

US Student Housing Growth & Income Fund (formerly US Student Housing REIT)

ARSN 655 096 629

**Annual report
For the year ended 30 June 2024**

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This annual report covers US Student Housing Growth & Income Fund (formerly US Student Housing REIT) as an individual entity.

The Responsible Entity of US Student Housing Growth & Income Fund (formerly US Student Housing REIT) is Equity Trustees Limited (ABN 46 004 031 298) (AFSL 240975).

The Responsible Entity's registered office is:

Level 1, 575 Bourke Street
Melbourne, VIC 3000.

Directors' report

The directors of Equity Trustees Limited, the Responsible Entity of US Student Housing Growth & Income Fund (formerly US Student Housing REIT) (the "Fund"), present their report together with the financial statements of the Fund for the year ended 30 June 2024.

The annual report is presented in the United States currency (US\$) unless otherwise noted.

Principal activities

The Fund invests in US student housing assets that aim to pay sustainable distributions with the potential for income and capital growth in accordance with the Fund's Information Memorandum and the provisions of the Fund's Constitution.

Trading of Units in the Fund on the Australian Securities Exchange ("ASX") was suspended after market close on 22 January 2024, and the Fund was removed from the Official List of the ASX on 25 January 2024.

The Fund did not have any employees during the year ended 30 June 2024 (30 June 2023: nil).

The various service providers for the Fund are detailed below:

Service	Provider
Responsible Entity	Equity Trustees Limited
Investment Manager	Auctus Asset Management Pty Ltd
Custodian, Administrator and Registrar	Mainstream Fund Services Pty Ltd (an Apex Group Company)
Statutory Auditor	BDO Audit Pty Ltd

Directors

The following persons held office as directors of Equity Trustees Limited during or since the end of the year and up to the date of this report:

Philip D Gentry	Chairman (resigned 6 June 2024)
Michael J O'Brien	Chairman (appointed 6 June 2024)
Russell W Beasley	
Mary A O'Connor	
David B Warren	
Andrew P Godfrey	(appointed 1 May 2024)

Review and results of operations

During the year, the Fund continued to invest its funds in accordance with the Information Memorandum and the provisions of the Fund's Constitution.

The Fund performance was 7.54% (net of fees) for the year ended 30 June 2024 (2023: 7.80% (net of fees)). The Fund does not operate against a benchmark.

The return achieved by the Fund for the reporting period is calculated as the percentage movement in NAV/units on issue from 30 June 2023 to 30 June 2024, in addition to distributions paid out by the Fund during the period.

The performance of the Fund, as represented by the results of its operations, was as follows:

	Year ended 30 June 2024	Year ended 30 June 2023
Profit for the year (US\$'000)	2,815	4,368
Distributions paid (US\$'000)	927	2,223
Distributions (cents per unit)	1.6684	4.0023

Directors' report (continued)

Significant changes in the state of affairs

Andrew P Godfrey was appointed as a director of Equity Trustees Limited on the 1 May 2024.

Philip D Gentry resigned as a director of Equity Trustees Limited on 6 June 2024.

Trading of Units in the Fund on the Australian Securities Exchange ("ASX") was suspended after market close on 22 January 2024, and the Fund was removed from the Official List of the ASX on 25 January 2024.

In the opinion of the directors, there were no other significant changes in the state of affairs of the Fund that occurred during the financial year.

Matters subsequent to the end of the financial year

No other matter or circumstance has arisen since 30 June 2024 that has significantly affected, or may have a significant effect on:

- i. the operations of the Fund in future financial years; or
- ii. the results of those operations in future financial years; or
- iii. the state of affairs of the Fund in future financial years.

Likely developments and expected results of operations

The Fund will continue to be managed in accordance with the investment objectives and guidelines as set out in the Product Disclosure Statement and the provisions of the Constitution.

The results of the Fund's operations will be affected by a number of factors, including the performance of investment markets in which the Fund invests. Investment performance is not guaranteed and future returns may differ from past returns. As investment conditions change over time, past returns should not be used to predict future returns.

Units under option

There were no unissued ordinary units of the Fund under option outstanding at the date of this report.

Units issued on the exercise of options

There were no ordinary units of the Fund issued on the exercise of options during the year ended 30 June 2024 and up to the date of this report.

Indemnification and insurance of officers

No insurance premiums are paid for out of the assets of the Fund in regards to insurance cover provided to the officers of Equity Trustees Limited. So long as the officers of Equity Trustees Limited act in accordance with the Trust Deed and the Law, the officers remain indemnified out of the assets of the Fund against losses incurred while acting on behalf of the Fund.

Indemnity and insurance of auditor

The Fund has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Fund or any related entity against a liability incurred by the auditor.

During the financial year, the Fund has not paid a premium in respect of a contract to insure the auditor of the Fund or any related entity.

Fees paid to and interests held in the Fund by the Responsible Entity and its associates

Fees paid to the Responsible Entity and its associates out of the Fund during the year are disclosed in Note 13 to the financial statements.

