

# Hankyu REIT









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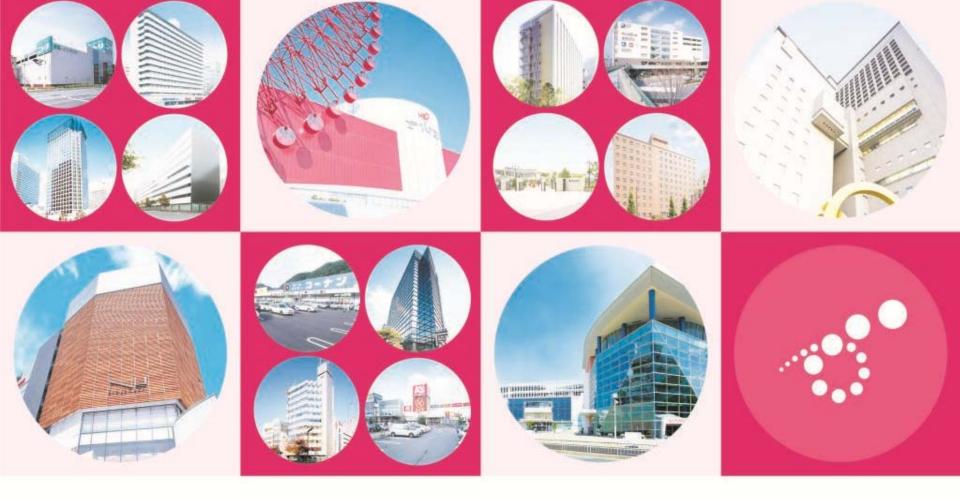
This material includes forward-looking statements based on present assumptions and future outlook. Actual results may differ from the includes forward-looking statements values due to various factors.

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Before purchasing investment securities of Hankyu REIT, please consult with a securities company that conducts a "first financial instruments business."

This material is an English translation of the original, which was issued in the Japanese language.

There are sections that display property names in abbreviated form.





## 1. Executive Summary





#### External growth

# Community-based retail facilities

Searched for excellent properties with particular emphasis on such facilities

#### Internal growth

- ·Kitano Hankyu Building Occupancy rate 100%
- ·HEP Five
  Achieved occupancy rate of
  100% through active efforts to
  replace tenants and change
  brands

#### Occupancy rate for total portfolio

14th Fiscal Period 98.5% (occupancy by end-tenants)

#### Financial strategies

Refinanced borrowings to boost stability and efficiency of fund procurement

#### Results for 14th Fiscal Period

Distribution per unit

JPY 12,324

(up2.7% from the initial forecast)

Portfolio NOI Capitalization Rate (\*) 4.7%

( $\mbox{$\stackrel{\cdot}{\times}$}$ ) (lease operation income + depreciation)  $\mbox{$\times$}$  2  $\div$  acquisition price

Investment unit price

at end of 14th fiscal period (closing price): JPY 358,500

Net assets per unit: JPY 660,390

Net assets per unit reflecting unrealized income/loss:

JPY 563,920

#### Forecast for 15th Fiscal Period

Distribution per unit forecast JPY 12,000



# Return to growth path Restoration of finances

#### Preparation of environment for carrying out public offering

- Secure properties by utilizing sponsor group's warehousing capabilities (Community-based retail facilities)
- Maintain and improve of properties' earning power through internal growth efforts
- Suppress rise in funding costs (utilizing security deposits, issuance of corporate bonds)

### **Expansion of growth**

### Multiple property acquisitions and carrying out public offering

- Achieve growth in scale by utilizing sponsor group's development capabilities and network
- While achieving retention and improvement of Distribution per unit as well as gradual reduction of LTV.







Additional acquisition of assets (investment interest in anonymous association)

#### (Overview of Acquisition)

Asset acquired: Investment interest in anonymous association with real estate trust

beneficiary interests as portfolio properties × 1

Property name: Bay Leaf Funding GK Investment interest in anonymous association

Real estate under trust: AEON MALL SakaiKitahanada(site)

Investment amount: 738 million yen ( 20.0% investment interest in the entire anonymous association )

Acquisition date: June 1, 2012 Seller: Hankyu Corporation

Acquisition funds: Corporate funds



#### ( Overview of Property)

Location: 4-1-32, Higashiasakayama-Cho, Kita-ku, Sakai and other

Lot area: 64.232.77 m<sup>2</sup>

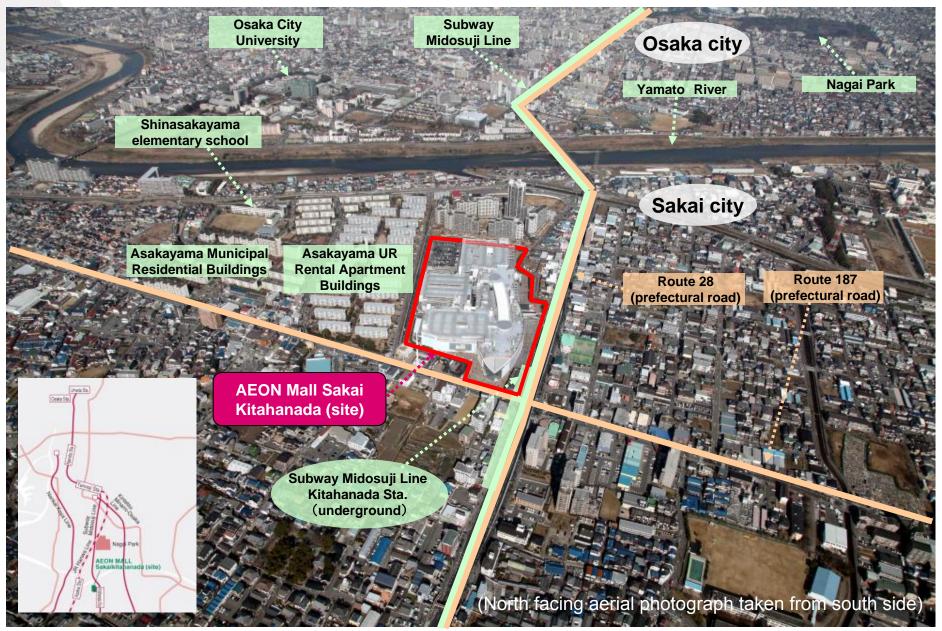


External appearance of AEONMALL Sakaikitahanada

- Stronger ties with the sponsor group
- · Investments in anonymous association will generate dividends on profits that contribute to distributions to unitholders



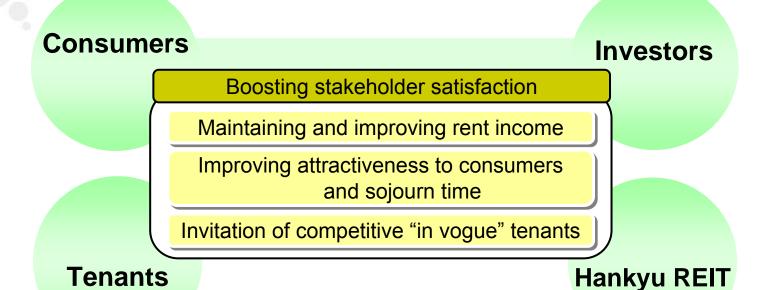






### 1-4. Operational Management

### Achieving a WIN-WIN-WIN relationship in operations



<< Results for the 14th fiscal period>>

- HEP FIVE: Seemed to have bottomed out of declining sales trend caused by new retail facilities opened in vicinity
  Achieved occupancy rate of 100% at the end of the 14th fiscal period thanks to the
- N<u>U</u> chayamachi : Held various events to revitalize the whole surrounding area including N<u>U</u> chayamachi Plus

smooth replacing of tenants and the change of brands

■ Namba-Hanshin Building: Realized improved occupancy rate by attracting group companies



### 1-5. Operational Management Initiatives 1

#### <HEP Five>

Focused on enhancing appeal of entire facility by replacing tenants and changing brands

Actively replaced tenants and changed brands. Enhanced appeal of entire facility by focusing on increasing floor space of strong-sales tenants and attracting Kansai debut store tenants.

Attracted casual brand tenants highly popular among the young generation (jóuetie (Kansai debut store), rienda, PARK by oneway, RETRO GIRL slow & easy, and SPINNS, and others).

Maintained 100% occupancy rate.

- Grand opening of Hankyu Umeda Flagship Store currently under reconstruction is scheduled for end of November, 2012.
- Due to improved customer flow and navigability from JR Osaka Station, the number of visitors and sales is expected to increase.

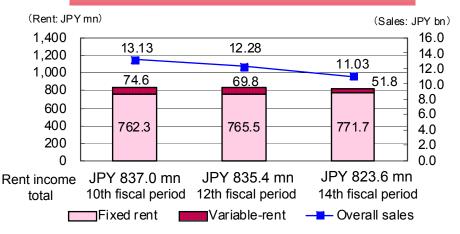
### Kitano Hankyu Building>

Opening of popular large-scale nightclub contributed to revitalization and increased sales of entire building

Steadily realized presence as a leading leisure facility of Umeda, possessing a large-scale nightclub, a billiard and darts bar, various restaurants, etc.

Achieved occupancy rate of 100% at the end of the 14th fiscal period and overall sales show a trend of rising.

#### Changes in overall sales and rent



※Rent and sales are equivalent to 45% and 100% of interest, respectively.



Kitano Hankyu Bldg. Bar/lounge included in the nightclub



### 1-5. Operational Management Initiatives 2

### <N<u>U</u> chayamachi>

Held various events such as "UMEDA SNOWMAN FESTIVAL", "CHAYAMACHI ART PICNIC" and "CHAYAMACHI BAR" aimed at area revitalization

Held from time to time collaborative events with the surrounding area such as "UMEDA SNOWMAN FESTIVAL", featuring many performances by brass bands and others, "CHAYAMACHI ART PICNIC" where exhibitions of original art by popular artists were held and "CHAYAMACHI BAR" for people who enjoy going from restaurant to restaurant and pub to pub.

#### <Shiodome East Side Building>

Supported revenues by expanding existing tenant floor space, attracting sponsor group companies, etc.

