

Semi-Annual Report

First Half of 2021

(40th Period – January to June 2021)

Including AIFMD Article 23 Information

Nippon Building Fund Inc.

Contents

Performance Results.....	1
Overview of Performance and Distribution.....	1
Summary of Selected Financial Date	2
Management’s Discussion and Analysis	4
Finacial Statements.....	19
Notes to Finacial Statements	23
Independent Autidor’s Report	41
Response to Article 23 of the European Alternative Investment Fund Managers Directive.....	44

Note regarding the European Alternative Investment Fund Managers Directive (European Directive 2011/61/EU)

This report, which has been prepared to comply with Article 22 of the European Alternative Investment Fund Managers Directive (European Directive 2011/61/EU), or the AIFMD, also includes certain information required under Article 23 of the AIFMD. Such information required under Article 23 of the AIFMD is included in the Article 23 portion of this report starting on page 44 of this report.

Performance Results:

NBF has conducted asset management in accordance with its basic policy of “aim to achieve steady growth of assets under management and secure stable profits on a mid- to long-term basis.”

During the fiscal period under review, NBF acquired “Shinjuku Mitsui Bldg.” (real property, acquisition price: ¥170 billion) and “GranTokyo South Tower” (real property, acquisition price: ¥47 billion) in January 2021, and additionally acquired 40% co-ownership of “Ueno East Tower” (real property, acquisition price: ¥13.4 billion), a property it already owns, in March 2021 by utilizing its sponsor pipeline under an environment in which acquisition of prime properties is difficult. In addition, it disposed “NBF Minami-Aoyama Bldg.” (real property, disposition price: ¥31.6 billion) and 50% co-ownership of NBF Shinkawa Bldg. (East Building and Maison New River) (real property, disposition price: ¥5.95 billion) in March 2021 to press ahead with a review its portfolio.

With respect to the existing portfolio, although the level of occupancy rates has entered a correction phase, revenues from the rental business have remained stable as a result of accurate understanding of market trends, appropriate and flexible leasing activities, maintenance of favorable relationships with tenants and measures for continuous rent increase upon renewal of contracts. In addition, NBF has also put forth efforts to reduce costs by properly allocating the timing and cost of renovation/construction while striving to enhance competitiveness of properties by carrying out strategic and rightly focused additional investment.

NBF also promotes ESG initiatives. During the fiscal period under review, NBF announced support for Task Force on Climate-related Financial Disclosures (TCFD) and newly set a reduction target for CO₂ emissions (intensity).

Overview of Performance and Distribution:

As the result of above explained operations, NBF's performance results during the period under review consisted of operating revenues of ¥46,213 million (an increase of ¥4,465 million, or 10.7%, compared with the previous period), operating income from leasing activities of ¥23,473 million (an increase of ¥4,335 million, or 22.7%, compared with the previous period), operating income after asset management, custody and agent fees, etc. of ¥22,778 million (an increase of ¥4,066 million, or 21.7% compared with the previous period), ordinary income of ¥21,428 million (an increase of ¥4,154 million, or 24.0%, compared with the previous period), and net income of ¥21,427 million (an increase of ¥4,154 million, or 24.0%, compared with the previous period).

In accordance with the distribution policy prescribed in its Articles of Incorporation, NBF decided to distribute ¥19,307 million, the entire amount arrived at by deducting provision of reserve for advanced depreciation (¥2,119 million) from retained earnings (¥21,427 million), so that it will be able to deduct the maximum amount of cash distribution of profit from its taxable income through the application of preferential tax measures to investment corporations (Article 67-15 of the Act on Special Measures Concerning Taxation). As a result, the distribution per unit was ¥11,684 (an increase of ¥684, or 6.2% compared with the previous period).

Summary of Selected Financial Data

		40th Period from January 1, 2021 to June 30, 2021	39th Period from July 1, 2020 to December 31, 2020	38th Period from January 1, 2020 to June 30, 2020	40th Period from January 1, 2021 to June 30, 2021
		Yen in millions, except per unit data or where otherwise indicated (Note 1)			U.S. dollars in thousands except per unit data (Note 1, 2)
Operating revenues	Note 3	¥ 46,213	¥ 41,747	¥ 38,591	\$416,152
Revenues from property leasing		44,688	40,359	38,591	402,421
Gains on sales of real estate properties		1,524	1,388	—	13,730
Operating expenses		23,435	23,035	21,830	211,031
Rental expenses		21,215	21,220	20,166	191,045
Losses on sales of real estate properties		38	—	—	342
Ordinary income		21,428	17,274	15,513	192,961
Net income	(a)	21,427	17,273	15,512	192,953
Funds from operations	Note 4	27,340	23,066	22,680	246,197
Net operating income from property leasing activities	Note 4	30,872	26,319	25,592	278,007
Total amount of cash distribution	(b)	19,307	18,177	15,512	173,865
Depreciation and amortization		7,399	7,181	7,167	66,631
Capital expenditures		6,777	5,971	4,973	61,030
Total assets	(c)	1,305,388	1,197,435	1,044,475	11,754,963
Interest-bearing debt		550,500	459,500	435,500	4,957,226
Net assets	(d)	669,870	666,620	541,940	6,032,155
Total number of units issued (Units)	(e)	1,652,500	1,652,500	1,412,000	
Net assets per unit (Yen/\$)	(d) / (e)	405,368	403,401	383,810	3,650
Distribution per unit (Yen/\$)	(b) / (e)	11,684	11,000	10,986	105
Funds from operations per unit (Yen/\$)	Note 4	16,544	15,388	16,062	148
ROA	Note 4	1.7%	1.5%	1.5%	
(Annual rate)		(3.4%)	(3.1%)	(3.0%)	
ROE	Note 4	3.2%	2.9%	2.9%	
(Annual rate)		(6.4%)	(5.7%)	(5.7%)	
Loan to value (LTV)	Note 4	42.2%	38.4%	41.7%	
Capital ratio	(d) / (c)	51.3%	55.7%	51.9%	
Payout ratio	(b) / (a), Note 5	90.1%	105.2%	100.0%	
Number of days		181	184	182	
Number of real estate properties	Note 6	75	74	71	
Number of tenants	Note 6	1,606	1,551	1,464	
Total rentable area (m ²)		1,216,543	1,106,692	1,082,105	
Occupancy rate (Average)	Note 6	97.8%	98.8%	99.4%	

Notes: 1. From the current period, the amounts of yen in the annual report are rounded down to the nearest million yen.

- Accordingly, the past figures are changed to the same way. The amounts of U.S. dollar are rounded after the decimal.
2. U.S. dollar amounts are translated from yen, for convenience only, at the rate of ¥111.05 = U.S. \$1.00, the approximate exchange rate on June 30, 2021.
 3. Operating revenues do not include consumption tax.
 4. All valuations are calculated through the following formulas. The figures in parentheses after ROA and ROE are annualized based on the six-month figures for the period.
 Funds from operations: Net income (excluding Gains and Losses on sales of real estate properties) + Depreciation and amortization
 Net operating income from property leasing activities: (Revenue from property leasing – Rental expenses) + Depreciation and amortization
 Funds from operations per unit: (Net income (excluding Gains and Losses on Sales of real estate Properties) + Depreciation and amortization) / Weighted average number of units issued and outstanding during the period
 ROA: Ordinary income / (Initial total assets + Total assets at end of period) ÷ 2
 ROE: Net income / (Initial net assets + Net assets at end of period) ÷ 2
 LTV: Interest-bearing debt / Total assets
 5. Payout ratio figures are calculated to one decimal place only.
 6. Number of real estate properties means units generally perceived to be one office building. Number of tenants means gross number of tenants by building. Occupancy rate, end-tenant basis, is the weighted average of month-end occupancy rate on a floor space basis.

Management's Discussion and Analysis

1. Distribution for the Current Period

Distribution per unit for the current period was ¥11,684. NBF expects to distribute almost all retained earnings at the current period end remaining after deducting the amount appropriated to the reserve for advanced depreciation of replacing specified assets as stipulated in Article 65-7 of the Act on Special Measures Concerning Taxation to be eligible for special tax treatment (Article 67-15 of the Act on Special Measures Concerning Taxation) that allows NBF to deduct its cash dividends of profits from taxable income.

	For the six months ended June 30, 2021	For the six months ended December 31, 2020	For the six months ended June 30, 2020
(Yen in thousands, except per unit amounts)			
Retained earnings	¥21,427,535	¥17,274,285	¥15,513,000
Undistributed earnings	—	—	768
Transfer to reserve for reduction entry	2,119,725	—	—
Reversal of reserve for reduction entry	—	903,214	—
Total cash distribution	19,307,810	18,177,500	15,512,232
(Cash distribution per unit)	11,684	11,000	10,986
Distribution of accumulated earnings	19,307,810	18,177,500	15,512,232
(Distribution of accumulated earnings per unit)	11,684	11,000	10,986
Cash distribution in excess of accumulated earnings	—	—	—
(Per unit)	—	—	—

Notes:

1. Above cash distributions were paid after the period end.

2. Changes in Assets, Liabilities and Net Assets

Assets

As of June 30, 2021, total assets increased by ¥107,953 million to ¥1,305,388 million compared with December 31, 2020. Return on average total assets (ROA) for the six months ended June 30, 2021 increased to 1.7 percent from 1.5 percent for the previous six-month period.

Current assets decreased by ¥89,580 million to ¥45,324 million compared with December 31, 2020. Real estate properties increased by ¥197,536 million to ¥1,215,913 million compared with December 31, 2020. Intangible assets decreased by ¥20 million to ¥35,786 million compared with December 31, 2020.

Liabilities

Current liabilities decreased by ¥19,529 million to ¥40,577 million compared with December 31, 2020, primarily because of a decrease in Short-term loans and Long-term debt due within one year compared with

December 31, 2020.

Long-term debt increased by ¥111,000 million to ¥525,500 million compared with December 31, 2020.

As a result, total interest-bearing liabilities increased by ¥91,000 million to ¥550,500 million compared with December 31, 2020. The ratio of long-term debt (for which the redemption period at the time of contract or issuance is more than one year) to total interest-bearing liabilities was 100 percent same as for the previous six-month period.

The loan-to-value ratio, calculated as the ratio of interest-bearing liabilities to total assets, increased to 42.2 percent as of June 30, 2021 from 38.4 percent as of December 31, 2020.

Notes:

1. Interest-bearing liabilities mean "Short-term loans", "Long-term debt due within one year" and "Long-term Debt".

Net assets

Net assets increased by ¥3,250 million to ¥669,870 million compared with December 31, 2020.

3. Funding

Balance of Paid-in Capital

NBF was established on March 16, 2001 with initial paid-in capital of ¥100 million. NBF began investing activities in May 2001 after ¥98,800 million was raised through private placements. As of June 30, 2021, NBF had issued 1,652,500 units out of 4,000,000 total authorized units. NBF's units were listed on the J-REIT section of the Tokyo Stock Exchange in September 2001 upon the completion of a public offering. As the Investment Trust Law of Japan does not contain any provision for the issue of more than one class of units, NBF's units comprise the sole class of units authorized and issued by NBF.

Issue date	Remarks	Units issued and outstanding		Paid-in capital		Notes
		Increase	Balance	Increase	Balance	
		(units)		(Yen in millions)		
March 16, 2001	Initial capital (private)	200	200	¥ 100	¥ 100	Note 1
May 23, 2001	Private placement	197,600	197,800	98,800	98,900	Note 2
September 8, 2001	Public offering	82,900	280,700	49,999	148,899	Note 3
July 14, 2004	Public offering	80,000	360,700	58,838	207,737	Note 4
August 11, 2004	Third party allocation	4,000	364,700	2,941	210,678	Note 5
August 10, 2005	Public offering	58,000	422,700	51,491	262,170	Note 6
March 16, 2006	Public offering	80,000	502,700	79,040	341,210	Note 7
March 29, 2006	Third party allocation	5,300	508,000	5,236	346,446	Note 8
February 4, 2008	Public offering	31,800	539,800	37,158	383,605	Note 9
March 4, 2008	Third party allocation	2,200	542,000	2,570	386,175	Note 10
January 26, 2011	Public offering	34,000	576,000	26,957	413,132	Note 11

February 22, 2011	Third party allocation	2,500	578,500	1,982	415,114	Note 12
January 25, 2012	Public offering	30,000	608,500	18,172	433,287	Note 13
February 21, 2012	Third party allocation	4,500	613,000	2,725	436,013	Note 14
January 23, 2013	Public offering	74,000	687,000	63,973	499,986	Note 15
January 31, 2013	Third party allocation	5,000	692,000	4,322	504,308	Note 16
January 1, 2014	Unit split	692,000	1,384,000	—	504,308	Note 17
March 19, 2014	Public offering	26,500	1,410,500	14,022	518,331	Note 18
March 28, 2014	Third party allocation	1,500	1,412,000	793	519,124	Note 19
October 26, 2020	Public offering	229,000	1,641,000	117,041	636,166	Note 20
November 6, 2020	Third party allocation	11,500	1,652,500	5,877	642,044	Note 21

Notes: 1. NBF was established with initial capital of ¥500,000 per unit.

2. Follow-on private offering at ¥500,000 per unit to raise funds for acquisition of 22 properties.
3. Public offering of new units for ¥625,000 per unit (excluding underwriting fee: ¥603,125) to repay debt and to fund property acquisition.
4. Public offering of new units for ¥759,500 per unit (excluding underwriting fee: ¥735,475) to repay debt, etc.
5. Additional issue of new units (third party allocation) for ¥735,475 per unit undertaken pursuant to the public offering in Note 4.
6. Public offering of new units for ¥916,300 per unit (excluding underwriting fee: ¥887,782) to repay debt and to fund property acquisition.
7. Public offering of new units for ¥1,019,200 per unit (excluding underwriting fee: ¥988,000) to repay debt and to fund property acquisition.
8. Additional issue of new units (third party allocation) for ¥988,000 per unit undertaken pursuant to the public offering in Note 7.
9. Public offering of new units for ¥1,205,400 per unit (excluding underwriting fee: ¥1,168,500) to repay debt and to fund property acquisition.
10. Additional issue of new units (third party allocation) for ¥1,168,500 per unit undertaken pursuant to the public offering in Note 9.
11. Public offering of new units for ¥818,025 per unit (excluding underwriting fee: ¥792,855) to repay debt and to fund property acquisition.
12. Additional issue of new units (third party allocation) for ¥792,855 per unit undertaken pursuant to the public offering in Note 11.
13. Public offering of new units for ¥624,975 per unit (excluding underwriting fee: ¥605,745) to repay debt and to fund property acquisition.
14. Additional issue of new units (third party allocation) for ¥605,745 per unit undertaken pursuant to the public offering in Note 13.
15. Public offering of new units for ¥891,800 per unit (excluding underwriting fee: ¥864,500) to repay debt and to fund property acquisition.
16. Additional issue of new units (third party allocation) for ¥864,500 per unit undertaken pursuant to the public offering in Note 15.
17. Effective January 1, 2014, NBF implemented a 2-for-1 unit split of its investment units.
18. Public offering of new units for ¥545,860 per unit (excluding underwriting fee: ¥529,150) to repay debt and to fund property acquisition.
19. Additional issue of new units (third party allocation) for ¥529,150 per unit undertaken pursuant to the public offering in Note 18.
20. Public offering of new units for ¥527,240 per unit (excluding underwriting fee: ¥511,100) to fund property acquisition.
21. Additional issue of new units (third party allocation) for ¥511,100 per unit undertaken pursuant to the public offering in Note 20.

Market Price of Units

High/Low (closing price) of units on the TSE:

	For the six months ended June 30, 2021	For the six months ended December 31, 2020 (Yen)	For the six months ended June 30, 2020
High	¥731,000	¥655,000	¥894,000
Low	572,000	528,000	555,000

Borrowings

Borrowings from financial institutions as of June 30, 2021 are shown below.

Long-term loans

Lender	Balance	Interest rate (%) (Note 1)	Due on	Repayment method	Use of funds	Notes
(Yen in millions)						
Development Bank of Japan Inc.	¥10,000	1.263%	July 2, 2023			
	13,000	0.747%	September 10, 2027			
	10,000	0.357%	February 15, 2028			
	10,000	0.256%	April 8, 2026			
	5,000	0.250%	June 1, 2026			
	5,000	0.387%	September 14, 2028			
	10,000	0.491%	September 27, 2029			
	6,000	0.230%	May 30, 2024			
	2,500	0.417%	May 23, 2029			
	5,000	0.400%	August 3, 2029			
	3,000	0.450%	January 7, 2031			
	7,000	0.358%	June 1, 2028			
	4,000	0.180%	March 1, 2027			
	3,000	0.104%	February 28, 2025			
	3,000	0.138%	February 27, 2026			
MUFG Bank, Ltd.	5,000	0.400%	July 2, 2029			
	8,000	0.400%	February 28, 2030	Bullet payment	(Note 2)	Unsecured /unguaranteed /pari passu, See (Note 3)
	2,000	0.270%	February 26, 2027			
	7,000	0.270%	May 31, 2027			
	6,000	0.150%	July 31, 2024			
	4,000	0.400%	July 31, 2030			
	5,000	0.320%	January 7, 2028			
	5,000	0.400%	January 7, 2030			
	5,000	0.450%	January 7, 2031			
	6,000	0.450%	February 28, 2031			
	4,000	0.180%	February 27, 2026			
	3,000	0.400%	June 28, 2030			
	2,000	0.335%	January 31, 2029			
	4,000	1.123%	December 30, 2022			
	10,000	0.982%	February 28, 2023			
Sumitomo Mitsui Banking Corporation	5,000	0.958%	April 28, 2023			
	11,000	0.205% (Note 4)	June 1, 2029			
	6,000	0.150%	April 26, 2024			
	20,000	0.450%	January 7, 2031			
	10,000	0.320%	January 7, 2028			
	1,000	0.350%	June 29, 2029			
	6,000	0.223%	May 31, 2024			
	4,000	0.133% (Note 4)	May 31, 2024			
	5,000	0.090%	January 25, 2024			
	3,000	0.100%	September 9, 2022			
Sumitomo Mitsui Trust Bank, Limited	3,000	0.270%	September 11, 2026			
	10,000	0.210%	December 30, 2025			
	3,000	0.270%	January 27, 2027			
	10,000	0.400%	January 7, 2030			

