



NOMURA
Residential Fund

For Translation Purposes Only

June 17, 2015

For Immediate Release

Nomura Real Estate Residential Fund, Inc.
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(Securities Code: 3240)

Asset Management Company:

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**Notice Concerning Convocation of the General Meeting of Unitholders
for Approval of Merger Agreement, etc.**

Nomura Real Estate Residential Fund, Inc. (“NRF”) announced its resolution, to submit the agenda for the approval of the consolidation-type merger agreement and the termination of the asset management agreement which NRF has entered into with Nomura Real Estate Asset Management Co., Ltd. (“NREAM”) at the 6th General Meeting of Unitholders (the “Meeting”) scheduled to be held on July 31, 2015, at the Board of Directors Meeting held today.

The following matters will become effective from the approval by the Meeting.

1. Approval of the Consolidation-Type Merger Agreement

As stated in our announcement, “Notice Concerning Execution of Merger Agreement by and among Nomura Real Estate Master Fund, Inc., Nomura Real Estate Office Fund, Inc. and Nomura Real Estate Residential Fund, Inc.”, as of May 27, 2015, NRF has entered into a merger agreement (the “Merger Agreement”) with Nomura Real Estate Master Fund, Inc. and Nomura Real Estate Office Fund, Inc., concerning a consolidation-type merger (the “Merger”) whereby October 1, 2015 is set as the date of incorporation of corporation incorporated through the consolidation-type merger (the “New Investment Corporation”).

NRF hopes that unitholders will support the purpose of the Merger and approve the Merger Agreement.

2. Termination of the Asset Management Agreement with NREAM

At the time of the Merger, the asset management agreements which NRF has entered into with NREAM are scheduled to be terminated on the condition that the New Investment Corporation is incorporated as a result of the Merger. Accordingly, a proposal for the approval of such termination will be submitted to the Meeting.

Please note that the New Investment Corporation is scheduled to succeed the asset management agreement currently entered into by and between NMF and NREAM and will entrust to the asset management service of its assets to NREAM.

3. Schedule of General Meeting of Unitholders, etc.

June 17, 2015	Resolution of the Board of Directors Meeting to hold the 6th General Meeting of Unitholders
July 13, 2015	Dispatch notice of convocation of the 6th General Meeting of Unitholders (scheduled)
July 31, 2015	6th General Meeting of Unitholders (scheduled)

*<Nomura Real Estate Residential Fund, Inc> <URL: <http://www.nre-rf.co.jp/english/>>