#### <Richmond Hotel Hamamatsu>

Converted portion of guest rooms into conference rooms and satisfied various guest needs by differentiating from other facilities

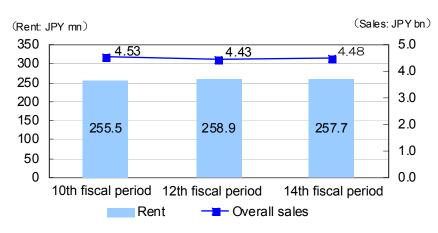
#### <Dew Hankyu Yamada>

Stable at 100% occupancy rate
Held from time to time customer-attracting events such as
"Anniversary Fair" to increase the number of visitors and
improve customer loyalty



The east side of NU chayamachi

#### Changes in overall sales and rent (Dew Hankyu Yamada)

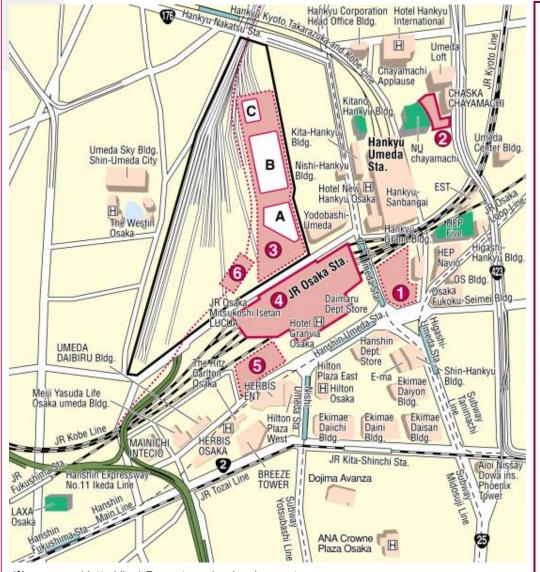


\*Include variable-rent portion (classification is not disclosed)



### 1-6. Main Development Projects in "Umeda Area"





(dotted line) Property under development
(solid line) Project in operation for less than 1 year
(green line) Owned property

 Rebuilding of Umeda Hankyu Building Phase I of the department store opened in September 2009. Office wing on the upper floors opened in May 2010. Whole building scheduled for completion late in November 2012.

Hankyu Corporation (Department store, offices, etc.)

(2) N<u>U</u> chayamachi Plus (Opened in April, 2011)

**Hankyu Corporation** (chief lease-right holder) (Retail stores, residences, schools, etc.)

(3) GRAND FRONT OSAKA

Began construction in March 2010. Scheduled for completion in March 2013.

A block: Office, retail (About 1.1ha)

B block: Office, Knowledge capital, retail,

hotel (Inter Continental) and serviced apartments,

convention (About 2.2ha)

C block: Condominium develpoment (About 0.5ha)

Corporate Group: Mitsubishi Estate Co., Ltd., ORIX Real Estate Corporation, Sekisui House, Ltd., Hankyu Corporation, etc.

(4) OSAKA STATION CITY

SOUTH GATE BUILDING (Opened in March, 2011) NORTH GATE BUILDING (Opened in May, 2011) Station area, Open –space areas

West Japan Railway Company, Osaka Terminal Bldg. (Department, Retail stores, offices, etc.)

(5) Collaborative urban development for Osaka Ekimae

Japan Post Holdings Co., Ltd., West Japan Railway Company (Offices, theater, retail stores, etc.)

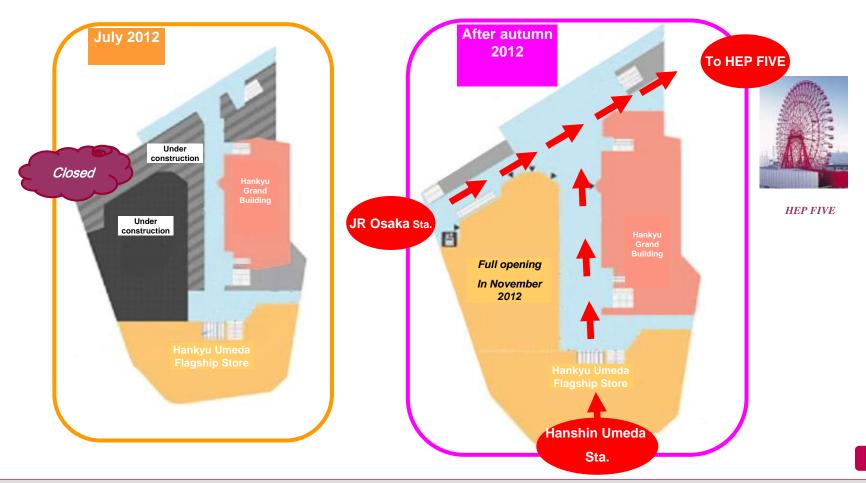
(6) Addition of a branch line to JR Tokaido line and construction of a new station





Full opening of Umeda concourse currently under construction, with the grand opening of Hankyu Umeda Flagship Store in autumn 2012

⇒Improvement of HEP FIVE navigability from JR Osaka Station





### 1-8. Financial basic policy

#### Financial basic policy

- Sound financial position
- Maintain favorable trading relationship with finance institutions
- Lower funding costs (effective use of security deposits)
- Reduce the risk of financing (diversification of debt repayment dates)
- •Reduce the risk of interest increase (focus on long-term, fixed debts)

	As of end of 13th period	As of end of 14th period
Interest-bearing debt	JPY 56.9 bn	JPY 56.9 bn
Ave. funding cost (interest-bearing debt+utilized amount of security deposits)	1.36%	1.31%
Ave. debt financing cost	1.51%	1.43%
Ave. remaining years on long-term loans payable	2.1 years	2.1 years
Long-term debt ratio	93.8%	88.6%
Fixed debt ratio	93.8%	75.9%
LTV	56.0%	55.9%
Interest-bearing debt ratio	45.2%	45.5%

(Note) LTV = (Amount of outstanding debts + Security deposits – Matched money to security deposits) / (Total amount of assets\* – Matched money to security deposits)

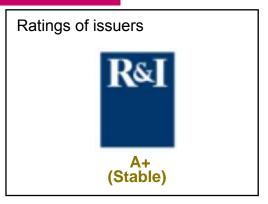
#### **Future Policy**

Aim to boost stability and efficiency by focusing on suppressing rises in funding costs through choice of borrowing formats and utilization of security deposits.

# Registration of issue of corporation bonds

Proposed value of issuance (Upper limited):
JPY 100,000 mn
Proposed issuance period:
December 19, 2011 to December 18,2013

#### **Investor rating**



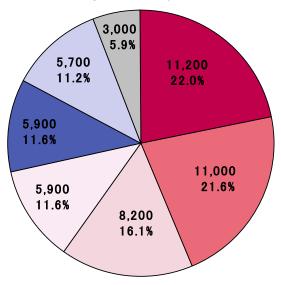
Requested Moody's to withdraw the rating as of January 17, 2012 and the rating was withdrawn on the same day.

<sup>\*</sup> Appraised value basis



As of May 31, 2012

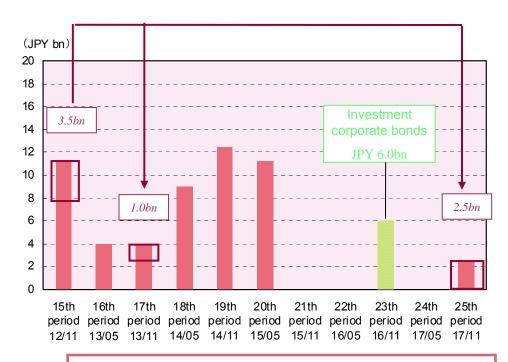
#### Outstanding debt by lender (JPY mn)



- Mitsubishi UFJ Trust and Banking Corporation
- Development Bank of Japan Inc.
- ☐ Sumitomo Mitsui Banking Corporation
- ☐ The Bank of Tokyo-Mitsubishi UFJ, Ltd.
- Mizuho Corporate Bank, Ltd.
- Sumitomo Mitsui Trust Bank, Limited
- ☐ The Senshu Ikeda Bank, Ltd..

#### Total JPY 50.9bn

### Diversification of repayment dates



JPY 3.5 bn long-term loans payable that will become due on July 23, 2012 will be converted into JPY 1.0 bn short-term borrowing (one year) and JPY 2.5 bn long-term loans payable (five years).



### 1-10. Distribution Forecast for 15th Fiscal Period

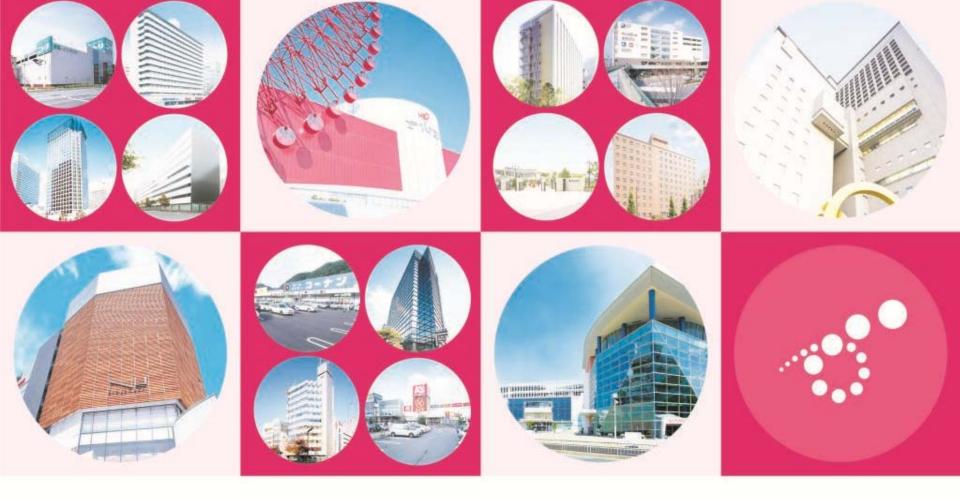
### Hankyu REIT

(Unit: JPY mn)

Item	Results for 14th Fiscal Period ① (Dec. 1, 2011 to May 31, 2012)	Forecast for 15th Fiscal Period ② (Jun. 1, 2012 to Nov. 30, 2012)	Change ②-①	Results for 13th Fiscal Period ③ (Jun. 1, 2011 to Nov. 30, 2011)	Change ②-③
Operation period (days)	183	183	_	183	_
Operating revenues	4,772	4,727	Δ	44 4,894	Δ
Operating income	1,501	1,460	Δ	40 1,549	Δ
Ordinary income	1,054	1,026	Δ	27 1,085	Δ
Net income	1,052	1,024	Δ	27 1,083	Δ
Number of outstanding units at end of period (units)	85,400	85,400	_	85,400	_
Distribution per unit (JPY)	12,324	12,000	Δ	12,688	△ 324
FFO per unit (JPY)	24,013	23,569	Δ	24,273	△ 444

#### [Main preconditions]

- -There are no transfers of portfolio properties other than additionally acquired investment interest in anonymous association with real estate trust beneficiary interests as portfolio property.
- At present, 85,400 units have been issued and no additional units will be issued until end of the period.





### 2. External Growth



#### **Network of the Hankyu Hanshin Holdings Group**

#### **Priority negotiation rights**

We hold priority negotiation rights with Hankyu Corporation, Hankyu Realty Co., Ltd. and Hankyu Investment Partners, Inc. 81% of acquisitions
(11 properties)
acquired through
the sponsor pipeline



#### Hankyu REIT Asset Management's own network

We obtain highly accurate information by directly approaching general companies and distributors.

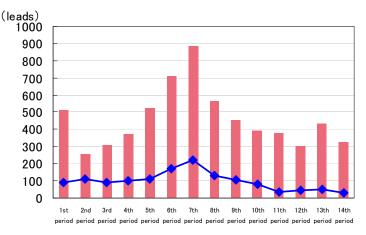


### Hankyu REIT, Inc.

We aim to achieve sustained growth by utilizing the information and network of the Hankyu Hanshin Holdings Group with connections deeply rooted in the region.

