

Issue date: August 6, 2024

Electronic provision measures commencement date: August 2, 2024

To Our Unitholders:

Daiwa Office Investment Corporation

6-2-1 Ginza, Chuo-ku, Tokyo

Representative: Keiichi Sakai, Executive Director

(Securities Code: 8976)

Notice of Convocation of the 13th General Meeting of Unitholders

We hereby inform you that the 13th General Meeting of Unitholders of Daiwa Office Investment Corporation (the "Investment Corporation") will be held in accordance with the following particulars, and you are cordially invited to attend such meeting.

Please note that you may exercise your voting rights via the voting rights exercise form if you will not attend the General Meeting of Unitholders in person. In such case, you are requested to carefully examine the attached "Reference Documents Concerning the General Meeting of Unitholders" and, after indicating your vote for or against each proposal on the enclosed voting rights exercise form, to send such form to us, ensuring that the form will reach us by no later than 5:00 p.m. on Monday, August 26, 2024.

In accordance with Article 93, Paragraph 1 of the Act on Investment Trusts and Investment Corporations (the "Investment Trusts Act"), the Investment Corporation has set out the provisions concerning "Deemed Approval" in Article 14 of the current Articles of Incorporation.

Accordingly, **please be aware that if you do not attend the General Meeting of Unitholders and do not exercise your voting rights via the voting rights exercise form, your voting rights will be included in the number of voting rights of the unitholders in attendance and you will be deemed to have approved each proposal presented to such General Meeting of Unitholders.**

<Excerpt from the current Articles of Incorporation of the Investment Corporation>

Article 14 (Deemed Approval)

1. Any unitholder who does not attend a General Meeting of Unitholders and does not exercise his/her voting rights shall be deemed to have approved the proposals presented to such General Meeting of Unitholders (provided, however, that in cases where two or more proposals are presented and any such proposal is in conflict with another proposal, both of such proposals shall be excluded from such deemed approval).
2. The number of voting rights held by the unitholder deemed to have approved the proposals in accordance with the preceding Paragraph shall be counted in the number of voting rights of the unitholders in attendance.

Upon convening the General Meeting of Unitholders, measures for electronic provision are taken for the information (the matters subject to measures for electronic provision) contained in the "Reference Documents Concerning the General Meeting of Unitholders" and other documents by posting on the internet on the Investment Corporation's website as "Notice of Convocation of the 13th General Meeting of Unitholders" for you to check by accessing the Investment Corporation's website below.

All unitholders are also sent the "Reference Documents Concerning the General Meeting of Unitholders" and other documents in paper format, regardless of whether or not they have requested delivery of the documents be in paper format.

Investment Corporation's website
<https://www.daiwa-office.co.jp/en/ir/meeting.html>

Aside from the website above, the matters subject to measures for electronic provision are also posted on the Tokyo Stock Exchange (TSE) website for you to check by accessing the TSE website (Listed Company Search) below, searching by inputting the issue name (REIT name) 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."

TSE website (Listed Company Search)
<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>

Details

1. Date and Time: August 27, 2024 (Tuesday) at 10:00 a.m.
(The reception desk is scheduled to open at 9:30 a.m.)
2. Venue: 17th Floor, GranTokyo North Tower,
1-9-1 Marunouchi, Chiyoda-ku, Tokyo
3. Purpose of the General Meeting of Unitholders:
Agenda
 - Proposal 1: Partial Amendments to the Articles of Incorporation
 - Proposal 2: Appointment of One Executive Director
 - Proposal 3: Appointment of One Substitute Executive Director
 - Proposal 4: Appointment of Two Supervisory DirectorsThe details of the proposals are as set forth in the following "Reference Documents Concerning the General Meeting of Unitholders."

