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March 15, 2024

To All Concerned Parties

**REIT Issuer:** 

LaSalle LOGIPORT REIT

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# Notice regarding an additional acquisition of domestic asset (TK equity interest B of LRF3 Properties GK)

LaSalle LOGIPORT REIT ("LLR") who has entrusted the management of its assets to LaSalle REIT Advisors K.K. ("LRA" or the "Asset Manager"), announces today that it has decided to acquire (the "Additional Acquisition") the following additional *tokumei kumiai* equity interest of LRF3 Properties GK (the "Newly Acquired Asset" or the "TK Equity Interest"), as described below.

1. Overview of the Acquisition

(1) Newly Acquired Asset : TK Equity Interest with trust beneficiary rights investing in real estate assets

(the TK Equity Interest) (Note 1)

(2) Asset name : TK Equity Interest B of LRF3 Properties GK

(3) Acquisition price : 75 million yen

(This represents approximately 18% of the total additional TK equity B

(Note 2))

(4) Scheduled acquisition date : March 18, 2024

(5) Acquiring entity : LRF3 Properties GK (the "**GK**") (Note 3)

(6) Underlying real estate : Amagasaki Project (the "Subject Property") (Note 4)

(Trust beneficiary

interests)

(7) Source of acquisition funds(8) Broker involved: Not applicable

Notes:

- 1. The TK Equity Interest is a silent partnership equity interest pertaining to a silent partnership with the GK as the operator. For details on the TK Equity Interest, please refer to "3. Details of the Additional Acquisition / (1) Overview of the silent partnership in which the investment is made".
- 2. The additional TK equity B is the TK equity B to be additionally offered by the GK upon the acquisition of the Subject Property. The same shall apply hereinafter.
- 3. For details about the GK, please refer to "3. Details of the Additional Acquisition / (1) Overview of the silent partnership in which the investment is made" and "3. Details of the Additional Acquisition / (3) Summary about the operator of TK Equity" below.
- 4. Details about the Subject Property are described in "3. Details of the Additional Acquisition / (2) Subject Property summary" below.



#### 2. Reasons for the Acquisition

In accordance with the asset management targets and policies stipulated in the Articles of Incorporation of LLR, LLR will acquire long-term preferential negotiating rights (the "**Preferential Negotiating Rights**") for the acquisition of real estate trust beneficiary interests through the investment in the TK Equity Interest. The decision for the Additional Acquisition was made in order to secure opportunities for external growth through future expansion of asset size at a timing that LLR deems appropriate. (Note 1)

In addition to the existing six properties (Note 2), the GK plans to acquire the Subject Property in connection with LLR's plans to invest 75 million yen (The TK Equity Interest represents approximately 18% of the total additional TK equity B) which is a part of the TK equity to be additionally offered for the acquisition of the Subject Property. LLR will consider the acquisition of the Subject Property by exercising the Preferential Negotiating Rights at an appropriate timing based on capital market conditions, etc.

Furthermore, by executing the Additional Acquisition as part of LLR's external growth strategy involving the Excess Returns Strategy (Note 3), this acquisition creates opportunities to obtain excess earnings by receiving profit distribution, etc. from the GK, which will be funded by rental income, etc. With regard to the TK Equity Interest, we have obtained an evaluation report and have examined the appropriateness of the investment. In the event that distribution income from the TK Equity Interest in the anonymous association arises, the estimated amount will be disclosed in the financial results etc.

The TK Equity Interest fall under the category of real estate-related assets, and the amount of real estate, etc. is expected to account for more than 70% of the total amount of assets under management, etc. of LLR after the Additional Acquisition.

As there is no established secondary market for the TK Equity Interest, their liquidity is low, and it may be difficult to sell them at the appropriate time and price even if LLR intends to sell them. However, LLR will acquire the TK Equity Interest as part of its Excess Returns Strategy as described above and does not expect to sell the TK Equity Interest.