No fees were paid out of the Fund to the directors of the Responsible Entity during the year.

The number of interests in the Fund held by the Responsible Entity or its associates as at the end of the financial year are disclosed in Note 13 to the financial statements.

Interests in the Fund

The movement in units on issue in the Fund during the year is disclosed in Note 6 to the financial statements.

The value of the Fund's assets and liabilities is disclosed in the statement of financial position and derived using the basis set out in Note 2 to the financial statements.

Directors' report (continued)

Proceedings on behalf of the Fund

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Fund, or to intervene in any proceedings to which the Fund is a party for the purpose of taking responsibility on behalf of the Fund for all or part of those proceedings.

Environmental regulation

The operations of the Fund and the tenants are subject to US government environmental legislation. Environmental surveys are undertaken on each asset in the portfolio as part of any sale, purchase, or debt refinance activity. Please refer to the Risk section in the original PDS for further information.

Rounding of amounts to the nearest thousand dollars

Amounts in the Directors' report have been rounded to the nearest thousand US dollars in accordance with *ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191*, unless otherwise indicated.

Auditor's independence declaration

A copy of the Auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 5.

This report is made in accordance with a resolution of the directors of Equity Trustees Limited through a delegated authority given by the Equity Trustees Limited's Board.



Andrew P Godfrey
Director

Melbourne
25 September 2024

DECLARATION OF INDEPENDENCE BY SALIM BISKRI TO THE UNITHOLDERS OF US STUDENT HOUSING GROWTH & INCOME FUND

As lead auditor of US Student Housing Growth & Income Fund for the year ended 30 June 2024, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of US Student Housing Growth & Income Fund and the entities it controlled during the period.



Salim Biskri

Director

BDO Audit Pty Ltd

Melbourne, 25 September 2024

US Student Housing Growth & Income Fund (formerly US Student Housing REIT)
Statement of comprehensive income
For the year ended 30 June 2024

Statement of comprehensive income

	Note	Year ended	
		30 June 2024 US\$'000	30 June 2023 US\$'000
Income			
Net gains/(losses) on financial instruments at fair value through profit or loss		2,498	3,194
Distributions income		1,730	2,724
Total income/(loss)		4,228	5,918
Expenses			
Management fees	13(g)	886	877
Professional fees		174	275
Other expenses		189	62
Withholding tax expense		164	336
Total expenses		1,413	1,550
Profit/(loss) for the year		2,815	4,368
Other comprehensive income		-	-
Total comprehensive income for the year		2,815	4,368

The above statement of comprehensive income should be read in conjunction with the accompanying notes.

US Student Housing Growth & Income Fund (formerly US Student Housing REIT)
Statement of financial position
As at 30 June 2024

Statement of financial position

	Note	As at	
		30 June 2024 US\$'000	30 June 2023 US\$'000
Assets			
Cash and cash equivalents	8	300	916
Receivables	10	2	7
Financial assets at fair value through profit or loss	5	<u>60,403</u>	<u>57,905</u>
Total assets		<u>60,705</u>	<u>58,828</u>
Liabilities			
Payables	11	<u>70</u>	<u>107</u>
Total liabilities		<u>70</u>	<u>107</u>
Net assets attributable to unit holders - equity	6	<u>60,635</u>	<u>58,721</u>

The above statement of financial position should be read in conjunction with the accompanying notes.

US Student Housing Growth & Income Fund (formerly US Student Housing REIT)
Statement of changes in equity
For the year ended 30 June 2024

Statement of changes in equity

		As at	
	Note	30 June 2024 US\$'000	30 June 2023 US\$'000
Total equity at the beginning of the financial year		58,721	56,622
Comprehensive income for the financial year			
Profit/(loss) for the year		2,815	4,368
Other comprehensive income		-	-
Total comprehensive income		<u>2,815</u>	<u>4,368</u>
Transactions with unit holders			
Currency translation reserve		26	(46)
Distributions paid and payable	7	<u>(927)</u>	<u>(2,223)</u>
Total transactions with unit holders		<u>(901)</u>	<u>(2,269)</u>
Total equity at the end of the financial year		<u>60,635</u>	<u>58,721</u>

The above statement of changes in equity should be read in conjunction with the accompanying notes with reference to Notes 2(c) and 6.

US Student Housing Growth & Income Fund (formerly US Student Housing REIT)
Statement of cash flows
For the year ended 30 June 2024

Statement of cash flows

		As at	
		30 June 2024	30 June 2023
	Note	US\$'000	US\$'000
Cash flows from operating activities			
Management fees paid		(886)	(877)
Professional fees paid		(174)	(275)
Withholding tax paid		(164)	(336)
Other expenses paid		(221)	(69)
Distribution income received		1,730	2,724
Net cash inflow/(outflow) from operating activities	9(a)	<u>285</u>	<u>1,167</u>
Cash flows from financing activities			
Distributions paid		(927)	(2,223)
Net cash inflow/(outflow) from financing activities		<u>(927)</u>	<u>(2,223)</u>
Net increase/(decrease) in cash and cash equivalents		(642)	(1,056)
Cash and cash equivalents at the beginning of the year		916	1,948
Effect of foreign currency exchange rate changes on cash and cash equivalents		26	24
Cash and cash equivalents at the end of the year	8	<u>300</u>	<u>916</u>

The above statement of cash flows should be read in conjunction with the accompanying notes.

