

FOR IMMEDIATE RELEASE



BTB REAL ESTATE INVESTMENT TRUST ANNOUNCES CLOSING OF OVER-ALLOTMENT OPTION ON BOUGHT DEAL

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Montreal, Québec (February 28, 2013): BTB Real Estate Investment Trust (TSX: BTB.UN) ("**BTB**") is pleased to announce today that it has closed the over-allotment option from its previously announced \$20,000,000 aggregate principal amount of Series E 6.90% Convertible Unsecured Subordinated Debentures (the "**Debentures**") bought deal financing, which closed on February 20, 2013. The syndicate of underwriters led by National Bank Financial Inc. and including Dundee Securities Ltd., Canaccord Genuity Corp., GMP Securities L.P., TD Securities Inc., Desjardins Securities Inc. and HSBC Securities (Canada) Inc. exercised the over-allotment option and purchased \$3,000,000 aggregate principal amount of Debentures for total net proceeds of \$2,880,000, after deduction of the underwriters' fee. The exercise of the over-allotment option brings the aggregate gross proceeds of the offering to \$23 million. Approximately \$13,020,000 of the net proceeds from the sale of the Debentures will be used to repay all of the Series B Debentures due in March 2013, the balance will be used to pay down a portion of the acquisition credit facility, to fund future property acquisitions by subsidiaries of BTB or will be 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 are trading on the Toronto Stock Exchange under the symbol BTB.DB.E.

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 real estate investment trust listed on the Toronto Stock Exchange. BTB is an important owner of properties in eastern Canada. BTB owns 66 commercial, office and industrial properties for a total of more than 4.3 million square feet. BTB's asset value is in excess of \$500M. The objectives of BTB are: (i) to grow its revenues from its assets to increase distributable income and therefore increase fund distributions; (ii) to maximize the value of its assets through dynamic management of its properties in order to sustain the long-term value of its units; and (iii) to generate cash distributions that are fiscally beneficial to unitholders.

BTB offers a distribution reinvestment plan to unitholders whereby the participants may elect to have their monthly cash distribution reinvested in additional units of BTB.

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.

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