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February 14, 2024

To All Concerned Parties

**REIT Issuer:** 

LaSalle LOGIPORT REIT

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Representative: Taira Jigami, Executive Director

(Securities Identification Code: 3466)

Asset Manager:

LaSalle REIT Advisors K.K.

Representative: Taira Jigami, President and CEO

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# Notice regarding an acquisition of domestic asset (TK equity interest B of LRF3 Properties GK) and refund of investments in capital in TK equity interest of LRF2 Properties GK

LaSalle LOGIPORT REIT ("LLR") who has entrusted the management of its assets to LaSalle REIT Advisors K.K. ("LRA" or the "Asset Manager"), announces today that it has decided to acquire (the "Acquisition") the following *tokumei kumiai* equity interest of LRF3 Properties GK (the "Newly Acquired Asset" or the "TK Equity Interest") and will receive a refund of investments in capital (the "Refund") in the TK equity interest of LRF2 Properties GK of which the underlying principle assets are LOGIPORT Kazo, etc., as described below.

#### 1. Overview of the Acquisition and the Refund

(1) Overview of the Acquisition

Newly Acquired Asset
 TK Equity Interest with trust beneficiary rights investing in real estate assets

(the TK Equity Interest) (Note 1)

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

③ Acquisition price : 1,155 million yen

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

④ Scheduled acquisition date : February 15, 2024

(5) Acquiring entity : LRF3 Properties GK (the "GK") (Note 2)

6 Underlying real estate : LOGIPORT Kazo

(Trust beneficiary Osaka Suminoe Logistics Center

interests) Konosu Project

Iruma Project Urawa Misono Project Iwanuma Project

(collectively referred to as the "Subject Property") (Note 3)

Source of acquisition funds Cash on hand Broker involved Not applicable

Notes:

1. The TK Equity Interest is a silent partnership equity interest pertaining to a silent partnership with the GK as the operator. For details on the TK Equity Interest, please refer to "3. Details of the Acquisition / (1) Overview of the silent partnership in which the investment is made".



- 2. For details about the GK, please refer to "3. Details of the Acquisition / (1) Overview of the silent partnership in which the investment is made" and "3. Details of the Acquisition / (3) Summary about the operator of TK Equity" below.
- 3. Details about the Subject Property are described in "3. Details of the Acquisition / (2) Subject Property summary" below.

#### (2) Overview of the Refund

After the GK acquires LOGIPORT Kazo, Osaka Suminoe Logistics Center, Konosu Project, Iruma Project and Urawa Misono Project from LRF2 Properties GK, refund of investments in capital (Note 2) and distribution of profit (Note 3) will be made on the TK equity interest of LRF2 Properties GK (Note 1) held by LLR. Notes:

- 1. For details of TK equity interest of LRF2 Properties GK, please refer to the press releases dated December 13, 2022, March 9, 2023, March 16, 2023, May 29, 2023 and October 16, 2023 concerning the acquisition of TK equity interest of LRF2 Properties GK.
- 2. The Refund is scheduled to take place by the end of the fiscal period ending February 29, 2024.
- 3. The distribution of profit is scheduled to recorded for the fiscal period ending February 29, 2024.

# 2. Reasons for the Acquisition

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

The GK plans to acquire the Subject Property in connection with LLR's plans to invest 1,155 million yen (The TK Equity Interest represents approximately 18% of the total additional TK equity B) which is a part of the total additional TK equity for the acquisition of the Subject Property. LLR will consider the acquisition of the Subject Property by exercising the Preferential Negotiating Rights at an appropriate timing based on capital market conditions, etc.

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

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

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

Note:

"Excess Returns Strategy" refers to LLR's strategy aimed at obtaining excess returns from Excess Returns Investments. "Excess Returns Investments" are not a simple acquisition of a stabilized property, but rather are investments in a property prior to stable operations where leasing activities have not been completed, or where a targeted property has room for redevelopment or building expansion. An investment strategy that creates added value through asset management by LLR or its sponsor, whereby the aim is to



procure "excess returns." This includes, for example, profits obtained by LLR earning dividends on the preferred investment securities, or by leasing up properties prior to stable operation and increasing their real estate value.

In addition, when acquiring the TK Equity Interest, LLR will invest based on a comprehensive judgment, taking into consideration the portfolio investment criteria and due diligence criteria stipulated in its investment guidelines, as well as points to be considered when investing in real estate backed securities. As of today, no decision has been made by LLR to acquire the Subject Property and there is no guarantee that LLR will be able to acquire the Subject Property in the future.

