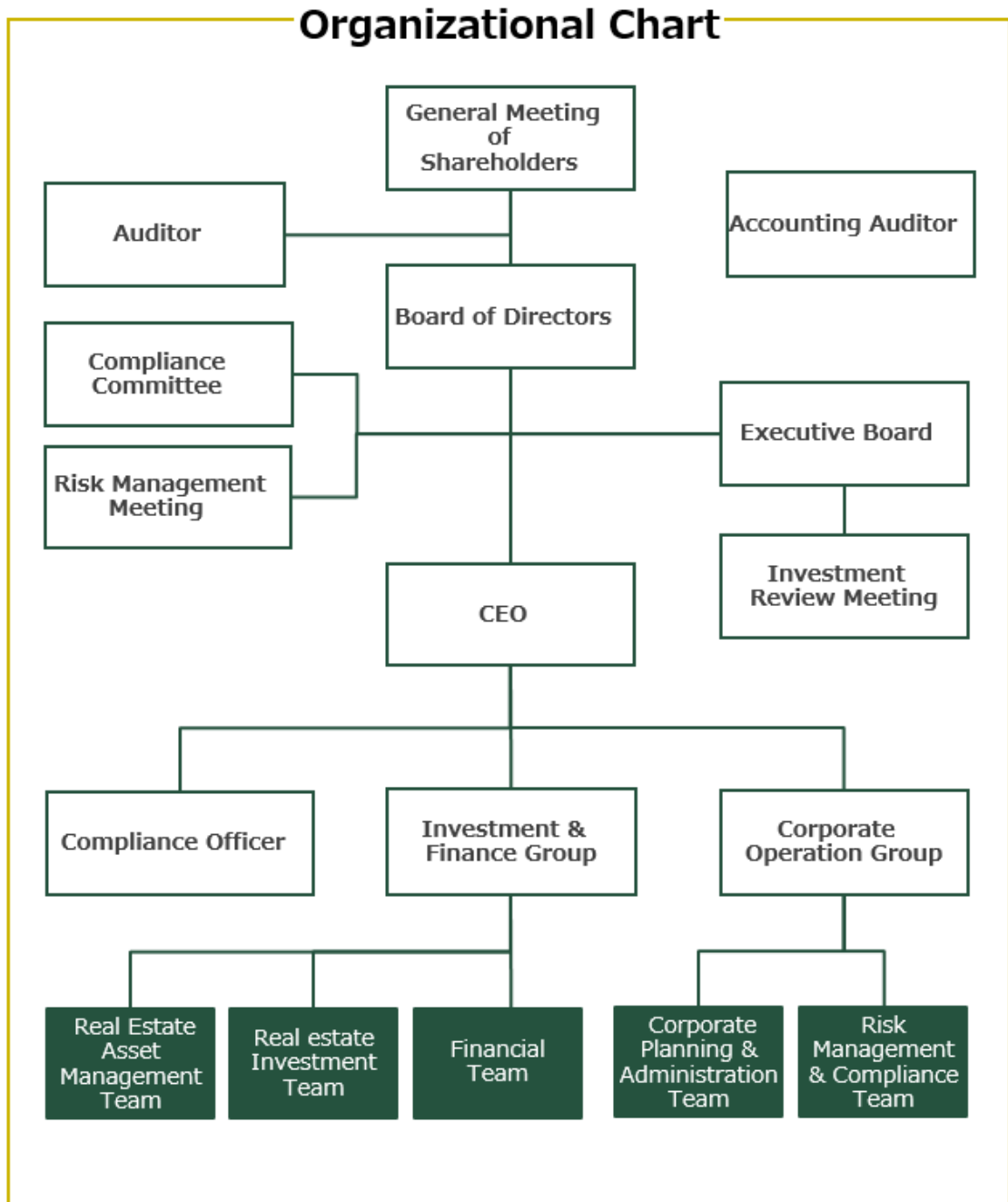


## Management Structure of NBF

NBF's asset management is entrusted to the asset management company. The asset management company conducts asset management of NBF based on the Asset Management Entrustment Agreement concluded with NBF.

(i) Organizational Structure for Operation of Duties of the Asset Management Company



The Board of Directors makes decisions on basic management policies and supervises the execution of duties of the Representative Director.

The Executive Board is composed of the CEO, CIO and COO. It reviews policies and plans on execution of general duties and execution of important duties and confirms compliance, as well as considers submission for discussion to persons of authority.

The CEO oversees and executes duties. The CIO and COO are concurrently held by each director and under the direction and supervisory of the CEO, each oversee the Investment & Finance Group and Corporate Operation Group.

The Compliance Committee is comprised of the CEO, CIO, COO, Compliance Officer and outside committee members. It makes confirmations related to compliance for important matters on compliance such as transactions with interested parties, etc.

The Compliance Officer oversees compliance of the asset management company and conducts duties related to internal auditing of the asset management company as a person responsible for internal audit.

