(Date of issue) July 25, 2023 (Commencement date of electronic provision measures) July 24, 2023

To unitholders

Activia Properties Inc. 21-1 Dogenzaka 1-chome, Shibuya-ku, Tokyo Nobuhide Kashiwagi Executive Director

Notice of Convocation of the 7th Unitholders' Meeting

We hereby announce that we will hold the 7th Unitholders' Meeting of Activia Properties Inc. ("API"). Details are as follows.

We sincerely ask unitholders planning to attend the meeting to be mindful of the situation of the spread of COVID-19 going forward and decide whether to actually come to the meeting venue or not in consideration of their health condition. Since it is also possible to exercise your voting rights in writing, please consider the option as well. If you wish to exercise your voting rights in writing, please refer to the attached Reference Documents for Unitholders' Meeting and mark your approval or disapproval on the enclosed Voting Rights Exercise Form and return it to us by Wednesday, August 16, 2023 at 6PM.

In accordance with the provision of Article 93, Paragraph 1 of the Act on Investment Trusts and Investment Corporations, "Deemed Approval" has been set forth in Article 14 of the current Articles of Incorporation. And none of the proposals to be submitted to the Unitholders' Meeting falls under the agenda item stipulated in Article 14, Paragraph 2 of the current Articles of Incorporation.

Therefore, unitholders who do not attend the meeting and do not exercise their voting rights through the use of the Voting Rights Exercise Form shall be included in the number of voting rights of unitholder present and deemed to have approved the proposals for resolution submitted at the Unitholders' Meeting (provided, however, that in cases where two or more proposals are submitted and any such proposal is in conflict in its nature with another proposal, both of such proposals shall be excluded from application of such Deemed Approval). We ask that you give due consideration to this point.

(Excerpt of the current Articles of Incorporation)

Article 14: Deemed Approval

- 1. Unitholders who do not attend the unitholders' meeting and who do not exercise their voting rights are deemed to have approved the proposals (excluding any proposals with conflicting purposes when multiple proposals are submitted) that are submitted at such unitholders' meeting.
- 2. Notwithstanding the provision of the preceding paragraph, the provisions concerning deemed approval set forth in the preceding paragraph shall not apply to resolution for proposals concerning the following items.
 - (1) Dismissal of Executive Directors, Supervisory Directors or Independent Auditors
 - (2) Amendment to Articles of Incorporation (limited to establishment, revision or abolition of provisions related to deemed approval)
 - (3) Dissolution
 - (4) Approval of termination of the asset management agreement by the asset management company
 - (5) Termination of the asset management agreement by the investment corporation

3. The number of voting rights held by the unitholders deemed to have approved the proposal pursuant to Paragraph 1 shall be included in the number of voting rights of unitholder present.

In convening the Unitholders' Meeting, we are taking electronic provision measures for the information contained in the Reference Documents for Unitholders' Meeting, etc. (the matters subject to electronic provision measures). The relevant information is available on the following website of API as the "Notice of Convocation of the 7th Unitholders' Meeting."

Website of API:

https://www.activia-reit.co.jp/en/ir/meeting.html

The matters subject to electronic provision measures are also available on the website of the Tokyo Stock Exchange (TSE). You may check them by accessing the following website of TSE (TSE listed company information service or Listed Company Search), entering and searching the issue name (name of investment corporation) or securities code, and selecting "Basic information," "Documents for public inspection/PR information" and "Notice of General Investors Meeting/Informational Materials for a General Investors Meeting."

Website of TSE (TSE listed company information service or Listed Company Search): https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show

	Details		
1. Time and Date	August 17, 2023 (Thursday) at 1:30 PM (Reception opens at 1PM)		
2. Venue	6-17, Dogenzaka 2-chome, Shibuya-ku, Tokyo		
	Shibutou Cine Tower bldg. 11th Floor, AP Shibuya Dogenzaka		
*Please note that the venue is different from that of the previous m			
	place. Please refer to the Access Information at the end of this notice.		
3. Objectives of the Unitholo	lers' Meeting		
Matters for resolution			
Resolution proposal 1	tion proposal 1 Changes to Part of the Articles of Incorporation		
Resolution proposal 2	Appointment of One Executive Director		

- Resolution proposal 3 Appointment of Two Alternate Executive Directors
- Resolution proposal 4 Appointment of Two Supervisory Directors
- Resolution proposal 5 Appointment of One Alternate Supervisory Director
- When you attend the meeting, please submit the enclosed Voting Rights Exercise Form to the reception at the venue.
- Following the conclusion of the Unitholders' Meeting, TLC REIT Management Inc., the asset management company of API, will hold a briefing session on the status of the managed assets. The briefing will be held at the same venue.
- If you do not indicate your approval or disapproval of each proposal on the returned voting form, it shall be counted as your vote for approval of the proposal.

