

Nomura Real Estate Master Fund, Inc.

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## Notice Concerning Debt Financing and Concluding Interest-Rate Swap Agreements

Nomura Real Estate Master Fund, Inc. ("Nomura Master Fund" or the "Fund" or "NMF") announced today that the Fund will procure debt financing (the "Loans") and signed interest rate swap agreements regarding the Loans, as stated below.

## I. Debt Financing

## 1. Purpose

Nomura Master Fund has decided to procure the debt financing in order to pay for the acquisition of an asset.

#### 2. Details of Debt Financing

(1) Term Loan

Loan Type: Floating-rate, contracted on Feburuary 26, 2016

Lenders	Amount (millions of yen)	Interest Rate	Drawdown Date	Term	Repayment Date(Note 5)	Terms of Repayment	Collateral
The Norinchukin Bank	400	Floating-rate Basic Interest Rate +0.26% (Note 1)(Note 2) (Note 3)(Note 5)	March 1, 2016	5 years	February 26, 2021	Lump-sum repayment on the repayment date	Unsecured, unguaranteed
Development Bank of Japan Inc.	1,000	0.32886% p.a. (Note 4)	March 1, 2016	6 years and 6 month	August 26, 2022	Lump-sum repayment on the repayment date	Unsecured, unguaranteed

Lenders	Amount (millions of yen)	Interest Rate	Drawdown Date	Term	Repayment Date(Note 5)	Terms of Repayment	Collateral
Mizuho Trust & Banking Co., Ltd, The Norinchukin Bank, Resona Bank, Limited, The Bank of Fukuoka, Ltd.	2,800	Floating-rate Basic Interest Rate +0.49% (Note 1)(Note 2) (Note 3)(Note 5)	March 1, 2016	7 years	February 26, 2025	Lump-sum repayment on the repayment date	Unsecured, unguaranteed
Nippon Life Insurance Company	1,000	0.43466% p.a. (Note 4)	March 1, 2016	7 years and 6 month	August 26, 2026	Lump-sum repayment on the repayment date	Unsecured, unguaranteed
Mizuho Bank, Ltd. Mitsubishi UFJ Trust and Banking Corporation Sumitomo Mitsui Trust Bank, Limited	4,200	Floating-rate Basic Interest Rate +0.49% (Note 1)(Note 2) (Note 3)(Note 5)	March 1, 2016	9 years	February 26, 2025	Lump-sum repayment on the repayment date	Unsecured, unguaranteed
The Bank of Tokyo-Mitsubishi UFJ, Ltd Sumitomo Mitsui Banking Corporation	4,000	Floating-rate Basic Interest Rate +0.55% (Note 1)(Note 2) (Note 3)(Note 5)	March 1, 2016	10 years	February 26, 2026	Lump-sum repayment on the repayment date	Unsecured, unguaranteed

- (Note 1) Basic Interest Rate, which applies to the calculation period of the interest rate to be paid on the Interest Payment Date, will be JBA 3 month JPY TIBOR as of two business days before the previous Interest Payment Date of the respective interest payment dates (however, the Drawdown Date for the first interest rate calculation period) announced by the JBA TIBOR Administration.
- (Note 2) Basic Interest Rate indicated in (Note 1) will be reviewed on each Interest Payment Date. However, in the case the rate that applies to the calculation period of the interest rate does not exist, what is calculated based on the method stated in the contract will be the Basic Interest Rate that applies to the concerned period. Refer to the JBA TIBOR Administration website regarding the changes in the respective JBA Japanese Yen TIBOR, the base interest rate.
- (Note 3) May 26, 2016, the first interest payment date, and 26th of every February, May, August, and November thereafter until the Repayment Date. (or the following business day if the date is a non-business day, or the prior business day if the following business date is in the next month)
- (Note 4) August 26, 2016, the first interest payment date, and 26th of every February and August thereafter until the Repayment Date. (or the following business day if the date is a non-business day, or the prior business day if the following business date is in the next month)
- (Note 5) Interest rates to be paid are fixed by concluding interest-rate swap agreements. Refer "II. Concluding Interest-rate Swap Agreement" below for details.
- (Note 6) Repayment Date is the following business day if the date is a non-business day, or the prior business day if the following business date is in the next month.

