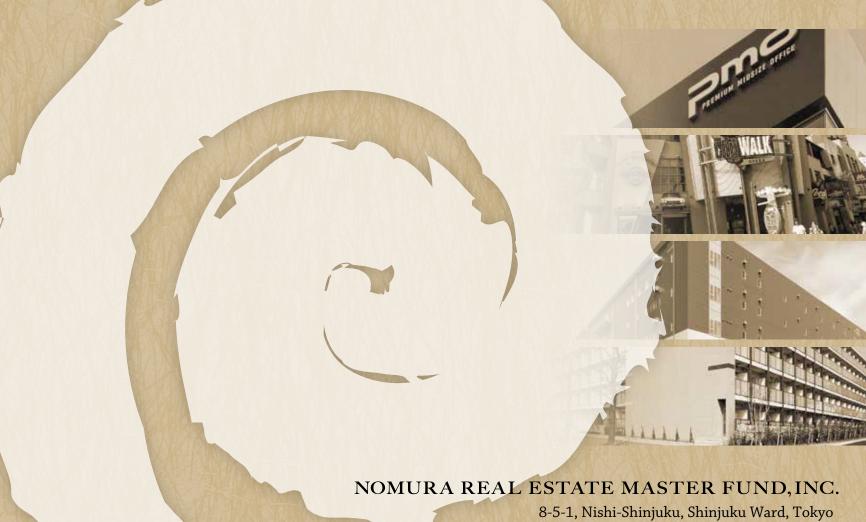




F U N D



October 1, 2015 to February 29, 2016



## Leadership Perspectives

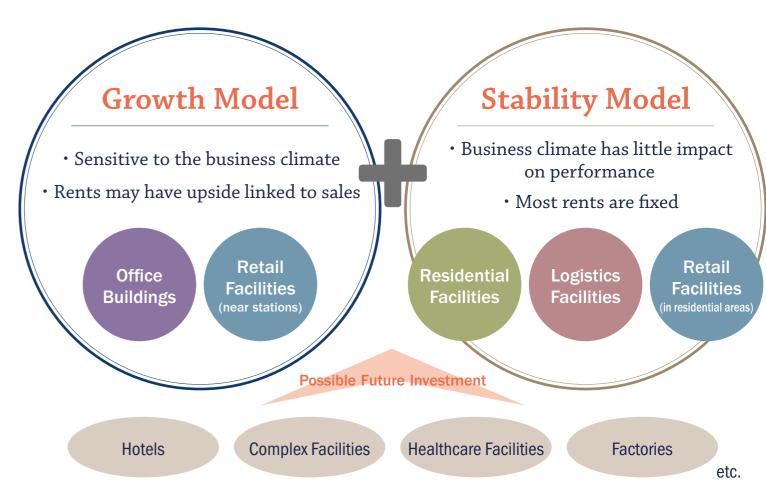
Nomura Real Estate Master Fund, Inc. (NMF) is committed to constructing a portfolio that provides stable income over the medium to long term and stable growth by investing in diversified sectors.

NMF will deliver this performance through the backing of Japan's leading diversified real estate group – the Nomura Real Estate Group – and its expansive support from development to leasing throughout the real estate spectrum.

The ultimate aim of NMF is to continuously increase unitholder value through accretive property acquisitions and distinct value-add strategies.



any specific products. Investors wishing to purchase the investment units of Nomura Real Estate Master Fund, Inc. (NMF) should contact their own securities brokers or dealers. A fee may be charged by your financial instruments business operator in relation to the sale or purchase of investment units. For management fees that NMF pays to Nomura Real Estate Asset Management Co.. Ltd. (NREAM), please refer to the terms and conditions of NMF, asset management reports, etc. The forward-looking statements with respect to the future financial results contained in this document are based on the current facts about the investment policy of NMF, applicable laws and regulations, the market environment, business practice, etc., as of the preparation date of this document and do not reflect or consider any changes in the circumstances after the preparation date. These forward-looking statements inherently reflect uncertainty about known risks as well as unknown risks and other factors and may deviate from the actual operating and management results, financial conditions, etc., of NMF. Investment in real estate investment securities may result in a loss due to a decline in the transaction price caused by, for example, changes in the price or the revenue-generating capability of the underlying properties or deterioration of the financial conditions of the issuer. Although the information contained in this document is intended to be complete and thorough, there is no assurance of its accuracy and reliability. Please note that the contents of this document are subject to change or deletion without prior notice. The duplication, reproduction, distribution or use of any information, in whole or in part. contained in this document without the express prior written consent of NMF is strictly prohibited.



#### First Fiscal Period Financial Overview

| Cash Distribution p           |                  | erating Revenues                 | Operatir <b>6,483</b>            | _                       |
|-------------------------------|------------------|----------------------------------|----------------------------------|-------------------------|
| Rental Profit 11,546 mi       |                  | Ordinary Income  050 million yen | Net In <b>4,048</b>              |                         |
| Interest-bearing debt 403,164 | 0I<br><b>237</b> | LTV<br>43.4 %                    | Total assets 792,658 million yen | Occupancy <b>98.9</b> % |

million yen

(261 properties)

#### **Contents**

million yen

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## Leadership Message



## **Newer and Larger**

We hope that you, our unitholders, are doing well and have met with prosperity.

Nomura Real Estate Master Fund, Inc. (NMF) was established on October 1, 2015 by consolidating the former Nomura Real Estate Master Fund, Inc., Nomura Real Estate Office Fund, Inc. and Nomura Real Estate Residential Fund, Inc. NMF listed the following day on the Tokyo Stock Exchange REIT Market.

The basic policy of NMF is to achieve both stability and growth over the medium to long term. NMF will invest in a broad range of targets without limiting itself and specifically focus on offices, retail facilities, logistics facilities and residential facilities.

NMF will also apply the collective skills of the Nomura Real Estate Group in particular with its asset management company, Nomura Real Estate Asset management Co., Ltd. (NREAM), to source, develop and manage the properties as it generates revenues so that the aggregate value of the portfolio can increase over time.

We thank you in advance for your continuing support of the newer and larger Nomura Real Estate Master Fund.

Joined Nomura Real Estate Development Co., Ltd. in April 1981. Between April 2001 and March 2011, he served as general manager consecutively for the Planning Section of the Residential Company, General Affairs Department and concurrently for the General Affairs Department and General Affairs Trial Department. He became Executive Officer of Nomura Living Support Co., Ltd. in April 2011 and also served as Director from April 2012. He currently serves as a Managing Director of Nomura Real Estate Reform Co., Ltd. and assumed the post of Executive Director of NMF as of October 1, 2015.

# Foundation for Stability and Growth

It is good to have completed a strong First Fiscal Period under the "new and improved" NMF.

When we launched the new diversified and large J-REIT, business clients provided a variety of issues including the risk of large tenants moving out and having a large impact on our bottom line, an overheated market limiting external growth opportunities and limited opportunities for rental upside. There was intense competition to buy in the market and a polarization of J-REITs into large and small. Additionally the government had created more assets in which we can invest and the tax reform in 2015 allowed us to avoid taxation due to goodwill by making cash distributions in excess of profits.

This broad climate placed us on a road to quick growth and a size of 792,658 million yen on an acquisition price basis in assets under management. We constructed a strategy that reinforced our standing by adopting a diversified REIT strategy, building a large J-REIT for stability and growth and fully applying the strengths of the Nomura Real Estate Group.

The impact has been greater portfolio size and quality, stronger financial soundness and a distinct new strategy broadly supported by the Nomura Real Estate Group. Not only has NMF diversified, become one of the largest REITs in Japan and gained the support of a major diversified real estate group, it has done so in an accretive manner and without sacrificing quality. The assets under management remain strong and the pipeline of the various series that the Nomura Real Estate Group specializes in remains expansive.

NMF will continue to apply the Leasing Value Chain to source, develop and manage assets and is pleased to announce a distribution per unit of 2,219 yen this First Fiscal Period. We are embarking towards a portfolio of 1 trillion yen, confident that our REIT will continue to be a leader among J-REITs.

We ask for your continued support.



Joined Nomura Securities Co., Ltd. in 1980. After being engaged in services for institutional investors and financial companies, he held such prominent positions as Executive Officer of Nomura Asset Management Co., Ltd. as well as Chairman of Nomura Asset Management Singapore Limited and Nomura Asset Management Hong Kong Limited. After assuming the post of Managing Executive Officer of Nomura Asset Management Co., Ltd. and being in charge of client services and services for global institutional clients, he was appointed to his current position of President and Chief Executive Officer of NREAM in April 2015 and also assumed the post of Executive Officer of Nomura Real Estate Holdings, Inc. in April 2016.

As iterated before sponsor support is both critical to and the reason for the success of NMF. The ability to comprehensively provide market-recognized services from development to leasing places NMF into a select group of JREITs. The Leasing Business Value Chain, market-leading brands developed by Nomura Real Estate Group and the dependable pipeline of strong product are evidence that NMF will continue to perform into the future.

## Leasing Business Value Chain of the Nomura Real Estate Group

NMF applies the Leasing Business Value Chain it has constructed with the Nomura Real Estate Group to assist in gaining property information, increasing brand value of the portfolio and raising the general value of assets.



### **Brands of the Nomura Real Estate Group**

The Nomura Real Estate Group has developed a series of brands that have become market leaders in their respective sectors.



A new category of office building provided by Nomura Real Estate Group that delivers midsize offices with large office services to the market.



Restaurant buildings developed in urban settings by Nomura Real Estate Group that propose new lifestyles to the market population via a diverse variety of restaurants.



Logistic centers that are cutting edge with a high degree of functionality and that meet the changing logistics environment of recent years and changing tenant needs through a design that pursues optimization and



This series of rental apartments applies the know-how and information gained with the construction of the successful PROUD for-sale residential series.

## **Representative Examples of Future Pipeline**





## **Retail Facilities**







**Logistics Facilities** 

PMO Nihonbashi Mitsukoshimae PJ

Hirakawacho, Chiyoda Ward, Tokyo Nihonbashihoncho, Chuo Ward, Tokyo January 2016 May 2017 (scheduled)



**GEMS Daimon** 

Shiba-Daimon, Minato Ward, Tokyo February 2016



**GEMS Ebisu PJ** 

Ebisu, Shibuya Ward, Tokyo August 2017 (scheduled)

#### Residential Facilities





Landport Kashiwa Shonan I

Landport

Kashiwa City, Chiba February 2016



Landport Iwatsuki PJ

Saitama City, Saitama

May 2016 (scheduled)



PROUD FLAT Sangen Jaya II

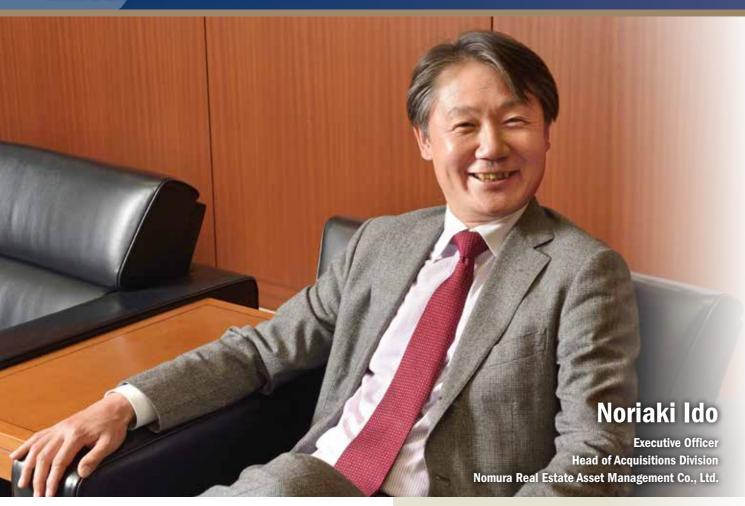
Setagaya Ward, Tokyo January 2014



PROUD FLAT Omori III

Shinagawa Ward, Tokyo November 2014

## **External Growth**





Has there been a change in strategy with the merger of the three REITs into one diversified REIT?

Well, yes, we are no longer focused just on retail and logistics. We are employing a true diversified strategy where we invest in the four principal sectors of office, retail, residential and logistics facilities. We will also be considering investment in hotels, healthcare facilities, factories and complex developments.

However, our strategy continues to be growth with stability. We see growth potential in rents and pricing for offices and station front retail, while we see stability in residential, logistics and retail providing daily necessities.



## How do you define stable and growth assets?

Stable assets are not impacted by the economy very much and often consist of assets leased on fixed rents. On the other hand, growth assets are sensitive to the economic environment but sometimes have rents that are tied to market sales.

Joined Nomura Real Estate Development in 1992. Worked in development and operational management of office buildings for 8 years. After working in the acquisition, retail facility, office and investment discretion businesses within the asset management section, he was appointed as Managing Director in 2013 and his current position in 2014.

## Do you see growth as a difficult prospect?

No, the true strength of the Nomura Real Estate Group will be demonstrated by our J-REIT. Our actual acquisitions are proof of this. We acquired a total of seven properties, four properties in the First Fiscal Period and three properties at the beginning of the Second Fiscal Period, which stretch across three asset classes. They were accretive acquisitions raising our distributions per unit by about 50 yen and totaled 23.11 billion yen. We have also acquired three office buildings in the second period. Clearly, the diversified strategy is an even greater opportunity for NMF to grow and reach our mediumterm goal of 1 trillion yen or more in assets under management.

### NMF Acquired Four Assets in the First Fiscal Period

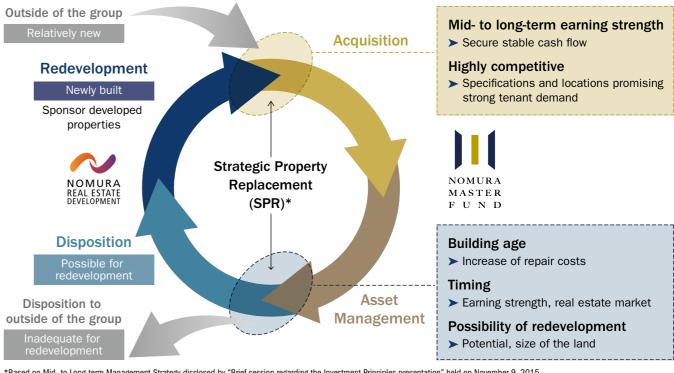
Proof of the excellence of the Nomura Real Estate Group prowess by acquiring four properties that are all around two years old or less and in excellent locations.

| Name                    | PROUD FLAT<br>Hatchobori | PROUD FLAT<br>Itabashi<br>Honcho | NRE Kichijoji<br>Building | GEMS<br>Ichigaya  | PMO<br>Tamachi           | PMO<br>Ginza<br>Hatchome | PMO<br>Shibakoen  |
|-------------------------|--------------------------|----------------------------------|---------------------------|-------------------|--------------------------|--------------------------|-------------------|
| Use                     | Residentia               | al Facilities                    | Retail F                  | acilities         |                          | Office Buildings         | 3                 |
| Photo                   |                          |                                  |                           |                   |                          |                          |                   |
| Acquisition<br>Price    | 920<br>million yen       | <b>720</b> million yen           | <b>5,310</b> million yen  | 2,080 million yen | <b>6,210</b> million yen | <b>3,970</b> million yen | 3,900 million yen |
| Appraised<br>NOI (Note) | 4.6%                     | 4.9%                             | 4.4%                      | 4.2%              | 4.1%                     | 4.0%                     | 4.2%              |
| Nearest<br>Station      | Hatchobori<br>Station    | Itabashi Honcho<br>Station       | Kichijoji Station         | Ichigaya Station  | Mita Station             | Shiodome Station         | Onarimon Station  |
| Completion              | May 2014                 | July 2014                        | July 2014                 | October 2014      | February 2014            | April 2014               | July 2014         |

Note: Appraisal NOI yield is based on annual NOI described in appraisal reports as of May 1, 2015.

### **Construction of Sustainable Portfolio**

Aiming for construction of sustainable portfolio utilizing the strength of having a general developer as a sponsor and making quality and performance highly stable through the asset replacement cycle.



<sup>\*</sup>Based on Mid- to Long-term Management Strategy disclosed by "Brief session regarding the Investment Principles presentation" held on November 9, 2015

## **Internal Growth**





What is special about the Leasing Value Chain of the Nomura Real Estate Group?

The strengths of the Nomura Real Estate Group are demonstrated from development to leasing and management. The Nomura Real Estate Group has been especially successful at developing broadly recognized brands: PMO in the office sector, PROUD FLAT in the residential sector, Landport in the logistics sector and GEMS in the urban entertainment/retail sector.



Are there additional strengths of the Nomura Real Estate Group?

The Nomura Real Estate Group has teams and companies covering the respective stages of real estate investment and development. Therefore, we are good not only at sourcing both finished and development products, but these strengths combined with the brand strengths also enable the soliciting of a wide spectrum of potential

Joined Nomura Real Estate Development in 1991. After gaining experience in a broad range of real estate investment fields at the Council for Real Estate Syndication (current ARES), Mitsubishi UFJ Trust and Banking, etc., he assumed the post of General Manager of the Corporate Planning Department at NREAM in 2012. After serving as the Executive Officer, he was appointed to his current position in April 2016.

tenants, and finally there are management teams that deliver a product to market that satisfies both tenants and customers.



Is there any evidence that illustrates the strength of these teams, the Leasing Value Chain and the Nomura Real Estate Group?

Of course, during the First Fiscal Period of NMF and early in the Second Fiscal Period, we acquired seven properties in three sectors that are all around two years old or less, added over 23 billion yen to our assets under management and expect to add 50 yen to our cash distributions per unit – thus compensating our unitholders for their belief in us.

## Mid- to Long-term Management Strategy

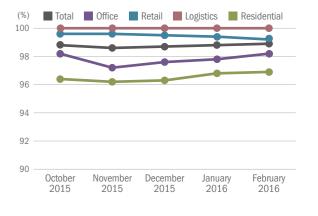
NMF established the Mid-to Long-term Management Strategy when starting operation of the new REIT with an eye on 10 years into the future under the basic policy of pursuing stable management over the medium to long term.



## Occupancy: Strong in All Classes

Despite the high occupancy of our portfolio, NMF is committed to raising the occupancy level without sacrificing income.

