

Financial Report for the Fiscal Period Ended November 30, 2013 (June 1, 2013 - November 30, 2013)

Activia Properties Inc.

Listing: Tokyo Stock Exchange

Securities code: 3279

URL: http://www.activia-reit.co.jp/en/
Representative: Haruki Sakane, Executive Director

Investment management company: TLC Activia Investment Management Inc.

Representative: Haruki Sakane, President & CEO

Contact: Hiroshi Kimoto, Executive Officer of Fund Management Department

TEL: +81-3-6415-3120

Scheduled date to file Securities Report: February 27, 2014 Scheduled date to start distribution payments: February 14, 2014

Supplementary material on financial report: Yes

Financial report presentation meeting: Yes (for institutional investors and analysts)

(Amounts truncated to the nearest million yen)

1. Summary of financial results for the fiscal period ended November 30, 2013 (June 1, 2013 – November 30, 2013)

(1) Operating results

(Percentages show changes from the corresponding amounts for the previous period.)

| | Operating revenues | | Operating income | | Ordinary income | | Net income | |
|--|--------------------|------|------------------|-------|-----------------|-------|-----------------|-------|
| | Millions of yen | % | Millions of yen | % | Millions of yen | % | Millions of yen | % |
| Fiscal period ended November 30, 2013 | 6,124 | 5.5 | 3,642 | (5.4) | 3,187 | (8.4) | 3,186 | (8.4) |
| Fiscal period ended May 31, 2013 | 5,803 | 11.7 | 3,851 | 10.1 | 3,479 | 19.0 | 3,478 | 19.0 |

| | Net income per unit | Return on unitholders' equity (ROE) | Ordinary income to total assets | Ordinary income to operating revenues |
|--|---------------------|-------------------------------------|---------------------------------|---------------------------------------|
| | Yen | % | % | % |
| Fiscal period ended November 30, 2013 | 15,522 | 3.4 | 1.7 | 52.0 |
| Fiscal period ended May 31, 2013 | 16,946 | 3.7 | 1.9 | 60.0 |

(2) Cash distributions

| | Cash distributions per unit (excluding excess of earnings) | Total distributions | Cash distributions in excess of earnings per unit | Total distributions in excess of earnings | Payout ratio | Distribution ratio to unitholders' equity |
|--|--|------------------------|---|--|--------------|--|
| | Yen | Millions of yen | Yen | Millions of yen | % | % |
| Fiscal period ended November 30, 2013 | 15,523 | 3,186 | 0 | 0 | 100.0 | 3.4 |
| Fiscal period ended May 31, 2013 | 16,946 | 3,478 | 0 | 0 | 100.0 | 3.7 |

(3) Financial position

| | Total assets | Net assets | Unitholders' equity to total assets | Net assets per unit |
|-------------------------|-----------------|-----------------|-------------------------------------|---------------------|
| | Millions of yen | Millions of yen | % | Yen |
| As of November 30, 2013 | 191,841 | 94,560 | 49.3 | 460,680 |
| As of May 31, 2013 | 188,837 | 94,852 | 50.2 | 462,103 |

(Reference) Unitholders' equity

As of November 30, 2013: \$\frac{\pman}{2}94,560\$ million As of May 31, 2013: \$\frac{\pman}{2}94,852\$ million

(4) Cash flows

| <u> </u> | | | | |
|--|--------------------------------------|--------------------------------------|--------------------------------------|--|
| | Cash flows from operating activities | Cash flows from investing activities | Cash flows from financing activities | Cash and cash equivalents at end of period |
| | Millions of yen | Millions of yen | Millions of yen | Millions of yen |
| Fiscal period ended November 30, 2013 | 3,985 | (3,104) | (477) | 6,163 |
| Fiscal period ended May 31, 2013 | 5,237 | (11,091) | 4,979 | 5,759 |

2. Forecasts of results for the fiscal period from December 1, 2013 to May 31, 2014

(Percentages show changes from the corresponding amounts for the previous period.)

| | | ` | | 1 0 1 | | |
|--------------------------------------|----------------------|----------------------|----------------------|------------|--|---|
| | Operating revenues | Operating income | Ordinary income | Net income | Cash distributions per unit (excluding excess of earnings) | Cash distributions in excess of earnings per unit |
| | Millions of yen % | Millions of yen % | Millions of yen % | Millions % | Yen | Yen |
| Fiscal period ending May 31, 2014 | 7,753 26.6 | 4,526 24.3 | 3,893 22.2 | 3,892 22.2 | 15,504 | 0 |

(Reference) Forecasted net income per unit (forecasted net income / forecasted number of investment units at end of period)

For the fiscal period ending May 31, 2014:

¥15,504

3. Other

(1) Changes in accounting policies, changes in accounting estimates, and restatement of prior period financial statements

- a. Changes in accounting policies due to revisions to accounting standards and other regulations: None
- b. Changes in accounting policies due to other reasons: None
- c. Changes in accounting estimates: None
- d. Restatement of prior period financial statements: None

(2) Number of units issued

a. Total number of units issued at end of period (including treasury units)

As of November 30, 2013 205,262 units
As of May 31, 2013 205,262 units

b. Number of treasury units at end of period

As of November 30, 2013 – units
As of May 31, 2013 – units

(Note) Please refer to "Per Unit Information" on page 34 for the number of investment units used as the basis for calculating net income per unit.

* Status of audit procedures

As of the time of this financial report, audit procedures for the financial statements pursuant to the Financial Instruments and Exchange Act of Japan are incomplete.

* Appropriate use of forecasts of results and other special items

Forward-looking statements presented in this financial report including forecasts of results are based on information currently available to us and on certain assumptions we deem to be reasonable. As such, actual operating and other results may differ materially due to a number of factors. Furthermore, these forecasts are in no way a guarantee of any distribution amount. Please refer to "Assumptions for Forecasts of Investment Performance for the Fiscal Period from December 1, 2013 to May 31, 2014 and the Fiscal Period from June 1, 2014 to November 30, 2014" on pages 13 and 14 for information on assumptions for the forecasts.

This English version is a translation of the original Japanese document and is only for reference purposes. In the case where any differences occur between the English version and the original Japanese version, the Japanese version will prevail.

1. The Investment Corporation and Related Corporations

As there have been no significant changes in "Management structure of the Investment Corporation" in the latest Securities Report (filed on August 27, 2013; prepared in Japanese only), the disclosure is omitted.

2. Asset Management Policies and Status

(1) Asset Management Policies

As there have been no significant changes in policies described in "Investment Policy," "Investment Properties" and "Distribution Policy" in the latest Securities Report (filed on August 27, 2013; prepared in Japanese only), the disclosure is omitted.

(2) Asset Management Status

i) Summary of Results for the Current Fiscal Period

(A) Transition of Investment Corporation

Activia Properties Inc. (hereinafter referred to as the "Investment Corporation") was established on September 7, 2011, with unitholders' capital of ¥200 million (400 units) and TLC Township Inc. (currently TLC Activia Investment Management Inc.) as the organizer under the Act on Investment Trusts and Investment Corporations (Act No. 198 of 1951, including subsequent revisions), and completed its registration in the Kanto Local Finance Bureau on September 20, 2011 (Director-General of the Kanto Local Finance Bureau No. 73).

After that, the Investment Corporation issued additional investment units (204,100 units) through a public offering on June 13, 2012, and was listed on the real estate investment trust securities market of Tokyo Stock Exchange, Inc. (Securities code 3279). In addition, new investment units (762 units) were issued by private placement on July 10, 2012.

"Activia" of "Activia Properties," the name of the Investment Corporation, has been coined from the words "activate" and "ia," a suffix meaning "place." By investing in and managing real estate appropriate to its name, the Investment Corporation seeks to become an entity capable of broadly energizing society. The Investment Corporation will also select real estate capable of sustaining customer demand as a location for both corporate activities and urban recreation in popular areas, with the aim of maximizing the medium- and long-term value of investors, supported by its proactive management (management to improve the circumstances by taking initiatives and acting for the future).

In the fiscal period under review, which ended on November 30, 2013, the Investment Corporation acquired the Hitotsugi LIP, on August 30, 2013, which is categorized as its focused investment properties, "Urban Retail Properties," through a direct transaction with a third party. Consequently, the Investment Corporation held 21 properties (with the total acquisition price of \(\frac{1}{4}\)184,270 million) at the end of the fiscal period under review.

(B) Investment Environment in the Fiscal Period under Review

In the fiscal period under review, the Japanese economy has benefitted from an improvement in corporate earnings, particularly those of exporters. This reflects the continuation of high stock prices and yen depreciation on the back of unprecedented monetary easing and emergency economic policies following the inauguration of the new government. Furthermore, improvements in the employment and income situations have contributed to a recovery in personal consumption. On the other hand, although this recovery is expected to continue in the near future partly due to a rush in demand before the consumption tax hike planned for April 2014, demand is forecast to drop following the rush. There has been also a need for caution regarding the implementation of additional economic measures and growth strategies.

In the environment surrounding retail properties, the first half of the current period saw a slowdown in the recovery in consumer confidence that had resulted from expectations for the new government's economic and monetary policies. This was reflected in the Monthly Consumer Confidence Survey released by the Economic and Social Research Institute, Cabinet Office, Government of Japan, in which the consumer confidence index declined for three consecutive months from June 2013. In the latter half of the period, however, consumer confidence began to improve again mainly on the back of

improvements in the employment and income situations, and personal consumption is trending firmly at present. This was reflected in the Current Survey of Commerce released by the Ministry of Economy, Trade and Industry, in which the sales of retailers exceed the same month of the previous year for the third consecutive month in and after August 2013. Looking at the rental office market, data published by Miki Shoji Co., Ltd. showed that the average vacancy rate of five central Tokyo wards (Chiyoda-ku, Minato-ku, Chuo-ku, Shibuya-ku and Shinjuku-ku) stood at 7.52% as of November 30, 2013, down from 8.33% as of May 31, 2013. This was partly due to a decrease in the supply of newly constructed office buildings in the central area of Tokyo and progress in contracts for existing buildings mainly on the back of a recovery in corporate earnings. With regard to rent levels, while asking rents for newly constructed buildings followed an upward trend, market rent prices for existing buildings followed a weakening trend except for some areas of the market, which showed signs of a turnaround. Even so, the pace of the fall in rent levels is slowing. In the REIT market, a string of new J-REIT IPOs and publicly offered capital increases on the back of continued strength in the financing environment and a recovery in investment unit prices boosted numbers of acquisitions and dispositions. As a result, amounts of financing from capital increases and acquisitions by J-REITs were both at record highs in 2013. Against this background, competition for acquisitions in the real estate transaction market is getting severe, partly reflecting an upswing in real estate prices.

(C) Investment Performance

The Investment Corporation acquired beneficiary interests of real estate in trust on August 30, 2013 to "Hitotsugi LIP" (with the acquisition price of ¥3,000 million) as trust assets with borrowings in accordance with the basic asset management policy set forth in the Articles of Incorporation.

Consequently, total assets held by the Investment Corporation at the end of the fiscal period under review were 21 properties (with the total acquisition price of \$184,270 million) with the total leasable area of $213,787\text{m}^2$ (64,670 *tsubo*).

The trend of monthly average occupancy rate during the fiscal period under review is as follows:

| | June 30, 2013 | July 31, 2013 | August 31, 2013 | September 30, 2013 | October 31, 2013 | November 30, 2013 |
|----------------------------|------------------|------------------|-----------------|--------------------|------------------|-------------------|
| Urban Retail Properties | 99.6% | 99.6% | 98.9% | 98.9% | 98.9% | 99.1% |
| Tokyo Office Properties | 97.5% | 98.3% | 98.5% | 98.6% | 98.6% | 98.6% |
| Other Properties | 100.0% | 99.9% | 99.8% | 99.7% | 99.9% | 99.9% |
| Total | 99.4% | 99.5% | 99.3% | 99.3% | 99.4% | 99.4% |

The average rents (Note) at the end of the previous fiscal period and the fiscal period under review are as follows:

| | Urban Retail Properties | Tokyo Office Properties | Other Properties | Total |
|-------------------------|----------------------------|----------------------------|------------------|---------------|
| As of May 31, 2013 | ¥25,887/tsubo | ¥19,363/tsubo | ¥7,119/tsubo | ¥14,571/tsubo |
| As of November 30, 2013 | ¥25,797/tsubo | ¥19,338/tsubo | ¥7,104/tsubo | ¥14,654/tsubo |
| Difference [ratio] | ¥(90) [(0.3)%] | ¥(25) [(0.1)%] | ¥(15) [(0.2)%] | ¥83 [0.6%] |

(Note) Limited to rent for rooms including common service fees, but excluding usage fees for warehouses, signboards, parking lots, etc., and also excluding revenue-based rents, regardless of whether the rent was free as of May 31, 2013 and November 30, 2013.

(D) Overview of Financing

In the fiscal period under review, in order to cover the acquisition costs for beneficiary interests of real estate in trust to the above one property and related costs, funds of \$3,000 million were borrowed, resulting in the total borrowings of \$88,000 million as of the end of the fiscal period under review. Consequently, the ratio of interest-bearing debt to total assets (LTV = Balance of aggregate principal amount of interest-bearing debt / Total assets x 100) was 45.9% as of the end of the fiscal period under review. The ratio of long-term debt and fixed-interest debt to total interest-bearing debt were 96.6% and 71.6%, respectively.

The credit rating the Investment Corporation has obtained as of the end of the fiscal period under review is as follows. This investment unit does not have a credit rating provided by a credit rating agency at the Investment Corporation's request; or a credit rating made available for inspection or one provided by a credit rating agency; or a credit rating scheduled to be made available for inspection.

| Rating Agency | Rating | Forecast |
|----------------------------------|------------------------------|----------|
| Japan Credit Rating Agency (JCR) | Long-term issuer rating: AA- | Stable |

(E) Overview of Financial Results and Distributions in the Fiscal Period under Review

As a result of the above-mentioned investments, operating revenues, operating income, and ordinary income were \$6,124 million, \$3,642 million, and \$3,187 million, respectively, for the fiscal period under review, and net income was \$3,186 million.

In accordance with the distribution policy set forth by the Investment Corporation (Article 35 of the Articles of Incorporation), it was decided that the all amount of unappropriated retained earnings would be distributed except a fraction of less than ¥1 of distributions per investment unit, with the aim that as greatest as possible distributions of profits would be included in tax deductible expenses under Article 67-15 of the Act on Special Measures Concerning Taxation (Act No. 26 of 1957, including subsequent revisions; hereinafter referred to as the "Special Taxation Measures Act"). Consequently, distributions per investment unit resulted in ¥15,523.

ii) Outlook for the Next Fiscal Period

(A) Investment Environment for the Next Fiscal Period

In the Japanese economy, the current trend toward recovery is expected to be consolidated. Specifically, exports are expected to recover as a result of solid performances by overseas economies and yen depreciation, while various government measures are expected to yield results. Against this background, improved corporate earnings are expected to contribute to rises in household income and increased capital investments, thus contributing to the recovery. On the other hand, there is a need for caution regarding the effects of a reduction of quantitative monetary easing and future developments of debt ceiling problem in the U.S., while the Japanese economy will continue to be exposed to risks including the risk of adverse pressure from a downswing in economies outside Japan.

