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To All Concerned Parties

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Notice concerning Revision of Forecast of Financial Results and Distributions for the 19th Fiscal Period Ending December 2012 and concerning Forecast of Financial Results and Distributions for the 20th Fiscal Period Ending June 2013

Invincible Investment Corporation (INV) plans to acquire assets (trust beneficiary interests in domestic real estates) concerning 24 properties (the "24 Properties") and plans to refinance existing borrowings and procure funds through debt financing backed by trust assets, as announced in the press releases titled "Notice concerning Acquisition of Assets (Trust Beneficiary Interest in Domestic Real Estate)" and "Notice concerning Debt Financing, Repayment of Borrowings, and Fund Procurement through Debt Financing Backed by Trust Assets" dated today (hereinafter, the transactions that INV plans to implement and are announced in these press releases are collectively referred to as the "Transactions").

On the premise that the Transactions are implemented, INV announces the revision of its forecast of financial results and distribution per unit for the fiscal period ending December 2012 (19th fiscal period; from July 1, 2012 to December 31, 2012) announced in the financial summary (*Kessan-Tanshin*) dated August 27, 2012, and also announces the forecast of financial results and distribution per unit for the fiscal period ending June 2013 (20th fiscal period; from January 1, 2013 to June 30, 2013). Details are as follows.

Invincible Investment Corporation

1. Revision of forecast of financial results and distribution per unit for the 19th fiscal period (from July 1, 2012 to December 31, 2012)

	Operating revenues	Operating income	Ordinary income	Net income	Distribution per unit (excluding exceeding profit distribution per unit) (note 1)	Exceeding profit distribution per unit
Previous forecast (A) (August 27, 2012)	Million JPY 2,161	Million JPY 858	Million JPY 81	Million JPY 81	JPY 177	JPY 0
Revised forecast (B)	Million JPY 2,456	Million JPY 998	Million JPY 16	Million JPY 15	JPY 11	JPY 0
Amount of variance (B) – (A)	Million JPY 294	Million JPY 140	Million JPY -65	Million JPY -65	JPY -166	JPY -
Rate of variance [(B) − (A)] ÷ (A)	% 13.6	% 16.4	% -80.0	% -80.6	% -93.8	% -
(Reference) Actual results (18thfiscal period)	Million JPY 2,176	Million JPY 894	Million JPY 125	Million JPY 128	JPY 200	JPY 0

	Reversal of surplus	Total distribution amount
Previous forecast (A) (August 27, 2012)	Million JPY 157	Million JPY 238
Revised forecast (B)	Million JPY 0	Million JPY 14
Amount of variance (B) – (A)	Million JPY -157	Million JPY -223
Rate of variance [(B) − (A)] ÷ (A)	% -100.0	% -93.8
(Reference) Actual results (18thfiscal period)	Million JPY 141	Million JPY 269

(Note 1) The number of investment units issued and outstanding at the end of the fiscal period:1,348,292 units

(Note 2) Total distribution amount (revised forecast) for the 19th fiscal period is calculated using the following formula:
Total distribution amount (JPY 14 million) = Distribution per Unit (JPY 11) x number of investment units issued and outstanding of 1,348,292 units.

(Note 3) Figures are rounded down to the indicated unit and percentages are rounded to one decimal place. Hereinafter the same shall apply.

2. Forecast of financial results for the 20th fiscal period (from January 1, 2013 to June 30, 2013)

	Operating revenues	Operating income	Ordinary income	Net income	Distribution per unit (excluding exceeding profit distribution per unit)	Exceeding profit distribution per unit
Forecast for 20th fiscal period	Million JPY 2,761	Million JPY 1,176	Million JPY 275	Million JPY 274	JPY 200 (Note 3)	JPY -

	Reversal of surplus	Total distribution amount
Forecast for 20th fiscal period	Million JPY 0	Million JPY 269

(Note 1) The number of investment units issued and outstanding at the end of the fiscal period: 1,348,292 units

(Note 2) Total distribution amount (forecast) for the 20th fiscal period is calculated using the following formula: Total distribution amount (JPY 269 million) = Distribution per Unit (JPY 200) x number of investment units issued and outstanding of 1,348,292 units.