### Trend of information leads

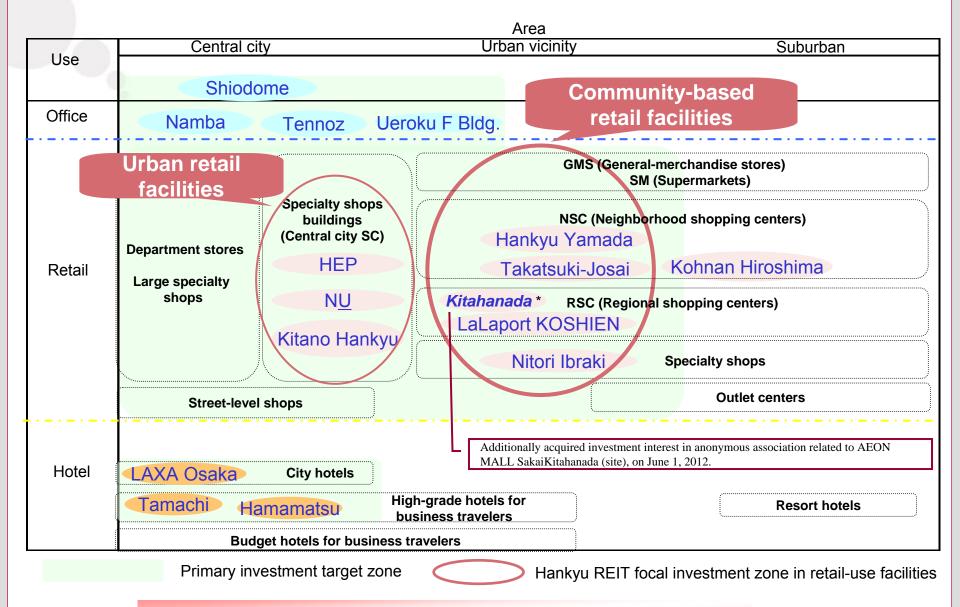
Information leads checkedInformation leads considered





### 2-2. Property Acquisition Policy for Future

### Hankyu REIT

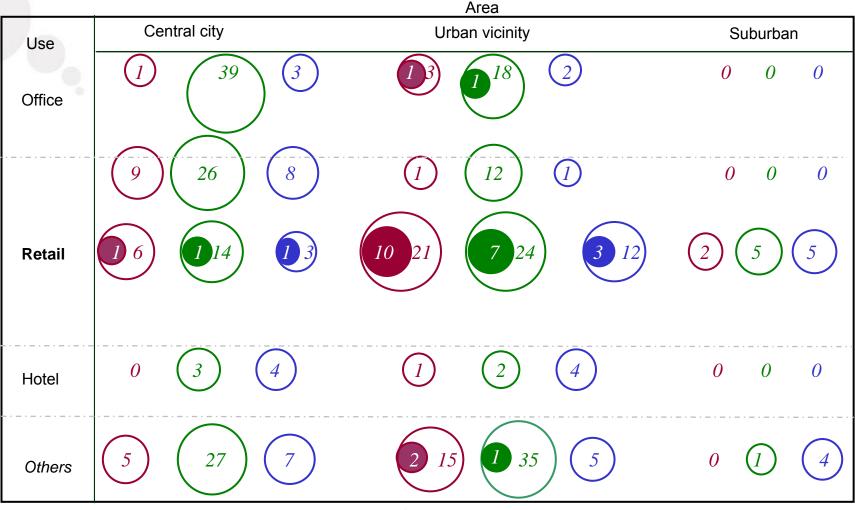


Focus on community-based retail facilities

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### 2-3. Information Leads and Leads Considered(14th fiscal period)

Hankyu REIT



**★Outer circle:** information leads Inner circle: leads actually considered



Kansai region (Osaka, Kyoto, Hyogo, Nara, Shiga, Wakayama)

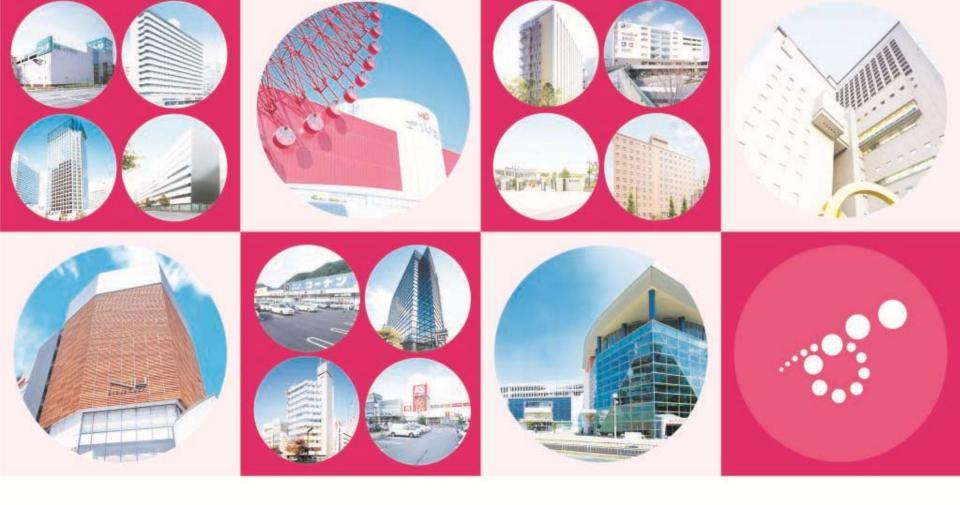


Tokyo metropolitan area (Tokyo, Kanagawa, Saitama, Chiba)



Other area

Leads considered were mostly community-based retail facilities of Kansai region and Tokyo metropolitan area





3. Portfolio as of end of 14th Fiscal Period



### 3-1. Portfolio List (as of end of 14th Fiscal Period) 1

### Hankyu REIT

As of May 31, 2012

	As of May 31,							1, 2012						
Classifi- cation	Code (Note 1)	Name	Location	Completion date	Building age (Note 2)	Leasable area (m²) (Note 3)	Occupancy rate (Note 3)	Total number of tenants (Note 3)	PML (Note 4)	Date of acquisition	Acqusition price (JPY mn )	Investment ratio	Appraisal value (JPY mn)	CAP rate (Note 5)
	R1(K)	HEP Five (45% of the quasi co-ownership of the trust beneficiary interests)	Kita Ward, Osaka City	Nov. 1998	13.6	20,370.13 ( 9,510.90 )	100.0% (100%)	1 ( 136 )	4.6%	Feb. 1, 2005	20,790	17.1%	23,760	4.5%
	R2(K)	Kitano Hankyu Bldg.	Kita Ward, Osaka City	Jun. 1985	27.0	28,194.15 ( 18,477.35 )	100.0% (100%)	2 ( 24 )	10.1%	Feb. 1, 2005	7,740	6.4%	6,810	5.6%
	R3(K)	Dew Hankyu Yamada	Suita City, Osaka Prefecture	Oct. 2003	8.7	12,982.19	100.0%	28	4.5%	Feb. 1, 2005	6,930	5.7%	6,900	5.5%
77	R4(K)	Takatsuki-Josai Shopping Center	Takatsuki City, Osaka Prefecture	Apr. 2003	9.2	31,451.81	100.0%	1	6.1%	Nov. 15, 2005	8,600	7.1%	7,371	5.8%
Retail-use facilities	R5(K)	Nitori Ibaraki-Kita Store (site)	Ibaraki City, Osaka Prefecture	_	_	6,541.31	100.0%	1	-	Mar. 29, 2006	1,318	1.1%	1,392	6.7%
e fa	Б.	Kohnan Hiroshima Nakano-	Aki Ward,			25,469.59	400.00/	,		Oct. 2, 2006	2,170	4.00/	1,980	0.70/
	R6	Higashi Store (site) Hiroshima Ci	Hiroshima City	_	_	60.14	100.0%	1	-	Apr. 9, 2007	5	1.8%		6.7%
es	R7(K)	N <u>U</u> chayamachi	Kita Ward, Osaka City	Sep. 2005	6.7	15,546.75 ( 11,447.64 )	100.0% ( 85.0% )	1 ( 66 )	4.5%	Mar. 15, 2007	19,300	15.9%	14,300	4.8%
	R8	Hotel Gracery Tamachi	Minato Ward, Tokyo	Sep. 2008	3.7	4,943.66	100.0%	1	10.2%	Dec. 25, 2008	4,160	3.4%	3,860	5.4%
	R9(K)	LaLaport KOSHIEN (site)	Nishinomiya City, Hyogo Prefecture	_	_	126,052.16	100.0%	1	6.0%	Jan. 22, 2009	7,350	6.1%	6,710	5.0%
	R10	Richmond Hotel Hamamatsu	Naka Ward, Hamamatsu City	Sep. 2002	9.7	6,995.33	100.0%	1	13.9%	Jan. 22, 2009	2,100	1.7%	1,952	6.3%
Office- use facilitie	01	Shiodome East Side Bldg.	Chuo Ward, Tokyo	Aug.2007	4.8	9,311.32	90.9%	5	4.6%	Feb. 29, 2008	19,025	15.7%	12,800	4.8%
	M1(K)	Ueroku F Bldg.	Chuo Ward, Osaka City	Sep. 1993	18.7	4,611.82	89.9%	12	3.2%	Nov. 1, 2005	2,980	2.5%	2,470	6.0%
Complex facilities	M2	Sphere Tower Tennoz (33% of the quasi co-ownership of the trust beneficiary interests)	Shinagawa Ward, Tokyo	Apr. 1993 (Note 6)	19.2	8,807.71	92.7%	22	2.7%	Oct. 2, 2007	9,405	7.8%	8,382	4.6%
ities	M3(K)	LAXA Osaka	Fukushima Ward, Osaka City	Feb. 1999	13.3	30,339.91	100.0%	1	3.4%	Jan. 22, 2009	5,122	4.2%	5,100	5.9%
	M4(K)	Namba-Hanshin Building	Chuo Ward, Osaka City	Mar. 1992	20.2	9,959.01 ( 6,456.88 )	100.0% ( 85.7%)	1 ( 16 )	4.5%	Jan. 22, 2009	4,310	3.6%	3,030	5.5%
	Total					341,637.00 ( 313,459.73 )	99.4% ( 98.5% )	79 ( 316 )	3.2%	_	121,306	100.0%	106,817	5.1%

In addition to the assets shown above, we own an investment interest in anonymous association issued by Bay Leaf Funding GK, which owns trust beneficiary interests of AEON MALL SakaiKitahanada (site), the targeted real estate under the trust.



