

March 7, 2025

To All Concerned Parties

Name of REIT Issuer
 One REIT, Inc.
 1-5-5 Otemachi, Chiyoda-ku, Tokyo, Japan
 Hirofumi Nabeyama, Executive Director
 (TSE Code: 3290)
 Contact:
 Asset Management Company
 Mizuho REIT Management Co., Ltd.
 Hirofumi Nabeyama, Chief Executive Officer
 Contact Person: Kazuhiro Mitsuka,
 Managing Director Finance & Administration Division
 TEL: +81-3-5220-3804

Notice concerning Acquisition and Leasing of Domestic Real Estate Trust Beneficiary Rights
(Comfort Inn Nagoya Sakae)

One REIT, Inc. (hereinafter referred to as “One REIT”) announced that Mizuho REIT Management Co., Ltd. (hereinafter referred to as the “Asset Management Company”), the asset management company to which One REIT entrusts management of its assets, today made a decision to acquire the asset (hereinafter referred to as the “Acquisition” and as for the asset, the “Asset to be Acquired”) and lease it described below.

1. Overview of the Acquisition

(1)	Property name (Property number)	Comfort Inn Nagoya Sakae (H-1)
(2)	Location ^(Note 1)	Nagoya-shi, Aichi
(3)	Asset to be Acquired	Trust beneficiary right
(4)	Planned acquisition price ^(Note 2)	7,740 million yen
(5)	Appraisal value ^(Note 3)	8,310 million yen
(6)	Conclusion date of Purchase and Sale Agreement	March 7, 2025
(7)	Planned acquisition date ^(Note 4)	March 21, 2025
(8)	Seller	Please refer to “4. Overview of the Seller” below.
(9)	Acquisition funds	Part of the proceeds from the transfer ^(Note 5) and own funds
(10)	Settlement method	Lump-sum payment at the time of delivery

(Note 1) “Location” contains the minimum independent administrative district where the property is located.

(Note 2) “Planned acquisition price” contains the trading value of the Asset to be Acquired (excluding consumption tax, local consumption tax and various expenses required for the acquisition) described in the purchase and sale agreement of trust beneficiary rights related to the said asset (hereinafter referred to as the “Purchase and Sale Agreement”), rounded down to the nearest million yen.

(Note 3) “The appraisal value” is the value as of February 1, 2025.

(Note 4) “Planned acquisition date” is subject to change in accordance with the provisions of the Purchase and Sale Agreement of the Asset to be Acquired upon considering the possibility that the procurement date of funds for settlement will be changed due to market factors.

(Note 5) Part of the proceeds from the transfer of MY Kumamoto Building, Minami-Shinagawa JN Building, Minami-Shinagawa N Building, and Minami-Shinagawa J Building will be allocated. For details on the transfer of MY Kumamoto Building, please refer to “Notice concerning Transfer of Domestic Real Estate Trust Beneficiary Rights (MY Kumamoto Building)” dated September 26, 2024, and for details on the transfer of Minami-Shinagawa JN Building, Minami-Shinagawa N Building, and Minami-Shinagawa J Building, please refer to “Notice concerning Transfer of Domestic Real Estate Trust Beneficiary Rights (Minami-Shinagawa JN Building, Minami-Shinagawa N Building, and Minami-Shinagawa J Building)” dated December 25, 2024.

2. Reasons for the Acquisition and the Leasing

One REIT pursues management that seeks to balance ensuring stable revenue and achieving growth over the medium and long term, thereby aiming to maximize unitholder profits. The Acquisition is expected to address and improve the portfolio issues described below, which is in line with One REIT's goals. It therefore decided the Acquisition and the leasing.

The use of the Asset to be Acquired is hotel and falls under the category of “Assets for other use,” whose investment ratio is set at 10% or less of the portfolio in the asset management guidelines of the Asset Management Company.

One REIT's portfolio, which currently specializes in office buildings, faces challenges such as rising operational and management costs due to rising prices, increasing repair costs as buildings age, interest rate hikes, and constraints on external growth in an overheated office building acquisition environment. In order to address these challenges, we have been considering incorporating hotels that have “cash flow growth potential” and “inflation resistance” due to increased inbound demand and support of government policies, further promoting our asset replacement strategy to improve the quality of our portfolio and strengthen our resistance to inflation. Due to these circumstances, the sponsor enhanced its provision of hotel property information and necessary human resources and know-how, which led to the opportunity to consider the Acquisition.