(Note 3) Distribution per Unit will be JPY 203 when the payout ratio is 100%, but in order to increase the stability of maintaining the distribution at the same level as before in the mid and long-term, INV will maintain such distribution level, and may also retain some Net Income as a reserve for future distribution subject to the cash distribution policy set forth in its Articles of Incorporation.

3. Reason for revision of forecast of financial results and distribution per unit for the 19th fiscal period and for forecast of financial results and distribution per unit for the 20th fiscal period

The decision to revise the forecast was made at this time due to the fact that a review of the forecast, conducted in association with the implementation of the above-mentioned Transactions, revealed that a 30% or more change is expected from the forecasted net income and a 5% or more change is expected from the forecasted distribution per unit for the 19th fiscal period each announced on August 27, 2012.

The main factors causing the changes to the forecast of results for the 19th fiscal period are as follows:

(1) Operating revenues are expected to increase by JPY 294 million due to an increase in rental revenues in association with the acquisition of the 24 Properties on September 28, 2012;

(2) Out of operating expenses, property related expenses are expected to increase by JPY 143 million in association with the operation of the 24 Properties. Out of operating expenses, asset management fees are expected to increase by JPY 10 million due to an accrual of additional asset management fees and acquisition fees in association with the acquisition of the 24 Properties. However, asset management fees are expected to decrease by JPY 16

million in total as the amount of asset management fees for the 19th fiscal period is expected to decrease by JPY 27 million in the amount corresponding to a monthly fee in December 2012 through the amendment to INV's Articles of Incorporation by the resolution of the unitholders' meeting of INV scheduled to be held in November 2012 and the execution of the amendment to the Asset Management Agreement to reflect such amendment (Note 1). Operating expenses other than property related expenses and asset management fees are expected to increase by JPY 27 million mainly in association with the cost related to the holding of the above-mentioned unitholders' meeting and the expert fees associated with the acquisition of the 24 Properties.

Accordingly, operating expenses are expected to increase by JPY 154 million; and

(3) Out of non-operating expenses, finance related costs are expected to increase by JPY 140 million due to an increase in finance related costs (including initial costs associated with the new loan and the refinance of existing borrowings to be made on September 28, 2012 (Note 2)). Further, out of non-operating expenses, interest expenses are expected to increase by JPY 64 million due to an accrual of interest to be imposed largely on the debt financing B backed by trust assets (Prudential LPS), which is the new loan, and on the borrowings increased upon the refinance of the term loan (syndicated loan A), which is the existing borrowing.

(Note 1) INV plans to revise asset management fees payable to the Asset Manager through the amendment to INV's Articles of Incorporation by the resolution of the unitholders' meeting to be held in November 2012 and the execution of the amendment to the Asset Management Agreement to reflect such amendment. Upon such review, it is expected that the "management fee" set forth in Article 41 of the current Articles of Incorporation will be amended so that, (i) the asset management fees to be paid every half fiscal period (3 months) will be the amount that is not exceeding the lower of the amount obtained by multiplying the amount of the total assets under INV's management as of the end of such half fiscal period by 0.4% and then dividing such obtained amount by 4 or JPY 62.5 million, and (ii) monthly asset management fee for December 2012 will be JPY 0 in order to reflect the effect by the revision of asset management fees mentioned in (i) above on asset management fees to be paid for a half fiscal period (3 months) ending December 2012.

(Note 2) For details on the new loan and the refinance of existing borrowings, please see the press release titled "Notice concerning Debt Financing, Repayment of Borrowings, and Fund Procurement through Debt Financing Backed by Trust Assets" dated today.

Moreover, INV decided to announce the forecast of financial results and distribution per unit for the 20th fiscal period, with the aim of providing useful information to investors, based on the information currently available and on certain assumptions that are judged to be reasonable.

For details of the pre-conditions and assumptions of the revision and the forecast of financial results, please refer to the Attachment.

