

# Reliable Management Generates Solid Returns



5th Period NAF Report | March 2008 – August 2008

http://www.naf-r.jp/english/index.html

# Profile



Nippon Accommodations Fund Inc. ("NAF") was incorporated as an investment corporation on October 12, 2005 with an initial investment by Mitsui Fudosan Co., Ltd. ("Mitsui Fudosan"), and was listed on the Tokyo Stock Exchange on August 4, 2006 with assets of more than ¥100 billion. NAF invests in accommodation assets\* located mainly in the 23 wards of Tokyo. The Investment Trust and Investment Corporation Act of Japan requires an investment corporation to be managed by an external entity. NAF's assets are managed by Mitsui Fudosan Accommodations Fund Management Co., Ltd. ("MFAFM"), a 100 percent subsidiary of Mitsui Fudosan.

\* Accommodation assets in this report are defined as rental apartments, corporate housing, dormitories/student apartments, serviced apartments and senior residences. They do not include hotel properties.



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# **Financial Highlights**

		Yen in millions (Except per unit data or where otherwise indicated)		U.S. dollars in thousands (Note 1) (Except per unit data)
	5th Period March 1, 2008 to August 31, 2008	4th Period September 1, 2007 to February 29, 2008	<b>3rd Period</b> March 1, 2007 to August 31, 2007	5th Period March 1, 2008 to August 31, 2008
Total revenues (Note 2) Income before income taxes Net income	¥ 4,498 1,642 1,641	¥ 4,092 1,631 1,630	¥ 3,524 1,448 1,447	\$ 41,130 15,015 15,005
Funds from operations (Note 3) Net operating income from property leasing activities (Note 3) Total amount of cash distribution (a)	2,489 3,541 1,641	2,361 3,317 1,630	2,055 2,806 1,447	22,760 32,379 15,005
Total assets Total liabilities Total net assets (b) LTV (Loan-to-value) ratio (Note 3)	146,666 84,046 62,620 55.2%	129,969 67,360 62,609 49.6%	114,366 51,940 62,426 43.3%	1,341,130 768,526 572,604
Total number of common units issued (units) (c) Net assets per unit (Yen/\$) (b) / (c) Distribution per unit (Yen/\$) (a) / (c) Funds from operations per unit (Yen/\$) (Note 3)	113,480 551,813 14,461 21,929	113,480 551,717 14,366 20,809	113,480 550,102 12,750 18,106	5,045.84 132.23 200.52

Notes 1. U.S. dollar amounts are translated from yen, for convenience only, at the rate of ¥109.36 = U.S.\$1.00, the approximate exchange rate on August 31, 2008.

2. Total revenues do not include consumption tax.

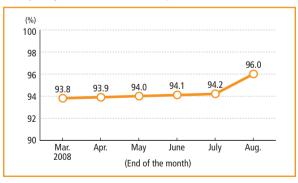
3. Funds from operations: Net income + Depreciation and amortization - Gain on sale of investment properties

Net operating income from property leasing activities: (Revenues from property leasing – Rental expenses) + Depreciation and amortization LTV ratio: Interest-bearing debt ÷ Total assets

Funds from operations per unit:

(Net income + Depreciation and amortization – Gain on sale of investment properties) ÷ Total number of units issued and outstanding at end of period

#### Occupancy Rate (Portfolio average)



NAF's properties have maintained a stable high occupancy rate since its listing on the Tokyo Stock Exchange.

#### Ratings (As of August 31, 2008)

Rating Agency	Rating	Outlook
Rating Agency	naung	OULIOOK
Moody's Investors Service Inc.	A1	Stable
Rating and Investment Information Inc.	AA	Stable
Standard & Poor's		
Long-term Corporate	A+	Stable
Short-term Corporate	A-1	_

NAF's ratings from major rating agencies are among the highest for residential J-REITs.

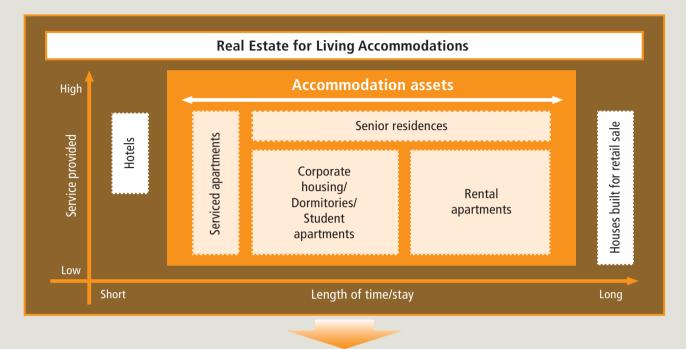
Profitability	
96.0%	An occupancy rate of 96.0 percent
5.1%	Net operating income (NOI) yield* of 5.1 percent
¥14,461	Distribution per unit of ¥14,461 for the 5th Period

# Outstanding Portfolio

¥140,001 million	Steady portfolio expansion to 44 properties with a total acquisition price of ¥140,001 million
189,635.68m <sup>2</sup> / 4,256 units	4,256 units with a total rentable area of 189,635.68m <sup>2</sup>
92.2%	92.2 percent of portfolio located in the 23 wards of Tokyo

Financial Stability		
A1, AA, A+	Rated A1 by Moody's; AA by Rating and Investment Information; and A+ (Long-term) and A-1 (Short-term) by Standard & Poor's	
55.2%	LTV (Loan-to-Value) ratio of 55.2 percent, long-term fixed ratio of 64.2 percent	

 $\boldsymbol{\ast}$  Weighted average of annual NOI yield on the acquisition value of each property.



Real estate for living accommodations is classified in relation to two axes, 'length of time/stay" and "service provided." Accommodation assets are defined as rental apartments, corporate housing, dormitories/student apartments, serviced apartments and senior residences.

# NAF's Two Core Strategies

# 1. Investment in Accommodation Assets

Accommodation assets: newly developed residential properties created in response to ongoing social and lifestyle changes

Objective: to maximize the value of accommodation assets by providing accommodations that satisfy diverse tenant needs

# 2. Utilization of the Mitsui Fudosan Group

Full and active use of the Mitsui Fudosan Group's value chain from planning and development to management and operation

Access to investment opportunities through Mitsui Fudosan's properties and its Group's extensive real estate information network

# To Our Stakeholders

During the six months ended August 31, 2008 (the "5th Period"), Nippon Accommodations Fund Inc. ("NAF") made maximum use of the Mitsui Fudosan Group's pipeline to manage its portfolio with an emphasis on stability as it worked to increase profitability and to earn the trust of unitholders by achieving steady external and internal growth.



Nobuyuki Nakai Executive Director of Nippon Accommodations Fund Inc. President and CEO of Mitsui Fudosan Accommodations Fund Management Co., Ltd.

## **Market Environment and 5th Period Performance**

During the 5th Period, the operating environment in the J-REIT market changed considerably due to turmoil in global financial markets caused by the U.S. subprime loan crisis, and conditions remained severe. However, in the residential rental market in the 23 wards of Tokyo, demand remained stable during the six months ended August 31, 2008 due to factors including the ongoing population influx from other areas and the increasing number of single and two-person households. The same factors are projected to drive the development of the residential rental markets in Japan's major regional cities. Furthermore, the overall stock of rental housing did not increase, due in part to the demolition of aging properties. In addition, the supply of rental housing featuring outstanding location, management and facilities is still limited in number, and as a result occupancy rates and rents have been rising moderately at such highly competitive properties. Demand for acquisition is currently experiencing a lull, reflecting recent changes in the real estate investment market operating environment.

In this environment, NAF acquired seven properties valued at ¥16,755 million during the 5th Period, and as of August 31, 2008 its portfolio consisted of 44 properties valued at ¥140,001 million on an acquisition price basis, compared with ¥123,246 million as of the end of the previous period. The overall occupancy rate was 96.0 percent as of August 31, 2008, compared with 97.2 percent at the end of the previous period.

As a result, total revenues were ¥4,498 million (compared with ¥4,092 million for the previous period), operating income was ¥2,212 million (compared with ¥2,103 million for the previous period) and net income was ¥1,641 million (compared with ¥1,630 million for the previous period). Distribution per unit totaled ¥14,461 (compared with ¥14,366 for the previous period) and exceeded projections announced along with results for the 4th Period.

### **5th Period Initiatives**

During the 5th Period, NAF made use of its pipeline of properties from its sponsor Mitsui Fudosan Co., Ltd. and others to acquire seven properties.

In addition, cooperation between NAF's REIT management company, Mitsui Fudosan Accommodations Fund Management Co., Ltd., and its master property management company, Mitsui Fudosan Housing Lease Co., Ltd., supported leasing tailored to the unique features of each property and each location. At the Okawabata Apartment Communities, one of NAF's core properties, we completed large-scale renovations, mostly concerning exterior walls, at the Park Side Wings, following work at River Point Tower. NAF has mostly completed its large-scale renovation of the common-use areas of the property.

Flexible use of our new portfolio management system, which began full-scale operation in the previous period, supported greater speed for tenant solicitation activities geared to each individual property. As a result, NAF steadily concluded new leases, with occupancy rates for the previously unoccupied properties Park Cube Itabashi Honcho and Park Cube Gakugei Daigaku of 85.7 percent and 87.0 percent, respectively, at the end of the 5th Period.

NAF procured a total of ¥16,800 million from multiple financial institutions for the acquisition of new properties in March 2008 and May 2008. As a result, interest-bearing debt as of August 31, 2008 totaled ¥81,000 million, and NAF's loan-to-value (LTV) ratio stood at 55.2 percent, compared with 49.6 percent at

the end of the previous period. NAF secured long-term, fixed-rate loans, which accounted for 64.2 percent of NAF's interest-bearing debt as of August 31, 2008, compared with 80.6 percent at the end of the previous period.

## **5th Period Highlights**

- Seven properties acquired
- Occupancy rate remains high at 96.0%

## **Future Initiatives**

NAF manages its high-quality portfolio with an emphasis on stability, and works to achieve steady external and internal growth.

Our strategy for external growth entails steady expansion of our portfolio through the acquisition of properties in the Park Axis and the Park Cube series. We are currently structuring our portfolio with a greater weighting of single and compact apartments, from which we can expect a high occupancy rate.

During the 5th Period, our strategy for internal growth included strengthening the brand penetration of both the Park Axis and Park Cube series to heighten their recognition in the real estate rental market. Moreover, with an optimized operational and management structure that makes use of the expertise of each company in the Mitsui Fudosan Group, NAF uses additional strategic investment to maintain asset value over the long term in order to maintain or raise its rents and occupancy rate.

Regarding financial strategy, while our upper limit for the LTV ratio is 60 percent, we expect to operate with an LTV ratio in the 40 to 50 percent range. We will continue to implement a strategy that

	5th Period (Actual) (Ended August 31, 2008)	6th Period (Forecast) (Ending February 28, 2009)
Total revenues	¥4,498 million	¥4,543 million
Operating income	¥2,212 million	¥2,252 million
Net income	¥1,641 million	¥1,642 million
Distribution per unit (Yen)	¥14,461	¥14,470
Assets under management		
Acquisition price basis	¥140,001 million	¥140,001 million
Number of properties	44	44

emphasizes long-term, fixed-rate funding in response to the risk of rising interest rates and refinancing risk. We will give due consideration to the most appropriate issue of bonds within this limit in order to increase the diversity and flexibility of our funding.

NAF is committed to earning the trust of unitholders and all stakeholders, and is therefore strengthening corporate governance while working toward more thoroughgoing legal compliance.

## Outlook

During the 6th Period, we expect the initiatives discussed above to result in total revenues of ¥4,543 million, operating income of ¥2,252 million, net income of ¥1,642 million, and distribution per unit of ¥14,470. This forecast is valid as of October 2008 and assumes that NAF will not acquire or exchange any additional properties and will not issue new units during the 6th Period.

NAF will continue to invest in accommodation assets and will make use of the Mitsui Fudosan Group's pipeline to expand its portfolio by acquiring high-quality properties. We also aim to maximize unitholder value through effective management and brand strategies that enhance competitiveness.

December 2008

Nobuynt Noti

Nobuyuki Nakai Executive Director of Nippon Accommodations Fund Inc. President and CEO of Mitsui Fudosan Accommodations Fund Management Co., Ltd.

# Reliable Management Generates Solid Returns

NAF aims to maximize unitholder value by generating solid returns through steady external and internal growth.

# **Steady Acquisitions**

NAF selectively invests in assets with the location, scale and facilities that will maintain NAF's position of strength and competitive power in the real estate leasing market over the medium-to-long term. NAF aims for stable growth in the future through steady acquisition of properties.

# **Agile Operations**

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Based on an optimized management and operating structure and measures to maintain or raise asset value, NAF will work toward steady internal growth by increasing rental revenues and reducing operating expenses.

# Integrated Value Chain

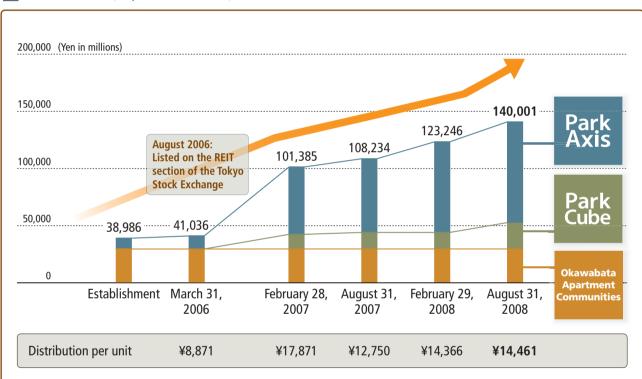
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NAF will secure solid returns through the full and active use of the Mitsui Fudosan Group's value chain from planning and development to management and operation.

# **Steady Acquisitions**

# Growth in Acquisitions Generates Higher Portfolio Value



## Asset Growth (Acquisition Price Basis)

NAF was established in 2005 with assets under management valued at approximately ¥39 billion. In August 2006, NAF was listed on the Tokyo Stock Exchange as the first J-REIT managing mainly residential assets with a value of over ¥100 billion at IPO.

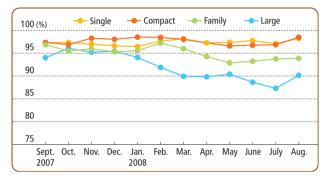
NAF's external growth strategy is centered on the Park Axis properties that Mitsui Fudosan develops. NAF also maintains steady external growth by acquiring properties in the Park Cube series based on property information from the information channels MFAFM has established. During the 5th Period, NAF acquired seven properties for a total of 44 properties with a value of assets under management of approximately ¥140 billion.

NAF aims to steadily expand its portfolio by selectively investing in assets mainly in the 23 wards of Tokyo that will retain their superiority and competitiveness over the medium-to-long term. The Park Axis series, developed by the Mitsui Fudosan Group, is the core of NAF's portfolio. NAF aims to continue steadily expanding its portfolio by following a policy of selectively investing in assets that will retain their market superiority and competitiveness over the medium-to-long term.