Notes to the financial statements

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1. General information

These financial statements cover US Student Housing Growth & Income Fund (formerly US Student Housing REIT) (the "Fund") and its subsidiaries. The Fund is an Australian registered managed investment scheme which was constituted on 29 July 2020 and will terminate in accordance with the provisions of the Fund's Constitution or by Law.

The Responsible Entity of the Fund is Equity Trustees Limited (ABN 46 004 031 298) (AFSL 240975) (the "Responsible Entity"). The Responsible Entity's registered office is Level 1, 575 Bourke Street, Melbourne, VIC 3000. The financial statements are presented in the United States currency (US\$) unless otherwise noted.

The Fund invests in US student housing assets that aims to pay sustainable distributions with the potential for income and capital growth in accordance with the Product Disclosure Statement and the provisions of the Fund's Constitution.

Trading of Units in the Fund on the Australian Securities Exchange ("ASX") was suspended after market close on 22 January 2024, and the Fund was removed from the Official List of the ASX on 25 January 2024.

The financial statements were authorised for issue by the directors on the date the Directors' declaration was signed. The directors of the Responsible Entity have the power to amend and reissue the financial statements.

2. Summary of material accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below.

a. Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board (AASB) and the Corporations Act 2001 in Australia. The Fund is a for-profit entity for the purpose of preparing the financial statements.

The financial statements are prepared on the basis of fair value measurement of assets and liabilities, except where otherwise stated.

The statement of financial position is presented on a liquidity basis. Assets and liabilities are presented in decreasing order of liquidity and do not distinguish between current and non-current. All balances are expected to be recovered or settled within 12 months, except for investments in financial assets and liabilities and net assets attributable to unit holders.

i. Compliance with International Financial Reporting Standards (IFRS)

The financial statements of the Fund also comply with IFRS as issued by the International Accounting Standards Board (IASB).

ii. New and amended standards adopted by the Fund

The Fund has applied the following standards and amendments for the first time for its financial year beginning 1 July 2023:

- AASB 2021-2 *Amendments to Australian Accounting Standards - Disclosure of Accounting Policies and Definition of Accounting Estimates* [AASB 7, AASB 101, AASB 108, AASB 134 & AASB Practice Statement 2].

The amendments have had an impact on the Fund's disclosures of accounting policies, including the requirement to disclose 'material' rather than 'significant' accounting policies, but not on the measurement, recognition or presentation of any items in the Fund's financial statements.

None of the other standards, interpretations or amendments to existing standards that are effective for the first time for the financial year beginning 1 July 2023 have a material impact on the amounts recognised in the prior periods or will affect the current or future periods.

iii. New standards, amendments and interpretations effective after 1 July 2024 and have not been early adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 July 2024 and have not been early adopted in preparing these financial statements.

None of these are expected to have a material effect on the financial statements of the Fund.

b. Financial instruments

i. Classification

- Financial assets

The Fund classifies its financial assets in the following measurement categories:

- those to be measured at fair value through profit or loss; and
- those to be measured at amortised cost

The Fund classifies its financial assets based on its business model for managing those financial assets and the contractual cash flow characteristics of the financial assets.

The Fund's portfolio of financial assets is managed and its performance is evaluated on a fair value basis in accordance with the Fund's documented investment strategy. The Fund's policy is for the Investment Manager to evaluate the information about these financial assets on a fair value basis together with other related financial information.

2. Summary of material accounting policies (continued)

b. Financial instruments (continued)

i. Classification (continued)

- Financial assets (continued)

For cash and cash equivalents and receivables, these assets are held in order to collect the contractual cash flows. The contractual terms of these assets give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding. Consequently, these are measured at amortised cost.

Financial assets measured at fair value through profit or loss (FVPL)

A financial asset is measured at fair value through profit or loss if:

- a) Its contractual terms do not give rise to cash flows on specified dates that are solely payments of principal and interest (SPPI) on the principal amount outstanding; or
- b) It is not held within a business model whose objective is either to collect contractual cash flows, or to both collect contractual cash flows and sell; or
- c) At initial recognition, it is irrevocably designated as measured at FVPL when doing so eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

The Fund includes equity instruments which are investments in subsidiaries. In accordance with the exception under AASB 10, the Fund does not consolidate subsidiaries in the financial statements unless the subsidiary is not itself an investment entity and its main purpose and activities are providing services that relate to the Fund's investment activities. At 30 June 2024, the Responsible Entity has determined the Fund qualifies as an investment entity due to the following factors:

- The Fund obtains and manages funds for the purpose of providing investors of the Fund with investment management services;
- The Fund's business purpose is to gain from appreciation in value of its investments; and
- The Fund's investments are managed and performance is evaluated on a fair value basis.