4. Future outlook

INV has utilized the surplus based on the gain on negative goodwill accrued upon the merger (the "Surplus") in order to continue the stable distribution after the merger (implemented in the fiscal period ended December 2010: the 15th fiscal period). However, INV believes that the acquisition of the 24 Properties will enable INV to establish the revenue basis for making distributions at the same level as before, out of net income derived from revenues from properties owned by INV, not depending on the Surplus, from the fiscal period ending June 2013 in the mid and long run, on the premise that the investment condition of INV's portfolio and other factors will not be changed significantly.

5. Other: Utilization of Surplus

Considering the acquisition of the 24 Properties during the fiscal period ending December 2012 will increase the future unitholders' value and there is only a limited Surplus, INV will retain the Surplus in order to prepare for occurrence of the unexpected situation including urgent repairs, and decided not to utilize the Surplus for the purpose of paying distribution for the fiscal period ending December 2012. Accordingly, the distribution per unit for the fiscal period ending December 2012 will be decreased significantly to JPY 11 from the previous forecast due to various temporary costs associated with the acquisition of the 24 Properties (including finance related costs).

Further, in case INV declares Net Loss for the fiscal period ending December 2012, it intends to utilize Surplus for the purpose of paying distribution for that fiscal period.

(Note) The above-mentioned figures are currently forecasted figures and the actual financial results and distribution per unit may differ. INV does not guarantee the statements concerning the abovementioned forecasted figures. If change is found to occur on the forecasted financial results and forecasted distribution per unit to a certain extent, an announcement will be made immediately.

Note: This English language notice is a translation of the Japanese language notice released on September 26, 2012 and was prepared solely for the convenience of, and reference by, non-Japanese investors. No warranties or assurances are given for the accuracy or completeness of this English translation. Readers are urged to read the original Japanese language notice.

(Attachment)

Pre-Conditions and Assumptions Underlying Distribution Forecasts, etc. for the 19th Fiscal Period (From July 1, 2012 to December 31, 2012) and the 20th Fiscal Period (From January 1, 2013 to June 30, 2013)

Item	Assumptions
Fiscal period	Fiscal period ending December 2012 (19th fiscal period): From July 1, 2012 to December 31, 2012 Fiscal period ending June 2013 (20th fiscal period): From January 1, 2013 to June 30, 2013
Assets under management	19th fiscal period: It is assumed that, INV will own 78 properties comprising of 54 properties currently owned by INV and 24 properties to be acquired on September 28, 2012. 20th fiscal period: It is assumed that INV will continue to own the above 78 properties.
Units outstanding	19th fiscal period: 1,348,292 units 20th fiscal period: 1,348,292 units It is assumed that the number of investment units issued and outstanding as of today is 1,348,292 units, and that there will be no additional issuance of investment units until the end of the 20th fiscal period.
Interest-bearing liabilities	19th fiscal period: balance of borrowings: JPY 43,982 million 20th fiscal period: balance of borrowings: JPY 43,851 million As of today, existing borrowings amount to JPY 31,538 million, and it is assumed that INV will procure funds through a new loan (JPY 9,960 million) and refinance existing borrowings (the amount to be increased upon refinance: JPY 2,550 million) on September 28, 2012 during the 19th fiscal period (for details, please refer to the press release titled “Notice concerning Debt Financing, Repayment of Borrowings, and Fund Procurement through Debt Financing Backed by Trust Assets” dated today). It is also assumed that no new borrowing will be made other than the above. Further, for the 19th fiscal period, INV will partially repay the principal (JPY 28 million) of the term loan (Shinsei Trust B), and partially repay the principal (JPY 37.5 million) of the term loan (Syndicated Loan B), respectively, during the period from today to the end of December 2012. For the 20th fiscal period, INV will partially repay the principal (JPY 56 million) of the term loan (Shinsei Trust B), and partially repay the principal (JPY 75 million) of the term loan (Syndicated Loan B), respectively.
Operating revenues	INV assumes it will generate JPY 2,456 million in operating revenues for the 19th fiscal period and JPY 2,761 million for the 20th fiscal period. The breakdown is as follows: ・Rental revenues: 19th fiscal period: JPY 2,456 million 20th fiscal period: JPY 2,761 million Rental revenues are calculated based on historical data and taking into account tenant trends, property competitiveness, market environment and other factors. In addition, INV assumes there are no delinquencies or non-payment of rent by tenants.

