

June 19, 2014

To whom it may concern:

Company: Mitsui Fudosan Co., Ltd  
Representative: Masanobu Komoda  
(President & Chief Executive Officer)  
Securities Code: 8801 (First Section, TSE)  
Contact: Makoto Tokuda,  
General Manager of Corporate  
Communications Department (Tel: +81-3-3246-3155)

**Notice regarding Determination of Number of New Shares to Be Issued**

Mitsui Fudosan Co., Ltd. (the “Company”) hereby announces that the number of new shares to be issued, as a result of the exercise of the option to purchase additionally issued shares granted to the international managers in the international offering, has been determined, in relation to the issuance of new shares which was resolved at a meeting of the board of directors of the Company held on May 27, 2014, as set forth below.

Number of shares to be issued as a result of the exercise of the option granted to the international managers:

4,300,000 shares

Reference

1. Class and Number of Shares to be Offered through Issuance of New Shares by way of Public Offering

100,000,000 shares of common stock of the Company, which is the aggregate of (1) through (3) below.

- (1) 67,000,000 shares of common stock of the Company to be underwritten and purchased by the Japanese underwriters in the Japanese public offering
- (2) 28,700,000 shares of common stock of the Company to be underwritten and purchased by the international managers in the international offering
- (3) 4,300,000 new shares of common stock of the Company to be issued as a result of the exercise of the option to purchase additionally issued shares granted to the international managers in connection with the international offering

2. Changes in the Total Number of Issued Shares as the Result of the Public Offerings

Total number of issued shares at present:

881,424,727 shares

Note: This document does not constitute a part of any offer for the sale of any securities. This document is a press release provided for the sole purpose of publicly announcing matters relating to the issuance of the new shares and the secondary offering of shares of the Company and not for the purpose of soliciting investment or engaging in any other similar activities within or outside Japan. Investors should carefully review the prospectus regarding the issuance of the new shares and the secondary offering of the shares of the Company as well as the supplements or amendments thereto (if any) prepared by the Company prior to making any investment decisions. In addition, this announcement does not constitute an offer for the sale or purchase of securities in the United States. 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”), and may not be offered or sold in the United States without registration or exemption from such registration requirement under the Securities Act. If any public offering of securities is made in the United States, the prospectus may be obtained from the Company or sellers and will contain detailed information about the Company and its management as well as financial statements; however, the Company does not intend to conduct a public offering in the United States in connection with this matter.

Increase in number of shares as the result of the public offering: 100,000,000 shares

Total number of issued shares after the public offering: 981,424,727 shares

In addition to the above, up to 10,000,000 shares of common stock of the Company may be additionally issued on July 22, 2014 by way of third-party allotment (the “Capital Increase by way of Third-Party Allotment”) to the representative of the Japanese underwriters in connection with the secondary offering to cover the Over-Allotments.

### 3. Use of Proceeds

Proceeds from the Japanese public offering, the international offering and the Capital Increase by way of Third-Party Allotment estimated to be up to JPY 328,978,600,000 are planned to be used to pay a part of the amount of JPY 376,063 million of the capital investment plan for the fiscal year ending March 2015, which includes investments related to mixed-use development including office buildings and retail facilities such as Nihonbashi/Yaesu area, Hibiya area and Iidabashi Grand Bloom, retail facilities across Japan including LaLaport Fujimi (tentative name), as well as logistics facilities, rental condominiums, hotels and resorts in Japan by March 31, 2015.

Please refer to “Notice regarding Issuance of New Shares and Secondary Offering of Shares”, which was published on May 27, 2014, for further details.

End.

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