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- ◎ If a vote in favor or against is not indicated for each proposal on a returned voting rights exercise form, it will be treated as indicating a vote in favor.
 - ◎ If you attend the General Meeting of Unitholders in person, please submit the enclosed voting rights exercise form to the receptionist at the venue.
 - ◎ If you choose to exercise your voting rights by proxy, you may appoint another unitholder with voting rights to attend the General Meeting of Unitholders as your proxy. In such case, such proxy shall submit your voting rights exercise form, together with a document certifying the status of the proxy, to the receptionist at the venue.
 - ◎ If there are any amendments to the matters subject to measures for electronic provision, a statement to that effect, the matters before amendment, and the matters after amendment will be posted on the internet on the Investment Corporation's website and the TSE website mentioned earlier in this document.
 - ◎ On the day, the holding of a briefing session on the management status by Daiwa Real Estate Asset Management Co. Ltd., the asset manager of the Investment Corporation, is scheduled to follow at the same venue after the conclusion of the General Meeting of Unitholders. The earnings announcement video and presentation materials for the Investment Corporation's 37th Fiscal Period (ended May 31, 2024) are available for viewing on the internet on the Investment Corporation's website (<https://www.daiwa-office.co.jp/en/>).
 - ◎ No gifts will be prepared for the unitholders attending the General Meeting of Unitholders. Your understanding would be greatly appreciated.

Reference Documents Concerning the General Meeting of Unitholders

Proposals and Reference Information

Proposal 1: Partial Amendments to the Articles of Incorporation

1. Reasons for the Amendments to the Articles of Incorporation

(1) The Investment Corporation stipulates in Article 14 of the current Articles of Incorporation that in accordance with Article 93, Paragraph 1 of the Investment Trusts Act, any unitholder who does not attend a General Meeting of Unitholders and does not exercise his/her voting rights shall be deemed to have approved the proposals presented to such General Meeting of Unitholders (so-called deemed approval) (provided, however, that in cases where two or more proposals are presented and any such proposal is in conflict with another such proposal, both proposals shall be excluded from deemed approval).

However, it is to be stipulated that proposals that are less likely to present conflicting proposals by their nature to a General Meeting of Unitholders and have a significant impact on the interests of unitholders and the governance structure of an investment corporation shall be excluded from the deemed approval specified in Article 14 of the current Articles of Incorporation and Article 93, Paragraph 1 of the Investment Trusts Act to more directly reflect the will of unitholders who actually exercise their voting rights (related to Article 14 of the current Articles of Incorporation).

(2) Receiving loans from credit unions and shinkin banks requires contributions based on the Small and Medium-Sized Enterprise Cooperatives Act (Act No. 181 of 1949, as amended) and the Shinkin Bank Act (Act No. 238 of 1951, as amended). To make sure that such contributions can be made when the Investment Corporation borrows funds, such contributions are added to the investment targets of the Investment Corporation, and necessary amendments are made to provisions (proposed amendments in Appendix 1: Targets and Policy of Asset Management (Targets of Asset Management)).

2. Details of the Amendments to the Articles of Incorporation

The details of the amendments are set forth below.

(Changed portions are underlined.)

Current Articles of Incorporation	Proposed Amendments
<p>Article 14 (Deemed Approval) 1. (Omitted) (New Provision)</p>	<p>Article 14 (Deemed Approval) 1. (Unchanged) 2. <u>The provisions of the preceding Paragraph do not apply to resolutions on the proposals concerning the following matters.</u> (1) <u>Dismissal of executive directors, supervisory directors, or accounting auditors</u> (2) <u>Amendments to the Articles of Incorporation (provided, however, limited to establishment, revision, or abolition of provisions in relation to deemed approval)</u> (3) <u>Dissolution</u> (4) <u>Approval for the cancellation of the asset management agreement by the asset manager</u> (5) <u>Cancellation of the asset management agreement by the investment corporation</u></p>
<p>2. The number of voting rights held by the unitholder deemed to have approved the proposals in accordance with <u>the preceding Paragraph</u> shall be counted in the number of voting rights of the unitholders in attendance.</p>	<p>3. The number of voting rights held by the unitholder deemed to have approved the proposals in accordance with <u>Paragraph 1</u> shall be counted in the number of voting rights of the unitholders in attendance.</p>