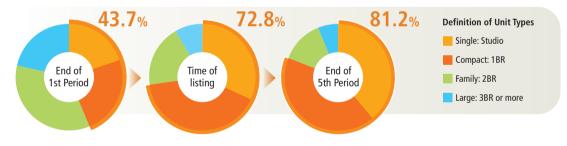
# > NAF's Outstanding Portfolio Reflects Market Trends

Single adults and couples aged 20 to 49 make up the primary demographic segment for tenants of single and compact apartments. In the 23 wards of Tokyo and regional city centers, factors including an increasing need to live closer to work and the elimination of the company housing system at many corporations have caused demand for rental housing in this demographic to expand steadily. The occupancy rate for the single and compact apartments that NAF manages is high compared with other apartment types.

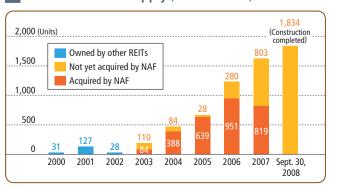
### Occupancy Rates by Category (Properties as of the End of the 4th Period)



## Percentage of Single and Compact Units



# > Solid Relationship with Mitsui Fudosan



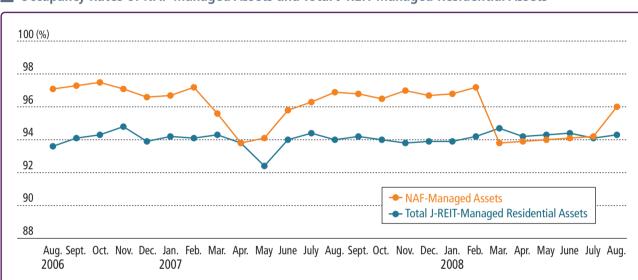
Park Axis Series Supply (Mitsui Fudosan)

The Park Axis series is NAF's core asset. Taking advantage of Mitsui Fudosan's many years of experience in residential housing, the properties in the series are functional, safe, located in convenient areas, and distinguished by quality control from the construction stage. NAF aims to continue expanding its portfolio based on the competitive and profitable Park Axis series.

Source: Prepared by NAF's REIT management company from Mitsui Fudosan materials and publicly available data.

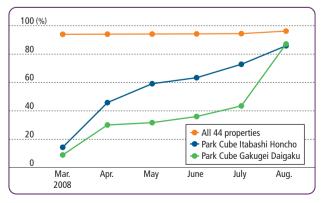
# **Agile Operations**

# Sound Management for Solid Returns



Occupancy Rates of NAF-Managed Assets and Total J-REIT-Managed Residential Assets

Source: "Property Data of Real Estate Investment Trusts," The Investment Trusts Association, Japan



# Occupancy Rates for All 44 Properties and 2 Properties in Lease-Up

Since NAF's listing on the Tokyo Stock Exchange, its portfolio has maintained a high occupancy rate, reaching 96.0 percent at the end of the 5th Period. This is a result of the highly competitive power of NAF's assets together with the agile marketing of available space and quick and efficient leasing activities conducted by MFAFM, which is its REIT management company, and Mitsui Fudosan Housing Lease Co., Ltd., which is its master property management company. These activities also achieved steady leaseup for unoccupied properties. NAF aims for a high net operating income (NOI) yield by maintaining a high occupancy rate and steadily reducing operating expenses. Through continued cooperation with Mitsui Fudosan Housing Lease Co., Ltd., NAF's master property management company, MFAFM will implement effective operations and management, aiming for steady internal growth by increasing rental revenues and reducing operating expenses.

# Superior Properties in Stable Markets Lead to Rent Growth

## Changes in Rents for 5th Period Contracts

¥571,000

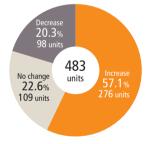
New Contracts (48	33 Units)		
Increase	No change	Decrease	
276 units	109 units	98 units	
Net increase in rents	Total tenant rents before	new contracts	Change
¥563,000	¥82,266	,000	0.7%
Total (1 202 unita)	Including Donou	uale (900 u	nite)

Total (1,283 units) Including Renewals (800 units) Net increase in rents Total tenant rents before new contracts Change

¥222,476,000

0.3%

Changes in Rents for New 5th Period Contracts

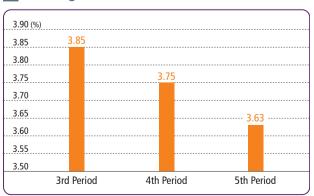


## Rent Trends

New Contracts	3rd Period	4th Period	5th Period
Number of units (Percentage of units with increased rent)	354 units 73.4%	372 units 69.1%	483 units 57.1%
Net increase in rents	¥829,000	¥1,516,000	¥563,000
Total tenant rents before new contracts	¥69,102,000	¥66,545,000	¥82,266,000
Change	1.2%	2.3%	0.7%
Total Including Renewals	3rd Period	4th Period	5th Period
Number of units	654 units	856 units	1,283 units
Net increase in rents	¥876,000	¥1,501,000	¥571,000
Total tenant rents before new contracts	¥140,254,000	¥166,136,000	¥222,476,000
Change	0.6%	0.9%	0.3%

NAF increases rents for its new tenants within a reasonable framework in line with market conditions. During the 5th Period, NAF increased rents for approximately 57 percent of 483 units that changed tenants.

# ➤ Effective Cost Management Increases Profitability



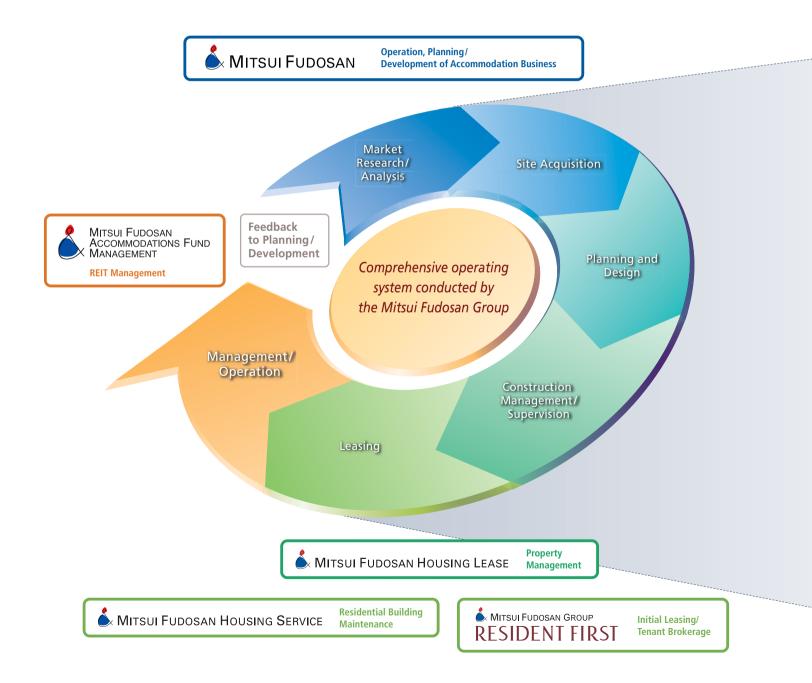
Building Maintenance Fee Ratio\*

MFAFM works to leverage its scale in rationalizing operations in order to reduce operating expenses. As a result, the ratio of building maintenance fees to rental revenues in the 5th Period decreased to 3.63 percent from 3.75 percent in the 4th Period. Other cost reduction measures in the 5th Period included revising the electrical cost plan in common areas of buildings and bundling orders based on internet contracts. MFAFM will continue to implement further cost reductions.

\*Building maintenance fees / Rental revenues

# Integrated Value Chain

# Mitsui Fudosan Group Companies Form an Integrated Value Chain



The companies of the Mitsui Fudosan Group form a comprehensive operating system that spans from planning and development to leasing, management and operation, in which the Group functions as a single integrated value chain. NAF will secure solid returns through the full and active use of this value chain.

## **Market Research / Analysis**

Analysis of supply and demand trends using statistical data, occupancy surveys of new properties and fixed property observation. Examination of micro market characteristics and needs based on representative data, real estate brokers' opinions, and historical occupancy and rental data.

## **Site Acquisition**

Development of site acquisition strategy based on macro market and potential demand trends. An extensive site information database supports property development capabilities of all types from small buildings to complexes and large development projects.

## **Planning and Design**

Targeting of customers and development of property concepts according to purpose, number of residents, family structure and lifestyle. Strategic planning covers specifications, grades and tastes suitable for target demographics and concepts, as well as design, safety, function, operation and maintenance.

#### **Construction Management / Supervision**

Management of the design and construction process using real estate development expertise gained from tenant feedback. Quality control includes a rental apartment construction and design checklist, and frequent on-site meetings and checks by professionals in construction, structures and facilities.

### Leasing

The leasing process includes individual plan evaluation; discussions on living environment, competitive landscape and other conditions; and setting rents. Other activities include creating a framework for conveying product appeal, using leasing specialists, and managing a leasing agency network.

## **Management / Operation**

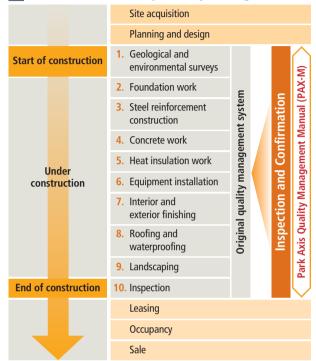
Working to understand tenant needs, and using the feedback obtained in reinvestment and development. The decision to reinvest in renewal and renovation is based on appropriate investment return analysis. Value-added services take advantage of economies of scale.

# Creating Value through Quality Control

The construction of rental housing takes place over a long period of time and encompasses a variety of processes starting with geological survey, followed by steel reinforcement and concrete construction, equipment installation, and interior and exterior construction work. Each construction stage is subject to an onsite and offsite check which we call "Construction Management and Supervision," the sum of which enables NAF to maintain the quality of rental housing over the medium-to-long term.

The Park Axis series is NAF's core asset. Taking advantage of Mitsui Fudosan's many years of expertise in the housing business and based on "PAX-M" (Park Axis Quality Management Manual), approximately 1,500 design and quality standards are employed from the design stage to completion. Based on accumulated knowhow from over 20 years of rental housing management, Mitsui Fudosan Housing Lease carries out building checks after construction has been completed, encompassing ease of facility renewal, low-cost maintenance and tenant usability.

NAF will continue to create value for assets under management using the value chain of the Mitsui Fudosan Group to maintain a high level of quality.



#### Mitsui Fudosan Group Quality Management

# Thorough Quality Control Generates Profitability

In rental housing, large discrepancies in asset value and competitive power occur due to factors including management and operation, and time-related deterioration. Although nearly twenty years have passed since the construction of the Okawabata Apartment Communities, one of NAF's properties, it retains high competitive power due to regular facilities upgrades and interior and exterior renovation work. With regard to renovation, because construction work takes place alongside residents' everyday lives, construction planning and supervision that reduces the impact of construction work on their freedom is necessary in order to maintain a high occupancy rate. MFAFM uses staff from Mitsui Fudosan under an Agreement on Provision of Real Estate Information/Advisory Service to maintain the





same strict quality control that Mitsui Fudosan applies to its newly constructed properties.

NAF uses the expertise and optimized management of each Mitsui Fudosan Group company to maintain asset value over the long term, aiming to increase rents and occupancy.

# **Reliable Management Generates Solid Returns**

#### Quality checks that consider potential risks

We carry out thorough quality checks to limit as much as possible potential risks such as noise or water leaks that stem directly from residents' lifestyles. We implement thorough quality control measures to maintain quality at the Park Axis series.

> Atsushi Arata Quality Engineer, Mitsui Fudosan Co., Ltd.





# The same strict quality control as for newly constructed properties

It is important to implement a quality control system that facilitates ease of operation for property managers and comfort for residents. Renovation work at the Okawabata Apartment Communities is governed by strict quality control based on this expertise.

Yasuo Sawa Quality Engineer, Mitsui Fudosan Co., Ltd.

#### **Pursuing satisfaction**

Our design focuses on maintaining quality control while at the same time resolving various issues from a resident's point of view.

Kyoko Matsuo Designer, Mitsui Home Remodeling Co., Ltd.





#### Creating a space that offers hospitality

Regarding Pier West House, the administrative building of the Okawabata Apartment Communities, our remit from MFAFM was to "reinvigorate it as a community and leasing office brimming with hospitality." The real work of a designer is indeed "creating a space."

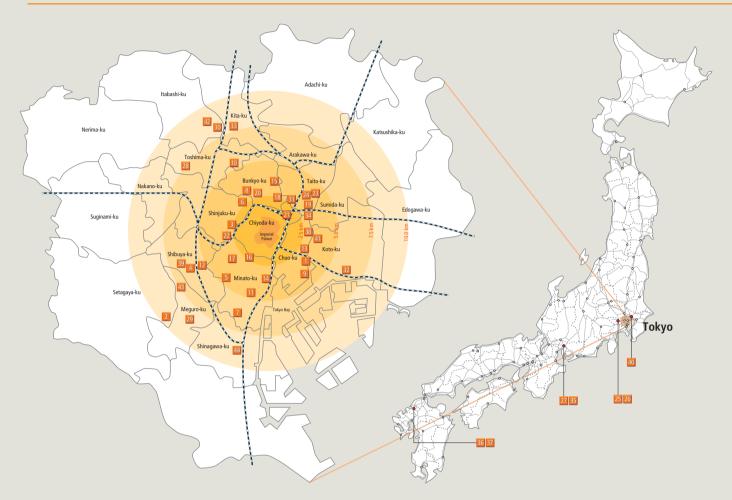
#### Yasuhiko Fukatsu

Architect, Yaz Design Associates Inc.

# **NAF Portfolio**

(As of August 31, 2008. Numbers in red for each property refer to the Portfolio Summary on pages 22-23.)