The Fund has the following subsidiaries as at 30 June 2024:

Subsidiaries	Place of business	Percentage of interest
SQ Property Opportunities Holdco, LLC	United States	100%
SQPO The Edge, LLC	United States	100%
SQPO Clemson Living, LLC	United States	100%
SQPO Edgewood, LLC	United States	100%
SQPO Chisholm, LLC	United States	100%
SQPO Arizona State, LLC	United States	100%

- Financial liabilities

For financial liabilities that are not classified and measured at fair value through profit or loss, these are classified as financial liabilities at amortised cost (custody and administration fees payable, trustee fees payable, audit fees payable).

ii. Recognition and derecognition

The Fund recognises financial assets and financial liabilities on the date it becomes party to the contractual agreement (trade date) and recognises changes in fair value of the financial assets or financial liabilities from this date.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or the Fund has transferred substantially all the risks and rewards of ownership. Financial liabilities are derecognised when the obligation under the liability is discharged, cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of comprehensive income.

iii. Measurement

- Financial instruments at fair value through profit or loss

At initial recognition, the Fund measures a financial asset and a financial liability at its fair value. Transaction costs of financial assets and liabilities carried at fair value through profit or loss are expensed in the statement of comprehensive income.

Subsequent to initial recognition, all financial assets and financial liabilities at fair value through profit or loss are measured at fair value. Gains and losses arising from changes in fair value of 'financial assets at fair value through profit or loss' category are presented in the statement of comprehensive income within 'net gains/(losses) on financial instruments at fair value through profit or loss' in the period in which they arise.

- Financial instruments at amortised cost

For financial assets and financial liabilities at amortised cost, they are initially measured at fair value including directly attributable costs and are subsequently measured using the effective interest rate method less any allowance for expected credit losses.

Cash and cash equivalents and receivables are carried at amortised cost.

2. Summary of material accounting policies (continued)

b. Financial instruments (continued)

iv. Impairment

At each reporting date, the Fund shall estimate a loss allowance on each of the financial assets carried at amortised cost (cash and cash equivalents, due from broker and receivables) at an amount equal to the lifetime expected credit losses if the credit risk has increased significantly since initial recognition. If, at the reporting date, the credit risk has not increased significantly since initial recognition, the Fund shall measure the loss allowance at an amount equal to 12-month expected credit losses. Significant financial difficulties of the counter party, probability that the counter party will enter bankruptcy or financial reorganisation, and default in payments are all considered indicators that the asset is credit impaired. If the credit risk increases to the point that it is considered to be credit impaired, interest income will be calculated based on the net carrying amount adjusted for the loss allowance. A significant increase in credit risk is defined by management as any contractual payment which is more than 30 days past due. Any contractual payment which is more than 90 days past due is considered credit impaired.

The expected credit loss (ECL) approach is based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Fund expects to receive. The shortfall is then discounted at an approximation to the asset's original effective interest rate.

The amount of the impairment loss is recognised in the statement of comprehensive income within other expenses. When a trade receivable for which an impairment allowance had been recognised becomes uncollectible in a subsequent period, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against other expenses in the statement of comprehensive income.

c. Net assets attributable to unit holders

Units are redeemable in accordance with the Fund's Information Memorandum; however, applications and redemptions may be suspended by the Responsible Entity if it is in the best interests of the unit holders.

The Fund is an open ended Australian registered managed investment scheme.

The Fund's units are classified as equity as they satisfy the following criteria under AASB 132 *Financial Instruments: Presentation* :

- the puttable financial instrument entitles the holder to a pro-rata share of net assets in the event of the Fund's liquidation;
- the puttable financial instrument is in the class of instruments that is subordinate to all other classes of instruments and class features are identical;
- the puttable financial instrument does not include any contractual obligations to deliver cash or another financial asset, or to exchange financial instruments with another entity under potentially unfavourable conditions to the Fund, and is not a contract settled in the Fund's own equity instruments; and
- the total expected cash flows attributable to the puttable financial instrument over the life are based substantially on the profit or loss.

d. Fair value measurement

The Fund measures its investments in financial instruments, at fair value at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability or, in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible to the Fund.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a nonfinancial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

For financial instruments not traded in an active market, the fair value is determined using valuation techniques deemed to be appropriate in the circumstances. Valuation techniques include the market approach (i.e. using recent arm's length market transactions, adjusted as necessary, and reference to the current market value of another instrument that is substantially the same) and the income capitalisation approach (i.e. the annual net operating income of the underlying investee property is capitalised at an appropriate market yield to arrive at the property's market value).

For assets and liabilities that are measured at fair value on a recurring basis, the Fund identifies transfers between levels in the hierarchy by re-assessing the categorisation (based on the lowest level input that is significant to the fair value measurement as a whole), and deems transfers to have occurred at the beginning of each reporting period.

e. Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions and other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Payments and receipts relating to the purchase and sale of investment securities are classified as cash flows from operating activities, as trading of these securities represents the Fund's main income generating activity.

