

October 26, 2023

To All Concerned Parties

Real Estate Investment Trust Securities Issuer
1-1-21 Toranomon, Minato-ku, Tokyo
marimo Regional Revitalization REIT, Inc.
Representative: Takashi Kitagata, Executive Director
(Securities Code: 3470)

Asset Manager
Marimo Asset Management Co., Ltd.
Representative: Takashi Kitagata, CEO
Contact: Katsuhiro Shimada, Financial Management Officer
TEL: +81-3-6205-4755

Notice Concerning Additional Acquisition of Domestic Real Estate (Starship Kobe Gakuentoshi)

marimo Regional Revitalization REIT, Inc. (“marimo REIT”) announces that Marimo Asset Management Co., Ltd. (the “Asset Manager”), to which marimo REIT entrusts management of its assets, decided on the additional acquisition (the “Acquisition”) of new land (including structures (stairs) that do not require application for confirmation incidental to the land, hereinafter individually or collectively referred to as the “Land”) for Starship Kobe Gakuentoshi (the “Property”), which is an asset under management of marimo REIT, after receiving approval from the Board of Directors of marimo REIT at a meeting held today.

Marimo Co., Ltd. (“Marimo”), the seller of the asset to be acquired, falls under the category of interested persons, etc. defined in the rules on transactions with interested persons, etc., which are the internal rules set by the Asset Manager. Therefore, the Asset Manager has followed the decision-making procedure specified in the rules on transactions with interested persons, etc. (including approval of the Board of Directors of marimo REIT at a meeting held on October 26, 2023) in conducting the transaction for asset acquisition with Marimo.

1. Outline of the Acquisition

- | | |
|-------------------------------|---|
| (1) Acquired asset: | Domestic real estate (Note 1) |
| (2) Property name: | Starship Kobe Gakuentoshi (Property number: Rp-14) (Note 2) |
| (3) Acquisition price: | 0 yen (Note 3) |
| (4) Planned agreement date: | October 27, 2023 |
| (5) Planned acquisition date: | October 27, 2023 |
| (6) Seller: | Refer to “4. Overview of Seller” below |
| (7) Intermediation: | Not applicable |

(Note 1) marimo REIT plans to acquire the Land as real estate and add it to trust assets on the same day.

(Note 2) “Property number” is the number assigned to the property by combining the asset type classifications of “investment targets” and “investment ratio by region” for the assets acquired by marimo REIT. “Investment targets” are represented by R for residential, C for retail, H for hotel, O for office and L for logistics, while p is for regional and t is for Tokyo metropolitan area.

(Note 3) The price is 0 yen as the Land will be acquired from the seller for free and marimo REIT will not pay any money to the seller as the price for the Land.

2. Reason for the Acquisition

The Land is a strip-shaped land with an area of 59 m² adjacent to the Property, and Marimo, the master lease company of the Property, built the stairs on the Land which it owns in response to a request from the end tenant of the Property. marimo REIT decided to acquire the Land based on the idea that continuous unconditional use of the stairs by the users of the Property will contribute to improvement of the Property’s value after an offer to transfer the Land to marimo REIT for free was made by Marimo in light of the fact that the stairs were built for the use of the Property and that the Land is not used for means other than the installation of the stairs and is unlikely to be used as such even in the future.

marimo REIT believes that it is possible to improve the convenience of the Property by letting residents (students) use the Land for commuting.

marimo REIT judged that the additional acquisition of the Land as part of its growth strategy will contribute to the improvement of its asset value.

3. Details of the Acquired Asset

Trust establishment date		October 27, 2023
Trustee		Mitsubishi UFJ Trust and Banking Corporation
Trust term expiration date		End of March 2032
Location	Land	868-1462 Kozukadaihigashi, Tarumi-ku, Kobe City, Hyogo (Note 1)
	Building	-
	Indication of residential address	-
Use		-
Form of ownership	Land	Proprietorship
	Building	-
Area	Land	59 m ² (Note 2)
	Building	-
Structure		-
Completion date		-
Designer		-
Builder		-
Building conformation agency		-
Appraisal		Appraisal value: 1.9 million yen Date of value: June 1, 2023 Appraisal agency: Japan Valuers Co., Ltd.
Earthquake PML value		-
Collateral		Unsecured/unguaranteed
Notes		-

(Note 1) The lot number stated in the registry for the Land whose additional acquisition has been decided is indicated.

(Note 2) The site area of the Property at the time of the acquisition is 3,385.52 m², and the above area indicates the area to be additionally acquired (site area of the Land). After the Acquisition, the total site area of the Property will be 3,444.52 m².