Sumitomo Life Insurance Company	5,000	0.522%	July 16, 2021		
	3,000	0.300%	February 3, 2026		
	5,000	0.250%	May 22, 2026		
	5,000	0.655%	July 16, 2032		
	5,000	0.646%	April 28, 2033		
	2,000	0.403%	April 28, 2028		
	2,000	0.364%	March 31, 2032		
	3,000	0.650%	May 23, 2034		
	5,000	0.500%	January 7, 2032		
	5,000	0.700%	January 7, 2036		
Mizuho Bank, Ltd.	10,000	0.856%	February 28, 2022		
	8,000	1.070%	July 29, 2022		
	7,000	0.140%	November 30, 2025		
		(Note 4)			
	10,000	0.450%	January 7, 2031		
Shinkin Central Bank	5,000	0.425%	July 7, 2030		
	5,000	0.250%	September 14, 2026		
	3,000	0.381%	December 30, 2026		
	3,000	0.356%	June 1, 2027		
	4,000	0.433%	July 12, 2027		
	4,000	0.219%	March 29, 2024		
	3,000	0.100%	December 30, 2025		
	2,000	0.188%	April 28, 2028		
	6,000	0.307%	June 22, 2029		
	5,000	0.450%	January 7, 2031		
The Norinchukin Bank	3,000	0.300%	June 21, 2027		
	2,000	0.270%	June 19, 2026		
	2,000	0.300%	March 24, 2028		
	5,000	0.270%	September 30, 2027	Bullet payment	Unsecured /unguaranteed
	5,000	0.320%	January 7, 2028		(Note 2) /pari passu,
Mizuho Trust & Banking Co., Ltd.	10,000	0.982%	February 28, 2023		See (Note 3)
	4,000	0.947%	September 30, 2022		
TAIJU LIFE INSURANCE COMPANY LIMITED	2,000	1.033%	November 1, 2022		
	2,000	1.486%	May 30, 2025		
	2,000	1.047%	December 13, 2023		
	1,000	0.084%	March 31, 2025		
	1,000	0.416%	January 31, 2030		
	1,000	0.400%	February 13, 2030		
	2,000	0.491%	January 30, 2032		
	2,000	0.548%	June 30, 2023		
	2,000	0.238%	May 31, 2024		
	2,000	0.177%	June 30, 2022		
THE BANK OF FUKUOKA, Ltd.	2,000	0.300%	May 21, 2027		
	2,000	0.400%	January 7, 2030		
	3,000	0.947%	September 30, 2022		
	2,000	0.400%	May 23, 2029		
	2,000	0.200%	May 29, 2026		
Nippon Life Insurance Company	2,000	0.450%	December 27, 2030		
	2,000	0.257%	March 1, 2024		
	2,000	0.245%	June 28, 2024		
	2,000	0.400%	January 7, 2030		
	1,000	0.477%	January 10, 2029		
Daishi Hokuetsu Bank, Ltd.	2,000	0.400%	May 23, 2029		
	1,000	0.500%	August 31, 2032		
	1,000	0.500%	January 7, 2032		
	1,000	0.456%	June 30, 2022		
	1,000	0.417%	September 11, 2023		
DAIDO LIFE INSURANCE COMPANY	1,000	0.302%	March 7, 2029		
	1,000	0.400%	October 2, 2030		
	1,000	0.997%	July 2, 2021		
	2,000	0.532%	July 9, 2021		
	1,000	0.650%	May 31, 2035		
TAIYO LIFE INSURANCE COMPANY		0.007%	June 30, 2023		
		(Note 4)			
	1,000	0.400%	May 23, 2029		
The 77 Bank, Ltd.	1,000	0.400%	March 25, 2030		
	2,000	0.270%	June 26, 2027		
	1,000	0.270%	December 2, 2027		
The Hachijuni Bank, Limited	1,000	0.320%	January 7, 2028		
	1,000	0.272%	October 11, 2024		
The Yamanashi Chuo Bank, Ltd.					

	1,000	0.275%	May 14, 2025			
	1,000	0.322%	March 28, 2031			
The Chugoku Bank, Limited	1,000	0.270%	May 19, 2027			
	2,000	0.320%	May 26, 2028			
The Iyo Bank, LTD.	1,000	0.003%	January 27, 2022			
	(Note 4)					
	1,000	0.027%	June 30, 2025			
	(Note 4)					
	1,000	0.320%	April 28, 2028			
Meiji Yasuda Life Insurance Company	3,000	1.277%	April 27, 2022	Bullet		Unsecured
The Joyo Bank, Ltd.	1,000	0.386%	March 3, 2027	payment	(Note 2)	/unguaranteed
	1,000	0.300%	February 28, 2028			/pari passu,
	1,000	0.258%	June 27, 2025			See (Note 3)
The Chiba Bank, Ltd.	1,000	0.270%	May 22, 2026			
Shinsei Bank, Limited	1,000	1.533%	May 30, 2025			
	1,000	0.450%	January 31, 2031			
Resona Bank, Limited.	1,000	0.165%	June 1, 2027			
	(Note 4)					
The Gunma Bank, Ltd.	1,000	0.320%	January 7, 2028			
Mitsui Sumitomo Insurance Company, Limited	1,000	0.320%	January 7, 2038			

Total long-term loans (Note 5)	¥493,500
Total borrowings	¥493,500

Notes:

- Interest Rate is rounded down to the 3rd decimal point.
- Use of funds for the above includes acquisition of real estate or beneficiary interests, repayment of borrowings and working capital, etc.
- A special agreement attached to "Loan Agreement" entered into between NBF and each financial institution provides that the above borrowings from all financial institutions rank pari passu to each other.
- This loan is a floating rate loan. Other long-term loans are all fixed rate loans.
- The total amount of long-term loans (i.e. excluding those expected to be repaid within one year) repayable within 5 years of the date of the balance sheet and expected to be repaid by specific year(s) is as follows.

(Yen in millions)

	1 to 2 years	2 to 3 years	3 to 4 years	4 to 5 years
Long-term loans	¥53,000	¥50,000	¥17,000	¥55,000

NBF Bonds

Issue	Issue date	Balance as of June 30, 2021 (Yen in millions)	Coupon (Note 1)	Maturity date	Redemption	Use of funds	Notes
No. 13 Unsecured Bonds	June 26, 2013	¥10,000	1.168%	June 26, 2023	Bullet payment	Note 2	Notes 3 and 4
No. 14 Unsecured Bonds	June 9, 2016	5,000	1.000%	June 8, 2046	Bullet payment	Note 2	Notes 3 and 4
No. 15 Unsecured Bonds	May 22, 2017	5,000	0.914%	May 22, 2037	Bullet payment	Note 2	Notes 3 and 4
No. 16 Unsecured Bonds	May 23, 2018	5,000	0.220%	May 23, 2025	Bullet payment	Note 2	Notes 3 and 4
No. 17 Unsecured Bonds	May 23, 2018	5,000	0.888%	May 21, 2038	Bullet payment	Note 2	Notes 3 and 4
No. 18 Unsecured Bonds	December 19, 2018	7,000	0.200%	January 10, 2024	Bullet payment	Note 2	Notes 3 and 4
No. 19 Unsecured Bonds	August 14, 2020	15,000	0.180%	August 14, 2025	Bullet payment	Note 2	Notes 3 and 4

No. 20 Unsecured Bonds (Green Bonds)	March 22, 2021	5,000	0.150%	March 19, 2026	Bullet payment	Note 2	Notes 3 and 4
Total (Note 5)		¥57,000					

Notes:

1. Interest Rate is rounded down to the 3rd decimal point.
2. Use of funds includes repayment of borrowings and investment corporation bonds, etc.
3. Rank pari passu with all other publicly and privately issued bonds.
4. Subject to provision of collateral restrictions.
5. The total amount of bonds repayable within 5 years of the date of the balance sheet and expected to be repaid by specific year(s) is as follows.

(Yen in millions)

	Within 1 year	1 to 2 years	2 to 3 years	3 to 4 years	4 to 5 years
Investment corporation bonds	—	¥10,000	¥7,000	¥5,000	¥20,000

Others

NBF has security deposits totaling ¥69,283 million as of June 30, 2021.

■ Capital Expenditures

1. Planning

As of June 30, 2021, NBF is planning the following capital expenditures for the renovation of its properties. The amounts below include repairs and maintenance costs that will be expensed as incurred. Moreover, in addition to a steady program of expenditures for construction, repair and renovation of facilities, a program of renewal construction is being implemented in order to increase competitive power in the market as well as to increase the level of tenant satisfaction based on the results of tenant satisfaction surveys and neighboring competitive building specification surveys, etc.

Name of property	Objective	Estimated duration	Estimated amounts		
			Total amounts	Payment for the current period	Cumulative amount paid
				(from January 1, 2021 to June 30, 2021)	
(Yen in millions)					
For the six months ending December 31, 2021 (the 41st fiscal period from July 1, 2021 to December 31, 2021)					
Shinjuku Mitsui Bldg.	Renovation of air conditioning	From January 2021 to September 2021	¥498	¥99	¥99
NBF Shinagawa Tower	Renewal construction to improve competitiveness	From July 2021 to October 2021	491	—	—
Toyo-cho Center Bldg.	Renovation of air conditioning	From July 2021 to December 2021	319	—	—
NBF Shibakouen Bldg.	Renovation of restroom	From June 2021 to December 2021	250	—	—
Shinjuku Mitsui Bldg. No.2	Renovation of substation equipment	From July 2021 to December 2021	235	—	—
NBF COMODIO Shiodome	Renovation of air conditioning	From July 2021 to December 2021	180	—	—
Aqua Dojima NBF Tower	Renovation of elevator	From April 2020 to December 2021	159	—	—
Shiba NBF Tower	Renovation of substation equipment	From July 2021 to December 2021	157	—	—
Shinjuku Mitsui Bldg.	Renovation of security system	From September 2021 to December 2021	154	—	—
Shinjuku Mitsui Bldg. No.2	Renovation of central monitoring board	From July 2021 to December 2021	129	—	—
Celestine Shiba Mitsui Bldg.	Renovation of firefighting equipment	From July 2021 to December 2021	127	—	—
Sumitomo Mitsui Banking Nagoya Bldg.	Renovation of wall through air conditioning	From September 2021 to December 2021	126	—	—
Celestine Shiba Mitsui Bldg.	Renovation of lighting equipment	From July 2021 to December 2021	120	—	—
Shiba NBF Tower	Renovation of elevator	From October 2020 to December 2021	119	—	—
Yokohama ST Bldg.	Renovation of restroom	From July 2021 to December 2021	108	—	—
Hakata Gion M-SQUARE	Renovation of air conditioning	From October 2021 to December 2021	104	—	—

Sumitomo Densetsu Bldg.	Renovation of restroom	From August 2021 to December 2021	101	—	—
NBF Ikebukuro Tower	Renovation of elevator	From July 2021 to December 2021	95	—	—
NBF Shibakouen Bldg.	Renovation of elevator	From June 2021 to December 2021	79	—	—
NBF Urawa Bldg.	Renovation of restroom	From July 2021 to December 2021	71	—	—
NBF Takanawa Bldg.	Renovation of elevator	From August 2021 to December 2021	66	—	—
NBF Higashi-Ginza Square	Renovation of tide plates	From July 2021 to December 2021	45	—	—
Sapporo L-Plaza	Renovation of lighting equipment	From August 2021 to December 2021	43	—	—
NBF Sapporo Minami Nijo Bldg.	Renovation of restroom	From July 2021 to December 2021	34	—	—
Jingumae M-SQUARE	Renovation of air conditioning	From August 2021 to December 2021	29	—	—
For the six months ending June 30, 2022 (the 42nd fiscal period from January 1, 2022 to June 30, 2022)					
NBF Shinagawa Tower	Renewal construction to improve competitiveness	From July 2021 to February 2022	¥1,371	¥—	¥—
Nagoya Mitsui Main Building.	Renovation of substation equipment	From October 2020 to May 2022	389	47	94
Toyo-cho Center Bldg.	Renovation of air conditioning	From January 2022 to June 2022	270	—	—
NBF Toyosu Canal Front	Renovation of Gas Heat Pump	From May 2021 to May 2022	256	—	—
Shinjuku Mitsui Bldg.	Renovation of lighting equipment	From May 2021 to February 2022	220	—	—
Shiba NBF Tower	Renovation of substation equipment	From January 2022 to June 2022	207	—	—
Shinjuku Mitsui Bldg.	Renovation of security system	From January 2021 to March 2022	200	40	40
River City M-SQUARE	Renovation of lighting equipment	From August 2021 to June 2022	189	—	—
Shin-Kawasaki Mitsui Bldg.	Renovation of elevator	From May 2021 to April 2022	183	—	—
NBF COMODIO Shiodome	Renovation of air conditioning	From January 2022 to June 2022	177	—	—
Sumitomo Mitsui Banking Nagoya Bldg.	Renovation of lighting equipment	From January 2022 to June 2022	171	—	—
Gate City Ohsaki	Renovation of air conditioning	From April 2021 to March 2022	165	—	—
Shinanobashi Mitsui Bldg.	Renovation of emergency generator	From March 2021 to February 2022	165	—	—
Shinjuku Mitsui Bldg.	Renovation of security system	From January 2022 to June 2022	150	—	—
Celestine Shiba Mitsui Bldg.	Renovation of lighting equipment	From January 2022 to June 2022	142	—	—
Nishi-Shinjuku Mitsui Bldg.	Renovation of lighting equipment	From July 2021 to March 2022	128	—	—
Celestine Shiba Mitsui Bldg.	Renovation of fire extinguishing facilities	From January 2022 to June 2022	126	—	—
Shiba NBF Tower	Renovation of elevator	From January 2022 to June 2022	117	—	—

Nishi-Shinjuku Mitsui Bldg.	Renovation of air conditioning	From January 2022 to March 2022	104	—	—
Sumitomo Densetsu Bldg.	Renovation of restroom	From January 2022 to June 2022	101	—	—
Roppongi T-CUBE	Renovation of air conditioning	From May 2022 to June 2022	100	—	—
Hiroshima Fukuromachi Bldg.	Renovation of air conditioning	From March 2022 to June 2022	71	—	—
Jingumae M-SQUARE	Renovation of air conditioning	From January 2022 to June 2022	64	—	—
NBF Urawa Bldg.	Renovation of restroom	From January 2022 to June 2022	60	—	—
Hiroshima Fukuromachi Bldg.	Renovation of air conditioning	From March 2022 to June 2022	43	—	—
NBF Urawa Bldg.	Renovation of elevator	From January 2022 to June 2022	40	—	—
NBF Sapporo Minami Nijo Bldg.	Renovation of mechanical parking lot facilities	From January 2022 to June 2022	29	—	—
NBF Sapporo Minami Nijo Bldg.	Renovation of restroom	From January 2022 to June 2022	28	—	—
NBF Sapporo Minami Nijo Bldg.	Renovation of plumbing system	From January 2022 to June 2022	23	—	—
For the six months ending December 31, 2022 (the 43rd fiscal period from July 1, 2022 to December 31, 2022)					
Shinjuku Mitsui Bldg.	Renovation of air conditioning	From September 2021 to September 2022	¥402	¥—	¥—
NBF COMODIO Shiodome	Renovation of air conditioning	From July 2022 to December 2022	195	—	—
Shiba NBF Tower	Renovation of elevator	From July 2022 to December 2022	117	—	—
Shinjuku Mitsui Bldg.	Renovation of central monitoring facilities	From December 2021 to September 2022	110	44	44

2. Capital Expenditures for the Current Period

The following table sets forth the capital expenditures for the current period. NBF posted ¥8,141 million in capital expenditures together with ¥1,364 million for repairs and maintenance expenses.

Name of property	Objective	Period	Expenditure (Yen in millions)
NBF Hatchobori Terrace	Leasehold improvement and life cycle cost construction, renewal construction for independent management, renovation of security system, etc.	From January 2021 to June 2021	¥713
Shinjuku Mitsui Bldg. No.2	Renovation of substation equipment, renovation of restroom, renovation of foam fire extinguishing system, etc.		568
NBF Shinkawa Bldg.	Leasehold improvement and life cycle cost construction, renewal construction for independent management, renovation of elevator, etc.		528
Shiba NBF Tower	Renovation of substation equipment, renovation of emergency elevator, renovation of expansion water tank for hot and chilled water, etc.		521
Gate City Ohsaki	Renovation of wall through air conditioning, renovation of automatic air control, renovation of ITV equipment, etc.		424
Sakaisuji-Honmachi Center Bldg.	Renovation of air conditioning, renovation of elevator, leasehold improvement of air conditioning main power, etc.		312
Shinjuku Mitsui Bldg.	Renovation of security system, renovation of converter, renovation of supplies for incoming and transforming facilities, etc.		296
Toyo-cho Center Bldg.	Renovation of air conditioning, renovation of parking lot ceiling refrigeration plumbing, renovation of smoke outlet, etc.		292
NBF COMODIO Shiodome	Renovation of air conditioning, renovation of total heat exchanger humidification element, renovation of emergency broadcast equipment, etc.		255
Roppongi T-CUBE	Conversion to LED, renovation of common area, renovation of lighting control panel, etc.		241
Shin-Kawasaki Mitsui Bldg.	Renovation of lighting equipment, renovation of low-rise building rooftop air conditioning, renovation of security system, etc.		225
Yokohama ST Bldg.	Renovation of restroom, countermeasure construction of security, renovation of indoor fire hydrant pump, etc.		218

Aqua Dojima NBF Tower	Renovation of elevator, renovation of watt-hour meter, renovation of gondola, etc.		177
Nakanosakaue Sunbright Twin	Renovation of automatic air control, renovation of emergency air conditioning plumbing, installation of scaffold and handrail for cleaning atrium glass, etc.		160
Sumitomo Mitsui Banking Nagoya Bldg.	Renovation of wall through air conditioning, renovation of electric emergency meter, renovation of Date Control Unit for power reception and distribution system, etc.		149
NBF Nagoya Hirokoji Bldg.	Renovation of lighting equipment, renovation of wall through air conditioning, renovation of rental room air conditioning, etc.		140
NBF Shibuya East	Renewal construction to improve competitiveness, renovation of power board, renovation of ITV equipment, etc.		136
Gran Tokyo South Tower	Renovation of lighting equipment, renovation of entrance and exit control system, renovation of shutter, etc.		133
NBF ALLIANCE	Renewal construction to improve competitiveness, etc.		112
NBF Ikebukuro Tower	Renovation of elevator, renovation of air conditioning, renovation of watt-hour meter, etc.		76
Nihonbashi Kabuto-cho M-SQUARE	Renovation of air conditioning, putting up door sheet for private room, renovation of alarm transmitter, etc.		45
Parale Mitsui Bldg.	Renovation of air conditioning, renovation of emergency lighting equipment, renovation of ITV equipment, etc.		35
NBF Sapporo Minami Nijo Bldg.	Renovation of mechanical parking facilities, painting handrail of stairwell and replacement of P-tile, renovation of chiller for air-cooling, etc.		31
Other buildings	Asset preservation construction and other renewal construction to improve tenant satisfaction, etc.		979
Total			¥6,777

■ Expenses regarding Entrustment, etc.

The following table sets forth the breakdown of entrustment fees, etc. paid by NBF.

Item	For the six months ended June 30, 2021	For the six months ended December 31, 2020	For the six months ended June 30, 2020
	(Yen in millions)		
Asset management fees	¥1,779	¥1,543	¥1,444
Asset custody fees	51	50	49
Agent fees (stock transfer, accounting and administrative)	60	44	43
Directors' remuneration	12	12	12
Auditor's fees	15	15	15
Other expenses	262	148	98
Total	¥2,181	¥1,814	¥1,664

■ Trading Activities during the Current Period

1. Trading of Real Estate and Real Estate Held in Trust

The following table shows a summary of real estate and real estate held in trust, acquired or sold by NBF in the current period.