#### Notes:

- 1. This is also the same in "2. Reasons for the Acquisition" of the "Notice regarding an acquisition of domestic asset (TK equity interest B of LRF3 Properties GK) and refund of investments in capital in TK equity interest of LRF2 Properties GK" on February 16, 2024.
- Regarding the existing six properties, please refer to the "Notice regarding an acquisition of domestic asset (TK equity interest B of LRF3 Properties GK) and refund of investments in capital in TK equity interest of LRF2 Properties GK" on February 16, 2024.
- 3. "Excess Returns Strategy" refers to LLR's strategy aimed at obtaining excess returns from Excess Returns Investments. "Excess Returns Investments" are not a simple acquisition of a stabilized property, but rather are investments in a property prior to stable operations where leasing activities have not been completed, or where a targeted property has room for redevelopment or building expansion. An investment strategy that creates added value through asset management by LLR or its sponsor, whereby the aim is to procure "excess returns." This includes, for example, profits obtained by LLR earning dividends on the preferred investment securities, or by leasing up properties prior to stable operation and increasing their real estate value.
  In addition, when acquiring the TK Equity Interest, LLR will invest based on a comprehensive judgment, taking into consideration the portfolio investment criteria and due diligence criteria stipulated in its investment guidelines, as well as points to be considered when investing in real estate backed securities. As of today, no decision has been made by LLR to acquire the Subject Property and there is no guarantee that LLR will be able to acquire the Subject Property in the future.



# 3. Details of the Additional Acquisition

(1) Overview of the silent partnership in which the investment is made

Operator name	erator name LRF3 Properties Godo Kaisha			
Total amount of	6,970 million yen (Total expected capital contribution as of March 18, 2024)			
TK Equity B	, , , , , ,			
Effective period	Until February 16, 2029.			
of	Provided, however, if the operator's debt is not paid off, the period will be automatically extended			
TK equity B	until the day following the day on which the debt is paid in full.			
agreement	untai die day ione wing die day on which die e	und the day following the day off which the deot is paid in full.		
Overview of TK	The following is an overview of the TK equit	v agreement (Note 1)		
equity agreement		The following is an overview of the TK equity agreement (Note 1)		
(as of March 18,	LRF3 Properties GK			
2024)		Non-recourse loan (senior)		
		43,285 million yen (Note 3)		
		Non-recourse loan (mezzanine)		
		13,650 million yen		
	Subject Trust Beneficiary Interest (Note 2)	•		
	76,405 million yen	TK equity A		
		12,500 million yen		
		TK equity B		
		6,970 million yen (Note 4)		
	Notes;	, ,		
		rest unit thus even if the listed amounts are added it may		
	The amounts are rounded down to the nearest unit, thus, even if the listed amounts are added, it may not match the total value.			
		nainly refers to the trust beneficiary interests related to the		
	2. The "Subject Trust Beneficiary Interest" mainly refers to the trust beneficiary interests related to the seven properties including the Subject Property, which are the Subject Property individually or			
	collectively.	roperty, which are the suspect Property many and		
	3. Includes consumption tax loan of 3,385 mil	lion ven.		
	-	intends to acquire JPY 75 million through the Additional		
	Acquisition, for a total of JPY 1,230 million (or approximately 18% of the total TK equity B).			
	Calculation period:			
	Each period runs from December 1 to the end of May and from June 1 to the end of November			
	each year. However, the first calculation per	each year. However, the first calculation period is from the business day prior to the date of initial		
	investment to the last day of November 202			
	Profit and Loss Allocation:			
	Investors will be allocated profits for each calculation period in proportion to their invest			
	ratio. If a loss is incurred during each calcu	lation period, it will be allocated in proportion to the		
	investment ratio up to the amount of the ba			
Overview of the	① Until the termination of the Preferential?	Negotiating Rights Agreement, the GK shall not sell		
Preferential		or otherwise negotiate or engage in contractual activities for the disposition or disposal of the		
Negotiating	Subject Property or the Subject Trust Beneficiary Interest, etc. with any third party other than			
Rights		gotiation rights holder (i.e. a third party other than the		
		anager. The same shall apply hereinafter).		
		legal obligation to buy the real estate related to the		
	Subject Property or the Subject Trust Be			
		urchase and sale agreement by the preferential		
		preferential rights holder will conduct its own due		
	, , ,	appraisal, engineering report, environmental		
		nalysis, contractual agreements, and diligence of		
		is satisfied with its DD, then and only then will		
	it move forward.	TID: A distribution of the state of the stat		
	*As of today, no decision has been made by LLR to acquire the real estate related to the Subject			
		Interest, and there is no guarantee that LLR will be		
	able to acquire the real estate related to the	e Subject Property or the Subject Trust Beneficiary		



