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For Immediate Release

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### **Notice Concerning Obtaining of the Right-of-First-Look**

GLP Japan Advisors Inc. (hereinafter “GLPJA”), to which GLP J-REIT entrusts management of its assets, obtained a Right-of-First-Look (hereinafter “RoFL”) of five properties (hereinafter “Assets”) listed below. GLPJA had submitted a Letter of Intent (hereinafter “Letter of Intent”) described below to Blue Logistics 1 Real Estate Sales GK and Blue Logistics 2 Real Estate Sales GK (hereinafter collectively “Bridge SPCs”) on December 26, 2018 and had obtained agreement from the Bridge SPCs on the obligations of RoFL and other obligations for the acquisition of Assets. GLPJA hereby announces that Bridge SPCs have completed the acquisition of Assets, to which RoFL applies, as of January 31, 2019.

As a result of obtaining of RoFL, GLPJA will

1. Obtain RoFL for Assets, initially developed by GLP Group
2. Have the option not to exercise RoFL depending on the market environment in the future
3. Be able to control the timing and number of Assets to acquire during the period of RoFL by leveraging the bridge scheme, if GLPJA decides to acquire Assets
4. RoFL can be used for the acquisition of Assets not only by GLP J-REIT but also by successor Bridge SPCs other than GLP J-REIT

#### 1. Outline of Letter of Intent

- |                                       |  |
|---------------------------------------|--|
| (1) Contractor:                       | Blue Logistics 1 Real Estate Sales GK (hereinafter “BL1”) and Blue Logistics 2 Real Estate Sales GK (hereinafter “BL2”)  |
| (2) Property name:                    | GLP Zama and GLP Kashiwa II (owned by BL1),<br>GLP Sayama Hidaka I, GLP Sayama Hidaka II and GLP Kawajima (owned by BL2)   |
| (3) Effective period of RoFL          | By the end of January 2021 (hereinafter “RoFL period”)   |
| (4) Major obligations of Bridge SPCs: | (i) Until the end of RoFL period, Bridge SPCs shall not sell or dispose Assets to any third party, other than GLP J-REIT or any other entity (including its successor Bridge SPCs (Note 1)) (hereinafter “Buyer”) designated by GLPJA, nor provide any information to or engage in any negotiation of a contract or any other preparation with.<br>(ii) This Letter of Intent is not a sale and purchase agreement, and does not have any other legally binding effect than Bridge SPCs’ RoFL and prior consultation obligations with GLPJA. |

(Note 1) Successor Bridge SPCs refer to SPCs with which GLPJA has RoFL over their owned assets.

## 2. Background and reason for obtaining of RoFL

Obtaining of RoFL for Assets is aimed at taking an opportunity to acquire modern logistics facilities that are able to produce steady income pursuant to GLP J-REIT's objective of implementing asset management with the aim of securing steady income over the medium- to long-term and steady growth of GLP J-REIT's asset value.

Assets are the properties developed and operated by GLP Group (Note 1), the sponsor of GLP J-REIT, through its development fund. As needed, GLPJA has been negotiating with the sponsor on acquiring assets owned by the development funds. However, considering the market environments and other factors including J-REIT investment unit price, GLPJA decided, as the best option available at present, to adopt the scheme in which Bridge SPCs, whose private equity placement is arranged by Mizuho Securities Co., Ltd., will temporarily own Assets and GLP J-REIT obtains RoFL, instead of the immediate direct acquisition.

GLPJA will be able to exercise its RoFL to acquire all or part of Assets at any time by January 31, 2021 on which RoFL period expires, taking into consideration the market environments and other factors including J-REIT investment unit price at the timing of the decision. However, GLPJA will have the option not to acquire any of Assets with RoFL or to acquire Assets through successor Bridge SPCs.

The acquisition prices of Assets from Bridge SPCs are expected to decline generally in proportion to their respective holding periods by Bridge SPCs (Note 2) (Note 3).

GLP J-REIT will position this strategy, calling it Optimal Takeout Arrangement (hereinafter "OTA"), as one of the GLP J-REIT's strategic bridge structures to secure acquisition opportunities of high-quality assets. Regarding this OTA, GLP J-REIT's main purpose is not only the decrease of the acquisition price, but also the flexibility of the acquisition timing.