Name of building	(Yen in millions)	
	Acquisition	
	Date	Acquisition price (Note 1)
Shinjuku Mitsui Bldg.	January 8, 2021	¥170,000
Gran Tokyo South Tower	January 8, 2021	¥47,000
Ueno East Tower (additional acquisition)	March 29, 2021	¥13,400
Total		¥230,400

Name of building	(Yen in millions)	
	Sale	
	Date	Sale price
NBF Minami-Aoyama Bldg.	March 25, 2021	¥31,600
NBF Shinkawa Bldg. (East Building and Residential Tower) 50% co-ownership interest (Note 2)	March 31, 2021	¥5,950
Total		¥37,550

Notes: 1. "Acquisition price" does not include national consumption tax, local consumption tax and miscellaneous costs of acquisition.

2. Upon the disposition, each of 50% of the co-ownership interest in the property was established as property in trust on the same date of each disposition date above, and the beneficiary interests in trust was transferred.

2. Trading of Other Assets Including Total Amount and Transactions

Other major assets besides real estate and real estate held in trust stated above consist mostly of bank deposits or bank deposits included in assets held in trust.

3. Transactions with Related Parties of Asset Management Company

(1) Ongoing Transactions

Category	Amount of purchase price, etc. (Note 2)(Note 3)	
	Purchase price, etc. (Yen in millions)	Sale price, etc. (Yen in millions)
	¥230,400 (100%)	¥37,550 (100%)
Total amount	Amount of purchases from related parties, etc.	Amount of sales from related parties, etc.
	217,000 (94.2%)	— (—)
Breakdown of transactions with related parties, etc.		
Mitsui Fudosan Co., Ltd.	217,000 (94.2%)	— (—)
Total	¥217,000 (94.2%)	— (—)

(2) Fees Paid for the Period from January 1, 2021 to June 30, 2021

Category	Total fees paid (A) (Yen in millions)	Description of transactions with related parties (Note 1)		B/A
		Paid to	Amount of payment (B) (Yen in millions)	
Office management fees, etc. (Note 4)	¥1,576	Mitsui Fudosan Co., Ltd.	¥1,520	96.4%
		NBF Office Management Co., Ltd.	56	3.6%
Property maintenance fees	4,583	Mitsui Fudosan Co., Ltd.	1,413	30.8%
		Mitsui Fudosan Facilities Co., Ltd.	578	12.6%
		Mitsui Fudosan Building Management Co., Ltd.	254	5.5%
		Mitsui Fudosan Facilities West Co., Ltd.	251	5.5%
		Mitsui Fudosan Residential Lease Co., Ltd.	1	0.0%
Leasing related service fees	36	Mitsui Fudosan Co., Ltd.	18	50.2%
		NBF Office Management Co., Ltd.	6	17.5%
		Mitsui Fudosan Realty Co., Ltd.	0	1.1%

Notes:

1. "Related parties" are defined as related parties of asset management companies under asset management agreement with NBF as defined in Article 123 of Order for Enforcement of the Law Concerning Investment Trusts and Investment Corporations, and Article 26, Section 27 of the Regulations regarding management report of the Investment trusts and Investment corporations set by the Investment Trusts Association, Japan. During the period from January 1, 2021 to June 30, 2021, transactions with and fees paid to, Mitsui Fudosan Co., Ltd., NBF Office Management Co., Ltd., Mitsui Fudosan Facilities Co., Ltd., Mitsui Fudosan Facilities West Co., Ltd., Mitsui Fudosan Building Management Co., Ltd., Mitsui Fudosan Residential Lease Co., Ltd. and Mitsui Fudosan Realty Co., Ltd. which meet either of the said definitions, are as described above.
2. Figures indicate contractual sales prices.
3. Figures indicate percentages of total prices.
4. In terms of properties for which NBF has not entrusted office management businesses to Mitsui Fudosan Co., Ltd. due to its master leasing (18 properties: Shinjuku Mitsui Bldg., Roppongi T-CUBE, Nishi-Shinjuku Mitsui Bldg., Celestine Shiba Mitsui Bldg., Toranomon Kotohira Tower, Yotsuya Medical Bldg., Panasonic Tokyo Shiodome Bldg., NBF Ogawamachi Bldg., Gate City Ohsaki, Osaki Bright Core – Bright Plaza, Nakameguro GT Tower, OSAKI BRIGHT TOWER, Higashi Gotanda Square, Shin-Kawasaki Mitsui Bldg., Parale Mitsui Bldg., Nagoya Mitsui New Building., Nagoya Mitsui Main Building. and Shinanobashi Mitsui Bldg.), NBF has entrusted them to NBF Office Management Co., Ltd. as business representative of the property owners or lessors.
5. In addition to the above fees paid, the following have been paid to related parties for repair and maintenance work, etc.

(Yen in millions)	
Mitsui Fudosan Co., Ltd.	¥1,499
Mitsui Fudosan Building Management Co., Ltd.	481
MITSUI Designtec Co., Ltd.	131
Mitsui Fudosan Facilities West Co., Ltd.	43
Mitsui Fudosan Facilities Co., Ltd.	5
Harajuku-no-mori Co., Ltd.	4
Mitsui Fudosan Residential Lease Co., Ltd.	2

Financial Statements

NIPPON BUILDING FUND INC. BALANCE SHEETS

As of June 30, 2021 and December 31, 2020

	As of June 30, 2021	As of December 31, 2020
	(Yen in millions)	
Assets		
Current Assets:		
Cash and cash equivalents (Note 3)	¥ 44,075	¥ 133,731
Tenant receivables	345	292
Prepaid expenses	805	747
Other current assets	97	133
Total current assets	45,324	134,904
Real Estate Properties:		
Land including trust accounts (Notes 4,13)	930,168	737,485
Buildings and improvements including trust accounts (Notes 4,13)	463,833	455,600
Other tangible assets (Notes 4,13)	16,187	15,383
Less: accumulated depreciation (Notes 4,13)	(194,275)	(190,092)
Total real estate properties, net	1,215,913	1,018,377
Intangible assets:		
Superficies (Note 13)	11,882	11,882
Leasehold rights in trust accounts (Notes 13)	23,726	23,726
Other intangible assets (Notes 13)	176	196
Total intangible assets	35,786	35,806
Long-term Prepaid Expenses (Note 13)	6	8
Other Assets	8,357	8,338
Total Assets	¥1,305,388	¥1,197,435
Liabilities		
Current Liabilities:		
Short-term loans (Notes 3,6)	¥ —	¥ 10,000
Long-term debt due within one year (Notes 3,6)	25,000	35,000
Accounts payable	8,951	9,486
Rents received in advance	4,907	4,826
Accrued expenses and other liabilities	1,717	792
Total current liabilities	40,577	60,106
Long-term Debt (Notes 3,6)	525,500	414,500
Tenant Security Deposits Including Trust Accounts (Note 3)	69,283	56,067
Other Liabilities	156	141
Total Liabilities	635,517	530,814
Net Assets (Note 5)		
Unitholders' Equity		
Unitholders' capital	642,044	642,044
Units authorized: 4,000,000 units		
Units issued and outstanding: 1,652,500 units		
Reserve for reduction entry	6,398	7,302
Retained earnings	21,427	17,274
Total Net Assets	669,870	666,620
Total Liabilities and Net Assets	¥1,305,388	¥1,197,435

The accompanying notes to financial statements are an integral part of these statements.

NIPPON BUILDING FUND INC.

STATEMENTS OF INCOME

For the six months ended June 30, 2021, December 31, 2020 and June 30, 2020

	For the six months ended June 30, 2021	For the six months ended December 31, 2020	For the six months ended June 30, 2020
	(Yen in millions)		
Operating Revenues and Expenses			
Operating Revenues:			
Rental revenue (Note 7)	¥41,571	¥36,622	¥35,890
Other revenues related to property leasing (Note 7)	3,117	3,736	2,700
Gains on sales of real estate properties (Note 8)	1,524	1,388	—
Total Operating Revenues	46,213	41,747	38,591
Operating Expenses:			
Property management fees (Note 7)	6,031	5,816	5,406
Real estate taxes (Note 7)	3,615	3,554	3,579
Repairs and maintenance (Note 7)	1,364	1,798	1,184
Insurance (Note 7)	38	34	33
Other rental expenses (Note 7)	2,766	2,835	2,795
Depreciation and amortization (Note 7)	7,399	7,181	7,167
Loss on sale of real estate property (Note 8)	38	—	—
Asset management fees	1,779	1,543	1,444
Other operating expenses	401	271	219
Total Operating Expenses	23,435	23,035	21,830
Operating Income	22,778	18,712	16,760
Non-Operating Revenues and Expenses			
Non-Operating Revenues:			
Interest income	0	0	0
Property tax refund and interest on refund	0	0	6
Other non-operating revenues	6	2	6
Non-Operating Expenses:			
Interest expense	(1,306)	(1,160)	(1,217)
Amortization of bond issuance costs	(19)	(16)	(10)
New investment units issuance costs	—	(238)	—
Other non-operating expenses	(32)	(26)	(32)
Ordinary Income	21,428	17,274	15,513
Income before Income Taxes	21,428	17,274	15,513
Current and deferred income taxes (Note 9)	(0)	(0)	(1)
Net Income	¥ 21,427	¥ 17,273	¥ 15,512

The accompanying notes to financial statements are an integral part of these statements.

NIPPON BUILDING FUND INC.

STATEMENTS OF CHANGES IN NET ASSETS

For the six months ended June 30, 2021, December 31, 2020 and June 30, 2020

	(Yen in millions)				
	Number of Units	Unitholders' Capital	Reserve for reduction entry	Retained Earnings	Total
Balance as of December 31, 2019	1,412,000	¥ 519,124	¥ 7,302	¥ 15,548	¥ 541,975
Cash dividends declared	—	—	—	(15,547)	(15,547)
Net income	—	—	—	15,512	15,512
Balance as of June 30, 2020	1,412,000	519,124	7,302	15,513	541,940
Cash dividends declared	—	—	—	(15,512)	(15,512)
Issuance of new units through public offering as of October 26, 2020	229,000	117,041	—	—	117,041
Issuance of new units through allocation to a third party as of November 6, 2020	11,500	5,877	—	—	5,877
Net income	—	—	—	17,273	17,273
Balance as of December 31, 2020	1,652,500	642,044	7,302	17,274	666,620
Reversal of reserve for reduction entry	—	—	(903)	903	—
Cash dividends declared	—	—	—	(18,177)	(18,177)
Net income	—	—	—	21,427	21,427
Balance as of June 30, 2021	1,652,500	¥ 642,044	¥ 6,398	¥ 21,427	¥ 669,870

The accompanying notes to financial statements are an integral part of these statements.

NIPPON BUILDING FUND INC.

STATEMENTS OF CASH FLOWS

For the six months ended June 30, 2021, December 31, 2020 and June 30, 2020

	For the six months ended June 30, 2021	For the six months ended December 31, 2020	For the six months ended June 30, 2020
	(Yen in millions)		
Cash Flows from Operating Activities:			
Income before income taxes	¥ 21,428	¥ 17,274	¥ 15,513
Depreciation and amortization	7,399	7,181	7,167
Amortization of bond issuance costs	19	16	10
Interest expense	1,306	1,160	1,217
(Increase) Decrease in tenant receivables	(53)	18	425
Increase (Decrease) in accounts payable	(1,857)	2,953	137
Increase (Decrease) in rents received in advance	80	(16)	(71)
Decrease in real estate properties due to sales	35,759	3,706	—
Cash payments of interest expense	(1,096)	(1,271)	(1,163)
Others, net	714	(472)	(177)
Net Cash Provided by Operating Activities	63,700	30,549	23,059
Cash Flows from Investing Activities:			
Payments for purchases of real estate properties	(238,885)	(47,127)	(6,787)
Proceeds from tenant security deposits	15,605	3,672	1,126
Payments for tenant security deposits	(2,389)	(1,466)	(1,314)
Payments for security deposits paid to lessors	(8)	(0)	(19)
Refunds from security deposits paid to lessors	4	13	4
Others, net	(478)	(491)	(448)
Net Cash Used in Investing Activities	(226,152)	(45,400)	(7,440)
Cash Flows from Financing Activities:			
Net proceeds from (repayment of) short-term loans	(10,000)	10,000	—
Proceeds from long-term debt	128,000	37,000	35,000
Repayment of long-term debt	(27,000)	(23,000)	(33,000)
Proceeds from issuance of new units	—	122,681	—
Payments for bond issuance costs	(29)	(68)	—
Payment of dividends	(18,174)	(15,511)	(15,544)
Net Cash Provided by (Used in) Financing Activities	72,795	131,100	(13,544)
Net Change in Cash and Cash Equivalents	(89,655)	116,249	2,074
Cash and Cash Equivalents at the Beginning of Period	133,731	17,482	15,407
Cash and Cash Equivalents at the End of Period	¥ 44,075	¥ 133,731	¥ 17,482

The accompanying notes to financial statements are an integral part of these statements.

NIPPON BUILDING FUND INC.

Notes To Financial Statements

For the six months ended June 30, 2021, December 31, 2020 and June 30, 2020

Note 1 – Organization and Basis of Presentation

Organization

Nippon Building Fund Inc. (hereinafter "NBF") was formed on March 16, 2001 as an investment corporation under the Law Concerning Investment Trusts and Investment Corporations of Japan (hereinafter the Investment Trust Law of Japan) with Mitsui Fudosan Co., Ltd., Sumitomo Mitsui Trust Bank, Limited., and Nippon Building Fund Management Ltd. (hereinafter "NBFM") acting as sponsors. Registration with the Kanto Local Finance Bureau of the Ministry of Finance was completed on May 10, 2001 and NBF started acquisition of office properties on May 23, 2001.

NBF is an externally managed real estate fund, formed as an investment corporation. NBFM, as NBF's asset management company, is engaged in acquiring, managing, leasing, and renovating office properties. Mitsui Fudosan Co., Ltd. currently owns 46% of NBFM while Sumitomo Life Insurance Company owns 35% and the remaining 19% is mainly owned by financial institutions.

On September 10, 2001, NBF had raised approximately ¥50,000 million through an initial public offering of units. Those units are listed on the J-REIT section of the Tokyo Stock Exchange.

As of June 30, 2021, NBF had ownership or beneficiary interests in 75 office properties containing approximately 1,216,543 square meters of rentable office space. As of June 30, 2021, NBF had leased office space to 1,606 tenants engaged in a variety of businesses. The occupancy rate for the office properties was approximately 97.2%.

Basis of Presentation

The accompanying financial statements have been prepared in accordance with the provisions set forth in the Investment Trust Law of Japan and the Japanese Financial Instruments and Exchange Law and their related accounting regulations, and in conformity with accounting principles generally accepted in Japan (hereinafter "Japanese GAAP"), which are different in certain respects as to application and disclosure requirements of International Financial Reporting Standards.

The accompanying financial statements have been restructured and translated into English from the financial statements of NBF prepared in accordance with Japanese GAAP and filed with the appropriate Local Finance Bureau of the Ministry of Finance as required by the Financial Instruments and Exchange Law. Some supplementary information included in the statutory Japanese language financial statements, but not required for fair presentation, is not presented in the accompanying financial statements. NBF does not prepare consolidated financial statements, as NBF has no subsidiaries.

Note 2 – Summary of Significant Accounting Policies

Cash and Cash Equivalents

NBF considers all highly liquid investments with original maturity of three months or less to be cash and cash equivalents.

Real Estate Properties

Real estate properties are recorded at cost, which includes the allocated purchase price, related costs and expenses for acquisition of the office properties and the beneficiary interests of properties in trust. Property and equipment balances are depreciated using the straight-line method over the estimated useful lives. The estimated useful lives of the principal tangible fixed assets (including assets held in trust) are as follows:

Buildings and improvements including trust accounts	
Buildings and improvements	2-50 years
Other tangible assets	
Structures	2-50 years
Machinery and equipment	2-17 years
Tools, furniture and fixtures	2-20 years

Costs related to the renovation, construction and improvement of properties are capitalized. Expenditures for repairs and maintenance which do not add to the value or prolong the useful life of a property, are expensed when incurred.

Investment Corporation Bond Issuance Costs

Deferred investment corporation bond issuance costs are amortized using the straight-line method over the respective terms of the bonds.

New Investment Units Issuance Costs

The issuance costs of new investment units are expensed when incurred.

Income Taxes

Income taxes are accounted for on the basis of income for financial statement purposes. The tax effect of temporary differences between the amounts of assets and liabilities for financial statements and for income tax purposes is recognized as deferred taxes.

Real Estate Taxes

Real estate taxes are imposed on properties on a calendar year basis and expensed when incurred. In terms of newly purchased properties, NBF capitalizes a portion of the real estate taxes that relate to a period from the purchase date of each property until the end of the calendar year as part of the acquisition cost of the relevant property. Capitalized real estate taxes amounted to ¥1,330 million for the period ended June 30, 2021, ¥57 million for the period ended December 31, 2020 and ¥6 million for the period ended June 30, 2020.

Revenue Recognition

NBF operates office properties that are rented to tenants on lease terms of generally two years, with monthly payments due in advance. Rental and other property income is recorded when due from tenants and is recognized monthly as it is earned. Common area charges provided for in tenant leases are recognized as income when earned and their amounts can be reasonably estimated.

Accounting Treatment of Beneficiary Interests in Trust Assets including Real Estate

For trust beneficiary interests in real estate, all accounts of assets and liabilities within assets in trust as well as all income generated and expenses incurred from assets in trust are recorded in the relevant balance sheet and income statement accounts.

Note 3 – Financial Instruments

Status of Financial Instruments

Policy for Financial Instruments

NBF procures funds for acquisition of assets and repayment of debt, which includes repayment of tenant security deposits, loans and investment corporation bonds, through issuance of new investment units, bank loans and issuance of investment corporation bonds, with the aim of ensuring steady asset growth and stable earnings from a mid- and long-term angle.

As a general rule NBF invests surplus funds in deposits considering safety of the investments.

NBF may enter into derivative transactions solely for the purpose of reducing interest rate risks and other risks arising from liabilities. NBF does not engage in speculative transactions. Currently NBF is not engaged in any derivative transactions.

Financial Instruments, Their Risks and Risk Management System

Deposits are used for investment of NBF's surplus funds. These deposits are exposed to credit risks such as bankruptcy of the depository financial institutions. NBF limits credit risk by using only short-term deposits in financial institutions with high credit ratings.

Proceeds from loans and investment corporation bonds are used mainly to acquire real estate properties and repay outstanding loans and bonds. While these loans and bonds are exposed to liquidity risk, such risk is managed in the following ways such as diversifying the means of funding and lending institutions, dispersing repayment dates, establishing committed credit line, keeping sufficient liquidity in hand, and monitoring cash flows projected monthly.

Floating rate loans are exposed to interest-rate fluctuation. NBF limits the impact of such risks by maintaining the ratio of interest-bearing liabilities to total assets low and the level of long-term fixed-rate debt high.