#### (2) Commitment Line Agreement

Lenders	Amount (millions of yen)	Interest Rate	Drawdown Date	Term	Loan Type	Repayment Date(Note 5)	Terms of Repayment	Collateral
The Bank of Tokyo-Mitsubishi UFJ, Ltd., Sumitomo Mitsui Banking Corporation Mizuho Bank, Ltd.	1,300	Floating-rate Basic Interest Rate +0.50% (Note 1)(Note 2) (Note 3)	March 1, 2016	1 year	Term Loan (Commitment Line Agreement, contracted on June 11, 2015)		Lump-sum repayment on the repayment date	Unsecured, unguaranteed

- (Note 1) Basic Interest Rate, which applies to the calculation period of the interest rate to be paid on the Interest Payment Date, will be JBA 1 month JPY TIBOR as of two business days before the previous Interest Payment Date of the respective interest payment dates (however, the Drawdown Date for the first interest rate calculation period) announced by the JBA TIBOR Administration.
- (Note 2) Basic Interest Rate indicated in (Note 1) will be reviewed on each Interest Payment Date. However, in the case the rate that applies to the calculation period of the interest rate does not exist, what is calculated based on the method stated in the contract will be the Basic Interest Rate that applies to the concerned period. Refer to the JBA TIBOR Administration website regarding the changes in

the respective JBA Japanese Yen TIBOR, the base interest rate.

Note 3) May 26, 2016, the first interest payment date, and 26th of every months and November thereafter until the Repayment Date. (or the following business day if the date is a non-business day, or the prior business day if the following business date is in the next month)

(Note4) Interest rates to be paid are fixed by concluding interest-rate swap agreements. Refer "II. Concluding Interest-rate Swap Agreement" below for details.

(Note5) Repayment Date is the following business day if the date is a non-business day, or the prior business day if the following business date is in the next month

#### 3.Use of Funds

(1) Specifics : Loan proceeds will be used in order to pay for a part of the acquisition of an asset

and the related expenses.

(2) Scheduled Date of Use : March 1,2016

### II. Concluding Interest-Rate Swap Agreements

#### 1. Purpose for Signing the Interest Rate Swap Agreements

With respect to the debt financing (among the Loans, \(\frac{\pmathcal{4}}{400}\) million debt financing with February 26, 2021 as the repayment date will be referred to as the "5 Years Loan," \(\frac{\pmathcal{2}}{2},800\) million debt financing with February 26, 2023 as the repayment date will be referred to as the "7 Years Loan", \(\frac{\pmathcal{2}}{4},200\) million debt financing with February 26, 2025 as the repayment date will be referred to as the "9 Years Loan", \(\frac{\pmathcal{2}}{4},000\) million debt financing with February 26, 2026 as the repayment date will be referred to as the "10 Years Loan" the Fund intended to convert the interest rate for such debt financing from floating-rate to fixed-rate for the entire period until the repayment date, in order to hedge risks of interest rate fluctuations.

#### 2. Summary of Interest-Rate Swap Agreement

<Long-Term Borrowing (5 Years Loan)>

1. Counterparty : Sumitomo Mitsui Trust Bank, Limited

2. Notional Principal Amount : ¥400 million

3. Interest Rate : Fixed Payment ▲0.04190%p.a.

Variable Receipt JBA 3 months JPY TIBOR

4. Commencement Date : March 1, 2016 (the same date of the Scheduled Drawdown Date of

the 5 years Loan financing as announced today)

5. Termination Date : February 26, 2021 (the same date of the Scheduled Repayment Date of

the 5 years Loan financing as announced today)

6. Interest Payment Dates : For both payment to and from the counterparty, May 26, 2016, the first

interest payment date, and 26th of every February, May, August, and November thereafter until February 26, 2021, and the Termination Date. (or the following business day if such date is a non-business day, or the prior

business day if the following business date is on the next month)

<Long-Term Borrowing (7 Years Loan)>

1. Counterparty : Sumitomo Mitsui Trust Bank, Limited

2. Notional Principal Amount : ¥2,800 million

3. Interest Rate : Fixed Payment 0.03740%p.a.

Variable Receipt JBA 3 months JPY TIBOR

4. Commencement Date : March 1, 2016 (the same date of the Scheduled Drawdown Date of

the 7 Years Loan financing as announced today)

5. Termination Date : February 26, 2025 (the same date of the Scheduled Repayment Date of

the 7 Years Loan financing as announced today)

6. Interest Payment Dates : For both payment to and from the counterparty, May 26, 2016, the first

interest payment date, and 26th of every February, May, August, and November thereafter until August 26, 2024, and the Termination Date. (or the following business day if such date is a non-business day, or the prior business

day if the following business date is on the next month)

<sup>\*</sup> Due to the swap agreement, the interest rate will be fixed at 0.21810% until the repayment of the 5 years Loan.

