Offering method Daiwa Securities Co. Ltd., shall, in consideration of the demand and other conditions of the public offering, conduct a secondary offering of up to 8,045 units that it will borrow from the unit holders of OJR.
- (4) Application unit Minimum one unit, and in multiples of one unit
- (5) Application period Same as the application period for the public offering
- (6) Delivery and Settlement date The business day immediately following the payment date for the public offering
- (7) The offer price and other important matters concerning the issue of new investment units shall be determined at the meeting of the Board of Directors to be held hereafter.

## 3. Issue of New Investment Units through Third-Party Allotment (See Reference 1. below)

- (1) Total number of units offered 8,045 units
- (2) Amount to be paid (Issue value) To be determined  
The amount to be paid (issue value) will be determined at the meeting of the board of directors to be held on the Pricing Date. The amount to be paid (issue value) shall be the same as that in the public offering.
- (3) Allottee and number of units allotted Daiwa Securities Co. Ltd. 8,045 units
- (4) Application unit Minimum one unit, and in multiples of one unit
- (5) Application period (application date) Tuesday, April 23, 2013
- (6) Payment date Wednesday, April 24, 2013

Disclaimer: This document is a press release intended for the general public regarding the issue of new investment units and secondary offering of units. It has not been prepared for the purpose of soliciting investment. When investing, investors should do so based on their own judgment after being sure to read the "prospectus on the issue of new investment units and the secondary offering of investment units through over-allotment" that OJR will prepare as well as any amendments (if any).

This is the English translation of original Japanese documents and is provided solely for information purposes. If there are any discrepancies between the translation and the Japanese original, the latter shall prevail.

- (7) If some or all of the investment units are not applied for by the end of the application period (application date) as set forth in (5) above, the issuance of those units not applied for shall be cancelled.
- (8) The amount to be paid (issue value) and other important matters concerning the issue of new investment units shall be determined at the meeting of the Board of Directors to be held hereafter.
- (9) Each of the provisions above is subject to the effectiveness of the filing of the securities registration document in accordance with the Financial Instruments and Exchange Act of Japan.

Disclaimer: This document is a press release intended for the general public regarding the issue of new investment units and secondary offering of units. It has not been prepared for the purpose of soliciting investment. When investing, investors should do so based on their own judgment after being sure to read the “prospectus on the issue of new investment units and the secondary offering of investment units through over-allotment” that OJR will prepare as well as any amendments (if any).

This is the English translation of original Japanese documents and is provided solely for information purposes. If there are any discrepancies between the translation and the Japanese original, the latter shall prevail.

<Reference>

## 1. Secondary Offering through Over-Allotment etc.

In consideration of the demand and other conditions with regard to the public offering, Daiwa Securities Co. Ltd., may conduct a Secondary Offering through Over-Allotment of up to 8,045 units, which Daiwa Securities will borrow from OJR's unit holders (the "Borrowed Investment Units"). Consequently, the above "number of units to be sold" in the Secondary Offering through Over-Allotment represents the maximum number, and the actual number of issues sold may be less than indicated above or the Secondary Offering through Over-Allotment itself may be cancelled entirely, depending on the demand and other conditions.

In connection with the Secondary Offering through Over-Allotment, OJR's board of directors meeting held on Friday, March 8, 2013 adopted a resolution concerning the issue of 8,045 new investment units by way of Third Party Allotment to Daiwa Securities (the "Third Party Allotment"), with the payment date set to be Wednesday, April 24, 2013. This will be made separately from the public offering.

It is possible that, during the application period for the public offering and the Secondary Offering through Over-Allotment (the "Application Period"), Daiwa Securities will conduct stabilizing transactions involving OJR's investment units, and use the investment units purchased through such stabilizing transactions to return the Borrowed Investment Units.

Furthermore, during the period beginning on the day immediately following the last day of the Application Period and ending on Friday, April 19, 2013 (the "Syndicate Covering Transaction Period"), Daiwa Securities may purchase investment units on the Tokyo Stock Exchange up to the number of units offered in the Secondary Offering through Over-Allotment (the "Syndicate Covering Transactions"). All investment units that Daiwa Securities may purchase through Syndicate Covering Transactions shall be applied to the return of the Borrowed Investment Units. It is also possible that during the Syndicate Covering Transaction Period, Daiwa Securities will, at its discretion, not conduct Syndicate Covering Transactions at all or end the Syndicate Covering Transactions with the actual number of units transacted less than the number of units offered in the Secondary Offering through Over-Allotment.