# Portfolio Map



## **Investment Criteria**

- ► Area
  - 23 Wards of Tokyo (80% or more) • Greater Tokyo
  - (Tokyo (other than the 23 wards), Kanagawa, Chiba, Saitama)
  - Other Major Cities
     (Sapporo, Sendai, Nagoya, Kyoto,
     Osaka, Kobe, Hiroshima, Fukuoka)
- Investment Size
   ¥1 billion or more per property (in principle)
- Ownership Interest
   Fee simple (in principle)
- Building Structure Reinforced concrete or steel reinforced concrete (no wooden structures)
- Okawabata (River Point Tower) Okawabata (Park Side Wings) Okawabata (Pier West House) Park Axis Gakugei Daigaku Park Axis Ichigaya Park Axis Shibuya Jinnan Park Axis Aoyama Kotto Dori Park Axis Kagurazaka Stage Park Axis Shirokanedai Park Axis Bunkyo Stage Park Axis Tsukishima 0 Park Axis Otsuka 11 Park Axis Minami Azabu Park Axis Shibuya Park Axis Nihonbashi Stage 11 Park Axis Hamamatsucho 15 Park Axis Hongo no Mori 10 Park Axis Tameike Sanno Park Axis Roppongi Hinokicho Koen Park Axis Ochanomizu Stage Park Axis Okachimachi

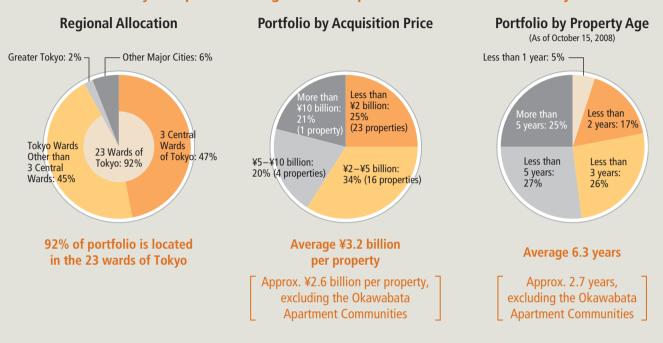
Park Cube Hongo

Park Cube Kanda

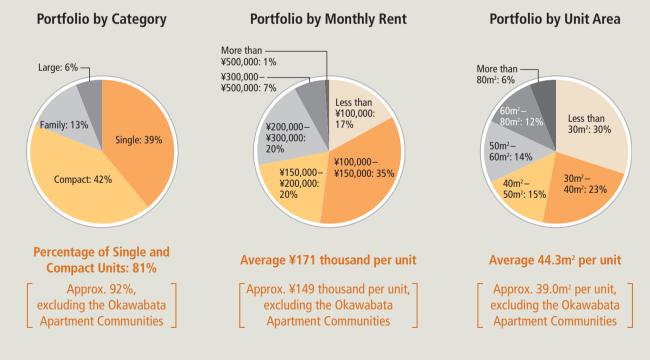
Park Cube Asakusa Tawaramachi Park Cube Ueno Park Cube Keio Hachioji Park Cube Keio Hachioji II Park Axis Meieki Minami Park Cube Ikebukuro Kanamecho 29 Park Axis Meguro Honcho Park Axis Shin Itabashi Park Axis Akihabara 22 Park Axis Toyocho Bark Axis Takinogawa 2 Park Axis Asakusabashi 35 Park Axis Marunouchi Park Axis Ropponmatsu Park Axis Hakataeki Minami Park Axis Nihonbashi Hamacho Park Cube Yoyogi Tomigaya Park Axis Nishi Funabashi Park Axis Monzen Nakacho 2 Park Cube Itabashi Honcho Park Cube Gakugei Daigaku 44 Park Cube Oimachi

22 Park Cube Ichigaya





## A Balanced Mix of Properties Centered on Single and Compact Units



Notes: 1. 3 Central Wards of Tokyo includes Chiyoda, Chuo and Minato wards; Greater Tokyo includes Tokyo (other than the 23 wards), Kanagawa, Chiba and Saitama; Other Major Cities includes Sapporo, Sendai, Nagoya, Kyoto, Osaka, Kobe, Hiroshima and Fukuoka.

2. Percentages for Regional Allocation, Portfolio by Acquisition Price and Portfolio by Property Age are based on acquisition price. Average property age has been calculated using a weighted average based on acquisition price.

3. Percentages for Portfolio by Category, Portfolio by Monthly Rent and Portfolio by Unit Area are unit-based, excluding retail units.

# **New Acquisitions**



#### Park Cube Itabashi Honcho 42



March 2008

Park Cube Gakugei Daigaku 43		
March 27, 2008		
¥910 million		
957.88m <sup>2</sup>		
Meguro-ku, Tokyo		
24		
March 2008		
	March 27, 2008 ¥910 million 957.88m <sup>2</sup> Meguro-ku, Tokyo 24	

Park Axis Nishi Funabashi Acquisition date: March 11, 2008

¥1,020 million

Funabashi-shi, Chiba

September 2007

2,074.35m<sup>2</sup>

Acquisition price:

Units: Completed:



# **5th Period**

Park Cube Yoyogi Tomigaya 39

38

Acquisition price:

Location:

Units:



Acquisition date:	March 27, 2008
Acquisition price:	¥1,700 million
Rentable area:	1,886.39m <sup>2</sup>
Location:	Koto-ku, Tokyo
Units:	55
Completed:	February 2007

Park Axis Monzen Nakacho 41



March 2008

Completed:

Completed:

(Numbers in red for each property refer to the Portfolio Summary on pages 22-23.)

# **Property Portfolio**



29 Park Axis Meguro Honcho

16 Park Axis Tameike Sanno

EL. 

4 Park Axis Shibuya Jinnan



21 Park Cube Kanda







35 Park Axis Marunouchi

17 Park Axis Roppongi Hinokicho Koen





2 Park Axis Gakugei Daigaku



36 Park Axis Ropponmatsu



27 Park Axis Meieki Minami



28 Park Cube Ikebukuro Kanamecho

## 5 Park Axis Aoyama Kotto Dori







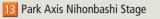
20 Park Cube Hongo

# **Property Portfolio**

## 11 Park Axis Minami Azabu

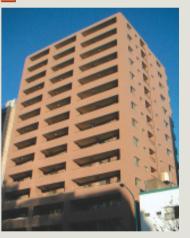








23 Park Cube Asakusa Tawaramachi





37 Park Axis Hakataeki Minami



6 Park Axis Kagurazaka Stage





8 Park Axis Bunkyo Stage



30 Park Axis Shin Itabashi



9 Park Axis Tsukishima



18 Park Axis Ochanomizu Stage



10 Park Axis Otsuka

# Property Portfolio

## 12 Park Axis Shibuya





15 Park Axis Hongo no Mori



19 Park Axis Okachimachi



22 Park Cube Ichigaya





26 Park Cube Keio Hachioji II



14 Park Axis Hamamatsucho

# Portfolio Summary

No. Name

1	Okawabata Apartment Communities
	River Point Tower
	Park Side Wings
	Pier West House
	Park Axis Gakugei Daigaku
	Park Axis Ichigaya
	Park Axis Shibuya Jinnan
	Park Axis Aoyama Kotto Dori
	Park Axis Kagurazaka Stage
	Park Axis Shirokanedai
	Park Axis Bunkyo Stage
	Park Axis Tsukishima
· · · · · · · · · · · · · · · · · · ·	Park Axis Otsuka
_	Park Axis Minami Azabu
	Park Axis Shibuya
	Park Axis Nihonbashi Stage
	Park Axis Hamamatsucho
	Park Axis Hongo no Mori
	Park Axis Tameike Sanno
	Park Axis Roppongi Hinokicho Koen
	Park Axis Ochanomizu Stage
	Park Axis Okachimachi
	Park Cube Hongo
	Park Cube Kanda
	Park Cube Ichigaya
_	Park Cube Asakusa Tawaramachi
_	Park Cube Ueno
_	Park Cube Ikebukuro Kanamecho
	Park Axis Meguro Honcho
	Park Axis Shin Itabashi
	Park Axis Akihabara
	Park Axis Toyocho
	Park Axis Takinogawa
_	Park Axis Asakusabashi
_	Park Axis Nihonbashi Hamacho
	Park Cube Yoyogi Tomigaya
_	Park Axis Monzen Nakacho
	Park Cube Itabashi Honcho
	Park Cube Gakugei Daigaku
	Park Cube Oimachi
	kyo 23 Wards Total
	Park Cube Keio Hachioji
	Park Cube Keio Hachioji II
	Park Axis Nishi Funabashi
	eater Tokyo Total (Note 3)
_	Park Axis Meieki Minami
_	Park Axis Marunouchi
	Park Axis Ropponmatsu
	Park Axis Hakataeki Minami
	ner Major Cities Total
Gra	and Total

					(As of August 31, 2008)
Location	Acquisition Price (Note 1) (Yen in millions)	Portfolio Share (%)	Rentable Area (sq. m.)	Rentable Units	PML (Note 2) (%)
Chuo-ku, Tokyo	29,696	21.2	43,812.41	544	
					4.5
					7.9
					7.0
Setagaya-ku, Tokyo	1,760	1.3	2,437.66	64	7.6
Shinjuku-ku, Tokyo	2,570	1.8	3,313.33	84	7.3
Shibuya-ku, Tokyo	3,230	2.3	2,766.62	75	6.8
Minato-ku, Tokyo	1,730	1.2	1,537.24	40	7.0
Shinjuku-ku, Tokyo	1,400	1.0	1,891.05	59	7.5
Minato-ku, Tokyo	5,140	3.7	4,704.44	99	8.7
Bunkyo-ku, Tokyo	4,440	3.2	6,078.93	154	6.5
Chuo-ku, Tokyo	930	0.7	1,383.99	30	6.8
Toshima-ku, Tokyo	1,655	1.2	2,606.37	52	6.4
Minato-ku, Tokyo	3,939	2.8	3,938.14	64	7.4
Shibuya-ku, Tokyo	1,283	0.9	1,094.28	20	7.9
Chuo-ku, Tokyo	7,558	5.4	10,025.40	184 Residential, 1 Retail	7.5
Minato-ku, Tokyo	2,025	1.4	2,426.45	80	7.1
Bunkyo-ku, Tokyo	2,910	2.1	3,317.94	86 Residential, 1 Retail	8.8
Minato-ku, Tokyo	2,860	2.0	2,710.69	70	8.2
Minato-ku, Tokyo	2,170	1.5	2,054.46	46	9.2
Bunkyo-ku, Tokyo	9,710	6.9	12,025.25	324	7.2
Taito-ku, Tokyo	1,070	0.8	1,621.73	42	6.8
Bunkyo-ku, Tokyo	1,760	1.3	2,160.12	60	8.2
Chiyoda-ku, Tokyo	2,454	1.8	3,194.59	95	8.9
Shinjuku-ku, Tokyo	1,794	1.3	2,127.50	51	6.8
Taito-ku, Tokyo	2,508	1.8	4,012.68	76	8.8
Taito-ku, Tokyo	2,233	1.6	3,041.61	91	7.5
Toshima-ku, Tokyo	1,609	1.1	1,886.82	65	8.1
Meguro-ku, Tokyo	1,810	1.3	1,884.77	60	8.5
Itabashi-ku, Tokyo	3,430	2.4	4,395.99	152	7.3 East, 7.5 West
Chiyoda-ku, Tokyo	1,200	0.9	1,346.07	41	7.4
Koto-ku, Tokyo	3,950	2.8	5,412.40	140	10.8
Kita-ku, Tokyo	1,820	1.3	2,924.75	48 Residential, 1 Retail	5.8
Taito-ku, Tokyo	2,717	1.9	3,400.78	78 Residential, 1 Retail	8.9
Chuo-ku, Tokyo	5,540	4.0	6,999.83	118	8.1
Shibuya-ku, Tokyo	1,975	1.4	1,929.10	38	7.4
Koto-ku, Tokyo	1,700	1.2	1,886.39	55	10.1
Itabashi-ku, Tokyo	4,170	3.0	5,317.07	165 Residential, 1 Retail	8.1
Meguro-ku, Tokyo	910	0.6	957.88	24	6.8
Shinagawa-ku, Tokyo	1,440	1.0	1,511.12	65	10.0
Used to the Talaca	129,095	92.2	164,135.85	3,539 Residential, 5 Retail	7 4
Hachioji-shi, Tokyo	991	0.7	2,814.32	52	7.1
Hachioji-shi, Tokyo	1,130	0.8	3,082.32	47 Residential, 1 Retail	7.6
Funabashi-shi, Chiba	1,020	0.7	2,074.35	154 Desidential 1 Datail	7.9
Nagova chi Aichi	3,141	2.2	7,970.99	154 Residential, 1 Retail	л 4
Nagoya-shi, Aichi	2,440	1.7	5,565.13	169 08 Pasidantial 1 Patail	4.1
Nagoya-shi, Aichi	1,920	1.4	3,821.75	98 Residential, 1 Retail	6.1
Fukuoka-shi, Fukuoka		1.1	3,473.67	111 Residential, 1 Retail	2.2
Fukuoka-shi, Fukuoka		1.3	4,668.29	176 Residential, 1 Retail	3.1
	7,765	5.5	17,528.84	554 Residential, 3 Retail	
	140,001	100.0	189,635.68	4,247 Residential, 9 Retail	3.9 (Portfolio PML)

Notes: 1. Acquisition Price does not include acquisition-related expenses, property tax (to be capitalized) and consumption tax (not refundable for residential properties). Amounts are rounded to the nearest million.

2. PML = Probable maximum loss

3. Greater Tokyo includes Tokyo (other than the 23 wards), Kanagawa, Chiba and Saitama.

# **Corporate Structure and Governance**

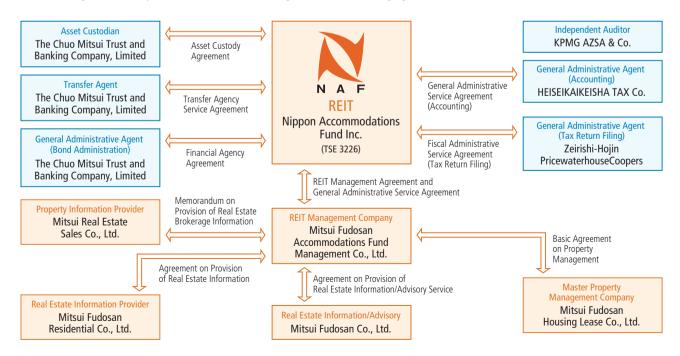
Nippon Accommodations Fund Inc. has structured systems for compliance and risk management and operates fairly and transparently with the aim of increasing investor value.

# Real Estate Investment Trust ("REIT") Structure

Nippon Accommodations Fund Inc. ("NAF") is an investment corporation established with the objective of investing in assets, primarily Designated Assets as defined under the Investment Trust and Investment Corporation Act of Japan. NAF was established on October 12, 2005, with Mitsui Fudosan Accommodations Fund Management Co., Ltd. (the "REIT Management Company" or "MFAFM") as its asset management company.

NAF has entrusted management of all of its assets to the REIT Management Company, which is the asset management company required under the Investment Trust and Investment Corporation Act of Japan. Operating in accordance with the REIT Management Agreement concluded on October 13, 2005 (as amended), the REIT Management Company manages NAF's assets according to NAF's asset management and administration policies and the asset management guidelines embodied in the internal regulations of the REIT Management Company. The asset management guidelines take current investment conditions into account and follow NAF's basic operating principle of taking a medium-to-long-term perspective in managing assets to secure stable earnings and steadily increase assets under management. These guidelines may change in the future in response to changes in the external investment environment and the status of NAF's assets under management.

In addition, the REIT Management Company has concluded contracts with other companies in the Mitsui Fudosan Group to promote smooth, effective management of NAF's assets. An Agreement on Provision of Real Estate Information/Advisory Service with Mitsui Fudosan Co., Ltd. provides information regarding real estate owned or developed by Mitsui Fudosan's Accommodations Business Division, and other management advisory information. Each of (i) a Memorandum on Provision of Real Estate Brokerage Information with Mitsui Fudosan Real Estate Sales Co., Ltd. and (ii) an Agreement on Provision of Real Estate Information with Mitsui Fudosan Residential Co., Ltd. provides access to certain real estate property information. A Basic Agreement on Property Management with Mitsui Fudosan Housing Lease Co., Ltd., the master property management company to which NAF has entrusted property management services of all its properties, is fundamental to NAF's policy of outsourcing such property management services required in managing real estate.



## **Management Team**



Michihiko Takabe (Attorney at Law) Supervisory Director Yuji YokoyamaNobExecutive DirectorExecut

Nobuyuki Nakai Takeo Tomita Executive Director (Attorney at Law) Supervisory Director Hiroyuki Sodeyama (Certified Public Accountant, Certified Public Tax Accountant) Supervisory Director

## **Corporate Structure**

#### **General Meeting of Unitholders**

In accordance with the current Articles of Incorporation, the General Meeting of Unitholders is held within the 23 wards of Tokyo. In accordance with the Investment Trust and Investment Corporation Act of Japan and NAF's Articles of Incorporation, NAF convenes a General Meeting of Unitholders. The third General Meeting of Unitholders convened on October 12, 2007. The General Meeting of Unitholders adopts or vetoes ordinary resolutions on the basis of a simple majority of the voting rights of unitholders in attendance. Decisions on substantive resolutions such as changes in the Articles of Incorporation require the attendance of unitholders holding at least a simple majority of total units issued and outstanding, and a vote of two-thirds majority of the voting rights of such unitholders. The asset management policies and standards are stipulated by NAF's Articles of Incorporation.

