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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.	

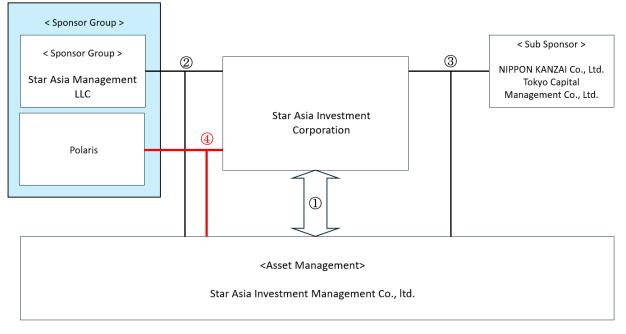
(3) Overview of the Contract Counterparty

(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.