December 18, 2018

To Shareholders:

4-14-1 Sotokanda, Chiyoda-ku, Tokyo
NTT URBAN DEVELOPMENT CORPORATION
Rep: Hiroshi Nakagawa
President and Chief Executive Officer

Public Notice regarding Demand for Share Cash-Out

The Company received from NTT-SH Corporation ("NTT-SH"), which is a special controlling shareholder provided for in the provisions of Article 179, paragraph 1 of the Companies Act (Act No. 86 of 2005, as amended, hereinafter the same), a notice to make a demand to all of the shareholders of the Company (excluding NTT-SH and the Company) (the "Shareholders Subject to the Cash-Out") to sell all of shares of the Company they hold (the "Shares Subject to the Cash-Out") under the provisions of Article 179-3, paragraph 1 of the Companies Act as of December 17, 2018. In response to receiving that notice, the Company resolved, at the meeting of the board of directors held on December 17, 2018 to approve the Share Cash-Out Demand and gives public notice as follows.

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1. Name and Address of the Special Controlling Shareholder

Name	NTT-SH Corporation
Address	1-5-1 Otemachi, Chiyoda-ku, Tokyo

2. When choosing not to make a demand for share cash-out to a wholly-owned subsidiary of the special controlling shareholder, to that effect and the name of such wholly-owned subsidiary of the special controlling shareholder
Not applicable.

3. Matters related to the amount and allotment of money to be delivered to the Shareholders Subject to the Cash-Out as the consideration for the Shares Subject to the Cash-Out
NTT-SH will pay JPY 1,680 per share of the Shares Subject to the Cash-Out to the Shareholders Subject to the Cash-Out as the consideration for the Shares Subject to the Cash-Out (the "Cash-Out Consideration").

4. Matters related to a Demand for share option cash-out
Not applicable.

5. Date of acquiring the Shares Subject to the Cash-Out by Special Controlling Shareholder (the "Acquisition Date")
January 11, 2019

6. Other transaction terms concerning the Share Cash-Out Demand
The Cash-Out Consideration will be delivered, during a reasonable period after the Acquisition Date, pursuant to the method of delivering dividend by the Company at the address of the Shareholders Subject to the Cash-Out which is listed or recorded in the shareholder registry as of the last time of the day before the Acquisition Date or at the location designated by Shareholders Subject to the Cash-Out to the Company. However, if the delivery by this method can not be performed, at the location of the head office of the Company and in accordance with the method designated by the Company (when there are other locations and methods designated by NTT-SH for the delivery of the Cash-Out Consideration, at such the location and by such method), the payment of the Cash-Out Consideration to the Shareholders Subject to the Cash-Out will be delivered

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