Current Articles of Incorporation	Proposed Amendments
Establishment and Revision History (New Provision)	Establishment and Revision History Revision August 27, 2024
<p>Appendix 1 Targets and Policy of Asset Management (Targets of Asset Management)</p> <p>1.-3. (Omitted)</p> <p>4. In addition to real estate, etc. and real estate-backed securities listed in the preceding two Paragraphs, the Investment Corporation may invest in the specified assets listed below.</p> <p>(1)-(4) (Omitted)</p> <p>(5) Beneficial interests in money trusts with the objective of managing trust properties as investment in those listed in Item 1 through the preceding Item of this Paragraph</p> <p>(6)-(9) (Omitted)</p> <p>5. In addition to the specified assets provided in Paragraph 2 through Paragraph 4, the Investment Corporation may invest in the assets listed below in cases where necessary in investing in real estate.</p> <p>(1)-(9) (Omitted) (New Provision)</p> <p>(New Provision)</p> <p><u>(10) Beneficial interests in money trusts with the objective of managing trust properties as investment in those listed in Item 1 through the preceding Item of this Paragraph</u></p> <p><u>(11)</u> In addition to Item 1 through the preceding Item of this Paragraph, other rights that are necessary or useful to be acquired accompanying investment in real estate, etc. or real estate-backed securities</p>	<p>Appendix 1 Targets and Policy of Asset Management (Targets of Asset Management)</p> <p>1.-3. (Unchanged)</p> <p>4. In addition to real estate, etc. and real estate-backed securities listed in the preceding two Paragraphs, the Investment Corporation may invest in the specified assets listed below.</p> <p>(1)-(4) (Unchanged)</p> <p>(5) Beneficial interests in money trusts with the objective of managing trust properties as investment in those listed in Item 1 through the preceding Item of this Paragraph <u>or the Items of Paragraph 5</u></p> <p>(6)-(9) (Unchanged)</p> <p>5. In addition to the specified assets provided in Paragraph 2 through Paragraph 4, the Investment Corporation may invest in the assets listed below in cases where necessary in investing in real estate <u>or borrowing funds.</u></p> <p>(1)-(9) (Unchanged)</p> <p><u>(10) Contributions provided in the Small and Medium-Sized Enterprise Cooperatives Act (Act No. 181 of 1949, as amended)</u></p> <p><u>(11) Contributions provided in the Shinkin Bank Act (Act No. 238 of 1951, as amended)</u> (Deleted)</p> <p><u>(12)</u> In addition to Item 1 through the preceding Item of this Paragraph, other rights that are necessary or useful to be acquired accompanying investment in real estate, etc. or real estate-backed securities</p>

Proposal 2: Appointment of One Executive Director

As the term of office of the incumbent Executive Director Keiichi Sakai will end upon the conclusion of the upcoming General Meeting of Unitholders, it is proposed to newly appoint one Executive Director.

By application of Article 99, Paragraph 2 of the Investment Trusts Act and the proviso to the first sentence of Article 18, Paragraph 2 of the Articles of Incorporation of the Investment Corporation, the term of office of the Executive Director based on this proposal shall begin upon the appointment on August 27, 2024, and end upon the conclusion of the General Meeting of Unitholders with appointment of Executive Director as a proposed agenda that is to be held within 30 days of the day following the day on which 2 years have elapsed from the appointment.

Please note that this proposal concerning appointment of Executive Director is one that has been submitted based on the unanimous consent of the Supervisory Directors at the meeting of the Board of Directors held on July 19, 2024.

The candidate for Executive Director is as follows:

Name (Date of birth)	Career summary and status of significant concurrent positions
Toshisuke Tanaka (Jun. 1, 1963)	Apr. 1988 Joined Daiwa Securities Co. Ltd. (currently, Daiwa Securities Group Inc.) Head Office Client Marketing Dept II.
	Apr.2007 Head of System Planning Dept. , Daiwa Securities Co. Ltd.
	Apr.2010 Head of Daiwa Direct Planning Dept. , Daiwa Securities Co. Ltd.
	Oct. 2011 Hibiya Branch Manager, Daiwa Securities Co. Ltd.
	Oct. 2013 Umeda Branch Manager, Daiwa Securities Co. Ltd.
	Apr.2017 Senior Managing Director and Deputy Head of Operations & IT, Daiwa Securities Group Inc.; and Senior Managing Director and Deputy Head of Operations & IT, Daiwa Securities Co. Ltd.
	Apr.2020 Senior Managing Director and Head of Operations & IT, Daiwa Securities Group Inc.; and Senior Managing Director and Deputy Head of Operations & IT, Daiwa Securities Co. Ltd.
	Apr.2021 Senior Managing Director and Head of IT & Operations, Daiwa Securities Group Inc.; and Senior Managing Director and Deputy Head of IT & Operations, Daiwa Securities Co. Ltd.
	Apr.2022 Executive Managing Director, Daiwa Institute of Research Ltd.
	Apr.2023 Deputy President, Member of the Board of DIR Information Systems Ltd.
Apr.2024 Retired from DIR Information Systems Ltd.	
Number of investment units of the Investment Corporation held	None