The Risk Management Meeting consists of the CEO, CIO and Compliance Officer as well as general managers and the Risk Management & Compliance Team with the COO acting as chairman. It is held regularly once every three months and makes considerations, monitoring, etc. on matters concerning risk management.

The Investment Review Meeting consists of the CEO, CIO, COO, Compliance Officer and general managers. It makes considerations including compliance checks on management policies concerning asset management and formulating plans as well as execution of management.

Each group and each team are overseen by the CIO or COO and consists of general managers, managers and associates. For division of duties of each group and each team, please refer to “(ii) Division of Duties of Asset Management Company” herein below.

The Auditor conducts accounting audits and operating audits.

“(ii) Division of Duties of Asset Management Company

Division of duties of each group and each team are as stated below.

Organization		Division of duties
Investment & Finance Group		Duties concerning establishing policies for management of NBF’s assets, execution of asset management, investor relations
	Real Estate Asset Management Team	<ul style="list-style-type: none"> <li>· Matters concerning formulating and executing management and operation plans of NBF’s assets</li> <li>· Matters concerning formulating and executing leasing plans of NBF’s assets</li> <li>· Matters concerning formulating and executing large-scale repair plans</li> </ul>
	Real Estate Investment Team	<ul style="list-style-type: none"> <li>· Matters concerning formulating and executing acquisition plans of NBF’s assets</li> <li>· Matters concerning formulating and executing disposition plans of NBF’s assets</li> </ul>
	Financial Team	<ul style="list-style-type: none"> <li>· Matters concerning formulating finance plans</li> <li>· Matters concerning formulating and executing plans related to borrowings</li> <li>· Matters concerning formulating plans on issuance and redemption of investment corporation bonds</li> <li>· Matters concerning formulating plans on issuance of investment units as well as investor relations for issuance of investment units</li> <li>· Matters concerning general matters of finance structuring</li> <li>· Matters concerning formulating distribution plans</li> <li>· Matters concerning formulating and executing management plans of surplus funds</li> <li>· Matters concerning investor relations for NBF’s unitholders, etc.</li> <li>· Matters concerning NBF’s public relations</li> <li>· Matters concerning formulating, executing, reporting research plans related to general economic trends, real estate market, etc.</li> <li>· Matters concerning researching and developing management methods of NBF’s assets</li> </ul>
Corporate Operation Group		Duties concerning NBF’s asset management and administration, formulating management policies and plans of the asset management company and other general operations
	Corporate Planning & Administration Team	<p>Following matters concerning NBF’s asset management and administration</p> <ul style="list-style-type: none"> <li>· Matters concerning response against NBF</li> <li>· Matters concerning general money management</li> <li>· Matters concerning overseeing accounting</li> <li>· Matters concerning operation of organizations (General Meeting of Unitholders and Board of Directors)</li> <li>· Matters concerning general management related to disclosure</li> <li>· Matters concerning other general asset management and administration</li> </ul> <p>Following matters concerning formulating management policies and plans, and other operation of the asset management company</p> <ul style="list-style-type: none"> <li>· Matters concerning management policies, budget and other general corporate planning</li> <li>· Matters concerning operation of General Meeting of Shareholders, Board of Directors, Executive Board and Investment Review Meeting</li> <li>· Matters concerning establishing, revising and abolishing various rules, regulations, etc.</li> <li>· Matters concerning general human affairs</li> <li>· Matters concerning general accounting and finance</li> <li>· Matters concerning general affairs</li> <li>· Matters concerning operating, maintaining and managing system information devices</li> <li>· Matters concerning investor relations for shareholders, etc.</li> <li>· Matters concerning public relations</li> <li>· Matters concerning response against administrative bodies, various industry organization, etc. (except for matters concerning risk management and compliance)</li> <li>· Matters concerning litigation and stable execution of corporate administration</li> </ul>
	Risk Management & Compliance Team	<ul style="list-style-type: none"> <li>· Matters concerning formulating and executing risk management plans</li> <li>· Matters concerning establishing, revising and abolishing various rules and regulations related to risk management</li> <li>· Matters concerning operation of Risk Management Meeting</li> <li>· Matters concerning analyzing and evaluating management condition and risk monitoring</li> <li>· Matters concerning consult and reporting concerning complaints</li> <li>· Matters concerning management of information related to corporations</li> <li>· Matters concerning voluntary inspection</li> </ul>

		<ul style="list-style-type: none"><li>· Assisting duties concerning compliance of Compliance Officer and duties concerning internal auditing</li><li>· Matters concerning overseeing response against antisocial forces</li><li>· Matters concerning response against administrative bodies, various industrial organizations, etc. related to risk management and compliance</li><li>· Matters associated with other risk management, compliance and internal auditing</li></ul>
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(iii) Decision-Making Mechanism of Investment Management at the Asset Management Company

A. Inside organization deciding management policies related to management of NBF's assets

Drafts of management policies of management assets are prepared at the Investment & Finance Group and, after being checked in advance by the Compliance Officer, are submitted to the Investment Review Meeting consisting of general managers of each team and above. The Investment Review Meeting is held more than once a month where details of management policies of management assets are discussed. Important matters concerning compliance, etc., are also discussed at Compliance Committee. The discussion results of the Investment Review Meeting and Compliance Committee are submitted to the Executive Board consisting of the CEO, CIO and COO, and management policies are formulated by decision of the CEO based on discussion results of the Investment Review Meeting and Compliance Committee.