The Asset to be Acquired is located in the Sakae area, the largest downtown area in Nagoya City, which thrives as the commercial center of Aichi Prefecture and boasts the largest number of restaurants and retail stores in the prefecture. It is a hotel specializing in accommodation that combines excellent transportation convenience, being just a one-minute walk from Sakae Station on the Higashiyama Line and Meijo Line of the Nagoya Municipal Subway, with accommodation convenience offered by a cafe and convenience store on the first floor. In addition, a wide range of accommodation demand is expected, including business demand from the surrounding office districts of Fushimi and Nishiki, leisure demand from tourist spots in the city such as Nagoya Castle, and event demand from large-scale event venues such as Vantelin Dome Nagoya. Furthermore, demand from inbound tourists is on the rise, and an increase in accommodation rates is expected.

The effects of the Acquisition on One REIT's portfolio include recovery and growth in the level of profits after deducting gains or losses on sale in pursuit of upside through the variable rent structure, a younger portfolio with the inclusion of a relatively new 11-year-old property, and cash flow generation against the backdrop of relatively low capital expenditures.

Please refer to “Reference Material 1. Characteristics of the Asset to be Acquired” for the points evaluated in deciding on the Acquisition.

Following the Acquisition, One REIT's portfolio will consist of 29 properties, with an asset size (total (planned) acquisition price) of 123.7 billion yen. The investment ratio by use in One REIT's portfolio is expected to be 93.7% for office buildings and 6.3% for hotels, and the investment ratio by area is expected to be 64.1% for Tokyo metropolitan area and 35.9% for ordinance-designated cities or their equivalent.

In addition, we have determined that the lessee of the Asset to be Acquired meets the lessee selection criteria described in “Part 1. Fund Information, 1. Fund Status, (2) Investment Policy” in the securities report submitted on November 28, 2024.

3. Details of Asset to be Acquired

Outline of the Asset to be Acquired is listed in the table below.

Descriptions on the information provided in each column and the terms used in the table are as follows. The information provided in the table is as of the end of January 2025 unless otherwise stated. Provided, “Trustee” and “Expiration date of trust period” columns are the plan at the time of the acquisition of the Asset to be Acquired.

- a. The “Planned acquisition price” column contains the trading value of the Asset to be Acquired (excluding equivalent to consumption tax, etc.) described in the Purchase and Sale Agreements related to the said asset.
- b. The “Appraisal value” column contains the appraisal value described in the Real Estate Appraisal Report by Japan Real Estate Institute based on the appraisal date as of February 1, 2025.
- c. The “Planned acquisition date” column contains the date when the asset is planned to be acquired by One REIT.
- d. Explanation of the “Land” column:
 - (i) The “Location” column contains the lot address as stated in the registry. The “(Domicile)” column