### 3-1. Portfolio List (as of end of 14th Fiscal Period) 2

- (Note 1) These codes represent properties owned by Hankyu REIT classified into the following facilities and regions.
  Left-side letters represent facilities: R is a retail-use facility, O is an office-use facility, and M is a complex facility.
  The figures are attached to facilities in order of date of acquisition, and a K means the property is located in the Kansai region.
- (Note 2) Portfolio total represents the weighted average building age by acquisition price.
- (Note 3) Figures in parenthesis indicate the area leasable for end-tenants, the occupancy rate based on the said area, and the number of end-tenants, respectively. In the case of HEP Five, 45% quasi co-ownership of the trust beneficiary interests is listed as the leasable area. For Sphere Tower Tennoz, 33% quasi co-ownership of the trust beneficiary interests is listed as the leasable area. For LaLaport KOSHIEN (site), the leasable area is the total of the retail facility lot portion (86,124.96 m²) and the parking garage space portion (39,927.2 m²).
- (Note 4) PML of LaLaport KOSHIEN (site) is for parking garage space administration building portion (394.88m²)
- (Note 5) Cap rate by direct capitalization method using appraisal value calculation. (Nitori Ibaraki-Kita Store (site), Kohnan Hiroshima Nakano-Higashi Store (site) and LaLaport KOSHIEN (site), are allocated a discount rate using the DCF method.) Portfolio total is the weighted average CAP rate based on appraisal value.
- (Note 6) The year of completion for the office and store portions.



### 3-2. Portfolio View (as of end of 14th Fiscal Period) 1 Hankyu REIT

#### **Urban retail facilites**







#### **Community-based retail facilites**

Dew Hankyu Yamada



LaLaport KOSHIEN (Site)



Takatsuki-Josai SC



Kohnan Hiroshima Nakano-Higashi Store (Site)



Nitori Ibaraki-Kita Store (Site)





#### 3-2. Portfolio View (as of end of 14th Fiscal Period) 2 Hankyu REIT

#### Hotel

LAXA Osaka







Office

Ueroku F Building



Namba-Hanshin Building



Shiodome East Side Building



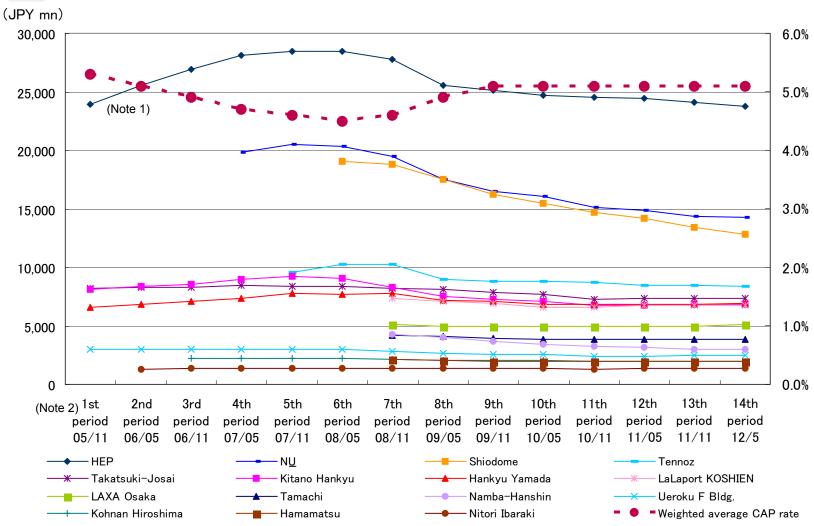
Sphere Tower Tennoz





# 9

### Appraisal value down 0.9% Sign of CAP rate decline



(Note 1) In the 9th fiscal period (November 27, 2009), as 10% of the quasi co-ownership (equity ratio 50%) of the trust beneficiary interests was transferred, the comparison is based on an equity ratio of 45%. For comparison purposes, appraisal values displayed for the ends of the 1st to the 8th fiscal periods have been calculated at an equity ratio of 45%. (Note 2) Figures express the value at the end of each fiscal period.



### 3-3. Changes in Appraisal Value

### Hankyu REIT

( Unit : JPY mn )

							( Unit . JPY mn )				
	Acquisition price	① End of previous period (13th fiscal period-end)	CAP rate	<ul><li>End of current period</li><li>(14th fiscal period-end)</li></ul>	CAP rate	Change (②-①)	Change (2-①)/①	③Value recorded on the balance sheet at end of current period	Unrealized income/loss ②-③	Value to book ratio ②/③	
HEP Five (45% of the quasi co-ownership of the trust beneficiary interests)	20,790	24,120	4.5%	23,760	4.5%	△ 360	-1.5%	19,168	4,591	124.0%	
Kitano Hankyu Building	7,740	6,870	5.6%	6,810	5.6%	△ 60	-0.9%	7,838	Δ 1,028	86.9%	
Dew Hankyu Yamada	6,930	6,840	5.6%	6,900	5.5%	60	0.9%	6,073	826	113.6%	
Takatsuki-Josai Shopping Center	8,600	7,330	5.8%	7,371	5.8%	41	0.6%	7,813	△ 442	94.3%	
Ueroku F Building	2,980	2,440	6.0%	2,470	6.0%	30	1.2%	2,864	△ 394	86.2%	
Nitori Ibaraki-Kita Store (Site)	1,318	1,377	6.9%	1,392	6.7%	15	1.1%	1,340	51	103.8%	
Kohnan Hiroshima Nakano- Higashi Store (Site)	2,175	2,000	6.7%	1,980	6.7%	Δ 20	-1.0%	2,280	Δ 300	86.8%	
N <u>U</u> chayamachi	19,300	14,400	4.8%	14,300	4.8%	△ 100	-0.7%	17,842	△ 3,542	80.1%	
Sphere Tower Tennoz (33% of the quasi co-ownership of the trust beneficiary	9,405	8,448	4.6%	8,382	4.6%	Δ 66	-0.8%	8,826	△ 444	95.0%	
Shiodome East Side Bldg.	19,025	13,400	4.8%	12,800	4.8%	△ 600	-4.5%	18,423	Δ 5,623	69.5%	
Hotel Gracery Tamachi	4,160	3,850	5.4%	3,860	5.4%	10	0.3%	4,032	△ 172	95.7%	
LAXA Osaka	5,122	5,000	5.9%	5,100	5.9%	100	2.0%	4,863	236	104.9%	
LaLaport KOSHIEN (site)	7,350	6,710	5.0%	6,710	5.0%	0	0.0%	7,748	△ 1,038	86.6%	
Namba-Hanshin Building	4,310	3,030	5.5%	3,030	5.5%	0	0.0%	4,100	△ 1,070	73.9%	
Richmond Hotel Hamamatsu	2,100	1,937	6.3%	1,952	6.3%	15	0.8%	1,838	113	106.2%	
Total	121,306	107,752	5.1%	106,817	5.1%	△ 935	-0.9%	115,055	△ 8,238	92.8%	

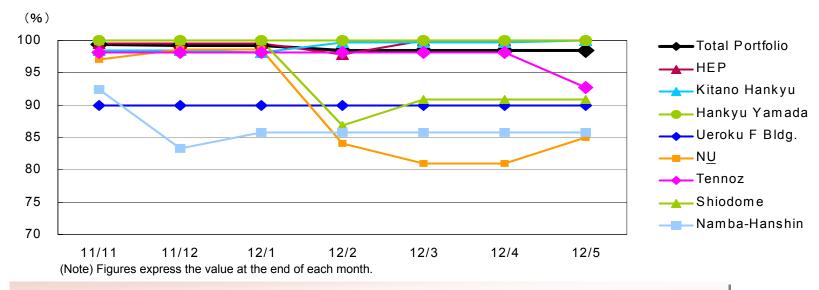
Cap rate by direct capitalization method process using appraisal value calculation. (Nitori Ibaraki-Kita Store (site), Kohnan Hiroshima Nakano-Higashi Store (site) and LaLaport KOSHIEN (site) are allocated a discount rate using the DCF method.) Portfolio total is the weighted average CAP rate based on appraisal amount.



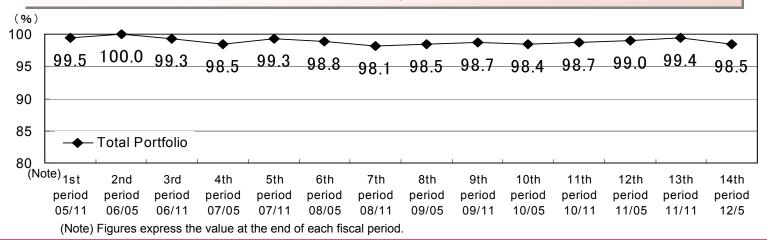
### 3-4. Changes in Occupancy Rate for Individual Properties (Occupancy by end-tenants) Hankyu REIT

#### Occupancy rate for Total Portfolio 98.5% (as of end of the 14th fiscal period)

The graph showing leased properties to single tenants (occupancy rate : 100%) has been omitted. (The seven properties leased to single tenants are: Takatsuki-Josai, Nitori Ibaraki, Kohnan Hiroshima, Tamachi, LaLaport KOSHIEN, LAXA Osaka and Hamamatsu.)

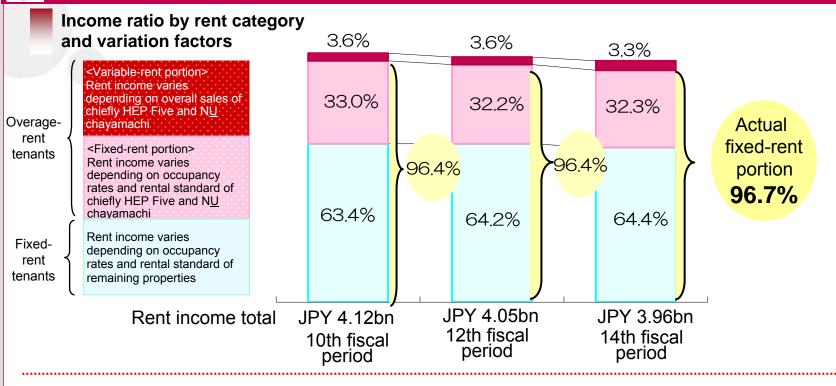


#### Continuation of stable occupancy rates since 1st fiscal period

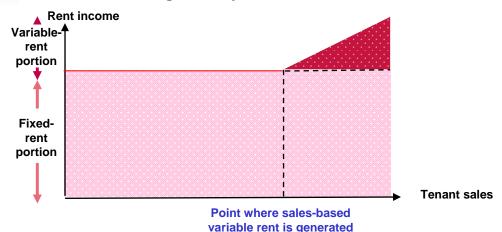




### 3-5. Income ratio by rent category and Mechanism of the Sales-Based Overage Rent System Hankyu REIT









### 3-6. Rent systems and present conditions of 15 portfolio properties (as of end of 14th Fiscal Period) (Hankyu REIT

<Properties that mainly use the sales-based overage rent system>

Name	Main rent system	Present conditions
HEP Five Specialty shops buildings (Central city SC)	Overage (fixed + variable)	Occupancy rate was stable at 100% at the end of the 14th fiscal period.  Aiming for sales recovery, implemented measures to strengthen operational structure, such as reform of sales promotion activities and establishment of a PM on-site office.  To boost the customer utilization rate and promote new customers, held group employee sales and other events; in cooperation with tenants and PM company, continue promoting events to revitalize the entire building.  By promoting the replacement of tenants with low sales and the change of brands, continue to focus on preventing staleness of the entire facility and enhancing appeal.
N <u>U</u> chayamachi Specialty shops buildings (Central city SC)	Overage (fixed + variable)	Contributed to improving appeal and attractiveness to customers of the entire area through the development of various events including "CHAYAMACHI BAR", a street bar event where visitors can go from restaurant to restaurant and pub to pub along a Spanish-style "bar street", and "CHAYAMACHI ART PICNIC" where exhibitions of original art by popular artists in Chayamachi and the surrounding area. Aiming to achieve early occupancy, one floor, which was vacated by departure of a tenant at the end of January 2012, was divided into three. A bridal photo studio opened in May in one segment.