Tenant security deposits are exposed to liquidity risk arising from vacating of properties by tenants due to the termination of contract. NBF manages this risk by monitoring forecasted cash flows on a monthly basis to ensure it has sufficient funds.

Supplemental Explanation regarding Fair Values of Financial Instruments

The fair value of financial instruments is based on their observable market value, if available. When there is no observable market value available, fair value is based on a price that is reasonably estimated. Since various factors are reflected in estimating the fair value, different assumptions and factors could result in a different value.

Estimated Fair Value of Financial Instruments

Book value, fair value and difference between the two as of June 30, 2021 are as follows.

The financial instruments for which it is very difficult to estimate the fair value are excluded from the following table (See Note 2. below).

(For the six months ended June 30, 2021)

(Yen in millions)

	Book value	Fair value	Difference
Assets			
(1) Cash and cash equivalents	¥ 44,075	¥ 44,075	¥ —
Total	¥ 44,075	¥ 44,075	¥ —
Liabilities			
(1) Long-term debt due within one year	¥ 25,000	¥ 25,076	¥ 76
(2) Long-term debt	525,500	527,419	1,919
Total	¥550,500	¥552,495	¥1,995

Notes:

1. Methods to Estimate Fair Value of Financial Instruments

Assets:

(1) Cash and cash equivalents

Book values of those instruments are used to determine their fair values, as the book values are considered to approximate fair values because these instruments are settled within a short term period.

Liabilities:

(1) Long-term debt due within one year

Long-term debt due within one year which includes Long-term loans are as follows.

(For the six months ended June 30, 2021)

(Yen in millions)

	Book value	Fair value	Difference
(1) Long-term loans	¥25,000	¥25,076	¥76
Total	¥25,000	¥25,076	¥76

(1) Long-term loans

Fair values of floating rate long-term loans are based on the book values because the market interest rates are reflected within a short term period and the book values are considered to approximate fair values. Fair values of fixed rate long-term loans are based on the present value of principal and interest cash flows discounted at the current interest rate estimated to be applied if similar new loans were entered into.

(2) Long-term debt

Long-term debt which includes Investment corporation bonds and Long-term loans are as follows.

(For the six months ended June 30, 2021)

(Yen in millions)

	Book value	Fair value	Difference
(1) Investment corporation bonds	¥57,000	¥56,643	¥ (356)
(2) Long-term loans	468,500	470,775	2,275
Total	¥525,500	¥527,419	¥1,919

(1) Investment corporation bonds

Fair values of investment corporation bonds are based on observable market value, if available. When there is no observable market value available, fair values are calculated based on the present value of principal and interest cash flows discounted at the current interest rate that is estimated by taking into consideration the remaining term of the investment corporation bonds and their credit risk.

(2) Long-term loans

Fair values of floating rate long-term loans are based on the book values because the market interest rates are reflected within a short term period and the book values are considered to approximate fair values. Fair values of fixed rate long-term loans are based on the present value of principal and interest cash flows discounted at the current interest rate estimated to be applied if similar new loans were entered into.

Book value, fair value and difference between the two as of December 31, 2020 are as follows.

The financial instruments for which it is very difficult to estimate the fair value are excluded from the following table (See Note 2. below).

(For the six months ended December 31, 2020)

(Yen in millions)

	Book value	Fair value	Difference
Assets			
(1) Cash and cash equivalents	¥ 133,731	¥ 133,731	¥ —
Total	¥ 133,731	¥ 133,731	¥ —

Liabilities			
(1) Short-term loans	¥ 10,000	¥ 10,000	¥ —
(2) Long-term debt due within one year	35,000	35,067	67
(3) Long-term debt	414,500	416,166	1,666
Total	¥459,500	¥461,234	¥1,734

Notes:

1. Methods to Estimate Fair Value of Financial Instruments

Assets:

(1) Cash and cash equivalents

Book values of those instruments are used to determine their fair values, as the book values are considered to approximate fair values because these instruments are settled within a short term period.

Liabilities:

(1) Short-term loans

Book values of those instruments are used to determine their fair values, as the book values are considered to approximate fair values because these instruments are settled within a short term period.

(2) Long-term debt due within one year

Long-term debt due within one year which includes Long-term loans are as follows.

(For the six months ended December 31, 2020)

(Yen in millions)

	Book value	Fair value	Difference
(1) Long-term loans	¥35,000	¥35,067	¥67
Total	¥35,000	¥35,067	¥67

(1) Long-term loans

Fair values of floating rate long-term loans are based on the book values because the market interest rates are reflected within a short term period and the book values are considered to approximate fair values. Fair values of fixed rate long-term loans are based on the present value of principal and interest cash flows discounted at the current interest rate estimated to be applied if similar new loans were entered into.

(3) Long-term debt

Long-term debt which includes Investment corporation bonds and Long-term loans are as follows.

(For the six months ended December 31, 2020)

(Yen in millions)

	Book value	Fair value	Difference
(1) Investment corporation bonds	¥52,000	¥51,539	¥ (460)
(2) Long-term loans	362,500	364,627	2,127
Total	¥414,500	¥416,166	¥1,666

(1) Investment corporation bonds

Fair values of investment corporation bonds are based on observable market value, if available. When there is no observable market value available, fair values are calculated based on the present value of principal and interest cash flows discounted at the current interest rate that is estimated by taking into consideration the remaining term of the investment corporation bonds and their credit risk.

(2) Long-term loans

Fair values of floating rate long-term loans are based on the book values because the market interest rates are reflected within a short term period and the book values are considered to approximate fair values. Fair values of fixed rate long-term loans are based on the present value of principal and interest cash flows discounted at the current interest

rate estimated to be applied if similar new loans were entered into.

2. Financial Instruments for which it is Very Difficult to Estimate the Fair Value.

(Yen in millions)

	As of June 30, 2021	As of December 31, 2020
Tenant security deposits including trust accounts	¥69,283	¥56,067

Security deposits from tenants are not subject to fair value disclosure because they are not marketable, and actual deposit period is not estimable as leases may be cancelled, renewed or re-signed even if a lease term is set in the lease contract, that makes a reasonable estimate of future cash flows difficult.

3. Redemption Schedule for Monetary Claims as of June 30, 2021

(Yen in millions)

	Due within one year	Due after one to two years	Due after two to three years	Due after three to four years	Due after four to five years	Due after five years
Cash and cash equivalents	¥44,075	—	—	—	—	—

Redemption Schedule for Monetary Claims as of December 31, 2020

(Yen in millions)

	Due within one year	Due after one to two years	Due after two to three years	Due after three to four years	Due after four to five years	Due after five years
Cash and cash equivalents	¥133,731	—	—	—	—	—

4. Repayment Schedule for Loans and Investment Corporation Bonds as of June 30, 2021

(Yen in millions)

	Due within one year	Due after one to two years	Due after two to three years	Due after three to four years	Due after four to five years	Due after five years
Investment corporation bonds	¥ —	¥10,000	¥7,000	¥5,000	¥20,000	¥15,000
Long-term loans	25,000	53,000	50,000	17,000	55,000	293,500
Total	¥25,000	¥63,000	¥57,000	¥22,000	¥75,000	¥308,500

Repayment Schedule for Loans and Investment Corporation Bonds as of December 31, 2020

(Yen in millions)

	Due within one year	Due after one to two years	Due after two to three years	Due after three to four years	Due after four to five years	Due after five years
Short-term loans	¥10,000	¥ —	¥ —	¥ —	¥ —	¥ —
Investment corporation bonds	—	—	10,000	7,000	20,000	15,000
Long-term loans	35,000	41,000	42,000	44,000	30,000	205,500
Total	¥45,000	¥41,000	¥52,000	¥51,000	¥50,000	¥220,500

Note 4 – Tangible Assets of Real Estate Properties

Tangible assets as of June 30, 2021 and December 31, 2020 consisted of the following:

	As of June 30, 2021			As of December 31, 2020		
	(Yen in millions)					
	Acquisition costs	Accumulated depreciation	Book value	Acquisition costs	Accumulated depreciation	Book value
Land	¥583,854	¥ —	¥583,854	¥391,171	¥ —	¥391,171
Land in trust	346,314	—	346,314	346,314	—	346,314
Land including trust total	930,168	—	930,168	737,485	—	737,485
Buildings and improvements	252,867	(91,269)	161,598	247,596	(90,469)	157,127
Buildings and improvements in trust	210,966	(92,586)	118,379	208,004	(89,463)	118,540
Buildings and improvements including those in trust total	463,833	(183,855)	279,977	455,600	(179,932)	275,668
Structures	3,580	(2,247)	1,332	3,456	(2,225)	1,231
Machinery and equipment	2,265	(1,623)	641	2,158	(1,593)	564
Tools, furniture and fixtures	2,434	(1,541)	892	2,213	(1,496)	717
Structures in trust	2,980	(1,841)	1,138	2,978	(1,791)	1,187
Machinery and equipment in trust	2,287	(1,728)	559	2,246	(1,690)	555
Tools, furniture and fixtures in trust	2,335	(1,436)	898	2,279	(1,363)	915
Construction in process	304	—	304	51	—	51
Other tangible assets total	16,187	(10,419)	5,767	15,383	(10,160)	5,223
Total	¥1,410,189	¥(194,275)	¥1,215,913	¥1,208,470	¥(190,092)	¥1,018,377

Note 5 – Net Assets

NBF issues only non-par value units in accordance with the Investment Trust Law of Japan and all of the issue prices of new units are designated as stated capital. NBF maintains at least ¥50 million as the minimum net assets as required by the Investment Trust Law of Japan.

Note 6 – Short-Term Loans and Long-Term Debt

Short-term loans consist of short-term notes and short-term borrowings under loan agreements. The annual interest rates on short-term loans outstanding are floating rates and on December 31, 2020 was at 0.128%. Long-term debt as of June 30, 2021 and December 31, 2020 consisted of the following:

	As of June 30, 2021	As of December 31, 2020
	(Yen in millions)	
Unsecured loans due 2021 to 2036 principally from banks and insurance companies with interest rates mainly ranging from 0.003% to 1.533%.....	¥493,500	¥397,500
1.168% unsecured bonds due 2023 (Note 1)	10,000	10,000
0.200% unsecured bonds due 2024 (Note 1)	7,000	7,000
0.180% unsecured bonds due 2025 (Note 1)	15,000	15,000
0.220% unsecured bonds due 2025 (Note 1)	5,000	5,000
0.150% unsecured bonds due 2026 (Note 1)	5,000	—
0.914% unsecured bonds due 2037 (Note 1)	5,000	5,000
0.888% unsecured bonds due 2038 (Note 1)	5,000	5,000
1.000% unsecured bonds due 2046 (Note 1)	5,000	5,000
	550,500	449,500

Less: amount due within one year.....	25,000	35,000
	<u>¥525,500</u>	<u>¥414,500</u>

Notes: 1. Subject to provision of collateral restrictions.

The annual maturities of long-term debt as of June 30, 2021 were as follows:

(Yen in millions)	
Due after one to two years	¥ 63,000
Due after two to three years	57,000
Due after three to four years	22,000
Due after four to five years	75,000
Due after five years	<u>308,500</u>

During the period ended June 30, 2021, NBF had commitment credit line contracts of ¥52 billion with several financial institutions to reduce refinancing risk. The unused amount of such committed credit lines was ¥52 billion as of June 30, 2021.

Note 7 – Rental Revenues and Expenses

Rental revenues and expenses for the periods ended June 30, 2021, December 31, 2020 and June 30, 2020 were as follows:

	For the six months ended June 30, 2021	For the six months ended December 31, 2020	For the six months ended June 30, 2020
(Yen in millions)			
Revenues from Property Leasing:			
Rental revenue:			
Rental	¥38,980	¥33,806	¥33,013
Common area charges	2,413	2,612	2,649
Others	177	203	226
Subtotal	<u>41,571</u>	<u>36,622</u>	<u>35,890</u>
Other revenues related to property leasing:			
Parking lots	673	640	622
Facility charge	294	280	275
Incidental income	1,750	1,915	1,718
Cancellation fees	327	864	26
Miscellaneous income	70	36	59
Subtotal	<u>3,117</u>	<u>3,736</u>	<u>2,700</u>
Total revenues from property leasing.	<u>44,688</u>	<u>40,359</u>	<u>38,591</u>
Rental Expenses:			
Property management fees	6,031	5,816	5,406
Real estate taxes	3,615	3,554	3,579
Repairs and maintenance	1,364	1,798	1,184
Insurance	38	34	33
Other rental expenses	2,766	2,835	2,795
Depreciation and amortization	<u>7,399</u>	<u>7,181</u>	<u>7,167</u>
Total rental expenses	<u>21,215</u>	<u>21,220</u>	<u>20,166</u>
Operating Income from Property Leasing Activities. . .	<u><u>¥23,473</u></u>	<u><u>¥19,138</u></u>	<u><u>¥18,424</u></u>

Note 8 – Gains and Loss on Sales of Real Estate Properties

Gains and loss on sales of real estate properties for the periods ended June 30, 2021 and December 31, 2020 were as follows. No real estate properties were sold during the periods ended June 30, 2020.

For the six months ended June 30, 2021

NBF Shinkawa Bldg. (East Building and Residential Tower) 50% co-ownership interest	(Yen in millions)
Proceeds from sale of real estate property	¥5,950
Cost of sale of real estate property	4,220
Other related sale expenses	204
Gain on sale of real estate property	¥ 1,524

NBF Minami-Aoyama Bldg.	(Yen in millions)
Proceeds from sale of real estate property	¥31,600
Cost of sale of real estate property	31,538
Other related sale expenses	99
Loss on sale of real estate property	¥ 38

For the six months ended December 31, 2020

NBF Shinkawa Bldg. (East Building and Residential Tower) 50% co-ownership interest	(Yen in millions)
Proceeds from sale of real estate property	¥5,950
Cost of sale of real estate property	3,706
Other related sale expenses	854
Gain on sale of real estate property	¥ 1,388

Note 9 – Income Taxes

NBF is subject to income taxes in Japan. The effective tax rate on NBF's income was 0.00% for the periods ended June 30, 2021 and December 31, 2020, and 0.01% for the periods ended June 30, 2020. The following table summarizes the significant differences between the statutory tax rates and NBF's effective tax rates for financial statement purposes.

	For the six months ended June 30, 2021	For the six months ended December 31, 2020	For the six months ended June 30, 2020
Statutory tax rate	31.46%	31.46%	31.46%
Deductible dividends	(28.35)	(33.11)	(31.46)
Transfer to reserve for reduction entry	(3.11)	—	—
Reversal of reserve for reduction entry	—	1.64	—
Others	0.00	0.00	0.00
Effective tax rate	0.00%	0.00%	0.01%

NBF was established as an investment corporation under the Investment Trust Law of Japan, and as long as an investment corporation distributes to its unitholders at least 90% of earnings available for dividends for a period and other requirements prescribed in Japanese tax regulations are met, the investment corporation is allowed to deduct total amount of dividends in calculating its taxable income under Japanese tax regulations.

Note 10 – Per Unit Information

Information about earnings per unit for the periods ended June 30, 2021, December 31, 2020 and June 30, 2020 and net assets per unit as of June 30, 2021, December 31, 2020 and June 30, 2020 were as follows.

The computation of earnings per unit is based on the weighted average number of units outstanding during the period. The computation of net assets per unit is based on the number of units outstanding at each period end.

	For the six months ended June 30, 2021	For the six months ended December 31, 2020	For the six months ended June 30, 2020
Earnings per Unit:			
Net income per unit (Yen)	¥12,966	¥11,524	¥10,986
Weighted average number of units outstanding	1,652,500	1,498,886	1,412,000
	As of June 30, 2021	As of December 31, 2020	As of June 30, 2020
Net Assets per Unit (Yen)	¥405,368	¥403,401	¥383,810

Note 11 – Leases

As Lessor

NBF leases some of its real estate properties to outside parties under non-cancelable operating leases. As of June 30, 2021 and December 31, 2020, future minimum rental revenues under the non-cancelable operating leases are as follows:

	As of June 30, 2021	As of December 31, 2020
	(Yen in millions)	
Due within one year.....	¥ 20,770	¥ 18,398
Due after one year.....	33,784	32,715
Total.....	¥ 54,554	¥ 51,113

As Lessee

None applicable.

Note 12 – Transactions with Related Parties

(1) Parent Company and Major Corporate Unitholders

(For the six months ended June 30, 2021)

None applicable.

(For the six months ended December 31, 2020)

None applicable.

(For the six months ended June 30, 2020)

None applicable.

(2) Affiliates

(For the six months ended June 30, 2021)

None applicable.

(For the six months ended December 31, 2020)

None applicable.

(For the six months ended June 30, 2020)

None applicable.

(3) Sister Companies

(For the six months ended June 30, 2021)

None applicable.

(For the six months ended December 31, 2020)

None applicable.

(For the six months ended June 30, 2020)

None applicable.

(4) Directors and Major Individual Unitholders

(For the six months ended June 30, 2021)

None applicable.

(For the six months ended December 31, 2020)

None applicable.

(For the six months ended June 30, 2020)

None applicable

Note 13 – Investment and Rental Properties

NBF owns office buildings (including land) for rent in Tokyo and other areas. The carrying amounts, net changes in the carrying amounts and the fair value of the investment and rental properties are as follows.

(Yen in millions)

	For the six months ended June 30, 2021	For the six months ended December 31, 2020
Carrying amount (Note 1)		
Balance at beginning of the Fiscal Period	¥ 1,054,141	¥ 1,017,820
Amount of increase (decrease) during current period (Note 2)	197,261	36,320
Balance at end of the Fiscal Period	1,251,402	1,054,141
Fair value at end of the period (Note 3)	¥ 1,548,790	¥ 1,338,120

Notes:

1. Carrying amounts represent acquisition cost less accumulated depreciation.
2. The major increase in the fiscal period ended June 30, 2021 was mainly due to the acquisitions of 3 properties (Shinjuku Mitsui Bldg., Gran Tokyo South Tower and Ueno East Tower (additional acquisition), ¥233,422 million) and the major decrease was mainly due to sale of 2 properties (East Building and Residential Tower of NBF Shinkawa Bldg. (50% co-ownership interest) and NBF Minami-Aoyama Bldg., ¥35,759 million) and recognition of depreciation costs.
The major increase in the fiscal period ended December 31, 2020 was mainly due to the acquisitions of 4 properties (NBF Ogawamachi Bldg. (additional acquisition), OSAKI BRIGHT TOWER, Nagoya Mitsui Main Building (70% co-ownership interest) and Nagoya Mitsui New Building, ¥41,232 million) and the major decrease was mainly due to sale of a property (East Building and Residential Tower of NBF Shinkawa Bldg. (50% co-ownership interest), ¥3,706 million) and recognition of depreciation costs.

3. Fair value at end of the period is based on appraisals provided by independent real estate appraisers.

Information about profit and loss from investment and rental properties is disclosed in Note 7 (Rental Revenues and Expenses) and Note 8 (Gains and Loss on Sales of Real Estate Properties).

Note 14 – Segment Information

Segment Information

Segment information has been omitted as NBF has only one segment, which is real estate leasing business.