2. Summary of material accounting policies (continued)

f. Income

i. Interest income

Interest income from financial assets at amortised cost is recognised using the effective interest method and includes interest from cash and cash equivalents.

The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating the interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts throughout the expected life of the financial instrument, or a shorter period where appropriate, to the net carrying amount of the financial asset or liability. When calculating the effective interest rate, the Fund estimates cash flows considering all contractual terms of the financial instruments (for example, prepayment options) but does not consider future credit losses.

Changes in fair value of financial instruments at fair value through profit or loss are recorded in accordance with the policies described in Note 2b to the financial statements.

ii. Distributions

Distribution income is recognised on the distribution date with any related foreign withholding tax recorded in the statement of comprehensive income. The Fund currently incurs withholding tax imposed by certain countries on investment income. Such income is recorded gross of withholding tax in the statement of comprehensive income.

Trust distributions are recognised on an entitlement basis.

g. Expenses

All expenses are recognised in the statement of comprehensive income on an accrual basis.

Management fees and costs covers certain ordinary expenses such as Responsible Entity fees, investment management fees, custodian fees, and administration and audit fees and other operating expense.

h. Income tax

Under current legislation, the Fund is not subject to income tax provided it attributes the entirety of its taxable income to its unit holders.

The Fund currently incurs withholding taxes imposed by certain countries on investment income and capital gains.

i. Distributions

The Fund may distribute its distributable income, in accordance with the Fund's Constitution, to unit holders by cash or reinvestment. The distributions are recognised in the statement of comprehensive income.

j. Foreign currency translation

i. Functional and presentation currency

Balances included in the Fund's financial statements are measured using the currency of the primary economic environment in which it operates (the "functional currency"). This is the United States dollar, which reflects the currency of the economy in which the Fund competes for funds and is regulated. The United States dollar is also the Fund's presentation currency.

ii. Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translations at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when fair value was determined.

The Fund does not isolate that portion of gains or losses on financial instruments at fair value through profit or loss which is due to changes in foreign exchange rates. Such fluctuations are included in the net gains/(losses) on financial instruments at fair value through profit or loss.

k. Receivables

Receivables may include amounts for interest and trust distributions. Trust distributions are accrued when the right to receive payment is established. Amounts are generally received within 30 days of being recorded as receivables.

l. Payables

Payables include liabilities, accrued expenses owed by the Fund and any distributions declared which are unpaid as at the end of the reporting period.

A separate distributions payable is recognised in the statement of financial position.

2. Summary of material accounting policies (continued)

m. Applications and redemptions

Applications received for units in the Fund are recorded net of any entry fees payable prior to the issue of units in the Fund.

Each unit represents a right to an individual share in the Fund and does not extend to a right in the underlying assets of the Fund. In addition, the unit holders have no right to a request for a redemption of the units and the Fund does not have an obligation to purchase, re-purchase or redeem any unit.

n. Goods and services tax (GST)

The GST incurred on the costs of various services provided to the Fund by third parties such as management, administration and custodian services where applicable have been passed on to the Fund. The Fund qualifies for Reduced Input Tax Credits (RITC) at a rate of at least 95.5%. Hence fees for these services and any other expenses have been recognised in the statement of comprehensive income net of the amount of GST recoverable from the Australian Taxation Office (ATO). Amounts payable are inclusive of GST. The net amount of GST recoverable from the ATO is included in receivables in the statement of financial position. Cash flows relating to GST are included in the statement of cash flows on a gross basis.

o. Use of estimates and judgements

The Fund makes estimates, assumptions and judgements that affect the reported amounts of assets and liabilities within the current and next financial year. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Certain financial instruments, for example unquoted investments, are fair valued using valuation techniques. Where valuation techniques are used to determine fair values, they are validated and periodically reviewed by experienced personnel of the Investment Manager.

For more information on how fair value is calculated please refer to Note 4 to the financial statements.

p. Rounding of amounts

The Fund is an entity of a kind referred to in ASIC Corporations (*Rounding in Financial/Directors' Reports*) Instrument 2016/191 relating to the "rounding off" of amounts in the financial statements. Amounts in the financial statements have been rounded to the nearest thousand United States dollars unless otherwise indicated.

3. Financial risk management

The material financial risks to which the Fund is exposed through its activities are market risk (including price risk) and liquidity risk.

This note presents information about the Fund exposure to each of the above risks and how these risks are measured, monitored and managed by the Responsible Entity.

The Board of Directors of the Responsibility Entity has overall responsibility for the establishment and oversight of the Fund's risk management program.

The Fund's overall risk management programme focuses on ensuring compliance with the Fund's Product Disclosure Statement and the investment guidelines of the Fund. It seeks to maximise the returns derived for the level of risk to which the Fund is exposed and seeks to minimise potential adverse effects on the Fund's financial performance.