In circumstances surrounding retail properties, consumer confidence is expected to continue improving gradually, mainly on the back of improvements in the employment and income situations, while a rush in demand is expected to occur prior to the forthcoming consumption tax hike. Partly reflecting these developments, personal consumption is expected to trend firmly. On the other hand, there is a need for caution regarding trends in employment and income in view of increased upward pressure on prices in Japan reflecting the impact of the consumption tax hike and higher prices for imported goods due to yen depreciation. In the rental office market, while corporate earnings and employment situations are recovering, vacancy rates are expected to continue to improve gradually. Moreover, rent levels are close to bottoming and a rebound in rent prices is also expected. In the J-REIT market, with the financing environment continuing to be favorable, property acquisitions through J-REITs are expected to increase. On the other hand, competition for acquisitions in the real estate transaction market is expected to become increasingly severe, partly because of upward trends in asking prices causing sellers to be reluctant to make dispositions. Even so, the Investment Corporation intends to make the necessary preparations to enable stringent selection of high-quality properties and flexible acquisitions by lowering the LTV ratio.

(B) Investment Policy and Developments to Be Addressed in the Next Fiscal Period

a. Basic Policy

The Investment Corporation's basic policies are to invest in assets, with targeted investments in Urban Retail and Tokyo Office properties; utilize the Tokyu Land Group's value chain based on the comprehensive support system; and a governance structure that maximizes investor value.

b. External Growth Strategy

The Investment Corporation will invest in Urban Retail and Tokyo Office properties as a main target. It will make its investment decisions carefully, concentrating on selecting properties in excellent locations, including surrounding areas, and thoroughly considering individual factors such as use, size, quality, specifications, and tenants in order to construct a competitive portfolio in the medium to long term.

To acquire these competitive assets on an ongoing basis, the Investment Corporation will work to maintain and improve the quality of its portfolio and will seek to expand the size of its assets by carefully selecting investment assets based on the information it receives under its sponsor support agreement with Tokyu Land Corporation and its support agreement with five group companies in the Tokyu Land Group. It will also acquire properties through the exclusive know-how and information-gathering network of the asset management company.

c. Internal Growth Strategy

The Investment Corporation will operate, manage, and refurbish its portfolio to maintain and improve the competitiveness of its facilities through a comprehensive understanding of the features of its overall portfolio and its individual assets under management, based on the unique expertise of its asset management company. The Investment Corporation will also seek to manage its portfolio in a stable manner and strengthen its earnings by establishing appropriate operational and management systems tailored to the specific characteristics of the assets it has invested in, and through regular and non-regular inspections by the property management company that has considerable experience in the operation and management of real estate.

The Investment Corporation will also maintain and improve the value of its assets through its expertise in internal growth through operating and managing properties. It will maximize the competitiveness of its assets through the ongoing assistance of Tokyu Land Corporation and other support companies, which, through their face-to-face business with consumers, have rich information regarding consumer needs and developments in industries such as retail and services.

With respect to the property management business for the assets under management, leasing support has been provided from Tokyu Land Corporation and Tokyu Land SC Management Corporation.

d. Financial Strategy

Having the sound financial strategy in an effort to conservatively control LTV as well as make stable long-term loans and diversify maturities (diversifying repayment dates), the Investment Corporation will endeavor to build stable financial base with solid bank formation.

In addition, with an aim of achieving long-term and stable growth, the Investment Corporation will flexibly issue new investment units while paying appropriate attention to dilution of investment units.

(C) Significant Subsequent Events

a. Issuance of New Investment Units

At meetings of the board of directors held on November 22, 2013 and December 9, 2013, we resolved to issue new investment units as described below, and issued these per the terms below once payment was completed on December 16, 2013 and January 15, 2014. As a result, unitholders' capital amounted to \(\frac{1}{2}126,054,921,300\), and the number of investment units issued came to 251,062 units.

(i) Issuance of new investment units through the public offering (Public placement)

Number of new investment units issued 43,100 units

Offering price ¥782,925 per unit
Total offering price ¥33,744,067,500
Paid-in amount ¥757,229 per unit
Total paid-in amount ¥32,636,569,900
Payment date December 16, 2013

(ii) Issuance of new investment units through third-party allotment

Number of new investment units issued 2,700 units

Allottee Nomura Securities Co., Ltd.

b. Borrowing of Funds

The Investment Corporation borrowed funds as follows.

| Cate- gory | Lender | Total amount borrowed | Interest rate | Drawdown date | Due date (Note) | Borrowing and repayment methods, security, and guarantee |
|---------------|--|-----------------------------|------------------|---------------------|---------------------|---|
| | Sumitomo Mitsui Trust Bank, Limited | ¥1,060 million | | | | gumantet |
| | Mitsubishi UFJ Trust and | ¥1,060 | | | | |
| | Banking Corporation | million | | | | |
| | Mizuho Donk I td | ¥1,060 | | | | |
| | Mizuho Bank, Ltd. | million | 1.07980% | December | December | |
| | The Bank of Tokyo- | ¥1,060 | 1.0/98076 | 19, 2013 | 19, 2020 | |
| | Mitsubishi UFJ, Ltd. | million | | | | |
| | Sumitomo Mitsui Banking | ¥530 | | | | |
| | Corporation | million | | | | |
| | Development Bank of | ¥530 | | | | |
| | Japan Inc. | million | | | | Borrowing based on a borrowing agreement with the lender shown at left as the creditor, lump-sum repayment, |
| | Sumitomo Mitsui Trust | ¥160 | | January 10, 2014 | | |
| | Bank, Limited | million | | | | |
| | Mitsubishi UFJ Trust and | ¥160 | | | | |
| | Banking Corporation | million | | | | |
| | Mizuho Bank, Ltd. | ¥160 | | | | |
| Long- | Mizulio Balik, Ltu. | million | 0.93846% | | January 10, 2020 | |
| term | The Bank of Tokyo- | ¥160 | | | | |
| | Mitsubishi UFJ, Ltd. | million | | | | |
| | Sumitomo Mitsui Banking | ¥80 | | | | |
| | Corporation | million | | | | unsecured, and |
| | Development Bank of | ¥80 | | | | unguaranteed |
| | Japan Inc. | million | | | | |
| | Sumitomo Mitsui Trust | ¥1,340 | | | | |
| | Bank, Limited | million | | | | |
| | Mitsubishi UFJ Trust and | ¥1,340 | | | | |
| | Banking Corporation | million | | | | |
| | Mizuho Bank, Ltd. | ¥1,340 | | | | |
| | • | million | 1.07856% | January | January | |
| | The Bank of Tokyo- | ¥1,340 | 1.0702070 | 10, 2014 | 10, 2021 | |
| | Mitsubishi UFJ, Ltd. | million | <u> </u> | | | |
| | Sumitomo Mitsui Banking | ¥670 | | | | |
| | Corporation | million | <u> </u> | | | |
| | Development Bank of | ¥670 | | | | |
| | Japan Inc. | million | | | | |
| | Total | ¥12,800 | | | | |
| | 2 0 000 | million | | | | |

(Note) If the due date is a non-business day, the due date shall be the following business day. If such day comes in the following month, the due date shall be the immediately preceding business day.

c. Acquisition of Properties

The Investment Corporation acquired properties listed below with proceeds from the issuance of new investment units and borrowings in accordance with the basic asset management policy set forth in the Articles of Incorporation.

(UR-7) Kobe Kyu Kyoryuchi 25Bankan

Type of assets Trust beneficiary interest

Acquisition price ¥21,330 million
Acquisition date December 19, 2013

Location 25 Kyomachi, Chuo-ku, Kobe City, Hyogo (Note)

Use Hotel, retail, parking lot

Land area $3,013.68 \text{ m}^2$ Gross floor area $27,010.67 \text{ m}^2$

Structure Steel framed, partially SRC/ 18 floors above and 3 floors

underground

Month and year of January 2010

completion

Ownership Land: Owned

Building: Owned

(Note) Location provided is that obtained from the property registry for those that have no residential address (or, for those that have multiple addresses, only one address is provided).

(UR-8) Tokyu Plaza Sapporo

Type of assets Trust beneficiary interest

Acquisition price ¥4,410 million
Acquisition date December 19, 2013

Location (address) 1, Minami-Yonjo-Nishi 5-chome, Chuo-ku, Sapporo City, Hokkaido

Use Hotel, retail Land area $4,438.39 \text{ m}^2$ Gross floor area $27,277.85 \text{ m}^2$

Structure SRC, partially RC/ 12 floors above and 1 floor underground

May 1980 (extension in July 1983)

Month and year of

completion

Ownership Land: Owned

Building: Owned

(UR-9) Kamata Kosan Building

Acquisition price ¥6,370 million Acquisition date December 19, 2013

Location (address) 32-13, Udagawa-cho, Shibuya-ku, Tokyo

Use Retail Land area 701.21 m^2 Gross floor area $3,340.70 \text{ m}^2$

Structure RC/ 5 floors above and 1 floor underground

Month and year of June 1988

completion

Ownership Land: Owned

Building: Owned

(TO-9) Gotanda Front

Trust beneficiary interest Type of assets

Acquisition price ¥5,730 million January 10, 2014 Acquisition date

Location (address) 27-3, Nishigotanda 2-chome, Shinagawa-ku, Tokyo

Use Office, retail, parking lot

 694.01 m^2 Land area $5.782.65 \text{ m}^2$ Gross floor area

Steel framed, partially SRC/ 10 floors above and 1 floor Structure

> underground February 2012

Month and year of

completion

Ownership Land: Owned

Building: Owned

(TO-10) Shinagawa Place

Type of assets Trust beneficiary interest

Acquisition price ¥3,800 million Acquisition date January 10, 2014

8-40, Konan 1-chome, Minato-ku, Tokyo Location (address)

Use Office, parking lot

 638.44 m^2 Land area $3.937.61 \text{ m}^2$ Gross floor area

Steel framed, partially SRC/8 floors above and 1 floor underground Structure

Month and year of September 1991

completion

Ownership Land: Owned

Building: Owned

(O-8) J-CORE Omori

Type of assets Trust beneficiary interest

Acquisition price ¥5,790 million Acquisition date December 19, 2013

Location (address) 8-2, Omorikita 1-chome, Ota-ku, Tokyo

Fitness club, retail Use $1,242.74 \text{ m}^2$ Land area $7.040.95 \text{ m}^2$ Gross floor area

Structure Steel framed, partially RC/7 floors above and 1 floor underground

Month and year of

completion

March 2007

Ownership Land: Owned

Building: Owned

(D) Outlook of Investment Performance

For the fiscal period ending May 31, 2014 (5th fiscal period: from December 1, 2013 to May 31, 2014), investment performance is estimated as follows. For the assumptions used for the estimation of investment performance, please refer to "Assumptions for Forecasts of Investment Performance for the Fiscal Period from December 1, 2013 to May 31, 2014 and the Fiscal Period from June 1, 2014 to November 30, 2014" on pages 13 and 14.

| Operating revenues | ¥7,753 million |
|---|----------------|
| Operating income | ¥4,526 million |
| Ordinary income | ¥3,893 million |
| Net income | ¥3,892 million |
| Cash distributions per unit | ¥15,504 |
| Cash distributions in excess of earnings per unit | ¥0 |

If it is assumed that there are no changes in "Assumptions for Forecasts of Investment Performance for the Fiscal Period from December 1, 2013 to May 31, 2014 and the Fiscal Period from June 1, 2014 to November 30, 2014," the outlook of investment performance for the fiscal period ending November 30, 2014 (6th fiscal period: from June 1, 2014 to November 30, 2014) is estimated as follows.

| Operating revenues | ¥7,993 million |
|---|----------------|
| Operating income | ¥4,447 million |
| Ordinary income | ¥3,895 million |
| Net income | ¥3,894 million |
| Cash distributions per unit | ¥15,511 |
| Cash distributions in excess of earnings per unit | ¥0 |

(Note) The above estimation is determined based on certain assumptions at the time of preparing the financial statements. Due to changes in the circumstances surrounding the Investment Corporation including acquisition or disposition of properties, the trend of real estate market, etc. in the future, actual operating revenues, operating income, ordinary income, net income and cash distribution per unit may change. Furthermore, this estimation does not guarantee the amount of distributions.