Related Information

(For the six months ended June 30, 2021)

1. Information by Products and Services

Disclosure of this information has been omitted as NBF has a single product/service line that accounts for more than 90% of total operating revenues.

2. Information by Geographic Areas

- (1) Operating revenues

Disclosure of this information has been omitted as total domestic revenues account for more than 90% of total operating revenues.

- (2) Real estate properties

Disclosure of this information has been omitted as total domestic real estate properties account for more than 90% of the book value of total real estate properties.

3. Information on Major Tenants

(Yen in millions)		
Tenant	Operating revenues	Related segment
Mitsui Fudosan Co., Ltd.	¥17,681	Real estate leasing business

Note: NBF leases properties to Mitsui Fudosan Co., Ltd. under a master lease agreement, and Mitsui Fudosan Co., Ltd. subleases such properties to subtenants. NBF leases other properties to Mitsui Fudosan Co., Ltd.

(For the six months ended December 31, 2020)

1. Information by Products and Services

Disclosure of this information has been omitted as NBF has a single product/service line that accounts for more than 90% of total operating revenues.

2. Information by Geographic Areas

- (1) Operating revenues

Disclosure of this information has been omitted as total domestic revenues account for more than 90% of total operating revenues.

- (2) Real estate properties

Disclosure of this information has been omitted as total domestic real estate properties account for more than 90% of the book value of total real estate properties.

3. Information on Major Tenants

(Yen in millions)

Tenant	Operating revenues	Related segment
Mitsui Fudosan Co., Ltd.	¥12,552	Real estate leasing business

Note: NBF leases properties to Mitsui Fudosan Co., Ltd. under a master lease agreement, and Mitsui Fudosan Co., Ltd. subleases such properties to subtenants. NBF leases other properties to Mitsui Fudosan Co., Ltd.

(For the six months ended June 30, 2020)

1. Information by Products and Services

Disclosure of this information has been omitted as NBF has a single product/service line that accounts for more than 90% of total operating revenues.

2. Information by Geographic Areas

(1) Operating revenues

Disclosure of this information has been omitted as total domestic revenues account for more than 90% of total operating revenues.

(2) Real estate properties

Disclosure of this information has been omitted as total domestic real estate properties account for more than 90% of the book value of total real estate properties.

3. Information on Major Tenants

(Yen in millions)

Tenant	Operating revenues	Related segment
Mitsui Fudosan Co., Ltd.	¥11,765	Real estate leasing business

Note: NBF leases properties to Mitsui Fudosan Co., Ltd. under a master lease agreement, and Mitsui Fudosan Co., Ltd. subleases such properties to subtenants. NBF leases other properties to Mitsui Fudosan Co., Ltd.

Note 15 – Asset Retirement Obligations

NBF owns real estate properties containing asbestos material and is obligated to remove those materials upon disposition of the properties. However, since sufficient information is not available to reasonably estimate the obligation amount due to uncertainty about the method and timing of settlement, asset retirement obligation is not recognized for the obligations to remove asbestos materials.

Note 16 – Significant Subsequent Events

1. Conclusion sale and purchase agreements regarding acquisition

NBF concluded sale and purchase agreements regarding acquisition of the following asset on August 16, 2021, and delivery is scheduled for September 30, 2021. An overview of the property as of the date of the conclusion of the agreements is as follows.

Name of property: IIDABASHI GRAND BLOOM

Category of asset: Real estate

Acquisition Price: ¥77,600 million

Seller: Mitsui Fudosan Co., Ltd

Acquisition date: September 30, 2021

Note:

1. NBF shall pay to the seller a penalty equivalent to 10% of the acquisition price in the event of the termination

of a contract due to a breach of its contractual obligations.

2. Conclusion sale and purchase agreements regarding disposition

NBF concluded sale and purchase agreements regarding disposition of the following assets on August 16, 2021, and delivery is scheduled for September 30, 2021 and January 31, 2022. An overview of the properties as of the date of the conclusion of the agreements is as follows.

In addition, NBF shall pay to the buyer a penalty equivalent to 20% of the acquisition price in the event of the termination of a contract due to a breach of its contractual obligations.

Name of property: NBF Nakanosakaue Sunbright Twin

Category of asset: Trust beneficiary interest and Real estate (Note 2)

Disposition Price: ¥40,000 million

Transferee: The Special Purpose Company (TMK)

Disposition date: September 30, 2021

Note:

2. Upon the disposition, the property will be established as property in trust on the same date of disposition date above, and the beneficiary interests in trust will be transferred.
3. In the sale and purchase agreement regarding disposition of the property, it is stipulated that the buyer may cancel the sale and purchase agreement regarding disposition of the property if either NBF Unix Bldg. or Sun Mullion NBF Tower will not be disposed by the date of disposition of the said property due to the cancellation of the sale and purchase agreement for either property.

Name of property: NBF Unix Bldg.

Category of asset: Trust beneficiary interest

Disposition Price: ¥4,900 million

Transferee: The Special Purpose Company (TMK)

Disposition date: September 30, 2021

Note:

4. In the sale and purchase agreement regarding disposition of the property, it is stipulated that the buyer may cancel the sale and purchase agreement regarding disposition of the property if either Nakanosakaue Sunbright Twin or Sun Mullion NBF Tower will not be disposed by the date of disposition of the said property due to the cancellation of the sale and purchase agreement for either property.

Name of property: Sun Mullion NBF Tower

Category of asset: Trust beneficiary interest

Disposition Price: ¥14,400 million

Transferee: The Special Purpose Company (TMK)

Disposition date: January 31, 2022

Note:

5. In the sale and purchase agreement regarding disposition of the property, it is stipulated that the buyer may cancel the sale and purchase agreement regarding disposition of the property if either Nakanosakaue Sunbright Twin or NBF Unix Bldg. will not be disposed due to the cancellation of the sale and purchase agreement for either property.

3. Disposition of Property

NBF concluded sale and purchase agreements regarding disposition of the following assets on August 16, 2021 and disposed on the same date.

Name of property: NBF Ochanomizu Bldg.

Category of asset: Real estate (Note 6)

Disposition Price: ¥16,100 million

Transferee: Hulic Co., Ltd.

Disposition date: August 16, 2021

Note:

6. Upon the disposition, the property was established as property in trust on the same date of disposition date above, and the beneficiary interests in trust was transferred.

III Appendix

■ Major Interested Parties

Nippon Building Fund Management Ltd. (Asset Management Company and Administrative Agent regarding the Management of Institutions, herein "NBFM")

NBFM, as Asset Management Company provided for in the Investment Trust Law of Japan, performs management of NBF's assets and undertakes management of the institutions of NBF. As of June 30, 2021, NBFM has been entrusted as an asset management company only by NBF.

Operation

- Undertakes asset management of NBF pursuant to an Asset Management Entrustment Agreement based on an entrustment from NBF in accordance with the Articles of Incorporation of NBF and the Investment Objects and Policies set forth therein.
- Undertakes management of the general affairs of the general meeting of unitholders and the Board of Directors as Administrative Agent regarding the Management of Institutions based on an entrustment from NBF and pursuant to an Agreement for General Administration Regarding the Management of Institutions.

Fees for the Asset Management Operation

Management Fee 1

The amount equivalent to 2.5% of the total amount of (i) rent, common area charges, parking lot charges, incidental income, facility charges, facility installation fees, delay damages, lease contract cancellation penalty or monies similar thereto and other leasing operating revenues arising from leasing operations, plus (ii) dividends, distributions or monies similar thereto and other proceeds attributable to Real Estate, etc. recorded by NBF (provided, however, that revenues from the sale of Real Estate, etc. will be excluded; hereinafter, "Leasing Revenues, etc." in this Paragraph) as calculated on each closing date (rounded down to the nearest yen) will be payable.

Management Fee 2

The amount equivalent to 3% of net income before income taxes (provided, however, that in the event a loss is carried forward, then the amount of income before income taxes remaining after the entire amount of such loss has been covered) prior to deduction of Management Fee 2 as calculated on each closing date (rounded down to the nearest yen; provided, however, that in the event of a negative amount, then 0 yen) will be payable.

Management Fee 3

In the event that Real Estate, etc. is newly acquired (in the event of merger by NBF, then succeeded by said merger) as Managed Assets, the amount of the acquisition price of said Real Estate, etc. (meaning the acquisition price of both land and buildings; in the event of the simultaneous acquisition of multiple units of Real Estate, etc., then the acquisition price of each Real Estate, etc., in the event of equity investment, then the equity investment amount, and in the event of merger by NBF, then the appraised value of each Real Estate, etc. succeeded by said merger at the time of the merger; provided, however, that national consumption tax, regional consumption tax and miscellaneous costs of acquisition or succession are excluded) multiplied by the following percentage rates, in principle, in total amount (rounded down to the nearest yen) will be payable; provided, however, that with the approval of the board of directors of NBF, compensation may be calculated using different rates not exceeding the following rates.

- The portion up to and including ¥10,000 million 0.5%
- The portion exceeding ¥10,000 million up to and including ¥30,000 million 0.2%
- The portion exceeding ¥30,000 million up to and including ¥50,000 million 0.05%
- The portion exceeding ¥50,000 million Nothing

Management Fee 4

In the event of sale of Real Estate, etc. owned as Managed Assets, the amount of the sales price of said Real Estate, etc. (in the event of the simultaneous sale of multiple units of Real Estate, etc., then the sales price of each Real Estate, etc.; provided, however, that national consumption tax, regional consumption tax and miscellaneous costs of sale are excluded) multiplied by the following percentage rates, in principle, in total amount (rounded down to the nearest yen) will be payable; provided, however, that with the approval of the board of directors of NBF, compensation may be calculated using different rates not exceeding the following rates.

- The portion up to and including ¥10,000 million 0.5%
- The portion exceeding ¥10,000 million up to and including ¥30,000 million 0.2%
- The portion exceeding ¥30,000 million up to and including ¥50,000 million 0.05%
- The portion exceeding ¥50,000 million nothing

History of NBFM

NBFM is an Asset Management Company which is a limited liability company duly established under the laws of Japan. Major events in the history of NBFM are as follows.

September 19, 2000	Established
November 17, 2000	Obtained license as a building lots and building transactions agent under the Building Lots and Building Transactions Law
January 29, 2001	Obtained approval as a discretionary transaction agent under the Building Lots and Building Transactions Law
February 15, 2001	Registered as a general real estate investment advisor under the Real Estate Investment Advisor Registration Regulations
March 7, 2001	Obtained approval as an Asset Management Company under the Investment Trust Law of Japan
March 22, 2001	Increased capital from ¥100 million to ¥198 million
May 23, 2001	Changed name (from "MF Asset Management Co., Ltd." to "Nippon Building Fund Management Ltd.")
June 16, 2001	Increased capital from ¥198 million to ¥495 million
September 30, 2007	Registered as a financial instruments firm with the Kanto Local Finance Bureau Chief (Financial Instruments) No. 371

List of Shareholders (as of June 30, 2021)

Name	Number of Shares Owned	Percent
Mitsui Fudosan Co., Ltd.	4,554	46.0%
Sumitomo Life Insurance Company	3,465	35.0
Sumitomo Mitsui Trust Bank, Limited	495	5.0
Sumitomo Mitsui Banking Corporation	495	5.0
Daido Life Insurance Company	297	3.0
Mitsui Sumitomo Insurance Co., Ltd.	297	3.0
Britel Fund Trustees Limited	297	3.0
Total	9,900	100.0%

Directors and Staff

As of June 30, 2021, the directors and corporate auditors of NBFM are as follows. The staff other than directors and auditors of NBFM is comprised of 33 persons.

Name of Directors and Auditors	Title
Yoshiyuki Tanabe	President & CEO (standing)
Hideki Shuto	Director, Head of Investment & Finance Group (standing)
Tetsuya Saito	Director, Head of Administration Group (standing)
Masahiko Okamoto	Director
Yusuke Ogata	Director
Yasuki Nozue	Corporate Auditor
Masayuki Hori	Corporate Auditor

Outline of Financial Condition

An outline of the financial condition of NBFM is as follows.

Outline of principal assets and liabilities for the most recent fiscal year:

As of March 31, 2021	(Yen in millions)
Total Assets	¥3,529
Total Liabilities	837
Total Net Assets	2,691

Independent auditor's report

To the Board of Directors of Nippon Building Fund Inc.:

Opinion

We have audited the accompanying financial statements of Nippon Building Fund Inc. (“the Corporation”), which comprise the balance sheets as at June 30, 2021 and December 31, 2020, and the statements of income, statements of changes in net assets and statements of cash flows for each of the six months ended, June 30, 2021, December 31, 2020 and June 30, 2020, and a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Corporation as at June 30, 2021 and December 31, 2020, and its financial performance and cash flows for each of the six months ended June 30, 2021, December 31, 2020 and June 30, 2020 in accordance with accounting principles generally accepted in Japan.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Corporation in accordance with the ethical requirements that are relevant to our audit of the financial statements in Japan, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 16 to the financial statements, which states that the Corporation entered into agreements regarding acquisition and disposition of properties, and disposed a property. Our opinion is not modified in respect of this matter.

Responsibilities of Management and Supervisory Directors for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Corporation's ability to continue as a going concern, disclosing, as applicable, matters related to going concern in accordance with accounting principles generally accepted in Japan.

Supervisory directors are responsible for overseeing the executive directors' performance of their duties with regard to the design, implementation and maintenance of the Corporation's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with auditing standards generally accepted in Japan will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of our audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, while the objective of the audit is not to express an opinion on the effectiveness of the Corporation's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Corporation's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Corporation to cease to continue as a going concern.
- Evaluate whether the presentation and disclosures in the financial statements are in accordance with accounting standards generally accepted in Japan, the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with executive director regarding, among other matters, the planned scope and timing of the audit, significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide executive director with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with him all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Interest required to be disclosed by the Certified Public Accountants Act of Japan

We do not have any interest in the Corporation which is required to be disclosed pursuant to the provisions of the Certified Public Accountants Act of Japan.

松本大明 

Hiroaki Matsumoto

Designated Engagement Partner

Certified Public Accountant

町内知明 

Tomoaki Takeuchi

Designated Engagement Partner

Certified Public Accountant

KPMG AZSA LLC

Tokyo Office, Japan

September 29, 2021

DISCLAIMER

This document has been prepared solely for the purpose of providing U.K. and Dutch investors with certain information under Article 23 of the European Alternative Investment Fund Managers Directive (European Directive 2011/61/EU) (the “AIFMD”) as implemented in their respective jurisdictions. Accordingly, you should not use this document for any other purpose.

Netherlands

The units of Nippon Building Fund Inc. (“NBF” or the “AIF”) are being marketed in the Netherlands under Section 1:13b of the Dutch Financial Supervision Act (*Wet op het financieel toezicht*, or the “Wft”). In accordance with this provision, Nippon Building Fund Management Ltd. (the “AIFM”) has submitted a notification with the Dutch Authority for the Financial Markets. The units of NBF will not, directly or indirectly, be offered, sold, transferred or delivered in the Netherlands, except to or by individuals or entities that are qualified investors (*gekwalficeerde beleggers*) within the meaning of Article 1:1 of the Wft, and as a consequence neither the AIFM nor NBF is subject to the license requirement pursuant to the Wft. Consequently, neither the AIFM nor NBF is subject to supervision of the Dutch Central Bank (*De Nederlandsche Bank*, “DNB”) or the Netherlands Authority for Financial Markets (*Autoriteit Financiële Markten*, the “AFM”) and this Article 23 AIFMD Prospectus is not subject to approval by the AFM. No approved prospectus is required to be published in the Netherlands pursuant to Article 3 of the Regulation (EU) 2017/1129 (the “Prospectus Regulation”) as amended and applicable in the Netherlands. The AIFM is therefore solely subject to limited ongoing regulatory requirements as referred to in Article 42 of the AIFMD.

United Kingdom

Units of NBF are being marketed in the United Kingdom pursuant to Article 59 of the United Kingdom Alternative Investment Fund Managers Regulations 2013. In accordance with this provision, the AIFM has notified with the Financial Conduct Authority (the “FCA”) of its intention to offer these units in the United Kingdom.

For the purposes of the United Kingdom Financial Services and Markets Act 2000 (“FSMA”) NBF is an unregulated collective investment scheme which has not been authorized by the FCA.

Accordingly, any communication of an invitation or inducement to invest in NBF may only be made to (i) investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended, or “the Order”; or (ii) high net worth companies falling within Articles 49(2)(a) to (d) of the Order and other persons to whom it may lawfully be communicated (all such persons referred to under (i) and (ii) of this paragraph, together being referred to as “Relevant Persons”). In the United Kingdom, this document and its contents are directed only at Relevant Persons and must not be acted on or relied on by persons who are not Relevant Persons. The transmission of this document and its contents in the United Kingdom to any person other than a Relevant Person is unauthorized and may contravene the FSMA and other United Kingdom securities laws and regulations.

European Economic Area and United Kingdom

In addition to the restrictions under the AIFMD, the Units of NBF are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (“EEA”) or the United Kingdom. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, “MiFID II”); (ii) a customer within the meaning of Directive (EU) 2016/97, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the Prospectus Regulation, as amended. Consequently no key information document required by Regulation (EU) No 1286/2014 (the “PRIIPs Regulation”) for offering or selling the Units of NBF or otherwise making them available to retail investors in the EEA or the United Kingdom has been prepared and therefore offering or selling the Units of NBF or otherwise making them available to any retail investor in the EEA or the United Kingdom may be unlawful under the PRIIPs Regulation.

