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For Immediate Release

Real Estate Investment Trust Securities Issuer Star Asia Investment Corporation Representative: Atsushi Kato, Executive Officer

(Code: 3468)

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Notice Concerning Signing of Comprehensive Support Agreement for Hotel Operations

Star Asia Investment Management Co., Ltd. (the "Asset Manager"), to which Star Asia Investment Corporation ("SAR") entrusts the management of its assets, announces today that it has been decided that a "Comprehensive Support Agreement for Hotel Operations Etc." (hereinafter referred to as the "Comprehensive Support Agreement") will be signed among SAR, the Asset Manager, and Polaris Holdings Co., Ltd. (hereinafter referred to as "Polaris") which belongs to the Sponsor Group of SAR. Details are described below.

- 1. The Comprehensive Support Agreement
 - (1) Reason for Signing the Comprehensive Support Agreement

SAR which is a diversified REIT currently manages 74 assets (71 real estate properties, 2 investments in mezzanine loan receivables, and 1 investment in preferred securities) totaling 243.8 billion yen. Of the 16 hotel assets held by SAR, 8 properties are leased by a Polaris subsidiary which operates the hotels as the hotel operator.

Polaris which is a listed company (Code: 3010) operates (as of today) 50 hotels with 8,958 rooms in Japan and abroad. In addition, as it is a member of the Star Asia Group, Polaris has pursued operations by applying an investment management perspective, and has achieved increase in revenues and lowering the break-even point, contributing to the internal growth of SAR.

The Asset Manager believes that the conclusion of the Comprehensive Support Agreement will further enhance synergies with Polaris, accelerate the future increase in revenues from SAR's hotel assets, and contribute to the achievement of "DPU of 1,600 yen or more" which was an objective established in SAR's mid-term business plan (announced in March 2021), thereby contributing to the maximization of unitholders' interests.

The Asset Manager, SAR, and Polaris have decided to enter into the Comprehensive Support Agreement, in light of the purpose of the "Sponsor Support Agreement" dated January 14, 2016 signed among SAR, the Asset Manager, and Star Asia Management LLC which is a sponsor company (including subsequent amendments thereto, hereinafter referred to as the "Support Agreement"), for the purpose of contributing to the expansion of business and increase of revenues of each party through mutual provision of hotel-related information (expertise on hotel management, information on sales and purchases related to the hotels, etc.).



| Contract Parties | SAR, the Asset Manager, Polaris |
|------------------------|---|
| Contract Signing Date | May 1, 2024 |
| Contract Period | Unless otherwise requested by a contract party in writing, the Agreement shall be |
| | renewed for one year under the same terms and conditions, and the same shall apply |
| | thereafter. |
| General Description of | 1. Provision of information concerning hotels held by SAR |
| Support | - When considering the sale of a hotel held by SAR, the Asset Manager shall in |
| | principle provide any information which it has provided to third parties to |
| | Polaris as well without delay, except in certain cases. |
| | - When considering replacement of the hotel operator of a hotel held by SAR, the |
| | Asset Manager shall in principle provide any information which it has provided |
| | to third parties to Polaris as well without delay, except in certain cases. |
| | 2. Provision of information regarding the sale of hotels by Polaris |
| | - In the case that Polaris considers selling a hotel owned by it, Polaris shall provide |
| | information of the relevant hotel to SAR and the Asset Manager in accordance |
| | with the provisions of the Support Agreement. |
| | - In the case that Polaris obtains information on the sale of a hotel owned by a |
| | third party, Polaris shall provide information regarding the hotel to SAR and the |
| | Asset Manager, in accordance with the provisions of the Support Agreement. |
| | 3. Support for SAR in the stage of considering property acquisitions |
| | - When requested from the Asset Manager, Polaris shall provide advice on hotels |
| | being considered for acquisition by SAR, including analysis of assumed hotel |
| | revenues and analysis of the relevant hotel market, which are important for the |
| | calculation of the acquisition price, etc. |
| | 4. Support regarding hotels held by SAR |
| | When requested from the Asset Manager, Polaris shall provide advice on the management and operations of the hotels held by SAR. |
| | 5. Co-investment |
| | - In the event that if either the Asset Manager or Polaris is unable to acquire in |
| | whole a hotel property which it is considering purchasing, it may request the |
| | other party to make a co-investment in such property. However, making a co- |
| | investment is not obligatory. |
| | 6. Provision of strategic advice |
| | The Asset Manager and Polaris shall set up meetings for discussion purposes as |
| | necessary, share information on each other's growth strategies etc., and jointly |
| | consider measures that will contribute to maximizing the interests of both SAR's |
| | unitholders and Polaris shareholders. |
| | |