- Because it is possible for a unitholder who holds voting rights to attend the Unitholders' Meeting as a proxy, when attending the meeting as a proxy, the unitholder shall submit the proxy form together with the Voting Rights Exercise Form to the reception at the venue.
- If it becomes necessary to amend the matters subject to electronic provision measures, such notice and the matters before and after the amendment will be posted on the aforementioned websites of API and TSE.
- In light of the infection situation of the COVID-19, we may take measures to prevent the spread of infection at the Unitholders' Meeting. We would appreciate your cooperation in taking the following measures to prevent the spread of infection. In addition, depending on changes in the situation, we may post on our website (https://www.activia-reit.co.jp/en/) a notice of postponement of the Unitholders' Meeting or a notice of changes in the measures to be taken to prevent the spread of infection at the Unitholders' Meeting.

<Requests to All Unitholders>

• You may exercise your voting rights at this Unitholders Meeting in writing. In the interest of the safety of our unitholders, if you have any concerns about your health condition or other matters, please consider exercising your voting rights by using the enclosed voting form.

<Requests to Unitholders Coming to the Venue>

- Unitholders coming to the venue may be asked to cooperate in the measures to prevent infection such as wearing masks, disinfecting hands with alcohol-based disinfectants, and taking body temperature checks as necessary.
- Unitholders who are deemed to have a fever or have symptoms such as coughing may be asked to refrain from attending this Unitholders' Meeting. Please be advised that the management staff may ask unitholders who appear to be unwell during the meeting to refrain from attending the meeting.
- Unitholders who will attend the meeting are requested to come early to the venue as the reception may be crowded due to the aforementioned preventive measures.
- We appreciate your understanding that we may take necessary measures other than above (including increasing the spacing between seats and requiring the management staff, etc. to wear masks) to maintain the order of the Unitholders' Meeting and ensure the safety and security of unitholders.

Reference Documents for Unitholders' Meeting

Resolutions and Other Items

Resolution proposal 1 Changes to Part of the Articles of Incorporation

1. Reasons for the changes

- (1) As the amended provisions prescribed in Item 3 of the Supplementary Provisions of the Act on Arrangement of Relevant Acts Incidental to the Enforcement of the Act Partially Amending the Companies Act (Act No. 71 of 2019) came into effect on September 1, 2022, the Articles of Incorporation are deemed to have been amended to take measures to provide reference documents, etc. for unitholders' meeting electronically as of the same date. In order to clarify this point, a provision will be established in the Articles of Incorporation providing such electronic provision measures (related to Article 9, Paragraph 5 of the proposed amendment to the Articles of Incorporation). In addition, in accordance with the introduction of the electronic provision measures, a related provision measures are taken to be not stated in the document to be delivered to unitholders who have requested delivery of the document in paper format (related to Article 9, Paragraph 6 of the proposed amendment to the Articles of Incorporation).
- (2) In accordance with the revision of "Accounting Standard for Financial Instruments" (ASBJ Statement No. 10), which changed the method of fair value measurement of securities and rights pertaining to derivative transactions, the related provisions will be changed (related to Article 33 of the proposed amendment to the Articles of Incorporation).

2. Details of changes

Details of changes are described below.