\* Due to the swap agreement, the interest rate will be fixed at 0.40740% until the repayment of the 7 Years Loan.

#### <Long-Term Borrowing (9 Years Loan)>

1. Counterparty : Sumitomo Mitsui Trust Bank, Limited

2. Notional Principal Amount : ¥4,200 million

3. Interest Rate : Fixed Payment 0.13675%p.a.

Variable Receipt JBA 3 months JPY TIBOR

4. Commencement Date : March 1, 2016 (the same date of the Scheduled Drawdown Date of

the 8 Years and 6 Months Loan financing as announced today)

5. Termination Date : February 26, 2025 (the same date of the Scheduled Repayment Date of

the 8 Years and 6 Months Loan financing as announced today)

6. Interest Payment Dates : For both payment to and from the counterparty, May 26, 2016, the first

interest payment date, and 26th of every February, May, August, and November thereafter until August 26, 2024, and the Termination Date. (or the following business day if such date is a non-business day, or the prior business

day if the following business date is on the next month)

#### <Long-Term Borrowing (10 Years Loan)>

1. Counterparty : Sumitomo Mitsui Trust Bank, Limited

2. Notional Principal Amount : ¥4,000 million

3. Interest Rate : Fixed Payment 0.19080%p.a.

Variable Receipt JBA 3 months JPY TIBOR

4. Commencement Date : March 1, 2016 (the same date of the Scheduled Drawdown Date of

the 10 Years Loan financing as announced today)

5. Termination Date : February 26, 2026 (the same date of the Scheduled Repayment Date of

the 10 Years Loan financing as announced today)

6. Interest Payment Dates : For both payment to and from the counterparty, May 26, 2016, the first

interest payment date, and 26th of every February, May, August, and November thereafter until August 26, 2024, and the Termination Date. (or the following business day if such date is a non-business day, or the prior business

day if the following business date is on the next month)

## III. Status of Interest Bearing Debts after Debt Financing and Repayment

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	Before drawdown and the repayment	After drawdown and the repayment	Increased/Decreased Amount
Short-term Borrowings	9,100	10,400	+1,300
Long-term Borrowings (Note 1)	361,564	374,964	+13,400
Investment Corporation Bond (Note 2)	32,500	32,500	_
Sub Total	394,064	407,464	+13,400
Total	403,664	417,864	+14,700

(Note 1) Includes Long-term Borrowings due within one year

(Note 2) Includes Investment Corporation Bond due within one year

<sup>\*</sup> Due to the swap agreement, the interest rate will be fixed at 0.62675% until the repayment of the 9 Years Loan.

<sup>\*</sup> Due to the swap agreement, the interest rate will be fixed at 0.74080% until the repayment of the 10 Years Loan.

# IV. Other Matters Required for Investors to Accurately Understand and Evaluate the Information

NMF was incorporated through the consolidation-type merger as of October 1, 2015, and has not filed any Securities Registration Statement or Securities Report and therefore has not disclosed "Investment Risks" yet. Please refer to the content of "Investment Risks" of the Securities Reports (in Japanese) filed by Former NMF on November 27, 2015, by Nomura Real Estate Office Fund, Inc. on July 29, 2015 and by Nomura Real Estate Residential Fund, Inc. on August 26, 2015, respectively, regarding the risks involved in the repayment of the borrowings, etc., as there is no material change in such risks.

NMF is to disclose its "Investment Risks" in the Securities Report of NMF (the fiscal period from October 1, 2015 to February 29, 2016) to be filed hereafter.

\*Nomura Real Estate Master Fund, Inc. URL: <a href="http://www.nre-mf.co.jp/english/">http://www.nre-mf.co.jp/english/</a>