# 3. Details of the Acquisition

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

Operator name	LRF3 Properties Godo Kaisha			
Total amount of	6,545 million yen (Total expected capital contribution as of February 15, 2024)			
TK Equity B				
Effective period	Until February 16, 2029.			
of	Provided, however, if the operator's debt is not paid off, the period will be automatically extended			
TK equity B	until the day following the day on which the d	lebt is paid in full.		
agreement				
Overview of TK	The following is an overview of the TK equit	y agreement (Note 1)		
equity agreement	LRF3 Prop	perties GK		
(as of February		Non-recourse loan (senior)		
15, 2024)		40,550 million yen		
		· · · · · · · · · · · · · · · · · · ·		
		Non-recourse loan (mezzanine)		
	Subject Trust Beneficiary Interest (Note 2)	13,000 million yen		
	71,695 million yen	TK equity A		
		11,600 million yen		
		TV amity D		
		TK equity B 6,545 million yen (Note 3)		
		0,545 Hillion yen (Note 5)		
	Notes:			
		rest unit, thus, even if the listed amounts are added, it may		
	not match the total value.			
	2. The "Subject Trust Beneficiary Interest" mainly refers to the trust beneficiary interests related to the six			
	properties, which are the Subject Property individually or collectively.			
	_ :	3. Of the total amount of the TK equity, LLR intends to acquire JPY 1,155 million through the Acquisition, for a total of JPY 1,155 million (or approximately 18% of the total TK equity B).		
	Calculation period:	(or approximately 18% of the total TK equity B).		
	<u> </u>	and of May and from June 1 to the end of November		
	each year. However, the first calculation period is from the business day prior to the date of initi investment to the last day of November 2024.			
	Profit and Loss Allocation:	- T.		
		calculation period in proportion to their investment		
	-	lation period, it will be allocated in proportion to the		
	investment ratio up to the amount of the ba			
Overview of the		Negotiating Rights Agreement, the GK shall not sell		
Preferential	or otherwise negotiate or engage in contractual activities for the disposition or disposal of the			
Negotiating	Subject Property or the Subject Trust Beneficiary Interest, etc. with any third party other than			
Rights		notiation rights holder (i.e. a third party other than the		
		anager. The same shall apply hereinafter).		
	_ ,	legal obligation to buy the real estate related to the		
	Subject Property or the Subject Trust Ber			
		urchase and sale agreement by the preferential		
		preferential rights holder will conduct its own due		
		appraisal, engineering report, environmental		



analysis, building code compliance analysis, contractual agreements, and diligence of other agreements, and provided that it is satisfied with its DD, then and only then will it move forward.

\*As of today, no decision has been made by LLR to acquire the real estate related to the Subject Property or the Subject Trust Beneficiary Interest, and there is no guarantee that LLR will be able to acquire the real estate related to the Subject Property or the Subject Trust Beneficiary Interest in the future. LLR will make the necessary determinations after performing the necessary DD, and in accordance with LRA's in-house regulations. Additionally, upon obtaining a preferential negotiation right, neither LLR nor LRA will pay any compensation to the contract signing party.

#### (2) Subject Property summary

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

The outline of the Subject Property and the information described about the GK "(3) Summary about the operator of TK Equity" below on are based on information provided by the GK as of today, and for those items where dates are not specified, the information can be assumed to be based as of February 14, 2024. In the future, should LLR carry out the Acquisition, certain information of the Subject Property at the time of acquisition in the future may differ from this information.

# A. Explanation of classification

- "Property use" is determined by the stated type of use recorded on the main property registry.
- B. Explanation of what is shown in the column listed as Summary of specified asset
- "Type of specified asset" indicates the type of trust beneficiary interest acquired by the GK at the time of the acquisition.
- "Overview of trust beneficiary interest" lists the trust establishment date, trustee, and trust expiration date at the time of acquisition of the Subject Property by the GK.
- The "Location" of the land describes the address of the site, and for those sites without one, it indicates the location of the building above (if there are multiple buildings, then one will be picked).
- The "Area" of the land is based on the description on the property registry and may not be consistent with the current situation.
- The "Usage area" of the land describes the allowable uses of the a given site based on Article 8, Paragraph 1, Item 1 of the Urban Planning Act (Law No. 100 of 1964, including subsequent revisions)
- The "Site coverage ratio" of the land is the ratio of building area of the building relative to the site area, as stipulated in Article 53 of the Building Standards Law, and it describes the upper limit to what may be built per site in accordance with the zoning in the area.
- The "Floor area ratio" of the land is the ratio of the total area of the building relative to the site area, as stipulated in Article 52 of the Building Standards Law (Law No 201 of 1954, including subsequent revisions), and it describes the upper limit of the volume allowable per zoning in accordance with urban planning in the area.
- The "ownership type" of land and building describes the type of rights held by the trustee.
- "Presence or absence of pledged collateral" indicates whether a property is scheduled to be pledged by LLR
  as collateral after acquisition of an underlying asset and an overview of the collateral if such property is
  scheduled to be pledged as collateral.
- "Structure / No. of floors" and "Type" of the building are based on the property registry.



