

April 19, 2023

To All Concerned Parties

Issuer of Real Estate Investment Trust Securities:
Nippon Accommodations Fund Inc.
Takashi Ikeda, Executive Director
(TSE Code: 3226)
Investment Trust Management Company:
Mitsui Fudosan Accommodations Fund
Management Co., Ltd.
Hiroshi Kojima, President and CEO
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Notification of Amendments to Articles of Incorporation and Election of Directors

This is a notification that at the Board of Directors' meeting today, Nippon Accommodations Fund Inc. ("NAF") resolved that the following amendments to the Articles of Incorporation and election of directors will be put up for discussion at the Eleventh General Meeting of Unitholders planned for May 16, 2023.

The following items shall become effective upon their resolution and approval at said General Meeting of Unitholders.

1. Summary of and Reasons for the Amendments to the Articles of Incorporation

- (1) With the amended provisions prescribed in Item 3 of the Supplementary Provisions of the Act on Arrangement of Relevant Acts Incidental to the Enforcement of the Act Partially Amending the Companies Act (Act No. 71 of 2019) coming into effect on September 1, 2022, newly establish related provisions to provide to the effect that measures for electronic provision are taken for the information contained in reference documents for a general meeting of unitholders and other documents and that, of the matters for which measures for electronic provision are taken for the information contained in reference documents for a general meeting of unitholders and other documents, the scope of matters to be included in the documents to be delivered to the unitholders who have requested delivery of the documents be in paper format may be limited to the scope prescribed in the Regulation for Enforcement of the Act on Investment Trusts and Investment Corporations (Order of the Prime Minister's Office No. 129 of 2000) (proposed amendment of Article 9-2).
- (2) NAF provides in Article 14 of the current Articles of Incorporation, pursuant to Article 93, Paragraph 1 of the Act on Investment Trusts and Investment Corporations, to the effect that any unitholder who does not attend a general meeting of unitholders and does not exercise his/her voting rights shall be deemed to be in favor of any proposal submitted to such general meeting of unitholders (provided, however, that in cases where two or more proposals are submitted and any such proposal is in conflict with another proposal, both of such proposals shall be excluded from such deemed approval) (so-called deemed approval system).

However, for proposals that could have substantial impact on the interests of unitholders, the investment corporation's governance structure, etc. for which submission of conflicting proposals at a general meeting of unitholders is difficult by nature, in order to more directly reflect the intent of the unitholders who have actually exercised their voting rights, amend the Articles of Incorporation to provide for matters for which the deemed approval system prescribed in Article 14 of the current Articles of Incorporation and Article 93, Paragraph 1 of the Act on Investment Trusts and Investment Corporations does not apply (proposed amendment of Article 14, Paragraph 3).

- (3) In line with the method of fair value measurement for securities and rights pertaining to derivatives transactions changing with events, including the announcement of Accounting Standards Board of Japan (ASBJ) Statement No. 30 “Accounting Standard for Fair Value Measurement” and ASBJ Statement No. 10 “Accounting Standard for Financial Instruments” (including related newly established or revised accounting standards, guidance, etc.), amend the related provisions (proposed amendment of Article 32, Paragraph 1).

2. Election of Directors

Requests have been received to resign for adjustment of the terms of office from one Executive Director (Takashi Ikeda) and two Supervisory Directors (Mika Etoh and Eiki Enomoto) and to resign upon the closing of the General Meeting of Unitholders from one Supervisory Director (Mitsutoshi Masuda). Accordingly, NAF proposes that one Executive Director and three Supervisory Directors be elected at the General Meeting of Unitholders planned for May 16, 2023.

In addition, a proposal will be submitted for the election of two Substitute Executive Directors in case the Executive Director of NAF vacates his or her position.

(1) Executive Director Candidate

Takashi Ikeda (in-service)

(2) Substitute Executive Director Candidates

Hiroshi Kojima (Note 1)

Tetsuji Kawakami (Note 2)

(3) Supervisory Director Candidates

Mika Etoh (in-service)

Eiki Enomoto (in-service)

Seiji Iwatani (newly elected)

(Note 1) Hiroshi Kojima, the above candidate for Substitute Executive Director, is President and CEO of Mitsui Fudosan Accommodations Fund Management Co., Ltd. with which NAF has concluded a REIT Management Agreement and General Administrative Service Agreement.

(Note 2) Tetsuji Kawakami, the above candidate for Substitute Executive Director, is CFO and Director of Mitsui Fudosan Accommodations Fund Management Co., Ltd. with which NAF has concluded a REIT Management Agreement and General Administrative Service Agreement.

3. Scheduled Dates of Meetings, Etc.

April 19, 2023	Board of Directors' meeting to approve agenda to be presented to the Eleventh General Meeting of Unitholders
April 26, 2023	Dispatch of “Notice of the Eleventh General Meeting of Unitholders” (scheduled)
May 16, 2023	Eleventh General Meeting of Unitholders (scheduled)

* NAF's website: <https://www.naf-r.jp/english/>

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