Daiwa Securities intends to accept the Third-Party Allotment of the number of investment units obtained by deducting: (a) the number of units purchased through stabilization transactions and Syndicate Cover Transactions to return the Borrowed Investment Units; from (b) the number of investment units offered in the Secondary Offering through Over-Allotment.

For this reason, if the investment units issued through the Third-Party Allotment are not subscribed in whole or in part, the number of the investment units with respect to the Third-Party Allotment may be reduced by the number of units not subscribed, or the issuance itself may be cancelled entirely.

It will be determined on the Pricing Date whether to make a Secondary Offering through Over-Allotment or, in the affirmative case, how many investment units will be offered. If a Secondary Offering through Over-Allotment is not made at all, Daiwa Securities will not borrow OJR investment units from OJR unit holders. In this case, Daiwa Securities will not accept the Third-Party Allotment and will make no such application, so there will be no issue of new investment units through a Third-Party Allotment. Daiwa Securities Capital Markets will not conduct Syndicate Cover Transactions on the Tokyo Stock Exchange, either.

The transactions set forth above shall be conducted by Daiwa Securities after consultation with Nomura Securities Co., Ltd., and UBS Securities Japan Ltd.

## 2. Change in Number of Investment Units Outstanding after the Issue of New Investment Units

Number of units outstanding	1,422,170 units	(Note 1)
Number of new units issued by public offering	160,915 units	
Number of units issued and outstanding after public offering	1,583,085 units	
Number of new units issued by third party allocation	8,045 units	(Note 2)
Number of units issued and outstanding after third party allocation	1,591,130 units	(Note 2)

Notes:

- OJR implemented a 5-for-1 split of investment units as of March 1, 2013.
- The above figures are calculated on the assumption that the investment units in the Third-Party Allotment are subscribed and issued in full by Daiwa Securities Capital Markets.

**Disclaimer:** This document is a press release intended for the general public regarding the issue of new investment units and secondary offering of units. It has not been prepared for the purpose of soliciting investment. When investing, investors should do so based on their own judgment after being sure to read the "prospectus on the issue of new investment units and the secondary offering of investment units through over-allotment" that OJR will prepare as well as any amendments (if any).

This is the English translation of original Japanese documents and is provided solely for information purposes. If there are any discrepancies between the translation and the Japanese original, the latter shall prevail.

### 3. Purpose and Rationale of the Issue

After consideration of market trends and the level of distributions per unit, OJR has decided to issue new investment units by raising funds with the aim of improving the portfolio's profitability and stability through the acquisition of new specified assets.

### 4. Net Amount and Use of Proceeds, and Scheduled Timing of Expenditures

#### (1) Amount of funds to be procured (estimated net proceeds)

Maximum of 17,509.3million yen

Note:

The above figure represents the total of 16,675.6 million yen in proceeds from the public offering, and the maximum of 833.7million yen in proceeds from the issue of new investment units through a Third-Party Allotment. The above figures are estimated amounts calculated based on the closing price of OJR's investment units quoted at the Tokyo Stock Exchange on Friday, March 1, 2013.

#### (2) Specific Use of Proceeds and Scheduled Timing of Expenditures

OJR will allocate the full amount of the proceeds from the public offering (16,675.6 million yen), along with new borrowings and the remaining amount of proceeds from selling a property planned to be sold set forth in the press release "ORIX JREIT Announces An Asset Transfer (Shibaura Island Bloom Tower)" published today, as a part of the funds to acquire the assets set forth in the press release "ORIX JREIT Announces Asset Acquisition ("ORE Yurakucho, The Kitahama PLAZA, CROSS GARDEN KAWASAKI and Tecc Land Totsuka (land)")" published on the same date. OJR plans to allocate the full amount of the maximum proceeds from the issue of new investment units through Third-Party Allotment (833.7 million yen) to the repayment of borrowings.

### 5. Designated Purchasers

None.

### 6. Future Outlook

The effect on OJR's earning is as set forth in the press release "ORIX JREIT Announces Revision of Earnings & Distributions Forecasts for the 23rd Fiscal Period (Ending August 31, 2013) and Earnings & Distributions Forecasts for the 24th Fiscal Period (Ending February 28, 2014)" published today.

### 7. Operating Results and Equity Financing for the Most Recent Three Periods.

#### (1) Operating Results for the Most Recent Three Periods

(yen)

	19 <sup>th</sup> period (Aug. 2011)	20 <sup>th</sup> period (Feb. 2012)	21 <sup>st</sup> period (Aug. 2012)
Net income per unit	12,307	12,061	11,656
Distribution per unit	12,571	11,822	11,656
Payout ratio	102.1%	98.0%	100.0%
Net asset per unit	543,084	542,575	542,409

Note:

Net income per unit is calculated by dividing net income by the weighted daily average number of units issued and outstanding during the fiscal period.