	6			(The changed parts are underli
Before change			After change (proposal)	
Article 9 (Holding and Convocation of Meetings)		Article 9 (H	Holding and Convocation of Meeting)	
1.	(Omitted)		1.	(Not changed)
2.	(Omitted)		2.	(Not changed)
3.	(Omitted)		3.	(Not changed)
4.	(Omitted)		4.	(Not changed)
4. (Omitted) (Newly established)		Investin measur content <u>meeting</u> 6. Amo informa Investin whole o docume unithold	ong items for which measures to provide tion electronically shall be taken, the ent Corporation may decide not to include the or part of the items specified in law in the nts in paper format to be delivered to lers who have requested such delivery by the late for voting rights as set forth in Article 15,	
Article 33	(Methods, Standards and Calcu	lation Date of		(Methods, Standards and Calculation Date of
Appraisal of			Appraisal o	
1.	(Omitted)		1.	(Not changed)
(1)	(Omitted)		(1)	(Not changed)
(2)	(Omitted)		(2)	(Not changed)
(3)	(Omitted)		(3)	(Not changed)
(4)	(Omitted)		(4)	(Not changed)
(5)	(Omitted)		(5)	(Not changed)

(6) Securities (those specified in Article 29, Paragraph 1, Item (3), Paragraph 2, Items (3) through (7), Item (9), Item (10), Item (12) or Item (15)).

If there is a market price for the relevant securities, the price shall be a price based on a market price (meaning a trading price on a financial instruments exchange, a price published by the Japan Securities Dealers Association, etc., or a trading price established through a trading system that allows trading and redemption, etc. at any time in accordance with these prices; the same shall apply hereinafter). If there is no market price, the price shall be the price calculated by a reasonable method. The market price or reasonably calculated value to be attached shall be obtained in the same manner every fiscal year, except in cases where the accuracy of the valuation is enhanced. If neither quoted market price nor reasonably calculated price is available, the asset may be valued at its acquisition cost.

- (7) (Omitted)
- (8) (Omitted)
- (9) Rights pertaining to derivative transactions (as defined in Article 29, Paragraph 2, Item (14))
- (i) <u>Receivables and payables arising from derivatives</u> <u>transactions listed on a financial instruments exchange.</u> <u>The value shall be calculated at the amount calculated</u> <u>based on the closing price of the relevant financial</u> <u>instruments exchange (closing price, or if there is no</u> <u>closing price, the quoted price (lowest published offer</u> <u>price or highest published bid price, or if they are both</u> <u>published, their middle prices)</u>. If there is no closing <u>price on the same day, it shall be valued based on the</u> <u>price calculated based on the latest closing price before</u> <u>the same day.</u>
- (ii) Receivables and payables arising from unlisted derivative transactions that are not quoted on a financial instruments exchange.

The value shall be calculated by a reasonable method that is equivalent to the market price. In cases where it is recognized to be extremely difficult to calculate a fair value, the acquisition price shall be used.

- (iii) Hedge accounting may be applied to those items that are recognized as hedge transactions in accordance with generally accepted corporate accounting principles. In addition, special treatment for interest rate swaps that meet the requirements for special treatment under the Accounting Standard for Financial Instruments may be applied to interest rate swaps notwithstanding (i) and (ii) above.
- (10) (Omitted)2. (Omitted)
- (1) (Omitted)
- (2) (Omitted)

(6) Securities (those specified in Article 29, Paragraph 1, Item (3), Paragraph 2, Items (3) through (7), Item (9), Item (10), Item (12) or Item (15))

If classified as held-to-maturity securities, they shall be valued at acquisition cost, and if classified as other securities, they shall be valued at market value. However, stocks and other securities without market prices shall be valued at acquisition cost.

(7) (Not changed)

(8) (Not changed)

- (9) Rights pertaining to derivative transactions (as defined in Article 29, Paragraph 2, Item (14))
- (i) <u>Receivables and payables arising from derivatives</u> <u>transactions shall be valued at fair value.</u>

(Deleted)

 (ii) Notwithstanding (i) above, hedge accounting may be applicable to those items that qualify as hedge transactions in accordance with generally accepted corporate accounting principles and other corporate accounting practices, and exceptional accounting treatment may be applied to interest rate swaps that meet the requirements for exceptional accounting treatment.