## Executive Directors, Supervisory Directors, Independent Auditor and the Board of Directors

NAF's Articles of Incorporation stipulate that NAF must have one or more executive directors, and two or more

supervisory directors (but always equal to the number of executive directors plus at least one additional supervisory director). As of August 31, 2008, NAF had two executive directors and three supervisory directors. NAF's independent auditor is KPMG AZSA & Co.

NAF's executive directors are responsible for business execution. In addition, they have authority for all judicial and extrajudicial proceedings related to the operations of NAF.

Supervisory directors are responsible for supervising business execution by the executive directors.

The Board of Directors acts in accordance with the Investment Trust and Investment Corporation Act of Japan and NAF's Articles of Incorporation and other internal rules in exercising their responsibility to supervise the performance of the executive directors. In accordance with the current Articles of Incorporation, the Board of Directors passes or vetoes resolutions on the basis of a simple majority of executive and supervisory directors on the Board who are in attendance and are able to vote. Executive and supervisory directors having special interest in a resolution are prohibited from participating in related decisions. The independent auditor is elected at the General Meeting of Unitholders. It audits financial and accounting documents including NAF's financial statements. In addition, it is charged with reporting to supervisory directors any unlawful acts or

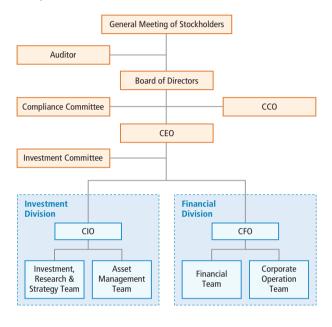
# **Compliance Initiatives**

The REIT Management Company, MFAFM, assumes full responsibility for compliance in order to structure an appropriate asset management system for NAF. A Chief Compliance Officer (CCO) of MFAFM has been appointed to supervise compliance with laws, regulations and internal rules on the part of the REIT Management Company.

The CCO is responsible for internal audits at the REIT Management Company. The Chief Executive Officer (CEO) may also appoint other employees of MFAFM to participate as needed in internal audits, based on the recommendations of the CCO.

MFAFM's entire organization and all personnel within it are subject to internal audits. As a rule, internal audits are conducted on a regular basis in accordance with the compliance program, but the CEO may initiate extraordinary audits. material violations of laws, regulations or NAF's Articles of Incorporation that executive directors may commit in the course of their duties. The independent auditor also performs other duties as required by laws and regulations.

#### **Corporate Governance Structure of MFAFM**



# Investment Strategy and the Process for Acquiring and Selling Properties

The REIT Management Company acts in accordance with NAF's Articles of Incorporation in formulating and amending the asset management guidelines that determine investment policies and internal rules. In addition, it makes decisions regarding the acquisition and sale of specific assets under management in accordance with the asset management guidelines.

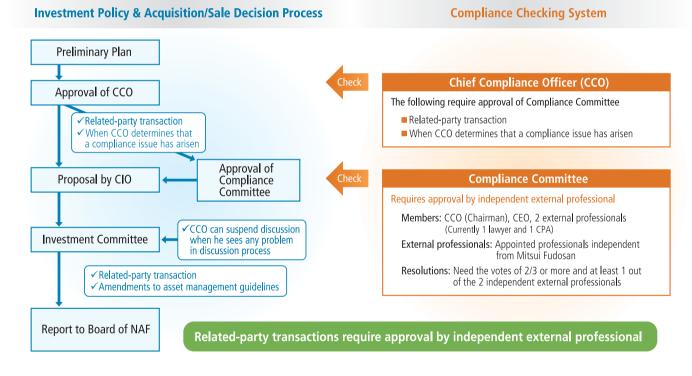
A diagram of the investment policy of the asset management guidelines and the process for acquiring and selling specific assets under management follows on page 27.

# Investment Risk Management System

NAF itself is responsible for complying with the Investment Trust and Investment Corporation Act of Japan and related laws and regulations in managing risks. In addition, the REIT Management Company has established appropriate internal rules. In conjunction with appropriate organizational systems, NAF is providing education and implementing other measures to enhance the culture of compliance among officers and employees of MFAFM.

NAF's Board of Directors convenes as needed at least once every three months, and resolves important matters and reports on the status of business execution in accordance with laws, regulations and internal rules for such Board of Directors. Independent supervisory directors supervise business execution. Moreover, supervisory directors can obtain as needed reports on operations and financial condition from the REIT Management Company and from NAF's asset custodian, The Chuo Mitsui Trust and Banking Company, Limited. Independent supervisory directors can also conduct required investigations.

One of NAF's executive directors has obtained approval from the regulator in accordance with the Investment Trust and Investment Corporation Act of Japan to serve concurrently as the President and CEO of the REIT Management Company, or MFAFM. The REIT Management Company formulates and revises an annual management plan that is the blueprint for management and administration policies that comply with the asset management guidelines. This annual plan and compliance with the asset management guidelines serve to eliminate or minimize risk. In addition, the REIT Management Company has established internal risk management regulations and a department that focuses on managing each type of risk appropriately.



# **Restrictions on Related-Party Transactions**

Laws and regulations prohibit the REIT Management Company from conducting specified transactions with related parties. In the case of a transaction with a potential conflict of interest between an entity specified under the Investment Trust and Investment Corporation Act of Japan and its ordinances and its asset management company, in principle the REIT Management Company must prepare a brief describing the transaction and deliver it to NAF and other entities specified by the Investment Trust and Investment Corporation Act of Japan and its ordinances. With the objective of enhancing returns for NAF's unitholders, the REIT Management Company's internal regulations specify rules for handling related-party transactions. The REIT Management Company has established standards and procedures for related-party transactions and executes appropriate asset management for NAF by eliminating conflicts of interest.

# **Rental Apartment Investment Characteristics**

Rental apartments have a lower earnings fluctuation risk than real estate leased for other uses. By concentrating investment in the 23 wards of Tokyo where demand for rental housing is high and developing a portfolio with high market competitiveness and asset value, NAF will stably increase earnings.

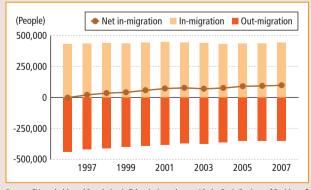
## **Growing Demand for Rental Apartments**

Japan's population is projected to decrease in the future, but the number of smaller households is conversely projected to increase due to the growth in single-person households and the trend toward nuclear families. In the 23 wards of Tokyo in particular, where over 90 percent of NAF's assets under management are located, the population influx is continuing, suggesting that the number of households and population in the 23 wards of Tokyo will continue to increase steadily.

## Scarcity of High-Quality Rental Apartments

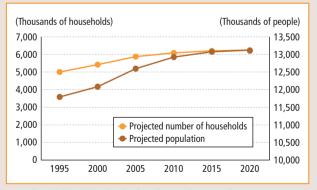
The principal sources of rental apartments in Japan have conventionally been individual landowners seeking to utilize their assets effectively and public organizations, and the supply by private companies has been limited. In recent years, however, the private sector has a greater influence on the supply of rental apartments due to factors including the reorganization of the former Urban Development Corporation as the independent administrative institution Urban Renaissance Agency and the transformation of rental apartments into investment products through the securitization of real estate. In recent years, while there has been an upward trend in the number of construction starts for reinforced concrete apartments in Tokyo, the overall stock of rental apartments is not increasing, due in part to the demolition of aging rental stock including company housing. Furthermore, rental apartments generally do not compare favorably with owned houses in terms of floor space and quality of facilities and other amenities. The stock of high-quality rental apartments owned by J-REITs is still limited, and thus very scarce.

#### Demand: Increasing Population Influx into Tokyo



Source: "Households and Population in Tokyo in Accordance with the Basic Register of Residents," Statistics Division, Tokyo Metropolitan Government Bureau of General Affairs

#### Demand: Steady Growth of Households in Tokyo



Source: "Household Projections for Tokyo," March 2006, Tokyo Metropolitan Government; National Institute of Population and Policy Research

# **Rental Apartments Generate Stable Earnings**

Rental apartments are generally unaffected by fluctuations in economic conditions and asset value, and rents have remained stable in the past. Moreover, the risk of sudden shifts in vacancy rates and lease rates is lower for rental apartments than for office buildings because apartment lease contracts are subdivided and diversified in terms of contract period and renewal and termination dates. As a result, the potential for fluctuations in earnings is also lower. For this reason, rental apartments are perfectly matched with NAF's core strategy of securing stable earnings.

# **Common Practices in Japan's Rental Apartment Market**

#### **Contract Validity Period**

Leases in Japan are generally two-year contracts, which can be renewed by paying an extension fee (usually one month's rent).

#### Security Deposit

The tenant must pay a security deposit in advance to the landlord to insure against future unpaid rent and/or damages. Generally, it is equal to two months' rent and is typically refunded when moving out (a cleaning and/or repair fee may be deducted prior to refund).

#### Key Money

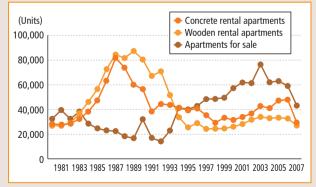
The tenant pays key money to the landlord prior to signing a lease contract. It is equivalent to two months' rent and is not refunded.

#### **Commission Fee**

A commission fee is paid to the leasing agent; by regulation, it cannot exceed one month's rent.

## **Guarantor/Joint Surety**

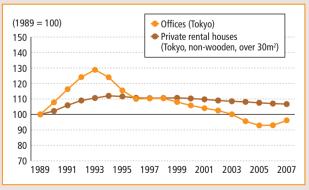
A guarantor is required when signing a lease contract. The guarantor must have an income sufficient to cover the rent if the tenant cannot pay and/or the cost of repairs to the apartment if the tenant causes any damage.



#### Supply: Number of Apartment Construction Starts in Tokyo

Source: "Housing Construction Statistics," Ministry of Land, Infrastructure, Transport and Tourism

#### **Stability: Relatively Stable Rents**



Source: "Annual Report: Consumer Price Index," Cabinet Office, Ministry of Internal Affairs and Communications, and "Service Price Index for the Private Sector," Bank of Japan

# Summary of Selected Financial Data

		Yen in millions (Except per unit data or where otherwise indicated)		U.S. dollars in thousands (Note 1) (Except per unit data)
	5th Period March 1, 2008 to August 31, 2008	4th Period September 1, 2007 to February 29, 2008	<b>3rd Period</b> March 1, 2007 to August 31, 2007	5th Period March 1, 2008 to August 31, 2008
Total revenues (Note 2)	¥ 4,498	¥ 4,092	¥ 3,524	\$ 41,130
Rental revenues	4,208	3,869	3,323	38,478
Other revenues	290	223	201	2,652
Operating expenses	2,286	1,989	1,729	20,903
Income before income taxes	1,642	1,631	1,448	15,015
Net income (a)	1,641	1,630	1,447	15,005
Funds from operations (Note 3)	2,489	2,361	2,055	22,760
Net operating income from property leasing activities (Note 3)	3,541	3,317	2,806	32,379
Total amount of cash distribution (b)	1,641	1,630	1,447	15,005
Depreciation and amortization	848	731	608	7,754
Capital expenditures	442	538	159	4,042
Total assets (c)	146,666	129,969	114,366	1,341,130
Interest-bearing debt	81,000	64,500	49,500	740,673
Total net assets (d)	62,620	62,609	62,426	572,604
Total number of common units issued (units) (e)	113,480	113,480	113,480	
Net assets per unit (Yen/\$) (d) / (e)	551,813	551,717	550,102	5,045.84
Distribution per unit (Yen/\$) (b) / (e)	14,461	14,366	12,750	132.23
Funds from operations per unit (Yen/\$) (Note 3)	21,929	20,809	18,106	200.52
Return on total assets (Note 4)	1.2%	1.3%	1.3%	
(Annual rate)	(2.4%)	(2.7%)	(2.6%)	
ROE (Note 4)	2.6%	2.6%	2.3%	
(Annual rate)	(5.2%)	(5.2%)	(4.6%)	
LTV (Loan-to-value) ratio (Note 3)	55.2%	49.6%	43.3%	
Capital ratio (d) / (c)	42.7%	48.2%	54.6%	
Payout ratio (b) / (a) (Note 5)	99.9%	100.0%	100.0%	
Number of days in period	184	182	184	
Number of investment properties (Note 6)	44	37	30	
Total rentable area (m <sup>2</sup> )	189,636	168,960	143,912	
Average occupancy rate at end of period (Note 6)	96.0%	97.2%	96.9%	

Notes 1. U.S. dollar amounts are translated from yen, for convenience only, at the rate of ¥109.36 = U.S.\$1.00, the approximate exchange rate on August 31, 2008.

2. Total revenues do not include consumption tax.

3. Funds from operations: Net income + Depreciation and amortization - Gain on sale of investment properties

Net operating income from property leasing activities: (Revenues from property leasing - Rental expenses) + Depreciation and amortization

Funds from operations per unit: (Net income + Depreciation and amortization - Gain on sale of investment properties) - Total number of units issued and outstanding at end of period LTV ratio: Interest-bearing debt ÷ Total assets

4. Return on total assets: Income before income taxes  $\div$  {(Initial total assets + Total assets at end of period)  $\div$  2}

ROE: Net income  $\div$  {(Initial net assets + Net assets at end of period)  $\div$  2}

The figures in parentheses are annualized based on the number of actual days in each period.

Annual equivalent amounts for the period ended August 31, 2008: Amount for the period ÷ Actual days in the period (184) x 365 days

Annual equivalent amounts for the period ended February 29, 2008: Amount for the period  $\div$  Actual days in the period (182) x 365 days Annual equivalent amounts for the period ended August 31, 2007: Amount for the period  $\div$  Actual days in the period (184) x 365 days

Net assets and total assets used in calculating ROE and ROA are the respective beginning-of-period and period-end averages.

5. Payout ratio figures are calculated to one decimal place only.

6. Number of investment properties means units generally perceived to be one residential building. Average occupancy rate at end of period is the ratio of gross leased area to total rentable area at the end of the period.

# Investment Environment and Operating Performance

In the residential rental market, people continued to move from other regions into the 23 wards of Tokyo, where NAF has concentrated over 90 percent of its portfolio investment. The number of households also expanded because of an increase in the number of single and two-person households. As a result of these and other factors, demand for rental housing remained steady. The same factors are projected to drive the development of the residential rental markets in Japan's major regional cities, such as Nagoya and Fukuoka, where NAF has assets.

Recent new development had been increasing the supply of rental housing. However, the overall balance of supply and demand remains stable, due to the demolition of existing stock including aging properties such as company housing and dormitories. In addition, rental housing such as that provided by NAF that features outstanding location, management, facilities and specifications is still limited in number in the overall market, and occupancy rates remain high and rents remain stable.