Internal growth is also achieved through measures utilizing the enhanced portfolio stability and risk tolerance to maintain and improve rents as well as raise occupancy. These include the enhancement of the portfolio through active replacement, allocation of funds for effective repairs and reform, and pursing the most efficient and optimal use of properties. Proactive measures of NMF include the following.



## Ensuring Greater Stability through Sound



Joined Nomura Real Estate Development in 1993. After working in accounting for 20 years, he joined NREAM in 2013. After gaining experience in marketing and fund management, he was appointed to his current position in April 2016.

What impact are you striving for from the get large and diversify strategy?

We remain conservative in our financial strategy. We believe that our size and further diversification will help us achieve even more advantageous financial terms in our financing. My objective is to make sure this belief turns into reality.

 $Q_2$ 

How are you delivering stability to the financial aspect of the portfolio?

As of February 2016 our long-term borrowings outnumber short-term borrowings 361,565 million yen to 9,100 million yen and our average duration of interest-bearing debt is 4.0 years. Our goal is to further diversify repayments of debts so they are spread out evenly and place no undue burden at a single time.



How do you rate your performance thus far?

Our team has worked hard to date and is delivering in the Nomura manner. We also enjoy an AA long-term issuer rating with Japan Credit Rating Agency and an A corporate credit rating with Standard & Poor's.

## **Status of Interest-bearing Debt**

Total amount of interest-bearing debt

403.1 billion yen

1.09%

Average interest rate

84.1%

Long-term debt ratio

Ratio of fixed interest rate

91.4%

Average remaining years to maturity

4.0 years

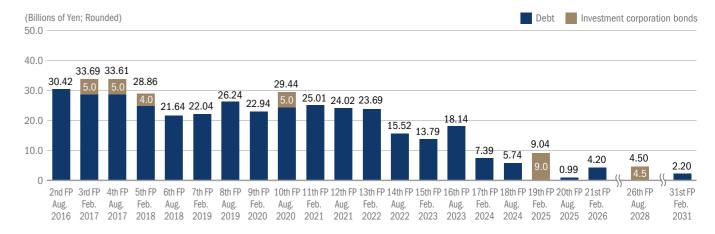
43.4%

LTV (ratio of interest-bearing liabilities to total assets)

### **Bank Formation**

| Financial Institution                        | (Billions of Yen) | Share | Financial Institution                        | (Billions of Yen) | Share  |
|--|-------------------|-------|--|-------------------|--------|
| The Bank of Tokyo-Mitsubishi UFJ, Ltd.       | 63.0              | 15.6% | The Keiyo Bank, Ltd.                         | 1.7               | 0.4%   |
| Sumitomo Mitsui Banking Corporation          | 61.5              | 15.3% | The Dai-ichi Life Insurance Company, Limited | 6.3               | 1.6%   |
| Mizuho Bank, Ltd.                            | 33.2              | 8.2%  | Taiyo Life Insurance Company                 | 6.5               | 1.6%   |
| Mitsubishi UFJ Trust and Banking Corporation | 37.4              | 9.3%  | Daido Life Insurance Company                 | 3.1               | 0.8%   |
| Sumitomo Mitsui Trust Bank, Limited          | 30.3              | 7.5%  | Mitsui Life Insurance Company Limited        | 1.0               | 0.2%   |
| The Norinchukin Bank                         | 12.6              | 3.1%  | Mitsui Sumitomo Insurance Company, Limited   | 3.7               | 0.9%   |
| Development Bank of Japan Inc.               | 31.0              | 7.7%  | The Chugoku Bank, Limited                    | 4.5               | 1.1%   |
| Mizuho Trust & Banking Co., Ltd.             | 13.0              | 3.2%  | Aozora Bank, Ltd.                            | 2.5               | 0.6%   |
| The Bank of Fukuoka                          | 7.5               | 1.9%  | Sompo Japan Nipponkoa Insurance Inc.         | 1.0               | 0.2%   |
| Resona Bank, Ltd.                            | 8.2               | 2.0%  | Sumitomo Life Insurance Company              | 5.5               | 1.4%   |
| Nippon Life Insurance Company                | 4.0               | 1.0%  | The Hyakujushi Bank, Ltd.                    | 2.0               | 0.5%   |
| The Nomura Trust and Banking Co., Ltd.       | 8.2               | 2.0%  | The 77 Bank, Ltd.                            | 2.0               | 0.5%   |
| The Chiba Bank, Ltd.                         | 2.5               | 0.6%  | Shinkin Central Bank                         | 5.2               | 1.3%   |
| The Iyo Bank, Ltd.                           | 5.0               | 1.2%  | The Nishi-Nippon City Bank, Ltd.             | 2.7               | 0.7%   |
| The Hachijuni Bank, Ltd.                     | 2.5               | 0.6%  | The Bank of Yokohama, Ltd.                   | 0.5               | 0.1%   |
| The Hiroshima Bank, Ltd.                     | 1.0               | 0.2%  | The Tokyo Tomin Bank, Limited.               | 1.0               | 0.2%   |
|  |                   |       | Corporate bonds                              | 32.5              | 8.1%   |
|  |                   |       | Total  | 403.1             | 100.0% |

## **Diversification of Repayment Dates**



### **Commitment Lines**

As of March 31, 2016

|                   | Loan Limit (commitment period)  | Participating Financial Institutions   |
|-------------------|---------------------------------|--|
| Commitment Line 1 | 30 billion yen<br>(one year)    | The Bank of Tokyo-Mitsubishi UFJ, Ltd., Sumitomo Mitsui Banking Corporation, Mizuho Bank, Ltd., Mitsubishi UFJ Trust and Banking Corporation and Sumitomo Mitsui Trust Bank, Limited |
| Commitment Line 2 | 10 billion yen<br>(one year)    | The Bank of Tokyo-Mitsubishi UFJ, Ltd., Sumitomo Mitsui Banking Corporation and Mizuho Bank, Ltd.  |
| Commitment Line 3 | 10 billion yen<br>(three years) | The Bank of Tokyo-Mitsubishi UFJ, Ltd. and Sumitomo Mitsui Banking Corporation   |

## **Credit Ratings**

| <b>Rating Company</b> | Japan Credit Rating Agency, Ltd. (JCR) | Rating and Investment Information, Inc. (R&I) | STANDARD & POOR'S RATINGS SERVICES (S&P) |
|-----------------------|--|---|--|
| Rating Target         | Long-term issuer rating                | Issuer Rating                                 | Corporate Credit Rating                  |
| Rating                | AA                                     | A+  | Α  |
| Outlook               | Stable                                 | Stable  | Stable                                   |

## Portfolio Table (as of the end of the 1st Fiscal Period)

| No       | Nome                                     | Location                    | Acquisition                |
|----------|--|-----------------------------|----------------------------|
| No.      | Name                                     | (Ward/City/Gun, Prefecture) | Price<br>(Millions of Yen) |
|          | Office Building                          | S                           |                            |
| Of-T-001 | Shinjuku Nomura Building                 | Shinjuku, Tokyo             | 43,900                     |
| Of-T-002 | NRE Tennozu Building                     | Shinagawa, Tokyo            | 20,500                     |
| Of-T-003 | Kojimachi Millennium Garden              | Chiyoda, Tokyo              | 26,700                     |
| Of-T-004 | NOF Nihonbashi Honcho Building           | Chuo, Tokyo                 | 21,400                     |
| Of-T-005 | Tennozu Park Side Building               | Shinagawa, Tokyo            | 12,700                     |
| Of-T-006 | NOF Shinjuku Minamiguchi Building        | Shibuya, Tokyo              | 10,000                     |
| Of-T-007 | NOF Shibuya Koen-dori Building           | Shibuya, Tokyo              | 10,400                     |
| Of-T-008 | Secom Medical Building                   | Chiyoda, Tokyo              | 11,100                     |
| Of-T-009 | NOF Shiba Building                       | Minato, Tokyo               | 7,040                      |
| Of-T-010 | Nishi-Shinjuku Showa Building            | Shinjuku, Tokyo             | 8,140                      |
| Of-T-011 | NRE Shibuya Dogenzaka Building           | Shibuya, Tokyo              | 5,310                      |
| Of-T-012 | NOF Tameike Building                     | Minato, Tokyo               | 4,810                      |
| 0f-T-013 | Iwamoto-cho Toyo Building                | Chiyoda, Tokyo              | 4,050                      |
| Of-T-014 | NOF Shinagawa Konan Building             | Shinagawa, Tokyo            | 3,460                      |
| Of-T-015 | NOF Surugadai Plaza Building             | Chiyoda, Tokyo              | 4,690                      |
| Of-T-016 | PMO Nihonbashi Honcho                    | Chuo, Tokyo                 | 4,320                      |
| Of-T-017 | PMO Nihonbashi Kayabacho                 | Chuo, Tokyo                 | 5,010                      |
|          | Otemachi Tatemono Gotanda Building       |                             | 4,430                      |
| Of-T-019 | NRE Higashi-nihonbashi Building          | Chuo, Tokyo                 | 3,570                      |
| Of-T-020 | PMO Akihabara                            | Chiyoda, Tokyo              | 4,240                      |
| 0f-T-021 | Hatchobori NF Building                   | Chuo, Tokyo                 | 2,480                      |
| Of-T-022 | NOF Kanda Iwamoto-cho Building           | Chiyoda, Tokyo              | 4,160                      |
| 0f-T-023 | NOF Takanawa Building                    | Shinagawa, Tokyo            | 2,830                      |
| Of-T-024 | PMO Hatchobori                           | Chuo, Tokyo                 | 2,880                      |
| Of-T-025 | NOF Minami Shinjuku Building             | Shibuya, Tokyo              | 2,210                      |
| Of-T-026 | PMO Nihonbashi Odenmacho                 | Chuo, Tokyo                 | 2,210                      |
| 0f-T-027 | Central Shintomicho Building             | Chuo, Tokyo                 | 1,330                      |
| 0f-T-028 | PMO Higashi-nihonbashi                   | Chuo, Tokyo                 | 1,690                      |
| 0f-T-029 | NRE Ueno Building                        | Taito, Tokyo                | 6,470                      |
| Of-T-030 | NOF Technoport Kamata Center<br>Building | Ota, Tokyo                  | 4,780                      |
| 0f-T-031 | NF Hongo Building                        | Bunkyo, Tokyo               | 4,890                      |
|          | Toho Edogawabashi Building               | Bunkyo, Tokyo               | 1,140                      |
| Of-T-033 | Toshin Meguro Building                   | Meguro, Tokyo               | 858                        |
| 0f-T-034 | Crystal Park Building                    | Musashino, Tokyo            | 3,390                      |
| 0f-T-035 | NOF Kichijoji Honcho Building            | Musashino, Tokyo            | 1,780                      |
|          | Faret Tachikawa Center Square            | Tachikawa, Tokyo            | 3,850                      |
| Of-T-037 | NOF Kawasaki Higashiguchi Building       | Kawasaki, Kanagawa          | 7,830                      |
| 0f-T-038 | NOF Yokohama Nishiguchi Building         | Yokohama, Kanagawa          | 5,460                      |
| 0f-T-039 | NOF Shin-Yokohama Building               | Yokohama, Kanagawa          | 2,620                      |
|          | Yokohama Odori Koen Building             | Yokohama, Kanagawa          | 1,810                      |
|          | Sapporo North Plaza                      | Sapporo, Hokkaido           | 6,250                      |
|          | NRE Sapporo Building                     | Sapporo, Hokkaido           | 4,140                      |
|          | JCB Sapporo Higashi Building             | Sapporo, Hokkaido           | 3,270                      |
| Of-S-004 | NOF Sendai Aoba-dori Building            | Sendai, Miyagi              | 2,030                      |
|          | NOF Utsunomiya Building                  | Utsunomiya, Tochigi         | 2,320                      |
|          | NOF Nagoya Fushimi Building              | Nagoya, Aichi               | 2,240                      |
|          | NOF Nagoya Yanagibashi Building          | Nagoya, Aichi               | 2,280                      |
|          | Omron Kyoto Center Building              | Kyoto, Kyoto                | 18,300                     |
|          | SORA Shin-Osaka 21                       | Osaka, Osaka                | 12,100                     |
|          | NRE Osaka Building                       | Osaka, Osaka                | 6,100                      |
|          | NRE Nishi-Umeda Building                 | Osaka, Osaka                | 3,450                      |
|          | NRE Yotsubashi Building                  | Osaka, Osaka                | 4,000                      |
|          | NRE Hiroshima Building                   | Hiroshima, Hiroshima        | 2,280                      |
| Of-S-014 | NOF Hakata Ekimae Building               | Fukuoka, Fukuoka            | 4,210                      |
| Of-S-015 | NOF Tenjin-Minami Building               | Fukuoka, Fukuoka            | 2,230                      |
|          | Subtotal (55 properties)                 |                             | 355,638                    |
|          |  |                             |                            |
|          | Retail Facilitie                         | S                           |                            |

|          | Retail Facilitie         | es                 |        |
|----------|--------------------------|--------------------|--------|
| Rt-T-001 | Morisia Tsudanuma        | Narashino, Chiba   | 16,600 |
| Rt-T-002 | Yokosuka More's City     | Yokosuka, Kanagawa | 13,640 |
| Rt-T-003 | Recipe SHIMOKITA         | Setagaya, Tokyo    | 10,407 |
| Rt-T-004 | Kawasaki More's          | Kawasaki, Kanagawa | 6,080  |
| Rt-T-005 | EQUINIA Shinjuku         | Shinjuku, Tokyo    | 4,260  |
| Rt-T-006 | EQUINIA Ikebukuro        | Toshima, Tokyo     | 3,990  |
| Rt-T-007 | covirna machida          | Machida, Tokyo     | 3,440  |
| Rt-T-008 | Nitori Makuhari          | Chiba, Chiba       | 3,080  |
| Rt-T-009 | Konami Sports Club Fuchu | Fuchu, Tokyo       | 2,730  |
| Rt-T-010 | FESTA SQUARE             | Saitama, Saitama   | 2,600  |
| Rt-T-011 | GEMS Shibuya             | Shibuya, Tokyo     | 2,490  |

| No.      | Name                            | Location<br>(Ward/City/Gun, Prefecture) | Acquisition<br>Price<br>(Millions of Yen) |
|----------|---------------------------------|---|---|
| Rt-T-012 | Sundai Azamino                  | Yokohama, Kanagawa                      | 1,700                                     |
| Rt-T-013 | EQUINIA Aobadai                 | Yokohama, Kanagawa                      | 1,560                                     |
| Rt-T-014 | Megalos Kanagawa                | Yokohama, Kanagawa                      | 1,000                                     |
| Rt-T-015 | Mitsubishi Motors Meguro        | Meguro, Tokyo                           | 2,740                                     |
| Rt-T-016 | Mitsubishi Motors Chofu         | Chofu, Tokyo                            | 1,760                                     |
| Rt-T-017 | Mitsubishi Motors Shibuya       | Shibuya, Tokyo                          | 1,570                                     |
| Rt-T-018 | Mitsubishi Motors Nerima        | Nerima, Tokyo                           | 1,240                                     |
| Rt-T-019 | Mitsubishi Motors Kawasaki      | Kawasaki, Kanagawa                      | 950                                       |
| Rt-T-020 | Mitsubishi Motors Takaido       | Suginami, Tokyo                         | 850                                       |
| Rt-T-021 | Mitsubishi Motors Katsushika    | Katsushika, Tokyo                       | 800                                       |
| Rt-T-022 | Mitsubishi Motors Higashikurume | Higashikurume, Tokyo                    | 800                                       |
| Rt-T-023 | Mitsubishi Motors Setagaya      | Setagaya, Tokyo                         | 770                                       |
| Rt-T-024 | Mitsubishi Motors Suginami      | Suginami, Tokyo                         | 740                                       |
| Rt-T-025 | Mitsubishi Motors Sekimachi     | Nerima, Tokyo                           | 600                                       |
| Rt-T-026 | Mitsubishi Motors Higashiyamato | Higashiyamato, Tokyo                    | 450                                       |
| Rt-T-027 | Mitsubishi Motors Motosumiyoshi | Kawasaki, Kanagawa                      | 370                                       |
| Rt-T-028 | Mitsubishi Motors Kawagoe       | Kawagoe, Saitama                        | 350                                       |
| Rt-T-029 | Mitsubishi Motors Edogawa       | Edogawa, Tokyo                          | 200                                       |
| Rt-T-030 | Mitsubishi Motors Sayama        | Sayama, Saitama                         | 160                                       |
| Rt-T-031 | NRE Kichijoji Building          | Musashino, Tokyo                        | 5,310                                     |
| Rt-T-032 | GEMS Ichigaya                   | Chiyoda, Tokyo                          | 2,080                                     |
| Rt-S-001 | Universal CityWalk Osaka™       | Osaka, Osaka                            | 15,500                                    |
|          | Izumiya Senrioka                | Suita, Osaka                            | 8,930                                     |
| Rt-S-003 | Merad Owada                     | Osaka, Osaka                            | 6,640                                     |
| Rt-S-004 | Izumiya Yao                     | Yao, Osaka                              | 4,406                                     |
|          | Izumiya Obayashi                | Takarazuka, Hyogo                       | 3,020                                     |
|          | Ichibancho stear                | Sendai, Miyagi                          | 4,700                                     |
| Rt-S-007 | EQUINIA Aobadori                | Sendai, Miyagi                          | 1,640                                     |
|          | Subtotal (39 properties)        |   | 140,153                                   |