Assumptions for Forecasts of Investment Performance for the Fiscal Period from December 1, 2013 to May 31, 2014 and the Fiscal Period from June 1, 2014 to November 30, 2014

| Item | Assumptions | |
|----------------------|--|--|
| Period | 5th fiscal period (December 1, 2013 to May 31, 2014) (182 days) 6th fiscal period (June 1, 2014 to November 30, 2014) (183 days) | |
| Investment portfolio | We assume that there will be no material changes to the composition of our investment portfolio, including acquisition of properties or disposition of properties, associated with the 27 properties (the "Assets Currently Held") for which we hold the trust beneficiary interests as of today, before the end of the 6th fiscal period (November 30, 2014). Our forecasts, however, may change due to any changes to the composition of our investment portfolio. | |
| Operating revenues | We have calculated our real estate leasing business revenues from the Assets Currently Held taking into account the relevant lease agreements effective as of today, market trends, etc. Operating revenues are based on our assumption that there will be no delinquencies or non-payment of rents by tenants. | |
| Operating expenses | Expenses related to rent business (other than depreciation), which are our principal operating expenses, were calculated based on the historical information and upon considering variable factors, for the Assets Currently Held (the "Assets Held as of the End of the 4th Fiscal Period"), excluding Kobe Kyu Kyoryuchi 25Bankan, Tokyu Plaza Sapporo, Kamata Kosan Building and J-CORE Omori acquired on December 19, 2013 (the "Four Acquired Assets"), and Gotanda Front and Shinagawa Place acquired on January 10, 2014 (the "Two Acquired Assets"; hereinafter the Four Acquired Assets and the Two Acquired Assets are collectively referred to as the "Acquired Assets"). Expenses for the Acquired Assets are calculated based on the information provided by the former owner (seller) and upon considering variable factors and others. In general, property tax and city planning tax of properties acquired are settled at the time of acquisition between the former owner (seller) and the purchaser based on their respective periods of ownership in relation to the relevant tax year. However, any of these taxes allocated to the purchaser are not expensed at the time of acquisition because they are treated as a part of the acquisition cost for accounting purposes. The total amount of property tax and city planning tax on the Acquired Assets that are treated as a part of the acquisition cost is assumed to be ¥77 million. For property tax, city planning tax, ¥448 million and ¥584 million for the Assets Held as of the End of the 4th Fiscal Period and the Acquired Assets will be expensed in the fiscal period ending May 31, 2014 (6th fiscal period), respectively. With respect to the Four Acquired Assets, property tax and city planning tax for fiscal 2014 will be expensed for Tokyu Plaza Sapporo starting from the 5th fiscal period ending May 31, 2014, and for the other three properties from the 6th fiscal period ending November 30, 2014. Moreover, property tax and city planning tax for fiscal 2015, with respect to the Two Acquired A | |

| Item | Assumptions | |
|---|--|--|
| | • We calculate depreciation expenses (including incidental expenses) by the straight- line method, assuming ¥741 million and ¥750 million for the 5th fiscal period ending May 31, 2014 and the 6th fiscal period ending November 30, 2014, respectively. | |
| Non-operating expenses | We expect interest and other borrowing-related expenses of ¥506 million and ¥545 million for the 5th fiscal period ending May 31, 2014 and the 6th fiscal period ending November 30, 2014, respectively. We assume the temporary expense relating to the issuance of investment units of ¥119 million for the 5th fiscal period ending May 31, 2014. | |
| Borrowings | As of today, we have a balance of ¥100,800 million in borrowings. We assume that there will be no change to the borrowing balance before the end of the 6th fiscal period (November 30, 2014). We assume that there will be refinancing of all borrowings coming due before the end of the 5th fiscal period (May 31, 2014) and the 6th fiscal period (November 30, 2014) (5th fiscal period: long-term borrowings of ¥4,000 million; 6th fiscal period: short-term borrowings of ¥3,000 million and long-term borrowings of ¥6,000 million). The LTV ratios as of May 31, 2014 and November 30, 2014 are both projected to be approximately 42%. The LTV ratio is obtained by the following formula: LTV = Balance of aggregate principal amount of interest-bearing debt / Total assets x 100 | |
| Units | The number is based on our assumption of 251,062 units issued as of today. We assume that there will be no additional issuance of new units before the end of the 6th fiscal period (November 30, 2014). The cash distributions per unit for the 5th fiscal period ending May 31, 2014 and the 6th fiscal period ending November 30, 2014 have been calculated in accordance with the projected number of units issued as of the end of each of the fiscal periods, which are 251,062 units. | |
| Cash distributions per unit | Cash distributions (cash distributions per unit) are calculated based on the cash distribution policy stipulated in our Articles of Incorporation. The cash distributions per unit may change due to various factors, including changes to the composition of our investment portfolio, changes in rental revenues accompanying changes in tenants, and unexpected maintenance and repairs. | |
| Cash distributions in excess of earnings per unit | We do not currently anticipate cash distributions in excess of our distributable profit (cash distributions in excess of earnings per unit). | |
| Other | We assume that there will be no amendments in legislation, taxation, accounting standards, listing regulations or regulations of the Investment Trusts Association of Japan that affect the above forecasts. We assume that there will be no material changes in general economic conditions or real estate markets. | |

3. Financial Statements

(1) Balance Sheets

| | | (Unit: Thousands of yen) |
|---|--------------------|--------------------------|
| | As of May 31, 2013 | As of November 30, 2013 |
| Assets | | |
| Current assets | | |
| Cash and deposits | 4,707,652 | 5,016,162 |
| Cash and deposits in trust | 1,052,109 | 1,147,579 |
| Operating accounts receivable | 178,217 | 200,590 |
| Prepaid expenses | 223,261 | 151,720 |
| Deferred tax assets | 16 | 16 |
| Other | | 126 |
| Total current assets | 6,161,257 | 6,516,196 |
| Noncurrent assets | | |
| Property, plant and equipment | | |
| Buildings in trust | 33,521,802 | 34,180,684 |
| Accumulated depreciation | (891,456) | (1,382,563) |
| Buildings in trust, net | 32,630,345 | 32,798,121 |
| Structures in trust | 352,430 | 360,792 |
| Accumulated depreciation | (18,096) | (28,285) |
| Structures in trust, net | 334,334 | 332,506 |
| Machinery and equipment in trust | 617,991 | 622,914 |
| Accumulated depreciation | (28,449) | (43,752) |
| Machinery and equipment in trust, net | 589,542 | 579,161 |
| Tools, furniture and fixtures in trust | 8,049 | 23,882 |
| Accumulated depreciation | (699) | (1,943) |
| Tools, furniture and fixtures in trust, net | 7,350 | 21,939 |
| Land in trust | 144,250,646 | 146,717,786 |
| Construction in progress in trust | 3,224 | 5,200 |
| Total property, plant and equipment | 177,815,442 | 180,454,715 |
| Intangible assets | | |
| Leasehold rights in trust | 4,487,617 | 4,562,599 |
| Other | 2,072 | 1,814 |
| Total intangible assets | 4,489,689 | 4,564,414 |
| Investments and other assets | | |
| Long-term prepaid expenses | 361,340 | 296,095 |
| Invest securities | 9,942 | 9,955 |
| Total investments and other assets | 371,283 | 306,051 |
| Total noncurrent assets | 182,676,416 | 185,325,181 |
| Total assets | 188,837,673 | 191,841,377 |

| | | (CIIII. Thousands of jui |
|--|--------------------|--------------------------|
| | As of May 31, 2013 | As of November 30, 2013 |
| Liabilities | | |
| Current liabilities | | |
| Operating accounts payable | 340,229 | 330,353 |
| Short-term loans payable | _ | 3,000,000 |
| Current portion of long-term loans payable | 4,000,000 | 10,000,000 |
| Accounts payable-other | 49,078 | 46,700 |
| Accrued expenses | 220,466 | 245,470 |
| Income taxes payable | 495 | 538 |
| Accrued consumption taxes | 33,490 | 173,647 |
| Advances received | 116,320 | 103,875 |
| Deposits received | 2,235 | 4,772 |
| Total current liabilities | 4,762,316 | 13,905,358 |
| Noncurrent liabilities | - | |
| Long-term loans payable | 81,000,000 | 75,000,000 |
| Tenant leasehold and security deposits in trust | 8,223,028 | 8,375,764 |
| Other | 31 | 50 |
| Total noncurrent liabilities | 89,223,059 | 83,375,815 |
| Total liabilities | 93,985,376 | 97,281,173 |
| Net assets | - | |
| Unitholders' equity | | |
| Unitholders' capital | 91,373,833 | 91,373,833 |
| Surplus | | |
| Unappropriated retained earnings (undisposed loss) | 3,478,463 | 3,186,370 |
| Total surplus | 3,478,463 | 3,186,370 |
| Total unitholders' equity | 94,852,296 | 94,560,203 |
| Total net assets | *2 94,852,296 | *2 94,560,203 |
| Total liabilities and net assets | 188,837,673 | 191,841,377 |
| | | |

(2) Statements of Income

| | Previo | us fiscal period | | Thousands of year thin the fiscal period |
|--|---------|------------------|---------|--|
| | (From D | ecember 1, 2012 | (Fron | 1 June 1, 2013 |
| | to M | Iay 31, 2013) | to Nove | ember 30, 2013 |
| Operating revenue | | | | |
| Rent revenue-real estate | *1, *2 | 5,453,936 | *1, *2 | 5,712,126 |
| Other lease business revenue | *1, *2 | 349,567 | *1, *2 | 412,776 |
| Total operating revenue | | 5,803,503 | | 6,124,902 |
| Operating expenses | | | | |
| Expenses related to rent business | *1, *2 | 1,435,773 | *1, *2 | 1,975,285 |
| Asset management fee | | 442,330 | | 436,004 |
| Asset custody fee | | 5,144 | | 5,374 |
| Administrative service fees | | 15,564 | | 13,446 |
| Directors' compensations | | 3,300 | | 3,300 |
| Other operating expenses | | 49,765 | | 49,339 |
| Total operating expenses | | 1,951,879 | | 2,482,749 |
| Operating income | | 3,851,624 | | 3,642,152 |
| Non-operating income | | | | |
| Interest income | | 237 | | 189 |
| Interest on securities | | 2,003 | | 1,848 |
| Interest on refund | | 3,407 | | _ |
| Insurance income | | _ | | 2,522 |
| Total non-operating income | · | 5,648 | | 4,560 |
| Non-operating expenses | | | | |
| Interest expenses | | 313,535 | | 330,975 |
| Investment unit issuance expenses | | _ | | 48,310 |
| Borrowing related expenses | | 64,401 | | 79,700 |
| Other | | _ | | 500 |
| Total non-operating expenses | | 377,936 | | 459,486 |
| Ordinary income | | 3,479,336 | | 3,187,226 |
| Income before income taxes | | 3,479,336 | | 3,187,226 |
| Income taxes-current | - | 948 | | 949 |
| Income taxes-deferred | | 9 | | (0) |
| Total income taxes | | 957 | | 949 |
| Net income | | 3,478,378 | | 3,186,276 |
| Retained earnings brought forward | | 85 | | 93 |
| Unappropriated retained earnings (undisposed loss) | | 3,478,463 | | 3,186,370 |

(3) Statements of Unitholders' Equity

| | Previous fiscal period (From December 1, 2012 to May 31, 2013) | (Unit: Thousands of ye Current fiscal period (From June 1, 2013 to November 30, 2013) |
|--|--|--|
| Unitholders' equity | | , |
| Unitholders' capital | | |
| Balance at the beginning of current period | 91,373,833 | 91,373,833 |
| Changes of items during the period | | |
| Total changes of items during the period | | _ |
| Balance at the end of current period | * 91,373,833 | * 91,373,833 |
| Surplus | | |
| Unappropriated retained earnings (undisposed loss) | | |
| Balance at the beginning of current period | 2,861,026 | 3,478,463 |
| Changes of items during the period | | |
| Dividends from surplus | (2,860,941) | (3,478,369) |
| Net income | 3,478,378 | 3,186,276 |
| Total changes of items during the period | 617,436 | (292,093) |
| Balance at the end of current period | 3,478,463 | 3,186,370 |
| Total surplus | | |
| Balance at the beginning of current period | 2,861,026 | 3,478,463 |
| Changes of items during the period | | |
| Dividends from surplus | (2,860,941) | (3,478,369) |
| Net income | 3,478,378 | 3,186,276 |
| Total changes of items during the period | 617,436 | (292,093) |
| Balance at the end of current period | 3,478,463 | 3,186,370 |
| Total unitholders' equity | | |
| Balance at the beginning of current period | 94,234,859 | 94,852,296 |
| Changes of items during the period | | |
| Dividends from surplus | (2,860,941) | (3,478,369) |
| Net income | 3,478,378 | 3,186,276 |
| Total changes of items during the period | 617,436 | (292,093) |
| Balance at the end of current period | 94,852,296 | 94,560,203 |
| Total net assets | | |
| Balance at the beginning of current period | 94,234,859 | 94,852,296 |
| Changes of items during the period | | |
| Dividends from surplus | (2,860,941) | (3,478,369) |
| Net income | 3,478,378 | 3,186,276 |
| Total changes of items during the period | 617,436 | (292,093) |
| Balance at the end of current period | 94,852,296 | 94,560,203 |

(4) Statements of Cash Distributions

| | | Previous fiscal period (From December 1, 2012 to May 31, 2013) | Current fiscal period (From June 1, 2013 to November 30, 2013) |
|-----|----------------------------------|--|--|
| | | Amount | Amount |
| Ι | Unappropriated retained earnings | ¥3,478,463,414 | ¥3,186,370,302 |
| II | Distributions | ¥3,478,369,852 | ¥3,186,282,026 |
| | [Cash Distributions per unit] | [¥16,946] | [¥15,523] |
| III | Earnings carried forward | ¥93,562 | ¥88,276 |

| | 1 | T |
|--------------------------------------|--|--|
| Calculation method for distributions | Based on the distribution policy set forth in Article 35, Paragraph 1 of the Articles of Incorporation of the Investment Corporation, distributions shall be limited to the amount of profit in excess of an amount equivalent to ninety hundredths (90/100) of distributable profits, as stipulated in Article 67-15, Paragraph 1 of the Act on Special Measures Concerning Taxation. In consideration of this policy, we will pay distributions at the total amount of ¥3,478,369,852, which is the amount that does not | Based on the distribution policy set forth in Article 35, Paragraph 1 of the Articles of Incorporation of the Investment Corporation, distributions shall be limited to the amount of profit in excess of an amount equivalent to ninety hundredths (90/100) of distributable profits, as stipulated in Article 67-15, Paragraph 1 of the Act on Special Measures Concerning Taxation. In consideration of this policy, we will pay distributions at the total amount of ¥3,186,282,026, which is the amount that does not |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | 1 2 |
| | | |
| | exceed the unappropriated | exceed the unappropriated |
| | retained earnings and is the | retained earnings and is the |
| | greatest value among integral | greatest value among integral |
| | multiples of 205,262, which is the | multiples of 205,262, which is the |
| | number of investment units | number of investment units |
| | issued; provided, however, that | issued; provided, however, that |
| | we will not pay the portion of | we will not pay the portion of |
| | amount that exceeds the profit | amount that exceeds the profit |
| | defined in Article 35, Paragraph 2 | defined in Article 35, Paragraph 2 |
| | of the Articles of Incorporation of | of the Articles of Incorporation of |
| | the Investment Corporation. | the Investment Corporation. |
| | | |