(10)	(Unchanged)
2.	(Unchanged)
(1)	(Unchanged)
(2)	(Unchanged)

- (3) Rights related to derivative transactions (when special treatment for interest rate swaps is adopted in accordance with Paragraph 1, Item (9), (<u>iii</u>)) Value specified in Paragraph 1, Item (9), (<u>i) or (ii</u>)
- 3. The base date for asset valuation shall be each fiscal period as stipulated in the following Article. However, for assets specified in Article 29, Paragraph 1, Item (3) and Paragraph 2, which can be valued based on market prices, the base date shall be the end of each month.
- (3) Rights related to derivative transactions (when special treatment for interest rate swaps is adopted in accordance with Paragraph 1, Item (9), (ii))
 Value specified in Paragraph 1, Item (9), (i)
- 3. The base date for asset valuation shall be each fiscal period as stipulated in the following article. However, for assets specified in Article 29, Paragraph 1, Item (3) and Paragraph 2, which can be valued at market prices (meaning trading prices on a financial instruments exchange, prices published by the Japan Securities Dealers Association, etc., or trading prices established through a trading system that allows trading and redemption, etc. at any time in accordance with these prices), the base date for asset valuation shall be the end of each month.

Resolution proposal 2 Appointment of One Executive Director

The term of office of Executive Director Nobuhide Kashiwagi will expire on September 7, 2023. Accordingly, API proposes appointment of one Executive Director. The term of office of the Executive Director will be two years, starting from September 8, 2023, the date on which the Executive Director will take office, pursuant to the provisions of the Articles of Incorporation.

The proposal regarding the appointment of one Executive Director was submitted with approval by all the Supervisory Directors at the Board of Directors Meeting held on June 26, 2023.

The personal information and brief biography of the candidate for Executive Director are as follows.

Name (Date of birth)	Career summary and Status of Important Concurrent Positions		# of investment units owned
Nobuhide Kashiwagi (July 16, 1967)	April 1991 April 2004 April 2006 April 2009 April 2010 July 2011 October 2012 April 2016 July 2021 September 2021 October 2021	Tokyu Land Corporation Manager of Urban Business Division Manager of Asset Utilization Business Division Manager of Asset Planning Promotion Division Manager of Investment Management Division Seconded to TLC Realty Management INC. (current TLC REIT Management Inc.) General Manager of Finance Department Director, General Manager of Finance Department Executive Manager of U.S. Project Department, Urban Business Division, Urban Business Unit, Tokyu Land Corporation Seconded to Tokyu Land US Corporation President Deputy Chief Division Officer of Activia Management Division, TLC REIT Management Inc. Executive Director of Activia Properties Inc. (to present) Managing Director, Chief Division Officer of Activia Management Division, TLC REIT Management Inc. (to present)	0 units

• The above candidate for Executive Director is Managing Director and Chief Division Officer of Activia Management Division of TLC REIT Management Inc., the asset management company of API. Other than that, there is no particular conflict of interests between the candidate for Executive Director and API.

• The above candidate for Executive Director currently supervises the overall operations of API as its Executive Director.

• API has concluded with an insurance company Directors and Officers Liability Insurance as stipulated in Article 116-3, Paragraph 1 of the Act on Investment Trusts and Investment Corporations to cover loss, such as compensation payment and dispute costs, to be borne by the insured to a certain extent when they receive a claim for compensation for the actions they have taken as a director of API. The above candidate for Executive Director is currently included in the insured under the insurance contract as Executive Director and will continue to be included in the insured under the insurance contract if the appointment is approved. An insurance contract with the same coverage will be concluded again upon the expiration of the insurance contract.

Resolution proposal 3 Appointment of Two Alternate Executive Directors

API proposes appointment of two Alternate Executive Directors for cases in which the Executive Director is absent or the number of Directors prescribed by law is insufficient. If this proposal is approved, the order of priority for appointment to the position of Executive Director shall be Kazuyuki Murayama first and Manabu Kamikawara second. The period in which the resolution on the appointment of two Alternative Executive Directors in this proposal will be effective will be two years, starting from September 8, 2023, the date on which the Executive Director in resolution proposal 2 will take office, pursuant to the provisions of the Articles of Incorporation.

The proposal regarding the appointment of two Alternate Executive Directors was submitted with approval by all the Supervisory Directors at the Board of Directors Meeting held on June 26, 2023.

The personal information and brief biography of the candidates for Alternate Executive Directors are as follows.