- "Completion date" of the building represents the date of completion as described in the property registry.
- "Gross floor area" of the building is based on the property registry.
- The "Number of tenants", "Annual rent", "Security deposit", "Leased area", "Net rentable area", and "Occupancy rate" in the lease details are based on information provided by the GK.
- "Property manager" is the property management company with which the trustee will enter into a property management agreement in order to manage the Subject Property.
- c. Explanation about the "Special notes" column
- Under "Special notes", consideration is given to those aspects of the deal that may influence property rights, property utilization, safety, etc. of real estate of entrusted real estate, at the date of this press release including but not limited to the following items.
  - Major constraints or restrictions based on laws and regulations
  - > Burdens or encumbrances placed on rights relationships
  - Main items such as agreements with tenants or end tenants, relating to the lease or usage status of tenants or end tenants
  - Structure that cross a boundary crossing or when there are issues with boundary confirmations, etc.



# ① LOGIPORT Kazo

Property name		LOGIPORT Kazo
Property use		Warehouse
Type of specifie	ed asset	Trust beneficiary interest in real property
Overview of	Entrustment date	March 31, 2023
trust	Trustee	Mitsubishi UFJ Trust and Banking Corporation
beneficiary interest	Trust maturity date	March 31, 2033
	Location	1-317-6 Toyonodai, Kazo, Saitama
	Area	53,016.59 m²
	Usage area	Exclusive industrial zone
Land	Site coverage ratio	70% (Note)
	Floor area ratio	200%
	Ownership type	Freehold
Presence or abs	ence of pledged collateral	A pledge will be established on the trust beneficiary interests with the
setting	1 &	pledgee being the lender of the non-recourse loan to the operator.
Appraisal value	<u> </u>	No acquisition
Real estate appr		-
	Structure / No. of floors	<ol> <li>Steel-framed, alloy-plated steel sheet roofing, 4 floors</li> <li>Light-weight steel-framed structure, alloy-plated steel sheet roofing, single floor</li> <li>Light-weight steel-framed structure, alloy-plated steel sheet roofing, single floor</li> </ol>
	Construction date	July 8, 2021
Building	Gross floor area	1. 115,542.48 m <sup>2</sup> 2. 4.15 m <sup>2</sup> 3. 4.15 m <sup>2</sup>
	Туре	<ol> <li>Warehouse</li> <li>Guard station</li> <li>Guard station</li> </ol>
	Ownership type	Freehold
	Number of tenants	12
	Annual rent	1,367 million yen
Lease	Security deposit	363 million yen
	Leased area	100,980.74 m <sup>2</sup>
	Net rentable area	101,742.41 m²
	Occupancy rate	99.3%
Property manager		K.K. XYMAX
Special notes		None

Note: The site coverage ratio was originally 60%, but due to the corner location of this land parcel, the ratio was eased to 70%.



# ② Osaka Suminoe Logistics Center

Property name		Osaka Suminoe Logistics Center
Property use		Warehouse, Office
Type of specifie	d asset	Trust beneficiary interest in real property
Overview of	Entrustment date	March 31, 2023
trust beneficiary	Trustee	Sumitomo Mitsui Trust Bank, Limited
interest	Trust maturity date	March 31, 2033
	Location	1-2-25 Shibatani, Suminoe-ku, Oasaka-city, Osaka
	Area	25,571.41 m <sup>2</sup>
Land	Usage area	Exclusive industrial zone
Land	Site coverage ratio	70% (Note1)
	Floor area ratio	200%
	Ownership type	Ownership
Presence or abs	ence of pledged collateral	A pledge will be established on the trust beneficiary interests with the pledgee being the lender of the non-recourse loan to the operator.
Appraisal value		No acquisition
Real estate appr	aiser	-
	Structure / No. of floors	Steel-framed, alloy-plated steel sheet roofing, 4 floors
D. T.F.	Construction date	March 7, 2023
Building	Gross floor area	49,554.21 m <sup>2</sup>
	Туре	Warehouse, Office
	Ownership type	Ownership
	Number of tenants	2
	Annual rent	Undisclosed (Note2)
Τ	Security deposit	Undisclosed (Note2)
Lease	Leased area	48,291.20 m <sup>2</sup>
	Net rentable area	48,291.20 m <sup>2</sup>
	Occupancy rate	100.0%
Property manager		CRE, Inc.
Special notes		None

