January 16, 2025

FOR IMMEDIATE RELEASE

Nippon Prologis REIT Announces Acquisition and Disposition of Domestic Real Estate Trust Beneficiary Interest and Lease Contract with New Tenants

Prologis REIT Management K.K. (the "Asset Manager"), to which Nippon Prologis REIT, Inc. ("NPR") entrusts the management of its assets, announced today it will acquire one property (the "New Property") and dispose two properties (the "Disposition Properties"), both of which are in the form of trust beneficiary interests and, subsequently, enter into lease contracts with new tenants.

Because a part of the sellers and the lessee of the New Property is considered related parties as provided in the Act on Investment Trusts and Investment Corporations of Japan (Act No. 198 of 1951, including amendments thereto) (each, a "Related Party, etc.") and considered an interested party as set forth in the "Rules Regarding Related-party Transactions" included in the internal rules of the Asset Manager (an "Interested Party"), the Asset Manager has obtained, in accordance with the Rules Regarding Related Party-Transactions, approval from NPR based on the approval of its Board of Directors at a meeting held today.

The details are described below.

1. Overview of the New Property

Property Number	Property Name	Location	Seller	Anticipated Acquisition Price (million yen) (Note 1)	Appraisal Value (million yen) (Note 2)	NOI Yield (%) (Note 3)	Adjusted Forecast NOI Yield (%) (Note 4)
M-42	Prologis Park Ichikawa 2	Ichikawa, Chiba	Japan Logistics Fund, Inc. and Ichikawa 2 Special Purpose Company	27,444	28,300	3.8	4.0

(Note 1) "Anticipated acquisition price" indicates the total price of (i) the acquisition price of 36% co-ownership of the New Property in the Exchange Agreement with Japan Logistics Fund, Inc. ("JLF") (the "Exchange Agreement (1)"), (ii) the acquisition price of 54% co-ownership of the New Property in the Exchange Agreement with JLF ("the Exchange Agreement (2)") and (iii) the acquisition price of 10% co-ownership of the New Property in the Sale and Purchase Agreement with Ichikawa 2 Special Purpose Company (the "Seller") (the "Sale and Purchase Agreement"), rounded down to the nearest million yen and does not include national or local consumption taxes or expenses which will be incurred in connection with the acquisitions.
The acquisition price of 54% co-ownership of the New Property described above (ii) will be determined by the end of January 2026 based on the calculation stipulated by the Exchange Agreement (2). Therefore, the "Anticipated acquisition price" and any figures calculated based on the "Anticipated acquisition price" are subject to change.

(Note 2) JLL Morii Valuation & Advisory KK was retained to appraise the value of the New Property. "Appraisal value" is based on the appraisal value from the appraisal report as of November 30, 2024.

(Note 3) "NOI yield" is the ratio of appraisal NOI to the anticipated acquisition price of the New Property based on the appraisal value as of November 30, 2024, rounded to the first decimal place.
"NOI" is the stabilized net operating income (an amount with operating expenses deducted from operating income) for the direct capitalization analysis contained in the appraisal report appraised by Japan Real Estate

Institute, which represents revenue before deduction of depreciation. NOI is different from net cash flow ("NCF"), calculated as the expected revenues of a property minus expected capital expenditure, to which interest on deposits, etc. is added and from which capital expenditures are deducted.

(Note 4) "Adjusted forecast NOI yield" is the ratio of adjusted forecast NOI to the anticipated acquisition price of the New Property, rounded to the first decimal place.
"Adjusted forecast NOI" is an amount based on the relevant assumptions regarding operating revenues from the New Property, from which operating expenses and capitalized property tax and city planning tax, etc. are deducted and to which depreciation costs are added. It represents revenues before deduction of depreciation costs. Also, operating rental revenues and operating expenses for the New Property are calculated based on the assumption that the New Property is operated on a full-year basis.

(1) Execution Date of Agreements:

January 16, 2025

(2) Anticipated Acquisition Date:

Plan to acquire co-ownership of the New Property as outlined below (Note):

February 3, 2025: 7,684 million yen (18% co-ownership from JLF and 10% co-ownership from the Seller)

August 1, 2025: 4,940 million yen (18% co-ownership from JLF)

February 2, 2026: 4,940 million yen (18% co-ownership from JLF)

August 3, 2026: 4,940 million yen (18% co-ownership from JLF)

February 1, 2027: 4,940 million yen (18% co-ownership from JLF)

(Note) Regarding the acquisition of the co-ownerships on or after August 1, 2025, the transfers will take place more than one month after the execution of Exchange Agreement (1) and Exchange Agreement (2). As a result, these acquisitions are considered forward commitments. Under Exchange Agreement (1) and Exchange Agreement (2), if either NPR or JLF breaches the obligations stipulated in these agreements (including breaches of representations and warranties), and such breach is not remedied within a reasonable period after a notice of demand from the non-breaching party (the "Terminating Party"), the Terminating Party may terminate the Exchange Agreements by providing written notice to the breaching party, except as otherwise specified in the agreements.
In such cases, the Terminating Party may demand a penalty equivalent to 10% of the total value of the trust beneficiary interests held by the breaching party as of the execution date of the Exchange Agreements, excluding consumption tax and local consumption tax. For example, if NPR breaches Exchange Agreement (1), it applies to the trust beneficiary interest of Prologis Park Kitanagoya; if NPR breaches Exchange Agreement (2), it applies to the trust beneficiary interest of Prologis Park Funabashi 5; and if JLF breaches either Exchange Agreement (1) or (2), it applies to the trust beneficiary interest of Prologis Park Ichikawa 2. Moreover, even if damages exceeding the penalty are incurred, neither NPR nor JLF may claim an amount exceeding the penalty, except as otherwise specified in the agreements.
Even if the forward commitments are not fulfilled and Exchange Agreement (1) or Exchange Agreement (2) is terminated, it would likely not directly harm NPR's financial condition or its ability to pay dividends materially, considering the scale of the New Property and the amount of penalties.

(3) Seller:

Please refer to the below-mentioned "4. (2) JLF and Seller Profile"

(4) Funds for Acquisitions:

Under the Exchange Agreement (1) and the Exchange Agreement (2), NPR is scheduled to receive exchange balance payments from JLF. For acquisition from the Seller, we will allocate cash on hand.

(5) Settlement Method:

On each anticipated acquisition date above, we will exchange each co-ownership and settle the exchange balance payments with JLF for the Exchange Agreement (1) and the Exchange Agreement (2) and will pay in a lump sum to the Seller for the Sale and Purchase Agreement.