(2) Overview of the Comprehensive Support Agreement



| | ame | Polaris Holdings Co., Ltd. | |
|--------------------|---|---|--|
| Lo | ocation | Yamazaki Kyodo Building, 1-12-3 Iwamoto-cho, Chiyoda-ku, Tokyo | |
| Re | epresentative | President & CEO Takahiro Tsujikawa | |
| D | irector | | |
| 0 | utline of Main | Hotel business and real estate business | |
| В | usiness | | |
| Ca | apital | 64,571 thousand yen (note 1) | |
| Date of Foundation | | September 20, 1912 | |
| Net Assets | | 6,550,585 thousand yen (note 1) | |
| Т | otal Assets | 24,254,431 thousand yen (note1) | |
| La | arge Shareholders | Star Asia Opportunity III LP 73.0 % (note 2) | |
| ar | nd Shareholdings | | |
| Ra | atios | | |
| Re | Relationship with SAR and the Asset Manager | | |
| | Capital | Although there is no capital relationship between SAR/the Asset Manager and Polaris | |
| | relationships | worthy of note, the company is an interested person as defined in Article 201, | |
| | | Paragraph 1 of the Act on Investment Trusts and Investment Corporations | |
| | | (hereinafter referred to as the "Investment Trust Act"), and Article 123 of the Order | |
| | | for Enforcement of the Investment Trust Act. Furthermore, the company also falls | |
| | | under the category of interested party as prescribed in the "Rules on Transactions | |
| | | with Interested Parties" which are the voluntary rules set forth by the Asset Manager | |
| | | for preventing conflict of interests regarding its management of SAR's assets. Upon | |
| | | entering into the Comprehensive Support Agreement, the Asset Manager has | |
| | | conducted deliberations and approval processes in accordance with laws and | |
| | | regulations and such rules. | |
| | Personal | There are no personal relationships worthy of note. | |
| | relationships | | |
| | Business | Although there is no direct business relationship between SAR/the Asset Manager and | |
| ļ | relationships | Polaris, a subsidiary of Polaris is a lessee of real estate properties held by SAR. | |
| | Interested Parties | Polaris is an interested person as defined in the Investment Trust Act. Furthermore, it | |
| | Status | also falls under the category of interested party as prescribed in the "Rules on | |
| | | Transactions with Interested Parties" which are the voluntary rules set forth by the | |
| | | Asset Manager for preventing conflict of interests regarding its management of SAR's | |
| | | assets. Upon entering into the Comprehensive Support Agreement, the Asset | |
| | | Manager has conducted deliberations and approval processes in accordance with laws | |
| | | and regulations and such rules. | |

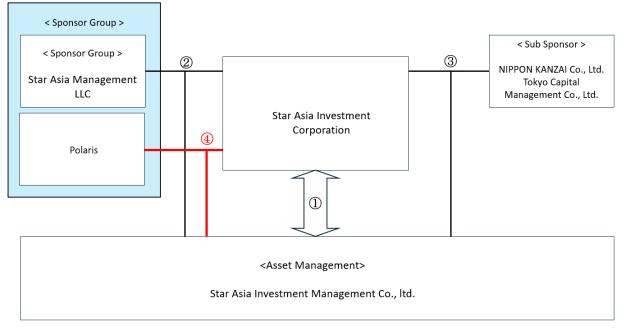
(3) Overview of the Contract Counterparty

(Note 1) This states the status as of the end of December 2023.

(Note 2) This states the status as of February 19, 2024.



(4) SAR's Support System (Structure Diagram)



(Note) The above structure diagram has been prepared by extracting only the support system portion, and does not cover all of the agreements entered into by SAR.

- (1) Asset Management Agreement
- (2) Support Agreement
- (3) Comprehensive Support Agreement regarding Properties Acquisition and Properties Management
- (4) Comprehensive Support Agreement

2. Future outlook

The impact of entering into the Support Agreement on SAR's operating results is immaterial, and there are no changes to the forecasts of operating results for the fiscal period ending July 31, 2024 (February 1, 2024 to July 31, 2024) and ending January 31, 2025 (August 1, 2024 to January 31, 2025) which were announced by SAR in the "Financial Report for Fiscal Period Ended January 31, 2024" on March 15, 2024.

* Star Asia Investment Corporation website address: <u>https://starasia-reit.com/en/</u>

This is an English translation of the announcement in Japanese dated May 14, 2024. However, no assurance or warranties are given for the completeness or accuracy of this English translation.