|          | Logistics Faciliti                        | es                   |         |
|----------|---|----------------------|---------|
| Lg-T-001 | Landport Urayasu                          | Urayasu, Chiba       | 17,400  |
| Lg-T-002 | Landport Itabashi                         | Itabashi, Tokyo      | 15,710  |
| Lg-T-003 | Landport Kawagoe                          | Kawagoe, Saitama     | 13,700  |
| Lg-T-004 | Landport Atsugi                           | Atsugi, Kanagawa     | 11,410  |
| Lg-T-005 | Sagamihara Tana Logistics Center          | Sagamihara, Kanagawa | 10,600  |
| Lg-T-006 | Sagamihara Onodai Logistics Center        | Sagamihara, Kanagawa | 8,700   |
| Lg-T-007 | Landport Hachioji                         | Hachioji, Tokyo      | 8,250   |
| Lg-T-008 | Landport Kasukabe                         | Kasukabe, Saitama    | 7,340   |
| Lg-T-009 | Funabashi Logistics Center                | Funabashi, Chiba     | 4,660   |
| Lg-T-010 | Atsugi Minami Logistics Center B<br>Tower | Atsugi, Kanagawa     | 4,590   |
| Lg-T-011 | Hanyu Logistics Center                    | Hanyu, Saitama       | 3,810   |
| Lg-T-012 | Kawaguchi Logistics Center B Tower        | Kawaguchi, Saitama   | 3,750   |
| Lg-T-013 | Kawaguchi Logistics Center A Tower        | Kawaguchi, Saitama   | 2,830   |
| Lg-T-014 | Atsugi Minami Logistics Center A Tower    | Atsugi, Kanagawa     | 2,690   |
| Lg-T-015 | Kawaguchi Ryoke Logistics Center          | Kawaguchi, Saitama   | 10,790  |
| Lg-S-001 | Ota Nitta Logistics Center                | Ota, Gunma           | 3,430   |
| Lg-S-002 | Ota Higashishinmachi Logistics Center     | Ota, Gunma           | 2,170   |
| Lg-S-003 | Ota Kiyohara Logistics Center             | Ota, Gunma           | 650     |
| Lg-S-004 | Chiyodamachi Logistics Center             | Oura, Gunma          | 330     |
|          | Subtotal (19 properties)                  |                      | 132,810 |
|          |   |                      |         |

| RS-T-001 PROUD FLAT Shirokane Takanawa Minato, Tokyo 3,400 RS-T-002 PROUD FLAT Yoyogi Uehara Shibuya, Tokyo 989 RS-T-003 PROUD FLAT Hatsudai Shibuya, Tokyo 713 RS-T-004 PROUD FLAT Shibuya Sakuragaoka Shibuya, Tokyo 750 RS-T-005 PROUD FLAT Gakugei Daigaku Meguro, Tokyo 746 RS-T-006 PROUD FLAT Meguro Gyoninzaka Meguro, Tokyo 939 RS-T-007 PROUD FLAT Sumida Riverside Chuo, Tokyo 2,280 RS-T-008 PROUD FLAT Kagurazaka Shinjuku, Tokyo 1,590 RS-T-009 PROUD FLAT Kagurazaka Shinjuku, Tokyo 1,110 RS-T-010 PROUD FLAT Shinjuku Kawadacho Shinjuku, Tokyo 947 RS-T-011 PROUD FLAT Sangen Jaya Setagaya, Tokyo 1,190 RS-T-012 PROUD FLAT Kamata Ota, Tokyo 3,320 RS-T-013 PROUD FLAT Kamata II Ota, Tokyo 623 RS-T-014 PROUD FLAT Kiyosumi Shirakawa Koto, Tokyo 928 RS-T-015 PROUD FLAT Monzen Nakacho I Koto, Tokyo 652 RS-T-017 PROUD FLAT Monzen Nakacho I Koto, Tokyo 1,030  | Residential Facil                       | ities           |       |
|---|---|-----------------|-------|
| Rs-T-003 PROUD FLAT Hatsudai Shibuya, Tokyo 713 Rs-T-004 PROUD FLAT Shibuya Sakuragaoka Shibuya, Tokyo 750 Rs-T-005 PROUD FLAT Gakugei Daigaku Meguro, Tokyo 746 Rs-T-006 PROUD FLAT Meguro Gyoninzaka Meguro, Tokyo 939 Rs-T-007 PROUD FLAT Sumida Riverside Chuo, Tokyo 2,280 Rs-T-008 PROUD FLAT Kagurazaka Shinjuku, Tokyo 1,590 Rs-T-009 PROUD FLAT Waseda Shinjuku, Tokyo 1,110 Rs-T-010 PROUD FLAT Shinjuku Kawadacho Shinjuku, Tokyo 947 Rs-T-011 PROUD FLAT Sangen Jaya Setagaya, Tokyo 1,190 Rs-T-012 PROUD FLAT Kamata Uta, Tokyo 1,160 Rs-T-013 PROUD FLAT Kamata Uta, Tokyo 3,320 Rs-T-014 PROUD FLAT Shinotsuka Toshima, Tokyo 623 Rs-T-015 PROUD FLAT Kiyosumi Shirakawa Koto, Tokyo 928 Rs-T-016 PROUD FLAT Monzen Nakacho II Koto, Tokyo 652   | Rs-T-001 PROUD FLAT Shirokane Takanawa  | Minato, Tokyo   | 3,400 |
| Rs-T-004 PROUD FLAT Shibuya Sakuragaoka Shibuya, Tokyo 750 Rs-T-005 PROUD FLAT Gakugei Daigaku Meguro, Tokyo 746 Rs-T-006 PROUD FLAT Meguro Gyoninzaka Meguro, Tokyo 939 Rs-T-007 PROUD FLAT Sumida Riverside Chuo, Tokyo 2,280 Rs-T-008 PROUD FLAT Kagurazaka Shinjuku, Tokyo 1,590 Rs-T-009 PROUD FLAT Waseda Shinjuku, Tokyo 1,110 Rs-T-010 PROUD FLAT Shinjuku Kawadacho Shinjuku, Tokyo 947 Rs-T-011 PROUD FLAT Sangen Jaya Setagaya, Tokyo 1,190 Rs-T-012 PROUD FLAT Kamata Ota, Tokyo 1,160 Rs-T-013 PROUD FLAT Kamata II Ota, Tokyo 3,320 Rs-T-014 PROUD FLAT Shinotsuka Toshima, Tokyo 928 Rs-T-015 PROUD FLAT Kiyosumi Shirakawa Koto, Tokyo 928 Rs-T-016 PROUD FLAT Monzen Nakacho II Koto, Tokyo 652  | Rs-T-002 PROUD FLAT Yoyogi Uehara       | Shibuya, Tokyo  | 989   |
| Rs-T-005         PROUD FLAT Gakugei Daigaku         Meguro, Tokyo         746           Rs-T-006         PROUD FLAT Meguro Gyoninzaka         Meguro, Tokyo         939           Rs-T-007         PROUD FLAT Sumida Riverside         Chuo, Tokyo         2,280           Rs-T-008         PROUD FLAT Kagurazaka         Shinjuku, Tokyo         1,590           Rs-T-009         PROUD FLAT Waseda         Shinjuku, Tokyo         1,110           Rs-T-010         PROUD FLAT Shinjuku Kawadacho         Shinjuku, Tokyo         947           Rs-T-011         PROUD FLAT Sangen Jaya         Setagaya, Tokyo         1,190           Rs-T-012         PROUD FLAT Kamata         Ota, Tokyo         1,160           Rs-T-013         PROUD FLAT Kamata II         Ota, Tokyo         3,320           Rs-T-014         PROUD FLAT Shinotsuka         Toshima, Tokyo         623           Rs-T-015         PROUD FLAT Kiyosumi Shirakawa         Koto, Tokyo         928           Rs-T-016         PROUD FLAT Monzen Nakacho II         Koto, Tokyo         652 | Rs-T-003 PROUD FLAT Hatsudai            | Shibuya, Tokyo  | 713   |
| RS-T-006         PROUD FLAT Meguro Gyoninzaka         Meguro, Tokyo         939           RS-T-007         PROUD FLAT Sumida Riverside         Chuo, Tokyo         2,280           RS-T-008         PROUD FLAT Kagurazaka         Shinjuku, Tokyo         1,590           RS-T-009         PROUD FLAT Waseda         Shinjuku, Tokyo         1,110           RS-T-010         PROUD FLAT Shinjuku Kawadacho         Shinjuku, Tokyo         947           RS-T-011         PROUD FLAT Sangen Jaya         Setagaya, Tokyo         1,190           RS-T-012         PROUD FLAT Kamata         Ota, Tokyo         1,160           RS-T-013         PROUD FLAT Kamata II         Ota, Tokyo         3,320           RS-T-014         PROUD FLAT Shinotsuka         Toshima, Tokyo         623           RS-T-015         PROUD FLAT Kiyosumi Shirakawa         Koto, Tokyo         928           RS-T-016         PROUD FLAT Monzen Nakacho II         Koto, Tokyo         652   | Rs-T-004 PROUD FLAT Shibuya Sakuragaoka | Shibuya, Tokyo  | 750   |
| Rs-T-007         PROUD FLAT Sumida Riverside         Chuo, Tokyo         2,280           Rs-T-008         PROUD FLAT Kagurazaka         Shinjuku, Tokyo         1,590           Rs-T-009         PROUD FLAT Waseda         Shinjuku, Tokyo         1,110           Rs-T-010         PROUD FLAT Shinjuku Kawadacho         Shinjuku, Tokyo         947           Rs-T-011         PROUD FLAT Sangen Jaya         Setagaya, Tokyo         1,190           Rs-T-012         PROUD FLAT Kamata         Ota, Tokyo         1,160           Rs-T-013         PROUD FLAT Kamata II         Ota, Tokyo         3,320           Rs-T-014         PROUD FLAT Shinotsuka         Toshima, Tokyo         623           Rs-T-015         PROUD FLAT Kiyosumi Shirakawa         Koto, Tokyo         928           Rs-T-016         PROUD FLAT Monzen Nakacho II         Koto, Tokyo         652   | Rs-T-005 PROUD FLAT Gakugei Daigaku     | Meguro, Tokyo   | 746   |
| RS-T-008 PROUD FLAT Kagurazaka Shinjuku, Tokyo 1,590 RS-T-009 PROUD FLAT Waseda Shinjuku, Tokyo 1,110 RS-T-010 PROUD FLAT Shinjuku Kawadacho Shinjuku, Tokyo 947 RS-T-011 PROUD FLAT Sangen Jaya Setagaya, Tokyo 1,190 RS-T-012 PROUD FLAT Kamata Ota, Tokyo 1,160 RS-T-013 PROUD FLAT Kamata II Ota, Tokyo 3,320 RS-T-014 PROUD FLAT Shinotsuka Toshima, Tokyo 623 RS-T-015 PROUD FLAT Kiyosumi Shirakawa Koto, Tokyo 928 RS-T-016 PROUD FLAT Monzen Nakacho II Koto, Tokyo 652  | Rs-T-006 PROUD FLAT Meguro Gyoninzaka   | Meguro, Tokyo   | 939   |
| Rs-T-009 PROUD FLAT Waseda Shinjuku, Tokyo 1,110 Rs-T-010 PROUD FLAT Shinjuku Kawadacho Shinjuku, Tokyo 947 Rs-T-011 PROUD FLAT Sangen Jaya Setagaya, Tokyo 1,190 Rs-T-012 PROUD FLAT Kamata Ota, Tokyo 1,160 Rs-T-013 PROUD FLAT Kamata II Ota, Tokyo 3,320 Rs-T-014 PROUD FLAT Shinotsuka Toshima, Tokyo 623 Rs-T-015 PROUD FLAT Kiyosumi Shirakawa Koto, Tokyo 928 Rs-T-016 PROUD FLAT Monzen Nakacho II Koto, Tokyo 652   | Rs-T-007 PROUD FLAT Sumida Riverside    | Chuo, Tokyo     | 2,280 |
| Rs-T-010 PROUD FLAT Shinjuku Kawadacho Shinjuku, Tokyo 947 Rs-T-011 PROUD FLAT Sangen Jaya Setagaya, Tokyo 1,190 Rs-T-012 PROUD FLAT Kamata Ota, Tokyo 1,160 Rs-T-013 PROUD FLAT Kamata II Ota, Tokyo 3,320 Rs-T-014 PROUD FLAT Shinotsuka Toshima, Tokyo 623 Rs-T-015 PROUD FLAT Kiyosumi Shirakawa Koto, Tokyo 928 Rs-T-016 PROUD FLAT Monzen Nakacho II Koto, Tokyo 652  | Rs-T-008 PROUD FLAT Kagurazaka          | Shinjuku, Tokyo | 1,590 |
| Rs-T-011 PROUD FLAT Sangen Jaya Setagaya, Tokyo 1,190 Rs-T-012 PROUD FLAT Kamata Ota, Tokyo 1,160 Rs-T-013 PROUD FLAT Kamata II Ota, Tokyo 3,320 Rs-T-014 PROUD FLAT Shinotsuka Toshima, Tokyo 623 Rs-T-015 PROUD FLAT Kiyosumi Shirakawa Koto, Tokyo 928 Rs-T-016 PROUD FLAT Monzen Nakacho II Koto, Tokyo 652   | Rs-T-009 PROUD FLAT Waseda              | Shinjuku, Tokyo | 1,110 |
| Rs-T-012         PROUD FLAT Kamata         Ota, Tokyo         1,160           Rs-T-013         PROUD FLAT Kamata II         Ota, Tokyo         3,320           Rs-T-014         PROUD FLAT Shinotsuka         Toshima, Tokyo         623           Rs-T-015         PROUD FLAT Kiyosumi Shirakawa         Koto, Tokyo         928           Rs-T-016         PROUD FLAT Monzen Nakacho II         Koto, Tokyo         652   | Rs-T-010 PROUD FLAT Shinjuku Kawadacho  | Shinjuku, Tokyo | 947   |
| Rs-T-013 PROUD FLAT Kamata II Ota, Tokyo 3,320 Rs-T-014 PROUD FLAT Shinotsuka Toshima, Tokyo 623 Rs-T-015 PROUD FLAT Kiyosumi Shirakawa Koto, Tokyo 928 Rs-T-016 PROUD FLAT Monzen Nakacho II Koto, Tokyo 652   | Rs-T-011 PROUD FLAT Sangen Jaya         | Setagaya, Tokyo | 1,190 |
| Rs-T-014 PROUD FLAT Shinotsuka Toshima, Tokyo 623 Rs-T-015 PROUD FLAT Kiyosumi Shirakawa Koto, Tokyo 928 Rs-T-016 PROUD FLAT Monzen Nakacho II Koto, Tokyo 652  | Rs-T-012 PROUD FLAT Kamata              | Ota, Tokyo      | 1,160 |
| Rs-T-015 PROUD FLAT Kiyosumi Shirakawa Koto, Tokyo 928<br>Rs-T-016 PROUD FLAT Monzen Nakacho II Koto, Tokyo 652   | Rs-T-013 PROUD FLAT Kamata II           | Ota, Tokyo      | 3,320 |
| Rs-T-016 PROUD FLAT Monzen Nakacho II Koto, Tokyo 652   | Rs-T-014 PROUD FLAT Shinotsuka          | Toshima, Tokyo  | 623   |
| · · · · · · · · · · · · · · · · · · ·   | Rs-T-015 PROUD FLAT Kiyosumi Shirakawa  | Koto, Tokyo     | 928   |
| Rs-T-017 PROUD FLAT Monzen Nakacho I Koto, Tokyo 1,030  | Rs-T-016 PROUD FLAT Monzen Nakacho II   | Koto, Tokyo     | 652   |
|   | Rs-T-017 PROUD FLAT Monzen Nakacho I    | Koto, Tokyo     | 1,030 |

