

## Press Release

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REIT Issuer:

Global One Real Estate Investment Corp.

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Representative: Akio Uchida, Executive Director

Asset Manager:

Global Alliance Realty Co., Ltd.

Representative: Kenji Kojo, President

Contact: Gen Yamazaki

General Manager

REIT Finance Department

Tel: +81-3-3262-1494

### **Amendments to Articles of Incorporation and Appointment of Directors**

**29 October 2019** - Global One Real Estate Investment Corp. ("GOR") announces that it held a board meeting today, during which a decision was reached to submit the following agenda items for consideration to the 10th general unitholders' meeting scheduled for 12 December 2019 (the "General Unitholders' Meeting"): 1) amendments to the Articles of Incorporation, and 2) appointment of Board of Directors. Please note that these items, outlined in detail below, will become effective upon approval at the General Unitholders' Meeting.

#### **1. Amendments to the Articles of Incorporation**

##### **Reasons for the Amendments**

(1) The amendments are being made to reflect the current situation and streamline the Articles of Incorporation by removing obsolete clauses established at the founding of GOR and removing the details of procedures that have already been completed. Specifically, Article 6, Article 29, Article 30, Article 31, Article 34, Article 35, Article 36, and Article 40, as well as appendix tables 1 through 4 will be removed, while necessary changes will be made to Article 9, Article 14, Article 18, Article 26, Article 28, and Article 37.

(2) Article 20 - related amendments (Article 19 after amendment)

The amendments are being made to change the timing of the payment of accounting auditors' remuneration to a day no later than one month from the end of the month during which GOR receives all the audit reports required by the Act on Investment Trusts and

Investment Corporations and other laws and regulations in order to ensure the flexibility of the payment timing and to improve operational efficiency.

(3) Article 33 - related amendments (Article 29 after amendment)

This amendments are being made to clarify that, regarding fees paid to the asset management company, if GOR is merged with another investment corporation, the fee for services provided by the asset management company regarding the merger will not be subject to an acquisition fee or disposition fee, and that provisions for merger fees will be newly established for any fee for services provided by the asset management company regarding the merger. The amendment also clarifies the calculation method of acquisition fee or disposition fee in the case GOR utilizes the asset swap exchange method as a means to acquire and dispose assets related to real estate.

(4) With the exception of the numbering of laws and regulations, Japanese calendar dates are converted to Gregorian calendar dates

(5) Other necessary amendments will be made to organize the Articles and change the numbering accompanying the removal of provisions.

## 2. Appointments of Board of Directors

The terms of Executive Directors Akio Uchida and Supervisory Directors Katsuya Natori and Yasuhiro Morita will end at the closure of the General Unitholders' Meeting, so at the General Unitholders' Meeting, GOR will appoint Executive Director Akio Uchida (reelection) and Supervisory Directors Katsuya Natori (reelection) and Yasuhiro Morita (reelection).

If their appointment is approved at the General Unitholders' Meeting, they will take up their respective posts on 12 December 2019.

Furthermore, GOR will appoint Makoto Ishiyama as a substitute executive director in preparation against a situation in which there are no executive directors in office or where there is a vacancy which results in a shortfall in the number of executive directors prescribed by law and regulation.

(1) Profile of Executive Director candidate

Candidate:	<b>Akio Uchida</b>
Professional background:	
April 1978	Joined Meiji Life Insurance Co. (currently Meiji Yasuda Life Insurance Co.)
April 1989	Deputy Manager of Real Estate Services, Real Estate Services Department, Meiji Life Insurance Co.
October 1995	Group Leader of Real Estate Business Group, Real Estate Investment Department, Meiji Life Insurance Co.
January 2004	Group Manager of Related Business Promotion Group, Affiliated

	Companies Department, Meiji Life Insurance Co.
April 2010	Seconded to Meiji Yasuda Real Estate Management Co., Ltd.
April 2012	Director and Manager of General Administration and Planning Department, Meiji Yasuda Real Estate Management Co., Ltd.
April 2015	Managing Director of General Administration and Planning Department, Meiji Yasuda Real Estate Management Co., Ltd.
April 2016	Executive Director of GOR (current position)

- The above candidate for executive director does not own investment units in GOR.
- The candidate has no special interest in GOR.
- The above candidate currently executes various types of business for GOR as an executive director of GOR.

