

22 December 2023

ASX ANNOUNCEMENT

US Student Housing REIT (ASX: USQ) – Results of Meeting (22 December 2023)

In accordance with ASX Listing Rule 3.13.2, Equity Trustees Limited and Auctus Asset Management Pty Ltd (**Auctus**) are pleased to announce the outcome of the resolutions put to the meeting of members of US Student Housing REIT (ASX: USQ) (the **Fund**) held today, 22 December 2023, pursuant to the Notice of Meeting and Explanatory Memorandum dated 30 November 2023.

The following resolutions were decided on a poll and **were passed**:

Resolution 1: A special resolution that, subject to Resolution 2, the Fund be removed from the Official List of the ASX under Listing Rule 17.11; and

Resolution 2: A special resolution that, subject to Resolution 1, the constitution of the Fund be amended to include an 'Exit Fee' on certain redemptions, and to provide that a unit must be redeemed within 545 days after a redemption request in respect of the unit is accepted.

Summaries of the poll voting results and proxy voting results for the resolutions are attached below.

Unitholders who intend to remain invested in the Fund after de-listing

Unitholders who intend to remain invested in the Fund after de-listing must complete a Transition Identification Form in order to ensure they can continue receiving quarterly income distributions, the ability to apply for new Units, or withdraw existing Units in the Fund after the Fund is de-listed.

The Transition Identification Form will be published on USQ's website (<https://usq-reit.com/>) over the coming days.

There may be different requirements for investors who have invested in the Fund via a platform. We suggest that those investors liaise with their platform for further information.

Unitholders who do not intend to remain invested in the Fund

Unitholders who do not wish to remain invested in the Fund can either:

Sell their Units on the ASX at the prevailing market price at any time before market close on **Monday, 22 January 2024**.

Trading of Units in the Fund on the ASX will be suspended after market close on 22 January 2024 after which time you will not be able to sell your Units on market. The Fund will then be removed from the Official List of the ASX on Thursday, 25 January 2024.

Unitholders who wish to sell their Units on the ASX must do so before the Fund is suspended and removed from the Official List.

For the sale of Units after Monday, 22 January 2024, unitholders must complete the Transition Identification Form and withdraw their Units in the Fund after the Fund is de-listed, pursuant to the process outlined in section 3.4 of the Explanatory Memorandum. We note that the first withdrawal cut-off date after de-listing will be 1 June 2025, and withdrawals after 22 January 2024 will be subject to the Exit Fee.

Unitholders must complete the Transition Identification Form in order to withdraw their Units in the Fund after the Fund is de-listed.

If you have any further questions, please contact your financial adviser, platform, or Auctus on +61 3 9959 9888.

Yours sincerely

Russell Beasley

Director

Equity Trustees Limited (ACN 004 031 298, AFSL 240975) as the Responsible Entity for US Student Housing REIT

Mr Russell Beasley, Director has authorised that this document be given to the ASX.

**US Student Housing REIT
General Meeting
Friday, 22 December 2023
Results of Meeting**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result	If s250U applies
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried	
1. US Student Housing REIT be removed from the official list of ASX under Listing Rule 17.11	Special	26,128,238 96.47%	403,892 1.49%	552,333 2.04%	79,580	26,680,571 98.51%	403,892 1.49%	79,580	Carried	N/A
2. Amendment to the constitution of the US Student Housing REIT (Constitution)	Special	26,128,238 96.47%	403,892 1.49%	552,333 2.04%	79,580	26,680,571 98.51%	403,892 1.49%	79,580	Carried	N/A

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.