- contains the residential address. In case that the domicile is not available, the column contains the building location as stated in the registry (if there are multiple, then one of the locations.)
- (ii) The “Area” column contains the parcel area as stated in the registry.
 - (iii) The “Zoning” column contains the zoning category from Article 8, Paragraph 1, Item 1 of the City Planning Act. (Act No. 100 of 1968, including subsequent amendments) (hereinafter referred to as the “City Planning Act”).
 - (iv) The “Building-to-land ratio/Floor-area ratio” column contains the quantitative values (upper limit) stipulated in accordance with the Building Standards Act (Act No. 201 of 1950, including subsequent amendments) (hereinafter referred to as “Building Standards Act”), City Planning Act and other relevant laws and ordinances.
 - (v) The “Type of ownership” column contains the type of rights retained in trust by the trustee concerning the Asset to be Acquired.
- e. Explanation of “Building” column:
- (i) The “Completed” column is the initial completion date as stated in the registry.
 - (ii) The “Construction / Number of floors” column contains the structure and numbers of floors as stated in the registry and may differ from the present state.
 - (iii) The “Total floor space” column contains the sum of the floor areas stated in the registry and may differ from the present state.
 - (iv) The “Use” column contains the primary type of use stated in the registry and may differ from the present state.
 - (v) The “Type of ownership” column contains the type of rights retained in trust by the trustee concerning the Asset to be Acquired.
- f. The “PML” column contains the PML value based on the earthquake PML appraisal report as of December 2024 by SOMPO Risk Management Inc.
 - g. The “PM company” column contains the property management company to which the property management operation will be outsourced at the time of the acquisition of the Asset to be Acquired.
 - h. The “Master lease company” column contains the master lease company to which the master lease operation is outsourced as of today or information after the Acquisition, if change of master lease company or termination of such outsource is anticipated.
 - i. The “Total leasable area” column contains the total floor space (in the event that the co-ownership portions are leased out, the area of the said portions is included) that can be leased for office and retail in the building concerning the Asset to be Acquired. The total leasable area does not include the parking lot or land used for other purposes. Total leasable area is not what is stated in the registry but is calculated based on an area shown in the lease agreement. Therefore, the total leasable area does not necessarily match the total floor space stated in the registry. The data in this column is based on information provided by the current owner of the Asset to be Acquired.
 - j. The “Leased area” column contains data based on the leased space shown in the lease agreement with the tenant from among the total leasable area. The leased area does not include the parking lot or land used for other purposes. The data in this column is based on information provided by the current owner of the Asset to be Acquired.
 - k. The “Occupancy rate” column contains the figure as a percentage obtained by dividing the leased area by the total leasable area and rounded to the first decimal place. The data in this column is based on information provided by the current owner of the Asset to be Acquired.
 - l. The “Total number of tenants” column is based on information provided by the current owner of the Asset to be Acquired.
 - m. The “Monthly rent” column contains the total monthly rent (excluding equivalent to consumption tax, etc.) described in the lease agreement with the tenant, rounded down to the nearest thousand yen. The data in this column is based on information provided by the current owner of the Asset to be Acquired.
 - n. The “Lease and guarantee deposits” column contains the residual amount of lease and guarantee deposits, etc. (excluding the lease and guarantee deposits, etc. related to parking lots and accessory facilities such as warehouse) of the tenant, described in the lease agreement concluded with the tenant provided by the current owner. Amounts are rounded down to the nearest thousand yen (when there is a portion that does not need to be returned, that portion is deducted).
 - o. The “Special remarks” column contains important issues related to the relationship of rights and the usage, etc. of the Asset to be Acquired, as well as important issues in consideration of the impact on the appraisal value, profitability and liquidity of the Asset to be Acquired.

Property name		Comfort Inn Nagoya Sakae
Specified assets category		Trust beneficiary right
Trustee		Mizuho Trust & Banking Co., Ltd.
Expiration date of trust period		June 30, 2033
Planned acquisition price		7,740 million yen
Appraisal value		8,310 million yen
Appraisal company		Japan Real Estate Institute
Planned acquisition date		March 21, 2025 ^(Note 1)
Land	Location	3-1601 Nishiki, Naka-ku, Nagoya-shi, Aichi
	(Domicile)	3-16-30 Nishiki, Naka-ku, Nagoya-shi, Aichi
	Area	654.70 m ²
	Zoning	Commercial district
	Building-to-land ratio / Floor-area ratio	80%/800%
	Type of ownership	Proprietary ownership
Building	Completed	March 2014
	Construction / Number of floors	S with flat roof, 13F
	Total floor space	5,186.54 m ²
	Use	Hotel and shops
	Type of ownership	Proprietary ownership
Collateral		None
PML		4.0%
PM company		JLL Retail Management K.K.
Master lease company		Greens Co., Ltd.
Master lease type		Pass-through type
Lease status		
	Total leasable area	5,486.51 m ²
	Leased area	5,486.51 m ²
	Occupancy rate	100.0%
	Total number of tenants	1
	Monthly rent	Variable rent: Variable rent calculation GOP x rate (undisclosed) ^(Note 2) Store space rent: Undisclosed ^(Note 2)
	Lease and guarantee deposits	Undisclosed ^(Note 2)
Special remarks		None

(Note 1) The "Planned acquisition date" is subject to change in accordance with the provisions of the Purchase and Sale Agreement of the Asset to be Acquired upon considering the possibility that the procurement date of funds for settlement will be changed due to market factors.

(Note 2) The information is not disclosed as consent for disclosure has not been obtained from the lessee.