| No.      | Name                                  | Location<br>(Ward/City/Gun, Prefecture) | Acquisition Price (Millions of Yen) |  |
|----------|---------------------------------------|---|-------------------------------------|--|
| Rs-T-018 | PROUD FLAT Fujimidai                  | Nerima, Tokyo                           | 1,470                               |  |
| Rs-T-019 | PROUD FLAT Asakusa                    | Taito, Tokyo                            | 1,920                               |  |
| Rs-T-020 | PROUD FLAT Yokohama                   | Yokohama, Kanagawa                      | 2,090                               |  |
| Rs-T-021 | PROUD FLAT Kamiooka                   | Yokohama, Kanagawa                      | 2,710                               |  |
| Rs-T-022 | PROUD FLAT Tsurumi II                 | Yokohama, Kanagawa                      | 1,650                               |  |
| Rs-T-023 | PRIME URBAN Azabu Juban               | Minato, Tokyo                           | 1,100                               |  |
| Rs-T-024 | PRIME URBAN Akasaka                   | Minato, Tokyo                           | 938                                 |  |
|          | PRIME URBAN Tamachi                   | Minato, Tokyo                           | 972                                 |  |
|          | PRIME URBAN Shibaura                  | Minato, Tokyo                           | 1,830                               |  |
|          | PRIME URBAN Hatagaya                  | Shibuya, Tokyo                          | 469                                 |  |
|          | PRIME URBAN Yoyogi                    | Shibuya, Tokyo                          | 359                                 |  |
|          | PRIME URBAN Ebisu II                  | Shibuya, Tokyo                          | 1,140                               |  |
|          | PRIME URBAN Bancho                    | Chiyoda, Tokyo                          | 1,090                               |  |
|          | PRIME URBAN Chiyoda Fujimi            | Chiyoda, Tokyo                          | 679                                 |  |
|          | PRIME URBAN Iidabashi                 | Chiyoda, Tokyo                          | 2,040                               |  |
|          | PRIME URBAN Ebisu                     | Meguro, Tokyo                           | 1,260                               |  |
|          | PRIME URBAN Naka Meguro               | Meguro, Tokyo                           | 1,410                               |  |
|          | PRIME URBAN Gakugei Daigaku           | Meguro, Tokyo                           | 775                                 |  |
|          | PRIME URBAN Senzoku                   | Meguro, Tokyo                           | 474                                 |  |
|          | PRIME URBAN Meguro Riverside          | Meguro, Tokyo                           | 414                                 |  |
|          | PRIME URBAN Meguro Ohashi Hills       | Meguro, Tokyo                           | 2,970                               |  |
|          | PRIME URBAN Meguro Aobadai            | Meguro, Tokyo                           | 1,310                               |  |
|          | PRIME URBAN Gakugei Daigaku II        | Meguro, Tokyo                           | 1,080                               |  |
|          | PRIME URBAN Naka Meguro II            | Meguro, Tokyo                           | 2,850                               |  |
|          | PRIME URBAN Kachidoki                 | Chuo, Tokyo                             | 2,570                               |  |
|          | PRIME URBAN Shinkawa                  | Chuo, Tokyo                             | 2,100                               |  |
| Rs-T-044 | PRIME URBAN Nihonbashi<br>Yokoyamacho | Chuo, Tokyo                             | 4,220                               |  |
| Rs-T-045 | PRIME URBAN Nihonbashi Hamacho        | Chuo, Tokyo                             | 1,550                               |  |
|          | PRIME URBAN Hongo Ikizaka             | Bunkyo, Tokyo                           | 557                                 |  |
|          | PRIME URBAN Hakusan                   | Bunkyo, Tokyo                           | 866                                 |  |
|          | PRIME URBAN Yotsuya Gaien Higashi     | Shinjuku, Tokyo                         | 1,490                               |  |
|          | PRIME URBAN Ochiai                    | Shinjuku, Tokyo                         | 338                                 |  |
|          | PRIME URBAN Nishi Shinjuku I          | Shinjuku, Tokyo                         | 1,090                               |  |
|          | PRIME URBAN Nishi Shinjuku II         | Shinjuku, Tokyo                         | 885                                 |  |
|          | PRIME URBAN Shinjuku Naitomachi       | Shinjuku, Tokyo                         | 430                                 |  |
|          | PRIME URBAN Nishi Waseda              | Shinjuku, Tokyo                         | 421                                 |  |
|          | PRIME URBAN Shiniuku Ochiai           | Shinjuku, Tokyo                         | 594                                 |  |
|          | PRIME URBAN Mejiro                    | Shinjuku, Tokyo                         | 1,430                               |  |
|          | PRIME URBAN Kagurazaka                | Shinjuku, Tokyo                         | 2,900                               |  |
|          | PRIME URBAN Sangen Jaya III           | Setagaya, Tokyo                         | 718                                 |  |
|          | PRIME URBAN Chitose Karasuyama        | Setagaya, Tokyo                         | 717                                 |  |
|          | PRIME URBAN Sangen Jaya II            | Setagaya, Tokyo                         | 483                                 |  |
|          | PRIME URBAN Sangen Jaya               | Setagaya, Tokyo                         | 724                                 |  |
|          | PRIME URBAN Minami Karasuyama         | Setagaya, Tokyo                         | 667                                 |  |
|          | PRIME URBAN Karasuyama Galleria       | Setagaya, Tokyo                         | 549                                 |  |
|          | PRIME URBAN Karasuyama Court          | Setagaya, Tokyo                         | 338                                 |  |
|          | PRIME URBAN Kamikitazawa              | Setagaya, Tokyo                         | 597                                 |  |
| Rs-T-065 | PRIME URBAN Chitose Funabashi         | Setagaya, Tokyo                         | 746                                 |  |
| Rs-T-066 | PRIME URBAN Yoga                      | Setagaya, Tokyo                         | 1,390                               |  |
| Rs-T-067 | PRIME URBAN Shinagawa Nishi           | Shinagawa, Tokyo                        | 494                                 |  |
|          | PRIME URBAN Osaki                     | Shinagawa, Tokyo                        | 1,860                               |  |
| Rs-T-069 | PRIME URBAN Oimachi II                | Shinagawa, Tokyo                        | 1,040                               |  |
| Rs-T-070 | PRIME URBAN Yukigaya                  | Ota, Tokyo                              | 951                                 |  |
| Rs-T-071 | PRIME URBAN Omori                     | Ota, Tokyo                              | 905                                 |  |
| Rs-T-072 | PRIME URBAN Denenchofu Minami         | Ota, Tokyo                              | 774                                 |  |
| Rs-T-073 | PRIME URBAN Nagahara Kamiikedai       | Ota, Tokyo                              | 1,720                               |  |
| Rs-T-074 | PRIME URBAN Nakano                    | Nakano, Tokyo                           | 489                                 |  |
| Rs-T-075 | PRIME URBAN Nakano Kamitakada         | Nakano, Tokyo                           | 498                                 |  |
| Rs-T-076 | PRIME URBAN Takaido                   | Suginami, Tokyo                         | 1,060                               |  |
| Rs-T-077 | PRIME URBAN Nishi Ogikubo             | Suginami, Tokyo                         | 414                                 |  |
| Rs-T-078 | PRIME URBAN Nishi Ogikubo II          | Suginami, Tokyo                         | 1,790                               |  |
| Rs-T-079 | PRIME URBAN Otsuka                    | Toshima, Tokyo                          | 730                                 |  |
| Rs-T-080 | PRIME URBAN Komagome                  | Toshima, Tokyo                          | 437                                 |  |
|          | PRIME URBAN Ikebukuro                 | Toshima, Tokyo                          | 3,800                               |  |
|          | PRIME URBAN Monzen Nakacho            | Koto, Tokyo                             | 2,420                               |  |
|          | PRIME URBAN Kameido                   | Koto, Tokyo                             | 779                                 |  |
|          | PRIME URBAN Sumiyoshi                 | Koto, Tokyo                             | 632                                 |  |
|          | PRIME URBAN Mukojima                  | Sumida, Tokyo                           | 528                                 |  |
|          | -                                     |   |                                     |  |
|          | PRIME URBAN Kinshi Koen               | Sumida, Tokyo                           | 1,290                               |  |

| No.      | Name   | Location<br>(Ward/City/Gun, Prefecture) | Acquisition<br>Price<br>(Millions of Yen) |
|----------|--|---|---|
| Rs-T-088 | PRIME URBAN Hirai                                    | Edogawa, Tokyo                          | (Millions of Yen)                         |
|          | PRIME URBAN Kasai                                    | Edogawa, Tokyo                          | 640                                       |
|          | PRIME URBAN Kasai II                                 | Edogawa, Tokyo                          | 981                                       |
|          | PRIME URBAN Kasai East                               | Edogawa, Tokyo                          | 1,140                                     |
|          | PRIME URBAN Ekoda                                    | Nerima, Tokyo                           | 409                                       |
| Rs-T-093 | PRIME URBAN Itabashi<br>Kuyakushomae                 | Itabashi, Tokyo                         | 1,080                                     |
| Rs-T-094 | PRIME URBAN Asakusa                                  | Taito, Tokyo                            | 384                                       |
| Rs-T-095 | PRIME URBAN Machiya South Court                      | Arakawa, Tokyo                          | 1,910                                     |
| Rs-T-096 | PRIME URBAN Musashi Koganei                          | Koganei, Tokyo                          | 1,910                                     |
|          | PRIME URBAN Musashino Hills                          | Koganei, Tokyo                          | 1,280                                     |
|          | PRIME URBAN Koganei Honcho                           | Koganei, Tokyo                          | 791                                       |
| Rs-T-099 | PRIME URBAN Kumegawa                                 | Higashimurayama,<br>Tokyo               | 1,520                                     |
| ₹s-T-100 | PRIME URBAN Musashi Kosugi<br>comodo                 | Kawasaki, Kanagawa                      | 1,940                                     |
|          | PRIME URBAN Kawasaki                                 | Kawasaki, Kanagawa                      | 962                                       |
|          | PRIME URBAN Shinyurigaoka                            | Kawasaki, Kanagawa                      | 1,020                                     |
|          | PRIME URBAN Tsurumi Teraya                           | Yokohama, Kanagawa                      | 493                                       |
|          | PRIME URBAN Urayasu II                               | Urayasu, Chiba                          | 227                                       |
|          | PRIME URBAN Organia                                  | Urayasu, Chiba                          | 804                                       |
|          | PRIME URBAN Gyotoku I                                | Ichikawa, Chiba                         | 633                                       |
|          | PRIME URBAN Gyotoku II<br>PRIME URBAN Gyotoku Ekimae | Ichikawa, Chiba<br>Ichikawa, Chiba      | 730<br>488                                |
|          | PRIME URBAN Gyotoku Ekimae II                        | Ichikawa, Chiba                         | 469                                       |
|          | PRIME URBAN Gyotoku III                              | Ichikawa, Chiba                         | 747                                       |
|          | PRIME URBAN Nishi Funabashi                          | Funabashi, Chiba                        | 761                                       |
|          | PRIME URBAN Kawaguchi                                | Kawaguchi, Saitama                      | 1,580                                     |
|          | PROUD FLAT Hatchobori                                | Chuo, Tokyo                             | 920                                       |
| Rs-T-114 | PROUD FLAT Itabashi Honcho                           | Itabashi, Tokyo                         | 720                                       |
| Rs-S-001 | PROUD FLAT Itsutsubashi                              | Sendai, Miyagi                          | 652                                       |
| ks-S-002 | PROUD FLAT Kawaramachi                               | Sendai, Miyagi                          | 735                                       |
|          | PROUD FLAT Shin Osaka                                | Osaka, Osaka                            | 1,620                                     |
|          | PRIME URBAN Yamahana                                 | Sapporo, Hokkaido                       | 273                                       |
|          | PRIME URBAN Kita Juyo Jo                             | Sapporo, Hokkaido                       | 274                                       |
|          | PRIME URBAN Odori Koen I                             | Sapporo, Hokkaido                       | 502                                       |
|          | PRIME URBAN Odori Koen II                            | Sapporo, Hokkaido                       | 334                                       |
|          | PRIME URBAN Kita Juichi Jo<br>PRIME URBAN Miyanosawa | Sapporo, Hokkaido<br>Sapporo, Hokkaido  | 547<br>475                                |
|          | PRIME URBAN Odori Higashi                            | Sapporo, Hokkaido                       | 394                                       |
|          | PRIME URBAN Chiji Kokan                              | Sapporo, Hokkaido                       | 249                                       |
|          | PRIME URBAN Maruyama                                 | Sapporo, Hokkaido                       | 229                                       |
|          | PRIME URBAN Kita Nijuyo Jo                           | Sapporo, Hokkaido                       | 437                                       |
| Rs-S-014 | PRIME URBAN Sapporo Idaimae                          | Sapporo, Hokkaido                       | 616                                       |
| Rs-S-015 | PRIME URBAN Sapporo Riverfront                       | Sapporo, Hokkaido                       | 4,480                                     |
|          | PRIME URBAN Kita Sanjo Dori                          | Sapporo, Hokkaido                       | 1,730                                     |
|          | PRIME URBAN Nagamachi Icchome                        | Sendai, Miyagi                          | 1,140                                     |
|          | PRIME URBAN Yaotome Chuo                             | Sendai, Miyagi                          | 466                                       |
|          | PRIME URBAN Tsutsumidori Amamiya                     |   | 949                                       |
|          | PRIME URBAN Aoi                                      | Nagoya, Aichi                           | 712                                       |
|          | PRIME URBAN Kanayama PRIME URBAN Tsurumai            | Nagoya, Aichi                           | 553                                       |
|          |  | Nagoya, Aichi                           | 1,020                                     |
|          | PRIME URBAN Kamimaezu<br>PRIME URBAN Izumi           | Nagoya, Aichi<br>Nagoya, Aichi          | 1,590<br>3,770                            |
|          | PRIME URBAN Esaka I                                  | Suita, Osaka                            | 652                                       |
|          | PRIME URBAN Esaka II                                 | Suita, Osaka                            | 794                                       |
|          | PRIME URBAN Esaka III                                | Suita, Osaka                            | 1,190                                     |
|          | PRIME URBAN Tamatsukuri                              | Osaka, Osaka                            | 1,020                                     |
|          | PRIME URBAN Sakaisuji Honmachi                       | Osaka, Osaka                            | 1,810                                     |
|          | PRIME URBAN Hakata                                   | Fukuoka, Fukuoka                        | 588                                       |
| Rs-S-031 | PRIME URBAN Yakuin Minami                            | Fukuoka, Fukuoka                        | 265                                       |
|          | PRIME URBAN Kashii                                   | Fukuoka, Fukuoka                        | 398                                       |
|          | PRIME URBAN Hakata Higashi                           | Fukuoka, Fukuoka                        | 622                                       |
| Rs-S-034 | PRIME URBAN Chihaya <b>Subtotal</b> (148 properties) | Fukuoka, Fukuoka                        | 604<br>164,057                            |
|          |  |   |   |
|          | <b>Total</b> (261 properties)                        |   | 792,658                                   |
|          | Total (261 properties)  Investment Secur             | ities                                   | 792,658                                   |

### **NMF Office Portfolio**

Acquisitions center on brands developed by Nomura Real Estate Development including PMO (Premium Midsize Office). Representative acquisitions are indicated below.

Total Office **55** properties

Total Acquisition Value for Portfolio 355,638 million yen



Shinjuku Nomura Building Acquisition Price: 43,900 million yen Nearest Station: Shinjuku Station

Completion: May 1978



Acquisition Price: 1,690 million yen Nearest Station: Higashi-nihonbashi Station Completion: October 2009



Acquisition Price: 26,700 million yen

Nearest Station: Yotsuya Station

Completion: May 2000

















### **NMF Retail Portfolio**

Acquisitions placing GEMS as the core brand developed by Nomura Real Estate Development in urban areas, iconic destinations like Universal CityWalk Osaka™ and other retail centers. Representative acquisitions are indicated below.

Total Office Portfolio 39 properties

Total Acquisition Value for Portfolio 140,153 million yen



Acquisition Price: **5,310** million yen Nearest Station: Kichijoji Station

Completion: July 2014

**GEMS** Ichigaya

Acquisition Price: 2,080 million yen Nearest Station: Ichigaya Station

Completion: October 2014



Acquisition Price: 2,490 million yen Nearest Station: Shibuya Station Completion: September 2012

















Nearest Station: Universal City Station / Completion: June 2001

## **NMF Logistics Portfolio**

Acquisitions center on Landport, the logistics centers developed by Nomura Real Estate Development. Representative acquisitions are indicated below.

Total Office Portfolio 19 properties

Total Acquisition Value for Portfolio 132,810 million yen



Acquisition Price: 15,710 million yen

Nearest Station: Nishidai Station

Completion: January 2008



Acquisition Price: 17,400 million yen

Nearest Station: Maihama Station

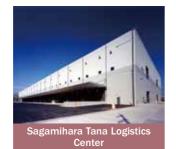
Completion: May 2008



Acquisition Price: 13,700 million yen

Nearest Station: Minami-Otsuka Station

Completion: May 2009













### **NMF Residential Portfolio**

Acquisitions center on the PROUD FLAT and PRIME URBAN series developed by Nomura Real Estate Development. Representative acquisitions are indicated below.

Total Office 148 properties

**Total Acquisition** 164,057



**PROUD FLAT Sumida Riverside** 

Acquisition Price: 2,280 million yen

Nearest Station: Kayabacho Station Completion: February 2007



Acquisition Price: 1,590 million yen

Nearest Station: Kagurazaka Station Completion: November 2006



Acquisition Price: 4,480 million yen Nearest Station: Nakajima Koen Station

Completion: January 2008



















## Portfolio Diversification

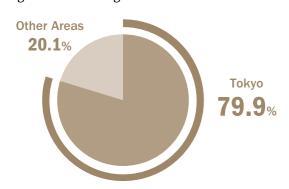
Structure and Organization

Diversification is critical for stability of a J-REIT and NMF achieved diversification through the numerous factors illustrated below.

As of April 30, 2016

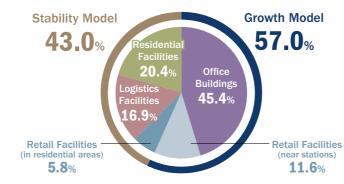
## **Diversification by Area**

Property quantity is also spread among various geographical areas with 75% or more of the properties in the Tokyo area and about 25% in three major metropolitan areas and government designated cities.



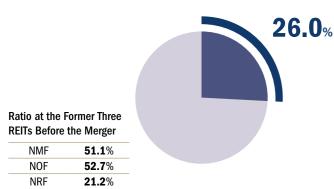
### **Diversification by Use**

The portfolio is also divided by use to provide further stability.



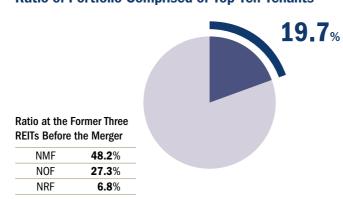
## **Diversification by Properties**

**Ratio of Portfolio Comprised of Top Ten Properties** 



### **Diversification by Tenants**

**Ratio of Portfolio Comprised of Top Ten Tenants** 



Note: Figures based on rents are indicated. However, the ratios are calculated based on agreements executed with the end-tenants for pass-through type master lease agreements

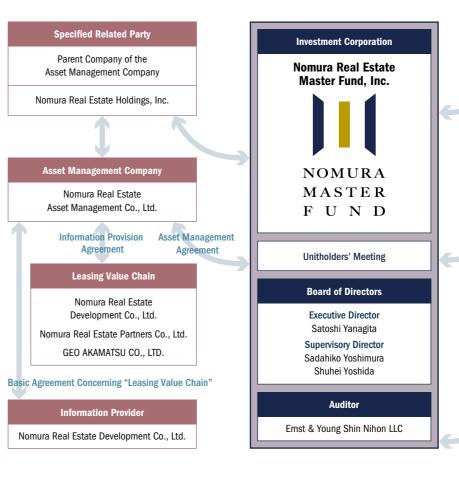
## **Portfolio Replacement Strategy**

NMF's portfolio replacement strategy calls for selling old and less competitive properties and acquiring newer and more competitive properties, and for effective utilization of depreciation.

#### What is the portfolio replacement strategy?



#### Structure of NMF





General Administrator
(Institutional Administration/Accounting)
Transfer Agent and
Special Account Administrator

Mitsubishi UFJ Trust and Banking Corporation

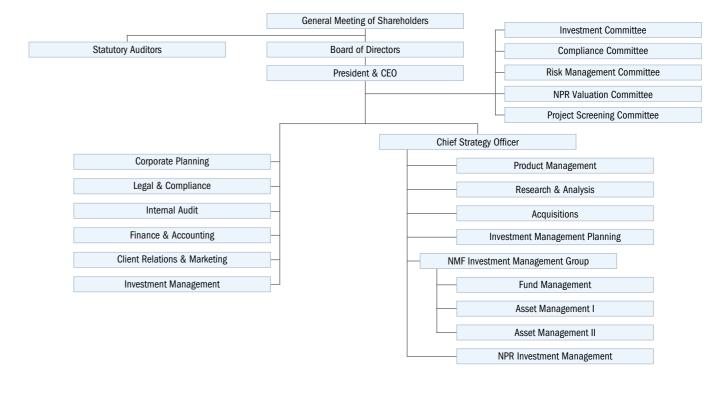
Transfer Agency Agreement
General Administration Agreement
Agreement Concerning Management of Special Account

#### General Administrator (Financial Agent)

The Bank of Tokyo-Mitsubishi UFJ, Ltd.
Sumitomo Mitsui Banking Corporation
Nomura Securities Co., Ltd.
Mizuho Securities Co., Ltd.