The investments of the Fund, and associated risks, are managed by a specialist Investment Manager, Auctus Asset Management Pty Ltd under an Investment Management Agreement (IMA) approved by the Responsible Entity and containing the investment strategy and guidelines of the Fund, consistent with those stated in the Product Disclosure Statement.

The Fund uses different methods to measure different types of risk to which it is exposed. These methods are explained below.

a. Market risk

i. Price risk

The Fund is exposed to price risk on its investments in unlisted property companies. The Fund has identified that there is an exposure to the fair value of the investment properties market and occupier fundamentals like estimated net operating income, capitalisation rates and occupancy rates.

At 30 June, the fair value of investments in unlisted property companies exposed to price risk was as follows:

	As at	
	30 June 2024 US\$'000	30 June 2023 US\$'000
Investment in SQ Texas Tech The Edge JV, LLC	6,475	8,545
Investment in SQ Clemson I JV, LLC	14,060	10,783
Investment in SQ Georgia State 1 JV, LLC	11,218	14,152
Investment in SQ Mississippi Portfolio JV, LLC	20,279	17,173
Investment in SQ Arizona State – Lofts JV, LLC	8,371	7,252
	60,403	57,905

3. Financial risk management (continued)

a. Market risk (continued)

i. Price risk (continued)

For details on the sensitivity of the fair value measurement to changes to unobservable inputs refer to Note 4.

ii. Foreign exchange risk

The Fund operates internationally and holds both monetary and non-monetary assets denominated in currencies other than the United States dollar. Foreign exchange risk arises as the value of monetary securities denominated in other currencies fluctuate due to changes in exchange rates. The foreign exchange risk relating to non-monetary assets and liabilities is a component of price risk and not foreign exchange risk. However, the Investment Manager monitors the exposure of all foreign currency denominated assets and liabilities.

The Investment Manager monitors this risk on an on-going basis. The Investment Manager manages risk on an absolute return basis in the reporting currency (i.e. United States dollar), rather than the underlying currencies.

The table below summarises the fair value of the Fund's financial assets and liabilities, monetary and non-monetary, which are denominated in a currency other than the United States dollar.

As at 30 June 2024	US\$'000
Cash and cash equivalents	165
Receivables	1
Payables	(70)
Net exposure	96
As at 30 June 2023	US\$'000
Cash and cash equivalents	488
Receivables	7
Payables	(76)
Net exposure	419

The table at Note 3b summarises the sensitivities of the Fund's monetary assets and liabilities to foreign exchange risk. The analysis is based on the reasonably possible shift that the United States dollar weakened and strengthened by 10% against the material foreign currencies to which the Fund is exposed.

b. Summarised sensitivity analysis

The following table summarises the sensitivity of the Fund's operating profit/(loss) and net assets attributable to unit holders to market risks. The reasonably possible movements in the risk variables have been determined based on management's best estimate, having regard to a number of factors, including historical levels of changes in the historical correlation of the Fund's investments with the relevant benchmark and market volatility. However, actual movements in the risk variables may be greater or less than anticipated due to a number of factors, including unusually large market movements resulting from changes in the performance of and/or correlation between the performances of the economies, markets and securities in which the Fund invests. As a result, historic variations in risk variables should not be used to predict future variances in the risk variables.

	Impact on operating profit/(loss)	
	Foreign exchange risk	
	+10% AUD Dollar US\$'000	-10% AUD Dollar US\$'000
As at 30 June 2024	10	(10)
As at 30 June 2023	42	(42)

c. Liquidity risk

Liquidity risk is the risk that the Fund may not be able to generate sufficient cash resources to settle its obligations in full as they fall due or can only do so on terms that are materially disadvantageous.

Exposure to liquidity risk arises because of the possibility that the Fund could be required to pay its liabilities or redeem its shares.

It is the Fund's policy that the investment manager monitors the Fund's liquidity position on a monthly basis.

3. Financial risk management (continued)

c Liquidity risk (continued)

The table below summarises the maturity profile of the Fund's financial assets and liabilities based on contractual undiscounted receipts and payments.

	Less than 1 month US\$'000	1 to 12 months US\$'000	Over 12 months US\$'000	No fixed maturity US\$'000	Total US\$'000
As at 30 June 2024					
Cash and cash equivalents	300	-	-	-	300
Receivables	2	-	-	-	2
Investments	-	-	-	60,403	60,403
Total financial assets	302	-	-	60,403	60,705
Payables	70	-	-	-	70
Total financial liabilities	70	-	-	-	70
As at 30 June 2023					
Cash and cash equivalents	916	-	-	-	916
Receivables	1	-	-	-	1
Investments	-	-	-	57,905	57,905
Total financial assets	917	-	-	57,905	58,822
Payables for units purchased					
Payables	107	-	-	-	107
Total financial liabilities	107	-	-	-	107

The table below summarises the mortgage loan for investee companies as of 30 June 2024.