4. Overview of the Seller

Name	NGY Hotels TMK
Location	1-1-7 Motoakasaka, Minato-ku, Tokyo
Position / Name of representative	Director, Masafumi Kanaya
Nature of business	1. Acquisition, management and disposal of specified assets in accordance with plans for securitization of assets based on the Act on Securitization of Assets 2. All other incidental business related to the business of securitizing specific assets mentioned above
Stated capital	Undisclosed ^(Note)
Date of establishment	May 1, 2023
Net assets	Undisclosed ^(Note)
Total assets	Undisclosed ^(Note)
Relationship with the One REIT or the Asset Management Company	
Capital relations	There is no capital relationship to be stated with One REIT or the Asset Management Company. In addition, there is no capital relationship to be specially noted between associated persons or associated companies of One REIT or the Asset Management Company and associated persons or associated companies of the concerned company.
Personnel relations	There is no personnel relationship to be stated with One REIT or the Asset Management Company. In addition, there is no personnel relationship to be specially noted between associated persons or associated companies of One REIT or the Asset Management Company and associated persons or associated companies of the concerned company.
Business relations	There is no business relationship to be stated with One REIT or the Asset Management Company. Mizuho Real Estate Management Co., Ltd. (hereinafter referred to as “MREM”), a subsidiary of the parent company of the Asset Management Company, has been entrusted with the asset management operations of the concerned company.
Circumstances applicable to related parties	The concerned company does not fall under the category of a related party. However, the concerned company is an interested party as set forth in the internal rule concerning trading with interested party of the Asset Management Company.

(Note) The information is not disclosed as consent for disclosure has not been obtained from the seller.

5. Status of Owner, etc.

The seller of the Asset to be Acquired do not fall under the category of “interested persons, etc.” under the Act on Investment Trusts and Investment Corporations. However, since they entrust asset management to MREM, they fall under the category of “an interested party” as defined in the interested party transaction rule of the Asset Management Company. As a consequence, prescribed procedure has been taken in One REIT and the Asset Management Company in accordance with the said internal rule when it concluded the Purchase and Sale Agreement.

The status of the owner, etc. is as follows.

- (1) Name of the company/person, (2) relationship with the person with a special vested interest, (3) background/reason for the acquisition, (4) acquisition price, (5) acquisition period

Property name	Current owner/ trustee	Previous owner/ trustee
Comfort Inn Nagoya Sakae	① NGY Hotels TMK ② MREM, a subsidiary of the parent company of the Asset Management Company, has been entrusted with the asset management operations. ③ For the purpose of investment ④ Omitted as the property is owned for more than a year ⑤ June 15, 2023	Person other than one who has special interest

6. Outline of Brokerage
None

7. Schedule of Acquisition

Decision date for acquisition	March 7, 2025
Conclusion date of Purchase and Sale Agreements	March 7, 2025
Payment date	March 21, 2025 (Scheduled) ^(Note)
Property delivery date	March 21, 2025 (Scheduled) ^(Note)

(Note) The “Payment date” and the “Property delivery date” are subject to change in accordance with the Purchase and Sale Agreement of the Asset to be Acquired upon considering the possibility that the procurement date of funds for settlement will be changed due to market factors.

8. Outlook for Financial Results

For the outlook of financial results of One REIT after the Acquisition in the fiscal period ending August 2025 (24th Fiscal Period: March 1, 2025 to August 31, 2025), please refer to the “Notice concerning Revisions to Forecast of Financial Results and Cash Distribution for the Fiscal Period Ending August 2025 (24th Fiscal Period)” announced today.

10. Overview of Appraisal Report
Comfort Inn Nagoya Sakae

Overview of Appraisal Report	
Appraisal value	8,310,000,000 yen
Appraisal company	Japan Real Estate Institute
Appraisal date	February 1, 2025

(thousand yen)