Financial Agent Agreement

## **Organization of NREAM**



## Balance Sheet

|   | Thousands of Yen        |
|---|-------------------------|
|   | As of February 29, 2016 |
| ASSETS  |                         |
| Current Assets:                                     |                         |
| Cash and bank deposits                              | ¥58,325,160             |
| Rental receivables                                  | 436,677                 |
| Income taxes receivable                             | 35                      |
| Other current assets                                | 1,015,420               |
| Allowance for doubtful accounts                     | (54)                    |
| Total current assets                                | 59,777,238              |
| Dunnards, and Engineerate                           |                         |
| Property and Equipment:  Land                       | 523,662,007             |
| Buildings and structures                            | 267,849,174             |
| Machinery and equipment                             | 569,328                 |
| Tools, furniture and fixtures                       | 224,983                 |
| Leased assets                                       | 24,495                  |
| Construction in progress                            | 436,021                 |
| Subtotal  | 792,766,008             |
| Less accumulated depreciation                       | (10,942,164)            |
| Net property and equipment                          | 781,823,844             |
| The property and equipment                          | 701,020,011             |
| Investments and Other Assets:                       |                         |
| Goodwill  | 76,252,703              |
| Leasehold rights                                    | 8,493,227               |
| Intangible assets                                   | 25,399                  |
| Investment securities                               | 91,431                  |
| Long-term prepaid expenses                          | 742,792                 |
| Long-term deposits                                  | 89,386                  |
| Security deposits                                   | 977,584                 |
| Deferred investment corporation bond issuance costs | 23,783                  |
| Total investments and other assets                  | 86,696,305              |
| Total Assets  | ¥928,297,387            |

The accompanying notes to financial statements are an integral part of these statements.

|  | Thousands of Yer  As of February 29, 2016 |
|--|---|
| LIABILITIES  |   |
| Current Liabilities:                                       |   |
| Trade accounts payable                                     | ¥2,162,600                                |
| Short-term debt  | 9,100,000                                 |
| Current portion of investment corporation bonds            | 5,000,000                                 |
| Current portion of long-term debt                          | 50,015,600                                |
| Lease obligations  | 8,652                                     |
| Other accounts payable                                     | 1,888,593                                 |
| Accrued expenses   | 325,814                                   |
| Accrued income taxes                                       | 994                                       |
| Accrued consumption taxes                                  | 140,702                                   |
| Rent received in advance                                   | 4,394,283                                 |
| Unearned revenue   | 369,869                                   |
| Derivative liabilities                                     | 37,854                                    |
| Other current liabilities                                  | 298,548                                   |
| Total current liabilities                                  | 73,743,50                                 |
| Long-term Liabilities:                                     |   |
| Investment corporation bonds                               | 27,500,000                                |
| Long-term debt   | 311,549,000                               |
| Lease obligations  | 14,04                                     |
|  | 838,16                                    |
| Long-term advanced received Security deposits from tenants | 34,221,440                                |
| Derivative liabilities                                     | 2,829,74:                                 |
| Total long-term liabilities                                | 376,952,39:                               |
|  |   |
| Total Liabilities  | 450,695,895                               |
| NET ASSETS   |   |
| Unitholders' Equity:                                       |   |
| Unitholders' capital                                       | 161,120,40                                |
| Surplus  |   |
| Capital surplus  | 315,299,779                               |
| Retained earnings  | 4,048,90                                  |
| Total surplus  | 319,348,683                               |
| Total unitholders' equity                                  | 480,469,08                                |
| Valuation and Translation Adjustments:                     |   |
| Deferred gains or losses on hedges                         | (2,867,59                                 |
| Valuation and translation adjustments                      | (2,867,599                                |
| Total Net Assets   | 477,601,492                               |
|  | ,,  |
| Total Liabilities and Net Assets                           | ¥928,297,387                              |

The accompanying notes to financial statements are an integral part of these statements.

## Statement of Income and Retained Earnings

|   | Thousands of Yen   |
|---|--|
|   | For the period<br>from October 1, 2015<br>to February 29, 2016 |
| Operating Revenues and Expenses                                       |  |
| Operating Revenues:   |  |
| Real estate rental revenues   | ¥24,312,612  |
| Gain on investments in silent partnership                             | 1,066  |
|   | 24,313,678   |
| Operating Expenses:   |  |
| Real estate rental expenses   | 11,546,709   |
| Impairment Loss   | 79,020   |
| Asset management fees   | 1,505,234  |
| Asset custody fees  | 21,349   |
| Administrative service fees   | 185,996  |
| Merger expenses   | 2,590,275  |
| Amortization of goodwill  | 1,622,398  |
| Other operating expenses  | 279,520<br>17,830,501  |
|   | 17,650,501   |
| Operating Profit  | 6,483,177  |
| Non-Operating Revenues and Expenses                                   |  |
| Non-Operating Revenues:   |  |
| Interest income   | 6,064  |
| Reversal of dividends payable   | 3,907  |
| Interest on refund  | 17   |
| Other non-operating revenues  | 97   |
| Non-Operating Expenses:   | 10,085   |
| Interest expense  | 1,408,455  |
| Interest expenses on investment corporation bonds                     | 294,326  |
| Amortization of investment corporation bond issuance costs            | 1,143  |
| Loan arrangement fees   | 297,926  |
| Other offering costs associated with the issuance of investment units | 436,525  |
| Other non-operating expenses  | 4,550  |
|   | 2,442,925  |
| Ordinary Income   | 4,050,337  |
| Income before Income Taxes  | 4,050,337  |
| T   |  |
| Income Taxes:   | 0.040  |
| Current   | 2,019  |
| Deferred  | 40   |
| Net Income  | 2,059<br><b>4,048,278</b>                                      |
|   |  |
| Retained earnings received by merger                                  | 629  |
| Retained Earnings at End of Period                                    | ¥4,048,907   |
|   |  |

The accompanying notes to financial statements are an integral part of these statements.

## Statement of Changes in Net Assets

For the period from October 1, 2015 to February 29, 2016

|   |                     |                         |                    |                      |               | Thousands of Yen       |
|---|---------------------|-------------------------|--------------------|----------------------|---------------|------------------------|
|   | Unitholders' Equity |                         |                    |                      |               |                        |
| _   | Surplus             |                         |                    |                      |               | Total                  |
|   | Units               | Unitholders'<br>Capital | Capital<br>Surplus | Retained<br>Earnings | Total Surplus | Unitholders'<br>Equity |
| Balance as of<br>October 1, 2015                    | -                   | -                       |                    | -                    | _             | _                      |
| Increase by merger                                  | 3,722,010           | ¥161,120,405            | ¥315,299,775       | ¥913,191             | ¥316,212,966  | ¥477,333,371           |
| Cash distribution paid                              | _                   | -                       | -                  | (912,562)            | (912,562)     | (912,562               |
| Net income  | _                   | _                       | -                  | 4,048,278            | 4,048,278     | 4,048,278              |
| Net changes of items other than unitholder's equity | -                   | -                       | -                  | -                    | -             | -                      |
| Balance as of<br>February 29, 2016                  | 3,722,010           | ¥161,120,405            | ¥315,299,775       | ¥4,048,907           | ¥319,348,682  | ¥480,469,087           |

|   |  |   | Thousands of Yen    |  |
|---|--|---|---------------------|--|
| -   | Valuation an<br>Adjust                   | T-4-1   |                     |  |
| -   | Deferred Gains<br>or Losses on<br>Hedges | Total Valuation<br>and Translation<br>Adjustments | Total<br>Net Assets |  |
| Balance as of<br>October 1, 2015                    | -  | -   | _                   |  |
| Increase by merger                                  | _  | -   | ¥477,333,371        |  |
| Cash distribution paid                              | -  | -   | (912,562)           |  |
| Net income  | -  | -   | 4,048,278           |  |
| Net changes of items other than unitholder's equity | (¥2,867,595)                             | (¥2,867,595)                                      | (2,867,595)         |  |
| Balance as of<br>February 29, 2016                  | (¥2,867,595)                             | (¥2,867,595)                                      | ¥477,601,492        |  |

The accompanying notes to financial statements are an integral part of these statements.

## Statement of Cash Flows

|   | Thousands of Yen   |
|---|--|
|   | For the period<br>from October 1, 2015<br>to February 29, 2016 |
| Cash Flows  |  |
|   |  |
| Cash Flows from Operating Activities  | V4 050 005   |
| Income before income taxes  | ¥4,050,337   |
| Depreciation  | 3,472,856  |
| Impairment loss   | 79,020   |
| Amortization of goodwill  | 1,622,398  |
| Amortization of investment corporation bond issuance costs  | 1,143  |
| Interest income   | (6,064)  |
| Interest expense  | 1,702,781  |
| Loss on disposal of property and equipment  | 6,882  |
| Increase (Decrease) in allowance for doubtful accounts  | 54   |
| Decrease (Increase) in rental receivables   | 138,204  |
| Decrease (Increase) in long-term prepaid expenses   | (218,802)  |
| Decrease (Increase) in long-term deposits   | (180)  |
| Increase (Decrease) in trade accounts payable   | 606,537  |
| Increase (Decrease) in other accounts payable   | (8,392)  |
| Increase (Decrease) in accrued consumption taxes  | (347,570)  |
| Increase (Decrease) in accrued expenses   | (524,025)  |
| Increase (Decrease) in rent received in advance   | 86,852   |
| Other   | 129,783  |
| Subtotal  | 10,791,814   |
| Interest received   | 6,064  |
| Interest paid   | (2,077,288)  |
| Income taxes paid   | 5,251  |
| Net cash provided by (used in) operating activities   | 8,725,841  |
| Cash Flows from Investing Activities  |  |
| Payments for purchases of property and equipment  | (11,178,616)   |
| Payments for purchases of leasehold rights and intangible assets  | (11,882)   |
| Proceeds from withdrawal of investment securities   | 8.754  |
| Reimbursement of security deposits to tenants   | (1,253,605)  |
| Proceeds from security deposits from tenants  | 944,334  |
| Payments for security deposits  | (10,000)   |
| Proceeds from security deposits   | 76   |
| Net cash provided by (used in) investing activities   | (11,500,939)   |
|   |  |
| Cash Flows from Financing Activities  |  |
| Proceeds from short-term debt   | 5,000,000  |
| Proceeds from long-term debt  | 29,500,000   |
| Repayment of long-term debt   | (11,082,800)   |
| Redemption of investment corporation bonds  | (15,000,000)   |
| Distributions to unitholders  | (8,886,988)  |
| Net cash provided by (used in) financing activities   | (469,788)  |
|   |  |
| Net Increase (Decrease) in Cash and Cash Equivalents  | (3,244,886)  |
| Cash and Cash Equivalents at Beginning of Period  Increase in Cash and Cash Equivalents Resulting from Merger | 61,570,046   |
| <u> </u>  | ¥58,325,160  |
| Cash and Cash Equivalents at End of Period  | ₹38,325,160  |

The accompanying notes to financial statements are an integral part of these statements

## Notes to Financial Statements

#### 1. ORGANIZATION

Nomura Real Estate Master Fund, Inc. (the "Company") is a real estate investment corporation formed to own and invest primarily in logistics facilities, retail facilities, offices and residential facilities. The Company is externally managed by a licensed asset management company, Nomura Real Estate Asset Management Co., Ltd. ("NREAM"). NREAM is a wholly-owned subsidiary of Nomura Real Estate Holdings, Inc. NMF was established on October 1, 2015 through the consolidation type merger of the former Nomura Real Estate Master Fund, Inc. (hereinafter the "former NMF"), Nomura Real Estate Office Fund, Inc. (hereinafter "NOF") and Nomura Real Estate Residential Fund, Inc. (hereinafter "NRF"), and listed its investment securities (TSE code: 3462) on the Real Estate Investment Trust Section of the Tokyo Stock Exchange on October 2 the same year.

NMF adopts the basic policy of investing primarily in real estate and other assets to secure stable income and steady growth of assets under management over the medium to long term. In order to realize this basic policy, NMF adopts an investment strategy that centers on the Greater Tokyo area (Tokyo, Kanagawa, Chiba and Saitama prefectures) which has strong tenant demand while also considering regional diversification through the three major metropolitan areas and cabinet-order designated cities, etc. By combining the "diversified type strategy" in which investments are made in facilities of a variety of sectors such as logistics facilities, retail facilities, offices and residential facilities with the "large-scale REIT strategy" which pursues the effects of diversifying properties and tenants to make the portfolio more stable as well as with the utilization of the "leasing value chain" with the Nomura Real Estate Group, the sponsor, NMF will aim to increase unitholder value by securing stable income and steady growth of assets under management over the medium to long term.

#### 2. BASIS OF PRESENTATION

The Company maintains its accounting records and prepares its financial statements in accordance with accounting principles generally accepted in Japan ("Japanese GAAP"), including provisions set forth in the Investment Trust Act of Japan, the Companies Act of Japan, the Financial Instruments and Exchange Act of Japan and related regulations, which are different in certain respects as to the application and disclosure requirements of International Financial Reporting Standards.

The accompanying financial statements are a translation of the audited financial statements of the Company, which were prepared in accordance with Japanese GAAP and were presented in the Securities Report of the Company filed with the Kanto Local Finance Bureau. In preparing the accompanying financial statements, certain reclassifications and modifications have been made to the financial statements issued domestically in order to present them in a format that is more familiar to readers outside Japan. In addition, the notes to financial statements include certain information that might not be required under Japanese GAAP but is presented herein as additional information. Amounts have been rounded to the nearest thousand yen in the accompanying financial statements and the notes thereto, whereas amounts were truncated in the Japanese financial statements prepared in accordance with Japanese GAAP.

The Company's fiscal period is a six-month period which ends at the end of February or August. The Company does not prepare consolidated financial statements because it has no subsidiaries.

#### 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### Cash and cash equivalents

Cash and cash equivalents consist of cash on hand, deposits placed with banks and short-term investments that are highly liquid, readily convertible to cash, with an insignificant risk of market value fluctuation, and with a maturity of three months or less when purchased.

#### **Property and equipment**

Property and equipment are stated at cost, which includes the purchase price and related costs for acquisition, less accumulated depreciation. Depreciation is calculated by the straight-line method over the estimated useful lives of the fixed assets outlined below:

Buildings 3 - 70 years
Structures 2 - 45 years
Machinery and equipment 2 - 10 years
Tools, furniture and fixtures 2 - 15 years

#### **Intangible assets**

Intangible assets are amortized by the straight-line method.

 $Goodwill \ is \ amortized \ using \ straight-line \ method \ over \ 20 \ years.$ 

#### **Long-term prepaid expenses**

Long-term prepaid expenses are amortized by the straight-line method.

#### **Investment securities**

Non-marketable securities are stated at cost determined by the moving average method.

For the silent partnership equity interest, the method of allocating the partnership's profit/loss is based on the Company's proportional interest.

Notes to Financial Statements

#### **Impairment of fixed assets**

The Company reviews fixed assets for impairment whenever events or changes in circumstances indicate that the carrying value of its fixed assets may not be recoverable. An impairment loss is recognized if the carrying value of an asset exceeds the aggregate estimated future cash flows. If a fixed asset is determined to be impaired, it is written down to its recoverable amount and the write-down is recorded as an impairment loss during the period in which it occurs.

#### **Deferred investment corporation bond issuance costs**

Deferred investment corporation bond issuance costs are amortized by the straight-line method over the respective terms of the bonds.

#### Allowance for doubtful accounts

For allowance for doubtful accounts against possible losses arising from default on receivables, uncollectable amount is estimated and recorded by investigating collectability based on historical loan loss ratios for general receivables and on a case-by-case examination for doubtful and other specific receivables.

#### **Accounting treatment of beneficial interests in real estate**

All assets and liabilities held in trust, for which the real estate in possession of the Company was entrusted, and all related earnings and expenses incurred are reflected in the accompanying balance sheet and statement of income and retained earnings, respectively.

#### **Revenue recognition**

Operating revenues consist of rental revenues including base rents and common area charges, and other operating revenues including utility charge reimbursements, parking space rental revenues and other income. Rental revenues are generally recognized on an accrual basis over the life of each lease. Utility charge reimbursements are recognized when earned and their amounts are reasonably estimated.

#### **Property related taxes**

Property in Japan is subject to property taxes, urban planning taxes and depreciable property taxes on a calendar year basis. The taxes related to property are generally imposed based on the value of the relevant property and incurred for fiscal period.

The seller of a property is liable for property related taxes for the period from the purchase date through the end of that calendar year because taxes are imposed on the owner registered in the record as of January 1 for the entire year based on the assessment made by the local government. The amount applicable to the buyer of a property is usually settled between each party and capitalized as part of the acquisition cost of the property. The capitalized property related taxes amounted to \$5,370 thousand for the fiscal period ended February 29, 2016.

#### **Income taxes**

Deferred tax assets and liabilities are computed based on the differences between the financial statements and income tax bases of assets and liabilities using the applicable statutory tax rates.

#### **Consumption taxes**

Consumption taxes received and paid are not included in the accompanying statement of income and retained earnings.

#### **Derivative financial instruments**

The Company utilizes interest-rate swap contracts as derivative financial instruments only for the purpose of hedging its exposure to changes in interest rates. The Company defers recognition of gains or losses resulting from changes in the fair value of interest-rate swap contracts which meet the criteria for deferral hedge accounting.

Although the deferred hedge treatment is generally applied, the Company applies special treatment to those interest-rate swap contracts that meet the criteria for such special treatment. Under the special treatment, interest-rate swaps are not remeasured at fair value; instead, the net amount paid or received under the interest rate swap contract is recognized and included in interest expense or income.

#### 4. CASH AND CASH EQUIVALENTS

Cash and cash equivalents as of February 29, 2016 consist of the following:

|                           | Thousands of Yen        |
|---------------------------|-------------------------|
|                           | As of February 29, 2016 |
| Cash and bank deposits    | ¥58,325,160             |
| Cash and cash equivalents | ¥58,325,160             |

Cash and cash equivalents was increased by ¥61,570,046 thousand by the merger.