(6) Annual Rent:

1,294 million yen

2. Overview of the Disposition Propeties

Property Number	Property Name	Location	Buyer	Anticipated Disposition Price (million yen) (Note 1)	Anticipated Book Value upon Disposition (million yen) (Note 2)	Difference between Anticipated Disposition Price and Anticipated Book Value upon Disposition (million yen) (Note 3)
M-07	Prologis Park Kitanagoya	Kitanagoya, Aichi	Japan Logistics Fund, Inc.	10,600	5,302	5,297
M-11	Prologis Park Funabashi 5	Ichikawa, Chiba	Japan Logistics Fund, Inc.	15,700	9,677	6,022

(Note 1) “Anticipated disposition price” indicates the disposition price in the Exchange Agreement (1) for Prologis Park Kitanagoya and the assumed disposition price in the Exchange Agreement (2) for Prologis Park Funabashi 5, rounded down to the nearest million yen and does not include national or local consumption taxes or expenses which will be incurred in connection with the dispositions.

The assumed disposition price of Prologis Park Funabashi 5 will be determined by the end of January 2026 based on the calculation stipulated by the Exchange Agreement (2). Therefore, the “Anticipated disposition price” and any figures calculated based on the “Anticipated disposition price” are subject to change.

(Note 2) "Anticipated Book Value upon Disposition" indicates the total estimated book value as of each disposition dates, rounded down to the nearest million yen. Therefore, the actual book value as of each disposition dates and any figures calculated based on the actual book value are subject to change.

(Note 3) “Difference between Anticipated Disposition Price and Anticipated Book Value upon Disposition” are rounded down to the nearest million yen. It does not indicate the actual gains or losses from the disposition.

(1) Execution Date of Agreements:

January 16, 2025

(2) Anticipated Disposition Date:

Plan to dispose co-ownerships of Prologis Park Kitanagoya in two installments and co-ownerships of Prologis Park Funabashi 5 in three installments as outlined below (Note):

February 3, 2025: 5,300 million yen (50% co-ownership of Prologis Park Kitanagoya)

August 1, 2025: 5,300 million yen (50% co-ownership of Prologis Park Kitanagoya)

February 2, 2026: 5,181 million yen (33% co-ownership of Prologis Park Funabashi 5)

August 3, 2026: 5,181 million yen (33% co-ownership of Prologis Park Funabashi 5)

February 1, 2027: 5,338 million yen (34% co-ownership of Prologis Park Funabashi 5)

(Note) Regarding the disposition of the co-ownerships on or after August 1, 2025, the transfers will take place more than one month after the execution of Exchange Agreement (1) and Exchange Agreement (2). As a result, these dispositions are considered forward commitments. Under Exchange Agreement (1) and Exchange Agreement (2), if either NPR or JLF breaches the obligations stipulated in these agreements (including breaches of representations and warranties), and such breach is not remedied within a reasonable period after a notice of demand from the non-breaching party (the "Terminating Party"), the Terminating Party may terminate the Exchange Agreements by providing written notice to the breaching party, except as otherwise specified in the agreements.

In such cases, the Terminating Party may demand a penalty equivalent to 10% of the total value of the trust beneficiary interests held by the breaching party as of the execution date of the Exchange Agreements,

excluding consumption tax and local consumption tax. For example, if NPR breaches Exchange Agreement (1), it applies to the trust beneficiary interest of Prologis Park Kitanagoya; if NPR breaches Exchange Agreement (2), it applies to the trust beneficiary interest of Prologis Park Funabashi 5; and if JLF breaches either Exchange Agreement (1) or (2), it applies to the trust beneficiary interest of Prologis Park Ichikawa 2. Moreover, even if damages exceeding the penalty are incurred, neither NPR nor JLF may claim an amount exceeding the penalty, except as otherwise specified in the agreements.

Even if the forward commitments are not fulfilled and Exchange Agreement (1) or Exchange Agreement (2) is terminated, it would likely not directly harm NPR's financial condition or its ability to pay dividends materially, considering the scale of the Disposition Properties and the amount of penalties.

(3) Buyer:

Please refer to the below-mentioned "4. (2) JLF and Seller Profile"

(4) Settlement Method:

On each anticipated disposition date above, we will exchange each co-ownership and settle the exchange balance payments with JLF.

(5) Annual Rent:

1,385 million yen

3. Rationale for Acquisition, Disposition and Lease Contract

We believe the following are the key rationales for this asset reshuffling:

(i) Acquiring a new flagship property with significant growth potential at attractive NOI yield.

(ii) Enhancing the long-term profitability of NPR's portfolio by selling properties with limited growth potential.

(iii) Strengthening investor return through realizing substantial capital gains by taking advantage of current favorable real estate market environment.

The New Property is a Class-A logistics facility developed by the Prologis Group, NPR's sponsor. Following its completion in 2009, the sponsor sold a part of its co-ownership to JLF. Through this transaction, NPR is acquiring the New Property from both JLF and the sponsor. The average rent for the New Property is 5–6% below market levels. Therefore, NPR identifies the New Property has significant growth potential, particularly given operational improvements going forward.

NPR aims to sell the Disposition Properties for asset exchange of properties of comparable scale and operating revenues to the New Property. Since NPR's acquisition of the Disposition Properties in 2013, NPR has achieved significant internal growth primarily driven by rent increase. However, as part of NPR's strategy to build a resilient portfolio for sustainable and long-term profitability, we have decided to sell the Disposition Properties after evaluating their future growth potential.

4. Description of the New Property and the Disposition Properties

(1) Overview

The following tables provide an overview of the real estate trust beneficiary interests of the New Property and the Disposition Properties.

Furthermore, the items described in the respective columns of the tables are explained below:

(i) "Location" indicates the official address or the address usually used by tenants and property management companies, etc. on the upper line, and the address indicated in the registry (one of several addresses, if any) on the lower line.

(ii) "Anticipated acquisition date" indicates the acquisition date in the Exchange Agreement (1), Exchange Agreement (2) and the Sale and Purchase Agreement. "Acquisition date" indicates the acquisition date in the sale and purchase agreements at the time of acquisition.