Item	Content	Overview, etc.
Income approach value	8,310,000	
Value based on direct capitalization method	8,430,000	
Operating revenue	440,631	For the hotel portion, gross operating profit (GOP) during the stable operating period of the target hotel is assessed and rental income is recorded. For the retail portion, rental income that can be stably received in the medium to long term is assessed, taking into account current contracts and the rent levels of similar property.
Maximum gross operating revenue	442,130	
Vacancy loss etc.	1,499	For the retail portion, recorded based on the operating status of similar property and the past operating status of the target property, etc.
Operating expenses	76,198	
Maintenance expenses	100	
Utility expenses	27,000	Recorded based on the past actual amount, taking into account the occupancy rate of the rental space, etc.
Repair expenses	4,882	Recorded with reference to the past actual results, taking into account future management and operation plans, the cost levels of similar properties, and the average annual repair and renewal costs in the engineering report
PM fees	2,160	Recorded with reference to the amount of compensation based on the contract terms, taking into consideration the compensation rates for similar properties and the individual characteristics of the target property, etc.
Tenant solicitation expenses, etc.	392	
Taxes and public dues	41,108	Calculated based on materials related to taxes and public dues
Non-life insurance fees	556	
Other expenses	0	
Net operating income	364,433	
Gain on management of income from lump-sum payment	549	
Capital expenditures	11,541	Assessed based on the level of similar property, age of the building, and average annual repair and renewal costs in the engineering report
FF&E reserve	16,205	Assessed with reference to the level of similar properties
Net income	337,236	
Capitalization Rate	4.0%	Assessed by taking into account the location, building, contract, and other conditions of the target property, future uncertainties, and transaction yields for similar property
Value based on the DCF Method	8,190,000	
Discount rate	3.8%	Assessed by considering the individual characteristics etc., of the target property, with reference to the investment yields of similar properties, etc.
Terminal capitalization rate	4.1%	Assessed by considering future trends in investment yields, etc., with reference to transaction yields of similar property
Cost method value	7,540,000	
Land ratio	82.6%	
Building ratio	17.2%	

Other items considered by appraiser upon appraisal	The appraisal value was determined by using the income approach value, which faithfully reproduces the price formation process from the income perspective and is therefore considered convincing, with the cost method value used only as reference.
--	---

*One REIT corporate website: <https://one-reit.com/en/>

<Attached Materials>

Reference Information 1: Characteristics of the Asset to be Acquired

Reference Information 2: List of Portfolio (after the Acquisition)

Reference Information 1. Characteristics of the Asset to be Acquired



<Access>

1-minute walk from the nearest station (Sakae Station on Nagoya Municipal Subway Higashiyama Line and Meijo Line)

Access to major terminals and sightseeing spots from the nearest station (transfers and waiting times not included)

- Nagoya Station: approx. 5 minutes
- Chubu Centrair International Airport: approx. 32 minutes (via Kanayama Station)
- Meijo Park (Nagoya Castle): approx. 9 minutes (by Subway Meijo Line)
- Vantelin Dome Nagoya: approx. 26 minutes (by Subway Meijo Line)

<Surrounding area>

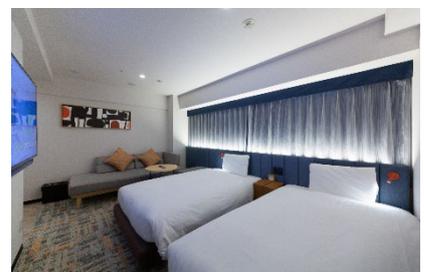
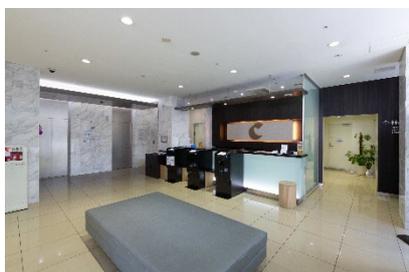
- The Asset to be Acquired is located between the Sakae area, Nagoya's leading downtown and business district, and the Nishiki area, known as the largest entertainment district in the Chubu region.
- The Sakae area has a concentration of commercial facilities not only above ground, but also underground. There are three underground shopping malls, Sakaechika, Mori no Chikagai, and Central Park Chikagai, centered around Sakae Station, creating three-dimensional activity above and below ground.
- A cafe and convenience store are open on the first floor of the Asset to be Acquired, and there are many restaurants and commercial complexes within walking distance, making it a highly convenient location for accommodation.