Important contents of the non-cash transactions

NMF was established through the consolidation type merger of the former NMF with the consolidated investment corporations, namely NOF and NRF. The main breakdown of the assets and liabilities inherited from these three investment corporations is as follows. The increase of unitholders' capital and capital surplus are \$161,120,405 thousand and \$315,299,775 thousand respectively.

|                       | Thousands of Yen   |
|-----------------------|--|
|                       | For the period<br>from October 1, 2015<br>to February 29, 2016 |
| Current assets        | ¥63,281,118  |
| Non-current assets    | 783,332,892  |
| Deferred assets       | 24,926   |
| Total assets          | ¥846,638,936   |
| Current liabilities   | 62,222,671   |
| Long-term liabilities | 384,957,994  |
| Total liabilities     | ¥447,180,665   |
|                       |  |

### 5. SCHEDULE OF PROPERTY AND EQUIPMENT

Property and equipment as of February 29, 2016 consist of the following:

|  |                   | Thousands of Yen        |  |  |
|--|-------------------|-------------------------|--|--|
|  | As of February    | As of February 29, 2016 |  |  |
|  | Acquisition costs | Book value              |  |  |
| Land                                   | ¥171,862,734      | ¥171,862,734            |  |  |
| Buildings and structures               | 102,418,893       |                         |  |  |
| Accumulated depreciation               | (1,545,725)       | 100,873,168             |  |  |
| Machinery and equipment                | 501,737           |                         |  |  |
| Accumulated depreciation               | (48,242)          | 453,495                 |  |  |
| Tools, furniture and fixtures          | 21,885            |                         |  |  |
| Accumulated depreciation               | (765)             | 21,120                  |  |  |
| Land in trust                          | 351,799,273       | 351,799,273             |  |  |
| Buildings and structures in trust      | 165,430,281       |                         |  |  |
| Accumulated depreciation               | (9,325,899)       | 156,104,382             |  |  |
| Machinery and equipment in trust       | 67,591            |                         |  |  |
| Accumulated depreciation               | (2,382)           | 65,209                  |  |  |
| Tools, furniture and fixtures in trust | 203,098           |                         |  |  |
| Accumulated depreciation               | (15,802)          | 187,296                 |  |  |
| Lease assets in trust                  | 24,495            |                         |  |  |
| Accumulated depreciation               | (3,349)           | 21,146                  |  |  |
| Construction in progress               | 436,021           | 436,021                 |  |  |
| Total                                  | ¥781,823,844      | ¥781,823,844            |  |  |

**Financial Section** 

## Notes to Financial Statements

#### 6. SHORT-TERM DEBT AND CURRENT PORTION OF LONG-TERM DEBT

Short-term debt and current portion of long-term debt as of February 29, 2016 consist of the following:

|   | As of February 29, 2016   |   |
|---|---------------------------|---|
|   | Amount (Thousands of Yen) | Weighted-average interest rate (Note 1) |
| Unsecured loans from banks due on May 26, 2016                | ¥4,100,000                | 0.17545%                                |
| Unsecured loans from banks due on February 24, 2017           | 5,000,000                 | 0.67863%                                |
| Unsecured loans from a bank due on May 26, 2016               | 1,000,000                 | 0.52000%                                |
| Unsecured loans from a bank due on June 26, 2016              | 9,400,000                 | 1.11700%                                |
| Unsecured loans from a bank due on August 26, 2016            | 3,000,000                 | 1.10100%                                |
| Unsecured loans from a bank due on August 26, 2016            | 2,000,000                 | 0.79750%                                |
| Unsecured loans from a bank due on August 26, 2016            | 3,000,000                 | 0.44545%                                |
| Unsecured loans from a bank due on November 26, 2016          | 13,000,000                | 0.64250%                                |
| Unsecured loans from a bank due on February 26, 2017          | 1,000,000                 | 1.07450%                                |
| Unsecured loans from a bank due on February 26, 2017          | 2,000,000                 | 0.88700%                                |
| Unsecured loans from a bank due on February 26, 2017          | 1,800,000                 | 0.69000%                                |
| Unsecured loans from a bank due on February 26, 2017          | 4,500,000                 | 0.49545%                                |
| Unsecured loans from a bank due on June 25, 2016 (Note 2)     | 6,750,000                 | 1.97000%                                |
| Unsecured loans from a bank due on August 27, 2016 (Note 3)   | 1,080,000                 | 2.10000%                                |
| Unsecured loans from a bank due on February 26, 2016 (Note 4) | 1,400,000                 | 2.03000%                                |
| Unsecured loans from a bank due on May 26, 2025 (Note 5)      | 42,800                    | 2.17000%                                |
| Unsecured loans from a bank due on May 26, 2025 (Note 5)      | 42,800                    | 2.21812%                                |
| Total   | ¥59,115,600               |   |

- Note 1: The weighted-average interest rate is weighted by the balance of each borrowing at the end of the period and rounded to the nearest fifth decimal place. As for the borrowings, which were hedged by interest-rate swaps for the purpose of avoiding interest rate fluctuation risk, the swapped interest rates are used to calculate the weighted average of interest.
- Note 2: Repay ¥250 million of principal at each Repayment Date until December 25, 2015, and repay ¥6,750 million on December 25, 2016, the last repayment date.
- Note 3: The amount of ¥40 million every Date of Repayment from February 27, 2010 to February 27, 2016, and the repayment of ¥1,080 million on August 27, 2016, the Final Date of Repayment.
- Note 4: The amount of ¥50 million every Date of Repayment from August 26, 2010 to August 26, 2016, and ¥1,350 million on February 26, 2017, the last Date of Repayment.
- Note 5: Repay ¥10.7 million of principal at each repayment date during the period between August 26, 2013, and February 26, 2025, and repay ¥497.1 million on May 26, 2025, the last repayment date.
- (1) The Company entered into \$10,000 million credit facilities in the form of commitment lines with three financial institutions for the fiscal period ended February 29, 2016. The total unused amounts of such credit facilities were \$5,000 million as of February 29, 2016.
- (2) The Company entered into \(\frac{\pmathbb{3}}{30,000}\) million credit facilities in the form of commitment lines with three financial institutions for the fiscal period ended February 29, 2016. The total unused amounts of such credit facilities were \(\frac{\pmathbb{3}}{30,000}\) million as of February 29, 2016.

### 7. LONG-TERM DEBT

Long-term debt as of February 29, 2016 consist of the following:

| , ,  |                           |   |
|--|---------------------------|---|
|  | As of Februa              | ry 29, 2016                             |
|  | Amount (Thousands of Yen) | Weighted-average interest rate (Note 1) |
| Unsecured loans from banks due on March 11, 2017     | ¥5,000,000                | 0.39545%                                |
| Unsecured loans from banks due on March 26, 2017     | 1,000,000                 | 0.25545%                                |
| Unsecured loans from banks due on June 10, 2017      | 3,900,000                 | 1.43500%                                |
| Unsecured loans from banks due on August 26, 2017    | 750,000                   | 0.48000%                                |
| Unsecured loans from banks due on August 26, 2017    | 5,000,000                 | 0.25545%                                |
| Unsecured loans from banks due on August 27, 2017    | 9,000,000                 | 1.12850%                                |
| Unsecured loans from banks due on August 27, 2017    | 3,920,000                 | 1.08500%                                |
| Unsecured loans from banks due on September 26, 2017 | 4,000,000                 | 0.19545%                                |
| Unsecured loans from a bank due on December 26, 2017 | 12,900,000                | 1.03775%                                |
| Unsecured loans from banks due on February 26, 2018  | 1,000,000                 | 1.84650%                                |
| Unsecured loans from banks due on February 26, 2018  | 1,500,000                 | 0.48000%                                |
| Unsecured loans from banks due on February 27, 2018  | 5,420,000                 | 1.12013%                                |
| Unsecured loans from a bank due on May 26, 2018      | 12,200,000                | 0.86250%                                |
| Unsecured loans from banks due on June 26, 2018      | 2,000,000                 | 1.09000%                                |
| Unsecured loans from banks due on August 26, 2018    | 2,000,000                 | 1.03500%                                |
| Unsecured loans from a bank due on August 26, 2018   | 5,400,000                 | 0.99000%                                |
| Unsecured loans from a bank due on November 26, 2018 | 2,000,000                 | 0.93600%                                |
| Unsecured loans from a bank due on November 26, 2018 | 4,000,000                 | 0.72500%                                |
| Unsecured loans from a bank due on November 26, 2018 | ¥3,000,000                | 0.77650%                                |
|  |                           |   |

|   | As of Fahrmann 20, 2010      |   |
|---|------------------------------|---|
|   | As of February 29, 2016      |   |
|   | Amount<br>(Thousands of Yen) | Weighted-average interest rate (Note 1) |
| Unsecured loans from banks due on November 26, 2018   | ¥1,000,000                   | 0.48250%                                |
| Unsecured loans from banks due on November 26, 2018   | 1,700,000                    | 0.50250%                                |
| Unsecured loans from a bank due on February 26, 2019  | 3,000,000                    | 1.44450%                                |
| Unsecured loans from a bank due on February 26, 2019  | 2,000,000                    | 0.90759%                                |
| Unsecured loans from a bank due on February 26, 2019  | 5,300,000                    | 0.87695%                                |
| Unsecured loans from a bank due on May 26, 2019   | 9,000,000                    | 1.11750%                                |
| Unsecured loans from a bank due on May 26, 2019   | 1,000,000                    | 1.04875%                                |
| Unsecured loans from a bank due on May 26, 2019   | 1,100,000                    | 0.69894%                                |
| Unsecured loans from a bank due on August 26, 2019  | 2,200,000                    | 1.22000%                                |
| Unsecured loans from a bank due on August 26, 2019  | 5,700,000                    | 1.25200%                                |
| Unsecured loans from a bank due on August 26, 2019  | 2,500,000                    | 1.27625%                                |
| Unsecured loans from a bank due on August 26, 2019  | 4,700,000                    | 0.81080%                                |
| Unsecured loans from a bank due on November 26, 2019  | 1,600,000                    | 1.16500%                                |
| Unsecured loans from a bank due on November 26, 2019  | 4,000,000                    | 0.72650%                                |
| Unsecured loans from a bank due on November 26, 2019  | 5,600,000                    | 0.54065%                                |
| Unsecured loans from a bank due on November 26, 2019  | 3,450,000                    | 0.37420%                                |
| Unsecured loans from a bank due on February 26, 2020  | 5,750,000                    | 1.01150%                                |
| Unsecured loans from a bank due on February 26, 2020  | 2,500,000                    | 0.64685%                                |
| Unsecured loans from a bank due on May 26, 2020   | 10,000,000                   | 1.33750%                                |
| Unsecured loans from a bank due on May 26, 2020   | 800,000                      | 1.25875%                                |
| Unsecured loans from a bank due on May 27, 2020   | 1,000,000                    | 1.48625%                                |
| Unsecured loans from a bank due on August 26, 2020  | 1,100,000                    | 1.53674%                                |
| Unsecured loans from a bank due on August 26, 2020  | 800,000                      | 1.28277%                                |
| Unsecured loans from a bank due on August 26, 2020  | 4,700,000                    | 1.18000%                                |
| Unsecured loans from a bank due on August 26, 2020  | 500,000                      | 1.15566%                                |
| Unsecured loans from a bank due on August 26, 2020  | 4,500,000                    | 1.08100%                                |
| Unsecured loans from a bank due on August 26, 2020  | 1,000,000                    | 0.72000%                                |
| Unsecured loans from a bank due on November 26, 2020  | 3,500,000                    | 0.46075%                                |
| Unsecured loans from a bank due on November 26, 2020  | 2,350,000                    | 0.46190%                                |
| Unsecured loans from a bank due on November 26, 2020  | 500,000                      | 0.47375%                                |
| Unsecured loans from a bank due on February 26, 2021  | 5,000,000                    | 1.35250%                                |
| Unsecured loans from a bank due on February 26, 2021  | 2,000,000                    | 1.17750%                                |
| Unsecured loans from a bank due on February 26, 2021  | 2,000,000                    | 1.19211%                                |
| Unsecured loans from a bank due on February 26, 2021 Unsecured loans from a bank due on February 26, 2021 | 2,000,000                    | 0.80832%                                |
|   | 3,000,000                    | 0.86350%<br>0.85050%                    |
| Unsecured loans from a bank due on February 26, 2021  | 2,120,000                    |   |
| Unsecured loans from a bank due on February 26, 2021 Unsecured loans from a bank due on February 26, 2021 | 500,000<br>2,000,000         | 0.46725%<br>0.22560%                    |
| Unsecured loans from a bank due on May 26, 2021   | 8,000,000                    | 1.56250%                                |
| Unsecured loans from a bank due on May 26, 2021  Unsecured loans from a bank due on May 26, 2021          | 1,000,000                    | 1.46375%                                |
| Unsecured loans from a bank due on May 27, 2021   | 1,000,000                    | 1.68200%                                |
| Unsecured loans from a bank due on May 27, 2021  Unsecured loans from a bank due on May 27, 2021          | 3,500,000                    | 1.62500%                                |
| Unsecured loans from a bank due on July 26, 2021  | 4,180,000                    | 1.23920%                                |
| Unsecured loans from a bank due on August 26, 2021  | 2,700,000                    | 1.24100%                                |
| Unsecured loans from a bank due on August 26, 2021  Unsecured loans from a bank due on August 26, 2021    | 3,600,000                    | 0.81585%                                |
| Unsecured loans from a bank due on November 26, 2021  | 2,000,000                    | 1.30289%                                |
| Unsecured loans from a bank due on November 26, 2021  | 2,000,000                    | 1.11662%                                |
| Unsecured loans from a bank due on November 26, 2021  | 4,900,000                    | 0.97410%                                |
| Unsecured loans from a bank due on January 26, 2022   | 3,500,000                    | 1.48300%                                |
| Unsecured loans from a bank due on February 26, 2022  | 4,500,000                    | 1.31850%                                |
| Unsecured loans from a bank due on February 26, 2022  | 2,750,000                    | 1.29600%                                |
| Unsecured loans from a bank due on February 26, 2022  | 4,000,000                    | 1.16000%                                |
| Unsecured loans from a bank due on May 26, 2022   | 5,500,000                    | 1.25900%                                |
| Unsecured loans from a bank due on August 26, 2022  | 2,980,000                    | 1.19700%                                |
| Unsecured loans from a bank due on August 26, 2022  | 3,000,000                    | 1.09133%                                |
| Unsecured loans from a bank due on August 26, 2022  | 4,000,000                    | 1.08034%                                |
| Unsecured loans from a bank due on November 26, 2022  | 2,100,000                    | 0.92280%                                |
| Unsecured loans from a bank due on November 26, 2022  | 1,800,000                    | 1.05000%                                |
| Unsecured loans from a bank due on November 26, 2022  | 4,550,000                    | 1.11000%                                |
| Choocarda loano nom a bank ado on Novombor 20, 2022   |                              |   |

|  | As of February 29, 2016      |   |
|--|------------------------------|---|
|  | Amount<br>(Thousands of Yen) | Weighted-average interest rate (Note 1) |
| Unsecured loans from a bank due on November 26, 2022     | ¥1,000,000                   | 0.71221%                                |
| Unsecured loans from a bank due on November 26, 2022     | 1,500,000                    | 0.69250%                                |
| Unsecured loans from a bank due on February 26, 2023     | 1,300,000                    | 1.13250%                                |
| Unsecured loans from a bank due on May 26, 2023          | 2,000,000                    | 1.86500%                                |
| Unsecured loans from a bank due on May 26, 2023          | 2,000,000                    | 1.89500%                                |
| Unsecured loans from a bank due on May 26, 2023          | 1,000,000                    | 1.83875%                                |
| Unsecured loans from a bank due on August 26, 2023       | 1,000,000                    | 1.14850%                                |
| Unsecured loans from a bank due on August 26, 2023       | 1,000,000                    | 1.15850%                                |
| Unsecured loans from a bank due on August 26, 2023       | 1,000,000                    | 1.18032%                                |
| Unsecured loans from a bank due on August 26, 2023       | 4,000,000                    | 1.20772%                                |
| Unsecured loans from a bank due on August 26, 2023       | 6,100,000                    | 1.08510%                                |
| Unsecured loans from a bank due on November 26, 2023     | 2,000,000                    | 1.75900%                                |
| Unsecured loans from a bank due on November 26, 2023     | 2,600,000                    | 0.82800%                                |
| Unsecured loans from a bank due on February 26, 2024     | 2,750,000                    | 1.59400%                                |
| Unsecured loans from a bank due on June 26, 2024         | 2,700,000                    | 0.85925%                                |
| Unsecured loans from a bank due on August 26, 2024       | 3,000,000                    | 0.58175%                                |
| Unsecured loans from a bank due on January 26, 2025      | 1,100,000                    | 1.09830%                                |
| Unsecured loans from a bank due on January 26, 2025      | 1,100,000                    | 1.06250%                                |
| Unsecured loans from a bank due on January 26, 2025      | 2,000,000                    | 1.03955%                                |
| Unsecured loans from a bank due on October 26, 2030      | 1,100,000                    | 1.92250%                                |
| Unsecured loans from a bank due on October 26, 2030      | 1,100,000                    | 1.91700%                                |
| Unsecured loans from a bank due on May 26, 2025 (Note 2) | 839,500                      | 2.17000%                                |
| Unsecured loans from a bank due on May 26, 2025 (Note 2) | 839,500                      | 2.21812%                                |
| Total  | ¥311,549,000                 |   |

Note 1: The weighted-average interest rate is weighted by the balance of each borrowing at the end of the period and rounded to the nearest fifth decimal place. As for the borrowings, which were hedged by interest-rate swaps for the purpose of avoiding interest rate fluctuation risk, the swapped interest rates are used to calculate the weighted average of interest.

Note 2: Installments of ¥10.7 million will be made on the 26th day of every third month starting on August 26, 2013, with the remaining payment of ¥497.1 million to be repaid on May 26, 2025.