(5) Statements of Cash Flows

| | Previous fiscal period (From December 1, 2012 to May 31, 2013) | (Unit: Thousands of ye Current fiscal period (From June 1, 2013 to November 30, 2013) |
|--|--|--|
| Net cash provided by (used in) operating activities | ve 11 u y 21, 2012) | to 110 (emoti 20, 2012) |
| Income before income taxes | 3,479,336 | 3,187,226 |
| Depreciation and amortization | 488,241 | 518,685 |
| Loss on retirement of noncurrent assets | 2,746 | 555 |
| Interest income and interest on securities | (2,241) | (2,038) |
| Interest expenses | 313,535 | 330,975 |
| Investment unit issuance expenses | _ | 48,310 |
| Borrowing related expenses | 52,838 | 67,489 |
| Decrease (increase) in operating accounts receivable | (21,974) | (22,373) |
| Decrease (increase) in consumption taxes refund receivable | 1,446,329 | (==,: , =) |
| Increase (decrease) in accrued consumption taxes | 33,490 | 140,157 |
| Decrease (increase) in prepaid expenses | (69,997) | 67,287 |
| Increase (decrease) in operating accounts payable | 35,856 | 7,060 |
| Increase (decrease) in accrued expenses | (214,740) | (22,501) |
| Increase (decrease) in advances received | 13,378 | (12,444) |
| Decrease (increase) in long-term prepaid expenses | 2,334 | 4,633 |
| Other, net | (19,668) | 2,429 |
| Subtotal | 5,539,465 | 4,315,454 |
| Interest income received | 2,228 | 2,026 |
| Interest expenses paid | (303,292) | (330,722) |
| Income taxes paid | (1,286) | (907) |
| Net cash provided by (used in) operating activities | 5,237,115 | 3,985,850 |
| Net cash provided by (used in) investing activities | | |
| Purchase of property, plant and equipment in trust | (11,403,309) | (3,182,161) |
| Purchase of intangible assets in trust | (222,459) | (74,982) |
| Repayments of tenant leasehold and security deposits | (231,159) | (129,626) |
| Proceeds from tenant leasehold and security deposits | 765,360 | 282,363 |
| Net cash provided by (used in) investing activities | (11,091,568) | (3,104,407) |
| Net cash provided by (used in) financing activities | | (-, -, -, -, / |
| Increase in short-term loans payable | _ | 2,997,375 |
| Decrease in short-term loans payable | (17,000,000) | _ |
| Proceeds from long-term loans payable | 24,827,100 | _ |
| Dividends paid | (2,847,488) | (3,473,778) |
| Other, net | _ | (1,058) |
| Net cash provided by (used in) financing activities | 4,979,611 | (477,461) |
| Net increase (decrease) in cash and cash equivalents | (874,841) | 403,981 |
| Cash and cash equivalents at beginning of period | 6,634,602 | 5,759,761 |
| Cash and cash equivalents at end of period | * 5,759,761 | * 6,163,742 |

(6) Notes on Assumption of Going Concern Not applicable

(7) Notes on Important Accounting Policies

| 1. | Valuation basis and method for securities | Held-to-maturity bonds The amortized cost method (straight-line method) is used. | |
|----|--|---|--|
| 2. | Method of depreciation of noncurrent assets | (1) Property, plant and equipment (including trust assets) The straight-line method is used. The useful lives of major property, plant and equipment are listed below. Buildings 2 to 64 years Structures 2 to 60 years Machinery and equipment 2 to 32 years Tools, furniture and fixtures 2 to 15 years (2) Intangible assets Internal use software is amortized by the straight-line method over the expected useful life (5 years). (3) Long-term prepaid expenses The straight-line method is used. | |
| 3. | Accounting method for deferred assets | Investment unit issuance expenses The full amount is recorded as expenses when incurred. | |
| 4. | Accounting for income and expenses | Property-related taxes For property tax, city planning tax, depreciable asset tax for real properties held, the amount of tax levied corresponding to the calculation period is recorded as expenses related to rent business. The settlement money for property tax that is paid to the transferor for acquisition of real properties (so-called "amount equivalent to property tax") is not recorded as expenses related to rent business but included in the acquisition costs for the related properties. The amount equivalent to property tax included in acquisition cost for properties for the current fiscal period is ¥4,906 thousand. | |
| 5. | Method of hedge accounting | Method of hedge accounting For interest rate swaps, special treatment is applied since the swaps satisfy the requirements for special treatment. Hedging instruments and hedged items Hedging instruments: Interest rate swaps transactions Hedged items: Long-term loans payable Hedging policy Based on the management policy of financial market risks, the Investment Corporation makes interest rate swaps for the purpose to hedge risks set forth in the Articles of Incorporation of the Investment Corporation. Method of assessing hedge effectiveness The Investment Corporation assesses hedge effectiveness is ensured based upon the fulfillment of the requirements of special treatment. | |
| 6. | Scope of cash (cash and cash equivalents) in the statements of cash flows | Cash and cash equivalents include cash on hand, cash in trust, demand deposits, deposits in trust, and highly liquid short-term investments that are readily convertible, bear little risk in price fluctuations, and mature within three months of the date of acquisition. | |

- 7. Other important matters related to the preparation of financial statements
- (1) Accounting method for trust beneficiary right with real estate, etc. as trust asset

With regard to trust beneficiary right with real estate, etc. in holding as trust asset, all assets and liabilities as well as all revenue and expense items associated with all trust assets are accounted for under the respective account items of the balance sheets and statements of income.

Of the trust assets accounted for under the respective account items, the following items with significance are separately indicated on the balance sheets.

- i) Cash and deposits in trust
- ii) Buildings in trust; structures in trust; machinery and equipment in trust; tools, furniture and fixtures in trust; land in trust; construction in progress in trust; and leasehold rights in trust
- iii) Tenant leasehold and security deposits in trust
- (2) Accounting method for consumption tax and local consumption tax Consumption tax and local consumption tax are accounted for by the taxexclusion method. Consumption taxes unqualified for deduction for tax purposes for noncurrent assets, etc. are included in acquisition cost for each asset.
- (8) Notes to Financial Statements

Notes to Balance Sheets

1. Commitment Line Contracts

The Investment Corporation has the commitment line contracts with four of the banks with which it does business.

| | As of May 31, 2013 | As of November 30, 2013 |
|---|----------------------|-------------------------|
| Total amount specified in the commitment line contracts | ¥10,000,000 thousand | ¥10,000,000 thousand |
| Loan balance | - | _ |
| Net balance | ¥10,000,000 thousand | ¥10,000,000 thousand |

*2. Minimum Net Assets Stipulated in Article 67, Paragraph 4 of the Act on Investment Trusts and Investment Corporations

| As of May 31, 2013 | As of November 30, 2013 |
|--------------------|-------------------------|
| ¥50,000 thousand | ¥50,000 thousand |

Notes to Statements of Income

*1. Breakdown of Income (Loss) from Real Estate Leasing Business

| | | | | (Unit: Thousands of yen) | | |
|----|---|--|------------|--|-----------|--|
| | | Previous fisca (From Decemb to May 31, | er 1, 2012 | Current fiscal period (From June 1, 2013 to November 30, 2013) | | |
| ١. | Real estate leasing business revenues | | | | | |
| | Rent revenue-real estate | | | | | |
| | Rent | 4,946,608 | | 5,197,037 | | |
| | Common service fees | 373,661 | | 377,139 | | |
| | Parking lots fees | 93,053 | | 98,275 | | |
| | Other rent revenue | 40,613 | 5,453,936 | 39,673 | 5,712,126 | |
| | Other lease business revenue | | 349,567 | | 412,776 | |
| | Total real estate leasing business revenues | | 5,803,503 | | 6,124,902 | |
| | Real estate leasing business expenses | | | | | |
| | Expenses related to rent business | | | | | |
| | Management operation expenses | 411,855 | | 425,239 | | |
| | Utilities expenses | 288,930 | | 371,251 | | |
| | Tax and public dues | 10,265 | | 433,411 | | |
| | Insurance | 4,962 | | 5,277 | | |
| | Repair and maintenance expenses | 97,004 | | 71,060 | | |
| | Depreciation | 487,983 | | 518,426 | | |
| | Loss on retirement of noncurrent assets 2,7 | | | 555 | | |
| | Other expenses related to rent business | 132,024 | 1,435,773 | 150,061 | 1,975,285 | |
| | Total real estate leasing business expenses | | 1,435,773 | | 1,975,285 | |
| | Income (loss) from real estate leasing business (A – B) | | 4,367,729 | | 4,149,617 | |

*2. Transactions with Major Unitholders

| | | (Unit: Thousands of yen) |
|-----------------------------------|--|--|
| | Previous fiscal period (From December 1, 2012 to May 31, 2013) | Current fiscal period (From June 1, 2013 to November 30, 2013) |
| Operating transactions | | |
| Rent revenue-real estate | 4,706,243 | 4,926,245 |
| Other lease business revenue | 315,989 | 351,734 |
| Expenses related to rent business | 256,607 | 255,524 |

Notes to Statements of Unitholders' Equity

| | | Previous fiscal period (From December 1, 2012 to May 31, 2013) | Current fiscal period (From June 1, 2013 to November 30, 2013) |
|---|---|--|--|
| * | Total number of authorized investment units and total number of investment units issued | | |
| | Total number of authorized investment units | 2,000,000 units | 2,000,000 units |
| | Total number of investment units issued | 205,262 units | 205,262 units |

Notes to Statements of Cash Flows

* Reconciliation between Cash and Cash Equivalents at End of Period and the Amount on the Balance Sheets

| | As of May 31, 2013 | As of November 30, 2013 |
|----------------------------|---------------------|-------------------------|
| Cash and deposits | ¥4,707,652 thousand | ¥5,016,162 thousand |
| Cash and deposits in trust | ¥1,052,109 thousand | ¥1,147,579 thousand |
| Cash and cash equivalents | ¥5,759,761 thousand | ¥6,163,742 thousand |

Notes on Financial Instruments

- 1. Matters Regarding Financial Instruments
- (1) Policy for Financial Instruments

The Investment Corporation raises funds by borrowing, issuing investment corporation bonds, or issuing investment units for the purpose of acquiring real estate-related assets and repaying interest-bearing debt.

When raising funds, the Investment Corporation aims to sustain stable fund-raising capability for a long time at low cost by enhancing its capital adequacy and maintaining conservative interest-bearing debt, looking for attributes such as extended borrowing periods for interest-bearing debt, fixed interest rates, and diversified due dates to ensure financial stability and avoid the risk of interest-rate hikes.

We also invest temporary excess funds in deposits in general, taking safety and liquidity, etc. into account and carefully considering the interest-rate environment and our cash management.

We may carry out derivatives transactions for the purpose of hedging the interest-rate risk of borrowings and other risks, but do not engage in speculative transactions.

(2) Content and Risks of Financial Instruments and Risk Management System

As the excess funds of the Investment Corporation are invested in deposits, they are exposed to credit risks such as the insolvency of the financial institutions in which the excess funds are deposited. However, we deposit excess funds carefully by limiting the period of deposits to the short term, taking safety and liquidity, etc. into account and carefully considering the financial environment and our cash management.

Borrowings are received mainly for the purpose of acquiring real estate and refinancing of existing borrowings. Tenant leasehold and security deposits are deposits provided by tenants. Borrowings, tenant leasehold and security deposits are exposed to liquidity risks at the time of repayments. However, these risks are managed through management of liquidity in hand by preparing a monthly funding plan, efforts to reduce liquidity risk on loans payable by diversifying repayment periods, etc., and other means.

Floating-rate loans payable are also exposed to the risk of fluctuations in interest-rates. However, these risks are managed through derivative transactions (interest rate swaps) as hedging instruments in certain floating-rate loans payable.

(3) Supplemental Remarks on the Fair Value of Financial Instruments

The fair value of financial instruments is based on market prices or reasonably calculated value if it has no market price. As certain assumptions are made in calculating these values, if different assumptions, etc. are used, these values could vary.

2. Matters Regarding Fair Values of Financial Instruments

Carrying amounts, fair values, and the differences between the two values as of May 31, 2013, are as shown below. Financial instruments whose fair value is considered to be extremely difficult to determine are not included in this table (please refer to (Note 2)).

(Unit: Thousands of yen)

| | Carrying amount | Fair value | Difference |
|--|-----------------|------------|------------|
| (1) Cash and deposits | 4,707,652 | 4,707,652 | - |
| (2) Cash and deposits in trust | 1,052,109 | 1,052,109 | - |
| Total assets | 5,759,761 | 5,759,761 | _ |
| (2) Current portion of long-term loans payable | 4,000,000 | 4,000,000 | - |
| (3) Long-term loans payable | 81,000,000 | 80,714,493 | (285,506) |
| Total liabilities | 85,000,000 | 84,714,493 | (285,506) |
| Derivative transactions | - | _ | - |

Carrying amounts, fair values, and the differences between the two values as of November 30, 2013, are as shown below. Financial instruments whose fair value is considered to be extremely difficult to determine are not included in this table (please refer to (Note 2)).

(Unit: Thousands of yen)

| | | (' | of yelly |
|--|-----------------|------------|------------|
| | Carrying amount | Fair value | Difference |
| (1) Cash and deposits | 5,016,162 | 5,016,162 | _ |
| (2) Cash and deposits in trust | 1,147,579 | 1,147,579 | _ |
| Total assets | 6,163,742 | 6,163,742 | _ |
| (1) Short-term loans payable | 3,000,000 | 3,000,000 | _ |
| (2) Current portion of long-term loans payable | 10,000,000 | 10,000,000 | _ |
| (3) Long-term loans payable | 75,000,000 | 75,196,047 | 196,047 |
| Total liabilities | 88,000,000 | 88,196,047 | 196,047 |
| Derivative transactions | _ | _ | _ |

(Note 1) Measurement Methods for Fair Values of Financial Instruments

Assets

(1) Cash and deposits, (2) Cash and deposits in trust,

The book value is used as the fair value of these assets, given that the fair value is almost the same as the book value, as it is settled in a short time.

Liabilities

(1) Short-term loans payable

The book value is used as the fair value of these liabilities, given that the fair value is almost the same as the book value, as it is settled in a short time.

(2) Current portion of long-term loans payable, (3) Long-term loans payable

These fair values are determined by discounting the total of principal and interest at the rate assumed when a new loan is made corresponding to the remaining period. The book value is used as the fair value of those loans payable with floating interest rate, given that the fair value is almost the same as the book value, as their interest rates are reviewed on a short-term interval to reflect market interest rates (however, for long-term loans payable with floating interest rate to which special treatment for interest rate swaps is applied, the fair value is the value calculated by discounting the sum of principal and interest, which are treated in combination with the said interest rate swap, at a reasonable rate estimated for a similar new loan).

Derivative transactions

Please refer to "Notes on Derivative Transactions" on pages 27 and 28.

(Note 2) Carrying Amounts of Financial Instruments Whose Fair Value Is Considered to Be Extremely Difficult to Determine

(Unit: Thousands of yen)

| | | (- 1) |
|---|--------------------|-------------------------|
| Category | As of May 31, 2013 | As of November 30, 2013 |
| Tenant leasehold and security deposits in trust * | 8,223,028 | 8,375,764 |

^{*} As there are no market prices for tenant leasehold and security deposits in trust from tenants for leasehold properties and the actual period of deposit from move-in of the tenant to move-out is difficult to determine, it is extremely difficult to reasonably estimate the cash flow. Therefore, the fair value for tenant leasehold and security deposits in trust is not subject to the disclosure of fair value.