Land prices have been increasing, particularly in central Tokyo, amid intensifying competition to acquire properties. However, there are signs of a drop in demand to acquire properties, reflecting the changing conditions in the real estate market.

Under such circumstances, NAF made use of its direct pipeline of properties from its sponsor Mitsui Fudosan Co., Ltd. and the information network of its REIT management company during the 5th Period to acquire seven properties valued at a total of ¥16,755 million on an acquisition price basis in March and May 2008. As a result, NAF's portfolio as of August 31, 2008 consisted of 44 properties valued at ¥140,001 million on an acquisition price basis.

NAF's assets under management are concentrated in the 23 wards of Tokyo, where demand for rental housing is solid. In addition, cooperation between NAF's REIT management company, Mitsui Fudosan Accommodations Fund Management Co., Ltd., and its master property management company, Mitsui Fudosan Housing Lease Co., Ltd., supported leasing tailored to the unique features of each property and each location.

At the Okawabata Apartment Communities, one of the principle properties, NAF completed large-scale repairs, mostly concerning exterior walls, at the Park Side Wings. The same work for the River Point Tower had previously been completed. NAF has mostly completed its large-scale renovation of the common-use areas of the property.

In addition, NAF's master property management company continued to use its portfolio management system flexibly over the last two periods, further accelerating management and administration and supporting efforts to acquire tenants according to conditions at specific properties.

As a result of the leasing activities discussed above, the occupancy rate for NAF's overall portfolio as of August 31, 2008 remained at a high level of 96.0 percent.

# **Overview of Results**

As a result of the above, for the 5th Period, NAF recorded total revenues of ¥4,498 million, operating income of ¥2,212 million, income before income taxes of ¥1,642 million and net income of ¥1,641 million.

# **Distributions to Unitholders**

NAF determines the amount of cash distributions such that they exceed 90 percent of NAF's taxable income available for dividends as set forth in Article 67-15 of the Special Taxation Measures Law of Japan. For the 5th Period, cash distributions totaled ¥1,641,034,280, or ¥14,461 per unit.

	Yen in	thousands, except per unit an	nounts
	5th Period March 1, 2008 to August 31, 2008	4th Period September 1, 2007 to February 29, 2008	3rd Period March 1, 2007 to August 31, 2007
Retained earnings	¥1,641,044	¥1,630,255	¥1,446,885
Undistributed earnings	10	1	15
Total cash distribution	1,641,034	1,630,254	1,446,870
(Per unit)	14,461	14,366	12,750
Distribution of retained earnings	1,641,034	1,630,254	1,446,870
(Per unit)	14,461	14,366	12,750
Cash distribution in excess of retained earnings	—	_	_
(Per unit)	—	—	—

Note: The above cash distributions were paid after the close of the period.

# Changes in Assets, Liabilities and Net Assets

#### Assets

Total assets as of August 31, 2008 increased ¥16,697 million from February 29, 2008 to ¥146,666 million.

Total current assets decreased ¥238 million from February 29, 2008 to ¥3,882 million.

Total investment properties increased ¥16,934 million from February 29, 2008 to ¥142,703 million as a result of the acquisition of new properties and other factors. Compared to February 29, 2008, land including land held in trust increased ¥10,788 million and buildings including buildings held in trust increased ¥6,146 million.

#### Liabilities

Current liabilities increased ¥16,542 million from February 29, 2008 to ¥30,403 million. Short-term loans increased ¥16,500 million from February 29, 2008 to ¥29,000 million due to the acquisitions of properties.

Long-term debt was unchanged from February 29, 2008 at ¥52,000 million.

Interest-bearing debt as of August 31, 2008 increased ¥16,500 million from February 29, 2008 to ¥81,000 million. The ratio of longterm, fixed-rate debt to total interest-bearing debt was 64.2 percent, compared to 80.6 percent as of February 29, 2008. The loan-tovalue ratio, calculated as interest-bearing debt divided by total assets at the end of the period, increased to 55.2 percent from 49.6 percent as of February 29, 2008.

#### Net Assets

Net assets totaled ¥62,620 million as of August 31, 2008. Unitholders' capital was unchanged at ¥60,979 million, and retained earnings increased to ¥1,641 million from ¥1,630 million as of February 29, 2008.

# Funding

## Balance of Paid-in Capital

NAF was established on October 12, 2005 with initial paid-in capital of ¥100 million. NAF began investing activities on November 29, 2005 after ¥21,140 million was raised through private placement. As of August 31, 2008, NAF had issued 113,480 investment units out of 2,000,000 total authorized units. NAF's investment units were listed on the J-REIT section of the Tokyo Stock Exchange in August 2006 upon the completion of a public offering. As the Investment Trust and Investment Corporation Act of Japan does not contain any provision for the issue of more than one class of units, NAF's investment units comprise the sole class of units authorized and issued by NAF.

	Units outstanding		Paid-in			
Issue date	Remarks	Increase	Balance	Increase	Balance	Notes
		(Units)		(Yen in millions)		
October 12, 2005	Initial capital (private)	200	200	¥ 100	¥ 100	Note 1
November 29, 2005	Private placement	42,280	42,480	21,140	21,240	Note 2
August 3, 2006	Public offering	67,200	109,680	37,612	58,852	Note 3
September 4, 2006	Third party allocation	3,800	113,480	2,127	60,979	Note 4

Notes 1. NAF 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 investment properties.

3. Public offering of new units for ¥580,000 per unit (excluding underwriting fee: ¥559,700) to fund property acquisition.

4. Additional issue of new units (third party allocation) for ¥559,700 per unit undertaken pursuant to the public offering in Note 3.

#### **Market Price of Units**

High/Low (closing price) of units on the Tokyo Stock Exchange:

	5th Period March 1, 2008 to August 31, 2008	4th Period September 1, 2007 to February 29, 2008	3rd Period March 1, 2007 to August 31, 2007	2nd Period April 1, 2006 to February 28, 2007
	(Yen)	(Yen)	(Yen)	(Yen)
High	¥565,000	¥762,000	¥1,030,000	¥1,000,000
Low	396,000	528,000	685,000	583,000

#### **Borrowings**

Borrowings by financial institution as of August 31, 2008 are shown below.

#### Short-term loans

Lender	Balance (Yen in millions)	Interest rate (Note 1)	Date of maturity (Note 2)	Repayment method	Use of funds	Notes
Sumitomo Mitsui Banking Corporation	¥12,000	1.1%	October 10, 2008			
The Hachijuni Bank, Ltd.	1,000	1.0%	September 11, 2008			
Mitsubishi UFJ Trust and Banking Corporation	5,000	1.0%	September 11, 2008			Unsecured /unguaranteed
The 77 Bank, Ltd.	1,000	1.0%	October 31, 2008	Bullet payment	(Note 3)	/pari passu (Note 4) Fixed rate
The Chuo Mitsui Trust and Banking Company, Limited	3,500	1.1%	January 16, 2009	- payment		
The Sumitomo Trust and Banking Co., Ltd.	4,500	0.8%	September 19, 2008			
The Bank of Fukuoka, Ltd.	2,000	1.1%	January 16, 2009			
Total short-term loans	¥29,000					

#### Long-term loans

Lender	Balance (Yen in millions)	Interest rate	Date of maturity	Repayment method	Use of funds	Notes
Sumitomo Mitsui Banking	¥ 2,000	1.2%	November 30, 2009			
Corporation	5,000	1.4%	November 30, 2010			
The Chuo Mitsui Trust and Banking Company, Limited	3,000	1.4%	November 30, 2010			
The Sumitomo Trust and Banking Co., Ltd.	3,000	1.8%	November 30, 2012			Unsecured
The Bank of Tokyo-Mitsubishi UFJ, Ltd.	2,000	1.5%	February 26, 2010	Bullet	(Note 3)	/unguaranteed /pari passu
Nippon Life Insurance Company	3,000	1.6%	February 28, 2011	payment		(Note 4)
	3,000	2.1%	April 11, 2012			Fixed rate
Development Bank of Japan Inc.	3,000	2.2%	April 11, 2013			
	5,000	2.1%	August 6, 2013			
The Hachijuni Bank, Ltd.	1,000	1.8%	April 12, 2010			
	1,000	1.5%	September 14, 2012			
Mizuha Corporato Bapk Itd	1,000	1.6%	April 19, 2011			
Mizuho Corporate Bank, Ltd.	2,000	1.6%	October 12, 2011			
The Chugoku Bank, Limited	2,000	1.6%	April 19, 2011			
Shinsei Bank, Limited	1,000	1.6%	April 19, 2011			
Shinkin Central Bank	3,000	1.7%	October 12, 2012			
The Bank of Fukuoka, Ltd.	2,000	1.6%	October 31, 2012			
Total long-term loans	¥42,000					
Total borrowings	¥71,000					

Notes 1. The interest rate is presented by loan from each lending institution and is rounded to the nearest tenth. The weighted average interest rate is presented for the out-

standing balance of short-term borrowings if the institution has provided more than one short-term loan.

2. The earliest maturity of short-term borrowings is presented if the institution has provided more than one short-term loan.

3. Use of the proceeds of debt financing included purchase of property or real estate trust beneficiary interests, refinancing of other borrowings, and operating expenses.

4. The loan agreements between NAF and each financial institution stipulate that the above borrowings from all financial institutions rank pari passu to each other.

5. The expected annual maturities of long-term borrowings within five years of the balance sheet date are as follows.

				(Yen in millions)
	1 to 2 years	2 to 3 years	3 to 4 years	4 to 5 years
Amount	¥5,000	¥15,000	¥5,000	¥17,000

#### Bonds

	lssue	Issue date	Balance as of August 31, 2008 (Yen in millions)	Coupon	Maturity date	Redemption	Use of proceeds	Notes
	No. 1 unsecured bonds	November 15, 2007	¥10,000	1.7%	November 14, 2014	Bullet Payment	Note 1	Note 2
Ī	Total		¥10,000			•		•

Notes 1. Use of funds includes repayment of borrowings.

2. This bond is only issued to rank pari passu with other bonds issued.

# **Capital Expenditures**

#### 1. Planned

NAF 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.

				Estimated amounts	
Name of property Objective		Estimated duration	Total amounts	Payment for the current period (March 1, 2008 to August 31, 2008)	Cumulative amount paid
				(Yen in millions)	
Okawabata	Renovation of shared facilities (emergency lighting, water pump, etc.)	From September 2008 to February 2009	¥42	_	_
Apartment Communities	Renovation of emergency- related equipment	From September 2008 to February 2009	21	_	_

#### 2. Capital Expenditures for the Current Period

The following table sets forth the capital expenditures for the current period. NAF posted ¥442 million in capital expenditures together with ¥133 million for repairs and maintenance expenses.

Name of property	Objective	Period	Expenditure (Yen in millions)
Okawabata Apartment	Repairs and renovation of outer walls, etc. (Construction area 3)	From October 2007 to July 2008	¥267
Communities	Renewal construction in rentable areas, etc.	From March 2008 to August 2008	140
Other Properties	Miscellaneous construction	From March 2008 to August 2008	35
Total	¥442		

#### 3. Cash Reserve for Capital Improvements

NAF accumulates a cash reserve from cash flows to prepare for large-scale mid-term to long-term capital improvements and repairs and maintenance that will be conducted in accordance with NAF's business plan for each property.

	Yen in millions				
	As of August 31, 2008 As of February 29, 2008 As of August 31, 20				
Reserve balance at the beginning of the period	¥740	¥696	¥413		
Amount accumulated in the current period	222	651	438		
Withdrawal from reserves in the current period	406	607	156		
Amount carried forward	¥556	¥740	¥696		

# Expenses regarding Entrustment, etc.

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

	Yen in millions			
ltem	5th Period March 1, 2008 to August 31, 2008	4th Period September 1, 2007 to February 29, 2008	3rd Period March 1, 2007 to August 31, 2007	
Asset management fees	¥323	¥301	¥262	
Asset custody fees	6	6	5	
Agent fees (stock transfer, accounting and administrative)	21	27	22	
Directors' remuneration	10	10	10	
Auditor's fees	13	13	14	
Other expenses	108	125	89	
Total	¥481	¥482	¥402	

# **Related Party Transactions**

#### (1) Transactions

		Description of transactions with related partie	s (Note 1)	
Category	Total paid (A) (Yen in millions)	Paid to	Amount of payment (B) (Yen in millions)	B/A (Note 2)
Acquisition price of real estate and real estate held in trust	¥16,755	Mitsui Fudosan Co., Ltd.	¥8,260	49.3%
Total			¥8,260	49.3%

#### (2) Fees Paid for the Period from March 1, 2008 to August 31, 2008

		Description of transactions with related part		
Category	Total fees paid (A) (Yen in millions)	Paid to	Amount of payment (B) (Yen in millions)	B/A (Note 2)
Property management fees	¥345	Mitsui Fudosan Housing Lease Co., Ltd.	¥345	100.0%
Building management fees	142	Mitsui Fudosan Housing Lease Co., Ltd.	142	100.0%
		RESIDENT FIRST CO., LTD.	16	16.6%
Longing valated convice food	98	Mitsui Home Estate Co., Ltd.	2	1.6%
Leasing related service fees	98	Mitsui Rehouse Tokyo Co., Ltd.	1	1.5%
		Kyushu Mitsui Real Estate Sales Co., Ltd.	0	0.4%

#### (3) Other Payments to Related Parties

Paid to	Amount of payment (Yen in millions)	Item
Mitsui Home Remodeling Co., Ltd.	¥122	Repair and maintenance costs
MITSUI Designtec Co., Ltd.	8	Repair and maintenance costs
Mitsui Fudosan Housing Service Co., Ltd.	2	Repair and maintenance costs

Notes 1. "Related parties" means parties defined in the government ordinance regarding the Investment Trust and Investment Corporation Act of Japan, principally, parties related to an asset management company.