(iii) "Anticipated acquisition price" indicates the price in the Exchange Agreement (1), the Exchange Agreement (2) and the Sale and Purchase Agreement, rounded down to the nearest million yen and does not include national or local consumption taxes or expenses which will be incurred in connection with the acquisition. The acquisition price of 54% co-ownership of the New Property in the Exchange Agreement (2) will be determined by the end of January 2026 based on the calculation stipulated by the Exchange Agreement (2). Therefore, the total amount of acquisition price is subject to change.
"Acquisition price" indicates the acquisition price in the sale and purchase agreements at the time of acquisition, rounded down to the nearest million yen and does not include national or local consumption taxes or expenses which will be incurred in connection with the acquisition.

(iv) "Entrustment Date" indicates the date of establishment of the trust defined in the Trust Agreement.

(v) "Trustee" indicates the trustee or trustee-to-be.

(vi) "Trust maturity date" indicates the trust maturity date defined in the Trust Agreement or the maturity date of the trust period to be amended with the acquisition by NPR.

(vii) "Ownership form" of "Land" and "Building" indicates the type of rights owned by the trustee.

(viii) "Land area" of "Land" and "Gross floor area", "Date of construction", "Purpose" and "Structure/No. of stories" of "Building" are based on the data recorded in the registry and may differ from the actual figures. "Gross floor area" is equal to the total gross floor area of the main building and accessory building. "Date of construction", "Purpose" and "Structure/No. of stories" are equal to the figures of the main building excluding accessory building.

(ix) "Zoning" of "Land" indicates the type of zoning as depicted in Article 7 and 8-1-1 of the City Planning Act (Act No. 100 of 1968, as amended).

(x) "BCR" of "Land" indicates the upper limit of the building coverage ratio as determined in city planning in accordance with the zoning. The upper limit of BCR could be lower or higher, depending on whether the property is fire-proof in the fire control area and/or other reasons and it may not necessarily be identical with the BCR actually applied.

(xi) "FAR" of "Land" indicates the upper limit of the floor area ratio. The upper limit of FAR could be lower or higher, depending on the width of roads adjacent to the land and/or other reasons and it may not necessarily be identical with the FAR actually applied.

(xii) "Property type" of "Building" indicates "Multi-tenant" for properties that are "Multi-tenant logistics facilities" (those that are capable of serving multiple tenants) and "BTS" for properties that are "Build-to-suit logistics facilities" (those that are developed to meet a tenant's specific requirements).

(xiii) "PML" of "Building" represents an outline of the reports on the evaluation results of the analyses of seismic risks conducted by Engineering and Risk Services Corporation at the request of NPR and the Asset Manager. The contents of these reports are judgments and opinions of these risk reviewers as of a certain point of time, and the validity and accuracy of such contents are not guaranteed. None of the current properties of NPR are covered by seismic insurance, and NPR has no plan to obtain seismic insurance for any of the current properties or the New Property.

(xiv) "Environmental appraisal" of "Building" represents evaluation results described in certification reports of Comprehensive Assessment System for Built Environment Efficiency ("CASBEE"), evaluation results of Building-Housing Energy-efficiency Labeling System ("BELS") or certifications of the DBJ Green Building Certification system, if such evaluation results are obtained. Also, in the event that an application is filed with each municipality and a result for such application is disclosed based on the comprehensive assessment system for built environment efficiency conducted by each municipality on the basis of CASBEE, such

disclosed result is described. The results of CASBEE, BELS and DBJ Green Building Certification show an evaluation based on certain judgment standards at a specific point in time and are no guarantee of any objectiveness of such evaluation, validity and accuracy of such evaluation results or the quality of evaluated buildings.

(xv) "Engineering Report" represents an outline of the reports on the evaluation results of building assessment conducted by Earth-Appraisal Co., Ltd. at the request of NPR and the Asset Manager. The contents of these reports are judgments and opinions of these building investigators as of a certain point of time, and the validity and accuracy of such contents are not guaranteed. "Report Date" indicates the date of investigation described in the respective Engineering Report prepared by the respective building investigator.

(xvi) "Property manager" indicates the property manager to which NPR has outsourced or will outsource the property management services.

(xvii) "Master lessee" indicates the party with which NPR has entered or will enter into the Master Lease Agreement. Even if NPR or the trustee enters into a Master Lease Agreement with a master lessee, the end tenant and NPR or the trustee are in the lessee-lessor relationship when existing end tenants do not accept the transfer of the lessor associated with the Master Lease Agreement.

(xviii) "Type of master lease" indicates "Pass-through type" for a pass-through type master lease in which rent received by the lessor is in principle the same amount as the rent received by the master lessee from end tenants, and "Sublease type" for a sublease type master lease, in which a fixed amount of rent is received from the master lessee regardless of fluctuation in the rent received from end tenants, in accordance with the type of the master lease agreements with the master lessee.

(xix) "Gross number of tenants" of "Description of tenancy" is based on the lease agreements with tenants for warehouses or offices for the property in trust as of November 30, 2024 (excluding lease agreements with a term of less than one year). For properties with pass-through master lease agreements, it is based on the lease agreements executed between the master lessee and end tenants. The same shall apply below.

(xx) "Type of lease agreement" of "Description of tenancy" is based on the lease agreements.

(xxi) "Name of major tenants" of "Description of tenancy" indicates the names of the tenants with the two biggest leased areas for the property in trust (for properties with a pass-through master lease agreement, the end tenant) (excluding tenants or end tenants whose lease agreements have a term of less than one year).

(xxii) "Annual rent" of "Description of tenancy" is based on the total annual rent including common area charges as of November 30, 2024, as indicated in the relevant lease agreements for all warehouses or offices for the property in trust (excluding lease agreements with a term of less than one year) (or the annual rent calculated in accordance with the provisions of the lease agreements, if the relevant agreements include only the monthly rent). Figures are rounded down to the nearest million yen.

(xxiii) "Security deposit" of "Description of tenancy" is calculated as the total amount of security deposit (or, if amortized, the security deposit amount after subtracting the relevant amortization amount) as indicated in the relevant lease agreements for all warehouses or offices for the property in trust as of November 30, 2024 (excluding lease agreements with a term of less than one year). Figures are rounded down to the nearest million yen.

(xxiv) "Leased area" of "Description of tenancy" indicates the total leased area based on the lease agreements for all warehouses or offices for the property in trust as of November 30, 2024 (excluding lease agreements with a term of less than one year) and the floor plans included in such lease agreements (excluding lease agreements with a term of less than one year).

(xxv) "Leasable area" of "Description of tenancy" indicates the total leasable area based on the lease agreements for all warehouses or offices for the property in trust and the floor plans

included in the lease agreements executed as of November 30, 2024 (excluding lease agreements with a term of less than one year) plus vacant space based on floor plans.