OTA adopted this time is different from OTA scheme described in the "Notice of Signing of Sales and Purchase Contract concerning Acquisition of Assets" on August 29, 2017, because of OTA this time is only the obtaining of RoFL without entering a sales and purchase contract to acquire Assets. Therefore, it does not constitute a forward commitment (contract for sale or purchase at a later date, being contracts and the like for the settlement and transfer of goods not less than one month after the signing of the contract) as defined in the Comprehensive Guidelines for Supervision of Financial Instruments Business Operators, etc. set by the Financial Services Agency.

GLP J-REIT will further strengthen its highly-competitive portfolio and consider structure such as OTA.

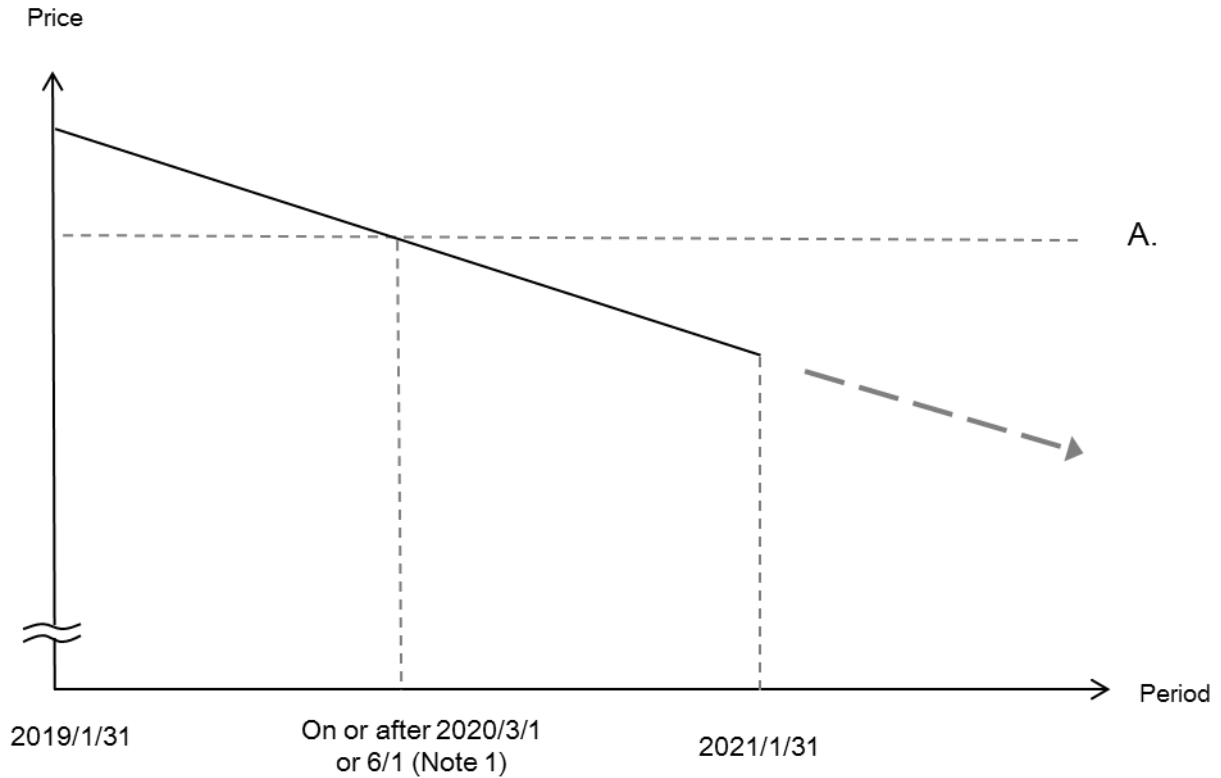
(Note 1) "GLP Group" presents GLP Pte. Ltd., the parent company of the sponsor of GLP J-REIT, (hereinafter "GLP") and its group companies.

(Note 2) The asking price for Assets is the price calculated based on the revenue expected to be gained by Bridge SPCs from each of Assets and reasonable costs necessary to operate Bridge SPCs (such as asset management fees, trust fees, administration expenses, interests, dividends to investors) during the period from the acquisition of Assets by Bridge SPCs to the acquisition of Assets by Buyer.

As shown in <Reference> chart showing how the asking price for Assets is to be reduced, the asking price of Assets is expected to be generally reduced in proportion to the length of Bridge SPC's ownership period.

(Note 3) The acquisition of Assets will be completed upon all necessary due diligence and GLPJA and GLP J-REIT will make decisions based on internal regulations. Moreover, neither GLPJA nor GLP J-REIT pay any compensation for obtaining of RoFL.