B. Management Structure of Division Conducting Management of NBF's Assets

The division conducting management of NBF's assets is the Investment & Finance Group. The Investment & Finance Group consists of the Real Estate Asset Management Team, Real Estate Investment Team and Financial Team. The Real Estate Asset Management Team and Real Estate Investment Team formulate, execute, etc. acquisition, disposition, management, operation and lease plans of management assets in accordance to management policies of management assets. The Financial Team conducts duties, etc. concerning financing related to management assets, distribution and redemption, management of surplus funds and finance structuring. Planning and execution of plans herein above are discussed at the Investment Review Meeting in principle, and important matters on compliance such as transactions with interested parties, etc. will also be discussed at Compliance Committee.

The discussion results of the Investment Review Meeting and Compliance Committee are submitted to the Executive Board, and ultimately, the CEO will make the final decision and approval based on the discussion results of the Investment Review Meeting and Compliance Committee.

As a specific management example, the following is a process of acquisition and disposition of management assets. In addition, for risk management of asset management duties, with an aim to increase its effectiveness, the Risk Management Meeting is held regularly and as needed.

(Note) In the case when NBF will conduct certain major transaction out of acquisition, disposition or lease of management real estate with interested parties etc. of the asset management company, obtaining the approval of NBF's Board of Directors on the conclusion of an agreement for such transaction is required in advance (Articles 201-2 of Investment Trusts Act).

a Planning process concerning acquisition and disposition of management assets

Upon planning of acquisition and disposition of management assets, the Real Estate Investment Team will prepare a written approval of acquisition or disposition plan of management assets and, after advanced check by the Compliance Officer, submit it to the Investment Review Meeting.

The written approval will, in addition to being thoroughly discussed including the conducting of compliance checks at the Investment Review Meeting, be discussed by the Executive Board and the CEO will make the final decision.

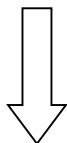
b Execution process concerning acquisition and disposition of management assets

Upon execution of acquisition and disposition of management assets, the Real Estate Investment Team will prepare a written approval for executing acquisition or disposition of management assets and, after having it checked in advance by a Compliance Officer, submit it to Investment Review Meeting.

The written approval will be thoroughly discussed including the conducting of compliance checks at the Investment Review Meeting and in case of a transaction with interested parties, etc., will also be discussed at the Compliance Committee. After the discussion results of the Investment Review Meeting and Compliance Committee are received, it will be discussed by the Executive Board and the CEO will make the final decision.

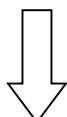
# ● Flow chart for making decisions on acquisition and disposition of assets under management

## Original proposal by Investment & Finance Group



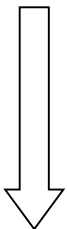
- Check compliance, including various risks and illegalities , using a real estate process check sheet.
- Confirm with third-party expert as necessary.

## Prior checking by Compliance Officer



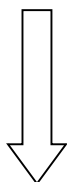
- Compliance officer checks compliance prior to the Investment Review Meeting and may order to modify or turn down the agenda as necessary.

## Deliberation by the Investment Review Meeting



- COO chairs the Investment Review Meeting.
- Pursuant to the rules stipulated in the internal bylaws “Asset Management Guidelines” and such, carry out detailed deliberation including compliance checks.
- When doubts remain concerning the compliance after the deliberation, solicit opinions of third-party experts.
- For transactions with Interested Parties, etc., carry out further deliberation at the Compliance Committee.

## Deliberation by the Compliance Committee



- Compliance Officer chairs the Compliance Committee.
- The Compliance Committee confirms compliance concerning the deliberated. Matters, and may order to make corrections if judged necessary and suspend the matter until such corrections are made.
- Adoption of deliberated matters requires , in principle , at least two-thirds of Committee members present in favor , including outside committee members.

## Deliberation by Executive Board



- Make final confirmation on whether doubts exist or not regarding compliance.

## Decision by CEO



### Board of Directors of NBF

- Report on the transaction.
- Upon transacting with Interested Parties, etc., deliver “deliver restatement on a case possibly involving a conflict of interest” pursuant to internal rules, prior to the transaction. In addition, also deliver the written statement pursuant to the Investment Trust Act after the transaction. When conducting a transaction of a certain materiality, obtain approval from the Board of Directors of NBF pursuant to the Investment Trusts Act, after NBFM has completed all approval procedures.



### Board of Director of NBFM

- Report on the transaction.