(xxvi) "Occupancy rate" of "Description of tenancy" is as of November 30, 2024, or the date of lease commencement stipulated in the relevant lease agreements (excluding lease agreements with a term of less than one year), calculated by dividing the aggregate total leased area for the property in trust by the aggregate total leasable area for the property in trust. Figures are rounded to the nearest tenth.

(xxvii) "Extra description" indicates items believed to be important in terms of the relationship of rights and use, as well as items believed to be important in consideration of their impact on the appraisal value, profitability and possibility of disposal as of the date of this press release.

(xxviii) "Summary of the appraisal report" describes the summary of the appraisal report of the property which was appraised by JLL Morii Valuation & Advisory KK and CBRE K.K. upon request from NPR and the Asset Manager. Such appraisal report only represents a judgment and an opinion of an appraiser as an evaluator at a certain point, and any adequacy, accuracy or feasibility of a transaction at such appraisal value is not guaranteed. There is no special interest between (i) JLL Morii Valuation & Advisory KK and CBRE K.K. and (ii) NPR or the Asset Manager.

The New Property

M-42 Prologis Park Ichikawa 2

Property name		Prologis Park Ichikawa 2
Location		1, Takahama, Ichikawa, Chiba 2, Takahama, Ichikawa, Chiba
Class of assets		Real estate trust beneficiary interests
Anticipated acquisition date		February 3, 2025 (28%) August 1, 2025 (18%) February 2, 2026 (18%) August 1, 2026 (18%) February 1, 2027 (18%)
Anticipated acquisition price		27,444 million yen
Entrustment date		March 30, 2004
Trustee		Mizuho Trust & Banking Co., Ltd.
Trust maturity date		February 28, 2035
Land	Ownership form	Proprietary
	Land area	38,727.25 m^2
	Zoning	Industrial area
	BCR/FAR	60% / 200%
Building	Ownership form	Proprietary
	Gross floor area	76,842.37 m^2
	Date of construction	October 9, 2009
	Purpose	Warehouse / Office
	Structure/No. of stories	RC, 5-story building
	Property type	Multi-tenant
	PML	1.9%
	Environmental appraisal	CASBEE A
Engineering Report	Engineering Firm	Earth-Appraisal Co., Ltd.
	Report Date	October 24, 2024
	Emergency and Short-term Repair and Maintenance Expenses	-
	Medium-to-Long term Repair and Maintenance Expenses	725,190 thousand yen / 12 years (60,432 thousand yen / year)
Property manager		Prologis K.K.
Master lessee		Prologis REIT Master Lease GK
Type of master lease		Pass-through type
Collateral		None
Appraisal value		28,300 million yen
Real estate appraiser		JLL Morii Valuation & Advisory KK
Description of tenancy		
	Gross number of tenants	2
	Type of lease agreement	Fixed-term lease agreement
	Name of major tenants	TOMY Company, Ltd., JR East Logistics Co., Ltd
	Annual rent	1,294 million yen
	Security deposit	372 million yen
	Leased area	74,516.70 m^2
	Leasable area	74,516.70 m^2
	Occupancy rate	100.0%
Extra description		NPR has entered into an agreement with other owner of co-ownership interest of the trust beneficiary interests (the "Agreement"). The following provisions are stipulated in the Agreement. Note that the Agreement will terminate if all trust beneficiary interests are attributed to a single owner. (i) Each co-owner is prohibited from pledging,

	encumbering, or transferring their co-ownership interest to a third party without prior written consent from the other party, except as stipulated in the Exchange Agreement (1) and the Exchange Agreement (2). (ii) For certain important matters regarding the property and the Beneficiary Interest, decisions must be made jointly with other owner of co-ownership interest. For other matters, decisions will, in principle, be made through consultation with other owner of co-ownership interest and require approval by a majority vote based on the co-ownership ratios at that time.

Summary of the appraisal report

Appraisal value	28,300 million yen
Real estate appraiser	JLL Morii Valuation & Advisory KK
Date of appraisal	November 30, 2024

Item	Detail (million yen, unless otherwise indicated)	Outline
Income approach value	28,300	Estimated based on the DCF method as the standard, with reference to the income value calculated using the direct capitalization method
Direct capitalization method	28,800	
Operating revenues	1,363	
Total potential revenue	1,422	Assessed and recorded based on the current lease agreements and past performance data
Loss such as vacancy	59	Assessed based on current occupancy levels and market standards
Operating expenses	314	
Maintenance costs	80	Recorded with reference to current contract terms, past performance, and levels observed in comparable properties
Property management fees		
Utility costs	69	Recorded with reference to past performance data
Repair costs	19	Recorded based on building replacement costs, with reference to levels in comparable properties, engineering reports, and past performance
Tenant solicitation expenses	23	Recorded with reference to past performance data
Property taxes	103	Recorded based on the latest actual figures
Non-life insurance premiums	14	Assessed and recorded with reference to actual amounts observed in comparable properties
Other expenses	3	Recorded based on past performance data
Net operating income	1,048	
Interest on deposit	3	Assessed by applying an operational yield of 1.0% to the current effective security deposit balance
Capital expenditure	46	Recorded based on building replacement costs, with reference to levels in comparable properties, engineering reports, and past performance data
Net income	1,006	
Capitalization rate	3.5%	Assessed considering the unique

				characteristics of the property, future uncertainties, and transaction yields of comparable properties
	Discounted cash flow method		28,300	
		Discount rate	3.3%	Assessed based on the yields of financial assets, the unique characteristics of the property, and discount rates for borrowings and equity
		Terminal capitalization rate	3.7%	Assessed based on the capitalization rate, taking into account the transaction market, surrounding area, property conditions, and uncertainties in future projections
Cost method			27,900	
		Proportion of land	70.5%	
		Proportion of building	29.5%	