(Note 3) Expected Amounts of Repayment of Monetary Claims after the Account Closing Date (May 31, 2013)

(Unit: Thousands of yen)

| | Within 1 year | 1–2 years | 2–3 years | 3–4 years | 4–5 years | Over 5 years |
|-------------------|------------------|-----------|-----------|-----------|-----------|-----------------|
| Deposits | 4,707,652 | - | _ | | _ | _ |
| Deposits in trust | 1,052,109 | _ | - | _ | _ | _ |
| Total | 5,759,761 | _ | _ | _ | _ | - |

Expected Amounts of Repayment of Monetary Claims after the Account Closing Date (November 30, 2013)

(Unit: Thousands of yen)

| (0.1111. 2.110 | | | | | | |
|-------------------|------------------|-----------|-----------|-----------|-----------|-----------------|
| | Within 1 year | 1–2 years | 2–3 years | 3–4 years | 4–5 years | Over 5 years |
| Deposits | 5,016,162 | _ | _ | _ | _ | _ |
| Deposits in trust | 1,147,579 | _ | _ | _ | _ | _ |
| Total | 6,163,742 | _ | _ | _ | _ | _ |

(Note 4) Expected Amounts of Repayment of Loans Payable after the Account Closing Date (May 31, 2013)

(Unit: Thousands of yen)

| | Within 1 year | 1–2 years | 2–3 years | 3–4 years | 4–5 years | Over 5 years |
|-------------------------|------------------|------------|------------|------------|------------|-----------------|
| Long-term loans payable | 4,000,000 | 12,000,000 | 12,000,000 | 18,000,000 | 17,000,000 | 22,000,000 |
| Total | 4,000,000 | 12,000,000 | 12,000,000 | 18,000,000 | 17,000,000 | 22,000,000 |

Expected Amounts of Repayment of Loans Payable after the Account Closing Date (November 30, 2013)

(Unit: Thousands of yen)

| | Within 1 year | 1–2 years | 2–3 years | 3–4 years | 4–5 years | Over 5 years |
|--------------------------|------------------|------------|------------|------------|------------|-----------------|
| Short-term loans payable | 3,000,000 | l | l | l | I | 1 |
| Long-term loans payable | 10,000,000 | 18,000,000 | 12,000,000 | 18,000,000 | 17,000,000 | 10,000,000 |
| Total | 13,000,000 | 18,000,000 | 12,000,000 | 18,000,000 | 17,000,000 | 10,000,000 |

Notes on Derivative Transactions

1. Derivative Transaction to Which Hedge Accounting Is Not Applied

(As of May 31, 2013) Not applicable

(As of November 30, 2013) Not applicable

2. Derivative Transaction to Which Hedge Accounting Is Applied

(As of May 31, 2013)

The following table shows contract amount or principal amount, etc. set forth in the contract as of the account closing date by method of hedge accounting.

(Unit: Thousands of yen)

| Hedge accounting | Type of derivative transactions | Major hedged items | Amount of contract | | Fair value | Calculation method for fair value |
|---|---|-------------------------------|--------------------|--------------------------|------------|---|
| | | | | Portion due after 1 year | | |
| Special treatment for interest rate swaps | Interest rate swaps Receive floating Pay fixed | Long-term loans payable | 5,000,000 | 5,000,000 | * | - |

^{*} Interest rate swap transactions to which special treatment is applied are accounted for as an integral part of long-term loans payable, a hedged item. Thus, their fair values are included in the fair value of long-term loans payable. (Please refer to the preceding "Notes on Financial Instruments, 2. Matters Regarding Fair Values of Financial Instruments, (Note 1) <u>Liabilities</u> (3)" on page 26.)

(As of November 30, 2013)

The following table shows contract amount or principal amount, etc. set forth in the contract as of the account closing date by method of hedge accounting.

(Unit: Thousands of yen)

| Hedge accounting | Type of derivative transactions | Major hedged items | Amount of contract | | Fair value | Calculation method for fair value |
|---|---|-------------------------------|--------------------|--------------------------|------------|---|
| | | | | Portion due after 1 year | | |
| Special treatment for interest rate swaps | Interest rate swaps Receive floating Pay fixed | Long-term loans payable | 5,000,000 | 5,000,000 | * | - |

^{*} Interest rate swap transactions to which special treatment is applied are accounted for as an integral part of long-term loans payable, a hedged item. Thus, their fair values are included in the fair value of long-term loans payable. (Please refer to the preceding "Notes on Financial Instruments, 2. Matters Regarding Fair Values of Financial Instruments, (Note 1) <u>Liabilities</u> (3)" on page 26.)

Notes on Tax Effect Accounting

1. Components of Deferred Tax Assets and Deferred Tax Liabilities

| | As of May 31, 2013 | As of November 30, 2013 | |
|--|--------------------|-------------------------|--|
| Deferred tax assets | | | |
| Non-deductible amount for tax purposes of enterprise tax payable | ¥16 thousand | ¥16 thousand | |
| Total deferred tax assets | ¥16 thousand | ¥16 thousand | |
| Net deferred tax assets | ¥16 thousand | ¥16 thousand | |

2. Reconciliation of Significant Difference between Effective Statutory Tax Rate and Effective Income Tax Rate after Application of Tax Effect Accounting

| | As of May 31, 2013 | As of November 30, 2013 | | |
|--|--------------------|-------------------------|--|--|
| Effective statutory tax rate | 36.59% | 36.59% | | |
| Adjustments | | | | |
| Distributions paid included in deductibles | (36.58)% | (36.58)% | | |
| Other | 0.02% | 0.02% | | |
| Effective income tax rate after application of tax effect accounting | 0.03% | 0.03% | | |

Notes on Transactions with Related Parties

Parent Company and Major Corporate Unitholders
 Previous fiscal period (From December 1, 2012 to May 31, 2013)

| | | | Capital | | Percentage | Relati | onship | | T | | F., J., |
|--------------------------|--|-------------------------|--|------------------------|---------------------------------------|--|---|--|--|----------------------------|--|
| Attribute | Attribute Name Address investmin capit (Millio | | stock or investment in capital (Millions of yen) | Business or occupation | righte | Interlock- ing officers, etc. | Business relation- ship | Transaction | Transaction amount (Thousands of yen) | Account title | Ending balance (Thousands of yen) |
| | | | | | | | | Delivery of tenant leasehold and security deposits | 621,227 | Tenant | |
| | | | | | | Major | Receipt of tenant leasehold and security deposits | 765,360 | leasehold | 7,124,406 | |
| Major unit- holder | unit- Corporation 1-chome, 57,551 Rea | Real estate business | 10.47% | | and rent and manage- ment of | Repayments of tenant leasehold and security deposits | 231,159 | | | | |
| | | | | | | properties | Rental revenues, etc. | | Operating accounts receivable | 166,319 | |
| | | | | | | | | revenues, etc. | | Advances received | 116,288 |
| | | | | | | | | Fees for consignment for real estate management | | Operating accounts payable | 62,858 |

Current fiscal period (From June 1, 2013 to November 30, 2013)

| | Attribute Name Address stock or investment in capita (Millions | | Capital | | Percentage | Relati | ionship | | T: | | Ending |
|----------------|--|--------|--|------------------------|------------|---|--|---|--|--|----------------------------------|
| Attribute | | | stock or investment in capital (Millions of yen) | Business or occupation | rights | Interlock- ing officers, etc. | Business relation- ship | Transaction | Transaction amount (Thousands of yen) | Account title | balance (Thousands of yen) |
| | | | | | | | | Receipt of tenant leasehold and security deposits | 155,196 | Tenant leasehold and security | 7,149,976 |
| Major unit- | | 57,551 | 7,551 Real estate business | | None | Major unitholder, and rent and manage- ment of properties | Repayments of tenant leasehold and security deposits | 129,626 | deposits in trust | | |
| noider | | | | | | | Rental revenues, etc. | 5,277,980 | Operating accounts receivable | 184,665 | |
| | | | | | | | | | Advances received | 103,819 | |
| | | | | | | | | Fees for consignment for real estate management | | Operating accounts payable | 50,042 |

⁽Note 1) Of the amounts above, the transaction amount does not include consumption taxes, and the ending balance includes consumption taxes.

(Note 2) The transaction terms are based on current market practices.

2. Affiliates, etc.

Previous fiscal period (From December 1, 2012 to May 31, 2013)

Not applicable

Current fiscal period (From June 1, 2013 to November 30, 2013)

Not applicable

3. Sister companies, etc.

Previous fiscal period (From December 1, 2012 to May 31, 2013)

| | | | Capital | | Percentage | Relati | ionship | | | | |
|--------------------------------------|---|---|---------------------------------------|--|--|--|---|--|----------------------------------|--|---------|
| Attribute Name | Address stock or invest- ment in capital (Millions of yen) | | Business or occupation | of voting rights owning (owned) | Interlock- ing officers, etc. | Business relation- ship | Transaction | Transaction amount (Thousands of yen) | Account | Ending balance (Thousands of yen) | |
| | T. 1 | | | | | Delivery of tenant leasehold and security deposits | 96,209 | Tenant leasehold and | 1,098,621 | | |
| Subsidiary of major unitholder | of major Manage- ment 1-chome, | e, 100 | Real estate management business | - | None | Subsidiary of major unitholder | Receipt of tenant leasehold and security deposits | 96,209 | security deposits in trust | | |
| | | | | | | | | Rental revenues, etc. | 781,270 | Operating accounts receivable | 11,897 |
| | | | | | | | | revenues, etc. | | Advances received | 31 |
| Subsidiary of major unitholder | TLC Activia Investment Manage- ment Inc. | 16-3 Dogenzaka 1-chome, Shibuya-ku, Tokyo | 300 | Operations related to management of the Investment Corporation's portfolio assets | - | 1 inter- locking officer | Asset manager | Payment of fees for asset management | 518,630 | Other accrued expenses | 181,619 |

Current fiscal period (From June 1, 2013 to November 30, 2013)

| | | Capital | | Capital | | | onship | | | | |
|--------------------------------------|--|--|---|--|--|--------------------------------|--------------------------------------|--|------------------|--|-----------|
| Attribute Name Add | Address | stock or invest- ment in capital (Millions of yen) | Business or occupation | Percentage of voting rights owning (owned) | Interlock- ing officers, etc. | Business relation- ship | Transaction | Transaction amount (Thousands of yen) | Account title | Ending balance (Thousands of yen) | |
| | | | | | | | | Delivery of tenant leasehold and security deposits | 127,166 | leasehold and | 1,225,788 |
| Subsidiary of major unitholder | Tokyu Land SC Manage- ment Corpora- tion | and SC Manage- nent Corpora- 2-2 Dogenzaka 1-chome, Shibuya-ku, Tokyo | ogenzaka Ro -chome, 100 m hibuya-ku, bu | Real estate management business | - | None | Subsidiary of major unitholder | Receipt of tenant leasehold and security deposits | | security deposits in trust | . , |
| | tion | | | | | | | Rental revenues, etc. | 846,922 | Operating accounts receivable | 15,924 |
| | | | | | | | | revenues, etc. | | Advances received | 56 |
| Subsidiary of major unitholder | TLC Activia Investment Manage- ment Inc. | 16-3 Dogenzaka 1-chome, Shibuya-ku, Tokyo | 300 | Operations related to management of the Investment Corporation's portfolio assets | - | 1 inter- locking officer | Asset manager | Payment of fees for asset management | 457,004 | Other accrued expenses | 159,570 |

⁽Note 1) The amount of remuneration above is in accordance with the terms set forth in the Articles of Incorporation of the Investment Corporation.

⁽Note 2) Of the amounts above, the transaction amount does not include consumption taxes, and the ending balance includes consumption taxes.

⁽Note 3) The transaction terms are based on current market practices.

4. Directors and major individual unitholders

Previous fiscal period (From December 1, 2012 to May 31, 2013)

Not applicable

Current fiscal period (From June 1, 2013 to November 30, 2013)

Not applicable

Notes on Investment and Rental Properties

The Investment Corporation holds Urban Retail and Tokyo Office properties and other properties in Tokyo and other regions for rental revenue. The carrying amounts on the balance sheets, changes during the fiscal period, and fair values of investment and rental properties are as follows.

(Unit: Thousands of yen)

| Use | | Previous fiscal period (From December 1, 2012 to May 31, 2013) | Current fiscal period (From June 1, 2013 to November 30, 2013) |
|----------------------------|---------------------------------------|--|--|
| | Carrying amount on the balance sheets | | |
| 11.1 D . 1 | Balance at beginning of period | 94,817,681 | 94,776,350 |
| Urban Retail Properties | Changes during period | (41,331) | 3,039,642 |
| | Balance at end of period | 94,776,350 | 97,815,993 |
| | Fair value at end of period | 99,650,000 | 103,910,000 |
| | Carrying amount on the balance sheets | | |
| T.1 . O.C. | Balance at beginning of period | 41,721,522 | 47,445,214 |
| Tokyo Office Properties | Changes during period | 5,723,692 | (177,673) |
| | Balance at end of period | 47,445,214 | 47,267,541 |
| | Fair value at end of period | 47,710,000 | 48,280,000 |
| | Carrying amount on the balance sheets | | |
| Odlassi | Balance at beginning of period | 34,881,212 | 40,081,494 |
| Other Properties | Changes during period | 5,200,281 | (147,713) |
| | Balance at end of period | 40,081,494 | 39,933,780 |
| | Fair value at end of period | 42,110,000 | 42,800,000 |
| | Carrying amount on the balance sheets | | |
| | Balance at beginning of period | 171,420,417 | 182,303,059 |
| Total | Changes during period | 10,882,642 | 2,714,255 |
| | Balance at end of period | 182,303,059 | 185,017,315 |
| | Fair value at end of period | 189,470,000 | 194,990,000 |

(Note 1) The carrying amount on the balance sheets is the acquisition cost less accumulated depreciation.

(Note 2) The main reason for the increase for the current fiscal period is the acquisition of one property (Hitotsugi LIP) worth ¥3,125,128 thousand. The decrease is mainly due to provision of depreciation (¥518,426 thousand).

(Note 3) The fair value at end of period is the appraisal value provided by an outside real estate appraiser.

The income/loss concerning investment and rental properties for the current fiscal period is indicated under "Notes to Statements of Income."

Per Unit Information

| | Previous fiscal period (From December 1, 2012 to May 31, 2013) | Current fiscal period (From June 1, 2013 to November 30, 2013) |
|---------------------|--|--|
| Net assets per unit | ¥462,103 | ¥460,680 |
| Net income per unit | ¥16,946 | ¥15,522 |

(Note 1) Net income per unit is calculated by dividing net income by the day-weighted average number of investment units for the period (205,262 units). Fully diluted net income per unit is not stated, as there is no potential investment unit.

