

June 4, 2024

For Translation Purposes Only

Real Estate Investment Trust Securities Issuer:  
Samty Residential Investment Corporation  
1-8-3 Marunouchi, Chiyoda-ku, Tokyo  
Masafumi Takahashi, Executive Director  
(Securities Code: 3459)

Asset Management Company:  
Samty Asset Management Co., Ltd.  
Masafumi Takahashi, Representative Director  
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Notice Concerning Changes in Parent Company (Specified Associated Corporation) and  
Major Shareholders of the Asset Management Company

Samty Residential Investment Corporation (“Samty Residential”) announces that Samty Asset Management Co., Ltd. (the “Asset Management Company”), to which Samty Residential entrusts management of its assets, changed its parent company (specified associated corporation) and major shareholders, as follows.

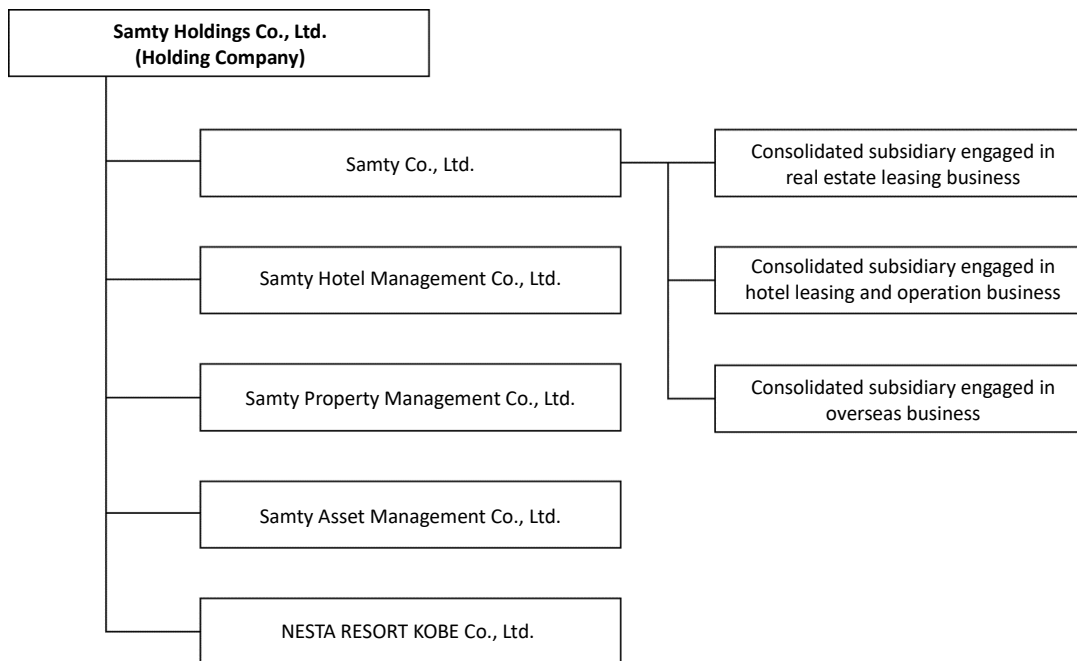
**1. Background and Reason for the Change**

Samty Co., Ltd. (“Samty”), which is the main sponsor of Samty Residential and the parent company of the Asset Management Company, established a holding company, Samty Holdings Co., Ltd., through a sole share transfer of the company with June 3, 2024 as the effective date, and Samty reorganized its four consolidated subsidiaries including the Asset Management Company as companies directly invested in by the holding company by using a method of transferring all the entire shares of the four consolidated subsidiaries including the Asset Management Company which Samty holds to the holding company as dividend in kind on the same day.

As a result, Samty Holdings Co., Ltd. falls under the category of parent company (specified associated corporation) and major shareholder of the Asset Management Company. Samty Co., Ltd. will continue to be the main sponsor of Samty Residential and fall under the category of specified associated corporation (corporation that will or has conducted transactions stipulated in Article 29-3, Paragraph 3, Item 1 and 2 of the Order for Enforcement of the Financial Instruments and Exchange Act (transaction for acquisition or transfer)) of the Asset Management Company, but will not fall under the category of major shareholder.