Article 23 (1)(a)	
Objectives of the AIF.	<p>Nippon Building Fund Inc. (“NBF” or the “AIF”) invests in office buildings in the Tokyo Central Business Districts (“CBDs”, which comprises the 23 wards of Tokyo), Other Greater Tokyo Areas (neighboring cities within Tokyo other than the 23 wards, as well as cities within the neighboring prefectures of Kanagawa, Chiba, Saitama, Ibaraki, Gunma and Tochigi prefectures, including the cities of Yokohama, Kawasaki, Chiba, Kashiwa and Saitama) and Other Cities (principal regional cities, including Sapporo, Sendai, Niigata, Shizuoka, Hamamatsu, Nagoya, Kyoto, Osaka, Kobe, Okayama, Hiroshima, Takamatsu, Fukuoka and Kumamoto).</p> <p>The basic policy of NBF is to operate assets with the objective of assuring steady growth and stable profits for the mid to long term.</p>
Investment strategy.	<p>The investment strategy of NBF aims to assure steady growth of and stable profits from NBF’s portfolio for the mid to long term by considering the proportion of Japan’s office stock by region. Specifically, the strategy divides the investment area into three areas consisting of Tokyo CBDs, Other Greater Tokyo Areas and Other Cities in such manner that 70% or more of total investment assets is allocated to Tokyo CBDs and Other Greater Tokyo Areas and 30% or less to Other Cities. The purpose of this area diversification is to minimize cash flow risks such as those due to earthquakes and risk of vacancies. In general, NBF fully exploits its unique characteristics when conducting investment activities. It is one of the largest listed J-REITs on the Tokyo Stock Exchange in terms of total assets, and is able to take advantage of Mitsui Fudosan Group’s powerful information network, as well as the industry knowledge and familiarity that it has cultivated itself. NBF investment strategy focuses on expanding its asset portfolio by making aggressive acquisitions and flexible dispositions mainly of highly competitive office buildings, primarily in Tokyo CBDs while conducting appropriate risk management.</p>
Types of assets the AIF may invest in.	<p>Real estate, trust beneficiary interests in real estate, real estate securities, specified assets and other assets.</p>
Techniques it may employ and all associated risks.	<p>NBF achieves its objective by investing in real estate consisting of buildings primarily used for offices with their underlying land located in the Tokyo CBDs, Other Greater Tokyo Areas and Other Cities. NBF also invests in securities, beneficiary certificates representing beneficial interests in trusts and other assets backed by office properties.</p> <p>The principal risks with respect to investment in NBF are as follows:</p> <ul style="list-style-type: none"> (1) General Risks <ul style="list-style-type: none"> (a) Risks concerning NBF’s ability to make cash distributions (b) Risks concerning resale or redemption of investment units or investment corporation bonds

- (c) Risks concerning market price fluctuations of the investment units or investment corporation bonds
- (d) Risks concerning changes to treatment of investment corporations under legal, taxation and other systems
- (e) Risks concerning dilution of per-unit value through the issuance of new investment units
- (f) Risks concerning merger of investment corporations

(2) Risks Related to Product Structure and Affiliates of NBF

- (a) Risks concerning investment units or investment corporation bonds as financial products
- (b) Risks concerning fluctuations in revenues, expenditures and cash flow
- (c) Risks concerning loan-to-value ratio
- (d) Risks concerning borrowings and investment corporation bonds
- (e) Risks concerning insider trading
- (f) Risks concerning the asset manager
- (g) Risks concerning office management service providers
- (h) Risks concerning dependency on NBF's affiliates
- (i) Risks concerning conflict of interests between NBF and other corporations involved with the management of NBF
- (j) Risks concerning changes to NBF's investment policy
- (k) Risks concerning tenant leasehold deposits and security deposits
- (l) Risks of NBF going bankrupt or its registration being cancelled
- (m) Risks arising from bankruptcy of the seller of properties

(3) Risks Related to Real Estate

- (a) Risks concerning illiquidity in the real estate market and transactional costs
- (b) Risks concerning the defective title, design, construction (such as piles and beams), quality of materials or other non-conformity or problems in the properties
- (c) Risks concerning competition in acquisition of properties
- (d) Risks concerning competition in seeking tenants
- (e) Risks concerning co-owned properties
- (f) Risks concerning compartmentalized ownership of buildings
- (g) Risks concerning properties on leased lands
- (h) Risks concerning leased properties
- (i) Risks concerning properties not in operation (including properties under development)

- (j) Risks concerning hazardous materials and radioactive contamination
 - (k) Risks concerning strict environmental liabilities for the properties
 - (l) Risks concerning reliance on expert appraisals and engineering, environmental and seismic reports as well as industry and market data
 - (m) Risks concerning lease contracts in Japan
 - (n) Risks concerning building damage and loss due to fire, explosion, lightning, wind, hail, snow, floods, electrical and mechanical hazards and other unexpected accidents
 - (o) Risks concerning building damage and loss due to fire, explosion and collapse caused by earthquakes and other disasters such as eruptions, tsunami and liquefaction
 - (p) Risks concerning the concentration of properties in the portfolio in certain areas
 - (q) Risks concerning tenants' financial status and insolvency
 - (r) Risks concerning fluctuation of profits due to a limited number of tenants
 - (s) Risks concerning subleases
 - (t) Risks concerning ownership liabilities related to real estate
 - (u) Risks concerning repair and maintenance costs related to real estate
 - (v) Risks concerning liability as the seller of properties
 - (w) Risks related to holding partnership interests
 - (x) Risks concerning complexity of ownership and other interests of properties and inaccuracy of real estate registration
 - (y) Risks concerning administrative rules and regulations and prefectural or municipal ordinances for real estate
 - (z) Risks concerning establishment of new or revisions of existing laws and regulations
 - (aa) Risks concerning conclusion of post-dated sale agreements (forward commitment contracts)
 - (bb) Risks concerning acquisition and disposition
- (4) Risks Related to Trust Beneficiary Rights
- (a) Risks concerning investments in trust beneficiary interests
 - (b) Risks concerning liquidity of beneficiary interests
 - (c) Risks concerning insolvency of the trustee
- (5) Risks Related to Taxation
- (a) Risks of failure to satisfy pass-through requirements due to inability to pay dividends and other reasons

	<ul style="list-style-type: none"> (b) Risks of failure to satisfy pass-through requirements due to excessive amount of tax burden (c) Risk of additional tax liability as a result of a tax audit, which could, among other things, retroactively cause us to fail to satisfy pass-through requirements (d) Risks that preferential tax measures associated with real estate acquisitions cannot be applied (e) Risks of failure to satisfy pass-through requirements due to treatment of NBF as a family corporation under Japanese tax law. (f) Risks of failure to satisfy pass-through requirements due to borrowings from companies or individuals other than institutional investors (g) Risks of failure to satisfy pass-through requirements due to the composition of investors (h) Risks concerning revisions of the general taxation system (i) Risks that tax burdens will increase due to discrepancies between accounting treatment and tax treatment <p>(6) Risks Related to Disasters and Spread of Infection</p>
Any applicable investment restrictions.	<p>NBF is subject to investment restrictions under Japanese laws and regulations (e.g., the Act on Investment Trusts and Investment Corporations (the “ITA”), the Financial Instruments and Exchange Act (the “FIEA”)) as well as its articles of incorporation.</p> <p>NBF must invest primarily in specified assets as defined in the ITA. Specified assets include, but are not limited to, securities, real estate, leaseholds of real estate, surface rights (<i>chijō-ken</i>) (i.e., right to use land for the purpose of having a structure on it) or trust beneficiary interests for securities or real estate, leaseholds of real estate or surface rights. A listed J-REIT must invest substantially all of its assets in real estate, real estate-related assets and liquid assets as provided by the listing requirements. Real estate in this context includes, but is not limited to, real estate, leaseholds of real estate, surface rights, and trust beneficiary interests for these assets, and real estate-related assets in this context include, but are not limited to, anonymous association (<i>tokumei kumiai</i>) interests for investment in real estate. Pursuant to the ITA, investment corporations may not independently develop land for housing or to construct buildings, but must outsource such activities.</p>
Circumstances in which the AIF may use leverage.	<p>NBF may take out loans or issue long-term or short-term investment corporation bonds for the purpose of investing in properties, conducting repairs and related work, paying cash distributions, operating capital, repaying obligations (including repayment of tenant leasehold or security deposits, and obligations related to loans or long-term or short-term investment corporation bonds) and other activities.</p>

<p>The types and sources of leverage permitted and associated risks.</p>	<p>Loans or investment corporation bonds. Currently, all of NBF's outstanding long- and short-term loans as well as outstanding investment corporation bonds are unsecured and unguaranteed.</p> <p>Loans or investment corporation bonds in which NBF enters or NBF issues may be subject to restrictive covenants in connection with any future indebtedness that may restrict operations and limit its ability to make cash distributions to unitholders, to dispose of properties or to acquire additional properties. Furthermore, if NBF were to violate such restrictive covenants, such as with regard to debt service coverage or loan-to-value ratios, lenders may be entitled to require NBF to collateralize portfolio properties or demand that the entire outstanding balance be paid.</p> <p>In the event of an increase in interest rates, to the extent that NBF has any debt with unhedged floating rates of interest or NBF incurs new debt, interest payments may increase, which in turn could reduce the amount of cash available for distributions to unitholders. Higher interest rates may also limit the capacity for short- and long-term borrowings, which would in turn limit NBF's ability to acquire properties, and could cause the market price of the units to decline.</p>
<p>Any restrictions on leverage.</p>	<p>The maximum amount of each loan and investment corporation bond issuance will be 1 trillion yen, and the aggregate amount of all such debt will not exceed 1 trillion yen.</p>
<p>Any restrictions on collateral and asset reuse arrangements.</p>	<p>No applicable arrangements.</p>
<p>Maximum level of leverage which the AIFM is entitled to employ on behalf of the AIF.</p>	<p>NBF has set an upper limit of 56% as a general rule for its loan-to-value, or LTV, ratio, which is the ratio of (x) the aggregate principal amount of borrowings and investment corporation bonds to (y) the total assets of NBF's portfolio, in order to operate with a stable financial condition. NBF may, however, temporarily exceed such levels as a result of property acquisitions or other events.</p>
<p>Article 23(1) (b)</p>	
<p>Procedure by which the AIF may change its investment strategy / investment policy.</p>	<p>Amendment of the articles of incorporation. Amendment requires a quorum of a majority of the total issued units and at least a two-thirds vote of the voting rights represented at the meeting. Unitholders should note, however, that under the ITA and our articles of incorporation, unitholders who do not attend and exercise their voting rights at a general meeting of unitholders are deemed to be in agreement with proposals submitted at the meeting, except in cases where contrary proposals are also being submitted. Additionally, the guidelines of the AIFM, which provide more detailed policies within NBF's overall investment</p>

	strategy and policy, can be modified without such formal amendment of the articles of incorporation.
Article 23(1) (c)	
Description of the main legal implications of the contractual relationship entered into for the purpose of investment, including jurisdiction, applicable law, and the existence or not of any legal instruments providing for the recognition and enforcement of judgments in the territory where the AIF is established.	<p>NBF has entered into the following agreements with Mitsui Fudosan Co., Ltd.:</p> <ul style="list-style-type: none"> • Master lease agreement under which NBF leases properties to Mitsui Fudosan Co., Ltd. under a master lease agreement, and Mitsui Fudosan Co., Ltd. subleases such properties to subtenants; • Direct lease agreements with Mitsui Fudosan Co., Ltd. as tenant; • Purchase and sale agreements regarding certain NBF assets originally held by Mitsui Fudosan Co., Ltd., and management contracts with regard to such assets; and • Agreements for the development of certain properties. <p>NBF has entered into the following agreements with Sumitomo Mitsui Trust Bank, Limited:</p> <ul style="list-style-type: none"> • A custody agreement regarding NBF's assets; • A transfer agent agreement regarding the units; • Loan agreements over certain of our short- and long-term loans; • Agreements establishing Sumitomo Mitsui Trust Bank, Limited as the trustee for certain trust beneficiary rights held by NBF; and • Various agreements related to our investment corporation bond offerings. <p>NBF has entered into the following agreements with Sumitomo Life Insurance Company:</p> <ul style="list-style-type: none"> • Loan agreements over certain of our long-term loans; • Lease agreements for certain properties with Sumitomo Life Insurance Company as tenant; and • Purchase and sale agreements regarding certain NBF assets originally held by Sumitomo Life Insurance Company. <p>All of the above agreements are governed by Japanese law.</p> <p>NBF is not involved in or threatened by any legal arbitration, administrative or other proceedings, the results of which might, individually or in the aggregate, be material.</p> <p>NBF is a corporate-type investment trust in the form of investment corporation (toshi hojin) provided for under the ITA. Therefore, the relationship between NBF and its unitholders is governed by NBF's articles of incorporation (as opposed to individual agreements), which can be amended from time to time upon resolution of a general unitholders' meeting. NBF's articles of incorporation stipulate rules relating to general unitholders meetings, including the convocation, setting of record date, exercise of voting rights, resolutions and election of NBF's directors.</p>

	<p>The relationship between NBF and its unitholders is also governed by, and is subject to the provisions of, Japanese law, including the ITA.</p> <p>The courts in Japan would recognize as a valid judgment any final and conclusive civil judgment for monetary claims (which, for this purpose, are limited to those of a purely civil nature and do not include monetary claims of the nature of criminal or administrative sanction, such as punitive damages, even though they take the form of civil claims) against NBF obtained in a foreign court provided that (i) the jurisdiction of such foreign court is admitted under the laws of Japan, (ii) NBF has received service of process for the commencement of the relevant proceedings, otherwise than by a public notice or any method comparable thereto, or has appeared without any reservation before such foreign court, (iii) neither such judgment nor the relevant proceeding is repugnant to public policy as applied in Japan, (iv) there exists reciprocity as to the recognition by such foreign court of a final judgment obtained in a Japanese court and (v) there is no conflicting judgement on the subject matter by any Japanese court.</p>
Article 23(1) (d)	
<p>The identity of the AIFM, AIF's depositary, auditor and any other service providers and a description of their duties and the investors' rights thereto.</p>	<ul style="list-style-type: none"> • AIFM (Asset Manager): Nippon Building Fund Management Ltd. The AIFM provides services related to management and operation of assets, financing of the AIF, reporting to the AIF, and other matters delegated by the AIF. • Auditor: KPMG AZSA LLC The Auditor audits financial statements, prepares audit reports, and report to the supervisory directors if it finds any misconduct or any material fact that is in violation of laws and regulations or the articles of incorporation with regard to execution of the duties of the executive director. • Custodian and Transfer Agent: Sumitomo Mitsui Trust Bank, Ltd. The Custodian provides administrative services related to custody of assets and related documents. The Transfer Agent provides administrative services related to unitholders' roster, issuance of the investment units, payments of cash distributions to unitholders and addressing unitholders' claims, offers and notices. <p>Service providers owe contractual obligations under their respective agreements with the AIF or AIFM, as the case may be. In addition, the FIEA provides that an asset manager owes a J-REIT a fiduciary duty and must conduct its activities as the asset manager in good faith. The FIEA also prohibits an asset manager from engaging in certain specified conduct, including entering into transactions outside the ordinary course of business or with related parties of the asset manager that are contrary to or violate the J-REIT's interests. Pursuant to the ITA,</p>

	the unitholders have the right to approve the execution or termination of the asset management agreement at a general meeting of unitholders.
Article 23(1) (e)	
Description of how the AIFM complies with the requirements to cover professional liability risks (own funds / professional indemnity insurance).	Not applicable.
Article 23(1) (f)	
Description of any delegated management function such as portfolio management or risk management and of any safekeeping function delegated by the depositary, the identification of the delegate and any conflicts of interest that may arise from such delegations.	Not applicable. There is no delegation of such functions beyond the AIFM, which is responsible for portfolio and risk management, and the Custodian, which is responsible for safekeeping activities.
Article 23(1) (g)	
Description of the AIF's valuation procedure and pricing methodology, including the	NBF makes investment decisions based on its investment strategies and in accordance with its articles of incorporation and based on the results of due diligence, including the valuation of properties and consideration of the property appraisal value. The methods and standards that NBF uses for the evaluation of assets are based on the Regulations Concerning the Calculations of Investment Corporations, as well as the Regulations Concerning Real Estate Investment Trusts and Real Estate Investment Corporations and other regulations stipulated

<p>methods used in valuing hard-to-value assets.</p>	<p>by ITA, in addition to Japanese GAAP. J-REITs may only use the valuation methods prescribed in the rules of the Investment Trusts Association, Japan, which emphasize market price valuation.</p> <p>Regarding hard to value assets, such assets comprise tenant security deposits including trust accounts. Security deposits from tenants are not subject to fair value disclosure because they are not marketable, and actual deposit period is not estimable as leases may be cancelled, renewed or re-signed even if a lease term is set in the lease contract. This makes a reasonable estimate of future cash flows difficult. Valuation of such hard to value assets is included in the notes to our financial statements.</p> <p>If asset valuation methods other than those mentioned in the paragraphs above are to be used in order to determine values for asset management reports, etc., valuation shall be conducted in the following manner.</p> <p>(1) Real estate, real estate leasehold rights and surface rights</p> <p>In principle, valuation shall be based on the appraisal by a real estate appraiser.</p> <p>(2) Trust beneficiary interests and equity interests in anonymous associations and voluntary associations</p> <p>Valuation shall be made by calculating the value of the equity interests in anonymous associations or voluntary associations in relation to real estate, real estate leasehold rights or surface rights, or the value of the trust beneficiary interests obtained by subtracting the amount of liabilities from the aggregate value of assets after (i) determining valuation as described in (1) above with respect to trust assets or the assets of anonymous associations composed of real estate, real estate leasehold rights or surface rights and (ii) determining valuation in accordance with general accepted accounting principles in Japan with respect to trust assets or the assets of anonymous associations or voluntary associations composed of financial assets.</p>
<p>Article 23(1) (h)</p>	
<p>Description of the AIF's liquidity risk management, including redemption rights in normal and exceptional circumstances and existing</p>	<p>NBF seeks to manage the capital resources and liquidity sources to provide adequate funds for current and future financial obligations and other cash needs and acquisitions. NBF has entered into credit lines in the amount of 52 billion yen as of December 31, 2019, and has entered into loans and has issued investment corporation bonds in the past. While loans and investment corporation bonds are exposed to liquidity risk, such risk is managed in ways such as by diversifying the means of funding and lending institutions, dispersing repayment dates, establishing committed credit lines, and keeping sufficient liquidity in hand.</p>

redemption arrangements with investors.	NBF is a closed-end investment corporation, and unitholders are not entitled to request the redemption of their investment.								
Article 23(1) (i)									
Description of all fees, charges and expenses and a maximum amount which is directly / indirectly borne by the investors.	<ul style="list-style-type: none"> • Compensation: The articles of incorporation provide that the AIF may pay its executive and supervisory officers up to 700,000 yen per month. The board of officers is responsible for determining a reasonable compensation amount for the executive officer and each of the supervisory officers. • Asset Management Fee: The AIF will pay the Asset Manager an asset management fee as follows: <p>Management Fees 1 – The amount equivalent to 2.5% of the amount of the revenue arising from real estate, real estate-related and real estate-backed assets (“Real Estate”) as calculated on each closing date (provided, however, that revenues from the sale of Real Estate and other managed assets will be excluded) will be payable.</p> <p>Management Fees 2 – The amount equivalent to 3% of income before income tax (provided, however, that in the event a loss is carried forward, then the amount of income before income taxes remaining after such loss has been covered) prior to deduction of Management Fees 2 as calculated on each closing date will be payable.</p> <p>Management Fees 3 – In the event that Real Estate is newly acquired (or acquired in connection with a merger executed by NBF), compensation equivalent to the total amount of the acquisition price of said Real Estate (meaning the acquisition price of both land and buildings, and in the event of the simultaneous acquisition of multiple units of Real Estate, the acquisition price of each item, provided, however, that national consumption tax, regional consumption tax and miscellaneous costs of acquisition are excluded) multiplied by the following percentage rates will, in principle, be payable, provided, however, that with the approval of the officers of NBF, compensation may be calculated using different rates not exceeding the following rates.</p> <table> <tr> <td>The portion up to and including ¥10,000 million</td><td>0.5%</td></tr> <tr> <td>The portion exceeding ¥10,000 million up to and including ¥30,000 million</td><td>0.2%</td></tr> <tr> <td>The portion exceeding ¥30,000 million up to and including ¥50,000 million</td><td>0.05%</td></tr> <tr> <td>The portion exceeding ¥50,000 million.....</td><td>nothing</td></tr> </table>	The portion up to and including ¥10,000 million	0.5%	The portion exceeding ¥10,000 million up to and including ¥30,000 million	0.2%	The portion exceeding ¥30,000 million up to and including ¥50,000 million	0.05%	The portion exceeding ¥50,000 million.....	nothing
The portion up to and including ¥10,000 million	0.5%								
The portion exceeding ¥10,000 million up to and including ¥30,000 million	0.2%								
The portion exceeding ¥30,000 million up to and including ¥50,000 million	0.05%								
The portion exceeding ¥50,000 million.....	nothing								

Management Fees 4 – In the event that Real Estate is sold, compensation equivalent to the total amount of the sale price of said Real Estate (or the sale price of each unit, in the event where multiple units of said Real Estate are sold simultaneously), excluding the national consumption tax, regional consumption tax and miscellaneous costs of the sale, multiplied by one the following applicable percentage rates will, in principle, be payable; provided, however, that with the approval of the officers of NBF, different rates not exceeding the following rates may be used.

