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September 13, 2011

**Ichigo Group Holdings Co., Ltd. (JASDAQ, 2337)**

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**Merger of Consolidated REIT Asset Manager Subsidiaries**

Ichigo Group Holdings Co., Ltd. (“Ichigo”) hereby announces the scheduled merger of its 100% owned subsidiaries, Ichigo REIT Management Co., Ltd. (“IRM”) and Fund Creation REIT Advisers Co., Ltd. (“FCRA”) on November 1, 2011.

**1. Purpose of the Merger**

As announced in “Acquisition of Fund Creation REIT Advisers Co., Ltd.” dated August 8, 2011, Ichigo acquired on August 15, 2011 all shares of FCRA, the asset manager of FC Residential Investment Corporation (“FCR”). FCR entrusts its asset management operations to FCRA and on November 1, 2011 is scheduled to be merged with Ichigo Real Estate Investment Corporation (“Ichigo REIT”), which entrusts its asset management operations to IRM.

This merger between the two consolidated REIT asset manager subsidiaries is to be implemented along with the merger between FCR and Ichigo REIT, with IRM to be the surviving corporation due to its platform offering more capability to manage larger asset sizes going forward. Post-merger, IRM will manage the assets for the newly merged REIT.

**2. Merger Overview**

**(1) Schedule**

Board of Directors approval of the	
merger agreement (IRM and FCRA):	September 13, 2011
Execution date of the merger agreement:	September 13, 2011
Effective date of merger:	November 1, 2011

## (2) Merger Method

The merger will be an absorption-type merger whereby IRM will be the surviving corporation and FCRA will be dissolved.

## (3) Payment and Merger Consideration

There will be no payment or merger consideration, because both companies are 100% subsidiaries of Ichigo Group Holdings Co., Ltd.

## 3. Overview of the Corporations

	Surviving Corporation	Absorbed Corporation
Company Name	Ichigo REIT Management Co., Ltd.	Fund Creation REIT Advisers Co., Ltd.
Address	1-1-1 Uchiwaisai-cho, Chiyoda-ku, Tokyo	6th Floor, Roppongi Hills Keyakizaka Terrace 6-15-1 Roppongi, Minato-ku, Tokyo
Representative	Wataru Orii President & Representative Director	Masaya Hiruta President & Representative Director
Business	J-REIT asset management	J-REIT asset management
Paid-in Capital	400 million yen	200 million yen
Date of Incorporation	December 15, 2004	February 27, 2004
Shares Outstanding	8,000 shares	4,000 shares
Fiscal Year-End	February	March
Shareholder	Ichigo Group Holdings Co., Ltd. 100%	Ichigo Group Holdings Co., Ltd. 100%
Relationship between IRM and FCRA	Both corporations are 100% subsidiaries of Ichigo.	

#### 4. Financial Overview for the Most Recent Three Fiscal Periods

(Million yen)

	Ichigo REIT Management Co., Ltd. (Surviving corporation)			Fund Creation REIT Advisers Co., Ltd. (Absorbed corporation)		
Fiscal Year Ending	March 2009	March 2010	February 2009	March 2009	March 2010	March 2011
Revenues	895	756	659	196	137	112
Operating profit	399	354	330	74	26	-14
Recurring profit	423	363	341	85	30	-11
Net profit	151	211	177	15	21	-19
Net Profit per Share (yen)	18,898	26,380	22,132	3,904	5,329	-4,864
Dividends per Share (yen)	-	-	-	-	-	-
Total Assets	1,224	1,343	1,472	245	289	267
Net Assets	973	1,184	1,361	233	265	250
Net Assets per Share (yen)	121,724	148,105	170,237	58,377	66,302	62,624

#### 5. Overview of Post-Merger Corporation

	Surviving Corporation
Company Name	Ichigo REIT Management Co., Ltd.
Address	1-1-1 Uchiwaisai-cho, Chiyoda-ku, Tokyo
Representative	Wataru Orii, President & Representative Director
Business	J-REIT asset management
Paid-in Capital	400 million yen
Fiscal Year-End	February

#### 6. Earnings Forecast

As this is a merger between consolidated subsidiaries, this is expected to have minimal impact on Ichigo's consolidated earnings for this fiscal year.