(Note 2) The basis for calculating net income per unit is as follows:

| | Previous fiscal period (From December 1, 2012 to May 31, 2013) | Current fiscal period (From June 1, 2013 to November 30, 2013) |
|---|--|--|
| Net income (Thousands of yen) | 3,478,378 | 3,186,276 |
| Amount not attributable to common unitholders (Thousands of yen) | - | - |
| Net income attributable to common investment units (Thousands of yen) | 3,478,378 | 3,186,276 |
| Average number of investment units for the period (Units) | 205,262 | 205,262 |

Significant Subsequent Events

1. Issuance of New Investment Units

(i) Issuance of new investment units through the public offering (Public placement)

i) Number of new investment units issued 43,100 units
 ii) Offering price ¥782,925 per unit
 iii) Total offering price ¥33,744,067,500
 iv) Paid-in amount ¥757,229 per unit
 v) Total paid-in amount ¥32,636,569,900
 vi) Payment date December 16, 2013
 vii) Initial date of reckoning distributions

(ii) Issuance of new investment units through third-party allotment

i) Number of new investment units issued 2,700 units
 ii) Paid-in amount ¥757,229 per unit
 iii) Total paid-in amount ¥2,044,518,300
 iv) Payment date January 15, 2014
 v) Initial date of reckoning distributions December 1, 2013

vi) Allottee Nomura Securities Co., Ltd.

2. Borrowing of Funds

In order to cover the acquisition costs for beneficiary rights of real estate in trust to six properties and related costs, the Investment Corporation borrowed funds of ¥5,300 million on December 19, 2013, and ¥7,500 million on January 10, 2013. For the details, please refer to the preceding "2. Asset Management Policies and Status, (2) Asset Management Status, ii) Outlook for the Next Fiscal Period, (C) Significant Subsequent Events, b. Borrowing of Funds" on page 9.

3. Acquisition of Properties

The Investment Corporation acquired beneficiary rights of real estate in trust to four properties for \(\frac{2}{37,900} \) million on December 19, 2013, and two properties for \(\frac{2}{9,530} \) million on January 10, 2014, with proceeds from the issuance of new investment units through public offering (public placement) and borrowings in accordance with the basic asset management policy set forth in the Articles of Incorporation. For the details, please refer to the preceding "2. Asset Management Policies and Status, (2) Asset Management Status, ii) Outlook for the Next Fiscal Period, (C) Significant Subsequent Events, c. Acquisition of Properties" on pages 10 and 11.

Omission of Disclosure

As the need for disclosing notes on lease transactions, securities, retirement benefits, equity in earnings of affiliates, asset retirement obligations, and segment information in this financial report is not considered to be substantial, the disclosure of these items is omitted.

(9) Changes in Total Number of Investment Units Issued and Outstanding

There is no capital increases, etc. for the current fiscal period. The overview of capital increases, etc. in and before the previous fiscal period is as follows:

| Date | ate Summary | | restments ds of yen) | Total nu investment (Un | Remarks | |
|-------------------|--|------------|-------------------------|-------------------------------|---------|----------|
| | | Change | Balance | Change | Balance | |
| September 7, 2011 | Establishment through private placement | 200,000 | 200,000 | 400 | 400 | (Note 1) |
| June 12, 2012 | Capital increase through public offering | 90,834,705 | 91,034,705 | 204,100 | 204,500 | (Note 2) |
| July 10, 2012 | Capital increase through third-party allotment | 339,128 | 91,373,833 | 762 | 205,262 | (Note 3) |

(Note 1) The Investment Corporation was established with an offer price per unit of \(\pm\)500,000.

(Note 2) New investment units were issued by public offering with an offering price per unit of \(\frac{\pmathbf{4}}{460,000}\) (paid-in amount of \(\frac{\pmathbf{4}}{445,050}\) per unit) in order to raise funds for the acquisition of new properties, etc., and then investment operations were commenced.

(Note 3) New investment units were issued through a private placement to Nomura Securities Co., Ltd. with a paid-in amount of \(\frac{\pma}{4}45,050\) per unit.

4. Changes in Directors

There have been no changes of directors described in "Directors" in the latest Securities Report (filed on August 27, 2013; prepared in Japanese only).

5. Reference Information

(1) Composition of Invested Assets

| | | Previous fi | scal period | Current fis | scal period |
|---------------------------|---------------------------------------|--|--|--|--|
| | | (As of May | 31, 2013) | (As of Novem | nber 30, 2013) |
| Type of assets | Category (Note 1) | Total amount held (Millions of yen) (Note 1) | Percentage to total assets (%) (Note 2) | Total amount held (Millions of yen) (Note 1) | Percentage to total assets (%) (Note 2) |
| | By property type | | | | |
| | Urban Retail Properties | _ | _ | 1 | - |
| | Tokyo Office Properties | _ | _ | _ | _ |
| | Other Properties | _ | _ | - | _ |
| | By location | | | | |
| Real estate | 5 wards of Tokyo (Note 3) | _ | _ | _ | _ |
| estate | Wards of Tokyo other than the 5 wards | _ | _ | _ | _ |
| | Three major metropolitan areas | _ | _ | _ | _ |
| | Other locations | _ | _ | _ | _ |
| | Subtotal | _ | _ | _ | _ |
| | By property type | | | | |
| | Urban Retail Properties | 94,776 | 50.2 | 97,815 | 51.0 |
| | Tokyo Office Properties | 47,445 | 25.1 | 47,267 | 24.6 |
| | Other Properties | 40,081 | 21.2 | 39,933 | 20.8 |
| Real | By location | | | | |
| estate in | 5 wards of Tokyo (Note 3) | 129,327 | 68.5 | 132,226 | 68.9 |
| trust | Wards of Tokyo other than the 5 wards | 3,984 | 2.1 | 3,964 | 2.1 |
| | Three major metropolitan areas | 48,990 | 25.9 | 48,826 | 25.5 |
| | Other locations | I | I | I | ı |
| | Subtotal | 182,303 | 96.5 | 185,017 | 96.4 |
| Total real estate assets | | 182,303 | 96.5 | 185,017 | 96.4 |
| Deposits and other assets | | 6,534 | 3.5 | 6,824 | 3.6 |
| Total asset | s (Note 4) | 188,837 | 100.0 | 191,841 | 100.0 |

| | Amount (Millions of yen) | Percentage to total assets (%) (Note 2) | Amount (Millions of yen) | Percentage to total assets (%) (Note 2) |
|-------------------------------------|--------------------------|---|--------------------------|---|
| Total liabilities (Note 4) (Note 5) | 93,985 | 49.8 | 97,281 | 50.7 |
| Total net assets (Note 4) | 94,852 | 50.2 | 94,560 | 49.3 |

- (Note 1) The total amount held is based on the carrying amounts on the balance sheet as of the end of each fiscal period (for real estate and real estate in trust, book value less depreciation expenses), in accordance with the asset valuation method set forth in the Articles of Incorporation of the Investment Corporation.
- (Note 2) Figures are rounded to the nearest tenth.
- (Note 3) "5 wards of Tokyo" refers to Chiyoda ward (*Chiyoda-ku*), Chuo ward (*Chuo-ku*), Minato ward (*Minato-ku*), Shinjuku ward (*Shinjuku-ku*) and Shibuya ward (*Shibuya-ku*) in Tokyo.
- (Note 4) Total assets, total liabilities and total net assets represent the amounts reported in the balance sheet as of the end of each fiscal period.
- (Note 5) Total liabilities include the obligation to refund tenant leasehold and security deposits.

(2) Investment Assets

i) Major investment securities

| Type of assets | Name | Total face value | Book value | Accrued interest | Prepaid accrued interest | Fair value | Valuation gain or loss | Remark |
|----------------|--|--------------------|--------------------|--------------------|--------------------------------|--------------------|------------------------------|--|
| | | (Thousands of yen) | (Thousands of yen) | (Thousands of yen) | (Thousands of yen) | (Thousands of yen) | (Thousands of yen) | |
| ment | Principal-only book- entry transfer government bonds (5 years, Series 91) | 10,000 | 9,955 | ı | I | 9,985 | 30 | Deposited as business security deposit |
| Total | | 10,000 | 9,955 | _ | _ | 9,985 | 30 | |

ii) Investment properties

(A) Overview of real estate and beneficiary rights of real estate in trust

The following table shows property name, acquisition price, book value at the end of the fiscal period, assessed value at the end of the fiscal period, return price and investment ratio related to the assets held by the Investment Corporation as of the end of the 4th fiscal period. Figures shown in the table are as of November 30, 2013 unless otherwise provided.

a. Overview of assets held (1)

(As of November 30, 2013)

| | | | | | | Return price (Note 4) | | | | (130, 2013) | |
|-------------------------|--------------------|---|----------------------------------|----------------------------------|----------------------------------|---|------------------------------------|---------------------------------|------------------------|------------------------------|---------------------|
| | Property | | | Book value | Assessed | | italization hod | 1 | DCF method | l | |
| Category | number (Note 1) | Property name | Acquisition price | at end of period | value at end of period | Price based on direct capitaliza- tion method | Direct capitaliza- tion rate | Price based on DCF method | Discount rate | Terminal capitalization rate | Investment ratio |
| | | | (Millions of yen) (Note 2) | (Millions of yen) (Note 3) | (Millions of yen) (Note 4) | (Millions of yen) | (%) | (Millions of yen) | (%) | (%) | (%) (Note 5) |
| | UR-1 | Tokyu Plaza Omotesando Harajuku (Note 6) | 45,000 | 45,133 | 47,100 | 48,075 | 3.6 | 46,050 | 3.4 | 3.8 | 24.4 |
| S | UR-2 | Tokyu Plaza Akasaka (Note 6) | 11,450 | 11,690 | 11,800 | 11,900 | 5.1 | 11,700 | 5.2 | 5.3 | 6.2 |
| Urban Retail Properties | UR-3 | Ebisu Q Plaza | 8,430 | 8,432 | 9,160 | 9,170 | 4.2 | 9,160 | 4.4 4.3 (Note 7) | 4.4 | 4.6 |
| n Rei | UR-4 | Shinbashi Place | 20,500 | 20,545 | 23,200 | 23,500 | 4.8 | 23,000 | 4.6 | 5.0 | 11.1 |
| Urba | UR-5 | Kyoto Karasuma Parking Building | 8,860 | 8,892 | 9,480 | 9,480 | 5.6 | 9,480 | 5.6 | 5.8 | 4.8 |
| | UR-6 | Hitotsugi LIP | 3,000 | 3,122 | 3,170 | 3,190 | 4.3 | 3,140 | 4.0 | 4.4 | 1.6 |
| | | Subtotal | 97,240 | 97,815 | 103,910 | 105,315 | - | 102,530 | ı | _ | 52.8 |
| | TO-1 | TLC Ebisu Building | 7,400 | 7,338 | 7,610 | 7,810 | 4.6 | 7,520 | 4.7 | 4.8 | 4.0 |
| | TO-2 | A-PLACE Ebisu Minami | 9,640 | 9,639 | 10,400 | 10,500 | 4.5 | 10,300 | 4.6 | 4.7 | 5.2 |
| ss | TO-3 | Yoyogi Place | 4,070 | 4,060 | 3,880 | 3,950 | 4.6 | 3,810 | 4.4 | 4.8 | 2.2 |
| pertic | TO-4 | Aoyama Plaza Building | 8,790 | 8,812 | 8,150 | 8,250 | 4.8 | 8,100 | 4.6 | 5.0 | 4.8 |
| Pro | TO-5 | Luogo Shiodome | 4,540 | 4,509 | 4,880 | 4,910 | 4.4 | 4,870 | 4.2 | 4.6 | 2.5 |
| Tokyo Office Properties | TO-6 | Tokyo Kikai Honsha Building | 3,070 | 3,073 | 3,130 | 3,260 | 5.1 | 3,070 | 5.2 5.1 (Note 8) | 5.3 | 1.7 |
| L | TO-7 | A-PLACE Ikebukuro | 3,990 | 3,964 | 4,250 | 4,300 | 4.9 | 4,190 | 4.7 | 5.1 | 2.2 |
| | TO-8 | TK Shinbashi Building | 5,650 | 5,869 | 5,980 | 6,080 | 4.5 | 5,880 | 4.3 | 4.7 | 3.1 |
| | | Subtotal | 47,150 | 47,267 | 48,280 | 49,060 | - | 47,740 | _ | _ | 25.6 |
| | O-1 | Amagasaki Q's MALL (Land) | 12,000 | 12,113 | 12,300 | 12,400 | 4.9 | 12,200 | 4.5 | 5.1 | 6.5 |
| | O-2 | icot Nakamozu | 8,500 | 8,480 | 9,220 | 9,320 | 5.8 | 9,170 | 5.7 | 6.0 | 4.6 |
| ties | O-3 | icot Kongo | 1,600 | 1,625 | 1,840 | 1,870 | 6.8 | 1,800 | 6.5 | 7.3 | 0.9 |
| .ober | O-4 | icot Mizonokuchi | 2,710 | 2,712 | 3,010 | 3,060 | 5.9 | 2,950 | 5.6 | 6.3 | 1.5 |
| Other Properti | O-5 | icot Tama Center | 2,840 | 2,819 | 3,070 | 3,110 | 6.1 | 3,020 | 5.4 | 6.3 | 1.5 |
| Oth | O-6 | Kanayama Center Place | 6,980 | 6,894 | 7,560 | 7,620 | 5.4 | 7,500 | 5.2 | 5.6 | 3.8 |
| | O-7 | Osaka Nakanoshima Building (Note 6) | 5,250 | 5,288 | 5,800 | 5,800 | 5.0 | 5,750 | 4.8 | 5.2 | 2.8 |
| | | Subtotal | 39,880 | 39,933 | 42,800 | 43,180 | _ | 42,390 | _ | _ | 21.6 |
| | | Total | 184,270 | 185,017 | 194,990 | 197,555 | - | 192,660 | _ | _ | 100.0 |

⁽Note 1) A property number is assigned to each of assets held by the Investment Corporation, which are divided into the three categories: UR (meaning Urban Retail properties), TO (meaning Tokyo Office properties) and O (meaning Other properties).

⁽Note 2) Acquisition price represents trading value of beneficiary rights in trust stipulated in each beneficiary right sales agreement in relation to the assets held (excluding consumption tax and local consumption tax, and expenses such as trading commissions, rounding down to the nearest million yen).

⁽Note 3) Book value at end of period represents book value for each property less depreciation expenses as of November 30, 2013, rounding down to the nearest million yen.