#### <Properties that use the fixed rent system>

Name Main rent system		Present conditions
Ueroku F Building Office	Fixed	Occupancy rate was stable at 89.9% at the end of the 14th fiscal period, no change from the end of the previous period (13th fiscal period). Utilizing the building attributes that make it competitive in the area (accessibility, visibility and scale), currently focusing on leasing vacant office portions by conducting open property viewings aimed at real estate agents and offering tenants the option to expand floor space and other efforts.
Sphere Tower Tennoz Office	Fixed	Although occupancy rate has dropped 5.5 points from the end of the previous period (13th fiscal period) to 92.7%, agreements were reached on an unofficial basis with new tenants including a clinic.In the current period, implemented disaster prevention measures such as creating disaster response manuals and adding stockpiles for earthquake response, as requested by tenants; continue to focus on boosting tenant satisfaction and aim to secure tenant leasing as early as possible.
Shiodome East Side Building Office	Fixed	Although one floor contract was cancelled at the end of January 2012, existing tenants increased floor space to 2/3 of the vacated section, resulting in a 95.8% occupancy rate.  Currently focusing on tenant leasing for the remaining 1/3 section to achieve early occupancy.
Namba-Hanshin Building Office	Fixed	Although there was a trend of falling occupancy rate, the rate recovered to a high level of 95.0% after a successful promotion to attract group companies. As the area is attractive to businesses with in-person visits from clients, currently focusing on leasing vacant offices by continuing to conduct open property viewings aimed at real estate agents and offering tenants the option to expand floor space and other efforts.

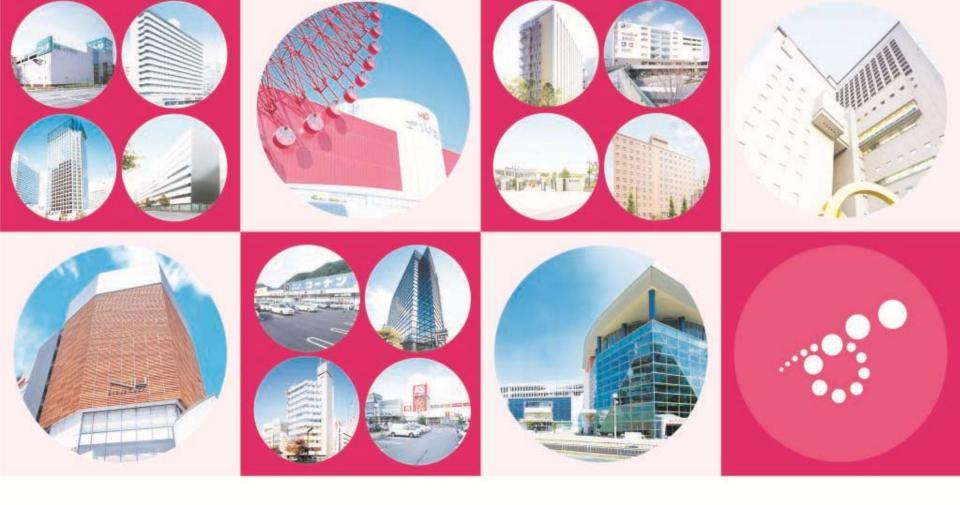


### 3-6. Rent systems and present conditions of 15 portfolio properties (as of end of 14th Fiscal Period) ② Hankyu REIT

<Properties that mainly use the long-term, fixed rent systems>

Name	y use the long-term, fixed  Main rent system	Present conditions				
Kitano Hankyu Building Specialty shops buildings (Central city SC)	Long-term, fixed (partly overage)	Achieved occupancy rate of 100% at the end of the 14th fiscal period as a result of aggressive new-leasing activities. Nightclub "North Platinum" newly opened in November 2011 contributed to revitalizing the entire building as facility drawing customers for long hours. In June 2012, renewal works was conducted for the nightclub which is expected to benefit other tenants and raise the entire facility's potential.				
Dew Hankyu Yamada NSC (Neighborhood shopping centers)	Long-term, fixed (partly overage)	Average occupancy rate for the fiscal period was stable at 100%. Customer-attractive events such as "Summer Fair" and "Anniversary Fair" were regularly held. Because the market area population is large and the building has strong attractiveness to customers, both overall sales and rent income are stable. Aiming to promote use of the parking area during weekdays and increasing revenue, held a campaign to boost use of the "park & ride", continue to raise awareness of parking facilities and increase the number of leased parking spaces.				
Takatsuki-Josai Shopping Center NSC (Neighborhood shopping centers)	Long-term, fixed	Stable rent income based on the fixed-type master lease method* with Kohnan Shoji Co., Ltd.Tenant composition of home improvement center, grocery store, home electronics retailer, sporting goods store, etc. fulfills the needs of residents in the surrounding area. Currently applying for administrative approval among other measures to expand retail floor space.				
Nitori Ibaraki-Kita Store (site) Specialty shops	Long-term, fixed	Stable rent income based on a contract for fixed-term land lease for business use with Nitori Holdings Co., Ltd. The market area population is increasing mainly due to local residential property development.				
Kohnan Hiroshima Nakano- Higashi Store (site) NSC (Neighborhood shopping centers)	Long-term, fixed	Stable rent income based on a contract for fixed-term land lease for business use with Kohnan Shoji Co., Ltd.Retail facility that offers high transportation convenience with a home improvement center and a grocery store.				
Hotel Gracery Tamachi High-grade hotels for business travelers	Long-term, fixed	Stable rent income based on long-term lease with Fujita Kanko Inc.Hotel occupancy rate has recovered to a high level since summer 2011. The latest average occupancy rate remained at a high level of 96%. Listed in the hotel section of "MICHELIN Guide 2012" and this was utilized in sales promotion development and commemoration plans.				
LaLaport KOSHIEN (site) RSC (Regional shopping centers)	Long-term, fixed	Stable rent income based on a contract for fixed-term land lease for business use with Mitsui Fudosan Co., Ltd.Facility's competitive strength further boosted by conducting a major renewal in spring 2011 (bringing in new stores of fast-fashion chains such as H&M, ZARA, UNIQLO and newly adding "LaLa Kid's Park").				
LAXA Osaka City hotels	Long-term, fixed	Stable rent income based on the fixed-type master lease method* with Hanshin Electric Railway Co., Ltd.The occupancy rate of Hotel Hanshin that is under a sub-leasing contract remained at a high level.				
Richmond Hotel Hamamatsu High-grade hotels for business travelers	Long-term, fixed	Stable rent income based on the fixed-type master lease method* with RNT HOTELS Co., Ltd. (consolidated subsidiary of ROYAL HOLDINGS Co., Ltd.).  Converted a portion of guest rooms into conference rooms and refurbished guest room interiors.  By providing a wide range of accommodation plans among other incentives, the hotel continues to maintain a high-level occupancy rate in the Hamamatsu City area.				

<sup>\*</sup>Fixed-type master lease method: Hankyu REIT receives rent income from the master lessee (sublessor). The amount received is fixed irrespective of the rent received by sublessor from end-tenants.





### 4. Overview of Financial Results





#### (Unit:JPY mn)

Item	Forecast for 14th Fiscal Period① (as of Jan.20. 2012)	Results for 14th Fiscal Period ② (Dec. 1, 2011 to May.31, 2012)	Change ②-①
Operation period (days)	183	183	_
Operating revenues	4,784	4,772	△ 12
Operating income	1,477	1,501	23
Ordinary income	1,026	1,054	27
Net income	1,024	1,052	27
Number of outstanding units at end of period (units)	85,400	85,400	_
Distribution per unit (JPY)	12,000	12,324	324
FFO per unit (JPY)	23,698	24,013	315

#### (Main factors of increase/decrease in profit)

	① Decrease in operating revenues  Decreased income from lease (Mainly NU)	Δ	<b>JPY</b> JPY	<b>12 mn</b> 12 mn
) )	Decreased utilities expense income Contract breach fine etc.	Δ	JPY JPY	13 mn 12 mn
	② Decrease in operating expenses		JPY	35 mn

③ Decreased interest due JPY 2 mn

Decreased property/facility management fees JPY

5 mn

### 4-2. Income Statement / Cash Distribution Statement

#### Income Statement

(U						
	13th Fisca					
ltem	(Duration of invest	* *	(Duration of investr	Change		
	Jun. 1, 2011 to t	Percentage	Dec. 1, 2011 to	Percentage	J	
Operating revenues	4.894	100.0	4.772	100.0	Δ 122	
Lease operating revenues	4,882	100.0	4,754	100.0	ر عدا ت	
Distribution revenue of an onymous association	11		17			
2. Operating expenses	3,344	68.3	3.271	68.5	△ 73	
Lease operating costs	2,972	00.5	2,904	00.5	473	
	2,972					
Asset management remuneration	3		275 3			
Officer remuneration	_					
Asset consignment remuneration	16		16			
Adminstrative agency remuneration	30		30			
Au ditor remuneration	7		7			
Other operating expenses	35		32			
Operating income	1,549	31.7	1,501	31.5	△ 48	
Non-operating revenues	1	0.0	2	0.1	1	
Interest earned	0		0			
Other non-operating revenues	0		2			
4. Non-operating expenses	466	9.5	449	9.4	△ 16	
Interest due	431		379			
Loan related expense	28		27			
Interest due on investment corporation bonds	3		38			
Amortization of investment corporation bond issuance costs	0		3			
Other expenses	1		1			
Ordinary income	1,085	22.2	1,054	22.1	△ 31	
Pretax net income for current period	1,085		1,054			
Corporate, local and enterprise tax	1		1			
Adjustment for corporate tax, etc.	0		0			
Net income for current period	1,083	22.1	1,052	22.1	△ 31	
Retained earnings carried forward	0		0			
from the previous period	1 002		1.052			
Unap propriated income for current period	1,083		1,052			

#### Lease operating revenues and costs

Breakdown: Refer to page 35 and 36

Occupancy rate at end of fiscal period: 98.5%

(Occupancy by end-tenants)

#### Cash Distribution Statement

(Unit: JPY thousand)

	Item	13th Fiscal Period	14th Fiscal Period	Change
	100	Amount	Amount	Amount
)	Unappropriated income for current period	1,083,582	1,052,527	△ 31,054
	Distributions	1,083,555	1,052,469	△ 31,085
	(Distribution per unit (JPY))	(12688 )	(12324 )	(△364)
)	Retained earnings carried forward	27	57	30

#### (Main factors of increase/decrease)

3

① Decrease in op	perating revenues	Δ	JPY	122 mn
Decreased inco		Δ	JPY	29 mn
(Shiodome, N <u>U</u>	, and etc)			
Decreased utilit	ies expense income	Δ	JPY	33 mn
	pearing sales promotion exp	penses △	JPY	51 mn
		*		

)	② Decrease in operating expenses	△ JPY	73 mn
	Decreased utilities expense	△ JPY	74 mn

③ Decrease in non-operating expenses	△ JPY	16 mn
Decreased interest due	$\Delta$ JPY	18 mn

At HEP Five and NU chayamachi, the tenant bearing sales promotion expenses that
 were treated as deposits by the master lessee will be recorded as income/expense
 by Hankyu REIT from the 13th fiscal period as a result of changes to the agreement
 with the master lessee. Accordingly, a balance of these deposits of 51 million yen
 held by the master lessee at the beginning of the 13th fiscal period is recorded as
 income in a lump-sum.