1. There are no special interests between the above-referenced candidate for Executive Director and the Investment Corporation.
2. The Investment Corporation executes an officer, etc., liability insurance contract as prescribed in Article 116-3, Paragraph 1 of the Investment Trusts Act with an insurance company, and damage such as compensation for damages, litigation expenses, etc., borne as a result of having become subject to a claim for compensation for damages due to an act performed by a covered person in relation to their work as an officer of the Investment Corporation.

Corporation are covered by said insurance contract to a certain extent. If the above-referenced candidate for Executive Director takes office as Executive Director, they will be included in the persons covered by said insurance contract. In addition, the Investment Corporation plans to execute a contract with the same content again upon the expiration of the term of said insurance contract.

Proposal 3: Appointment of One Substitute Executive Director

In preparation for any vacancy in the position of Executive Director of the Investment Corporation or any shortfall in the number of Executive Directors of the Investment Corporation legally required, it is proposed to appoint one substitute Executive Director in advance.

Pursuant to the provisions of the third sentence of Article 18, Paragraph 2 of the Articles of Incorporation of the Investment Corporation, the provisions of Article 99, Paragraph 2 of the Investment Trusts Act and the proviso to the first sentence of Article 18, Paragraph 2 of the Articles of Incorporation of the Investment Corporation shall also apply to the term of office in the event that the substitute Executive Director appointed based on this proposal becomes Executive Director.

Pursuant to the provisions of Article 18, Paragraph 3 of the Articles of Incorporation of the Investment Corporation, the period that the resolution concerning appointment of substitute Executive Director based on this proposal remains effective shall be until the end of the term of office of the Executive Director under Proposal 2.

Please note that this proposal concerning appointment of substitute Executive Director is one that has been submitted based on the unanimous consent of the Supervisory Directors at the meeting of the Board of Directors held on July 19, 2024.

The candidate for substitute Executive Director is as follows:

Name (Date of birth)	Career summary and status of significant concurrent positions
Jun Abe (Dec. 22, 1975)	Apr. 1999 Joined Nomura Home Co., Ltd. Jan. 2003 Joined Pacific Holdings Jun. 2009 Joined Tokyo Tatemono Investment Advisors Co., Ltd. Feb. 2013 Joined Daiwa Real Estate Asset Management Co. Ltd. Manager, Private Fund Management Department Apr. 2019 General Manager of Asset Management Department, and General Manager of Origination Department Oct. 2020 General Manager of Private REIT Investment Management Department Apr. 2023 General Manager of DOI Investment Management Department Apr. 2024 Deputy General Manager of the Acquisition and Asset Management Division, and General Manager of Portfolio Strategy Department (present)
Number of investment units of the Investment Corporation held	None

1. The above-referenced candidate for substitute Executive Director is Deputy General Manager of the Acquisition and Asset Management Division and General Manager of the Portfolio Strategy Department of Daiwa Real Estate Asset Management Co. Ltd., the asset manager of the Investment Corporation.
2. Other than the above, there are no special interests between the above-referenced candidate for substitute Executive Director and the Investment Corporation.
3. The above-referenced substitute Executive Director may have their appointment canceled by resolution of the Board of Directors of the Investment Corporation prior to taking office.
4. The Investment Corporation executes an officer, etc., liability insurance contract as prescribed in Article 116-3, Paragraph 1 of the Investment Trusts Act with an insurance company, and damage such as compensation for damages, litigation expenses, etc., borne as a result of having become subject to a claim for compensation for damages due to an act performed by a covered person in relation to their work as an officer of the Investment Corporation are covered by said insurance contract to a certain extent. If the above-referenced candidate for substitute Executive Director takes office as Executive Director, they will be included in the persons covered by

said insurance contract. In addition, the Investment Corporation plans to execute a contract with the same content again upon the expiration of the term of said insurance contract.