- (Note 4) The appraisal of properties is commissioned to Japan Real Estate Institute, Daiwa Real Estate Appraisal Co., Ltd., The Tanizawa Sōgō Appraisal Co., Ltd., Japan Valuers Co., Ltd. or Morii Appraisal & Investment Consulting, Inc. Assessed value at end of period and return price shows value described in each real estate appraisal report with the date of value estimate of November 30, 2013.
- (Note 5) Investment ratio is calculated by dividing the acquisition price for each property by the total acquisition price (excluding consumption tax and other acquisition-related expenses). Figures are rounded to the nearest tenth.
- (Note 6) As for Tokyu Plaza Omotesando Harajuku, Tokyu Plaza Akasaka, and Osaka Nakanoshima Building, the figures are in proportion to the pro rata share of our trust beneficiary co-ownership interests (*jun kyōyū-mochibun*) (75%, 50% and 50%, respectively).
- (Note 7) The discount rates of Ebisu Q Plaza show the discount rate in the holding period at 4.4% and the discount rate for terminal value at 4.3%.
- (Note 8) The discount rates of Tokyo Kikai Honsha Building represent 5.2% for the first year and 5.1% from the second year to the eleventh year.

b. Overview of assets held (2)

(As of November 30, 2013)

| Category | Proper- ty number | Property name | Location | Date of construction | Number of tenants | Contracted rent (Annual) | Tenant leasehold and security deposit | Total leasable area | Total leased area | Occupancy rate |
|-------------------------|-------------------------|--|-----------------------|-----------------------|-------------------|-------------------------------|--|-------------------------------|-------------------------------|-----------------|
| Cat | | | | (Note 1) | (Note 2) | (Millions of yen) (Note 3) | (Millions of yen) (Note 4) | (m ²) (Note 5) | (m ²) (Note 6) | (%) (Note 7) |
| | UR-1 | Tokyu Plaza Omotesando Harajuku (Note 8) | Shibuya, Tokyo | March 14, 2012 | 27 | 2,063 | 1,757 | 4,904.55 | 4,904.55 | 100.0 |
| ties | UR-2 | Tokyu Plaza Akasaka (Note 8) | Chiyoda, Tokyo | September 10, 1969 | 99 | 894 | 382 | 16,620.48 | 16,442.62 | 98.9 |
| Proper | UR-3 | Ebisu Q Plaza | Shibuya, Tokyo | August 20, 2008 | 4 | 475 | 475 | 4,024.88 | 4,024.88 | 100.0 |
| Urban Retail Properties | UR-4 | Shinbashi Place | Minato, Tokyo | April 25, 2008 | 1 | (Note 9) | (Note 9) | 9,156.01 | 9,156.01 | 100.0 |
| Urban | UR-5 | Kyoto Karasuma Parking Building | Kyoto, Kyoto | July 24, 2006 | 2 | (Note 9) | (Note 9) | 21,616.04 | 21,616.04 | 100.0 |
| | UR-6 | Hitotsugi LIP | Minato, Tokyo | February 18, 2008 | 7 | 158 | 135 | 2,280.22 | 1,918.86 | 84.2 |
| | | Subtotal | | - | 140 | _ | _ | 58,602.18 | 58,062.96 | 99.1 |
| | TO-1 | TLC Ebisu Building | Shibuya, Tokyo | March 5, 1993 | 11 | 473 | 388 | 7,342.60 | 7,342.60 | 100.0 |
| | TO-2 | A-PLACE Ebisu Minami | Shibuya, Tokyo | January 31, 1995 | 9 | 623 | 474 | 7,950.51 | 7,950.51 | 100.0 |
| ties | ТО-3 | Yoyogi Place | Shibuya, Tokyo | February 22, 2007 | 3 | 222 | 177 | 3,106.17 | 3,106.17 | 100.0 |
| Tokyo Office Properties | TO-4 | Aoyama Plaza Building | Minato, Tokyo | September 6, 1966 | 9 | 519 | 483 | 7,303.69 | 7,303.69 | 100.0 |
| fice | TO-5 | Luogo Shiodome | Minato, Tokyo | July 30, 2004 | 6 | 300 | 249 | 4,476.35 | 4,476.35 | 100.0 |
| cyo Of | ТО-6 | Tokyo Kikai Honsha Building | Minato, Tokyo | June 6, 1985 | 3 | 278 | 204 | 4,389.20 | 4,389.20 | 100.0 |
| Tol | ТО-7 | A-PLACE Ikebukuro | Toshima, Tokyo | October 13, 2011 | 1 | (Note 9) | (Note 9) | 3,409.73 | 3,409.73 | 100.0 |
| | TO-8 | TK Shinbashi Building | Minato, Tokyo | March 4, 1999 | 8 | 317 | 276 | 5,052.14 | 4,465.66 | 88.4 |
| | | Subtotal | | - | 50 | _ | - | 43,030.39 | 42,443.91 | 98.6 |
| | O-1 | Amagasaki Q's MALL (Land) | Amagasaki, Hyogo | _ | 1 | 683 | 341 | 27,465.44 | 27,465.44 | 100.0 |
| | O-2 | icot Nakamozu | Sakai, Osaka | June 27, 2007 | 2 | 619 | 428 | 28,098.02 | 28,098.02 | 100.0 |
| S | O-3 | icot Kongo | Osakasayama, Osaka | February 8, 1977 | 1 | (Note 9) | (Note 9) | 17,884.55 | 17,884.55 | 100.0 |
| Properties | O-4 | icot Mizonokuchi | Kawasaki, Kanagawa | July 15, 1998 | 1 | (Note 9) | 100 | 14,032.05 | 14,032.05 | 100.0 |
| er P | O-5 | icot Tama Center | Tama, Tokyo | March 7, 2006 | 11 | 230 | 230 | 5,181.58 | 5,181.58 | 100.0 |
| Other | O-6 | Kanayama Center Place | Nagoya, Aichi | February 10, 2009 | 21 | 485 | 381 | 9,314.91 | 9,188.67 | 98.6 |
| | O-7 | Osaka Nakanoshima Building (Note 8) | Osaka, Osaka | March 5, 1984 | 42 | 473 | 334 | 10,178.03 | 10,178.03 | 100.0 |
| | | Subtotal | | - | 79 | _ | - | 112,154.58 | 112,028.34 | 99.9 |
| | | Total | | - | 269 | _ | _ | 213,787.15 | 212,535.21 | 99.4 |

- (Note 1) Date of construction of the main building, as described in the property registry. For properties with several main buildings, the construction date of the oldest building is listed. The construction date is omitted in case of acquisition of land only (Land represents the part of site on which the building is established under a land lease right; the same shall apply hereinafter). However, for TK Shinbashi Building, the date of inspection confirming completion of construction written on the certificate of inspection is provided.
- (Note 2) At each property, the number of tenants is equal to the aggregate number of tenants as of November 30, 2013 described in the lease agreements in relation to buildings, except that for properties with master lease agreements, the total number of end-tenants is listed. For properties for which we acquire only land, the total number of tenants of the land is listed.
- (Note 3) The contracted rent (annual) for each property other than properties for which we acquire only land is calculated by multiplying the aggregate anticipated monthly rent (limited to rent for rooms which were occupied by tenants as of November 30, 2013), including common service fee and excluding usage fee for warehouses, signboards and parking lots, and also excluding revenue-based rents, regardless of whether the rent was free as of November 30, 2013, as indicated in the lease agreements in relation to buildings as of November 30, 2013 by 12 (for where multiple lease agreements are concluded in relation to buildings, the aggregate anticipated monthly rent for all lease agreements) (excluding consumption tax) and rounding to the nearest million yen. For properties for which we acquire only land, it is calculated as the annual contracted rent (excluding consumption tax) as indicated in the lease agreement for such land as of November 30, 2013, rounding to the nearest million yen. For properties with master lease agreements, the annual contracted rent is calculated by multiplying the aggregate anticipated monthly rent (including common service fees and excluding usage fees for warehouses, signboards and parking lots, and also excluding revenue-based rents, regardless of whether the rent was free as of November 30, 2013), as indicated in the relevant sublease agreement with end-tenants by 12.
- (Note 4) The tenant leasehold and security deposit is calculated as the total amount on the lease agreement for each property as of November 30, 2013 (limited to tenant leasehold and security deposit based on the lease agreement for leased property that was occupied by the tenant as of the same date), rounding to the nearest million yen. For properties with master lease agreements, the tenant leasehold and security deposit is calculated as the total amount required based on the sub-lease agreements with end-tenants, rounding to the nearest million yen.
- (Note 5) The total leasable area represents the total of gross floor area considered to be leasable based on the lease agreements for building or floor plans as of November 30, 2013 of each property other than properties of which we acquire only land, and gross land area considered to be leasable based on the lease agreement for land or land plans as of November 30, 2013 of each property of which we acquire only land.
- (Note 6) The total leased area is equal to the total of leased area presented in each lease agreement for properties held as of November 30, 2013. For properties with master lease agreements, counted is the total of the area of properties for which sublease agreements are concluded with end-tenants and that are actually subleased.
- (Note 7) The occupancy rate is calculated by dividing total leased area for each property by the total leasable area as of November 30, 2013, rounding to the nearest tenth. The subtotal and total are calculated by dividing aggregate leased area by aggregate leasable area, rounding to the nearest tenth.
- (Note 8) As for Tokyu Plaza Omotesando Harajuku, Tokyu Plaza Akasaka, and Osaka Nakanoshima Building, the figures are in proportion to the pro rata share of our trust beneficiary co-ownership interests (*jun kyōyū-mochibun*) (75%, 50% and 50%, respectively). However, the numbers of tenants provided are the numbers for each whole building.
- (Note 9) Since we have not obtained permission from the tenant of this property to release the information, the information is not disclosed.
- (Note 10) For lease agreements with end-tenants that have been asked to be terminated or cancelled, or for which the rent has not been paid, number of tenants, contracted rent (annual), tenant leasehold and security deposit, total leased area and occupancy rate are shown in the above table if these agreements continued as of November 30, 2013, assuming that the lease agreements with the end-tenants remained effective; the same shall apply hereinafter.

(B) Capital expenditure for assets under management

a. Scheduled capital expenditure

The following table shows major estimated capital expenditure for renovation work, etc. that the Investment Corporation plans to conduct for assets held in the 4th fiscal period as of November 30, 2013. The estimated construction cost below includes the portion expensed for accounting purposes.

| Name of real | | | Estimated construction cost (Millions of yen) | | | |
|---|---|--|---|------------------------|-------------------------|--|
| property (Location) | Purpose | Scheduled period | Total amount | Payment for the period | Total amount paid | |
| Tokyu Plaza Akasaka (Chiyoda, Tokyo) | Maintenance work for west outer wall (office side) | From October 2013 to February 2014 | 25 (Note) | - | - | |
| Hitotsugi LIP (Minato, Tokyo) | Replacement work for air conditioning on the fourth floor | From February 2014 to February 2014 | 20 | - | _ | |
| Tokyu Plaza Akasaka (Chiyoda, Tokyo) | Replacement work for A substation | From October 2013 to March 2014 | 19 (Note) | - | _ | |
| Tokyu Plaza Akasaka (Chiyoda, Tokyo) | Renovation work for office lighting | From February 2014 to March 2014 | 18 (Note) | - | _ | |
| Tokyu Plaza Akasaka (Chiyoda, Tokyo) | Renovation work for signs | From February 2014 to April 2014 | 11 (Note) | - | _ | |
| Osaka Nakanoshima Building (Osaka, Osaka) | equipment | From May 2014 to May 2014 | 10 (Note) | - | - | |

(Note) The shown construction cost with regard to Tokyu Plaza Akasaka and Osaka Nakanoshima Building is the amount equivalent to the ratio of the Investment Corporation's co-ownership interests of real estate trust beneficiary (50%).

b. Capital expenditure during the fiscal period

For assets held by the Investment Corporation in the 4th fiscal period, construction work conducted by the Investment Corporation during the fiscal period ended November 30, 2013 that falls into capital expenditure is as follows. The capital expenditure for the fiscal period ended November 30, 2013 amounted to ¥108 million, and repair and maintenance expenses that were accounted for as expense in the fiscal period ended November 30, 2013 came to ¥71 million. On aggregate, construction work of ¥179 million was carried out during the fiscal period.

| Name of real property (Location) | Purpose | Period | Construction cost (Millions of yen) |
|---|---|---------------------------------------|-------------------------------------|
| Tokyu Plaza Akasaka (Chiyoda, Tokyo) | Air conditioning work separately for each shop on the first floor | From August 2013 to September 2013 | 33 (Note) |
| TK Shinbashi Building (Minato, Tokyo) | Work for the control system in the building | From October 2013 to November 2013 | 16 |
| Other | | From June 2013 to November 2013 | 58 |
| | 108 | | |

(Note) The shown construction cost with regard to Tokyu Plaza Akasaka is the amount equivalent to the ratio of the Investment Corporation's co-ownership interests of real estate trust beneficiary (50%).

(C) Information concerning Major Tenants

a. Summary of major tenants

For assets held in the 4th fiscal period, the table below shows tenants whose leased area accounts for 10% or more of the total leased area in the entire portfolio (major tenants) based on the data as of November 30, 2013. In regard to forms of agreements with the tenants in the table, the agreement with Sumitomo Mitsui Trust Bank, Limited is an agreement for fixed-term business-use lease agreement, and the agreements with other tenants are ordinary lease agreements.

As for certain assets held, the Investment Corporation has entered into lease agreements (master lease agreements) with Tokyu Land Corporation and Tokyu Land SC Management Corporation with the objective of allowing them to be master lease companies and sublease the leased assets to end-tenants. The table below shows information on the major tenants with master lease agreements based on the data as of November 30, 2013. Rents received by the Investment Corporation from the master lease companies are equal to the rents received by these companies from sublessees (end-tenants) (pass-through master lease), and such rents are not guaranteed.

| Tenant | Business | Property name | Leased area (m²) (Note 1) | Contracted rent (Annual) (Millions of yen) (Note 2) | Tenant leasehold and security deposit (Millions of yen) (Note 3) | Expiration date (Note 4) |
|---|---------------------------|---|------------------------------|---|---|-----------------------------|
| | | Tokyu Plaza Omotesando Harajuku (Note 5) | 4,904.55 | 2,063 | 1,757 | June 30, 2022 |
| | | Tokyu Plaza Akasaka (Note 5) | 16,442.62 | 894 | 382 | June 30, 2022 |
| | | Shinbashi Place | 9,156.01 | (Note 6) | - (Note 6) | June 30, 2022 |
| | | Kyoto Karasuma Parking Building | 21,616.04 | (Note 6) | - (Note 6) | June 30, 2022 |
| | | TLC Ebisu Building | 7,342.60 | 473 | 388 | June 30, 2022 |
| | | A-PLACE Ebisu Minami | 7,950.51 | 623 | 474 | June 30, 2022 |
| | | Yoyogi Place | 3,106.17 | 222 | 177 | June 30, 2022 |
| Tokyu Land Corporation | Real Estate business | Aoyama Plaza Building | 7,303.69 | 519 | 483 | June 30, 2022 |
| Corporation | | Luogo Shiodome | 4,476.35 | 300 | 249 | June 30, 2022 |
| | | Tokyo Kikai Honsha Building | 4,389.20 | 278 | 204 | June 30, 2022 |
| | | A-PLACE Ikebukuro | 3,409.73 | (Note 6) | (Note 6) | June 30, 2022 |
| | | TK Shinbashi Building | 4,465.66 | 317 | 276 | April 30, 2023 |
| | | icot Tama Center | 5,181.58 | 230 | 230 | June 30, 2022 |
| | | Kanayama Center Place | 9,188.67 | 485 | 381 | June 30, 2022 |
| | | Osaka Nakanoshima Building (Note 5) | 10,178.03 | 473 | 334 | January 31, 2023 |
| | | Total | 119,111.41 | _ | _ | _ |
| | | Ebisu Q Plaza | 4,024.88 | 475 | 475 | June 30, 2022 |
| | | Hitotsugi LIP | 1,918.86 | 158 | 135 | August 31, 2023 |
| Talum I and CC | | icot Nakamozu | 28,098.02 | 619 | 428 | June 30, 2022 |
| Tokyu Land SC Management Corporation | Real Estate Management | icot Kongo | 17,884.55 | (Note 6) | - (Note 6) | June 30, 2022 |
| | | icot Mizonokuchi | 14,032.05 | (Note 6) | 100 | June 30, 2022 |
| | | Total | 65,958.36 | _ | - | - |
| Sumitomo Mitsui Trust Bank, Limited (Note 7) | Finance | Amagasaki Q's MALL (Land) | 27,465.44 | 683 | 341 | January 31, 2042 |
| Bank, Limited (Note /) | | Total | 27,465.44 | 683 | 341 | - |

(Note 1) The total leased area is the leased area to end-tenants in respect to the leased area provided in the master lease agreement as of November 30, 2013 where the tenant is the master lease company and sublessor, rounding to the nearest hundredth.