Other points to be noted for the determination of appraisal value	N/A

The Disposition Properties

M-07 Prologis Park Kitanagoya

Property name		Prologis Park Kitanagoya
Location		34-1 Okimura Gongen, Kitanagoya, Aichi 34-3 Okimura Gongen, Kitanagoya, Aichi
Class of assets		Real estate trust beneficiary interests
Acquisition date		February 15, 2013
Acquisition price		6,500 million yen
Entrustment date		March 26, 2008
Trustee		Mitsubishi UFJ Trust and Banking Corporation
Trust maturity date		Corresponding date of the acquisition date in 20 years
Land	Ownership form	Proprietary
	Land area	21,942.24 m^2
	Zoning	Semi-Industrial area
	BCR/FAR	60% / 200%
Building	Ownership form	Proprietary
	Gross floor area	43,655.30 m^2
	Date of construction	June 19, 2009
	Purpose	Warehouse
	Structure/No. of stories	S, 4-story building
	Property type	Multi-tenant
	PML	11.2%
	Environmental appraisal	CASBEE S
Engineering Report	Engineering Firm	Earth-Appraisal Co., Ltd.
	Report Date	March 10, 2023
	Emergency and Short-term Repair and Maintenance Expenses	-
	Medium-to-Long term Repair and Maintenance Expenses	344,554 thousand yen / 12 years (28,713 thousand yen / year)
Property manager		Prologis K.K.
Master lessee		Prologis REIT Master Lease GK
Type of master lease		Pass-through type
Collateral		None
Appraisal value		10,600 million yen
Real estate appraiser		CBRE K.K.
Description of tenancy		
	Gross number of tenants	3
	Type of lease agreement	Fixed-term lease agreement
	Name of major tenants	HAMAKYOREX CO., LTD., CHUKYORIKUUN CO., LTD.
	Annual rent	568 million yen
	Security deposit	196 million yen
	Leased area	42,751.60 m^2
	Leasable area	42,751.60 m^2
	Occupancy rate	100.0%
Extra description		NPR has entered into an agreement with other owner of co-ownership interest of the trust beneficiary interests (the "Agreement"). The following provisions are stipulated in the Agreement. Note that the Agreement will terminate if all trust beneficiary interests are attributed to a single owner. (i) Each co-owner is prohibited from pledging, encumbering, or transferring their co-ownership interest to a third party without prior written consent from the other party, except as stipulated in the Exchange Agreement (1).

	(ii) For certain important matters regarding the property and the Beneficiary Interest, decisions must be made jointly with other owner of co-ownership interest. For other matters, decisions will, in principle, be made through consultation with other owner of co-ownership interest and require approval by a majority vote based on the co-ownership ratios at that time.

Summary of the appraisal report

Appraisal value	10,600 million yen
Real estate appraiser	CBRE K.K.
Date of appraisal	November 30, 2024

Item	Detail (million yen, unless otherwise indicated)	Outline
Income approach value	10,600	Estimated the income value with an emphasis on the DCF method
Direct capitalization method	10,700	
Operating revenues	561	
Total potential revenue	590	Assessed current lease agreements, market rent levels, and the competitiveness of the target property
Loss such as vacancy	29	Assessed the potential for future occupancy by referencing the current vacancy rate and considering market trends and the competitiveness of the target property
Operating expenses	124	
Maintenance costs	39	Assessed future management and operational plans, as well as cost levels of similar properties, with reference to past performance
Property management fees		
Utility costs	21	Recorded future occupancy rate projections based on past performance
Repair costs	8	Assessed future management and operational plans, as well as cost levels of similar properties, with reference to past performance
Tenant solicitation expenses	4	Assessed and recorded the standard tenant turnover cycle
Property taxes	44	Estimated valuation fluctuations, burden adjustments, and depreciation correction rates based on recent actual figures
Non-life insurance premiums	5	Assessed the target property based on current contract terms
Other expenses	0	Recorded recent actual figures.
Net operating income	437	
Interest on deposit	1	Assessed the balance of deposits by applying an operating yield of 1.0%
Capital expenditure	20	Recorded long-term repair and renewal costs based on the engineering report
Net income	418	
Capitalization rate	3.9%	Assessed the target property by comprehensively considering its location, building age, quality, and occupancy status

Discounted cash flow method		10,600	
	Discount rate	3.7%	
	Terminal capitalization rate	4.0%	Estimated the capitalization rate, considering the remaining useful life of the building, property attributes, and future risk projections
Cost method		5,260	
	Proportion of land	42.8%	
	Proportion of building	57.2%	

Other points to be noted for the determination of appraisal value	There is a discrepancy between the cost approach value and the income approach value. This discrepancy may arise because the high profitability under the current lease agreements is not fully reflected in the cost approach value. As the property is a rental logistics facility, the appraisal value was primarily determined based on the income approach value, which most accurately reflects its economic value as an investment property, while the cost approach value was used as a reference.

The Disposition Properties

M-11 Prologis Park Funabashi 5

Property name		Prologis Park Funabashi 5
Location		6-1 Nishiura 3, Funabashi, Chiba 22-26 Nishiura 3, Funabashi, Chiba
Class of assets		Real estate trust beneficiary interests
Acquisition date		June 13, 2013
Acquisition price		9,500 million yen
Entrustment date		June 13, 2013
Trustee		Sumitomo Mitsui Trust Bank, Limited
Trust maturity date		June 30, 2033
Land	Ownership form	Proprietary
	Land area	22,807.00 m^2
	Zoning	Industrial area
	BCR/FAR	60% / 200%
Building	Ownership form	Proprietary
	Gross floor area	45,489.03 m^2
	Date of construction	April 23, 2007
	Purpose	Warehouse
	Structure/No. of stories	RC/S, 5-story building
	Property type	Multi-tenant
	PML	3.1%
	Environmental appraisal	CASBEE A
Engineering Report	Engineering Firm	Earth-Appraisal Co., Ltd.
	Report Date	June 19, 2020
	Emergency and Short-term Repair and Maintenance Expenses	-
	Medium-to-Long term Repair and Maintenance Expenses	222,281 thousand yen / 12 years (18,523 thousand yen / year)
Property manager		Prologis K.K.
Master lessee		Prologis REIT Master Lease GK
Type of master lease		Pass-through type
Collateral		None
Appraisal value		15,700 million yen
Real estate appraiser		JLL Morii Valuation & Advisory KK
Description of tenancy		
	Gross number of tenants	3
	Type of lease agreement	Fixed-term lease agreement
	Name of major tenants	ATENA CORPORATION, NTT LOGISCO Inc.
	Annual rent	816 million yen (Note 1)
	Security deposit	361 million yen (Note 1)
	Leased area	43,629.83 m^2
	Leasable area	43,629.83 m^2
	Occupancy rate	100.0%
Extra description		NPR has entered into an agreement with other owner of co-ownership interest of the trust beneficiary interests (the "Agreement"). The following provisions are stipulated in the Agreement. Note that the Agreement will terminate if all trust beneficiary interests are attributed to a single owner. (i) Each co-owner is prohibited from pledging, encumbering, or transferring their co-ownership interest to a third party without prior written consent from the other party, except as stipulated in the Exchange Agreement (2).