Proposal 4: Appointment of Two Supervisory Directors

As the term of office of the incumbent Supervisory Directors Daisuke Eki and Koichiro Ito will end upon the conclusion of the upcoming General Meeting of Unitholders, it is proposed to newly appoint two Supervisory Directors.

By application of Article 99, Paragraph 2 of the Investment Trusts Act that applies mutatis mutandis pursuant to Article 101, Paragraph 2 of the Investment Trusts Act and the proviso to the first sentence of Article 18, Paragraph 2 of the Articles of Incorporation of the Investment Corporation, the term of office of the Supervisory Directors based on this proposal shall begin upon the appointment on August 27, 2024, and end upon the conclusion of the General Meeting of Unitholders with appointment of Supervisory Directors as a proposed agenda that is to be held within 30 days of the day following the day on which 2 years have elapsed from the appointment.

The candidates for Supervisory Directors are as follows:

Candidate number	Name (Date of birth)	Career summary, position at the Investment Corporation, and status of significant concurrent positions
1	Daisuke Eki (Mar. 21, 1977)	Oct. 2003 Admitted to practice law Joined Ishii Law Office (current position) Aug. 2022 Supervisory Director, Daiwa Office Investment Corporation (present)
	Number of investment units of the Investment Corporation held	None
2	Koichiro Ito (Sep. 26, 1972)	Apr. 1997 Joined Goldman Sachs Japan Nov. 2005 Joined tax corporation Chuo Aoyama (currently, PwC Tax Japan) Jul. 2009 Registered as a certified public accountant Mar. 2010 Registered as a certified public tax accountant May 2011 Ito International Accounting and Taxation Office representative (present) Feb. 2017 Auditor, VISITS Technologies Inc. (present) Jun. 2018 Director, Audit and Supervisory Committee Member, SMS Co., Ltd. Feb. 2020 Director, ACT Holdings, Inc. (present) Jun. 2020 Auditor, Jibannet Holdings (present) Oct. 2020 Auditor, moi Corporation (present) Jun. 2022 Outside Director, Audit and Supervisory Committee Member, e-Seikatsu Co., Ltd. (present) Aug. 2022 Supervisory Director, Daiwa Office Investment Corporation (present) Jul. 2024 Auditor, 3-D Matrix, Ltd. (present)
	Number of investment units of the Investment Corporation held	None

1. Both the above-referenced candidates for Supervisory Directors currently supervise the overall execution of duties by the Executive Director of the Investment Corporation as Supervisory Directors of the Investment Corporation.
2. There are no special interests between both the above-referenced candidates for Supervisory Directors and the Investment Corporation.
3. The Investment Corporation executes an officer, etc., liability insurance contract as prescribed in Article 116-3, Paragraph 1 of the Investment Trusts Act with an insurance company, and damage such as compensation for damages, litigation expenses, etc., borne as a result of having become subject to a claim for compensation for damages due to an act performed by a covered person in relation to their work as an officer of the Investment Corporation are covered by said insurance contract to a certain extent. All of the above-referenced candidates for

Supervisory Directors are currently included in the persons covered by said insurance contract as Supervisory Directors. If the above-referenced candidates for Supervisory Directors take office as Supervisory Directors, they will continue to be included in the persons covered by said insurance contract. In addition, the Investment Corporation plans to execute a contract with the same content again upon the expiration of the term of said insurance contract.

Reference Information

If any of the proposals submitted to the upcoming General Meeting of Unitholders are in conflict with each other, the provisions concerning "Deemed Approval" provided for in Article 93, Paragraph 1 of the Investment Trusts Act and in Article 14, Paragraph 1 and Paragraph 2 of the current Articles of Incorporation of the Investment Corporation shall not apply to any of such proposals.

Proposals 1 through 4 above include no conflicting proposals.

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