### 4-3. Balance Sheet

### Hankyu REIT

(Unit: JPY mn)

	13th Fiscal	Period	14th Fiscal	Period		
Item	(as of Nov. 3		(as of May.3		Change	
	Amount	Ratio (%)	Amount	Ratio (%)	Amount	
As sets						
I Current assets total	9,472	7.5	9,629	7.7	157	
Currency and demand deposit	2,267		1,669			
Currency and demand deposit in trust	6,790		7,437			
Operational income receivable	25		26			
Deposit paid	309		339			
Prepaid expense	79		154			
Deferred income tax assets	0		2			
II Fixed assets total	116,364	92.4	115,485	92.3	△878	
1. Tangible fixed assets						
Buildings	2,298		2,236			
Structures	315		300			
Tools, fumiture and fixtures	2		1			
Land	7,938		7,938			
Buildings in trust	34,072		33,311			
Structures in trust	443		421			
Machinery and equipment in trust	213		196			
Tools, fumiture and fixtures in trust	80		74			
Land intrust	69,613		69,613			
Tangible fixed assets total	114,978	91.3	114,094	91.2	△ 883	
2. Intangible fixed assets						
Land leasehdd	957		957			
Others	6		5			
Intangible fixed assets total	963	0.8	962	0.8	0	
3. Investments, other assets						
Investment securities	375		375			
Long-fiscal period prepaid expenses	36		43			
Guarantee money deposit	10		10			
Investment, other assets total	422	0.3	428	0.3	6	
III Total deferred assets	31	0	28	0.0	Δ3	
Investment corporation bond issuance costs	31		28			
As sets total	125,868	100.0	125,144	100.0	△ 724	

(Unit: JP)										
	13th Fiscal Period 14th Fiscal Period									
Item	(as of Nov. 3	0, 2011)			Change					
	Amount	Ratio (%)	Amount	Ratio (%)	Amount					
Liabilities										
I Current liabilities total	23,137	18.4	16,383	13.1	△ 6,753					
Operating no-trade accounts payable	575		217							
Short-fiscal period loans payable	3,500		6,500							
Long-fiscal period loans payable (return within 1 year)	17,900		8,700							
Accrued dividend	11		10							
Accrued expenses	226		185							
hcome taxes payable	1		1							
Accrued consumption tax	34		46							
Advance received	487		447							
Current deposit received	0		0							
Security deposits										
(retum within 1 year)	400		274							
II Funded liabilities total	46,302	36.8	52,362	41.8	6,060					
Investment corporation bonds	6,000		6,000							
Long-fiscal period loans payable	29,500		35,700							
Security deposits	1,599		1,552							
Security deposits in trust	9,203		9,110							
Liabilities total	69,440	55.2	68,746	54.9	△ 693					
Net assets										
I Overall in vestment	55,344	44.0	55,344	44.2						
II Surplus fund total	1,083	0.9	1,052	0.8						
Unappropriated income for current period	1,083		1,052							
Net assets total	56,428	44.8	56,397	45.1	△ 31					
Liabilities and net as sets total	125,868	100.0	125,144	100.0	△ 724					

Interest-bearing debt
JPY 56,900 mn

Total of security deposits:

JPY10,937mn

JPY5,196mn was applied to

was applied to property acquisition financing





Item 1		13th Fiscal Period	14th Fiscal Period	Remarks
Operation period		183 days	183 days	13th fiscal period: Jun. 1, 2011 to Nov. 30, 2011 14th fiscal period: Dec. 1, 2011 to May 31, 2012
Return On Assets (ROA	)	0.9%	0.8%	Ordinary income / {(Total assets at beginning of period + Total assets at end of period) /2 }
	(Per annum)	1.7%	1.7%	Calculated from duration of operation
Return On Equity (ROE	Return On Equity (ROE)		1.9%	Net income / {(Net assets at beginning of period + Net assets at end of period) /2 }
	(Per annum)	3.8%	3.7%	Calculated from duration of operation
Ratio of net assets at er	nd of period	44.8%	45.1%	Net assets / Total assets
Loan To Value ratio at 6	end of period (LTV)	56.0% (52.2%)	55.9% (52.0%)	(Amount of interest-bearing debt + Security deposits - Matched money to security deposits) /(Total assets(*) - Matched money to security deposits) *Appraisal-value basis (Ratios in brackets are based on book value)
Ratio of interest-bearing debts to total assets at end of period		45.2%	45.5%	Interest-bearing debt / Total assets
Debt Service Coverage Ratio (DSCR)		5.8 times	5.9 times	Pre-interest and pre-depreciation net income for current fiscal period / Interest due
Net Operating Income (NOI)		JPY 2,899 mn	JPY 2,848 mn	Net lease operating income + Depreciation
Funds From Operation (FFO)		JPY 2,072 mn	JPY 2,050mn	Net income for current fiscal period + Depreciation



## 4-5. Income and Expenditure by Property 1

### Hankyu REIT

(Unit: JPY mn)

Item	the trust beneficiary	Kitano Hankyu Bldg.	Dew Hankyu Yamada	Takatsuki- Josai SC	Nitori Ibaraki- Kita Store (site) (Note 1)	Kohnan Hiroshima Nakano- Higashi Store (site)	N <u>U</u> chayamachi	Ueroku F Bldg.	Sphere Tower Tennoz (33% of the quasi co-ownership of the trust	Shiodome East Side Bldg.
Number of operating days of 14th fiscal period	interests)	183	183	183	183	. ,	183	183	b eneficiary 183	183
Lease operating revenues total	1,022	567	372	284		76	634	132	350	396
Income from lease	836	398	259	283		76	479	114	272	374
Utilities expense income	58	113	48	_		_	69	9	24	19
Otherincomes	127	54	64	1		0	84	8	53	2
Lease operating costs total	655	383	231	139		7	501	86	190	193
Property/Facility management fees	147	112	72	9		0	107	22	28	19
Utilities expense	71	128	46	0		_	85	10	52	24
Rent paid	7	0	1	21		_	0	_	_	0
Advertising and promotion expenses	144	2	2	_		_	74	0	_	_
Repair expense	19	12	1	0		_	5	4	8	0
Nonlife insurance premium	3	2	1	0		_	2	0	0	1
Tax and public dues	69	52	27	27		7	54	13	30	23
Other expenses	28	4	4	0		_	4	1	4	2
Depreciation	164	68	73	78		_	168	33	64	121
Lease operating income	367	183	141	145		68	132	45	160	203
NOI (Lease operating income + Depreciation)	531	252	214	223	60	68	301	79	224	325
Capital expenditure	7	1 35	1	0	_	_	<b>②</b> 23	3 27	8	6

(Note 1) Rent information are not permitted to be disclosed (tenant request).

#### (Main capital expenditure)

Œ	) Kitano Hankyu Bldg.		
	Preparatory works for new tenants on 3rd floor (2 stores)	JPY	20 mn
2	<sup>)</sup> N <u>U</u> chayamachi		
	Works to split 7th floor into compartments	JPY	17 mn
3	Ueroku F Bldg.		
	Works to renew air-conditioners	JPY	19 mn

(Unit: JPY mn)



# 4-5. Income and Expenditure by Property 2

Item	Hotel Gracery Tamachi	LAXA Osaka	LaLaport KOSHIEN (site)	Namba- Hanshin Building	Richmond Hotel Hamamatsu (Note 1)	Item	Total (15 properties)
Number of operating days of 14th fiscal period	183	183	183	183	183	Number of operating days of 14th fiscal period	_
Lease operating revenues total	121	255	257	143		Lease operating revenues total	4,754
Income from lease	116	254	257	118		Income from lease	3,982
Utilities expense income	_	_	_	9		Utilities expense income	352
Other incomes	4	0	0	15		Other incomes	419
Lease operating costs total	54	167	106	122		Lease operating costs total (Note 2)	2,904
Property/Facility management fees	1	1	1	23		Property/Facility management fees	550
Utilities expense	_	_	_	14		Utilities expense	433
Rent paid	_	18	0	_		Rent paid	50
Advertising and promotion expenses	_	_	_	0		Advertising and promotion expenses	222
Repair expense	_	10	_	5		Repair expense	70
Nonlife insurance premium	0	3	0	0		Nonlife insurance premium	16
Tax and public dues	15	52	102	20		Tax and public dues	507
Other expenses	0	1	1	1		Other expenses	54
Depreciation	36	81	0	55		Depreciation	997
Lease operating income	66	87	150	20		Lease operating income	1,850
NOI (Lease operating income + Depreciation)	103	168	150	76	65	NOI (Lease operating income + Depreciation)	2,848
Capital expenditure	_	1	_	1	_	Capital expenditure	113

(Note 1) Rent information are not permitted to be disclosed (tenant request). (Note 2) Depreciation amount of Head Office are not included.