The portion up to and including ¥10,000 million	0.5%
The portion exceeding ¥10,000 million up to and including ¥30,000 million	0.2%
The portion exceeding ¥30,000 million up to and including ¥50,000 million	0.05%
The portion exceeding ¥50,000 million.....	nothing

In addition to the above, NBF will pay the Asset Manager a management agent fee as follows: 3,000,000 yen per year for services related to the meetings of the board of officers and 5,000,000 yen per meeting for services related to the meeting of unitholders.

- Custodian Fee: The AIF will pay the Custodian as follows:

A yearly fee calculated as follows:

The amount of total assets as indicated at the beginning of the period trial balance x 0.01%

- Transfer Agent Fee (Standard Fee):

Standard transfer agent fees are for services such as the preparation, maintenance and storage of NBF's unitholder register; and preparation of materials concerning end-of-period unitholder statistical data (number of unitholders, total units held, distribution per geographic area). Monthly standard fees are determined by calculating one sixth of the total number of unitholders falling under each section as shown below. There is a minimum monthly fee of ¥200,000.

Up to 5,000.....	480 yen
5,001 to 10,000.....	420 yen
10,001 to 30,000.....	360 yen
30,001 to 50,000.....	300 yen
50,001 to 100,000.....	260 yen
More than 100,001.....	225 yen

NBF also pays certain *de minimis* fees in addition to the standard fee in connection with the administration and handling of distributions (minimum of 350,000 yen per distribution) and other shareholder related functions.

- Auditor Fee:

NBF may pay the accounting auditor up to ¥20 million per fiscal period. The board of officers is responsible for determining the compensation amount for the accounting auditor.

- Accounting Service Fee

One 12th of the following in either (1) or (2) below each month:

(1) A fixed amount of 10,170,000 yen.

(2) A variable amount calculated at April 1 and October 1 of each year in accordance with the following:

Fewer than 30

properties..... 780,000 yen per property

Between 30 and 60

properties..... 590,000 yen per property

More than 60

properties..... 390,000 yen per property

- Miscellaneous

NBF also pays fees to certain service providers in connection with:

- Administration of special accounts;
- Office management;
- Property control;
- Property transfer;
- Referral of tenants;
- Property development;
- Tax administration; and
- Administration for investment corporation bonds governance

Article 23(1) (j)

Description of the AIFM's procedure to ensure fair treatment of investors and details of any

Under Article 77 paragraph 4 of the ITA, which applies the requirements of Article 109 paragraph 1 of the Companies Act to investment corporations, investment corporations are required to treat unitholders equally depending on the number and content of units held. In addition, upon liquidation, the allotment of residual assets to unitholders is required to be made equally depending on the number units held under Article 77 paragraph 2 item 2 and Article 158 of the ITA.

preferential treatment received by investors, including detailing the type of investors and their legal or economic links with the AIF or AIFM.	
Article 23(1) (k)	
The latest annual report referred to in Article 22(1).	Additional information may be found in our most recent semi-annual report prepared in accordance with Article 22 of the AIFMD, which is available at the Asset Manager's office located at 16th Floor, Muromachi Furukawa Mitsui Building, 3-1, Nihonbashi Muromachi 2-chome, Chuo-ku, Tokyo, 103-0022, Japan.
Article 23(1) (l)	
The procedure and conditions for the issue and sale of the units.	NBF is authorized under the articles of incorporation to issue up to 4 million units. Its units have been listed on the Tokyo Stock Exchange since September 10, 2001. Secondary market sales and transfers of units will be conducted in accordance with the rules of the Tokyo Stock Exchange. Unit prices on the Tokyo Stock Exchange are determined on a real-time basis by the equilibrium between bids and offers. The Tokyo Stock Exchange sets daily price limits, which limit the maximum range of fluctuation within a single trading day. Daily price limits are set according to the previous day's closing price or special quote.
Article 23(1) (m)	
Latest net asset value of the AIF or latest market price of the unit or share of the AIF.	NBF's unit's latest market price is publicly available at the Tokyo Stock Exchange or from financial information vendors at https://www.reuters.com/finance/stocks/overview?symbol=8951.T

Article 23(1) (n)				
Details of the historical performance of the AIF, where available.	The units of NBF were listed on the Tokyo Stock Exchange on September 10, 2001.			
	The most recent five fiscal period performance of the units is as follows.			
	Fiscal period (six months ended)	Total Assets (JPY million)	Total Net Assets (JPY million)	Net Assets per unit (base value) (JPY)
	June 30, 2021	1,305,388	669,870	405,368
	December 31, 2020	1,197,435	666,620	403,401
	June 30, 2020	1,044,475	541,940	383,810
	December 31, 2019	1,042,753	541,975	383,384
June 30, 2019	1,043,765	541,338	383,384	
Article 23(1) (o)				
Identity of the prime broker, any material arrangements of the AIF with its prime brokers, how conflicts of interest are managed with the prime broker and the provision in the contract with the depositary on the possibility of transfer and reuse of AIF assets, and information about any transfer of liability to the prime broker that may exist.	No applicable prime broker.			
Article 23(1) (p)				
Description of how and when periodic disclosures will be made in relation to	The AIFM will disclose the matters described in Articles 23(4) and 23(5) periodically through its Internet website and semi-annual report.			

leverage, liquidity and risk profile of the assets, pursuant to Articles 23(4) and 23(5).	
Article 23(2)	
The AIFM shall inform the investors before they invest in the AIF of any arrangement made by the depositary to contractually discharge itself of liability in accordance with Article 21(13).	Not applicable.
The AIFM shall also inform investors of any changes with respect to depositary liability without delay.	Not applicable.
Article 23(4)(a)	
Percentage of the AIF's assets which are subject to special arrangements arising from their illiquid nature. The percentage shall be calculated as the net value of those assets subject to special arrangements divided by the net asset value of the AIF concerned.	There are no assets that are subject to special arrangements arising from their illiquid nature.
Overview of any special arrangements, including whether they relate to side pockets, gates or other arrangements.	There are no such special arrangements.

Valuation methodology applied to assets which are subject to such arrangements.	There are no such special arrangements.
How management and performance fees apply to such assets.	There are no such special arrangements.
Article 23(4)(b)	
Any new arrangements for managing the liquidity of the AIF.	Any new arrangements or change in applicable arrangements will be disclosed at an appropriate time.
For each AIF that the AIFM manages that is not an unleveraged closed-end AIF, notify to investors whenever they make changes to its liquidity management systems (which enable an AIFM to monitor the liquidity risk of the AIF and to ensure the liquidity profile of the investments of the AIF complies with its underlying obligations) that are material in accordance with Article 106(1) of Regulation (EU) No 231/2013 (ie. there is a substantial likelihood that a reasonable investor, becoming aware of such information, would reconsider its investment in the AIF, including because such information could impact an investor's ability to exercise its rights in relation to its investment, or otherwise prejudice the interests of one or more investors in the AIF).	Any new arrangements or change in applicable arrangements will be disclosed at an appropriate time.
Immediately notify investors where they activate gates, side pockets or similar special arrangements or where they decide to suspend redemptions.	Any new arrangements or change in applicable arrangements will be disclosed at an appropriate time.
Overview of changes to liquidity arrangements, even if not special arrangements.	Any new arrangements or change in applicable arrangements will be disclosed at an appropriate time.

Terms of redemption and circumstances where management discretion applies, where relevant.	NBF is a closed-end investment corporation, and unitholders are not entitled to request the redemption of their investment.
Also any voting or other restrictions exercisable, the length of any lock-up or any provision concerning 'first in line' or 'pro-rating' on gates and suspensions shall be included.	There are no voting or other restrictions on the rights attaching to units.
Article 23(4)(c)	
The current risk profile of the AIF and the risk management systems employed by the AIFM to manage those risks.	<p>The appropriateness and effectiveness of the risk management structure are regularly evaluated and enhanced by the AIFM.</p> <p>Deposits are exposed to risks of failure of the financial institution holding the deposit and other credit risks, but such risks are controlled by striving to diversify the financial institutions holding the deposits.</p> <p>Funds from debts and investment corporation bonds are mainly used for asset acquisition or debt repayment, etc. While loans and investment corporation bonds are exposed to liquidity risk, such risk is managed in ways such as by diversifying the means of funding and lending institutions, dispersing repayment dates, establishing committed credit lines, and keeping sufficient liquidity in hand. Our credit line is in the amount of 52 billion yen; no amount has been drawn down as of December 31, 2019.</p> <p>Debt with a floating interest rate is exposed to interest rate fluctuation risks, but the impact that interest rate rises have on the operations is limited by maintaining the proportion of debt that is long-term fixed-rate debt at high levels, and setting a procurement limit depending on the economic and financial environment, terms of lease agreements with tenants, asset holding period and other factors.</p> <p>Furthermore, derivative transactions (interest rate swap transactions) are available as hedging instruments to mitigate the risks of rises in floating interest rates.</p> <p>Tenant security deposits are exposed to liquidity risk arising from vacating of properties by tenants due to the termination of contract.</p>

	NBF manages this risk by monitoring forecasted cash flows on a monthly basis to ensure it has sufficient funds.
Measures to assess the sensitivity of the AIF's portfolio to the most relevant risks to which the AIF is or could be exposed.	No such measures have been implemented.
If risk limits set by the AIFM have been or are likely to be exceeded and where these risk limits have been exceeded a description of the circumstances and the remedial measures taken.	No such situation has occurred.
Article 23(5)(a)	
Any changes to the maximum amount of leverage which the AIFM may employ on behalf of the AIF, calculated in accordance with the gross and commitment methods. This shall include the original and revised maximum level of leverage calculated in accordance with Articles 7 and 8 of Regulation (EU) No 231/2013, whereby the level of leverage shall be calculated as the relevant exposure divided by the net asset value of the AIF.	Any new arrangements or change in applicable arrangements will be disclosed at an appropriate time.
Any right of the reuse of collateral or any guarantee granted under the leveraging agreement, including the nature of the rights granted for the reuse of collateral and the nature of the guarantees granted.	No such right or guarantee exists.
Details of any change in service providers relating to the above.	Any new arrangements or change in applicable arrangements will be disclosed at an appropriate time.
Article 23(5)(b)	
Information on the total amount of leverage employed by the AIF	The aggregate amount of debt with interest is JPY 550,500 million as of September 30, 2021.

calculated in accordance with the gross and commitment methods.	
--	--

PROMOTION OF ENVIRONMENTAL AND/OR SOCIAL CHARACTERISTICS – SFDR PRE-CONTRACTUAL DISCLOSURE

Product Name/Legal Entity Identifier: Nippon Building Fund Inc.

Nippon Building Fund Inc. (“NBF”) promotes environmental and social characteristics, but does not have as its objective a sustainable investment within the meaning of Article 9(1) of Regulation (EU) 2019/2088 (“SFDR”). NBF and Nippon Building Fund Management Ltd. (“Asset Manager”) are hereinafter referred to collectively as “we,” “us” or “our.”

NBF has no reference benchmark designated for the purposes of attaining the environmental or social characteristics promoted by NBF.

Does this financial product have a sustainable investment objective?	
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<input type="checkbox"/> It will make a minimum of sustainable investments with an environmental objective : __% <div style="margin-left: 20px;"> <input type="checkbox"/> in economic activities that qualify as environmentally sustainable under the EU Taxonomy </div> <div style="margin-left: 20px;"> <input type="checkbox"/> in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy </div>	<input type="checkbox"/> It promotes Environmental/Social (E/S) characteristics and while it does not have as its objective a sustainable investment, it will have a minimum proportion of __% of sustainable investments <div style="margin-left: 20px;"> <input type="checkbox"/> with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy </div> <div style="margin-left: 20px;"> <input type="checkbox"/> with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy </div> <div style="margin-left: 20px;"> <input type="checkbox"/> with a social objective </div>
<input type="checkbox"/> It will make a minimum of sustainable investments with a social objective : __%	<input checked="" type="checkbox"/> It promotes E/S characteristics, but will not make any sustainable investments

What environmental and/or social characteristics are promoted by NBF?

The Asset Manager established an ESG policy in November 2017, in recognition of the importance of considering environmental, social and governance (“ESG”) factors in real estate investment and management. The ESG policy stipulates the implementation of environment-friendly initiatives as well as initiatives targeting stakeholders including investors, tenants, employees, business partners and local communities in our daily asset management operations, based on policies established by Mitsui Fudosan Co., Ltd, NBF’s main sponsor. Under the ESG policy, we undertake efforts to reduce our environmental burden, improve safety, security and comfort for tenants and engage in a diverse range of collaboration and cooperation with various stakeholders.

We implement various environmental initiatives at our properties including the following.

- *Reducing greenhouse gas emissions and energy consumption from our properties.* We aim to reduce energy consumption by installing energy saving equipment such as LED lighting at our properties. As of June 30, 2021, LED lighting was installed at 31 properties out of our 75 properties. We aim to introduce LED lighting in 37 properties by June 30, 2023. We also use renewable energy through

installation of solar panels. As of June 30, 2021, two of our properties were equipped with solar panels.

- *Reducing water use.* Some of our office buildings are equipped with facilities for reusing rainwater and greywater to reduce the consumption of tap water.
- *Including “Green Lease” provisions in our agreements.* We have executed lease agreements, which include clauses requiring our tenants to collaborate with us in implementing various measures and to promote environmental consideration, including installation of LED lighting at our properties with the consent of the tenants. As of June 30, 2021, two of our properties were subject to lease agreements with green lease provisions.
- *Collaboration with the Asset Manager and third party.* We utilize the expertise of NBF Office Management Co., Ltd. (“NBFOM”) to maintain and increase the competitiveness, occupancy rates and rent at our properties while effectively advancing environmental initiatives. In meetings with NBFOM that are held once every two months, we share and discuss initiatives and other information concerning the various energy saving and environmental issues. We utilize the support of Nikken Sekkei Construction Management, Inc. as an expert consultant for suggestions on energy management and measures that contribute to increasing the environmental performance of our portfolio.

We implement various social initiatives at our properties including the following.

- *Providing support to tenants and their employees.* To keep good indoor air quality and sanitary conditions and enhance users’ health and productivity, we monitor the indoor environment based on a satisfaction survey of tenants (excluding master lessees) and aim to make our properties comfortable every day. In 2019, 88% of the tenants (798 entities) and 80% of their employees (7,419 persons) answered the survey that covered matters regarding the office environment and convenience, cleaning, crime and disaster prevention, service quality, effectiveness of customer satisfaction activities at each property and tenants’ needs. Based on the survey, we expanded kitchenettes and installed built-in counters for garbage bins, expanded hot water supply rooms with hot water supply rooms with occupancy indicators, installed air purification equipment and sanitizer stations to improve the convenience and cleanliness of Shinjuku Mitsui Building No. 2 in 2020.
- *Supporting local communities and social development.* For the local communities, we hold initiatives such as lunchtime concerts, seasonal events, water sprinkling programs for cooling down and local cleanup programs. In office buildings that have residential portions required under local ordinances, we have performed major renovations on the residential portions to ensure that the residents have adequate space and to improve their living environment. We also manage buildings with consideration given to historical and cultural heritage. For example, Toranomom Kotohira Tower was developed in a manner that protected Kotohira-Gu shrine, a historic property for the area, and is designed to be a mixed-use building with space made available for the shrine office. We also contribute to local communities by providing space for bicycle sharing services at our properties.
- *Disaster countermeasures.* In support of the Minato-ku Regional Disaster Prevention Plan, we provide free of charge some of our leasable spaces to store emergency materials at Roppongi T-CUBE, Celestine Shiba Mitsui Building and Shiba NBF Tower.
- *Promoting universal design.* We introduced universal design at some of our properties such as widening of ramps and installation of handrails, improvement of interior signage and automation of service entrance doors (for wheelchair accessibility and COVID-19 safety). As part of our capital investment decision-making process, we always review the status of the building’s compliance with

the Barrier-Free Law of Japan, accessibility for people with disabilities and accessibility to public transportation around the property. These matters are also periodically reviewed by obtaining engineering reports and other relevant documents following acquisition. Through these inclusive efforts, we aim to manage properties that are comfortable for all office users.

- *Respecting human rights.* We support the Universal Declaration of Human Rights in the International Bill of Human Rights, international labor standards such as the ILO Declaration on Fundamental Principles and Rights at Work, and the UN Guiding Principles on Business and Human Rights.
- *Providing support for employees.* The Asset Manager promotes the acquisition of qualifications by its employees such as ARES Certified Master (a qualification obtainable after participating in an educational program that teaches practical expert know-how in real estate and finance). The Asset Manager has also introduced various training programs, including on compliance, and will bear the costs of its employees attending seminars, lectures and courses that lead to self-improvement.

What sustainability indicators are used to measure the attainment of the environmental or social characteristics promoted by NBF?

We use the following indicators to measure the attainment of the environmental or social characteristics we promote:

- *GRESB Real Estate Assessment.* The GRESB Assessment, established in 2009 primarily by major European pension fund groups, is an annual benchmark survey for evaluating ESG considerations in the real estate sector. It evaluates sustainability efforts by real estate companies and REITs. NBF received a “Green Star” in 2020, for the sixth consecutive year. NBF also received in 2020 a “5-Star”, the highest rating based on its overall GRESB score.
- *Environmental certification of properties:* To track the environmental performance of our properties, we rely on certifications issued by third-party organizations, such as the Development Bank of Japan’s (“DBJ”) Green Building Certification, Comprehensive Assessment System for Built Environment Efficiency (“CASBEE”) certification, Building Energy-efficiency Labeling System (“BELS”) certification and other equivalent certifications. We call our property that receives any such certifications an “Eligible Green Asset”. With respect to DBJ certifications, we consider a property to have sufficient environmental certification if it received 3 stars or higher out of DBJ’s five-star ranking system. With respect to CASBEE, we consider a property to have sufficient environmental certification if it received B+ Rank or higher out of the CASBEE ranking system featuring Rank S (excellent), Rank A (very good), Rank B+ (good), Rank B- (slightly inferior) and Rank C (inferior). With respect to BELS, we consider a property to have sufficient environmental certification if it received a three stars or higher out of BELS’ five-star ranking system. As of June 30, 2021, 74.4% of our properties were Eligible Green Assets based on gross floor area.
- *Climate change initiatives:* The Asset Manager has expressed support for the Task Force on Climate-related Financial Disclosures (TCFD), established by the Financial Stability Board and clarified stronger efforts to address climate-related issues. The Asset Manager aims to assess the financial impact of future climate change risks and opportunities and assertively disclose activities. The Asset Manager also has set a target of reducing energy-based CO2 emissions by 40% or more from that in 2013 by 2030 and intends to promote initiatives addressing climate-related risks and opportunities.
- *Social initiatives – tenants:* We conduct customer satisfaction surveys targeting the tenants excluding master lessees every year in order to understand the level of satisfaction and needs of tenants, and the PDCA cycle is applied to promptly address any issues identified in the survey. For example, as a response to the result of the surveys, we changed the layout of the common space at NBF Toyosu Canal Front to enhance user-friendliness.

