HEIWA REAL ESTATE REIT, Inc.

May 21, 2026

For Immediate Release

REIT Issuer
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Notice Concerning Determination of Prices, etc. for Issuance of New Investment Units and Secondary Offering of Investment Units

HEIWA REAL ESTATE REIT, Inc. (the "Investment Corporation") announces that it has determined, among others, the issue price and the secondary offer price at a meeting of its Board of Directors held today, in connection with the issuance of new investment units and the secondary offering of investment units resolved at a meeting of its Board of Directors held on May 18, 2026. Details are as follows.

Details

1. Issuance of new investment units through public offering (Primary Offering)

(1)	Number of new investment units to be offered	87,700 units Out of the above number of new investment units to be issued, 27,600 units will be sold to overseas investors in overseas markets, mainly in Europe and Asia (excluding the United States and Canada).	
(2)	Issue price (offer price)	Per unit	132,122 yen
(3)	Total amount of issue price (total offer price)		11,587,099,400 yen
(4)	Amount to be paid in (issue value)	Per unit	127,853 yen
(5)	Total amount to be paid in (total issue value)		11,212,708,100 yen
(6)	Subscription period	May 22, 2026 (Friday)	
(7)	Payment period for deposit in securities	May 22, 2026 (Friday) to May 25, 2026 (Monday)	
(8)	Payment date	June 1, 2026 (Monday)	
(9)	Delivery date	June 2, 2026 (Tuesday)	

Note: The underwriters will purchase and underwrite at the amount to be paid in (issue value) and make the offering at the issue price (offer price).

2. Secondary offering of investment units (Secondary offering through over-allotment)

(1)	Number of investment units to be offered in the secondary offering	4,300 units

Note: This press release has been prepared for the purpose of announcing to the public certain matters relating to the issuance of new investment units and secondary offering of investment units, and has not been prepared for the purpose of soliciting investment.
This press release does not constitute an offer of securities in the United States of America. The securities referred to above have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "Securities Act"). The securities may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act. The securities referred to above will not be publicly offered or sold in the United States.

(2)	Secondary offer price	Per unit	132,122 yen
(3)	Total amount of secondary offer price		568,124,600 yen
(4)	Subscription period	May 22, 2026 (Friday)	
(5)	Payment period for deposit in securities	May 22, 2026 (Friday) to May 25, 2026 (Monday)	
(6)	Delivery date	June 2, 2026 (Tuesday)	

3. Issuance of new investment units through third-party allotment (Third-party allotment)

(1)	Amount to be paid in (issue value)	Per unit	127,853 yen
(2)	Total amount to be paid in (issue value) (maximum)		549,767,900 yen
(3)	Subscription period (Subscription date)	June 22, 2026 (Monday)	
(4)	Payment date	June 23, 2026 (Tuesday)	

Note: Investment units for which no subscription is made during the subscription period (subscription date) set forth in (3) above will not be issued.

【Reference】

1. Calculation of the issue price and secondary offer price

(1)	Calculation reference date	May 21, 2026 (Thursday)
(2)	Unit price (closing price)	139,500 yen
(3)	Discount rate	2.50 %

Note: It is calculated after deducting a projected distribution per investment unit of 3,990 yen (excluding distributions in excess of projected earnings) for the fiscal period ending May 2026 from the closing price of regular transactions of investment units of the Investment Corporation on the Tokyo Stock Exchange as of the calculation reference date.

2. Syndicate cover transaction period

From May 23, 2026 (Saturday) to June 19, 2026 (Friday)

3. Specific use of proceeds

The proceeds in the primary offering (11,212,708,100 yen) will be used to partially fund acquisitions of the specified assets (within the meaning of Article 2, Paragraph 1 of the Act on Investment Trusts and Investment Corporations (Act No. 198 of 1951), as amended. Hereinafter the same shall apply) and part of the repayment of part of loan borrowed on March 2, 2026 which was procured for the purpose of partially funding the acquisition of Nagoya Heiwa Building (quasi-co-ownership interest: 70%) and covering part of associated expenses). The maximum amount (549,767,900 yen) of proceeds from the issuance of new investment units through the third-party allotment resolved on the same day as the primary offering will be used for part of the repayment of borrowings. Remaining balance (if any) will be kept as part of cash reserves to be used for a part of the expenses associated with the acquisition of the specified assets, a part of the expenses necessary for the primary offering and the issuance of new investment units through third-party allotment or a part of future acquisitions of the specified assets.

For details of the specified assets and repayment of loans, please refer to the "Notice Concerning Acquisition of Domestic Assets (HF UENO INARICHO BUILDING, HF KITA JUJO BUILDING, and HF CHIBA FUJIMI BUILDING)" and the "Notice Concerning Early Repayment of Loan" dated May 18, 2026.

Note: The amount to be procured will be deposited into accounts with financial institutions until the expenditure is made.

* Investment Corporation Website: https://www.heiwa-re.co.jp/en/

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