	(ii) For certain important matters regarding the property and the Beneficiary Interest, decisions must be made jointly with other owner of co-ownership interest. For other matters, decisions will, in principle, be made through consultation with other owner of co-ownership interest and require approval by a majority vote based on the co-ownership ratios at that time. The property consists of two buildings, the main building and an annex, constructed and utilized in parallel on an adjoining unified site. A portion of the property is subject to the following surface rights: Holder of the surface rights: Nippon Paint Anticorrosive Coatings Co., Ltd., the owner of the adjacent land Purpose: Installation of drainage pipes Extent: Between 0.786 meters and 1.206 meters above the average sea level of Tokyo Bay (Funabashi City, Nishiura 3-chome, Lot No. 22-23) Between 0.356 meters and 1.186 meters above the average sea level of Tokyo Bay (Funabashi City, Nishiura 3-chome, Lot No. 22-25) A portion of the property is subject to the following easement: Servient land: 22-9, 22-13, and 22-16 in Nishiura 3, Funabashi, Chiba Purpose: Passage Extent: Entire area (total 4,025 square meters) Soil and groundwater contamination exceeding designated standards (e.g., lead, fluoride, arsenic) has been identified on the land, including naturally occurring contaminants. In acquiring the property, NPR commissioned Earth Appraisal Co., Ltd. to conduct a soil contamination risk survey. For the main building: The survey concluded that "no impediments are expected under the current land use. Additionally, as the land and the surrounding area are reclaimed coastal land with no groundwater usage, it is considered that no health risks are posed by exceeding the standards." For the annex: The survey concluded that "no factors related to soil or groundwater contamination were identified during the on-site investigation, and no impediments are expected under the current land use. Additionally, as the land and the surrounding area are reclaimed coastal land with no groundwater usage, it is considered that no health risks are posed by exceeding the standards".

(Note 1) Including the figures of Prologis Park Funabashi 5 (Annex).

The Disposition Properties

M-11 Prologis Park Funabashi 5 (Annex)

Property name		Prologis Park Funabashi 5 (Annex)
Location		6-2 Nishiura 3, Funabashi, Chiba 22-12 Nishiura 3, Funabashi, Chiba
Class of assets		Real estate trust beneficiary interests
Acquisition date		June 13, 2013
Acquisition price		1,500 million yen
Entrustment date		December 22, 2004
Trustee		Sumitomo Mitsui Trust Bank, Limited
Trust maturity date		June 30, 2033
Land	Ownership form	Proprietary
	Land area	7,565.00 m^2
	Zoning	Industrial area
	BCR/FAR	60% / 200%
Building	Ownership form	Proprietary
	Gross floor area	13,015.52 m^2
	Date of construction	January 24, 1990
	Purpose	Warehouse
	Structure/No. of stories	RC, 6-story building
	Property type	Multi-tenant
	PML	9.6%
	Environmental appraisal	-
Engineering Report	Engineering Firm	Earth-Appraisal Co., Ltd.
	Report Date	June 19, 2020
	Emergency and Short-term Repair and Maintenance Expenses	-
	Medium-to-Long term Repair and Maintenance Expenses	340,233 thousand yen / 12 years (28,353 thousand yen / year)
Property manager		Prologis K.K.
Master lessee		Prologis REIT Master Lease GK
Type of master lease		Pass-through type
Collateral		None
Appraisal value		- (Note 1)
Real estate appraiser		JLL Morii Valuation & Advisory KK
Description of tenancy		
	Gross number of tenants	1
	Type of lease agreement	Fixed-term lease agreement
	Name of major tenants	DAIWACORPORATION., Ltd.
	Leased area	12,927.12 m^2
	Leasable area	12,927.12 m^2
	Occupancy rate	100.0%

(Note 1) Prologis Park Funabashi 5 (Annex) is adjacent to the main building and shares driveways within the site, operating as an integrated unit. Therefore, the appraisal value has been obtained for both buildings as a single property.

Summary of the appraisal report

Appraisal value	15,700 million yen
Real estate appraiser	JLL Morii Valuation & Advisory KK
Date of appraisal	November 30, 2024

Item	Detail (million yen, unless otherwise indicated)	Outline
Income approach value	15,700	Estimated based on the DCF method as the standard, with reference to the income value calculated using the direct capitalization method
Direct capitalization method	15,700	
Operating revenues	812	
Total potential revenue	847	Assessed and recorded based on the current lease agreements and past performance data
Loss such as vacancy	35	Assessed based on current occupancy levels and market standards
Operating expenses	204	
Maintenance costs	51	Recorded with reference to current contract terms, past performance, and levels observed in comparable properties
Property management fees		
Utility costs	30	Recorded with reference to past performance data
Repair costs	19	Recorded based on building replacement costs, with reference to levels in comparable properties, engineering reports, and past performance
Tenant solicitation expenses	17	Recorded with reference to past performance data
Property taxes	77	Recorded based on the latest actual figures
Non-life insurance premiums	7	Assessed and recorded with reference to actual amounts observed in comparable properties
Other expenses	0	Recorded based on past performance data
Net operating income	607	
Interest on deposit	3	Assessed by applying an operational yield of 1.0% to the current effective security deposit balance
Capital expenditure	45	Recorded based on building replacement costs, with reference to levels in comparable properties, engineering reports, and past performance data
Net income	566	
Capitalization rate	3.6%	Assessed considering the unique

				characteristics of the property, future uncertainties, and transaction yields of comparable properties
	Discounted cash flow method		15,700	
		Discount rate	3.4%	Assessed based on the yields of financial assets, the unique characteristics of the property, and discount rates for borrowings and equity
		Terminal capitalization rate	3.8%	Assessed based on the capitalization rate, taking into account the transaction market, surrounding area, property conditions, and uncertainties in future projections
Cost method			16,800	
	Proportion of land		78.0%	
	Proportion of building		22.0%	

Other points to be noted for the determination of appraisal value	N/A

(2) JLF and Seller Profile

JLF

Trade name	Japan Logistics Fund, Inc.
Head office address	3-2-1, Nishikanda, Chiyoda-ku, Tokyo
Representative	Executive Director Seiichi Suzuki
Total unit holders' capital	134,721 million yen (As of July 31, 2024)
Major unit holders	Custody Bank of Japan, Ltd.(Trust Acct.), The Master Trust Bank of Japan, Ltd. (Trust Acct.) (As of July 31, 2024)
Major business	Investment management primarily in specified assets as defined in Article 2, Paragraph 1 of the Act on Investment Trusts and Investment Corporations, in accordance with the provisions of the same law
Relationship with NPR and its Asset Manager	There are no special relationships or conflicts of interest.