<Nagoya City's Hotel Market>

- The total number of overnight guests in Nagoya City increased from 10,164 thousand in 2019, before the COVID-19 pandemic, to 10,436 thousand in 2023, with total spending by overnight guests also expanding from 222.9 billion yen to 348.5 billion yen during the same period (Source: Nagoya City Tourist and Overnight Guest Trends Survey (2023) © 2024 Nagoya City)

<Facility Details>

- Number of guest rooms: 240
- Elevators: 2



Reference Information 2: List of Portfolio (after the Acquisition)

Category	Property No.	Property name	Location	Acquisition price (Note 1) (million yen)	Investment ratio (Note 2) (%)
Office Buildings	OT-2	ONEST Kanda Square	Chiyoda-ku, Tokyo	7,350	5.9
	OT-3	Tachikawa Nishiki-cho Building	Tachikawa-shi, Tokyo	3,264	2.6
	OT-5	ONEST Yokohama Nishiguchi Building	Yokohama-shi, Kanagawa	3,110	2.5
	OT-7	ONEST Nakano Building	Nakano-ku, Tokyo	2,880	2.3
	OT-13	Hachioji SIA Building	Hachioji-shi, Tokyo	730	0.6
	OT-14	ONEST Motoyoyogi Square	Shibuya-ku, Tokyo	7,500	6.1
	OT-15	ONEST Ueno Okachimachi Building	Taito-ku, Tokyo	2,700	2.2
	OT-16	ONEST Omiya Kishiki-cho Building	Saitama-shi, Saitama	3,000	2.4
	OT-17	ONEST Ikebukuro East Building	Toshima-ku, Tokyo	2,200	1.8
	OT-18	Cresendo Building	Yokohama-shi, Kanagawa	2,466	2.0
	OT-19	Tokyo Parkside Building	Koto-ku, Tokyo	10,450	8.4
	OT-20	ONEST Nishi-Gotanda Square	Shinagawa-ku, Tokyo	4,500	3.6
	OT-21	ONEST Hongo Square	Bunkyo-ku, Tokyo	5,406	4.4
	OT-22	ONEST Minami-Otsuka Building	Toshima-ku, Tokyo	3,900	3.2
	OT-23	ONEST Kanda-Nishifukuda-cho Building	Chiyoda-ku, Tokyo	2,100	1.7
	OT-24	ONEST Kinshicho Square	Sumida-ku, Tokyo	3,951	3.2
	OT-25	REID-C Chiba Ekimae Building	Chiba-shi, Chiba	4,475	3.6
	OT-26	Shinkawa 1-chome Building	Chuo-ku, Tokyo	2,100	1.7
	OT-27	ONEST Hakozaki Building	Chuo-ku, Tokyo	1,771	1.4
	OT-28	ONEST Higashi-Nakano Building	Nakano-ku, Tokyo	1,710	1.4
	OT-29	FIELD Kita-Sando	Shibuya-ku, Tokyo	3,750	3.0
	OO-1	ONEST Shin-Osaka Square	Osaka-shi, Osaka	4,612	3.7
	OO-2	ONEST Kyoto Karasuma Square	Kyoto-shi, Kyoto	3,700	3.0
	OO-3	ONEST Nagoya Nishiki Square	Nagoya-shi, Aichi	2,381	1.9
	OO-5	Nagoya Fushimi Square Building	Nagoya-shi, Aichi	4,812	3.9
	OO-6	Daihakata Building	Fukuoka-shi, Fukuoka	10,650	8.6
	OO-7	Higobashi Center Building	Osaka-shi, Osaka	8,930	7.2
	OO-8	Daido Life Mito Building	Mito-shi, Ibaraki	1,650	1.3
Subtotal (28 properties)			-	116,048	93.7
Hotels	H-1	Comfort Inn Nagoya Sakae	Nagoya-shi, Aichi	7,740	6.3
Total (29 properties)			-	123,788	100.0

Investment Securities	Kagurazaka Kogyo GK Silent Partnership Equity Interest (Kagurazaka Plaza Building (Shinjuku-ku, Tokyo))	18 (Note 3)	-
-----------------------	---	----------------	---

(Note 1) "Acquisition price" shows the acquisition price (excluding equivalent to consumption tax, etc.) described in the purchase and sale agreements of real estate or trust beneficiary interest in real estate related to each asset .

(Note 2) "Investment ratio" is calculated as a percentage of the acquisition price of each asset to the total, and rounded to the first decimal place.

(Note 3) The investment amount of the silent partnership equity interest is stated.