Investee companies	Asset	Lender	Balance outstanding as of 30 June 2024 US\$'000	Monthly repayment	Loan Type	Duration
SQ Texas Tech - The Edge JV, LLC	The Edge	Walker & Dunlop	17,650	80,559	Fixed, Principal & Interest	Maturity September 2051
SQ Clemson 1 JV, LLC	District at Clemson	Everlake Life Insurance Company	17,500	93,333	Fixed, Principal & Interest	Maturity April 2029, Interest only until May 2025 with option to extend
SQ Georgia State 1 JV, LLC	200 Edgewood	Everlake Life Insurance Company	22,682	108,461	Fixed, Principal & Interest	Maturity April 2029
SQ Mississippi Portfolio JV, LLC	Balcony MSU Traditions 607 South West 100 Village Walk	Everlake Life Insurance Company	19,371	92,639	Fixed, Principal & Interest	Maturity April 2029
SQ Arizona State – Lofts JV, LLC	Lofts on 8th	Everlake Life Insurance Company	10,544	50,432	Fixed, Principal & Interest	Maturity April 2029

3. Financial risk management (continued)

c Liquidity risk (continued)

The table below summarises the mortgage loan for investee companies as of 30 June 2023.

Investee companies	Asset	Lender	Balance outstanding as of 30 June 2023 US\$'000	Monthly repayment	Loan Type	Duration
SQ Texas Tech - The Edge JV, LLC	The Edge	Walker & Dunlop	18,005	80,559	Fixed, Principal & Interest	Maturity September 2051
SQ Clemson 1 JV, LLC	District at Clemson	Everlake Life Insurance Company	17,500	93,333	Fixed, Principal & Interest	Maturity April 2029, Interest only until May 2025 with option to extend
SQ Georgia State 1 JV, LLC	200 Edgewood	Everlake Life Insurance Company	22,748	75,637	Fixed, Principal & Interest	Maturity April 2029
SQ Mississippi Portfolio JV, LLC	Balcony MSU Traditions 607 South West 100 Village Walk	Everlake Life Insurance Company	6,148 3,689 3,504 2,951 3,135	64,595	Fixed, Principal & Interest	Maturity April 2029
SQ Arizona State – Lofts JV, LLC	Lofts on 8th	Everlake Life Insurance Company	10,575	35,162	Fixed, Principal & Interest	Maturity April 2029

The fair value of the investments in the above Investee companies are net of the carrying value of the loans. All expenses, including interest payments, and reserve provisions are deducted from income generated by the properties prior to being remitted to the Fund.

Neither the Fund nor its subsidiaries have provided any guarantee in respect to the mortgage loan arrangements during the year (2023:nil).

4. Fair value measurements

The Fund measures and recognises financial assets and liabilities at fair value through profit or loss on a recurring basis.

AASB 13 *Fair Value Measurement* requires disclosure of fair value measurements by level of the following fair value measurement hierarchy:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1);
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly (level 2); and
- Inputs for the asset or liability that are not based on observable market data (unobservable inputs) (level 3).

The Fund values its investments in accordance with the accounting policies set out in Note 2d to the financial statements.

As of 30 June 2024, the Fund does not have any investments in active markets.

a. Valuation using level 3 inputs

The fair value of financial assets and liabilities that are not traded in an active market is determined using valuation techniques.

The Fund invests in unlisted property companies that are not quoted in an active market. The Fund's investment manager (via the Fund's asset manager, Student Quarters LP) engages an independent US valuation advisor to provide an annual arm's length valuation for the purposes of supporting a fair market valuation for the investees on an annual basis. The independent US valuation advisor has used the income capitalisation approach. The Fund classifies the fair value of these investments as level 3.

4. Fair value measurements (continued)

a. Valuation using level 3 inputs (continued)

The Fund invests via Delaware vehicles into Investee Companies that acquire and manage US student housing assets. Capital raised by the Fund will be used to capitalise SQ Property Opportunities Holdco, LLC, which will acquire a minimum 90% interest in targeted assets, with Student Quarters investing alongside the Fund in each asset as alignment capital. The Fund uses a fair value valuation technique for these positions.

The table below presents the Fund's financial assets measured and recognised at fair value through profit or loss as at 30 June 2024 and 30 June 2023. There were no financial liabilities measured at fair value at 30 June 2024 and 30 June 2023.

	Acquisition date	Level 1 US\$'000	Level 2 US\$'000	Level 3 US\$'000	Total US\$'000
As at 30 June 2024					
Financial assets					
Investment in SQ Texas Tech -The Edge JV, LLC	12 January 2021	-	-	6,475	6,475
Investment in SQ Clemson I JV, LLC	19 November 2021	-	-	14,060	14,060
Investment in SQ Georgia State 1 JV, LLC	30 March 2022	-	-	11,218	11,218
Investment in SQ Mississippi Portfolio JV, LLC	30 March 2022	-	-	20,279	20,279
Investment in SQ Arizona State - Lofts JV, LLC	30 March 2022	-	-	8,371	8,371
Total financial assets		-	-	60,403	60,403
As at 30 June 2023					
Financial assets					
Investment in SQ Texas Tech – The Edge JV, LLC	12 January 2021	-	-	8,545	8,545
Investment in SQ Clemson I JV, LLC	19 November 2021	-	-	10,783	10,783
Investment in SQ Georgia State 1 JV, LLC	30 March 2022	-	-	14,152	14,152
Investment in SQ Mississippi Portfolio JV, LLC	30 March 2022	-	-	17,173	17,173
Investment in SQ Arizona State - Lofts JV, LLC	30 March 2022	-	-	7,252	7,252
Total financial assets		-	-	57,905	57,905