<Reference> Chart showing how the asking price for Assets is to be reduced



A. Acquisition prices paid by Bridge SPCs to GLP Group on January 31, 2019

(Note 1) The asking price from Bridge SPCs as of or after March 1, 2020 for the assets owned by BL1 and June 1, 2020 for the assets owned by BL2, is expected to be lower than the respective prices paid by Bridge SPCs.

(Note 2) The diagram above outlines, for reference, how the asking price is to be reduced in proportion to the length of Bridge SPCs' ownership period (until the time of acquisition by Buyer) once GLPJA decides to exercise RoFL based on the asking price described in Letter of Intent. Also, as the actual acquisition price will vary in accordance with the amount of the lease revenues that Bridge SPCs obtained from Assets or the negotiation with Bridge SPCs based on the interest rate trends, etc, and may differ from the diagram shown above.

### 3. Outline of Assets

#### GLP Zama

Property name		GLP Zama
Type of special asset		Real estate trust beneficiary rights
Land	Location	2-10-10 Hironodai, Zama, Kanagawa
	Land area	58,862.02 sqm
Building	Date constructed	June 15, 2015
	Gross floor area	124,392.68 sqm

#### GLP Kashiwa II

Property name		GLP Kashiwa II
Type of Special Asset		Real estate trust beneficiary rights
Land	Location	2-18-6 Oshimata, Kashiwa, Chiba
	Land area	17,440.06 sqm
Building	Date constructed	January 10, 2017
	Gross floor area	32,493.87 sqm

#### GLP Sayama Hidaka I

Property name		GLP Sayama Hidaka I
Type of special asset		Real estate trust beneficiary rights
Land	Location	473-2 Shin Uehara, Tagi, Hidaka, Saitama, and others (Lot number)
	Land area	23,327.46 sqm
Building	Date constructed	December 3, 2015
	Gross floor area	39,209.78 sqm

#### GLP Sayama Hidaka II

Property name		GLP Sayama Hidaka II
Type of special asset		Real estate trust beneficiary rights
Land	Location	788-1 Myogasawa, Kamikayama, Hidaka, Saitama, and others (Lot number)
	Land area	43,218.00 sqm
Building	Date constructed	September 5, 2016
	Gross floor area	77,501.10 sqm

#### GLP Kawajima

Property name		GLP Kawajima
Type of special asset		Real estate trust beneficiary rights
Land	Location	3001 Mishima, Kami Igusa, Kawajima-machi, Hiki-gun, Saitama (Lot number)
	Land area	26,857.45 sqm
Building	Date constructed	March 15, 2017
	Gross floor area	45,310.28 sqm

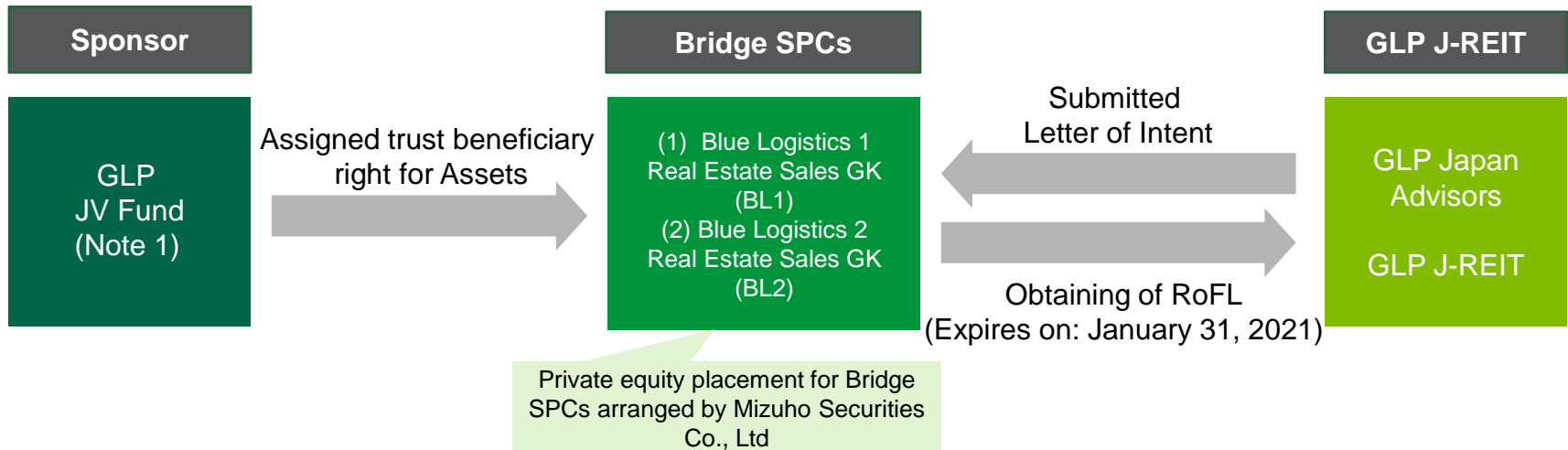
### 4. Future outlook

There is no impact from the obtaining of RoFL on GLP J-REIT's operation nor on the forecast for the dividend payments.

