



March 15, 2024

For Immediate Release

Real Estate Investment Trust Securities Issuer:
Comforia Residential REIT, Inc
21-1 Dogenzaka 1-chome, Shibuya-ku, Tokyo
Kentaro Yoshikawa
Executive Director
(TSE Code: 3282)

Asset Management Company:
TLC REIT Management Inc.
Akira Kubo
President & CEO

Inquiries:
Daisuke Kawauchi
General Manager of Strategy Department
Comforia Management Division
(TEL: +81-3-6455-3388)

Notice of Amendments of the Articles of Incorporation and Appointment of Directors

Comforia Residential REIT, Inc (“CRR”) announces that CRR’s Board of Directors resolved at its meeting held today to place the following proposals for amendments of the Articles of Incorporation and appointing directors on the agenda of the 8th General Meeting of Unitholders scheduled on April 23, 2024. Details are as follows.

For your information, the agenda items explained below shall take effect with its approval by the General Meeting of Unitholders stated above.

1. Main Points of Amendments of the Articles of Incorporation and Reasons

- (1) As the amended provisions prescribed in Item 3 of the Supplementary Provisions of the “Act on Arrangement of Relevant Acts Incidental to Enforcement of the Act Partially Amending the Companies Act”(Act No. 71 of 2019) came into effect on September 1, 2022, the Articles of Incorporation are deemed to have been amended to take measures to provide reference documents, etc. for unitholders’ meetings electronically as of the same date. In order to clarify this point, a provision will be established in the Articles of Incorporation providing such electronic provision measures (related to Article 9, Paragraph 6 of the proposed amendment to the Articles of Incorporation). In addition, in accordance with the introduction of the electronic provision measures, a related provision will be newly established to allow matters prescribed by the Ordinance for Enforcement of the Act on Investment Trusts and Investment Corporations (Order of the Prime Minister’s Office No. 129 of 2000. Including subsequent amendments) out of the matters for which electronic provision measures are taken to be not stated in the document to be delivered to unitholders who have requested delivery of the document in paper format (related to Article 9, Paragraph 7 of the proposed amendment to the Article of Incorporation).
- (2) In preparing the minutes of the General Meeting of Unitholders, relevant provisions are to be amended to allow electronic signatures on the minutes, for the purpose of improving administrative efficiency and rationalization, as well as establishing a flexible management system (related to Article 15, Paragraph 3 of the proposed amendment to the Articles of Incorporation).
- (3) In preparing the minutes of the Board of Directors’ Meeting, relevant provisions are to be amended to

allow electronic signatures on the minutes, for the purpose of improving administrative efficiency and rationalization, as well as establishing a flexible management system (related to Article 21, Paragraph 2 of the proposed amendment to the Articles of Incorporation).

- (4) In accordance with the amendment to the “Act on Investment Trusts and Investment Corporations” (Act No. 198 of 1950. Including subsequent amendments) and “Ordinance on Accountings of Investment Corporations” (Cabinet Office Order No. 47 of 2006. Including subsequent amendments) that prescribed the definition of “total amount of investment and surplus”, the same definition will be stipulated in the Articles of Incorporation (related to Article 33, Paragraph 1, Pillar and Article 35, paragraph 1, item 1 of the proposed amendment to the Articles of Incorporation).

2. Appointment of Directors

CRR shall appoint one executive director (Takashi Sakamoto), and two supervisory directors (Masamichi Ohshima and Aki Sadahiro) because the terms of office for executive director Kentaro Yoshikawa and supervisory directors Koji Yamamoto and Masamichi Ohshima will expire on May 31, 2024.

In addition to their reappointment, CRR shall request the appointment of two substitute executive directors (Kentaro Yoshikawa and Shogo Monma) and one substitute supervisory director (Hiroko Chiba) to prepare for cases wherein an executive director or a supervisory director is absent or the number of executive directors or supervisory directors falls short of a quorum prescribed in laws.

3. Schedule of General Meeting of Unitholders, etc.

March 15, 2024: Board of Directors resolution related to proposals submission to the 8th General Meeting of Unitholders

April 1, 2024: Delivery of the convocation notice for the 8th General Meeting of Unitholders (scheduled)

April 23, 2024: Hosting of the 8th General Meeting of Unitholders (scheduled)

*Website of CRR: <https://www.comforia-reit.co.jp/en/>