Seller

Trade name	Ichikawa 2 Special Purpose Company
Head office address	Tokyo Building 2-7-3, Marunouchi, Chiyoda-ku, Tokyo
Representative	Shigeru Inada
Capital	600 thousand yen
Major shareholders	Ichikawa Two Pte. Ltd.
Major business	1. Acquisition, management and disposition of specified assets in accordance with an asset securitization plan based on the requirements of the Act on Securitization of Assets 2. Any and all ancillary businesses pertaining to asset securitization business in connection with the business of other aforementioned specified assets
Relationship with NPR and its Asset Manager	Special purpose company for which Prologis K.K., the parent company of the Asset Manager, provides asset management services and in which affiliates of Prologis K.K. holds an equity interest as a related party

(3) Transactions with Related Parties

The Seller is a special purpose company that will seek to acquire, hold and dispose of trust beneficiary interests and properties in which affiliates of Prologis K.K. invest and for which Prologis K.K., the parent company of the Asset Manager, provides asset management services. This special purpose company is regarded as a Related Party, etc. and Interested Party. Therefore, the Asset Manager has completed the approval process (the Asset Manager has obtained approval from NPR based on the approval of its Board of Directors at a meeting held today) set forth in the "Rules Regarding Related-party Transactions" prior to acquiring the New Property with this related party.

Since the master lessee of the New Property, Prologis REIT Master Lease GK, is a special purpose company of Prologis K.K., the parent company of the Asset Manager, and is regarded as a Related Party, etc. and Interested Party, the Asset Manager has completed the approval process (the Asset Manager has obtained approval from NPR based on the approval of its Board of Directors at a meeting held today) set forth in the "Rules Regarding Related-party Transactions" prior to leasing the New Property to this related party.

Additionally, the Property Manager of the New Property is Prologis K.K., the parent company of the Asset Manager, and is also regarded as a Related Party, etc. and Interested Party. Accordingly, the Asset Manager has completed the approval process (the Asset Manager has obtained approval from NPR based on the approval of its Board of Directors at a meeting held today) set forth in the "Rules Regarding Related-party Transactions" prior to outsourcing the property management services of the New Property to this related party.

5. Status of Seller

Acquisition of properties from specially related parties are described below. The following table indicates (1) company name/name, (2) relationship with the specially related parties and (3) transaction history, reasons, etc.

Property Name (Location)	Previous Owner/Trust Beneficiary	Second Previous Owner/Trust Beneficiary	Third Previous Owner/Trust Beneficiary
	(1), (2), (3) Acquisition (transfer) price Timing of acquisition (transfer)	(1), (2), (3) Acquisition (transfer) price Timing of acquisition (transfer)	(1), (2), (3) Acquisition (transfer) price Timing of acquisition (transfer)
Prologis Park Ichikawa 2 (Location) 1, Takahama, Ichikawa, Chiba 2, Takahama, Ichikawa, Chiba	1. Ichikawa 2 Special Purpose Company 2. Ichikawa 2 Special Purpose Company is a special purpose company within the Prologis Group for which Prologis K.K., the parent company of the Asset Manager, provides asset management services. 3. Development and investment purpose	1. Prologis Ichikawa 2 Y.K. 2. Prologis Ichikawa 2 Y.K. was a company belonging to the Prologis Group, engaged in the sale, purchase, leasing, and brokerage of real estate. However, it merged with Prologis REIT Master Lease GK and was dissolved in 2015. 3. Development and investment purpose	Unrelated party
	Not disclosed (the previous owner /beneficiary of the trust have owned beneficiary interest of the land for more than 1 year) (the previous owner /beneficiary of the trust developed the building)	Not disclosed (the previous owner /beneficiary of the trust have owned beneficiary interest of the land for more than 1 year)	—
	February 2009 (land) October 2009 (date of building completion)	December 2006 (land)	—

6. Overview of Intermediary

There is no intermediary involved in the transaction of the above-mentioned acquisition of the New Property and sale of the Disposition Properties.

7. Future Outlook

Please refer to the press release “Nippon Prologis REIT Revises Forecast for Fiscal Period Ending May 31, 2025 and Fiscal Period Ending November 30, 2025” dated today.

For more information about Nippon Prologis REIT, please visit:
https://www.prologis-reit.co.jp/en/index.html

Real Estate Investment Trust Securities Issuer: Nippon Prologis REIT, Inc. (Code 3283)
Tokyo Building 21F, 2-7-3, Marunouchi, Chiyoda-ku, Tokyo
Executive Director: Satoshi Yamaguchi

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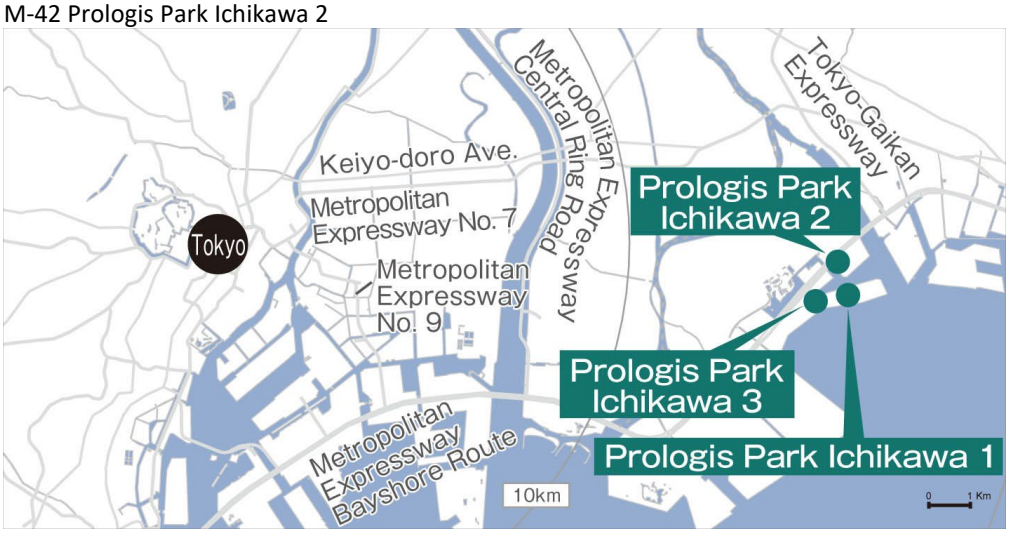
<APPENDIX>