Disclaimer: This document is a press release intended for the general public regarding the issue of new investment units and secondary offering of units. It has not been prepared for the purpose of soliciting investment. When investing, investors should do so based on their own judgment after being sure to read the "prospectus on the issue of new investment units and the secondary offering of investment units through over-allotment" that OJR will prepare as well as any amendments (if any).

This is the English translation of original Japanese documents and is provided solely for information purposes. If there are any discrepancies between the translation and the Japanese original, the latter shall prevail.

(2) Recent Investment Unit Prices

(a) The Most Recent Three Periods

(yen)

	19 <sup>th</sup> period (Aug. 2011)	20 <sup>th</sup> period (Feb. 2012)	21 <sup>st</sup> period (Aug. 2012)
Opening	474,000	369,500	380,000
High	482,500	386,000	394,500
Low	345,500	305,500	322,000
Closing	369,000	380,000	358,000

(b) The Most Recent Six Months

(yen)

	September 2012	October	November	December
Opening	359,000	382,500	390,000	417,000
High	382,000	404,500	414,500	432,000
Low	350,000	372,500	375,500	398,500
Closing	382,000	389,000	412,500	425,500

	January 2013	February (before ex-rights)	February (after ex-rights)
Opening	467,500	531,000	103,000
High	520,000	540,000	109,100
Low	445,000	504,000	100,000
Closing	518,000	531,000	109,100

Notes:

As OJR implemented a 5-for-1 split of its investment units as of March 1, 2013, investment unit prices after the ex-rights are shown from February 26, 2013.

(c) Investment Unit Price on the Business Day Immediately Preceding the Date of Resolution of the Issuance (yen)

	March 7, 2013
Opening	110,900
High	111,400
Low	107,500
Closing	108,900

(3) Situation on Equity Financing for the Most Recent Three Periods

•Public Offering

Issue date	May 25, 2011
Amount obtained through funding	12,459,156,250 yen
Issue value	398,693 yen
Number of investment units issued and outstanding before the offering	251,622 units
Number of investment units issued in the offering	31,250 units
Number of investment units issued and outstanding after the offering	282,872 units

Disclaimer: This document is a press release intended for the general public regarding the issue of new investment units and secondary offering of units. It has not been prepared for the purpose of soliciting investment. When investing, investors should do so based on their own judgment after being sure to read the “prospectus on the issue of new investment units and the secondary offering of investment units through over-allotment” that OJR will prepare as well as any amendments (if any).

This is the English translation of original Japanese documents and is provided solely for information purposes. If there are any discrepancies between the translation and the Japanese original, the latter shall prevail.

Intended use of proceeds at the time of the issue	All the proceeds will be allocated to funds for acquiring specified assets to be acquired
Scheduled timing of expenditures at the time of the issue	June 1, 2011
Current status	All the proceeds were used on the above scheduled timing of expenditures

•Third-Party Allotment

Issue date	June 24, 2011
Amount obtained through the issue	622,758,466 yen
Issue value	398,693 yen
Number of investment units issued and outstanding before the offering	282,872 units
Number of investment units issued in the offering	1,562 units
Number of investment units issued and outstanding after the offering	284,434 units
Allottee	Daiwa Securities Capital Markets Co., Ltd. (Note) As of April 1, 2012, Daiwa Securities Capital Markets Co., Ltd. merged with Daiwa Securities Co., Ltd. with Daiwa Securities Co., Ltd. as the surviving company.
Intended use of proceeds at the time of the issue	All the proceeds will be allocated to funds for repayment of short-term borrowings
Scheduled timing of expenditures at the time of the issue	June 27, 2011
Current status	All the proceeds were used on the above scheduled timing of expenditures

## 8. Other (Restriction on Sale and Additional Issue)

With regard to the public offering, OJR agrees with the Joint Managing Underwriters not to issue investment units (excluding the Third-Party Allotment) for a period of 90 calendar days after the delivery date of the public offering.

Disclaimer: This document is a press release intended for the general public regarding the issue of new investment units and secondary offering of units. It has not been prepared for the purpose of soliciting investment. When investing, investors should do so based on their own judgment after being sure to read the “prospectus on the issue of new investment units and the secondary offering of investment units through over-allotment” that OJR will prepare as well as any amendments (if any).

This is the English translation of original Japanese documents and is provided solely for information purposes. If there are any discrepancies between the translation and the Japanese original, the latter shall prevail.