

December 6, 2017

### FOR IMMEDIATE RELEASE

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# Notice Concerning Pricing for Issuance of New Investment Units and Secondary Offering

Activia Properties Inc. ("API") announces that a resolution was passed at the board of directors meeting held today concerning the offer price and the distribution price for the issuance of new investment units and the secondary offering of investment units, which were resolved at the board of directors meeting held on November 28, 2017. Details are as follows.

## 1. Issuance of new investment units through public offering

| (1) | Number of investment units to be                | 31,090 units   |                   |
|-----|---|--|-------------------|
|     | offered   | Domestic Primary Offering:                               | 16,020 units      |
|     |   | International Offering:                                  | 15,070 units      |
| (2) | Amount to be paid in per unit                   | 443,657 yen per unit                                     |                   |
|     | (issue price per unit)                          | · -  |                   |
| (3) | Total amount to be paid in                      | 13,793,296,130 yen                                       |                   |
|     | (total issue price)                             |  |                   |
| (4) | Amount to be offered per unit                   | 458,150 yen per unit                                     |                   |
|     | (offer price per unit)                          |  |                   |
| (5) | Total amount to be offered                      | 14,243,883,500 yen                                       |                   |
|     | (total offer price)                             |  |                   |
| (6) | Subscription period (Domestic Primary Offering) | D 1 5 0015 (T)   | D 1 0 2015 (T.1.) |
| (-) |   | December 7, 2017 (Thursday) to December 8, 2017 (Friday) |                   |
| (7) | Payment date                                    | December 13, 2017 (Wednesday)                            |                   |
|     |   | •  |                   |
| (8) | Delivery date                                   | December 14, 2017 (Thursday)                             |                   |

Disclaimer: This press release is an announcement by Activia Properties Inc. concerning pricing for issuance of new investment units and secondary offering, and has not been prepared for the purpose of solicitation for investment. Investors are asked to ensure that they read the prospectus for the issuance of new investment units, as well as any amendments thereto (if any), prepared by Activia Properties Inc. before they invest and that they make decisions on investment at their own discretion.

In addition, this press release does not constitute an offer of securities in the United States of America. The securities referred to above have not been, and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act"). The securities may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act. The securities referred to above will not be publicly offered or sold in the United States.



(Note) The underwriters will purchase and underwrite the units at the amount to be paid in per unit (issue price per unit) and offer at the amount to be offered per unit (offer price per unit).

2. Secondary Offering of investment units (Secondary Offering through the over-allotment)

Number of investment units to be 2,400 units

distributed

(2) Distribution price per unit
(3) Total amount of distribution price
458,150 yen per unit
1,099,560,000 yen

(4) Subscription period December 7, 2017 (Thursday) to December 8, 2017 (Friday)

(5) Delivery date December 14, 2017 (Thursday)

3. Issuance of new investment units by way of third-party allotment

(1) Amount to be paid in per unit 443,657 yen per unit

(issue price per unit)

(2) Total amount to be paid in 1,064,776,800 yen

(total issue price) (maximum)

(3) Subscription period December 25, 2017 (Monday)

(subscription date)

(4) Payment date December 26, 2017 (Tuesday)

(Note) Investment units for which no applications have been filed during the subscription period (subscription date) stated above under (3) shall not be issued.

### <Reference>

1. Basis for calculating the offer price and the distribution price per unit

(1) Reference date of calculation and price December 6, 2017 (Wednesday) 467,500 yen

(2) Discount rate 2.00%

2. Syndicate Cover Transaction period

December 9, 2017 (Saturday) to December 19, 2017 (Tuesday)

### 3. Use of expenditure of funds to be procured

The net proceeds of 14,858,072,930 yen (maximum) from the offerings and the over-allotment options will be used to pay part of the purchase price of DECKS Tokyo Beach and Commercial Mall Hakata (the total anticipated acquisition price of ¥18,840 million), which are two of the anticipated properties announced in "Notice of Acquisition of Assets and Lease Contract with New Tenants" released on November 28, 2017. Furthermore, any remaining proceeds will be held as cash on hand, deposited at a financial institution until used for partial repayment of borrowings or for partial funding of property acquisitions in the future.

\*Distribution of this material: This material is distributed to the Kabuto Club; the press club for the Ministry of Land, Infrastructure, Transport and Tourism; and the press club for construction trade newspapers at the Ministry of Land, Infrastructure, Transport and Tourism.

\*Website of API: http://www.activia-reit.co.jp/en/

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