Appendix 1 Surrounding Area Map and Exterior Photograph of the New Property
Appendix 2 Estimated Portfolio List after Completing Acquisition of the New Property and Sale of the Disposition Properties

<APPENDIX>

Appendix 1 Surrounding Area Map and Exterior Photograph of the New Property

M-42 Prologis Park Ichikawa 2





<APPENDIX>

Appendix 2 Estimated Portfolio List after Completing Acquisition of the New Property and Sale of the Disposition Properties

Property number	Property name	Acquisition Price (million yen) (Note 1)	Appraisal Value (million yen) (Note 2)	Investment Ratio (%) (Note 3)
Acquired Assets				
M-01	Prologis Park Ichikawa 1	33,900	49,000	3.5
M-02	Prologis Park Zama 1	27,900	38,700	2.9
M-03	Prologis Park Kawajima	25,600	34,900	2.7
M-04	Prologis Park Osaka 2	25,000	39,700	2.6
M-05	Prologis Park Maishima 3	13,500	19,200	1.4
M-06	Prologis Park Kasugai	12,500	21,600	1.3
M-09	Prologis Park Tokyo-Ohta	29,500	46,100	3.1
M-10	Prologis Park Zama 2	21,900	32,500	2.3
M-12	Prologis Park Narita 1-A&B	8,420	13,300	0.9
M-13	Prologis Park Narita 1-C	4,810	7,210	0.5
M-14	Prologis Park Amagasaki 1	17,600	24,500	1.8
M-15	Prologis Park Amagasaki 2	19,200	26,900	2.0
M-16	Prologis Park Tokyo-Shinkiba	13,600	24,200	1.4
M-17	Prologis Park Yokohama-Tsurumi	13,800	21,800	1.4
M-18	Prologis Park Osaka 4	21,000	32,600	2.2
M-19	Prologis Park Iwanuma	7,113	9,630	0.7
M-20	Prologis Park Kawajima 2	8,180	10,100	0.8
M-21	Prologis Park Kitamoto	12,600	17,000	1.3
M-22	Prologis Park Joso	7,120	7,930	0.7
M-23	Prologis Park Osaka 5	17,600	21,300	1.8
M-24	Prologis Park Narita 3	9,240	12,900	1.0
M-25	Prologis Park Narashino 5	13,600	16,700	1.4
M-26	Prologis Park Ibaraki	38,300	51,700	4.0
M-27	Prologis Park Ichikawa 3	17,000	19,600	1.8
M-28	Prologis Park Narita 1-D	5,260	6,040	0.5
M-29	Prologis Park Yoshimi	21,300	23,500	2.2
M-30	Prologis Park Higashimatsuyama	12,600	13,800	1.3
M-31	Prologis Park Kyotanabe	35,800	43,000	3.7
M-32	Prologis Park Chiba 1	31,000	36,100	3.2
M-33	Prologis Park MFLP Kawagoe (Note 4)	14,800	17,650	1.5
M-34	Prologis Park Chiba New Town	26,300	29,600	2.7
M-35	Prologis Park Chiba 2	15,000	16,900	1.6
M-36	Prologis Park Inagawa 2	33,000	35,800	3.4
M-37	Prologis Park Kobe 5	9,500	10,300	1.0
M-38	Prologis Park Inagawa 1 (Note 4)	27,900	28,750	2.9
M-39	Prologis Park Kobe 3	9,580	9,950	1.0
M-40	Prologis Park Soka	51,400	51,500	5.3
M-41	Prologis Park Yachiyo 1	39,000	39,000	4.0
B-02	Prologis Park Takatsuki	4,410	5,920	0.5
B-03	Prologis Park Tosu 2	3,030	4,860	0.3
B-04	Prologis Park Tosu 4	3,810	6,290	0.4
B-05	Prologis Park Narashino 4	20,000	29,800	2.1

B-06	Prologis Park Ebina	8,250	11,600	0.9
B-07	Prologis Park Kawanishi	13,600	17,000	1.4
B-08	Prologis Park Amagasaki 3	9,090	14,900	0.9
B-09	Prologis Park Kobe	6,410	8,020	0.7
B-10	Prologis Park Sendai Izumi	4,820	6,350	0.5
B-11	Prologis Park Koga 1	7,680	8,890	0.8
B-12	Prologis Park Kobe 2	13,700	16,000	1.4
B-13	Prologis Park Koga 2	3,930	4,320	0.4
B-14	Prologis Park Koga 3	5,440	6,220	0.6
B-15	Prologis Park Tsukuba 1-A	12,900	13,900	1.3
B-16	Prologis Park Sendai Izumi 2	9,250	10,700	1.0
B-17	Prologis Park Kobe 4	5,020	5,760	0.5
B-18	Prologis Park Tsukuba 1-B	13,500	14,700	1.4
B-19	Prologis Park Tsukuba2	20,900	22,300	2.2
B-20	Prologis Park Ebina 2	15,200	17,000	1.6
B-21	Prologis Park Ogori	5,920	6,260	0.6
New Property				
M-42	Prologis Park Ichikawa 2	27,444	28,300	2.8
Total / Average		965,727	1,220,050	100.0

(Note 1) "Acquisition price" indicates the estimated acquisition price after completing acquisition of the New Property and sale of the Disposition Properties in the Exchange Agreement (1), the Exchange Agreement (2) and the Sale and Purchase Agreements, rounded down to the nearest million yen. For Prologis Park Zama 1, the initial acquisition price is stated without accounting for the part of the land which was sold and acquired as of October 3, 2018. For Prologis Park Iwanuma, construction cost, etc. for redevelopment of the building is added to the acquisition price of the land.

(Note 2) The appraisal of each property is delegated to JLL Morii Valuation & Advisory KK, Japan Real Estate Institute or CBRE K.K. "Appraisal value" is represented as of November 30, 2024 (as of September 30, 2024 for Prologis Park Yachiyo 1). For the New Property, the appraisal value indicates the value of the whole building.

(Note 3) "Investment ratio" is the ratio of each acquisition price to the estimated total of acquisition prices after completing acquisition of the New Property and sale of the Disposition Properties in the Exchange Agreement (1), the Exchange Agreement (2) and the Sale and Purchase Agreements, rounded to the nearest tenth. Therefore, the sum of the investment ratio of each property may differ from the Total/Average investment ratio.

(Note 4) The figures for Prologis Park MFLP Kawagoe and Prologis Park Inagawa 1, which we own 50% of co-ownership interest are calculated to account for such partial ownership, respectively.