## (2) Profile of Substitute Executive Director candidate

Candidate:	<b>Makoto Ishiyama</b>
Professional background:	
June 1999	Joined Meiji Life Insurance Co. (currently Meiji Yasuda Life Insurance Co.)
July 2002	Seconded to Global Alliance Realty Co., Ltd. ("GAR")
March 2004	Executive Officer and Division Head of Real Estate Investment Management Division
October 2006	Returned to Meiji Yasuda Life Insurance Co., Staff General Manager of Planning Department
April 2014	Staff General Manager of Real Estate Investment Department, Meiji Yasuda Life Insurance Co.
April 2017	Seconded to GAR
July 2017	Executive Officer of GAR (current position)

- The above candidate for substitute executive director does not own investment units in GOR.
- The above candidate currently serves as Executive Officer of REIT Management Department at GAR, a company which conducts asset management for GOR.
- The candidate has no special interest in GOR excluding the preceding item.

### (3) Profiles of Supervisory Director candidates

Candidate No. 1:	<b>Katsuya Natori</b>
Professional background:	
April 1986	Admitted in Japanese Bar Association
April 1986	Joined Masuda & Ejiri law offices (currently Nishimura & Asahi)
September 1990	Graduated from University of Washington Law School with a master's degree in law
January 1991	Joined Davis Wright Tremaine law offices
June 1993	Graduated from Georgetown University Business School with a master's degree in business administration
July 1993	Attorney, Exxon Japan
January 1995	General Counsel and Director, Public Relations, Apple Computer Japan
January 1998	General Counsel, Sun Microsystems Japan
March 2002	General Counsel and General Manager, Store Development and Corporate Social Responsibility, Fast Retailing, Co., Ltd.
January 2004	General Counsel, IBM Japan
February 2012	Established Natori law office (current position)
April 2012	External Member, Audit Board, Olympus Co., Ltd.
March 2015	External Board Member, Modex, Inc. (current position)
December 2015	External Board Member, Moritex Corporation (current position)
April 2016	Supervisory Director of GOR (current position)
June 2019	External Board Member, Olympus Co., Ltd. (current position)
Candidate No. 2:	<b>Yasuhiro Morita</b>
Professional background:	
April 1992	Joined Chuo Trust and Banking Co., Ltd. (currently Sumitomo Mitsui Trust Bank, Limited)
January 1997	Joined Showa Ota & Co. (currently Ernst & Young ShinNihon LLC)
December 2000	Financial Services Department of Century Showa Ota & Co.
April 2001	Registered as a certified public accountant
December 2007	Seconded to the Economic and Industrial Policy Bureau, Ministry of Economy, Trade and Industry
April 2008	Registered as a licensed real estate appraiser
February 2009	Returned to the Advisory Services Department, Ernst & Young

	ShinNihon LLC
October 2009	Joined Tokyo Kyodo accounting office
October 2009	Established Yasuhiro Morita CPA accounting office (current position)
June 2012	Registered as a tax accountant
August 2015	Supervisory Director of Takara Leben Infrastructure Investment Corp. (current position)
April 2016	Supervisory Director of GOR (current position)

- Of the above candidates for supervisory director, Candidate Yasuhiro Morita owns eight investment units in GOR. Candidate Katsuya Natori does not own investment units in GOR.
- The candidates have no special interest in GOR.
- Each of the above candidates for supervisory director currently supervises the execution of various types of business by executive directors as a supervisory director of GOR.
- Candidate Katsuya Natori also serves as Representative Attorney of Natori law office.
- Candidate Yasuhiro Morita also serves as Representative of Yasuhiro Morita CPA accounting office.

### 3. Time Schedule

29 October 2019	The items on the agenda to be submitted to the General Unitholders' Meeting were resolved at a GOR board meeting.
25 November 2019	A convocation notice of the General Unitholders' Meeting will be sent to unitholders (scheduled).
12 December 2019	The General Unitholders' Meeting will be held; matters concerning the amendments to the Articles of Incorporation and the appointment of Directors will be submitted as agenda items (scheduled).

#### About GOR:

Global One Real Estate Investment Corporation ("GOR") is a Japanese Real Estate Investment Trust (J-REIT) listed on the Tokyo Stock Exchange (TSE: 8958) with the ultimate goal of pursuing maximum returns for unitholders. GOR cautiously selects prime properties at prime locations with an eye on "strong and sustainable competitiveness in the marketplace." The three key watchwords in selecting properties are: (1) *CLOSER* - easily accessible from nearby train stations; (2) *NEWER* - newly or recently built; and (3) *LARGER* - large office buildings with extensive office space.

For more information about GOR, please visit: <https://www.go-reit.co.jp/eng/>

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