The scheduled repayment amounts of long-term debt for each of the five years after the balance sheet date (excluding the current portion of long-term debt) are as follows.

|                | mousein     |             |             | mousanus or ren |
|----------------|-------------|-------------|-------------|-----------------|
|                | 1-2 years   | 2-3 years   | 3-4 years   | 4-5 years       |
| Long-term debt | ¥53,475,600 | ¥43,685,600 | ¥49,185,600 | ¥49,455,600     |

#### 8. INVESTMENT CORPORATION BONDS

Details of investment corporation bonds outstanding are summarized as follows:

|   | As of Februa                 | ry 29, 2016                       |
|---|------------------------------|-----------------------------------|
|   | Amount<br>(Thousands of Yen) | Weighted-average<br>interest rate |
| NOF's 2nd series of unsecured investment corporation bonds due on March 16, 2020          | ¥5,000,000                   | 2.47%                             |
| NOF's 6th series of unsecured investment corporation bonds due on March 17, 2017          | 5,000,000                    | 2.21%                             |
| NOF's 7th series of unsecured investment corporation bonds due on March 17, 2028          | 4,500,000                    | 2.9%                              |
| NOF's 9th series of unsecured investment corporation bonds due on November 24, 2017       | 4,000,000                    | 1.52%                             |
| NRF's 2nd series of unsecured investment corporation bonds due on February 24, 2017       | 5,000,000                    | 1.03%                             |
| Former NMF's 1st series of unsecured investment corporation bonds due on October 30, 2024 | 3,000,000                    | 0.87%                             |
| NOF's 10th series of unsecured investment corporation bonds due on November 25, 2024      | 6,000,000                    | 1.02%                             |
| Total   | ¥32,500,000                  |                                   |

The scheduled redemption amounts of investment corporation bonds for each of the five years after the balance sheet date are as follows.

|                              |               |            |           | Inousands of Yen |            |
|------------------------------|---------------|------------|-----------|------------------|------------|
|                              | Within a year | 1-2 years  | 2-3 years | 3-4 years        | 4-5 years  |
| Investment corporation bonds | ¥5,000,000    | ¥9,000,000 | -         | -                | ¥5,000,000 |

#### 9. UNITHOLDERS' EQUITY

The Company issues only non-par value investment units in accordance with the Investment Trust Act. The entire amount of the issue price of new units is designated as stated capital. The Company is required to maintain net assets of at least \(\frac{1}{2}\)50,000 thousand as set forth in the Investment Trust Act.

#### **10. PER UNIT INFORMATION**

The net asset values per unit and the net income per unit as of February 29, 2016 were as follows:

|                     | For the period<br>from October 1, 2015<br>to February 29, 2016 |
|---------------------|--|
| Net assets per unit | ¥128,318   |
| Net income per unit | ¥1,087   |
|                     |  |

Note 1: The net income per unit is calculated by dividing net income by the weighted-average number of units outstanding.

Note 2: The basis for calculating net income per unit is as follow

| For the period<br>from October 1, 2015<br>to February 29, 2016 |
|--|
| ¥4,048,278   |
| -  |
| ¥4,048,278   |
| 3,722,010  |
|  |

#### 11. RELATED PARTY TRANSACTIONS

#### For the periods from October 1, 2015 to February 29, 2016

Parent Company and major corporate unitholders

Not applicable

Subsidiaries and affiliates

Not applicable

Fellow subsidiary companies

Not applicable

Directors and major individual unitholders

Not applicable

#### 12. INCOME TAXES

The Company, as an investment corporation, is subject to corporate income taxes at a statutory tax rate of approximately 34% for the fiscal period ended February 29, 2016. However, the Company may deduct dividend distributions paid to its unitholders from its taxable income amounts, provided such distributions meet the requirements under the Act on Special Measures Concerning Taxation of Japan. Under this act, an investment corporation must meet a number of tax requirements, including a requirement to distribute in excess of 90% of its distributable income for the fiscal period, in order to deduct such amounts. If the investment corporation does not satisfy all of the requirements, the entire taxable income of the investment corporation will be subject to regular corporate income taxes.

Since the Company distributed in excess of 90% of its distributable income in the form of cash distributions totaling \$8,259,140 thousand for the fiscal period ended February 29, 2016 respectively, such distributions were treated as deductible distributions for purposes of corporate income taxes.

The following summarizes breakdown of deferred tax assets and liabilities:

|   | Thousands of Yen   |
|---|--|
|   | For the period<br>from October 1, 2015<br>to February 29, 2016 |
| Deferred tax asset:                                     |  |
| Valuation difference on other assets acquired by merger | ¥15,343,108  |
| Deferred gains or losses on hedges                      | 926,521  |
| Unearned revenue  | 389,900  |
| Write-offs for long-term prepaid expenses               | 36,451   |
| Impairment losses of non-repudiation                    | 25,531   |
| Depreciation costs of trust leasehold rights            | 500  |
| Accrued enterprise tax                                  | 97   |
| Overtime allowance for doubtful accounts                | 17   |
| Subtotal  | ¥16,722,125  |
| Valuation allowance                                     | (¥16,722,125)  |
| Total non-current deferred tax assets                   | _  |
| Total deferred tax assets                               | _  |
| Net deferred tax assets                                 | -  |

The net income per unit is calculated by dividing net income by the weighted-average number of units outstanding.

|                               | For the period<br>from October 1, 2015<br>to February 29, 2016 |
|-------------------------------|--|
| Statutory tax rate            | 32.31%   |
| Deductible cash distributions | (58.38%)   |
| Valuation of allowance        | 13.16%   |
| Amortization of goodwill      | 12.94%   |
| Other                         | 0.01%  |
| Effective tax rate            | 0.05%  |

#### 13. FINANCIAL INSTRUMENTS

#### **Overview**

(1) Policy for Financial Instruments

Upon acquisition of property-related assets, the Company may raise funds through certain financing methods including borrowings, issuance of investment corporation bonds and issuance of investment units. In financing through interest-bearing debt, to secure stable financing capability and reduce future risks of rising interest rates, the Company's investment policy is to secure longer-term, fixed-rate borrowings with well-diversified maturities.

The Company enters into derivative transactions only for the purpose of reducing risk of future interest rate fluctuations and does not engage in speculative transactions.

(2) Type and Risk of Financial Instruments and Related Risk Management

Debts and investment corporation bonds are primarily used to fund the acquisition of property-related assets as well as the repayment of debts and redemption of investment corporation bonds. The Company is exposed to liquidity risk of being unable to meet its obligations on scheduled due dates. The Company controls and limits such risk by diversifying not only the financial institutions, but also the type of financing to include the effective use of surplus funds and direct financing from the capital markets such as issuance of investment units. In addition, the Company is exposed to the market risk arising from fluctuations in interest rates on its floating-rate debts. However, the effect of such risk on the operation of the Company is limited by maintaining the LTV ratio at low levels and the ratio of long-term fixed-rate debts to total debt at high levels. Furthermore, the Company may utilize derivative transactions (interest-rate swap transactions) as a hedging instrument to reduce the market risk under floating-rate debts by swapping such floating-rate interest payments for fixed-rate interest payments.

Bank deposits are held as a means of investing surplus funds, and the Company is exposed to the credit risk that financial institutions may default. However, the effect of such risk is limited by diversifying the financial institutions with which surplus funds are deposited.

(3) Supplementary Explanation on Estimated Fair Value of Financial Instruments

The fair value of financial instruments is based on the quoted market price, if applicable. When there is no quoted market price available, fair value is reasonably estimated. Certain assumptions are used for the estimation of fair value. Accordingly, the result of such estimation may change if different assumptions are used. Furthermore, the contractual amounts of derivative transactions stated in "19. Derivatives and Hedge Accounting" below do not represent the market risk involved in these derivative transactions.

#### **Fair Value of Financial Instruments**

For the period from October 1, 2015 to February 29, 2016

The following table summarizes the carrying value and the estimated fair values of financial instruments as of February 29, 2016.

Thousands of Yen

|       |   | Carrying value (Note 1) | Fair value (Note 1) | Difference |
|-------|---|-------------------------|---------------------|------------|
| (i)   | Cash and bank deposits                          | ¥58,325,160             | ¥58,325,160         | _          |
| (ii)  | Short-term debt                                 | (9,100,000)             | (9,100,000)         | _          |
| (iii) | Current portion of investment corporation bonds | (5,000,000)             | (5,046,550)         | ¥46,550    |
| (iv)  | Current portion of long-term debt               | (50,015,600)            | (50,192,167)        | 176,567    |
| (v)   | Investment corporation bonds                    | (27,500,000)            | (29,536,482)        | 2,036,482  |
| (vi)  | Long-term debt                                  | (311,549,000)           | (318,556,852)       | 7,007,852  |
| (vii) | Derivative transactions                         | (¥2,882,186)            | (¥2,882,186)        | _          |

Note 1: The numbers in parenthesis indicate liabilities.

Note 2: Method for determining the fair value of financial instruments and derivative transactions

(i) Cash and bank deposits and (ii) Shot-term debt

As these items are settled within a short-term period, their fair value is nearly equal to the carrying value. Therefore, for these items, the carrying value is reported as the fair value.

(iii) Current portion of long-term debt and (iv) Long-term debt

For floating-rate long-term debt, the carrying value is reported as it is considered to be approximately equal to the fair value because such debt reflects the market interest rates within a short-term period. (However, the fair value of certain floating-rate long-term debt that qualifies for the special treatment of interest-rate swaps (see "19. Derivatives and Hedge Accounting") is determined by discounting the sum of its principal and interest payments net of any cash flows from the interest-rate swap at a rate reasonably estimated to be applicable to similar fixed-rate debt.) The fair value of fixed-rate long-term debt is determined by discounting the sum of its principal and interest payments at a rate reasonably estimated to be applicable to similar fixed-rate debt.)

(v) Derivative transactions

See "19. Derivatives and Hedge Accounting."

Note 3: Financial instruments for which fair value is difficult to determine

Thousands of Yen

| As of February 29, 2016 |
|-------------------------|
| ¥91,431                 |
| _                       |

(\*) The fair value of the investment securities is not disclosed because there is no quoted market price available for these securities and it is extremely difficult to determine the fair value.

Note 4: Redemption schedule for cash and bank deposits as of February 29, 2016

Thousands of Yen

|                        | Due within<br>one year | After one year, within two years | • , | After three years, within four years | • ' | After five years |
|------------------------|------------------------|----------------------------------|-----|--------------------------------------|-----|------------------|
| Cash and bank deposits | ¥58,325,160            | -                                | -   | -                                    | _   | _                |
| Total                  | ¥58,325,160            | _                                | _   | _                                    | _   | _                |

Note 5: Redemption schedule for debt as of February 29, 2016

Thousands of Yen

|                              | Due within<br>one year | After one year, within two years | After two years, within three years | After three years, within four years | After four years, within five years | After five years |
|------------------------------|------------------------|----------------------------------|-------------------------------------|--------------------------------------|-------------------------------------|------------------|
| Short-term debt              | ¥9,100,000             | -                                | -                                   | _                                    | _                                   | _                |
| Investment corporation bonds | ¥5,000,000             | ¥9,000,000                       | _                                   | -                                    | ¥5,000,000                          | ¥13,500,000      |
| Long-term debt               | ¥50,015,600            | ¥53,475,600                      | ¥43,685,600                         | ¥49,185,600                          | ¥49,455,600                         | ¥115,746,600     |
| Total                        | ¥64,115,600            | ¥62,475,600                      | ¥43,685,600                         | ¥49,185,600                          | ¥54,455,600                         | ¥129,246,600     |

#### 14. INVESTMENT AND RENTAL PROPERTIES

The Company owns leasable office, leasable retail facilities, leasable logistics facilities and leasable residential (including land) in Greater Tokyo area and other areas for the purpose of earning revenue from leasing. The following table summarizes the carrying value and the estimated fair value of these properties.

Thousands of Yen

|   | from October 1, 2015<br>to February 29, 2016 |
|---|--|
| Carrying value                                  |  |
| Balance at beginning of the period              | ¥781,610,588                                 |
| Amount of increase (decrease) during the period | 8,696,317                                    |
| Balance at end of the period                    |  |
| Fair value at end of the period                 | ¥829,072,000                                 |
|   |  |

Note 1: The carrying value represents the acquisition cost less accumulated depreciation

Note 2: The major increase in the carrying value during the period ended February 29, 2016 was mainly due to the acquisition of NRE Kichijoji Building™ (¥5,347,396 thousand) and GEMS Ichigaya (¥2,112,624 thousand) and PROUD FLAT Hatchobori (¥962,150 thousand) and PROUD FLAT Itabashi Honcho (¥767,484 thousand) and decrease in the carrying value during the period ended February 29, 2016 was mainly due to depreciation (total ¥3,471,460 thousand).

Note 3: The fair value as of February 29, 2016 represents the sum of the appraisal values estimated by external real estate appraisers.

The real estate rental revenues and expenses for the fiscal period ended February 29, 2016 are presented in "16. Breakdown of Real Estate Rental Revenues and Expenses".

#### 15. SEGMENT INFORMATION

#### For the periods from October 1, 2015 to February 29, 2016

Segment Information

Since the Company has been engaged in the real estate leasing business as a single segment, segment information has been omitted

#### **Related Information**

1. Information about products and services

Since revenues from external customers of products and services within a single segment are more than 90 percent of total operating revenues, information about products and services has been omitted.

- 2. Information about geographical areas
- (1) Revenues

Since more than 90 percent of the total operating revenues were generated from external customers in Japan, geographical breakdown of revenues has been omitted.

(2) Property and equipment

Since more than 90 percent of the total property and equipment on the balance sheet are located in Japan, geographical breakdown of property and equipment has been omitted.

3. Information about major clients

| Customer name                         | Revenues (Thousands of Yen) | Related segment name        |
|---------------------------------------|-----------------------------|-----------------------------|
| Nomura Real Estate Partners Co., Ltd. | 3.542.264                   | Rental real estate business |

#### 16. BREAKDOWN OF REAL ESTATE RENTAL REVENUES AND EXPENSES

Real estate rental revenues and expenses for the fiscal period ended February 29, 2016 consist of the following:

|                              | Thousands of Yen   |
|------------------------------|--|
|                              | For the period<br>from October 1, 2015<br>to February 29, 2016 |
| Real estate rental revenues  | ¥24,312,612  |
| Rental revenues              | 22,286,436   |
| Rental revenues              | 20,176,657   |
| Common area charges          | 2,109,779  |
| Other rental revenues        | 2,026,176  |
| Parking revenues             | 450,566  |
| Incidental income            | 1,529,932  |
| Other miscellaneous revenues | 45,678   |
| Real estate rental expenses  | 11,546,709   |
| Property management costs    | 1,378,031  |
| Property management fees     | 654,354  |
| Property and other taxes     | 2,114,886  |
| Utility expenses             | 1,389,966  |
| Casualty insurance           | 30,985   |
| Repairs and maintenance      | 1,555,617  |
| Land rents                   | 162,378  |
| Depreciation                 | 3,471,462  |
| Other rental expenses        | 789,030  |
| Real estate rental profits   | ¥12,765,903  |

#### **17. IMPAIRMENT LOSS**

In the fiscal period ended February 29, 2016, the Company recorded impairment loss on the following asset group.

| Property name              | Use         | Туре                  | Location | Impairment loss<br>(Thousands of Yen) |
|----------------------------|-------------|-----------------------|----------|---------------------------------------|
| Toho Edogawabashi Building | Office      | Buildings, land, etc. | Tokyo    | ¥50,924                               |
| PRIME URBAN Nakano         | Residential | Buildings, land, etc. | Tokyo    | 20,959                                |
| PRIME URBAN Urayasu II     | Residential | Buildings, land, etc. | Chiba    | ¥7,137                                |

In calculating impairment loss, each property is considered a single asset group. In the fiscal period ended February 29, 2016, based on their intended sale and the conclusion of a purchase agreement on March 30, 2016 for the above three of fixed asset groups, the book value was reduced to the recoverable amount and the difference was charged to the operating expenses account as impairment loss.

Furthermore, as the impairment loss arising from the sale is deemed to be similar to operating expenses in nature, it was charged to the operating expenses account in accordance with Article 48, Paragraph 2 of the "Regulations Concerning Accounting of Investment Corporations".

In addition, the recoverable amount of the asset groups was determined by the net selling value. The net selling value is calculated as the actual selling price net of the estimated selling-related expenses.

#### 18. LEASES

The future minimum rental revenues from tenants under non-cancelable operating lease of properties as of February 29, 2016 are summarized as follows:

|                     | Thousands of Yen        |
|---------------------|-------------------------|
|                     | As of February 29, 2016 |
| Due within one year | ¥23,715,979             |
| Due after one year  | 58,287,999              |
| Total               | ¥82.003.978             |

#### 19. DERIVATIVES AND HEDGE ACCOUNTING

#### Derivative transactions as of February 29, 2016

- (1) There were no derivative financial instruments not subject to hedge accounting.
- (2) Derivative financial instruments subject to hedge accounting were as follows:

Thousands of Yen

Thousands of Ven

|  |   | Notional amount     |              |                    |                          |
|--|---|---------------------|--------------|--------------------|--------------------------|
| Hedge accounting<br>method               | Type of derivative instruments                              | Main hedged<br>item | (Note 1)     | Due after one year | Fair value (Note 2)      |
| Principal treatment method               | Interest-rate swaps:<br>Received/floating and<br>paid/fixed | Long-term debt      | ¥149,700,000 | ¥130,457,200       | (¥2,882,186)<br>(Note 3) |
| Special treatment of interest-rate swaps | Interest-rate swaps:<br>Received/floating and<br>paid/fixed | Long-term debt      | 103,382,300  | 90,339,500         | (2,492,211)<br>(Note 4)  |
|  | Total   |                     | ¥253,082,300 | ¥220,796,700       | (¥5,374,397)             |

Note 1: Contract amount is based on notional amount.

Note 2: Fair value is calculated by swap counterparty, based on the actual market interest rate, etc.

Note 3: Out of the fair value, (\$14,591 thousand) is booked as "accrued expenses" on the Balance Sheet.

Note 4: Out of the fair value, (¥2,492,211 thousand) is not marked to market on the Balance Sheet, since adopting special treatment for interest-rate swaps.