# 5. APPENDIX



## 5-1. Changes in Investment Unit Price

#### Unit Price (closing price basis)



#### PerUnit trading trends (Oct. 26, 2005 - July. 5, 2012)

Highest Price (closing price basis) 1,380,000JPY (June, 2007)
Lowest Price (closing price basis) 325,000JPY

\_owest Price (closing price basis) 325,000JPY (December, 2011)

### During 14th fiscal period (December.1, 2011 - May. 31, 2012)

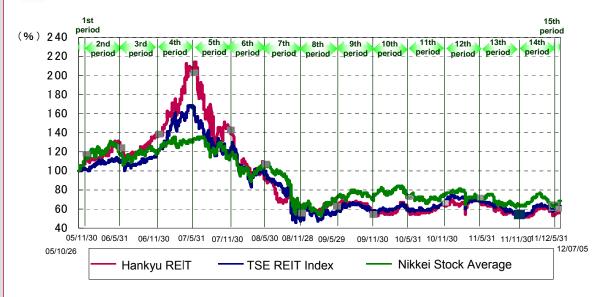
Highest Price (closing price basis) 409,500JPY (April, 2, 2012)

Lowest Price (closing price basis) 325,000JPY

(December, 22, 2011)

Price as of July. 5, 2012 (closing price basis) 369,000JPY

#### Relative Price (closing price basis)







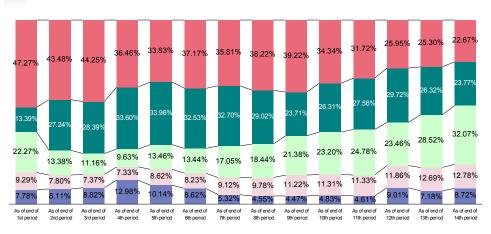
### **Unitholder Composition**

Ownership by category	Number of unitholders (persons)	Ratio to ownership	Number of units invested (units)	Ratio to number of units
Finance institutions (excluding Trust Bank)	62	0.68%	19,357	22.67%
Trust Banks	9	0.10%	20,296	23.77%
Individuals, etc.	8,766	96.36%	27,384	32.07%
Other organizations	185	2.03%	10,916	12.78%
Foreign organizations, etc.	75	0.82%	7,447	8.72%
Total	9,097	100%	85,400	100%

### **Top 10 unitholders**

Unitholder name	Number of units held (units)	Ownership
Japan Trustee Services Bank, Ltd. (Trust account)	12,069	14.13%
The Senshu Ikeda Bank, Ltd.	4, 150	4.86%
The Nomura Trust and Banking Co., Ltd. (Investment accounts)	4,024	4.71%
Hankyu Corporation	3,500	4.10%
Trust & Custody Services Bank, Ltd. (Securities investment trust account)	2, 151	2.52%
Nomura Bank (Luxembourg) S.A.	2, 139	2.50%
North Pacific Bank, Ltd.	2,071	2.43%
Shikoku Railway Company	1,768	2.07%
The Master Trust Bank of Japan, Ltd. (Trust account)	1,446	1.69%
Sumitomo Mitsui Banking Corporation	1,332	1.56%
Total	34,650	40.57%
Number of outstanding units	85,400	100%

### Ratio to number of units by unitholders



■ Foreign organizations, etc. Other organizations Individuals, etc. Trust Banks Finance institutions (excluding Trust Banks)

### < Questionnaire sent to investors >

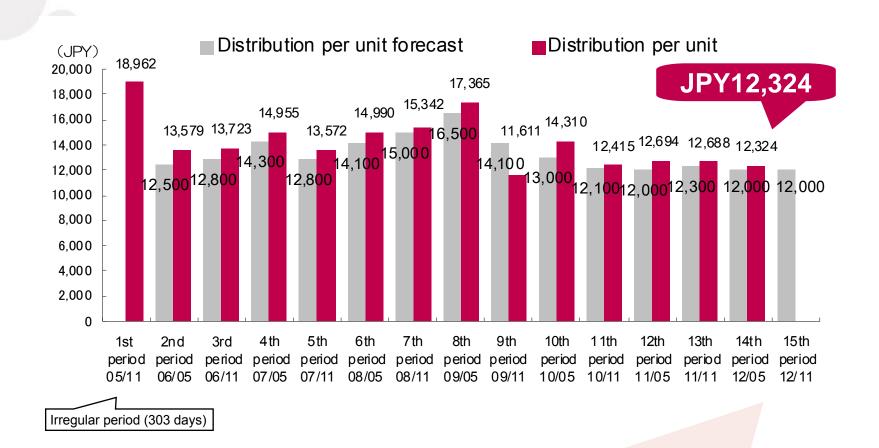
A postcard-style questionnaire is to be sent to investors on the registrar at the end of the 14th fiscal period (May 31, 2012).

Calendars with themes such as Takarazuka Revue, Hanshin Tigers and etc. or a pair of tickets for Hep Five Ferris wheel will be offered to 250 lucky respondents.

Hankyu REIT will continue to value a management style that listens to its investors.





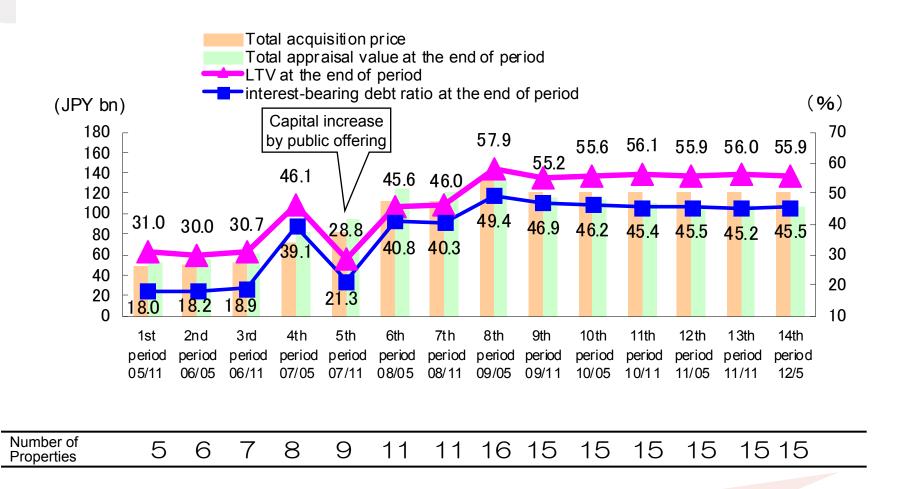


(Compared with 14th fiscal period forecast)

Increase in lease operating income JPY 23 mn

(Although operating revenues decreased by JPY 12 mn, profit increased as a result of JPY 35 mn reduction in lease operating costs such as repair expenses.)



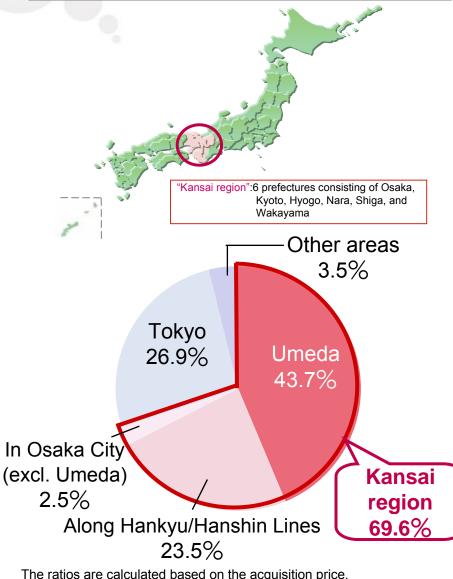


LTV is generally stable despite a slight reduction in the rate of decline of appraisal values.



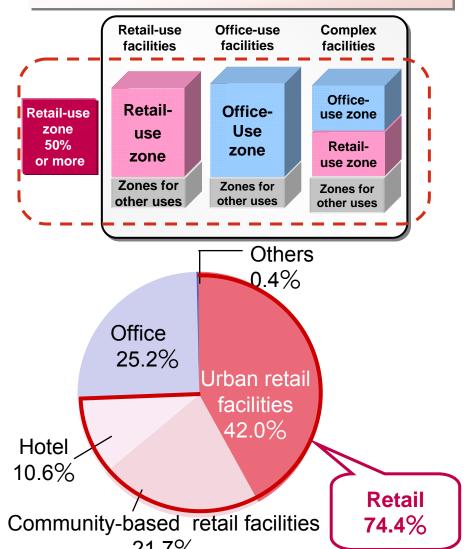
## 5-5. Features of Hankyu REIT





The ratios are calculated based on the acquisition price. Investment interest in anonymous association is not included.

# Primary emphasis on highly competitive retail facilities



21.7%
The ratios are calculated based on the acquisition price.

(For multiple-use zone properties, the amount is proport.)

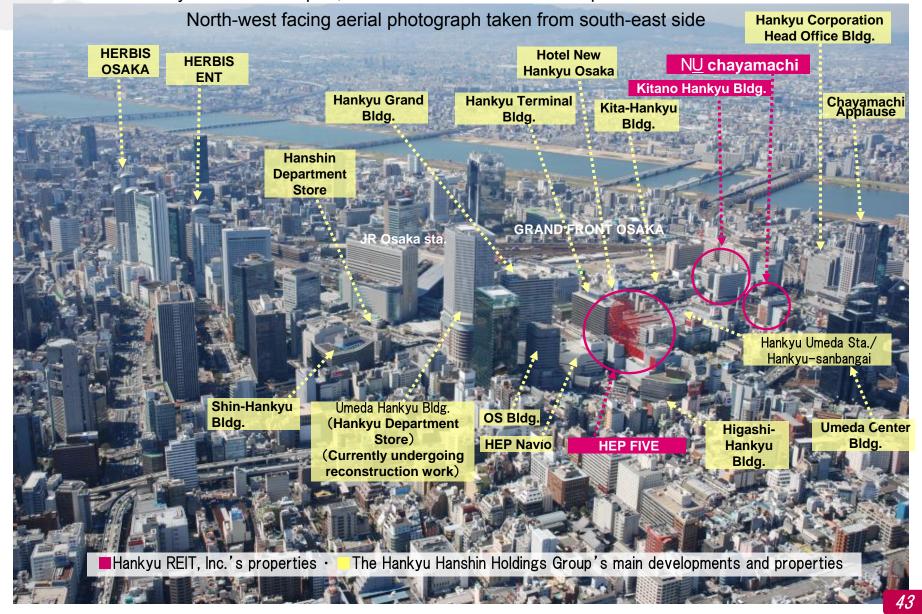
(For multiple-use zone properties, the amount is proportionate to the rent income and common service fees for each zone.)

Investment interest in anonymous association is not included.

## 5-6. "Umeda," Hankyu REIT's main area

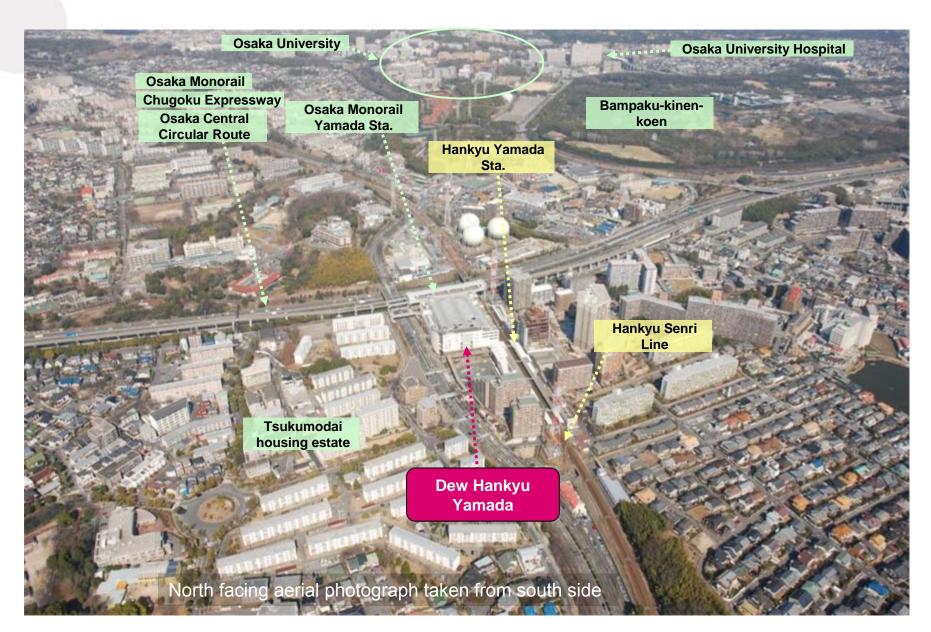
Hankyu REIT

"Umeda" has already grown into the largest area of concentrated commercial activity in Western Japan, and it still continues to develop