Interest in the future. LLR will make the necessary determinations after performing the
necessary DD, and in accordance with LRA's in-house regulations. Additionally, upon
obtaining a preferential negotiation right, neither LLR nor LRA will pay any compensation to
the contract signing party.

#### (2) Subject Property summary

The following table summarizes the outline of the property (hereinafter referred to as "Individual Property List"). Terms used in referring to such individual property list are as follows. Please refer to the individual property table together with explanation of such terms.

The outline of the Subject Property and the information described about the GK "(3) Summary about the operator of TK Equity" below on are based on information provided by the GK as of today, and for those items where dates are not specified, the information can be assumed to be based as of March 15, 2024. In the future, should LLR carry out the Additional Acquisition, certain information of the Subject Property at the time of acquisition in the future may differ from this information.

#### A. Explanation of classification

• "Property use" is determined by the stated type of use recorded on the main property registry.

#### B. Explanation of what is shown in the column listed as Summary of specified asset

- "Type of specified asset" indicates the type of trust beneficiary interest acquired by the GK at the time of the acquisition.
- "Overview of trust beneficiary interest" lists the trust establishment date, trustee, and trust expiration date at the time of acquisition of the Subject Property by the GK.
- The "Location" of the land describes the address of the site, and for those sites without one, it indicates the location of the building above (if there are multiple buildings, then one will be picked).
- The "Area" of the land is based on the description on the property registry and may not be consistent with the current situation.
- The "Usage area" of the land describes the allowable uses of the a given site based on Article 8, Paragraph 1, Item 1 of the Urban Planning Act (Law No. 100 of 1964, including subsequent revisions)
- The "Site coverage ratio" of the land is the ratio of building area of the building relative to the site area, as stipulated in Article 53 of the Building Standards Law, and it describes the upper limit to what may be built per site in accordance with the zoning in the area.
- The "Floor area ratio" of the land is the ratio of the total area of the building relative to the site area, as stipulated in Article 52 of the Building Standards Law (Law No 201 of 1954, including subsequent revisions), and it describes the upper limit of the volume allowable per zoning in accordance with urban planning in the area.
- The "ownership type" of land and building describes the type of rights held by the trustee.
- "Presence or absence of pledged collateral" indicates whether a property is scheduled to be pledged by LLR
  as collateral after acquisition of an underlying asset and an overview of the collateral if such property is
  scheduled to be pledged as collateral.
- "Structure / No. of floors" and "Type" of the building are based on the property registry.
- "Completion date" of the building represents the date of completion as described in the property registry.
- "Gross floor area" of the building is based on the property registry.
- The "Number of tenants", "Annual rent", "Security deposit", "Leased area", "Net rentable area", and "Occupancy rate" in the lease details are based on information provided by the GK.
- · "Property manager" is the property management company with which the trustee will enter into a



property management agreement in order to manage the Subject Property.

- c. Explanation about the "Special notes" column
- Under "Special notes", consideration is given to those aspects of the deal that may influence property rights, property utilization, safety, etc. of real estate of entrusted real estate, at the date of this press release including but not limited to the following items.
  - Major constraints or restrictions based on laws and regulations
  - Burdens or encumbrances placed on rights relationships
  - Main items such as agreements with tenants or end tenants, relating to the lease or usage status of tenants or end tenants
  - > Structure that cross a boundary crossing or when there are issues with boundary confirmations, etc.