#### 20. CASH DISTRIBUTIONS

|  | IIIUusanus ui ten  |
|--|--|
|  | For the period from October 1, 2015 to February 29, 2016 |
| 1. Retained earnings at end of period  | ¥4,048,907,447   |
| 2. Distributions in excess of retained earnings  | ¥7,079,263,020   |
| Of which, allowance for temporary difference adjustment  | ¥6,137,594,490   |
| Of which, other distributions in excess of net income  | ¥941,668,530   |
| 3. Distributions   | ¥8,259,140,190   |
| [Distribution per unit]  | (¥2,219  |
| Of which, distributions of earnings  | ¥1,179,877,170   |
| [Of which, other distributions in excess of net income (per unit)]   | (¥317  |
| Of which, allowance for temporary difference adjustments   | ¥6,137,594,490   |
| [Of which, distributions in excess of retained earnings per unit [allowance for temporary difference adjustments]] | (¥1,649  |
| Of which, other distributions in excess of net income  | ¥941,668,530   |
| [Of which, distributions in excess of retained earnings per unit [other distributions in excess of net income]]    | (¥253  |
| 4. Retained earnings carried forward   | ¥2,869,030,277   |

## Notes to Financial Statements

Calculation method of distribution amount

Concerning distributions for the 1st fiscal period, the Company set the distribution per unit at ¥2,219.

With regard to the above distribution, in order to include the maximum amount of earnings distributions in tax deductible expenses in accordance with the special measures for the tax treatment (Article 67-15, Paragraph 1 of the Act on Special Measures Concerning Taxation (Act No. 26 of 1957)), NMF decided to distribute almost the entire amount of net income as stipulated in Article 136 Paragraph 1 of the Investment Trust Act, excluding fractional amounts of the earnings distribution per investment unit less than one yen. Accordingly, the Company declared an earnings distribution per investment unit (excluding distributions in excess of earnings) of ¥317.

In addition, in accordance with the distribution policy stipulated in the Articles of Incorporation and in consideration of the impact that costs related to the merger, such as amortization costs of goodwill and reduction in net assets (as described in Article 2 Paragraph 2 (30) (b) of the Calculation Rules for Investment Corporations; together with costs related to the merger such as amortization costs of goodwill (hereafter, "merger-related costs, etc.")) will have on distributions, NMF will distribute a distribution in excess of earnings that it decides with the amount equivalent to the merger-related costs (hereinafter, "distribution in excess of earnings"). When making distributions in excess of earnings, if each period's distribution of the allowance for temporary difference adjustments (that which is stipulated in Article 2 Paragraph 2 (30) (b) of the Calculation Rules for Investment Corporations) is less than the amount of merger-related costs, etc., then other distribution in excess of net income will also be made.

For the fiscal period ended February 29, 2016, the Company decided to pay out ¥7,079 million of distributions in excess of earnings, which is the sum of ¥1,622 million of amortization expenses for goodwill, ¥2,590 million of fees paid to the Asset Management Company for the merger and ¥2,867 million of deferred losses on hedges as well as pay out ¥6,137 million as distribution of allowance for temporary difference adjustments, and so the per unit distribution of allowance for temporary difference adjustments was ¥1,649. In addition, the Company decided to pay out ¥941 million of other distribution in excess of net income, and so the per unit distribution of other distribution in excess of net income was ¥253.

## 21. INFORMATION ON ALLOWANCE FOR TEMPORARY DIFFERENCE ADJUSTMENTS

Reason, related assets and amounts

Thousands of Yer

| Related assets, etc.                       | Reason  | Allowance for temporary difference adjustments |
|--|---|--|
| Goodwill                                   | Amortization of goodwill  | ¥1,622,398                                     |
| Land, buildings, etc.                      | Merger-related costs  | 2,638,862                                      |
| Land, buildings, etc.                      | Impairment loss   | 79,020   |
| Deferred gains or losses on hedges         | Loss on interest-rate swaps recognized at the end of the fiscal period        | 2,867,595                                      |
| Increase - subtotal                        |   | 7,207,875                                      |
| Buildings, building improvements, etc.     | Depreciation deficiency equivalent  | (790,132)                                      |
| Investment corporation bond issuance costs | Investment corporation bonds issuance cost amortization deficiency equivalent | (97,557)                                       |
| Unearned income, etc.                      | Write-down of loss on interest rate swap due to merger                        | (172,304)                                      |
| Other                                      | _   | (10,287)                                       |
| Decrease - subtotal                        |   | (1,070,280)                                    |
| Total                                      |   | ¥6,137,594                                     |

#### Method of reversal

(1) Amortization of goodwill

In principle, amortization of goodwill is not reversed.

(2) Merger-related costs

| Item                     | Method of reversal   |
|--------------------------|--|
| Buildings, etc.          | Upon depreciation or sale, the corresponding amount is scheduled to be reversed. |
| Land                     | Upon sale, the corresponding amount is scheduled to be reversed.                 |
| Buildings in trust, etc. | Upon depreciation or sale, the corresponding amount is scheduled to be reversed. |
| Land in trust, etc.      |  |
| Leasehold                | Upon sale, the corresponding amount is scheduled to be reversed.                 |
| Leasehold in trust       |  |
| Investment securities    | Upon redemption, etc., the corresponding amount is scheduled to be reversed.     |

#### (3) Impairment loss

At the time of the sale of the relevant property, the corresponding amount is scheduled to be reversed.

(4) Deferred gains or losses on hedges

Based on changes in the fair value of the hedging instruments, the corresponding amount is scheduled to be reversed.

#### 22. BUSINESS COMBINATION

Current fiscal period (From October 1, 2015 to February 29, 2016)

Business Combination through Acquisition

- 1. Overview of Business Combination
- (1) Name and Business Description of Acquirees

| Names of acquirees                                | Business description         |
|---|------------------------------|
| Nomura Real Estate Office Fund, Inc. ("NOF")      | Real estate investment trust |
| Nomura Real Estate Residential Fund, Inc. ("NRF") | Real estate investment trust |

#### (2) Main Reasons for Business Combination

NMF believed that the merger would expand acquisition opportunities, stabilize the portfolio, enhance risk tolerance, increase competitive strength for asset acquisitions and stabilize the financial base by increasing the asset size and diversifying target investment sectors. In addition, NMF believed that it could achieve both growth and stable management by effectively leveraging the wide-range of know-how and brands held by Nomura Real Estate Group, one of the major comprehensive real estate developers in Japan. As such, NMF was confident that the merger was the best option for its unitholders and has therefore entered into the merger agreement.

(3) Date of Business Combination

October 1, 2015

(4) Legal Framework of Business Combination

A consolidation-type merger involving the former NMF, and NOF and NRF, as the consolidated investment corporations.

(5) Name of the Investment Corporation after Business Combination

Nomura Real Estate Master Fund, Inc.

- (6) Main Reasons for Determining Acquiring Company
  - [1] The former NMF's unitholders hold the most voting rights among the three investment corporations.
  - [2] The Company's Board of Directors is constituted from the former NMF's Board of Directors.
- 2. Operating Period of Acquirees Included in the Statement of Income and Retained Earnings

| Names of acquirees | Operating period                          |
|--------------------|---|
| NOF                | From October 1, 2015 to February 29, 2016 |
| NRF                | From October 1, 2015 to February 29, 2016 |

#### 3. Acquisition Cost of Acquirees and the Breakdown

| Names of acquirees | Acquisition cost      |
|--------------------|-----------------------|
| NOF                | ¥205,604,427 thousand |
| NRF                | ¥109,695,348 thousand |
| Total              | ¥315,299,775 thousand |

- 4. Exchange Ratio, Method of Calculation and Number of Investment Units Delivered as Consideration for the Acquisition
- (1) Exchange Ratio of Investment Units

|              | The Company | Former NMF | NOF  | NRF  |
|--------------|-------------|------------|------|------|
| Merger Ratio | 1.00        | 1.00       | 3.60 | 4.45 |

#### (2) Method of Calculation

Each investment corporation appointed a financial advisor for the merger and requested each financial advisor to perform a financial analysis of the merger ratio. The former NMF appointed Nomura Securities Co., Ltd., NOF appointed Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. and NRF appointed SMBC Nikko Securities Inc. (hereafter, referred to as the "FA"). The merger ratios were calculated based on factors such as financial position, asset status and future outlooks, and the merits of the merger were comprehensively considered upon reference to the results of the calculations of the financial position by each FA, leading to an agreement among the former NMF, NOF and NRF with regard to the above merger ratios.

(3) Number of Investment Units Granted

| Names of acquirees | Investment units issued |
|--------------------|-------------------------|
| NOF                | 1,341,190 units         |
| NRF                | 715,560 units           |

5. Details on and Amount of Main Acquisition-Related Expenses

| Description                 | Relevant investment corporation | Amount              |  |
|-----------------------------|---------------------------------|---------------------|--|
| FA fees                     | Former NMF                      | ¥600,000 thousand   |  |
| Acquisition fees for merger | NMF                             | ¥2,590,275 thousand |  |

- 6. Amount and Reason for Goodwill
- (1) Amount of Goodwill ¥77,875,100 thousand
- (2) Reason

Goodwill resulted from the acquisitions of NOF and NRF, the former for \$205,604,427 thousand (acquisition price), which exceeded the acquisition-date fair value of its net assets of \$159,932,291 thousand, and the latter for \$109,695,348 thousand (acquisition price), which exceeded the acquisition-date fair value of its net assets of \$77,492,382 thousand.

- (3) Method of Goodwill Amortization and Amortization Period Goodwill is being amortized using straight-line method over 20 years.
- 7. Breakdown of Assets Accepted Acquired and Liabilities Assumed

|                       | Thousands of Yen |
|-----------------------|------------------|
| Current assets        | ¥39,178,399      |
| Non-current assets    | 518,620,230      |
| Total assets          | ¥557,798,629     |
| Current liabilities   | ¥51,711,857      |
| Long-term liabilities | 268,662,098      |
| Total liabilities     | ¥320,373,955     |

8. Estimated Impact on the Statement of Income and Retained Earnings for the Fiscal Period Ended February 29, 2016 Assuming the Business Combination was Completed at the Beginning of the Fiscal Period

Not applicable because the acquisition date was at the beginning of the fiscal period.

### 23. SIGNIFICANT SUBSEQUENT EVENTS

#### **Asset transfers**

(1) The Company concluded a sales and purchase agreement with a Tokutei Mokuteki Kaisha on March 30, 2016, after the end of the 1st fiscal period (February 29, 2016) regarding the assets stated below, and it concluded the asset transfer on April 12, 2016

A corresponding net gain on transfer of property will be recorded in "Operating Revenues" for the 2nd fiscal period (from March 1, 2016 to August 31, 2016).

Millions of Yen

| Property name                       | Туре                                    | Use         | Transfer price | Gain (loss) on<br>transfer of property<br>(from March 1, 2016 to<br>August 31, 2016) |
|-------------------------------------|---|-------------|----------------|--|
| Central Shintomicho Building        | Buildings in trust, land in trust, etc. | Office      |                |  |
| Toho Edogawabashi Building (Note 2) | Buildings, land, etc.                   | Office      | _              |  |
| Toshin Meguro Building              | Buildings in trust, land in trust, etc. | Office      | Undisclosed    |  |
| PRIME URBAN Ochiai                  | Buildings, land, etc.                   | Residential | (Note 1)       | _  |
| PRIME URBAN Nakano (Note 2)         | Buildings, land, etc.                   | Residential | _              |  |
| PRIME URBAN Ekoda                   | Buildings, land, etc.                   | Residential | _              |  |
| PRIME URBAN Urayasu II (Note 2)     | Buildings, land, etc.                   | Residential | _              |  |
| PRIME URBAN Yamahana                | Buildings, land, etc.                   | Residential | _              |  |
|                                     | Total                                   |             | ¥5,350         | ¥132   |

Note 1: This transaction involves a single buyer under a single purchase agreement. The purchase price of each individual property is not disclosed as the buyer's consent to the disclosure thereof has not been obtained. In addition to the foregoing, the difference between the purchase price and the book value of each individual property is also not disclosed.

(2) The Company concluded a sales and purchase agreement with the following buyers on May 17, 2016, after the end of the 1st fiscal period (February 29, 2016) regarding the assets stated below, and concluded the asset transfer on May 17, 2016.

A corresponding net gain on transfer of property will be recorded in "Operating Revenues" for the 2nd fiscal period (from

**Financial Section** 

| Property Name                           | Туре  | Use         | Date of agreement | Date of disposition | Transferee   | Transfer price     | Impact on earnings<br>(from March 1, 2016 to<br>August 31, 2016) |
|---|---|-------------|-------------------|---------------------|--|--------------------|--|
| NOF Nihonbashi<br>Honcho Building (49%) | Buildings in<br>trust, land in<br>trust, etc. | Office      |                   |                     | Name Paul  | ¥11,270            | ¥761   |
| NOF Tameike Building                    | Buildings in<br>trust, land in<br>trust, etc. | Office      | May 17,<br>2016   | May 17,<br>2016     | Nomura Real -<br>Estate<br>Development<br>Co., Ltd | 4,500              | (327)  |
| NOF Minami Shinjuku<br>Building         | Buildings in<br>trust, land in<br>trust, etc. | Office      |                   |                     |  | 2,380              | 151  |
| NOF Shinagawa Konan<br>Building         | Buildings in<br>trust, land in<br>trust, etc. | Office      |                   |                     |  |                    |  |
| Yokohama Odori Koen<br>Building         | Buildings,<br>land, etc.                      | Office      | -                 |                     |  |                    |  |
| JCB Sapporo Higashi<br>Building         | Buildings,<br>land, etc.                      | Office      | May 17,<br>2016   | , , ,               | , ,  | 10,633<br>(Note 3) | 410  |
| PRIME URBAN<br>Hatagaya                 | Buildings,<br>land, etc.                      | Residential |                   |                     |  |                    | (Note 3)   |
| PRIME URBAN Sangen<br>Jaya II           | Buildings,<br>land, etc.                      | Residential | -                 |                     |  |                    |  |
| PRIME URBAN<br>Kamikitazawa             | Buildings,<br>land, etc.                      | Residential |                   |                     |  |                    |  |
|   | Total   |             |                   |                     |  | ¥28,783            | ¥995   |

Note 1: Of the beneficial interest in real estate trust owned by the Company, a portion (quasi-co-ownership interest: 49%) is scheduled to be transferred. The Company will continue to own the other section of the trust beneficial interest (quasi-co-ownership interest: 51%).

March 1, 2016 to August 31, 2016).

Note 2: Loss arising from the intended sales of these properties was recognized as "Impairment loss" during the fiscal period ended February 29, 2016. The corresponding information is presented in "17. Impairment Loss".

Note 2: As the Company has not obtained consent from the buyer, this information is not disclosed.

Note 3: This transaction involved a single buyer under a single purchase agreement. The purchase price of each individual property is not disclosed as consent to the disclosure thereof has not been obtained. In addition to the foregoing, the difference between the purchase price and the book value of each individual property is also not disclosed.

## Independent Auditor's Report



Ernst 8 Young ShinNihon LLC Hibiya Kokusai Bidg. 2:2-3 Uchisaiwai cho, Chiyoda ku Tokyo, Japan 100-0011 Tet: +81 3 3503 1100 Fax: +81 3 3503 1197 www.shinnibun.or.jp

#### Independent Auditor's Report

The Board of Directors Nomura Real Estate Master Fund, Inc.

We have audited the accompanying financial statements of Nomura Real Estate Master Fund, Inc., which comprise the balance sheet as at February 29, 2016, and the statements of income and retained earnings, changes in net assets, and cash flows from October 1, 2015 to February 29, 2016 and a summary of significant accounting policies and other explanatory information, all expressed in Japanese yen.

#### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in Japan, and for designing and operating such internal control as management determines is necessary to enable the preparation and fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error.

#### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. The purpose of an audit of the financial statements is not to express an opinion on the effectiveness of the entity's internal control, but in making these risk assessments the auditor considers internal controls relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Nomura Real Estate Master Fund, Inc. as at February 29, 2016, and its financial performance and cash flows from October 1, 2015 to February 29, 2016 in conformity with accounting principles generally accepted in Japan.

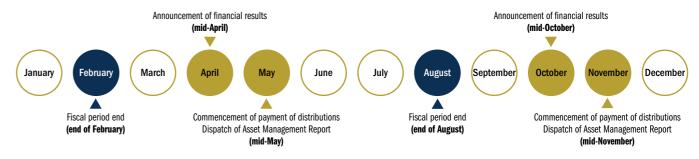
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May 23, 2016 Tokyo, Japan

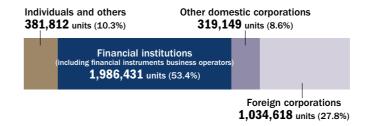
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## **Investor Information**

### **IR Calendar**



### **Number of Investment Units**



#### **Number of Unitholders**





## **Top 10 Unitholders**

| Unitholder   | Units held | Share  |
|--|------------|--------|
| 1 Japan Trustee Services Bank, Ltd.                                | 952,955    | 25.60% |
| 2 The Master Trust Bank of Japan, Ltd.                             | 267,142    | 7.18%  |
| 3 Trust & Custody Services Bank, Ltd.                              | 265,812    | 7.14%  |
| 4 Nomura Real Estate Development Co., Ltd.                         | 210,671    | 5.66%  |
| <b>5</b> The Nomura Trust and Banking Co., Ltd.                    | 127,340    | 3.42%  |
| 6 STATE STREET BANK WEST CLIENT - TREATY 505234                    | 94,343     | 2.53%  |
| 7 STATE STREET BANK - WEST PENSION FUND<br>CLIENTS - EXEMPT 505233 | 61,384     | 1.65%  |
| 8 THE BANK OF NEW YORK, NON - TREATY JASDEC ACCOUNT                | 46,218     | 1.24%  |
| 9 SIX SIS FOR SWISS NATIONAL BANK                                  | 38,277     | 1.03%  |
| 10 NOMURA BANK (LUXEMBOURG) S.A.                                   | 35,153     | 0.94%  |
| Total  | 2,099,295  | 56.40% |

Note: The figures are based on data as of February 29, 2016.

## Guide to Website http://www.nre-mf.co.jp/en/

The website is going through a dramatic update with the end of the first fiscal period and will have an entire new set of data installed. We hope that you will take the time to access and view the new site. The English website is at http://www.nre-mf.co.jp/en/.

Disclosure materials of the former three REITs before the merger are also available at "Disclosure Materials" under "Investor Relations."