\*GLP J-REIT website address: <https://www.glpjreit.com/english>

## Obtained RoFL for the five assets from GLP JV Fund Pipeline

### Outline of this OTA Scheme



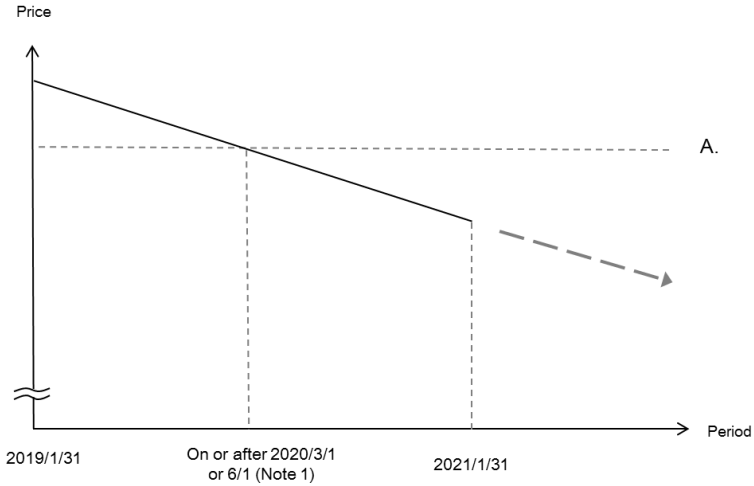
High quality assets can be acquired with controlling the timing and the number of assets flexibly, considering the financing environments, while enjoying the effect of decrease in acquisition prices

### Effects of obtaining RoFL

- Secure the opportunity to acquire high quality assets from GLP JV Fund
- Intended to decrease the future acquisition prices over the period owned by Bridge SPCs
- Obtains RoFL for each of Assets, which gives GLPJA to opportunities to acquire Assets at any time during RoFL period
- RoFL does not incur any obligation to acquire Assets by GLP J-REIT

(Note 1) GLP JV Fund is a joint fund formed by Sponsor and a third party for the purpose of developing logistics facilities. GLP J-REIT does not have RoFL on the properties owned by GLP JV Fund.

**Chart showing how the asking price for Assets is to be reduced**



A. Acquisition prices paid by Bridge SPCs to GLP Group on January 31, 2019

(Note 1) The asking price from Bridge SPCs as of or after March 1, 2020 for the assets owned by BL1 and June 1, 2020 for the assets owned by BL2, is expected to be lower than the respective prices paid by Bridge SPCs.  
 (Note 2) The diagram above outlines, for reference, how the asking price is to be reduced in proportion to the length of Bridge SPCs' ownership period (until the time of acquisition by the Buyer) once GLPJA decides to exercise RoFL based on the asking price described in Letter of Intent. Also, as the actual acquisition price will vary in accordance with the amount of the lease revenues that Bridge SPCs obtained from Assets or the negotiation with Bridge SPCs based on the interest rate trends, etc, and may differ from the diagram shown above.

**Outline of RoFL**

Regarding the asking price	The asking price for Assets is the price calculated based on the revenue expected to be gained by Bridge SPCs from each of Assets and reasonable costs necessary to operate Bridge SPCs during the period from the acquisition of Assets by Bridge SPCs to the acquisition of Assets by Buyer. The acquisition price of Assets is expected to be generally reduced in proportion to the length of Bridge SPC's ownership period.
RoFL Period	<ol style="list-style-type: none"> <li>Expires on January 31, 2021</li> <li>GLP J-REIT can acquire Assets at any time during RoFL period</li> </ol>
Other important information	The buyer of Assets is GLP J-REIT or any other entity designated by GLP Japan Advisors Inc. (including its successor Bridge SPCs (Note 1))

(Note 1) \*A successor Bridge SPCs refer to SPCs with which GLPJA has RoFL over their owned assets.

**-Obtain RoFL for high quality Assets with location advantage, developed by GLP Group**  
**-GLP Group will continue to provide with property management to Assets**