No.	Name (Date of birth)	Career summary and Status of Important Concurrent Positions		# of investment units owned
1	Kazuyuki Murayama (April 17, 1969)	April 1992 September 2004 August 2005 March 2012 March 2012 REIT M April 2015 July 2016 April 2017 April 2018 April 2023	The Daiwa Bank, Limited. (current Resona Bank, Limited) Sei Crest Co., Ltd. Ernst & Young Tax Co. (current Ernst & Young Tax Co.) Tokyu Land Capital Management Inc. Seconded to Fund Management Department of TLC Activia Investment Management Inc. (current TLC anagement Inc.) Deputy Executive Officer of Fund Management Department Executive Officer of Fund Management Department General Manager of Strategy Department, Activia Management Division, TLC REIT Management Inc. Executive Director of Activia Properties Inc. General Manager of Asset Management Department, Activia Management Division, TLC REIT Management Inc. (to present)	0 units
2	Manabu Kamikawara (March 7, 1978)	April 2002 April 2002 April 2003 April 2010 April 2015 April 2018 April 2022 April 2023	Tokyu Land Corporation Seconded to Tokyu Livable, Inc. Fund Promotion Department, Tokyu Land Corporation Corporate Planning Department Seconded to Tokyu Capital Management Inc. Manager, Investment Planning Department, Investment Management Division, Urban Business Unit, Tokyu Land Corporation Manager, Business Strategy Department, Urban Business Unit General Manager of Strategy Department, Activia Management Division, TLC REIT Management Inc. (to present)	3 units

 Kazuyuki Murayama, the candidate 1 for Alternate Executive Directors, is General Manager of Asset Management Department, and Manabu Kamikawara, the candidate 2 for Alternate Executive Directors, is General Manager of Strategy Department, Activia Management Division of TLC REIT Management Inc., the asset management company of API. Other than that, there is no particular conflict of interests between the candidates for Alternate Executive Directors and API.

•Manabu Kamikawara, the candidate 2 for Alternate Executive Directors, holds three investment units (rounded down to the nearest unit) of the API's investment units at the end of May 2023 through the cumulative investmentprogram.

• The aforementioned proposal shall be withdrawn by resolution at the Board of Directors Meeting before the candidates assume the post.

• API has concluded with an insurance company Directors and Officers Liability Insurance as stipulated in Article 116-3, Paragraph 1 of the Act on Investment Trusts and Investment Corporations to cover loss, such as compensation payment and dispute costs, to be borne by the insured to a certain extent when they receive a claim for compensation for the actions they have taken as a director of API. When the above candidates for Alternate Executive Directors assume the office of Executive Director, they will be included in the insured under the insurance contract, and an insurance contract with the same coverage will be concluded again upon the expiration of the insurance contract.

Resolution proposal 4 Appointment of Two Supervisory Directors

The respective terms of office of the Supervisory Directors Yonosuke Yamada and Yoshinori Ariga will expire on September 7, 2023. Accordingly, API proposes appointment of two Supervisory Directors. The term of office of each Supervisory Director will be two years, starting from September 8, 2023, the date on which each Supervisory Director will take office, pursuant to the provisions of the Articles of Incorporation.

The personal information and brief biographies of the candidates for Supervisory Directors are as follows.

No.	Name (Date of birth)	Career summary, Position at API and Status of Important Concurrent Positions		# of investment units owned
1	Yoshinori Ariga (July 19, 1964)	March 1994 October1995Registered a Seconded to PricewaterhoSeptember 2000ChuoAoyan September 2004September 2005 September 2015Registered a September 2011Supervisory January 2013 June 2016Ariga Yoshi Outside Cor	nori Accounting Office (to present)	0 units
2	Kazuhiko Takamatsu (June 15, 1979)	December 2008 Yaesu Sogo April 2018 Member of Tokyo Bar / April 2018 Member of General Le Association August 2018 Yamada, Go	The Dispute Resolution Committee, Dai-ichi Association (to present) The Insolvency Law Research Section of the egal Research Institute, Dai-ichi Tokyo Bar	0 units

· There are no particular conflicts of interests between above candidates for Supervisory Directors and API.

Yoshinori Ariga, the candidate 1 for Supervisory Directors, currently supervises the overall operations of API as its Supervisory Director.
API has concluded with an insurance company Directors and Officers Liability Insurance as stipulated in Article 116-3, Paragraph 1 of the Act on Investment Trusts and Investment Corporations to cover loss, such as compensation payment and dispute costs, to be borne by the insured to a certain extent when they receive a claim for compensation for the actions they have taken as directors of API. Yoshinori Ariga, the candidate 1 for Supervisory Directors, is currently included in the insurance under the insurance contract as Supervisory Director and will continue to be included in the insured when the appointment is approved. When Kazuhiko Takamatsu, the candidate 2 for Supervisory Directors, assumes the office of Supervisory Director, he will be included in the insurance contract. An insurance contract with the same coverage will be concluded again upon the expiration of the insurance contract.