2. Figures indicate percentages of total price.

# **Balance Sheets**

Nippon Accommodations Fund Inc. As of August 31, 2008 and February 29, 2008

	Yen in	Yen in millions		
	<b>5th Period</b> As of August 31, 2008	4th Period As of February 29, 2008	5th Period As of August 31, 2008	
Assets				
Current assets:				
Cash and cash equivalents	¥ 3,189	¥ 3,486	\$ 29,161	
Rent receivables	658	583	6,017	
Consumption tax receivables and other current assets	35	51	320	
Total current assets	3,882	4,120	35,497	
Investment properties (Note 3):				
Land including trust accounts	96,006	85,218	877,890	
Depreciable property and				
improvements including trust accounts	49,860	42,866	455,925	
Accumulated depreciation	(3,163)	(2,315)	(28,923)	
Total investment properties	142,703	125,769	1,304,892	
Other assets	81	80	741	
Total Assets	¥146,666	¥129,969	\$1,341,130	
Liabilities and Net Assets				
Liabilities				
Current liabilities:				
Short-term loans (Note 4)	¥ 29,000	¥ 12,500	\$ 265,179	
Accounts payable	434	480	3,969	
Rent received in advance	710	648	6,492	
Accrued expenses and other liabilities	259	233	2,368	
Total current liabilities	30,403	13,861	278,008	
Long-term liabilities:				
Long-term loans (Note 4)	42,000	42,000	384,053	
Bonds (Note 4)	10,000	10,000	91,441	
Tenant security deposits	1,643	1,499	15,024	
Total long-term liabilities	53,643	53,499	490,518	
Total Liabilities	¥ 84,046	¥ 67,360	\$ 768,526	
Net Assets				
Unitholders' capital (Note 5)	60,979	60,979	557,599	
Retained earnings	1,641	1,630	15,005	
Total Net Assets	¥ 62,620	¥ 62,609	\$ 572,604	
Total Liabilities and Net Assets	¥146,666	¥129,969	\$1,341,130	

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

# Statements of Income

Nippon Accommodations Fund Inc. March 1, 2008 to August 31, 2008, September 1, 2007 to February 29, 2008 and March 1, 2007 to August 31, 2007

		Yen in millions		U.S. dollars in thousands (Note 1)
	5th Period March 1, 2008 to August 31, 2008	4th Period September 1, 2007 to February 29, 2008	<b>3rd Period</b> March 1, 2007 to August 31, 2007	5th Period March 1, 2008 to August 31, 2008
Revenues (Note 6):				
Rental	¥4,208	¥3,869	¥3,323	\$38,478
Other revenues related to property leasing	290	223	201	2,652
Total Revenues	4,498	4,092	3,524	41,130
Operating Expenses (Note 6):				
Property management fees	499	425	375	4,563
Real estate taxes and insurance	148	115	117	1,353
Repairs and maintenance	133	91	87	1,216
Other rental expenses	177	145	140	1,619
Depreciation and amortization	848	731	608	7,754
Asset management fees	323	301	261	2,954
Other expenses	158	181	141	1,445
Total Operating Expenses	2,286	1,989	1,729	20,903
Operating Income	2,212	2,103	1,795	20,227
Interest and other income	19	6	4	174
Interest expense	(583)	(474)	(349)	(5,331)
Other expenses	(6)	(4)	(2)	(55)
Income before Income Taxes	1,642	1,631	1,448	15,015
Current and deferred income taxes (Note 7)	1	1	1	9
Net Income	¥1,641	¥1,630	¥1,447	\$15,005

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

# Statements of Changes in Net Assets Nippon Accommodations Fund Inc. For the period from March 1, 2007 to August 31, 2008

		Yen in millions		
	Number of Units	Unitholders' Capital	Retained Earnings	Total
Balance as of February 28, 2007	113,480	¥60,979	¥ 2,028	¥63,007
Cash distribution declared	_	_	(2,028)	(2,028)
Net income	—	—	1,447	1,447
Balance as of August 31, 2007	113,480	60,979	1,447	62,426
Cash distribution declared	_	_	(1,447)	(1,447)
Net income	—	—	1,630	1,630
Balance as of February 29, 2008	113,480	60,979	1,630	62,609
Cash distribution declared	_	_	(1,630)	(1,630)
Net income	—	—	1,641	1,641
Balance as of August 31, 2008	113,480	¥60,979	¥ 1,641	¥62,620

		U.S. dollars in thousands (Note 1)		
	Number of Units	Unitholders' Capital	Retained Earnings	Total
Balance as of February 28, 2007	113,480	\$557,599	\$ 18,544	\$576,143
Cash distribution declared	_	_	(18,544)	(18,544)
Net income	—		13,232	13,232
Balance as of August 31, 2007	113,480	557,599	13,232	570,830
Cash distribution declared	_	_	(13,232)	(13,232)
Net income	—	—	14,905	14,905
Balance as of February 29, 2008	113,480	557,599	14,905	572,504
Cash distribution declared	_	_	(14,905)	(14,905)
Net income	—	—	15,005	15,005
Balance as of August 31, 2008	113,480	\$557,599	\$ 15,005	\$572,604

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

# **Statements of Cash Flows**

Nippon Accommodations Fund Inc.

March 1, 2008 to August 31, 2008, September 1, 2007 to February 29, 2008 and March 1, 2007 to August 31, 2007

				U.S. dollars in thousands
		Yen in millions		(Note 1)
	5th Period March 1, 2008 to August 31, 2008	4th Period September 1, 2007 to February 29, 2008	<b>3rd Period</b> March 1, 2007 to August 31, 2007	5th Period March 1, 2008 to August 31, 2008
Cash Flows from Operating Activities:				
Income before income taxes	¥ 1,642	¥ 1,631	¥ 1,448	\$ 15,015
Depreciation and amortization	848	731	608	7,754
Amortization of bond issue costs	4	3	—	37
Interest expense	583	474	349	5,331
(Increase) Decrease in rent receivables	(75)	(72)	(52)	(686)
Increase (Decrease) in accounts payable	(46)	59	(277)	(421)
Increase (Decrease) in rents received in advance	63	88	40	576
Cash payments of interest expense	(556)	(387)	(313)	(5,084)
(Increase) Decrease in consumption tax				
refund receivable	1	(9)	65	9
Other, net	15	(4)	(6)	137
Net Cash Provided by Operating Activities	2,479	2,514	1,862	22,668
Cash Flows from Investing Activities:				
Payments for purchases of				
investment properties	(17,782)	(16,144)	(7,359)	(162,601)
Proceeds from tenant security deposits	341	351	221	3,118
Payments for tenant security deposits	(197)	(168)	(173)	(1,801)
Other, net	(6)	(2)	(5)	(55)
Net Cash Used in Investing Activities	(17,644)	(15,963)	(7,316)	(161,339)
Cash Flows from Financing Activities:				
Proceeds from short-term loans	77,100	53,000	32,000	705,011
Repayment of short-term loans	(60,600)	(56,000)	(29,000)	(554,133)
Proceeds from long-term loans	—	8,000	4,000	—
Proceeds from bonds	_	10,000	—	—
Payments for bond issue costs	_	(58)	—	—
Payment of distribution	(1,632)	(1,444)	(2,026)	(14,923)
Net Cash Provided by Financing Activities	14,868	13,498	4,974	135,955
Net Change in Cash and Cash Equivalents	(297)	49	(480)	(2,716)
Cash and Cash Equivalents at the Beginning of the Period	3,486	3,437	3,917	31,876
Cash and Cash Equivalents at the End of the Period	¥ 3,189	¥ 3,486	¥ 3,437	\$ 29,161

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

# **Notes to Financial Statements**

Nippon Accommodations Fund Inc.

March 1, 2008 to August 31, 2008, September 1, 2007 to February 29, 2008 and March 1, 2007 to August 31, 2007

#### Note 1 Organization and Basis of Presentation

#### Organization

Nippon Accommodations Fund Inc. (hereinafter "NAF") was formed on October 12, 2005 as an investment corporation under the Investment Trust and Investment Corporation Act of Japan with Mitsui Fudosan Accommodations Fund Management Co., Ltd. (hereinafter "MFAFM") acting as a sponsor. Registration with the Kanto Local Finance Bureau of the Ministry of Finance was completed on November 11, 2005 and NAF started acquisition of properties on November 30, 2005.

NAF is an externally managed real estate fund, formed as an investment corporation. MFAFM, as NAF's asset management company, is engaged in acquiring, managing, leasing, and renovating office properties. MFAFM is a 100% subsidiary of Mitsui Fudosan Co., Ltd.

On August 3, 2006, NAF had raised approximately ¥40,000 million through an initial public offering of investment units. Those investment units are listed on the J-REIT section of the Tokyo Stock Exchange.

As of August 31, 2008, NAF had ownership or beneficiary interests in 44 properties containing approximately 189,636 square meters of rentable space. As of August 31, 2008, NAF had leased approximately 182,068 square meters to tenants. The occupancy rate for the properties was approximately 96.0%.

#### **Basis of Presentation**

The accompanying financial statements have been prepared in accordance with the provisions set forth in the Investment Trust and Investment Corporation Act of Japan and the Japanese Securities and Exchange Law and its 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 NAF 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. NAF does not prepare consolidated financial statements, as NAF has no subsidiaries.

The translation of the Japanese yen amounts into U.S. dollars is included solely for the convenience of readers outside Japan, using the approximate exchange rate on August 31, 2008, which was ¥109.36 to U.S. \$1. The convenience translation should not be construed as representation that the Japanese yen amounts have been, or could in future be, converted into U.S. dollars at this or any other rate of exchange.

#### Note 2 Summary of Significant Accounting Policies

#### Cash and Cash Equivalents

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

#### **Investment Properties**

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

Buildings and improvements	2-47 years
Structures	3-60 years
Machinery and equipment	12-45 years
Tools, furniture and fixtures	2-15 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 as incurred.

#### **Deferred Assets**

Costs for the initial public offering of units and start-up expenses were charged to income when incurred. New unit issue costs are charged to income when incurred.

Bond issue costs are amortized over the period of the bonds under the straight-line method.

#### **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**

NAF-owned properties are subject to taxes including property tax, city planning tax and depreciable asset tax. Taxes for each fiscal period are charged to income on an accrual basis.

The owner of properties is registered in a record maintained by the local government in each jurisdiction, and the taxes are imposed on the owner registered in the record, as of January 1, based on the assessment made by the local government.

When the property is purchased before January 1 of any given calendar year, these taxes for the previous year are imposed on the seller. The Company pays the seller the corresponding tax amounts for the period from the property's transfer date to December 31 of the previous year as part of the purchase prices of each property, and capitalizes these amounts as the cost of the property. Capitalized property tax for the period ended August 31, 2008 amounted to ¥12 million.

#### Accounting Treatment of Beneficiary Interests in Trust Assets including Real Estate

For trust beneficiary interests in real estate, all assets and liabilities associated with 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 Schedule of Investment Properties

Investment properties as of August 31, 2008 and February 29, 2008 consisted of the following:

			Yen in r	nillions		
	As o	of August 31, 2	800	As of February 29, 2008		
	Acquisition Costs	Accumu- lated Depreci- ation	Book Value	Acquisition Costs	Accumu- lated Depreci- ation	Book Value
Land	¥ 52,585	¥ —	¥ 52,585	¥ 41,797	¥ —	¥ 41,797
Land in trust	43,421	_	43,421	43,421		43,421
Land including trust total	96,006	_	96,006	85,218		85,218
Buildings and improvements	29,321	(1,387)	27,934	23,129	(947)	22,182
Buildings and improvements in trust	17,601	(1,376)	16,225	17,167	(1,082)	16,084
Building and improvements						
including those in trust	46,922	(2,763)	44,159	40,296	(2,029)	38,267
Structures	661	(64)	596	511	(44)	468
Machinery and equipment	513	(31)	481	345	(16)	328
Tools, furniture and fixtures	453	(111)	342	366	(76)	289
Structures in trust	883	(76)	808	874	(61)	813
Machinery and equipment in trust	120	(17)	103	120	(13)	107
Tools, furniture and fixtures in trust	293	(100)	192	284	(76)	208
Construction in process in trust	16	_	16	71		71
Other investment properties total	2,937	(399)	2,538	2,570	(286)	2,284
Total	¥145,866	¥(3,163)	¥142,703	¥128,084	¥(2,315)	¥125,769

#### Note 4 Short-Term Loans and Long-Term Debt

Short-term loans consist of short-term borrowings under loan agreements. The annual interest rates on short-term loans outstanding are fixed rates and as of August 31, 2008 and February 29, 2008 ranged from 0.82% to 1.08% and from 0.88% to 1.07%, respectively. Long-term debt is at fixed rates and consists of the following:

	Yen in millions		
	As of August 31, 2008	As of February 29, 2008	
Unsecured loans due 2009 to 2013 principally from banks and insurance companies with interest rates mainly ranging from 1.2% to 2.2% 1.7% unsecured bonds due 2014	¥42,000 10,000	¥42,000 10,000	
	¥52,000	¥52,000	

The annual maturities of long-term loans as of August 31, 2008 were as follows:

	Yen in millions
2009	¥ 2,000
2010	11,000
2011	9,000
2012	12,000
Thereafter	8,000

#### Note 5 Unitholders' Capital

	As of August 31, 2008	As of February 29, 2008	As of August 31, 2007
Total number of common units authorized	2,000,000	2,000,000	2,000,000
Total number of common units issued and outstanding	113,480	113,480	113,480

NAF shall maintain minimum net assets of at least ¥50 million as required by the Investment Trust and Investment Corporation Act of Japan.

#### Note 6 Rental Revenues and Expenses

Rental revenues and expenses for the periods ended August 31, 2008, February 29, 2008 and August 31, 2007 were as follows:

		Yen in millions	
	5th Period March 1, 2008 to August 31, 2008	4th Period September 1, 2007 to February 29, 2008	<b>3rd Period</b> March 1, 2007 to August 31, 2007
Revenues from Property Leasing:			
Rental:			
Rental revenues	¥4,091	¥3,766	¥3,243
Facility charge	117	103	80
Subtotal	4,208	3,869	3,323
Other revenues related to property leasing:			
Income from leasing rights, etc.	241	186	159
Miscellaneous income	49	37	42
Subtotal	290	223	201
Total revenues from property leasing	4,498	4,092	3,524
Rental Expenses:			
Property management fees	499	425	375
Repairs and maintenance	133	90	87
Real estate taxes	138	107	110
Trust fee	9	9	9
Utilities	46	41	33
Insurance	9	8	7
Depreciation and amortization	848	731	608
Leasing-related service fees, etc.	98	67	78
Other rental expenses	24	28	19
Total rental expenses	1,804	1,506	1,326
Operating Income from Property Leasing Activities	¥2,694	¥2,586	¥2,198

#### Note 7 Income Taxes

NAF is subject to income taxes in Japan. The effective tax rates on NAF's income based on applicable Japanese tax law were 0.06%, 0.06% and 0.07% for the periods ended August 31, 2008, February 29, 2008 and August 31, 2007, respectively. The following table summarizes the significant differences between the statutory tax rates and NAF's effective tax rates for financial statement purposes.

	<b>5th Period</b> March 1, 2008 to August 31, 2008	4th Period September 1, 2007 to February 29, 2008	3rd Period March 1, 2007 to August 31, 2007
Statutory effective tax rate	39.39%	39.39%	39.39%
Deductible distributions paid	(39.37)	(39.37)	(39.36)
Others	0.04	0.04	0.04
Effective tax rate	0.06%	0.06%	0.07%

The tax effects of significant temporary differences that resulted in net deferred tax assets or liabilities as of August 31, 2008, February 29, 2008 and August 31, 2007 were as follows:

	Yen in thousands				
	As of August 31, 2008	As of February 29, 2008	As of August 31, 2007		
Deferred tax assets:					
Enterprise taxes	¥ 21	¥ 19	¥ 19		
Total deferred tax assets	21	19	19		
Deferred tax liabilities	—	—	—		
Net Deferred Tax Assets	¥ 21	¥ 19	¥ 19		

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

#### Note 8 Per Unit Information

Information about earnings per unit for the periods ended August 31, 2008, February 29, 2008 and August 31, 2007 and net assets per unit as of August 31, 2008, February 29, 2008 and August 31, 2007 was as follows.

