KENEDIX
Retail REIT Corporation

Translation of Japanese Original

August 10, 2016

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: Ryosuke Homma, CEO and President
Contact: Koichiro Nobata, General Manager of Planning Department, Retail REIT Division
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Notice Concerning Amendment to Alliance Agreement with Nippon Commercial Development Co., Ltd.

Kenedix Retail REIT Corporation ("KRR") announced today that KRR and Kenedix Real Estate Fund Management, Inc. ("the Asset Manager"), the asset manager for KRR, have decided to enter into an amendment agreement with Nippon Commercial Development Co., Ltd. ("NCD") to amend the alliance agreement signed on November 17, 2014.

1. Reason for the amendment

NCD, one of KRR's Alliance Companies, asked for an amendment to the alliance agreement in order for NCD to seek new business opportunities. Upon negotiation, KRR, the Asset Manager and NCD have reached an agreement to amend provisions in the alliance agreement.

2. Provisions to be amended

The provisions to be amended are as follows.

- *Preferential Access to Potential Acquisition Opportunities.* NCD has agreed to provide potential acquisition information regarding the properties which meet KRR's investment criteria, if NCD judges that the investment corporation newly established by Jinushi Asset Management Co., Ltd., which is a wholly owned subsidiary of NCD, or other entity which provides warehousing services to the investment corporation will not to acquire the properties.

- *To Cease Property Management Services.* NCD has agreed to the rescission of sub-property management contract at the end of October for five land only properties KRR owns. The Asset Manager continues to provide property management services for these properties.

- *To Cease Right to Use NCD's JINUSHI Related Trademarks.* NCD ceases to provide permission to use its logo and trademarks. KRR and the Asset Manager have permission to use logo and trademarks in the disclosure materials which had been disclosed or prepared to disclose.

3. Future outlook

The impact of the amendment to the forecasts is minimal, and there are no changes to the forecasts of financial results of KRR published in the "Financial Report for the Fiscal Period Ended March 31, 2016 (REIT) (October 1, 2015 to March 31, 2016)" dated May 19, 2016.

Attached materials

Reference: Summary of Sponsor and Alliance Companies

Note: KRR's website address: http://www.krr-reit.com/en/

This notice is the English translation of the Japanese announcement on August 10, 2016. However, no assurance or warranties are given for the completeness or accuracy of this English translation.

Reference: Summary of Sponsor and Alliance Companies

KENEDIX Retail REIT Corporation

- **The following table provides summary of Sponsor and Alliance Companies from Aug. 10, 2016**
- **For details, please refer to the press releases on Aug. 10, 2016: "Notice Concerning the Execution of an Alliance Agreement with Itochu Corporation" and "Notice Concerning Amendment to Alliance Agreement with Nippon Commercial Development Co., Ltd."**

Type of support		Sponsor	Alliance Companies			
		Kenedix, Inc.	Sumitomo Mitsui Finance and Leasing Co., Ltd.	Nippon Commercial Development Co., Ltd.	P&D Consulting Co., Ltd.	Itochu Corporation
Support for external growth	Pipeline support	●	●	●	●	●(Note)
	Warehousing services	●	●			
Support for internal growth	Leasing services	●		●	●	●
	PM services	●			●	●
	Environmentally-friendly technology/ knowhow	●				
	Evaluation of operating conditions and advisory on operations				●	
Other support	Personnel support	●	●			
	Right to use trademarks	●				

Note: Kenedix, Inc., the asset manager of the retail property development fund jointly created by Itochu Corporation, agrees to provide preferential access to potential acquisition opportunities regarding the fund, to Kenedix Retail REIT Corporation and Kenedix Real Estate Fund Management, Inc.