#### Notes:

- 1. The site coverage ratio was originally 60%, but due to the corner location of this land parcel, the ratio was eased to 70%.
- 2. Not disclosed as consent for disclosure has not been obtained.



# 3 Konosu Project

Property name		Konosu Project
Property use		Office, Warehouse
Type of specified asset		Trust beneficiary interest in real property
Overview of	Entrustment date	March 31, 2021
trust	Trustee	SMBC Trust Bank Ltd.
beneficiary interest	Trust maturity date	March 31, 2033
	Location	375-1 Hachimanden, Konosu-city, Saitama
	Area	16,722.00 m²
T J	Usage area	Industrial zone
Land	Site coverage ratio	70% (Note)
	Floor area ratio	200%
	Ownership type	Freehold
Presence or abs	sence of pledged collateral	A pledge will be established on the trust beneficiary interests with the
setting		pledgee being the lender of the non-recourse loan to the operator.
Appraisal value	e	No acquisition
Real estate app	raiser	-
	Structure / No. of floors	Steel structure aluminum-zinc alloy coated steel roofing, 4-story
Building	Construction date	January 23, 2023
	Gross floor area	34,399.04 m <sup>2</sup>
	Type	Office, Warehouse
	Number of tenants	-
	Annual rent	-
Longo	Security deposit	-
Lease	Leased area	-
	Net rentable area	-
	Occupancy rate	-
Property manager		XYMAX Corporation
Special notes		None

Note: The original coverage ratio of this property's land for use district was 60%. However, because this land is located in the corner, a proportional distribution calculation is used, thereby easing the applied coverage ratio to 70%.



# 4 Iruma Project

Property name		Iruma Project
Property use		Warehouse
Type of specifie	ed asset	Trust beneficiary interest in real property
Overview of	Entrustment date	May 31, 2023
trust beneficiary	Trustee	Sumitomo Mitsui Trust Bank, Limited
interest	Trust maturity date	May 31, 2033
	Location	4085 Miyanodai, Miyadera, Iruma-city, Saitama
	Area	6,240.25 m <sup>2</sup>
T 1	Usage area	Semi-industrial zone
Land	Site coverage ratio	70% (Note1)
	Floor area ratio	200%
	Ownership type	Freehold
Presence or abs	ence of pledged collateral	A pledge will be established on the trust beneficiary interests with the
setting		pledgee being the lender of the non-recourse loan to the operator.
Appraisal value	;	No acquisition
Real estate appr	raiser	-
	Structure / No. of floors	Steel-framed, alloy-plated steel sheet roofing, 4 floors
D "1"	Construction date	April 7, 2023
Building	Gross floor area	12,743.61 m <sup>2</sup>
	Type	Warehouse
	Ownership type	Freehold
	Number of tenants	1
	Annual rent	Undisclosed (Note2)
Lease	Security deposit	Undisclosed (Note2)
	Leased area	12,743.61 m²
	Net rentable area	12,743.61 m²
	Occupancy rate	100.0%
Property manager		K.K. XYMAX
Special notes		None

# Notes:

- 1. The site coverage ratio was originally 60%, but due to the corner location of this land parcel, the ratio was eased to 70%.
- 2. Not disclosed as consent for disclosure has not been obtained.