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

	Yen			
	5th Period March 1, 2008 to August 31, 2008	4th Period September 1, 2007 to February 29, 2008	3rd Period March 1, 2007 to August 31, 2007	
Earnings per Unit:				
Net income	¥14,461	¥14,365	¥12,749	
Weighted average number of common units outstanding	113,480	113,480	113,480	
	As of August 31, 2008	As of February 29, 2008	As of August 31, 2007	
Net Assets per Unit	¥551,813	¥551,717	¥550,102	

#### Note 9 Transactions with Related Parties

#### (March 1, 2008 - August 31, 2008)

(1) Parent Company and Major Corporate Unitholders: None applicable

(2) Directors and Major Individual Unitholders

Classification	Name	Principal business or occupation	Nature of transaction	Amount of transaction (Yen in millions)	Account	Balance at end of period (Yen in millions)
Disector and (an		Executive Director	Payment of asset management fees to MFAFM (Note 1)	¥449 (Notes 2 and 4)	Accounts payable	¥339 (Note 4)
Director and/or close relative	Nobuyuki Nakai	of NAF and President & CEO of MFAFM	Payment for the provision of general administration services relating to organizational management to MFAFM (Note 3)	¥1 (Note 4)	Accounts payable	¥0 (Note 4)

Notes 1. Nobuyuki Nakai entered into this transaction as a representative of MFAFM, and this amount is subject to the conditions set forth in the by-laws of NAF.

2. The amount of asset management fees includes ¥126 million for management related to acquisition of properties included in the book value of each investment property, etc. 3. Nobuyuki Nakai entered into this transaction as a representative of MFAFM, and this amount is set forth in the "General Administration Agreement relating to

Organizational Management" concluded between NAF and MFAFM.

4. Consumption taxes are not included in transaction amounts. Consumption taxes are included in the balance at the end of the period.

(3) Subsidiaries: None applicable, because NAF has no subsidiaries in which it has invested.

(4) Sister Companies: None applicable

#### (September 1, 2007 – February 29, 2008)

(1) Parent Company and Major Corporate Unitholders: None applicable

(2) Directors and Major Individual Unitholders

Classification	Name	Principal business or occupation	Nature of transaction	Amount of transaction (Yen in millions)	Account	Balance at end of period (Yen in millions)
		Executive Director	Payment of asset management fees to MFAFM (Note 1)	¥393 (Notes 2 and 4)	Accounts payable	¥316 (Note 4)
Director and/or close relative	Nobuyuki Nakai	of NAF and President & CEO of MFAFM	Payment for the provision of general administration services relating to organizational management to MFAFM (Note 3)	¥6 (Note 4)	Accounts payable	¥0 (Note 4)

Notes 1. Nobuyuki Nakai entered into this transaction as a representative of MFAFM, and this amount is subject to the conditions set forth in the by-laws of NAF.

The amount of asset management fees includes ¥92 million for management related to acquisition of properties included in the book value of each investment property, etc.
 Nobuyuki Nakai entered into this transaction as a representative of MFAFM, and this amount is set forth in the "General Administration Agreement relating to Organizational Management" concluded between NAF and MFAFM.

4. Consumption taxes are not included in transaction amounts. Consumption taxes are included in the balance at the end of the period.

(3) Subsidiaries: None applicable, because NAF has no subsidiaries in which it has invested.

(4) Sister Companies: None applicable

#### Note 10 Significant Subsequent Events

None applicable

# **Independent Auditors' Report**



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

We have audited the accompanying balance sheets of Nippon Accommodations Fund Inc. (a Japanese Real Estate Investment Trust) as of August 31, 2008 and February 29, 2008, and the related statements of income, changes in net assets and cash flows for each of the periods from March 1, 2008 to August 31, 2008, from September 1, 2007 to February 29, 2008 and from March 1, 2007 to August 31, 2007, expressed in Japanese yen. These financial statements are the responsibility of the Company's management. Our responsibility is to independently express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Nippon Accommodations Fund Inc. as of August 31, 2008 and February 29, 2008, the results of its operations and its cash flows for each of the periods from March 1, 2008 to August 31, 2008, from September 1, 2007 to February 29, 2008 and from March 1, 2007 to August 31, 2007, in conformity with accounting principles generally accepted in Japan.

The U.S. dollar amounts in the accompanying financial statements with respect to the period ended August 31, 2008 are presented solely for convenience. Our audit also included the translation of yen amounts into U.S. dollar amounts and, in our opinion, such translation has been made on the basis described in Note 1 to the financial statements.

KPMGAZSA + Co.

Tokyo, Japan November 25, 2008

> KPMG AZSA & Co., an audit corporation incorporated under the Japanese Certified Public Accountants Law and a member firm of the KPMG network of independent member firms affiliated with KPMG International, a Swiss cooperative.

# **Primary Related Corporations**

#### Overview of the Roles of Primary Related Corporations

The following outlines the contractual relationship between NAF and its REIT management company, and the contractual

relationship between NAF's REIT management company and primary related corporations.

Role	Name	Overview of Relevant Operations
REIT management company and general administrative agent	Mitsui Fudosan Accommodations Fund Management Co., Ltd. (MFAFM)	MFAFM serves as the company entrusted with asset management as required under the Investment Trust and Investment Corporation Act of Japan (Article 198, Paragraph 1) and under a REIT Management Agreement entered into between MFAFM and NAF on October 13, 2005 (as amended). Under this agreement, MFAFM undertakes asset management of NAF in accordance with the asset management guidelines of MFAFM and the Articles of Incorporation of NAF. Under the above agreement, MFAFM is entrusted with (1) management of assets owned by NAF; (2) fund procurement to be conducted by NAF; (3) reporting on the condition of assets owned by NAF; (4) formulating management plans for assets of NAF; and (5) any other matters related to the above items listed in (1) through (4) that NAF may require.
		In addition, pursuant to Article 117 of the Investment Trust and Investment Corporation Act of Japan, MFAFM undertakes management of (1) the Board of Directors; (2) the General Meeting of Unitholders; and (3) any other matters related to the above items listed in (1) and (2) that NAF may require, as General Administrative Agent based on a General Administrative Service Agreement dated March 1, 2006. The matters entrusted to the Transfer Agent pursuant to the Agreement between NAF and the Transfer Agent are not included in the above matters set forth in (1) and (2).
Real estate information/ advisory service provider	Mitsui Fudosan Co., Ltd.	Mitsui Fudosan provides real estate sales information, real estate management information, and other services to MFAFM under an Agreement on Provision of Real Estate Information/Advisory Service that MFAFM entered into with Mitsui Fudosan on February 23, 2006.
Real estate information provider	Mitsui Fudosan Residential Co., Ltd.*	Mitsui Fudosan Residential provides real estate sales information to MFAFM under an Agreement on Provision of Real Estate Information that MFAFM entered into with Mitsui Fudosan Residential on September 26, 2007.
Property information provider	Mitsui Real Estate Sales Co., Ltd.	Mitsui Real Estate Sales provides real estate brokerage information and other services to MFAFM under a Memorandum on Provision of Real Estate Brokerage Information that MFAFM entered into with Mitsui Real Estate Sales on March 31, 2006.
Master property management company	Mitsui Fudosan Housing Lease Co., Ltd.	In principle, MFAFM will entrust to Mitsui Fudosan Housing Lease as master property management company, all property management services required for real estate of NAF, under a Basic Agreement on Property Management between MFAFM and Mitsui Fudosan Housing Lease dated March 31, 2006.

\* Incorporated as a wholly owned residential sales subsidiary through a corporate split from Mitsui Fudosan Co., Ltd. in October 2006.

#### Mitsui Fudosan Accommodations Fund Management Co., Ltd. REIT Management Company and General Administrative Agent

MFAFM, as a REIT management company provided for in the Investment Trust and Investment Corporation Act of Japan, performs management of NAF's assets and undertakes management of the institutions of NAF. As of August 31, 2008, MFAFM has been entrusted as a REIT management company only by NAF.

As of the same date, MFAFM has paid-in capital of ¥300 million. There is no capital relationship with NAF. Nobuyuki Nakai, President & CEO of MFAFM, is concurrently an executive director of NAF.

#### Operation

- Undertakes asset management of NAF pursuant to a REIT Management Agreement based on an entrustment from NAF in accordance with the Articles of Incorporation of NAF 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 of NAF as General Administrative Agent based on an entrustment from NAF and pursuant to a General Administrative Service Agreement.

#### Fees for the Asset Management Operation

NAF pays asset management fees to MFAFM, in accordance with the REIT Management Agreement concluded with MFAFM. These fees comprise items 1 to 4 below, with the method of calculation and payment dates as follows.

#### Management Fees 1

The amount equivalent to 5% of the amount of the revenue arising from Real Estate, etc. as calculated on each closing date (excluding revenues from the sale of Real Estate, etc. and other Managed Assets) will be payable. Management Fees 1 are paid without delay after definite settlement of accounts.

#### Management Fees 2

The amount equivalent to 5% of income before income tax prior to deduction of Management Fees 1 and 2 as calculated on each closing date will be payable. Management Fees 2 are paid without delay after definite settlement of accounts.

#### Management Fees 3

In the event that Real Estate, etc. is newly acquired, compensation equivalent to 1% (0.5% if it is acquired from Related Parties) of the total amount of the acquisition price of said Real Estate, etc. (excluding consumption tax, local consumption tax, and acquisition costs) will be payable. Management Fees 3 are paid at or before the end of the next month after the month of the acquisition date.

#### Management Fees 4

In the event that Real Estate, etc. is sold, compensation equivalent to 1% (0.5% if it is sold to Related Parties) of the total amount of the sales price of said Real Estate, etc. (excluding consumption tax, local consumption tax) will be payable. Management Fees 4 are paid at or before the end of the next month after the month of the sales date.

#### History of MFAFM

MFAFM is a REIT management company that is a limited liability company duly established under the laws of Japan. Major events in the history of MFAFM are as follows.

January 4, 2005	Established
March 4, 2005	Obtained license as a building lots and build- ing transactions agent under the Building Lots and Building Transactions Law
March 25, 2005	Changed name (from "MF Residential Asset Management Co., Ltd." to "Mitsui Fudosan Residential Fund Management Co., Ltd.")
July 8, 2005	Obtained approval as a discretionary transac- tion agent under the Building Lots and Building Transactions Law
September 26, 2005	Obtained approval as a REIT management company under the Investment Trust and Investment Corporation Act of Japan
December 15, 2005	Changed name (from "Mitsui Fudosan Residential Fund Management Co., Ltd." to "Mitsui Fudosan Accommodations Fund Management Co., Ltd.")
February 8, 2006	Obtained approval to undertake manage- ment of the institutions
September 30, 2007	Registration of financial instruments and exchange business

#### Directors and Staff

As of August 31, 2008, the directors and corporate auditors of MFAFM are as follows.

Name of Directors and Auditors	Title
Nobuyuki Nakai	President & CEO (standing)
Yoshihisa Otake	Director & CIO (standing)
Morio Shibata	Director & CFO (standing)
Yoshinobu Nakamura	Director
Toru Suzuki	Corporate Auditor

In addition, one important executive other than the directors and auditors is as follows.

Name	Title
Tetsuya Kanazawa	Chief Compliance Officer

The staff other than those mentioned above comprises 13 persons.

#### Outline of Financial Condition

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

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

Current as of March 31, 2008	(Yen in millions)
Total Assets	¥855
Total Liabilities	78
Stockholders' Equity	777

Profit and loss for the most recent fiscal year:

Fourth Fiscal Year (April 1, 2007 – March 31, 2008)	(Yen in millions)
Operating Income	¥817
Ordinary Profit	399
Net Income	230

### Mitsui Fudosan Co., Ltd. Real Estate Information and Advisory Service Provider

Pursuant to an Agreement on Provision of Real Estate Information/Advisory Service, Mitsui Fudosan provides to MFAFM a diverse array of support services that employ the information and expertise of Mitsui Fudosan in the area of real estate management and administration.

In order to receive such services, MFAFM provides Mitsui Fudosan with acquisition guidelines included in asset management guidelines.

Provision of Information on Real Estate and Other Assets Owned or Developed by Mitsui Fudosan

In case Mitsui Fudosan initiates selling activities of real estate or real estate-related assets which it owns or is developing under its Accommodations Business Division, and is consistent with MFAFM's asset management guidelines, Mitsui Fudosan notifies MFAFM, in principle, before or at the same time as it notifies any third party of such sales, unless such notification cannot be made due to lack of consent of third parties or for any other unavoidable reasons.

When MFAFM receives such notification and provides written notification that it will consider the purchase of such real estate or assets, Mitsui Fudosan deals with NAF as a prospective purchaser on a pari passu basis with regard to any third party interested in purchasing such estate or other assets.

Provision of Third-Party Real Estate Sales Information

Regardless of whether Mitsui Fudosan has originated or is brokering the sale, Mitsui Fudosan's Accommodations Business Division in principle notifies MFAFM of information concerning available real estate or real estate-related assets owned by third parties, when such real estate or assets are consistent with MFAFM's asset management guidelines, unless such notification cannot be made due to lack of consent of third parties or for any other unavoidable reasons, or Mitsui Fudosan itself intends to acquire such real estate or assets with the objective of development or ownership.

Provision of Real Estate Management Information

Mitsui Fudosan will provide in writing upon request by MFAFM and at least once per calendar year real estate management information (see note below) drawn from information that its Accommodations Business Division supervises if MFAFM deems such information necessary for its business and Mitsui Fudosan agrees to such provision. Note: "Real estate management information" means the following information:

- (a) Information regarding medium-to-long-term trends relevant to the operating environment of the real estate leasing market in Japan including economic trends, population dynamics, and trends in housing stock.
- (b) Trends in new supply of residential properties for lease (including property summaries, level of rent and initial leasing conditions), recent lease contracts entered for specific residential properties, area marketing surveys, financial data for other real estate invest ment corporations, income and expense data for specific proper ties, and real estate leasing market trends including vacancy rate and rent trends.
- (c) Other information related to items (a) or (b) above that MFAFM requests, as needed.

Provision of Advisory Services

MFAFM has entrusted the following activities to Mitsui Fudosan.

- (a) Support services for the acquisition of real estate or real estate-related assets (including due diligence prior to such acquisition, review of relevant building plans and conditions of construction).
- (b) Advice regarding the management and administration of real estate or real estate-related assets which NAF owns or is considering acquiring.

Such advice includes, but is not limited to (i) advice and support in connection with the management and administration of the long-term maintenance plan for buildings and facilities and deliberations on and preparation of related budgets and plans; (ii) advice and support in connection with the investigation or review of the plan and estimated costs for maintenance and renovation to be conducted in connection with real estate or real estate-related assets; and (iii) advice and support in connection with large-scale repair projects to be executed in respect of real estate or real estate-related assets.

#### Operation Fees

MFAFM will provide the compensation as separately discussed and agreed with Mitsui Fudosan under this agreement.

## **Portfolio Structure Policies**

Set forth below are the portfolio structure policies and investment standards for individual properties for the REIT Management Company and its internal regulations that serve as asset management guidelines.

#### **1. Investment Areas**

NAF emphasizes Greater Tokyo and other major cities in Japan in investing in accommodation assets. By region, approximately 80 percent of NAF's assets are located in the 23 wards of Tokyo.

When considering individual investments, NAF studies

regional characteristics and tenant needs. NAF then deploys this information to invest in properties with suitable residential plans and characteristics.

#### 2. Investment Standards

The REIT Management Company identifies potential investments and decides whether or not to invest in assets on the basis of the asset management guidelines summarized in the table below.

