

FOR IMMEDIATE RELEASE



**BTB REAL ESTATE INVESTMENT TRUST ANNOUNCES CLOSING
OF \$23,000,000 ISSUE OF CONVERTIBLE DEBENTURES TO REPAY ALL
OF THE SERIES A DEBENTURES**

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Montreal, Québec (July 13, 2011): BTB Real Estate Investment Trust (TSX-V: BTB.UN) ("**BTB**") is pleased to announce today that it has closed its previously announced public offering of \$23,000,000 aggregate principal amount of Series D 7.25% Convertible Unsecured Subordinated Debentures (the "**Debentures**"), including the underwriters' over-allotment option in respect of the Debentures which was fully exercised. The Debentures were sold to a syndicate of underwriters led by National Bank Financial Inc. and including Canaccord Genuity Corp., Dundee Securities Ltd., GMP Securities L.P. and HSBC Securities (Canada) Inc. for total net proceeds to BTB of approximately \$21,450,000, after deducting the underwriters' fee and the estimated expenses of the offering. Approximately \$12,883,000 of the net proceeds from the sale of the Debentures will be used to repay all of the Series A Debentures due October 2011 and the balance will be used to fund future property acquisitions by subsidiaries of BTB or added to the working capital of BTB. The Debentures have been offered in all provinces of Canada by way of a short-form prospectus.

The Debentures will be traded on the TSX Venture Exchange under the symbol BTB.DB.D.

The Debentures and the underlying units have not been and will not be registered under the United States Securities Act of 1933 and accordingly will not be offered, sold or delivered, directly or indirectly within the United States, its possessions and other areas subject to its jurisdiction or to, or for the account or for the benefit of a U.S. person, except pursuant to applicable exemptions from the registration requirements.

About BTB

BTB is a growth-oriented real estate investment trust listed on the TSX Venture Exchange. Its objective is to provide unitholders with stable cash distributions from investments in a quality portfolio of long-term leased office, industrial, commercial and retail properties predominantly located in the province of Québec. BTB is led by an experienced management team with in-depth experience in the real estate industry and a Board of Trustees focused on governance and sound business practices.

Forward-Looking Statements

This press release may contain forward-looking statements with respect to BTB. These statements generally can be identified by use of forward looking words such as "may", "will", "expect", "estimate", "anticipate", "intends", "believe" or "continue" or the negative thereof or similar variations. The actual results and performance of BTB could differ materially from those

expressed or implied by such statements. Such statements are qualified in their entirety by the inherent risks and uncertainties surrounding future expectations. Some important factors that could cause actual results to differ materially from expectations include, among other things, general economic and market factors, competition, changes in government regulation and the factors described from time to time in the documents filed by BTB with the securities regulators in Canada. The cautionary statements qualify all forward-looking statements attributable to BTB and persons acting on their behalf. Unless otherwise stated or required by applicable law, all forward-looking statements speak only as of the date of this press release.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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