(Note 2) Under master lease contracts concluded with tenants, for properties of which the master lease rent payable by the tenant equals to the rent payable by the end-tenant to the tenant, the contracted rent (annual) for each property is calculated by multiplying the monthly rent (limited to rooms which were occupied by tenants as of November 30, 2013), including common service fee and excluding usage fee for warehouses, signboards and parking lots, and also excluding revenue-based rents, regardless of whether the rent was free as of November 30, 2013, as indicated in the sublease agreement concluded with the end-tenant as of November 30, 2013 by 12, rounding to the nearest million yen.

- (Note 3) The tenant leasehold and security deposit is calculated as the total amount on the sublease agreement with the endtenant as of November 30, 2013 (limited to tenant leasehold and security deposit based on the lease agreement for leased property that was occupied by the tenant as of the same date), rounding to the nearest million yen, where the tenant is the master lease company and sublessor.
- (Note 4) The expiration date is the date provided in the lease agreement where the tenant is the lessee, including where the tenant is a sublessor and master lease company under a sublease agreement.
- (Note 5) As for Tokyu Plaza Omotesando Harajuku, Tokyu Plaza Akasaka and Osaka Nakanoshima Building, leased area, annual contracted rent (Annual rent) and tenant leasehold and security deposit are in proportion to the pro rata share of our trust beneficiary co-ownership interests (*jun kyōyū-mochibun*) (75%, 50% and 50%, respectively).
- (Note 6) We have not obtained permission from the tenant of this property to release the information missing from this table.
- (Note 7) Tenant is the trustee of the building on the land; Tokyu Land Corporation is the trust beneficiary under such trust.

b. End-tenants in the top 10 in terms of total leased area

For assets held by the Investment Corporation, the following table shows end-tenants ranked in the top 10 in terms of total leased area in the entire portfolio as of November 30, 2013.

| End-tenants | Property name | Total leased area (m ²) (Note 1) | Lease expiration date | Form of agreement (Note 2) |
|---|--|---|-----------------------|---|
| Sumitomo Mitsui Trust Bank, Limited (Note 3) | Amagasaki Q's MALL (Land) | 27,465.44 (Note 4) | January 31, 2042 | Fixed-term business-use lease agreement |
| Kohnan Shoji Co., Ltd. | icot Nakamozu | 26,529.03 | July 11, 2027 | Fixed-term building lease agreement |
| Paraca Inc. | Kyoto Karasuma Parking Building | 21,224.14 | - | - |
| Daiei, Inc. | icot Kongo | _ | - | - |
| Room's-Taishodo | icot Mizonokuchi | 14,032.05 | July 24, 2018 | Ordinary building lease agreement |
| Tokyu Hotels Co., Ltd. | Tokyu Plaza Akasaka | 11,291.30 | March 31, 2016 | Fixed-term building lease agreement |
| Yamada-Denki Co., Ltd. | Shinbashi Place | 9,156.01 | - | - |
| The Bank of Tokyo- Mitsubishi UFJ, Ltd. | icot Nakamozu icot Tama Center Kanayama Center Place | 5,609.11 | - | - |
| Riso Kyoiku Co., Ltd. | A-PLACE Ikebukuro | 3,409.73 | - | - |
| - | A-PLACE Ebisu Minami | _ | - | - |

- (Note 1) The total leased area is equal to the total leased area in each property under the lease agreement with the end-tenant as of November 30, 2013. As for Tokyu Plaza Akasaka, the figure is based on the amount in proportion to the pro rata share of our trust beneficiary co-ownership interests (*jun kyōyū-mochibun*) (50%).
- (Note 2) The form of agreement is equal to the form of agreement described in the lease agreement with the end-tenants as of November 30, 2013.
- (Note 3) Tenant is the trustee of the building on the land; Tokyu Land Corporation is the trust beneficiary under such trust.
- (Note 4) Total leased area for Amagasaki Q's MALL (Land) is in respect of the land.
- (Note 5) We have not obtained permission from the end-tenant of this property to release the information missing from this table.

(D) Overview of lease and profit and loss

4th fiscal period (From June 1, 2013 to November 30, 2013)

(Unit: Thousands of yen)

| Property number | UR-1 | UR-2 | UR-3 | UR-4 | UR-5 |
|--|---|------------------------------------|---------------|-----------------|------------------------------------|
| Property name | Tokyu Plaza Omotesando Harajuku (Note 1) | Tokyu Plaza Akasaka (Note 1) | Ebisu Q Plaza | Shinbashi Place | Kyoto Karasuma Parking Building |
| Number of business days in the 4th fiscal period | 183 | 183 | 183 | 183 | 183 |
| a. Real estate leasing business revenues | 1,108,706 | 585,267 | 272,019 | (Note 2) | (Note 2) |
| Rent revenue-real estate | 1,048,253 | 476,964 | 237,540 | (Note 2) | (Note 2) |
| Other lease business revenue | 60,452 | 108,302 | 34,478 | (Note 2) | (Note 2) |
| b. Expenses related to rent business | 264,425 | 265,064 | 66,818 | 45,595 | 34,556 |
| Management operation expenses | 90,679 | 78,090 | 16,280 | 12,309 | 3,557 |
| Utilities expenses | 38,652 | 91,326 | 32,362 | - | - |
| Tax and public dues | 45,287 | 64,936 | 8,732 | 32,256 | 29,349 |
| Insurance | 399 | 616 | 122 | 267 | 234 |
| Repair and maintenance expenses | 144 | 24,856 | 817 | _ | 484 |
| Other expenses related to rent business | 89,261 | 5,236 | 8,503 | 760 | 930 |
| c. NOI (a – b) | 844,280 | 320,203 | 205,200 | (Note 2) | (Note 2) |
| d. Depreciation, etc. (Note 3) | 47,655 | 25,947 | 18,481 | 32,734 | 16,007 |
| Income (loss) from rent business (c – d) | 796,624 | 294,255 | 186,719 | (Note 2) | (Note 2) |

(Unit: Thousands of yen)

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|--|---------------------------|
| Property number | UR-6 |
| Property name | Hitotsugi LIP (Note 4) |
| Number of business days in the 4th fiscal period | 93 |
| a. Real estate leasing business revenues | 64,753 |
| Rent revenue-real estate | 38,220 |
| Other lease business revenue | 26,532 |
| b. Expenses related to rent business | 29,785 |
| Management operation expenses | 6,170 |
| Utilities expenses | 7,289 |
| Tax and public dues | _ |
| Insurance | 29 |
| Repair and maintenance expenses | 2,289 |
| Other expenses related to rent business | 14,007 |
| c. NOI (a – b) | 34,967 |
| d. Depreciation, etc. (Note 3) | 4,819 |
| Income (loss) from rent business (c – d) | 30,147 |

(Unit: Thousands of yen)

| | | | | (- | mit. Thousands of yen |
|--|--------------------|-------------------------|--------------|--------------------------|-----------------------|
| Property number | TO-1 | TO-2 | TO-3 | TO-4 | TO-5 |
| Property name | TLC Ebisu Building | A-PLACE Ebisu Minami | Yoyogi Place | Aoyama Plaza Building | Luogo Shiodome |
| Number of business days in the 4th fiscal period | 183 | 183 | 183 | 183 | 183 |
| a. Real estate leasing business revenues | 278,731 | 327,795 | 121,024 | 266,227 | 169,380 |
| Rent revenue-real estate | 247,988 | 309,944 | 113,491 | 246,821 | 154,089 |
| Other lease business revenue | 30,742 | 17,850 | 7,532 | 19,406 | 15,290 |
| b. Expenses related to rent business | 76,236 | 85,407 | 30,712 | 74,046 | 46,262 |
| Management operation expenses | 22,016 | 28,606 | 10,031 | 19,941 | 11,253 |
| Utilities expenses | 25,521 | 24,387 | 8,801 | 20,351 | 15,146 |
| Tax and public dues | 16,720 | 29,120 | 9,883 | 20,409 | 17,779 |
| Insurance | 278 | 335 | 119 | 255 | 218 |
| Repair and maintenance expenses | 3,336 | 985 | 1,078 | 10,453 | 383 |
| Other expenses related to rent business | 8,363 | 1,972 | 797 | 2,634 | 1,481 |
| c. NOI (a – b) | 202,494 | 242,388 | 90,312 | 192,181 | 123,117 |
| d. Depreciation, etc. (Note 3) | 46,402 | 33,244 | 15,563 | 22,418 | 27,401 |
| Income (loss) from rent business $(c-d)$ | 156,091 | 209,143 | 74,748 | 169,763 | 95,716 |

(Unit: Thousands of yen)

| | Property number | TO-6 | TO-7 | TO-8 |
|----|--|--------------------------------|----------------------|--------------------------|
| | Property name | Tokyo Kikai Honsha Building | A-PLACE Ikebukuro | TK Shinbashi Building |
| | imber of business days in the 4th cal period | 183 | 183 | 183 |
| a. | Real estate leasing business revenues | 154,118 | (Note 2) | 164,711 |
| | Rent revenue-real estate | 148,093 | (Note 2) | 152,544 |
| | Other lease business revenue | 6,025 | (Note 2) | 12,166 |
| b. | Expenses related to rent business | 47,232 | 32,424 | 39,189 |
| | Management operation expenses | 16,897 | 9,781 | 16,558 |
| | Utilities expenses | 13,143 | 11,053 | 14,928 |
| | Tax and public dues | 14,064 | 10,699 | 0 |
| | Insurance | 179 | 115 | 186 |
| | Repair and maintenance expenses | 931 | 31 | 2,847 |
| | Other expenses related to rent business | 2,016 | 742 | 4,669 |
| c. | NOI (a – b) | 106,885 | (Note 2) | 125,521 |
| d. | Depreciation, etc. (Note 3) | 17,356 | 20,682 | 24,619 |
| | come (loss) from rent business - d) | 89,528 | (Note 2) | 100,901 |

(Unit: Thousands of yen)

| | Property number | O-1 | O-2 | O-3 | O-4 | O-5 |
|--|---|------------------------------|---------------|------------|------------------|------------------|
| | Property name | Amagasaki Q's MALL (Land) | icot Nakamozu | icot Kongo | icot Mizonokuchi | icot Tama Center |
| | nber of business days in the 4th | 183 | 183 | 183 | 183 | 183 |
| a. R | eal estate leasing business revenues | 341,532 | 310,699 | (Note 2) | (Note 2) | 144,737 |
| | Rent revenue-real estate | 341,532 | 310,669 | (Note 2) | (Note 2) | 130,690 |
| | Other lease business revenue | _ | 30 | (Note 2) | (Note 2) | 14,047 |
| b. E | xpenses related to rent business | 41,161 | 38,861 | 26,064 | 15,739 | 49,162 |
| | Management operation expenses | _ | 5,576 | 2,675 | 2,365 | 19,090 |
| | Utilities expenses | _ | 30 | - | - | 16,260 |
| | Tax and public dues | 40,908 | 32,035 | 13,800 | 9,884 | 12,026 |
| | Insurance | _ | 333 | 440 | 143 | 205 |
| | Repair and maintenance expenses | - | 125 | 8,880 | 2,585 | 381 |
| | Other expenses related to rent business | 252 | 760 | 267 | 760 | 1,197 |
| c. N | IOI (a – b) | 300,371 | 271,837 | (Note 2) | (Note 2) | 95,575 |
| d. Depreciation, etc. (Note 3) | | - | 34,521 | 22,710 | 8,345 | 18,704 |
| Income (loss) from rent business (c – d) | | 300,371 | 237,316 | (Note 2) | (Note 2) | 76,871 |

(Unit: Thousands of yen)

| Property number | O-6 | O-7 | |
|--|--------------------------|---|--|
| Property name | Kanayama Center Place | Osaka Nakanoshima Building (Note 1) | |
| Number of business days in the 4th fiscal period | 183 | 183 | |
| a. Real estate leasing business revenues | 289,263 | 263,514 | |
| Rent revenue-real estate | 256,131 | 248,319 | |
| Other lease business revenue | 33,131 | 15,195 | |
| b. Expenses related to rent business | 77,824 | 69,730 | |
| Management operation expenses | 24,567 | 28,785 | |
| Utilities expenses | 24,523 | 27,473 | |
| Tax and public dues | 25,516 | 0 | |
| Insurance | 337 | 457 | |
| Repair and maintenance expenses | 1,506 | 8,943 | |
| Other expenses related to rent business | 1,372 | 4,070 | |
| c. NOI (a – b) | 211,439 | 193,784 | |
| d. Depreciation, etc. (Note 3) | 52,064 | 29,301 | |
| Income (loss) from rent business (c – d) | 159,374 | 164,482 | |

- (Note 1) As for Tokyu Plaza Omotesando Harajuku, Tokyu Plaza Akasaka and Osaka Nakanoshima Building, the figures are in proportion to the pro rata share of our trust beneficiary co-ownership interests *(jun kyōyū-mochibun)* (75%, 50% and 50%, respectively).
- (Note 2) We have not obtained permission from the tenant of this property to release the information missing from this table.
- (Note 3) "Depreciation, etc." includes loss on retirement of noncurrent assets.
- (Note 4) Hitotsugi LIP was acquired on August 30, 2013. Therefore, figures after the acquisition date are presented.

iii) Other investment assets

Properties in trust held by the Investment Corporation are included in the above section "ii) Investment properties." Other than those properties in trust, we have no other investment assets.