# (5) Urawa Misono Project

Property name		Urawa Misono Project
Property use		Warehouse
Type of specifie	d asset	Trust beneficiary interest in real property
Overview of	Entrustment date	December 15, 2022
trust	Trustee	Sumitomo Mitsui Trust Bank, Limited
beneficiary interest	Trust maturity date	December 31, 2032
	Location	1-6-3 Misono, Midori-ku, Saitama-city, Saitama
	Area	1,854.24 m²
	Usage area	Semi-industrial zone
Land	Site coverage ratio	60%
	Floor area ratio	200%
	Ownership type	Freehold
Presence or abse	ence of pledged	A pledge will be established on the trust beneficiary interests with the pledgee
collateral setting	5	being the lender of the non-recourse loan to the operator.
Appraisal value		No acquisition
Real estate appra	aiser	-
	Structure / No. of floors	Steel structure aluminum-zinc alloy coated steel roofing, 4-story
Building	Construction date	February 7, 2022
	Gross floor area	3,701.22 m²
	Type	Warehouse
	Number of tenants	1
	Annual rent	Undisclosed (Note)
Lease	Security deposit	Undisclosed (Note)
	Leased area	3,701.22 m²
	Net rentable area	3,701.22 m²
	Occupancy rate	100.0%
Property manager		CBRE K.K.
Troperty manag		

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



# **(6)** Iwanuma Project

Property name	-	Iwanuma Project
Property use		Warehouse, Office
Type of specifie	ed asset	Trust beneficiary interest in real property
Overview of	Entrustment date	February 16, 2024
trust beneficiary	Trustee	Sumitomo Mitsui Trust Bank, Limited
interest (Intended)	Trust maturity date	February 28, 2034
	Location	120-1 Shinsekimukai, Shimonogo, Iwanuma-city, Miyagi
	Area	24,439.27 m <sup>2</sup>
T 1	Usage area	Exclusive industrial zone
Land	Site coverage ratio	70% (Note)
	Floor area ratio	200%
	Ownership type	Freehold
Presence or abso	ence of pledged collateral	A pledge will be established on the trust beneficiary interests with the
setting		pledgee being the lender of the non-recourse loan to the operator.
Appraisal value		No acquisition
Real estate appr	aiser	-
	Structure / No. of	Steel-framed, alloy-plated steel sheet roofing, 2 floors
	floors	
Building	Construction date	January 23, 2024
Building	Gross floor area	26,341.68 m <sup>2</sup>
	Туре	Warehouse, Office
	Ownership type	Freehold
	Number of tenants	-
	Annual rent	-
Lease	Security deposit	-
	Leased area	-
	Net rentable area	-
	Occupancy rate	-
		CDDE V.V.
Property manag	ger	CBRE K.K.

Note: The site coverage ratio was originally 60%, but due to the corner location of this land parcel, the ratio was eased to 70%.



# (3) Summary about the operator of TK Equity

Name of entity	LRF3 Properties GK	
Address	Within TOKYO UNITED GROUP 2-9-15 Yotsuya, Shinjuku-ku, Tokyo	
D	Representative member: LRF3Holdings Ippan Shadan Hojin	
Representative	Person to execute duties: Takuya Ikeda	
	1. Acquisition, holding, management and disposal of securities and trust beneficiary rights.	
Main business	2. Acquisition, holding, management and disposal of real estate.	
Iviain business	3. Acquisition, holding and disposal of monetary claims.	
	4. Other incidental business related to 1. 2.3. above.	
Capital	JPY 100,000 (as of February 14, 2024)	
Total asset	Undisclosed (Note)	
Net asset	Undisclosed (Note)	
Establishment date	December 1, 2023	
TK equity investors	Undisclosed (Note)	
Relationship with L	LR or Asset Manager	
G	LLR intends to acquire approximately 18% of the total amount of TK equity B of the GK.	
Capital ties	Except for the above, there are no significant capital relationships with LLR or LRA.	
Human	Nothing notovigathy	
relationship	Nothing noteworthy	
Transaction	Al Nothing notowarthy	
relationship	Nothing noteworthy	
Related	Not a related to party to either LLD or LDA	
parties	Not a related to party to either LLR or LRA	

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

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

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

#### 5. The Acquisition schedule, etc.

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

February 14, 2024	Conclusion of the Acquisition
February 15, 2024	Equity investment in TK equity (intended)

### 6. Summary about brokers

No brokers were used to conduct the Acquisition.

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



8. Related Party Transactions
Not applicable.

# 9. Outlook going forward

The effect of the Acquisition and the Refund upon LLR's financial earnings as of the end of the fiscal period ending in February 2024 ( $9/1/2023 \sim 2/29/2024$ ) are expected to be insignificant. Thus, there are no changes in the operational situation to LLR, relative to what was announced on October 16, 2023 as it pertains to the fiscal period ending in February 2024 ( $9/1/2023 \sim 2/29/2024$ ).

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

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