

November 28, 2013

For Immediate Release

Notice Concerning Debt Financing

Nippon Prologis REIT, Inc. (“NPR”) hereby announces that it has decided to obtain debt financing (“Borrowings”), as outlined below:

I. Borrowings Summary

Category	Lender	Borrowing Amount	Interest Rate (Note 3) (Note 4)	Borrowing Date	Borrowing Method	Repayment Date (Note 6)	Repayment Method (Note 7)	Collateral
Short-term	Syndicate of lenders arranged by Sumitomo Mitsui Banking Corporation and The Bank of Tokyo-Mitsubishi UFJ, Ltd. (Note 1)	1.45 billion yen	Base interest rate (JBA 3-month Japanese yen TIBOR) +0.25%	Dec. 3, 2013	Borrowing based on individual term loan agreements dated Nov. 28, 2013 with the lenders shown on the left	Dec. 3, 2014	Paid in full upon maturity	Unsecured and non-guaranteed
Long-term	Syndicate of lenders arranged by Sumitomo Mitsui Banking Corporation and The Bank of Tokyo-Mitsubishi UFJ, Ltd. (Note 2)	6.4 billion yen	Base interest rate (JBA 3-month Japanese yen TIBOR) +0.45% (Note 5)			Dec. 3, 2018		

Notes:

- The syndicate of lenders consists of Sumitomo Mitsui Banking Corporation, The Bank of Tokyo-Mitsubishi UFJ, Ltd., Sumitomo Mitsui Trust Bank, Limited, Mizuho Bank, Ltd., Mitsubishi UFJ Trust and Banking Corporation, Aozora Bank, Ltd., The Norinchukin Bank and Resona Bank, Limited.
- The syndicate of lenders consists of Sumitomo Mitsui Banking Corporation, The Bank of Tokyo-Mitsubishi UFJ, Ltd., Sumitomo Mitsui Trust Bank, Limited, Mizuho Bank, Ltd., Mitsubishi UFJ Trust and Banking Corporation, Aozora Bank, Ltd., Development Bank of Japan Inc., The Norinchukin Bank and Resona Bank, Limited.
- “Interest Rate” does not include financing-related fees and ancillary costs to be paid to the lenders.
- The interest payment date is set forth on February 28, 2014 for the first time, subsequently on the last day of February, May, August and November every year and the repayment date respectively (an interest payment date on a non-business day is moved to the following business day or the immediately preceding business day in case the following business day falls in the following month). The base interest rate refers to the Japanese yen Tokyo Interbank Offered Rate (“TIBOR”) for three-month deposits announced by the Japanese Bankers Association (“JBA”) two business days prior to the interest payment date. The base interest rate will be revised on each interest payment date. Nonetheless, if the interest calculation period is less than three months, the base interest rate defined in the loan agreements is applied according to terms and conditions of such agreements. Please refer to the JBA’s website (<http://www.zenginkyo.or.jp/en/tibor/>) for applicable base interest rate of the JBA Japanese yen TIBOR.
- NPR will attempt to enter into an interest rate swap agreement to fix the interest rate.
- The repayment date will be the immediately following business day in case such date falls on a day that is not a business day and the immediately preceding business day in case such date falls in the next calendar month.

Disclaimer: This press release is an announcement concerning NPR’s closing of debt financing and has not been prepared for the purpose of solicitation for investment.

In addition, this press release does not constitute an offer of securities for sale in the U.S. Securities may not be offered or sold in the U.S. without registration or an exemption from registration of securities under the U.S. Securities Act of 1933. Any public offering of securities to be made in the U.S. will be made by means of an English language prospectus prepared in accordance with the U.S. Securities Act of 1933 that may be obtained from the issuer of the securities or any holder of the securities and that will contain detailed information about the issuer and its management, as well as its financial statements.

7. Each of the loans will be repayable either in whole or in part prior to the maturity date if certain requirements, including our prior written notice, are satisfied.

II. Reasons for the Borrowings

The proceeds of loans will be allocated to a part of the acquisition costs of the trust beneficiary rights of the two properties (Prologis Park Osaka 4 and Prologis Park Iwanuma 1 for which the total anticipated acquisition price is 26,670 million yen) out of four properties to be acquired other than the two properties with borrowings to be held in trust (Prologis Park Tokyo-Shinkiba and Prologis Park Yokohama-Tsurumi) and the related expenses, which were described in the previous press release, “Notice Concerning Acquisition of Domestic Real Estate Trust Beneficiary Interests,” dated November 5, 2013.

III. Total Amount, Purpose of Use and Scheduled Disbursement Date of the Proceeds

- (1) Total amount
7.85 billion yen in total
- (2) Specific purpose of use
Allocated to a part of the acquisition costs of the trust beneficiary rights of Prologis Park Osaka 4 and Prologis Park Iwanuma 1 and the related expenses, as described above
- (3) Scheduled disbursement date
December 3, 2013

IV. Outstanding Loan Balance after Borrowings

(Unit: Millions of yen)

	Before Borrowings	After Borrowings	Increase/Decrease
Short-Term Loan (Note)	3,400	4,850	1,450
Long-Term Loan (Note)	135,800	142,200	6,400
Total Loan Amount	139,200	147,050	7,850
Investment Corporation Bonds	-	-	-
Total Interest-Bearing Debt	139,200	147,050	7,850

(Note) Short-Term Loan refers to loans which are due within one year, and Long-Term Loan refers to loans which are due within a period longer than one year.

V. Other Matters Necessary for Investors’ Appropriate Understanding/Judgment of the Subject Information

In terms of the risks associated with the Borrowings, there is no material change in “II Fund Information, 1. Overview of the Fund, 3 Investment Risks” stated in the Securities Registration Statement which was filed on November 5, 2013.

Notes:

1. This material is distributed to the Tokyo Stock Exchange Press Club (Kabuto Club); Ministry of Land, Infrastructure, Transport and Tourism Press Club; and Ministry of Land, Infrastructure, Transport and Tourism Press Club for Construction Publications.
2. Nippon Prologis REIT website address: <http://www.prologis-reit.co.jp/english/index.html>

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