Item	Standard
Investment amount	In principle, the value of each property must exceed ¥1 billion. However, NAF may invest in properties at or below ¥1 billion after taking into account property characteristics and earning potential and certain relevant matters.
Ownership interests	In principle, NAF shall hold ownership interests of a whole property. However, NAF may invest in compartmentalized ownership upon consideration of the specific property. NAF may also invest in leaseholds, including fixed-term leaseholds, on the basis of consideration of earning potential, the stability of the leasehold rights and other relevant matters.
Building structure	Building structures shall be reinforced concrete (RC) or steel reinforced concrete (SRC). Earthquake resistance shall conform to or substantially satisfy the New Earthquake Resistance Standards (in compliance with the 1981 revision to the Building Standards Law (Law No. 201 of 1950), as amended, the "Building Standards Law").
Properties under development	In principle, NAF shall acquire properties that are already producing stable rental income at the time of acquisition, and shall not invest in land with a view to NAF's own construction of the building thereon. However, NAF may consider contracts to acquire uncompleted buildings that, although incomplete, are expected to carry minimum risk in respect to completion, delivery and subsequent leasing.

#### 3. Due Diligence Standards

NAF selects assets to invest in only after due diligence covering economic feasibility, physical condition and legal status in accordance with the asset management guidelines. Due diligence includes real estate appraisals and building inspection reports from third-party specialists. Based on the results of such due diligence, the REIT Management Company in principle undertakes investigation of the items listed below in order to make investment decisions as a result of comprehensive review.

Item		Issues Investigated	
Economic feasibility studies	Market survey	<ol> <li>Current residential environment in the relevant region and its mid-to-long-term forecast</li> <li>Demand and supply for rental housing and housing sales in the relevant region</li> <li>Rental housing competition trends in the relevant region</li> <li>Markets rents in the relevant region, including current rents and its mid-to-long-term forecast</li> <li>Discount rate and rate of return</li> </ol>	
	Tenant survey	<ol> <li>Tenant creditworthiness and rent income amount</li> <li>Tenant information including tenant household status or industry, number or purpose of use</li> </ol>	

	Survey of earnings and related issues	<ol> <li>Current property management costs and potential for cost reductions</li> <li>Development of proposals for increasing value through change in management manner or renovation</li> <li>Development of mid-to-long-term plan for repair and renovation expenses</li> <li>Development of property cash flow projections</li> <li>Verification that property is consistent with portfolio strategy</li> </ol>
Physical condition studies	Location	<ol> <li>Street conditions, access to major transportation</li> <li>Convenience and access to public facilities</li> <li>Status of borders between adjacent tracts and cross-border issues</li> <li>Living conditions including view, light, ambient noise and airflow</li> <li>Presence of unpleasant facilities</li> <li>Future development plans in the surrounding area</li> </ol>
	Construction, equipment and specifications	<ol> <li>Building structure, age and construction company of property and other related matters</li> <li>Layout, ceiling height, interior specifications (including ceiling, walls and floors), materials used for the interior and exterior, status of maintenance (or deterioration) of facilities including sanitary facilities, ventilation facilities, electrical facilities, elevators and parking</li> <li>Need for immediate repairs</li> </ol>
	Building management	<ol> <li>Status of compliance with related regulations including the Building Standards Law, the City Planning Law and the National Land Use Planning Law</li> <li>Actual management status</li> <li>Quality of the property management company and contract terms</li> </ol>
	Antiseismic resistance and probable maximum loss (PML)	<ol> <li>Antiseismic resistance that meets the New Earthquake Resistance Standards or equivalent resistance</li> <li>Checks of the construction company, architectural firm, construction engineering company, and institution that inspected construction. Confirmation of authenticity of the structural fabrication calculation sheets.</li> <li>In principle, earthquake PML shall be below 15 percent. For buildings for which PML is at or above 20 percent, consideration of additional antiseismic reinforcing work, additional earthquake insurance and other relevant matters must be considered.</li> </ol>
	Environmental, soil and other issues	<ol> <li>Investigation of whether the building contains hazardous materials</li> <li>Investigation of land use records and soil contamination</li> </ol>
Legal investigation	Rights and related issues	<ol> <li>Issues regarding ownership interests and mortgage</li> <li>Lease contract terms</li> <li>Any documentation related to confirmation of border or agreement regarding cross-border issues</li> <li>Permission for occupancy of roads under the Traffic Law</li> <li>Compliance with laws and regulations related to environmental preservation, including the Nature Conservation Law and the Urban Green Space Conservation Law</li> </ol>
		Investigation shall be conducted as to whether the previous owner had obtained the enforceable real right. In case of complicated relation of rights, the following matters, among others, shall be investigated; (the complicated relation of rights include relationship between NAF and others if NAF does not hold the title to property or jointly holds the title.)
		<ol> <li>(If the concerned right is leasehold) the perfection of such leasehold and the absence of any right which supersedes such leasehold.</li> <li>The registration status of the relevant right of site; the limitation on separate transfer of such right of site from the building thereon and the registration status of such limitation; share of such right</li> <li>Measures to be taken to ensure the right of site; reserve rules or measures based on long-term renovation plan</li> <li>Existence of agreement on prohibition from division of co-ownership property and registration status</li> </ol>
		of such agreement; appropriate treatments in case of request for division of co-ownership property or sales of co-ownership share; (possible) claims against or from other co-owners.

<ol> <li>Status of compartment of compartmentalized ownership.</li> <li>Security arrangements established prior to involvement of NAF and assumption of any encumberances or obligations in connection thereto.</li> <li>Terms of special agreement with the owner of site (or leasehold originator), other compartmentalized ownership holders, other co-owners and any other relevant parties, including agreement regarding first refusal.</li> </ol>
<ol> <li>Characteristics of owners of site (or leasehold originator), compartmentalized ownership holders, co-owners or other relevant parties (for example, corporations or individuals).</li> <li>Terms of trust agreement in case the relevant rights are beneficial interests in real estate trust.</li> </ol>

### **Policies for Portfolio Management and Operation**

#### **1. Basic Management Policies**

The REIT Management Company prepares a yearly management plan for NAF's assets under its management for each fiscal period. This management plan covers issues such as handling of the assets and projected capital expenditures for properties, including plans for large-scale renovation, and is subject to Investment Committee approval.

The REIT Management Company acts in accordance with this yearly management plan in undertaking management and operation of the assets in cooperation with the property management company. The REIT Management Company is also responsible for implementing appropriate changes and revisions to the yearly management plan if necessitated by significant changes in the operating environment.

#### 2. Selection and Monitoring of the Property Management Company

The property management company is responsible for proposal and implementation of various measures for day-to-day, on-site management of tenants and properties. Such functions of the property management company are particularly important to the management of accommodation assets in general and rental housing in particular. Naturally, the property management company should have specialized expertise in the business of property management, and its operations must be organized and efficient so that it can provide consistent, high-quality services across a widely dispersed array of properties and tenants.

NAF has selected Mitsui Fudosan Housing Lease Co., Ltd. to provide these services as its master property management company. In principle, NAF intends to entrust property management for assets to be owned by NAF in the future to Mitsui Fudosan Housing Lease, on the condition that it meets the following requirements:

- 1. An organizational structure that can execute property management operations according to the management and operation specifications of the REIT Management Company.
- 2. The capability to accomplish smooth new tenant recruitment.
- A reasonable compensation level for property management operations compared to others in the region in which properties are located.

In addition, the REIT Management Company will periodically monitor whether the selected property management company is maintaining its capabilities at the level dictated by the standards for selection. As a result of monitoring, the REIT Management Company may require improvements or may change the property management company.

#### 3. Policies for Property and Casualty Insurance Coverage

NAF maintains property and casualty insurance coverage, to the extent that is deemed appropriate, to address damage to property due to disasters such as fires and accidents or claims for compensatory damages from third parties. Asset characteristics determine such coverage.

NAF comprehensively determines earthquake insurance coverage according to cost effectiveness and the projected impact of an earthquake on each building and on the portfolio as a whole. When earthquake PML for specific buildings is projected above 20 percent or when the acquisition of such property causes portfolio PML to rise above 15 percent, NAF comprehensively considers the impact from an earthquake, insurance premiums and any other relevant issues to determine whether or not to purchase earthquake insurance.

# 4. Basic Policies for Renovation Plans and Capital Expenditures

The renovation plans are strategic and require renovation and capital expenditures in addition to routine expenses incurred by small repairs in order to maintain and improve the market competitiveness of properties and tenant satisfaction over the medium-to-long term. NAF determines and revises, for each property, an annual renovation plan in yearly management plans that are based on the established 12-year medium-term renovation plans.

NAF funds a reserve for renovation according to considerations of depreciation expenses and renovation plans based on mid-to-long-term portfolio management. In principle, NAF keeps capital expenditures within the scope of the overall portfolio renovation plan.

### **Divestiture Policy**

In principle, NAF aims to secure stable operating revenue from assets under management through ownership over the mid-to-long term, and does not engage in short-term divestiture.

However, NAF decides to sell specific assets after consideration of the overall portfolio impact based on evaluation

of trends affecting the future rental market in a given area, actual or projected increases or decreases in asset values, risk of asset impairment, obsolescence and associated costs, and other relevant factors.

# **Financial Policies**

#### 1. Issue of New Units

NAF may flexibly issue additional units with the objective of financing acquisition of assets, renovation and other capital requirements for operation, or to repay debt, including lease deposits, security deposits, loans and bonds that NAF may have issued.

#### 2. Debt Financing

NAF may issue bonds or take on loans, including call market funding, with the objective of financing acquisition of assets; renovation expenses; dividend payments; working capital; or debt repayment, including lease deposits, security deposits, loans and bonds that NAF may have issued. NAF only borrows capital from qualified institutional investors as defined under the relevant laws and regulations in Japan. In addition, NAF may not take on loans or issue bonds that exceed ¥1 trillion, respectively, nor may the total of loans and bonds exceed ¥1 trillion. According to NAF's current Articles of

### Information Disclosure Policy

NAF defines itself as an open, transparent investment corporation, and has a disclosure policy for public awareness. Moreover, NAF works to maintain an environment that encourages timely and accurate disclosure of unbiased information to all investors. In keeping with its name, NAF's fundamental policy is to accommodate investors in disclosing information. Incorporation, NAF may use its assets under management as collateral for loans and bonds.

#### 3. Loan-to-Value Ratio

The ratio of total loans and bonds outstanding to NAF's total assets is known as the loan-to-value (LTV) ratio. The REIT Management Company determines the upper limit of NAF's LTV ratio as part of its mid-to-long-term asset management plans and its yearly management plans. The upper limit for NAF's LTV ratio is currently set at 60 percent, although issues including the acquisition of assets may cause the LTV ratio to temporarily exceed 60 percent.

#### 4. Derivatives

According to NAF's current Articles of Incorporation, NAF limits transactions involving financial derivatives to those with the objective of hedging risks including the risk of change in the interest rates associated with debts.

NAF discloses information in accordance with the Investment Trust and Investment Corporation Act of Japan, the Financial Instruments and Exchange Law of Japan, and the rules of the Tokyo Stock Exchange and the Investment Trusts Association, Japan. Moreover, NAF energetically discloses of its own accord information that it believes is relevant to investment decisions.

# **Corporate Data and Investor Information**

(As of August 31, 2008)

### Corporate Data

Corporate office	1-1, Nihonbashi-Muromachi 2-chome, Chuo-ku, Tokyo 103-0022, Japan	
	+81-3-3246-3677	
	http://www.naf-r.jp/english/index.html	
Date of incorporation	October 12, 2005	
Capital	¥60,979 million (as of August 31, 2008)	
Unitholders	3,983	
Transfer agent	The Chuo Mitsui Trust and Banking Company, Limited	
	33-1, Shiba 3-chome, Minato-ku, Tokyo 105-8574, Japan	
Business office of the transfer agent	Stock Transfer Agency Department of	
	The Chuo Mitsui Trust and Banking Company, Limited	
	8-4, Izumi 2-chome, Suginami-ku, Tokyo 168-0063, Japan	
Independent auditor	KPMG AZSA & Co.	
	AZSA Center Building	
	1-2, Tsukudo-cho, Shinjuku-ku, Tokyo 162-8551, Japan	
Investor relations	For further information, please contact the REIT Management Company:	
	Mitsui Fudosan Accommodations Fund Management Co., Ltd.	
	1-1, Nihonbashi-Muromachi 2-chome, Chuo-ku, Tokyo 103-0022, Japan	
	+81-3-3246-3677	

#### Disclaimer

This document was prepared solely for the convenience of and reference by overseas investors and does not correspond to the original Japanese documents.

This English document contains selected information including a partial translation of the Securities Report (*Yuka shoken hokokusho*) filed on November 26, 2008 pursuant to the Financial Instruments and Exchange Law of Japan, and the Financial Statements and Performance Information Report for the period from March 1, 2008 to August 31, 2008, of Nippon Accommodations Fund Inc. prepared pursuant to the Investment Trust and Investment Corporation Act of Japan. This document should not be deemed a summary of the above mentioned Securities Report and the Financial Statements and Performance Information Report.

The contents of this document do not constitute an offer to sell or solicitation of an offer to buy or sell any securities of Nippon Accommodations Fund Inc. or otherwise, nor is it advice or the recommendation of Nippon Accommodations Fund Inc. to enter into any transaction.

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. If there exist any discrepancies in the meaning or interpretation with respect to any and all terms herein including, without limitation, financial statements, between the original Japanese documents and English statements contained herein, the original Japanese documents will always govern the meaning and interpretation. None of Nippon Accommodations Fund Inc., Mitsui Fudosan Accommodations Fund Management Co., Ltd. or any

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The financial statements of Nippon Accommodations 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.

This document contains 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.

### Investor Information

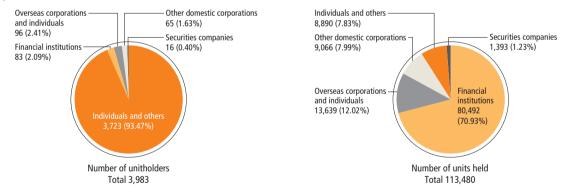
Fiscal period	Six months ending February 28 (February 29 in leap years) and August 31	
Total number of common units issued	113,480 (As of August 31, 2008)	
Distribution per unit	¥14,461 (As of August 31, 2008)	
Unit listing	Tokyo Stock Exchange (Securities Code: 3226)	

#### **Major Unitholders**

		(As of August 31, 2008)
Name	Number of Units Held	Percentage of Total*
Japan Trustee Services Bank, Ltd. (Trust Account)	12,862	11.33%
The Master Trust Bank of Japan, Ltd. (Trust Account)	10,447	9.20%
NikkoCiti Trust and Banking Corporation (Investment Account)	9,106	8.02%
Mitsui Fudosan Co., Ltd.	6,600	5.81%
The Nomura Trust and Banking Co., Ltd. (Investment Account)	6,232	5.49%
Trust & Custody Services Bank, Ltd. (Securities Investment Trust Account)	6,015	5.30%
The Chuo Mitsui Trust and Banking Company, Limited	3,600	3.17%
Sumitomo Mitsui Banking Corporation	3,590	3.16%
American Life Insurance Company GA-L	3,000	2.64%
The Hachijuni Bank, Ltd.	2,000	1.76%

\*Number of units held as a percentage of total units issued and outstanding, rounded down to the nearest hundredth.

#### **Composition and Distribution of Unitholders**



#### **Unit Price Range and Trading Volume**



(As of August 31, 2008)



### Nippon Accommodations Fund Inc.

1-1, Nihonbashi-Muromachi 2-chome, Chuo-ku, Tokyo 103-0022, Japan http://www.naf-r.jp/english/index.html