Property name		Amagasaki Project
Property use		Warehouse, Office
Type of specifie	d asset	Trust beneficiary interest in real property
Overview of trust beneficiary	Entrustment date	March 19, 2024
	Trustee	Sumitomo Mitsui Trust Bank, Limited
interest	Trust maturity date	March 31, 2034
	Location	5-103-14 Shioe, Amagasaki-city, Hyogo
	Area	5,354.15 m <sup>2</sup>
T I	Usage area	Industrial zone
Land	Site coverage ratio	60%
	Floor area ratio	200%
	Ownership type	Ownership
Presence or absence of pledged collateral setting		A pledge will be established on the trust beneficiary interests with the pledgee being the lender of the non-recourse loan to the operator.
Appraisal value		No acquisition
Real estate appraiser		
rear estate appr	Structure / No. of floors	Steel-framed, alloy-plated steel sheet roofing, 4 floors
D 111	Construction date	February 6, 2024
Building	Gross floor area	10,996.25 m <sup>2</sup>
	Туре	Warehouse, Office
	Ownership type	Ownership
	Number of tenants	1
	Annual rent	Undisclosed (Note)
Τ	Security deposit	Undisclosed (Note)
Lease	Leased area	11,035.20 m <sup>2</sup>
	Net rentable area	11,035.20 m <sup>2</sup>
	Occupancy rate	100.0%
Property manager		CBRE K.K.
Special notes		None

Note: Not disclosed as consent for disclosure has not been obtained.



# (3) Summary about the operator of TK Equity

Name of entity	LRF3 Properties GK	
Address	Within TOKYO UNITED GROUP 2-9-15 Yotsuya, Shinjuku-ku, Tokyo	
D	Representative member: LRF3Holdings Ippan Shadan Hojin	
Representative	Person to execute duties: Takuya Ikeda	
	1. Acquisition, holding, management and disposal of securities and trust beneficiary rights.	
Main business	2. Acquisition, holding, management and disposal of real estate.	
Iviain business	3. Acquisition, holding and disposal of monetary claims.	
	4. Other incidental business related to 1. 2.3. above.	
Capital	Sapital JPY 100,000 (as of March 15, 2024)	
Total asset	otal asset Undisclosed (Note)	
Net asset	Undisclosed (Note)	
Establishment da	te December 1, 2023	
TK equity invest	ors Undisclosed (Note)	
Relationship with	Relationship with LLR or Asset Manager	
	LLR owns approximately 18% of the total amount of TK equity B of the GK.	
Capital ti	Except for the above, there are no significant capital relationships with LLR or LRA.	
Human	Nadi a adamada	
relations	Nothing noteworthy	
Transact	onal Nathing notoxyothy	
relations	Nothing noteworthy	
Related	Not a valeted to marke to aithou LLD an LDA	
parties	Not a related to party to either LLR or LRA	

Note: Not disclosed as consent for disclosure has not been obtained.

### 4. Outline of appraisal etc. of the Subject Property

Since an appraisal will be obtained at that point in time in the future when LRA begins consideration for acquiring the Subject Property, at present, neither LLR nor LRA have obtained an appraisal for the valuation of the Subject Property, but have obtained an valuation report from a third party with respect to the TK Equity Interest, and have examined the appropriateness of the investment based on the evaluation of the TK Equity Interest.

# 5. The Acquisition schedule, etc.

The Newly Acquired Asset will be acquired based on the following schedule. Full payment is scheduled to be made by the following date of the equity investment in TK equity.

March 15, 2024	Conclusion of the Additional Acquisition
March 18, 2024	Equity investment in TK equity (intended)

# 6. Summary about brokers

No brokers were used to conduct the Additional Acquisition.

# 7. Financial impacts on LLR in the event of failure to fulfill forward commitment Not applicable.



8. Related Party Transactions
Not applicable.

## 9. Outlook going forward

The effect of the Additional Acquisition and the Refund upon LLR's financial earnings as of the end of the fiscal period ending in August 2024 ( $3/1/2024 \sim 8/31/2024$ ) are expected to be insignificant. Thus, there are no changes in the operational situation to LLR, relative to what was announced on October 16, 2023 as it pertains to the fiscal period ending in August 2024.

\* LLR's website: <a href="https://lasalle-logiport.com/english/">https://lasalle-logiport.com/english/</a>

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