Operating expenses	INV assumes it will incur JPY 1,193 million in property related expenses for the 19th fiscal period and JPY 1,344 million for the 20th fiscal period. The breakdown is as follows: [19th fiscal period] ・Facility management fees JPY 418million (of these, JPY 57 million are repair costs) ・Taxes and other public charges JPY 146million ・Insurance expenses JPY 4million ・Other expenses JPY 136million ・Depreciation expenses JPY 486million [20th fiscal period] ・Facility management fees JPY 459million (of these, JPY 50 million are repair costs) ・Taxes and other public charges JPY 173million ・Insurance expenses JPY 5million ・Other expenses JPY 163million ・Depreciation expenses 543million Other than depreciation expenses, the property related expenses are calculated based on historical data and reflect elements that may cause fluctuations. With regard to the assessed and decided amount of real property tax, city planning tax, depreciable property tax, etc. applicable to assets under management, INV records as expenses the tax amount that it expects to pay during the fiscal periods. Concerning assets newly acquired during the 19th fiscal period, the tax amount is calculated on a pro-rata basis with the prior titleholder, and this adjusted amount is reimbursed at the time of acquisition. INV, however, capitalizes an amount equivalent to the adjusted amount reimbursed as part of the acquisition cost, and thus does not record the amount as expenses. For repair costs, forecasted amounts are recorded based on the repair plan of the Asset Manager, but they may largely vary depending on changes of conditions and other factors. Capital expenditures are estimated to be JPY 166 million for the 19th fiscal period and JPY 194 million for the 20th fiscal period. Out of operating expenses, asset management fees are estimated to be JPY 133 million for the 19th fiscal period and JPY 125 million for the 20th period. Operating expenses other than the property related expenses and asset management fees are estimated to be JPY 130 million for the 19th fiscal period and JPY 114 million for the 20th fiscal period.

Non-operating expenses	INV assumes it will incur JPY 982 million in non-operating expenses for the 19th fiscal period and JPY 900 million for the 20th fiscal period. The breakdown is as follows: [19th fiscal period] ・Interest expense JPY 764 million ・Finance related costs JPY 216 million ・Other non-operating expenses JPY 1 million JPY 982 million [20th fiscal period] ・Interest expense JPY 802 million ・Finance related costs JPY 97 million ・Other non-operating expenses JPY 1 million JPY 900 million For the 19th fiscal period, it is assumed that INV will procure funds through a new loan (JPY 9,960 million) and refinance existing borrowings (the amount to be increased upon refinance: JPY 2,550 million) on September 28, 2012. For details, please refer to the press release titled " Notice concerning Debt Financing, Repayment of Borrowings, and Fund Procurement through Debt Financing Backed by Trust Assets" dated today.
Distribution per unit	The distribution per unit is calculated in accordance with the cash distribution policy set forth in INV's Articles of Incorporation. INV assumes that, for the 19th fiscal period, JPY 14 million (JPY 11 per unit) will be distributed out of the net income for the same period and, for the 20th fiscal period, JPY 269 million (JPY 200 per unit) will be distributed out of the net income for the same period. The distribution per unit may vary due to various factors, such as fluctuations in rental revenues due to changes in the portfolio composition, changes in the tenant composition, etc. and incurrence of unexpected repairs.
Exceeding profit distribution per unit	INV currently does not expect to make distributions exceeding profits (exceeding profit distribution per unit).
Other	INV assumes there will be no amendments to laws and ordinances, the taxation system, accounting standards and other regulations that will affect the foregoing forecasts. In addition, INV assumes there will be no unforeseen material changes in the market environment, including general economic trends and real estate market conditions.