Resolution proposal 5 Appointment of One Alternate Supervisory Director

API proposes appointment of one Alternate Supervisory Director for cases in which either of the Supervisory Directors is absent or the number of Directors prescribed by law is insufficient. The period in which the resolution on the appointment of one Alternative Supervisory Director in this proposal will be effective will be two years, starting from September 8, 2023, the date on which the Supervisory Directors in resolution proposal 4 will take office, pursuant to the provisions of the Articles of Incorporation.

The personal information and brief biography of the candidate for Alternate Supervisory Director are as follows.

Name (Date of birth)	Career summary and Status of Important Concurrent Positions		# of investment units owned
Natsuko Inagaki (August 3, 1971)	April 1994 April 1996 July 2007 January 2017 July 2017 July 2021 November 2021 April 2022	Chuo Audit Corporation Registered as an accountant (re-registered in March 2017) ShinNihon&Co. (current Ernst & Young ShinNihon LLC) Registered as an attorney (Tokyo Bar Association) (re-registered in July 2021) Tokyo Branch of National Tax Tribunal Inagaki C.P.A. Office (to present) Inagaki Law&Accounting Office (to present) Member of Special Committee on Tax Matters, Tokyo Bar Association (to present)	0 units

• There is no particular conflict of interests between the above candidate for Alternate Supervisory Director and API.

• The aforementioned proposal shall be withdrawn by resolution at the Board of Directors Meeting before the candidate assumes the post.

• API has concluded with an insurance company Directors and Officers Liability Insurance as stipulated in Article 116-3, Paragraph 1 of the Act on Investment Trusts and Investment Corporations to cover loss, such as compensation payment and dispute costs, to be borne by the insured to a certain extent when they receive a claim for compensation for the actions they have taken as a director of API. When the above candidate for Alternate Supervisory Director assumes the office of Supervisory Director, she will be included in the insured under the insurance contract, and an insurance contract with the same coverage will be concluded again upon the expiration of the insurance contract.

Other Reference Matter

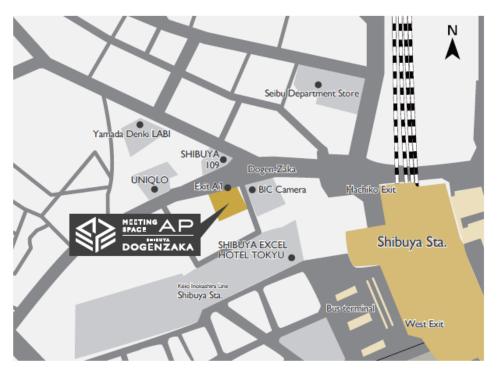
Where there are proposals as stipulated in Article 14, Paragraph 2 of the Articles of Incorporation of API among the proposals submitted to the Unitholders' Meeting, the provisions of "Deemed Approval" prescribed in Article 93, Paragaph 1 of the Act on Investment Trusts and Investment Corporations and Article 14 of the Articles of Incorporation of API shall not be applied. In addition, where there are conflicting proposals among proposals submitted to the Unitholders' Meeting, such provisions of "Deemed Approval" shall be applied to none of the conflicting proposals.

Resolution proposals 1, 2, 3, 4 and 5 described herein do not fall under the proposals stipulated in Article 14, Paragaph 2 of the Articles of Incorporation of API, nor do they fall under conflicting proposals.

Access Information for the 7th Unitholders' Meeting

Venue 6-17, Dogenzaka 2-chome, Shibuya-ku, Tokyo

Shibutou Cine Tower bldg. 11th Floor, AP Shibuya Dogenzaka TEL +81-3-5428-6849



Access Information

Shibuya Station	1-minute walk from Hachiko ticket gate at the station on JR lines
	Directly connected from the station on Tokyu lines and Tokyo Metro
	lines
	1-minute walk from the station on Keio Inokashira Line

• Please use the public transportations since we do not arrange the car parking space.

• Please hand in the enclosed Voting Rights Exercise Form to the reception on the 11th floor at the venue.