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[Organization Chart After the Reorganization]



**2. Date of the Change**

June 3, 2024

**3. Overview of the Company that will Newly Fall Under the Category of Parent Company (Specified Associated Corporation) and Major Shareholder**

Name	Samty Holdings, Co., Ltd.
Location	1-8-39 Nishimiyahara, Yodogawa-ku, Osaka-shi, Osaka
Post and name of representative	Yasuhiro Ogawa, Representative Director and President
Description of business	Business management of group companies engaged in real estate development business, real estate solution business, real estate leasing business, hotel development, ownership and operation business, etc. and operations incidental thereto.
Capital	20,725 million yen (as of June 3, 2024)
Date of establishment	June 3, 2024
Net assets	To be decided
Total assets	To be decided
Major shareholders and shareholding ratios	Daiwa Securities Group Inc. (28.33%) The Master Trust Bank of Japan, Ltd. (Trust Account) (5.52%) Shigeru Moriyama (2.96%) Hideaki Kasagi (2.86%) Daiwa PI Partners Co. Ltd. (2.68%) Tsuyoshibiru Co., Ltd. (2.62%) Ichiro Matsushita (2.58%) Kazushi Eguchi (1.73%) Junko Moriyama (0.78%) OG Capital Co., Ltd. (0.76%) (Note) The status as of November 30, 2023 at Samty (before share transfer).
Relationship with Samty Residential and the Asset Management Company	
Capital relationship	There is no capital relationship between Samty Residential and the company. The company is the parent company of the Asset Management Company owning 67.00% of its shares.

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Personnel relationship or business relationship	There are no personnel relationships or business relationships to be stated between Samty Residential / Asset Management Company and the company as of the date of this document.
Status of classification as related party	The company is not a related party of Samty Residential. It is a parent company of the Asset Management Company, and falls under the category of a related party of the Asset Management Company.

**4. Overview of the Company that will Not Fall Under the Category of Major Shareholder**

Name	Samty Co., Ltd.
Location	1-8-39 Nishimiyahara, Yodogawa-ku, Osaka-shi, Osaka
Post and name of representative	Yasuhiro Ogawa, Representative Director and President
Description of business	Real estate development business, real estate solution business, real estate leasing business, hotel development, ownership and operation business, etc.
Date of establishment	December 1, 1982
Capital	20,725 million yen (as of June 3, 2024)
Net assets	111,138 million yen (as of November 30, 2023)
Total assets	413,454 million yen (as of November 30, 2023)
Major shareholder and shareholding ratios	Samty Holdings Co., Ltd. (100.00%)
Relationship with Samty Residential and the Asset Management Company	
Capital relationship	The company is a major unitholder owning 13.51% of the investment units of Samty Residential. There is no capital relationship between the Asset Management Company and the company.
Personnel relationship	As of the date of this document, the company has dispatched two part-time directors to the Asset Management Company. Ten officers of the Asset Management Company are loaned staff from the company.
Business relationship	Samty Residential has concluded a main sponsor support agreement with the Asset Management Company and the company and is receiving various sponsor support from the company.
Status of classification as related party	The company is not a related party of Samty Residential. It is a wholly owned subsidiary of Samty Holdings Co., Ltd., which is the parent company of the Asset Management Company, and falls under the category of a related party of the Asset Management Company.

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**5. Number of Owned Shares of the Asset Management Company (Number of Voting Rights) and Ratio to the Number of Voting Rights of All Shareholders**

(1) Samty Holdings Co., Ltd.

	Attribute	Number of voting rights (Voting rights holding ratio)	Ratio to the number of voting rights of all shareholders	Major shareholder ranking
Before change	-	-	-	-
After change	Major shareholder/Parent company (Specified associated corporation)	2,814 (2,814 shares)	67.00%	1st

(2) Samty Co., Ltd.

	Attribute	Number of voting rights (Voting rights holding ratio)	Ratio to the number of voting rights of all shareholders	Major shareholder ranking
Before change	Major shareholder/Parent company (Specified associated corporation)	2,814 (2,814 shares)	67.00%	1st
After change	Specified associated corporation	0 (0 shares)	0.00%	-

(Note) Number of shares deducted from the total number of outstanding shares as shares with no voting rights: 0 shares  
Total number of outstanding shares as of June 3, 2024: 4,200 shares

**6. Future Outlook**

The change will have no impact on the forecast of management status and distribution of Samty Residential.

**7. Other**

An extraordinary report was submitted to the Kanto Local Finance Bureau today in accordance with the provisions of the Financial Instruments and Exchange Act.

With regard to this matter, the necessary notification and other procedures will be carried out in accordance with the Financial Instruments and Exchange Act, the Building Lots and Buildings Transaction Business Act, and other applicable laws, regulations, and rules.

\* Samty Residential Investment Corporation website: <https://samty-residential.com/en/>