- *Social initiatives – employees:* The Asset Manager provides all of its employees with regular opportunities to consult with their superiors and directors. This program provides them with opportunity to discuss their careers, receive feedback on their performance and discuss requests to the company. The Asset Manager also conducts an employee satisfaction survey every year as part of its efforts to maintain excellent relations with its employees. The surveys (which had a response rate of 100% in 2020) allows the Asset Manager to see whether employees are satisfied about their assigned responsibilities and working environment and requests for company initiatives.

Does NBF consider principal adverse impacts on sustainability factors?

Yes.

We collect on an ongoing basis select information on our existing portfolio regarding the principal adverse impact indicators, including exposure to fossil fuels through investment assets, exposure to energy-inefficient investment assets, GHG emissions and energy consumption intensity. We aim to manage the risk connected to principal adverse impacts from our investment decisions in several ways, including general screening criteria and due diligence.

- *Exposure to fossil fuels through assets.* We do not invest in real estate assets involved in the extraction, storage, transport or manufacture of fossil fuels.
- *Exposure to energy-inefficient investment assets.* We consider properties other than Eligible Green Assets to be energy-inefficient. As of June 30, 2021, 74.4% of our properties were not Eligible Green Assets, and as of June 30, 2021, 25.6% of our properties were not Eligible Green Assets. As described in more detail above, we implement as appropriate measures to reduce the environmental impact of these properties, including by obtaining environmental certifications.
- *Energy consumption intensity.* The amount of the energy consumption of our assets per square meter is 173.2 kWh in Fiscal 2020.

We believe that investment decisions that negatively affect climate or other environment-related resources, or have negative implications for society, can have a significant impact to risk and value creation for our unitholders. To this end, we consider the principal adverse impacts of our investment decisions on the above sustainability factors throughout all major steps of the investment decision and management process throughout the lifecycle of the properties in our portfolio.

We consider, both at the entity-level (i.e., the Asset Manager) and at the fund-level (i.e., NBF), principal adverse impacts of our investment decisions on sustainability factors. Under the Investment Trust Act of Japan, NBF is prohibited from having any employees and is required to outsource asset management to a third party. Accordingly, as discussed in detail elsewhere, any consideration at the fund-level of principal adverse impacts of our investment decisions on sustainability is principally conducted by the Asset Manager, subject to approval of our Board of Directors. In addition to the Asset Manager's contractual obligations to NBF under the asset management agreement, the Financial Instruments and Exchange Act of Japan provides that the Asset Manager owes NBF a fiduciary duty in conducting its activities, including making investment decisions informed by sustainability considerations.

Investment Strategy

What investment strategy does NBF follow?

With our strategy of aiming to achieve consistent growth of assets and stable income, we have developed an urban portfolio focused in central Tokyo and surrounding urban areas where office leasing demand is relatively strong. In order to realize sustainability in our asset management while maximizing our portfolio

value, we consider ESG factors in our investment and asset management processes. In particular, we have established a green finance framework where proceeds are used only to acquire Eligible Green Assets or repay loans or bonds financed for such acquisitions. As of June 30, 2021, we had issued ¥50 billion in green bonds under our green finance framework.

- *Selection of projects that qualify for green financing.* When determining whether to acquire or invest in properties by green financing, we rely on the DBJ and CASBEE certifications. We use green financing to acquire properties that receive (i) three stars or higher out of DBJ's five-star ranking system, (ii) B+ Rank or higher out of the CASBEE ranking system or (iii) three stars or higher out of BELS's five-star ranking system.
- *Second-party opinion.* We have obtained (most recently in February 2021) a second-party opinion from Sustainalytics, a third-party ESG evaluation agency, that our green finance framework is "credible and impactful and aligns with the four core components of the Green Bond Principles 2018 (GBP) and the Green Loan Principles 2020 (GLP)".

We ensure our investment strategy is implemented on a continuous basis by establishing and maintaining green eligible criteria, and ensuring that any proceeds from our green financing will be used exclusively toward properties that meet such criteria.

The Asset Manager's ESG Promotion Committee, which includes the President and CEO as its final decision maker, and the ESG Promotion Subcommittee, which has been established to oversee and promote initiatives on climate change as well as other environmental and social initiatives based on the Asset Manager's ESG policy. The ESG Promotion Subcommittee meets at least once every three months to assess ESG risks and opportunities and consults with the ESG Promotion Committee on numerical targets and specific measures to reduce CO₂. The ESG Promotion Committee meets at least once every six months and makes the final decision on specific targets and measures. The ESG Promotion Subcommittee reports on the progress of the targets and measures to the ESG Promotion Committee at least once a year. In addition, these targets and measures are shared with all officers and employees through briefings, shared folders and email.

What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by NBF?

A binding element of the investment strategy is our green finance framework, which involves determination of whether a target property has satisfied the criteria to qualify as an Eligible Green Asset. Candidate projects for our green finance framework are selected by NBF and the Real Estate Investment Department of Investment & Finance Group of the Asset Manager. Final selection is made with the decision of the President after deliberation at the Investment Review Meeting consisting of general managers or higher ranked personnel of each department and deliberation at the Executive Board.

How is the strategy implemented in the investment process on a continuous basis?

When investing in properties using proceeds from green financing, we do not consider properties that do not meet the criteria under our green finance framework. We also investigate use of hazardous substances including asbestos or countermeasures to such substances and soil contamination when investing in properties.

What is the policy to assess good governance practices of the investee companies and NBF?

We do not invest in investee companies and have therefore opted to provide information on the governance policies adopted by us and the Asset Manager.

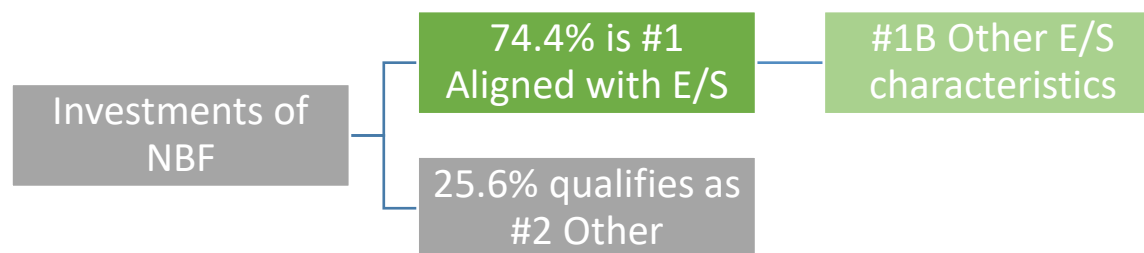
We, along with the Asset Manager, have introduced the following measures to assess and enhance our governance systems:

- *Adoption of a decision-making process in conflict-of-interest transactions involving independent outside experts.* We have adopted a governance structure stricter than what is legally required. The Asset Manager reviews and examines conflict-of-interest transactions through its Compliance Committee, whose members include outside expert(s).
- *Corporate Governance.* The Asset Manager believes that compliance refers not only to legal compliance but also to compliance with the Asset Manager’s Code of Ethics and Compliance Rules, which include concrete guidelines on how to take ethical actions. In addition, its Compliance Officer promotes company-wide compliance activities by planning and offering a compliance program and training and awareness raising activities for all officers and employees.

Asset Allocation

What is the asset allocation planned for NBF?

As of June 30, 2021, 74.4% of the properties in the portfolio were Eligible Green Assets, and 25.6% were nonqualified assets based on gross floor area.



How does the use of derivatives attain the environmental or social characteristics promoted by NBF?

Not applicable.

What investments are included under “#2 Other”, what is their purpose and are there any minimum environmental or social safeguards?

As of June 30, 2021, based on gross floor area, 25.6% of our properties were not Eligible Green Assets. We invested in these properties before we established our green finance framework, because these properties met our minimum investment criteria and we believed the acquisition of the properties would enhance unitholder value. We implement as appropriate measures to reduce their environmental impact following acquisition, including by obtaining environmental certifications.

We investigate use of hazardous substances including asbestos or countermeasures to such substances and soil contamination when investing in properties.

How will sustainable investments contribute to a sustainable objective and not significantly harm any other sustainable investment objectives?

There are no properties specifically earmarked as having a sustainable objective and as such, no calculation is required to be made as to whether any individual property does significant harm to any sustainable investment objective as referred to in the SFDR. Nevertheless, our sustainable investment objective is consistently integrated and monitored in the management of the assets.

As described in further detail above, the ESG Promotion Subcommittee meets at least once every three months to assess ESG risks and opportunities and consults on numerical targets and specific measures to reduce CO2 with the ESG Promotion Committee, which meets at least once every six months and decides specific targets and measures as the final decision maker. We have instituted a number of initiatives, at both the portfolio level and the property level, to promote environmental or social characteristics. Such initiatives include the following.

- *Climate change initiatives.* The key drivers of our climate change initiatives are energy-saving and renewable energy. At the properties we operate, we set numerical targets and monitor the amount of energy used as well as the amount of CO2 emissions within the property in order to reduce our environmental burden. To achieve these targets, we have installed LED lighting and solar panels. As of June 30, 2021, LED lighting was installed at 31 properties and solar panels were installed at two of our properties. We have included in our leases with our tenants Green Lease provisions that require them to collaborate with us in implementing various measures, to promote environmental consideration, including installation of LED lighting at our properties with the consent of the tenants. In fiscal 2020, we reduced the amount of energy used in our properties by about 40 million kWh compared to the amount of energy used in fiscal 2018, due to our ESG initiatives and property replacement.
- *Water resources and waste management initiatives.* We have installed facilities for reusing rainwater and greywater to reduce the consumption of tap water. In fiscal 2020, we reduced the amount of water used in our properties by about 400,000 m³ compared to the amount of water used in fiscal 2018.
- *Tenant initiatives.* To keep good indoor air quality and sanitary conditions and enhance users' health and productivity, we monitor the indoor environment based on a satisfaction survey of tenants (excluding master lessees) and aim to make our properties comfortable every day. The survey covered matters regarding the office environment and convenience, cleaning, crime and disaster prevention, service quality, effectiveness of customer satisfaction activities at each property and tenants' needs

More Product-specific Information

Where can I find more product-specific information online?

More product-specific information can be found on the website: <https://esg.nbfm.com/en/sustainability/index.html>.

Index as Reference Benchmark

Is a specific index designated as a reference benchmark to determine whether NBF is aligned with the environmental or social characteristics that it promotes?

Our investment units have been included in the MSCI Japan ESG Select Leaders Index ("MSCI") since June 2021. MSCI is an index composed of companies from the top 700 index of MSCI Japan Investable Market Index, with high ESG performance and is reviewed periodically based on MSCI ESG Ratings, market capitalization and other criteria. MSCI also has been selected as one of the ESG indices for passive investment by Japan's Government Pension Investment Fund. We use MSCI not only as a reference benchmark for performance comparison and market context purposes, but also to consider how best to construct and manage our portfolio.

How does the designated index differ from a relevant broad market index?

See above.

How is the reference benchmark continuously aligned with each of the environmental or social characteristics promoted by NBF and with the investment strategy?

We believe that our units are included in MSCI because of our high percentage of properties with environmental certifications issued by third-party organizations and our strong commitment to local communities and the Asset Manager's employees with respect to initiatives such as holding events to improve the environment.

INTEGRATION OF SUSTAINABILITY RISKS IN THE INVESTMENT DECISIONS, AND THE IMPACT OF SUCH RISKS ON THE RETURNS OF NBF (SFDR ARTICLE 6 DISCLOSURE)

We have established ESG Promotion Committee and ESG Promotion Subcommittee. The ESG Promotion Subcommittee meets at least once every three months to assess ESG risks and opportunities and consults with the ESG Promotion Committee on numerical targets and specific measures to reduce CO₂, which meets at least once every six months and makes the final decision on specific targets and measures.

In order to realize sustainability in our asset management and to maximize the value of our portfolio assets, we have emphasized taking into consideration ESG factors in our investment and asset management processes. The Asset Manager has established a green finance framework in accordance with the 2018 Green Bond Principles and the 2017 Green Bond Guidelines to conduct sustainable finance. Green financing under our green finance framework consists of green bonds where proceeds are used only to acquire Eligible Green Assets or refinance loans or bonds financed for such acquisition.

Under this organizational structure, we have instituted a number of initiatives, at both the portfolio level and the property level, to promote environmental or social characteristics. Such initiatives include climate change initiatives, water resources and waste management initiatives and tenant initiatives.

To address the sustainability risks including the risk of occurrence of damage to the asset value of low-performance buildings due to the impact of environmental performance on real estate prices against the backdrop of the tightening of regulations and change in tenant preference, we promote investment under our green finance framework and try to improve our portfolio environmental performance through property replacements. We believe that our ESG initiatives contribute to the competitive strength of our portfolio and our sustainable growth in returns.

The following table presents the key climate-related risks that may have a financial impact on NBF's real estate investment management business and the initiatives that NBF has taken to address those risks.

Type of risks	Category	Identified risks	Initiatives
Transition	Policy/legal regulation	<p>(i) Risk of increased costs for the purchase of carbon credit and repair of properties to comply with regulatory requirements under applicable laws, including the Act on the Rational Use of Energy, Act on Promotion of Global Warming Countermeasures and the total (pollutant) load control by the Tokyo Metropolitan Government, and any additional obligations that may arise in the future.</p> <p>(ii) Risk of additional costs to purchase CO₂ emission rights or from energy procurement price due to carbon tax, etc.</p>	<ul style="list-style-type: none"> • Establishment of goals on energy consumption intensity and GHG emission intensity • Systematic energy-saving renovation of buildings • Joint review of energy efficiency with NIKKEN SEKKEI CONSTRUCTION MANEGEMNT Inc. • Encouragement of energy saving and

			<p>promotion of green leases through tenant engagement</p> <ul style="list-style-type: none"> • Introduction of renewable energy
	Technology	Risk of change in specifications required for buildings due to the spread of low-carbon technology such as electric vehicles.	
	Market	<p>(i) Risk of unexpected losses at buildings with relatively low environmental performance, which may have a significant impact on occupancy rate, cash flows and asset value, as regulations become stricter and tenants' preferences change</p> <p>(ii) Risk of increased expenses for entrusting businesses to the property manager and other vendors as a result of tightening of environmental regulations.</p>	<ul style="list-style-type: none"> • Systematic energy-saving renovation of buildings and introduction of new products and technologies • Joint review of energy efficiency with NIKKEN SEKKEI CONSTRUCTION MANEGEMNT Inc. and monitoring of environmental performance • Acquisition and maintenance of external certifications and ratings • Property replacement strategies with sponsors • Maintenance and improvement of property value through the assessment and monitoring of tenant needs
	Reputation	<p>(i) Risk of funds being available only at less advantageous terms due to stricter ESG requirements on portfolio composition and other factors.</p> <p>(ii) Risk of reputational decline if NBF's measures on climate-related issues are perceived negatively by investors or the general public.</p>	<ul style="list-style-type: none"> • Acquisition and maintenance of external certifications and ratings • Transparency through ESG disclosure
Physical	Acute	(i) Risk of damage to facilities caused by flood (river flooding, etc.) in the event of heavy rainfall disasters.	<ul style="list-style-type: none"> • Disaster risk assessment at the time of acquisition and periodically during the holding period

		<p>(ii) Risk of people experiencing difficulty returning home from their workplaces in the event of disasters.</p> <p>(iii) Risk of increases in nonlife insurance premiums associated with increases in the frequency and magnitude of disasters.</p> <p>(iv) Risk of impact on the business continuity of the Asset Manager and NBF Office Management due to the frequent occurrence and intensification of disasters.</p>	<ul style="list-style-type: none"> • Establishment of countermeasure programs against flooding • Improvement of emergency facilities at properties • Development of business continuity plans at each property
	Chronic	Risk of impact on retail spaces due to behavioral change of users (promotion of remote work, etc.) with the increase in the number of bad weather days (fierce heat, severe cold, rainstorm and heavy snow).	<ul style="list-style-type: none"> • Monitoring of office demand

Disclaimer

This document contains translations of selected information described in the Securities Report (*Yuka shoken hokokusho*) filed on September 29, 2021 pursuant to the Securities Exchange Law of Japan, and the Financial Statements and the Performance Information Report for the period from January 1, 2021 to June 30, 2021, of Nippon Building Fund Inc. prepared pursuant to the Investment Trust Law of Japan.

This English-language document was prepared solely for the convenience of and reference by overseas investors. It neither corresponds to the original Japanese documents nor is intended to constitute a disclosure document. The Japanese-language Securities Report and the Financial Statements and the Performance Information Report for the aforementioned period should always be referred to as originals of this document.

English terms for Japanese legal, accounting, tax and business concepts used herein may not be precisely identical to the concept of the equivalent Japanese terms. With respect to any and all terms herein, including without limitation, financial statements, if there exist any discrepancies in the meaning or interpretation thereof between the original Japanese documents and English statements contained herein, the original Japanese documents will always govern the meaning and interpretation. None of Nippon Building Fund Inc., Nippon Building Fund Management Ltd. or any of their respective directors, officers, employees, partners, unitholders/shareholders, agents or affiliates will be responsible or liable for the completeness, appropriateness or accuracy of English translations or the selection of the portions of any documents translated into English. No person has been authorized to give any information or make any representations other than as contained in this document in relation to the matters set out in this document, and if given or made, such information or representation must not be relied upon as having been authorized by Nippon Building Fund Inc., Nippon Building Fund Management Ltd. or any of their respective directors, officers, employees, partners, unitholders/shareholders, agents or affiliates.

The financial statements of Nippon Building Fund Inc. have been prepared in accordance with generally accepted accounting principles in Japan (Japanese GAAP), which may materially differ in certain respects from generally accepted accounting principles in other jurisdictions.

Many provisions of this document contain forward-looking statements and information. We base these statements on our beliefs as well as our assumptions based solely on certain limited information currently available to us. Because these statements reflect our current views concerning future events, these statements involve known and unknown risks, uncertainties and assumptions. Our future performance could materially differ from those set out in these forward-looking statements. We do not undertake and will not undertake to release revisions of forward-looking statements to reflect future events or circumstances or of any other statements or information contained herein.