4. Overview of Seller

(1)	Name	Marimo Co., Ltd.
(2)	Location	1-17-23 Kogokita, Nishi-ku, Hiroshima-shi, Hiroshima
(3)	Name and title of representative	Makoto Fukagawa, President
(4)	Business description	For-sale condominium business and income-producing real estate business
(5)	Capital	100 million yen (as of July 31, 2022)
(6)	Date established	September 1, 1970
(7)	Net assets	21,031 million yen (based on the balance sheet as of July 31, 2022)
(8)	Total assets	102,721 million yen (based on the balance sheet as of July 31, 2022)
(9)	Major shareholders and shareholding ratio	Marimo Holdings, Inc.: 70%, AEON MALL Co., Ltd.: 30%
(10) Relationship between marimo REIT / Asset Manager and the company		
	Capital ties	As of today, the company holds 7.1% (16,866 units) (Note 1) of the number of marimo REIT investment units issued and outstanding. In addition, the company holds a 100% stake in the Asset Manager.
	Personnel ties	As of today, one of the officers and employees of the Asset Manager are seconded from the company.
	Business ties	The company has entered into a sponsor pipeline and support agreement (as amended) with marimo REIT and the Asset Manager. In addition, the company has entered into a master lease agreement and property management agreement with marimo REIT. Disposition of real estate trust beneficiary right to marimo REIT for 520 million yen (Note 2) took place on July 5, 2022, based on a real estate trust beneficiary right sale and purchase agreement entered into with marimo REIT on June 30, 2022, and five properties of its portfolio assets to marimo REIT for 4,697 million yen (total acquisition price) (Note 2) took place on January 19, 2023, based on a real estate trust beneficiary right sale and purchase agreement entered into with marimo REIT on August 26, 2022, and January 4, 2023.
	Concerning related parties	The company is a parent company of the Asset Manager and falls under the category of related parties. In addition, as described above, the company falls under the category of interested persons, etc. defined in the Investment Trusts Act. The company also falls under the category of interested persons, etc. defined in the rules on transactions with interested persons, etc., which are the internal rules set by the Asset Manager. Therefore, the Asset Manager has followed the decision-making procedure specified in the rules on transactions with interested persons, etc. in conducting the transaction for asset acquisition.

(Note 1) The ratio of the number of investment units owned as of the end of June 2023 to the total number of investment units issued and outstanding (237,225 units) is indicated.

(Note 2) Acquisition price indicates the purchase price of the real estate trust beneficiary right stated in the trust beneficiary right sale and purchase agreement (excluding consumption tax, local consumption tax and other miscellaneous expenses such as broker's commissions) for the acquired assets.

5. Information on Property Acquirers, Etc.

Status of property acquisition, etc. from interested persons, etc. of marimo REIT, special purpose companies (subsidiaries) of which decision-making bodies are controlled by the interested persons, etc. and other persons with special relationship (the “Persons of Special Interest”) is as follows (①: Name of the company or name of the person, ②: Relationship with Persons of Special Interest, ③: Acquisition particulars and reason).

Property name (Location)	Previous owner or trust beneficiary	Second previous owner or trust beneficiary
	①, ②, ③ Acquisition (transfer) price Acquisition (transfer) timing	①, ②, ③ Acquisition (transfer) price Acquisition (transfer) timing
Starship Kobe Gakuentoshi	① Marimo Co., Ltd. ② Parent company of the Asset Manager ③ Improvement of asset value	Other than Persons of Special Interest
	1 million yen (non-taxable as the target of acquisition is land)	-
	July 2022	-

6. Transactions with Interested Persons, Etc.

Marimo, the parent company of the Asset Manager, will be the seller of the Land and entrusted with master lease management for the Property including the Land. Marimo falls under the category of interested persons, etc. defined in Article 201 of the Investment Trusts Act and Article 123 of the Order for Enforcement of the Act on Investment Trusts and Investment Corporations as well as the category of interested persons, etc. defined in the rules on transactions with interested persons, etc., which are the internal rules set by the Asset Manager. Therefore, the Asset Manager has followed the procedures specified in the rules on transactions with interested persons, etc. (including consent based on approval of the Board of Directors of marimo REIT at a meeting held on October 26, 2023) in conducting the transaction for acquisition of and concluding the agreement on the Land with Marimo and, associated with the acquisition of the Land, changing the master lease agreement of the Property (the “Master Lease Agreement”) and the property management agreement with marimo REIT, the Asset Manager, Marimo and two other companies as the parties concerned.

7. Settlement Method

marimo REIT and Marimo have concluded an agreement on , 2023 to transfer the land for free, and marimo REIT is scheduled to acquire the ownership of the Land on October 27, 2023, based on such agreement. marimo REIT will not pay the price for the Land to Marimo. Furthermore, marimo REIT plans to add the Land to trust assets through the trustee on the same day.

8. Future Outlook

The Land is scheduled to be leased to Marimo by the trustee together with the Property based on the Master Lease Agreement on the same day as the planned acquisition date. However, as there is no change to the total rent in the Master Lease Agreement, the impact of the Acquisition on the business performance is minimal and there is no change to the operating forecasts in “(REIT) Financial Report for the Fiscal Period Ended June 2023” dated August 17, 2023.

9. Other

For other overviews of the Property, please refer to “Notice Concerning Acquisition of Domestic Real Estate Trust Beneficiary Rights and Accompanying Commencement of Leasing” dated January 4, 2022.

<Attached Materials>

Reference Material 1 Local Photo

* Website of marimo REIT: <https://www.marimo-reit.co.jp/en/>

Reference Material 1 Local Photo

Photo of entire property after completion



Portion to be acquired (within )