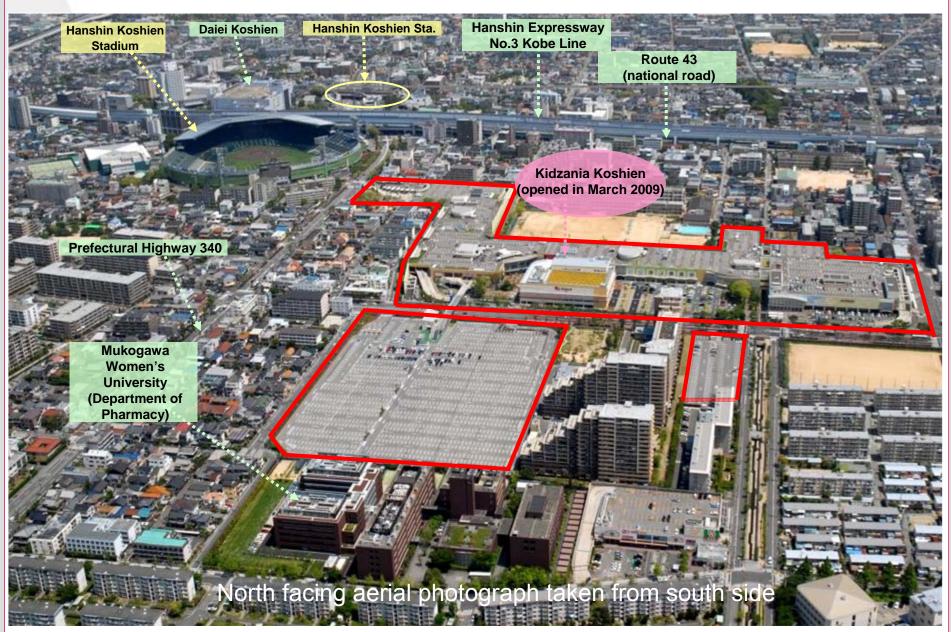


## 5-7. Dew Hankyu Yamada and facilities in vicinity





## 5-8. LaLaport KOSHIEN (site) and facilities in vicinity





## 5-9. Takatsuki-Josai Shopping Center and facilities in vicinity Hankyu REIT

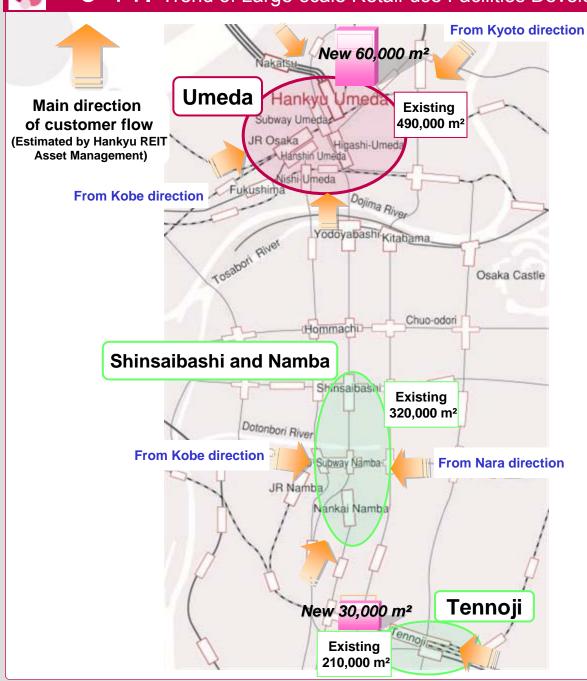




## 5-10. Hankyu/Hanshin Lines and Properties Held







# Floor area of new development: 100,000 m<sup>2</sup>

(Retail floor area in new facilities between January 2012 and 2015)

# Equivalent to 9.7% of existing facility floor area

(Total floor area of large-scale retail-use facilities in 3 main areas: 1,030,000 m<sup>2</sup>)

In Umeda area, development is mostly new opening of Grand Front Osaka.

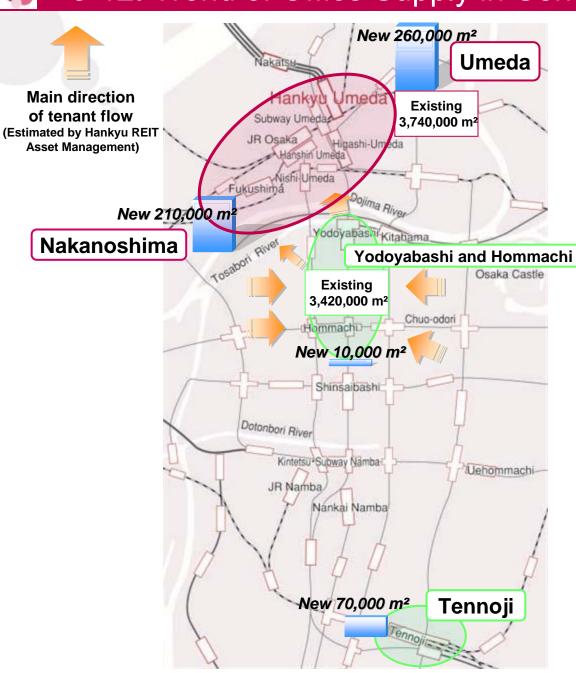
In Umeda area, fresh demand is expected due to new supply of office buildings, hotels and residential buildings in the area, and also, boosted attractiveness and "pull" are expected to draw customers from a wider area.

In order to tap into the increase in customers in the Umeda area, Hankyu REIT plans to collaborate with the Hankyu Group to boost the attractiveness of its retail facilities more effectively on an ongoing basis.

<sup>\*</sup> Created by Hankyu REIT Asset Management from publicly released material by CB Richard Ellis K.K. and other sources.







#### Floor area of new supply: 540.000 m<sup>2</sup>

(Total floor area scheduled for completion between July 2012 and 2015)

#### Equivalent to 4.9% of existing building floor area

(Floor area in main areas:11,100,000 m<sup>2</sup>)

Supply of high-spec buildings (S class) to strong areas in Osaka, which is a rare occurrence in recent vears

Promotion of rejuvenation in Osaka office market and concentration of city functions.

**Keyword is "polarization".** (Companies moving to Umeda include manufacturers, trading companies, and audit firms)

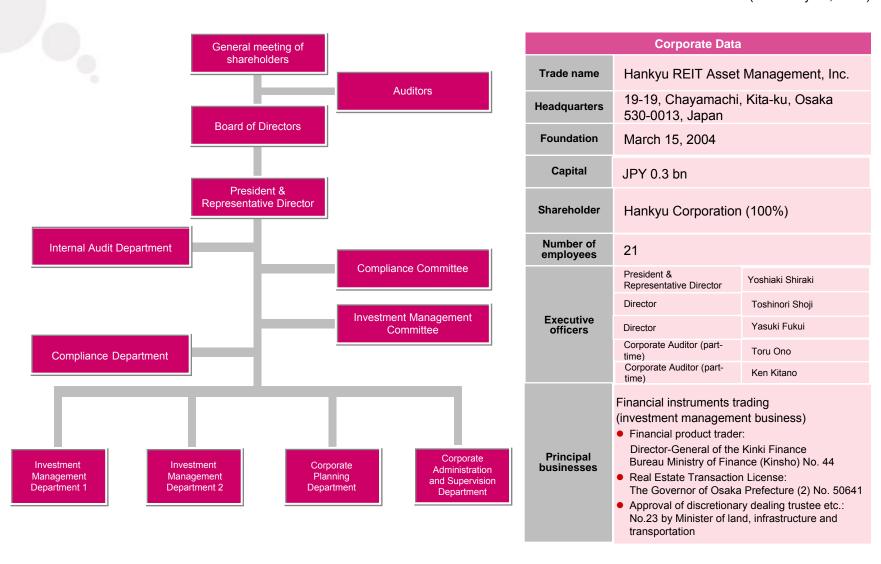
Umeda, together with the Midosuji vicinity (Yodoyabashi and Hommachi), is expected to win out as a business area.

<sup>\*</sup> Created by Hankyu REIT Asset Management from publicly released material.



## 5-13. Organization of Hankyu REIT Asset Management, Inc. Hankyu REIT

(As of July 13, 2012)

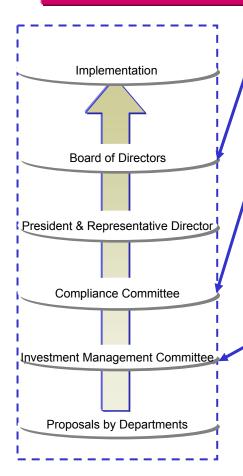






Systematically ensure multiple check functions.

Focus on promoting a compliance-conscious corporate culture.



#### Constituent member

Directors, Corporate Auditors

#### Decision criteria

A majority of directors in attendance, and approval of a majority of the attending directors are required.

#### Constituent member

Chairman: Compliance officer Committee members: President & Representative Director, full-time Directors and outside experts Observers: Corporate Auditors (do not participate in resolutions)

#### Decision criteria

Approval of all of the attending committee members is required under the condition where 3/4 or more of them have attended including Compliance officer and two outside experts.

#### Constituent member

Chairman: President & Representative Director Vice chairman: full-time director designated by chairman

Committee members:full-time director (excluding Compliance officer), respective department managers (other than full-time director or Compliance officer)

#### Decision criteria

Approval of all of the attending committee members is required under the condition where 3/4 or more of them including the chairman and vice chairman have attended together with the compliance officer.

#### **Compliance System**

- Achieve comprehensive compliance by establishing a Compliance Department and a Compliance Officer.
- The Compliance Committee, including outside experts, deliberates on Conflicts of Interests Transaction with interested parties.
- The Compliance Officer attends the Investment committee and checks for compliance issues.
- Appointed a person to be in charge of efforts to prevent improper requests and exclude anti-social forces

### Internal Audit System

- · Put PDCA cycle into operation by systematically implementing the internal audit system every fiscal year based on the annual internal audit plan.
- · Utilize external consulting entity to secure independence of internal audit and obtain an extremely effective internal audit.
- · Introduced semi-full-time Corporate Auditor system and strengthen auditor functions.

(Independent system of the Hankyu Corporation and the group companies. Recognized as part-time Corporate Auditor under the Companies Act.)

·Construct the internal control system and strengthen the check and balance function as a consolidated subsidiary of Hankyu Hanshin Holdings, Inc.

## 5-15. Company Structure of Hankyu REIT



- ①Asset management services agreement ②Administrative agency agreement/asset custody agreement/agreement on administration of unitholders' register/special account management agreement
- ③Trademark license agreement ④Information sharing-related agreement ⑤Fiscal agency agreement
- (Note) In preparation for the event that the number of Supervisory Directors is less than that stipulated in laws and regulations, Motofumi Suzuki was elected as alternate Supervisory Director at the General Unitholders' Meeting held on August 27, 2010.