There were no transfers between levels in the fair value hierarchy during the year ended 30 June 2024 (30 June 2023: nil).

b. Fair value measurements using significant unobservable inputs (level 3)

The following table presents the movement in level 3 instruments for the year ended 30 June 2024:

	Investment in The Edge US\$'000	Investment in Clemson US\$'000	Investment in Georgia State US\$'000	Investment in Mississippi portfolio US\$'000	Investment in Arizona State US\$'000	Total US\$'000
Opening balance – 1 July 2022	8,827	9,251	14,652	15,373	6,608	54,711
Gains/(losses) recognised in the statement of comprehensive income	(282)	1,532	(500)	1,800	644	3,194
Closing balance – 30 June 2023	8,545	10,783	14,152	17,173	7,252	57,905
Gains/(losses) recognised in the statement of comprehensive income	(2,070)	3,277	(2,934)	3,106	1,119	2,498
Closing balance – 30 June 2024	6,475	14,060	11,218	20,279	8,371	60,403

4. Fair value measurements (continued)

Valuation inputs and relationships to fair value

The following table summarises the quantitative information about the significant unobservable inputs used in the level 3 fair value measurements.

Description	Fair value US\$'000	Unobservable inputs	Range of probability- weighted average	Relationship of unobservable inputs to fair value
As at 30 June 2024				
Investment in SQ Texas Tech - The Edge JV, LLC	6,475	Capitalisation rate	5.00%-5.50%	Increased/ (decreased) of capitalisation rate by +/- 0.25% would increase/(decrease) fair value between US\$0.7m and US\$1.4m
		Stabilised occupancy	92%	
		Net operating income	US\$1.4m per annum	
Investment in SQ Clemson I JV, LLC	14,060	Capitalisation rate	5.75% - 6.00%	Increased/ (decreased) of capitalisation rate by +/- 0.25% would increase/(decrease) fair value between US\$1.3m and US\$1.4m
		Stabilised occupancy	99%	
		Net operating income	US\$1.9m per annum	
Investment in SQ Georgia State I JV, LLC	11,218	Capitalisation rate	5.50% - 6.00%	Increased/ (decreased) of capitalisation rate by +/- 0.25% would increase/(decrease) fair value between US\$1.3m and US\$1.6m
		Stabilised occupancy	92%	
		Net operating income	US\$2m per annum	
Investment in SQ Mississippi Portfolio JV, LLC	20,279	Capitalisation rate	5.25%-6.00%	Increased/ (decreased) of capitalisation rate by +/- 0.25% would increase/(decrease) fair value between US\$1.7m and US\$1.8m
		Stabilised occupancy	96% - 98%	
		Net operating income	US\$2.2m per annum for the portfolio	
Investment in SQ Arizona State - Lofts JV, LLC	8,371	Capitalisation rate	5.50%-5.75%	Increased/ (decreased) of capitalisation rate by +/- 0.25% would increase/(decrease) fair value between US\$0.8m and US\$0.9m
		Stabilised occupancy	97%	
		Net operating income	US\$1.1m per annum	

4. Fair value measurements (continued)

Valuation inputs and relationships to fair value (continued)

Description	Fair value US\$'000	Unobservable inputs	Range of probability- weighted average	Relationship of unobservable inputs to fair value
As at 30 June 2023				
Investment in SQ Texas Tech - The Edge JV, LLC	8,545	Capitalisation rate	5.00%-5.50%	Increased/ (decreased) of capitalisation rate by +/- 0.25% would increase/(decrease) fair value between US\$1.2m and US\$1.4m
		Stabilised occupancy	93%	
		Net operating income	US\$1.3m per annum	
Investment in SQ Clemson I JV, LLC	10,783	Capitalisation rate	5.00% – 5.25%	Increased/ (decreased) of capitalisation rate by +/- 0.25% would increase/(decrease) fair value between US\$1.3m and US\$1.4m
		Stabilised occupancy	98%	
		Net operating income	US\$1.5m per annum	
Investment in SQ Georgia State I JV, LLC	14,152	Capitalisation rate	5.35% – 5.85%	Increased/ (decreased) of capitalisation rate by +/- 0.25% would increase/(decrease) fair value between US\$1.6m and US\$1.7m
		Stabilised occupancy	95%	
		Net operating income	US\$2.1m per annum	
Investment in SQ Mississippi Portfolio JV, LLC	17,173	Capitalisation rate	5.45% – 5.95%	Increased/ (decreased) of capitalisation rate by +/- 0.25% would increase/(decrease) fair value between US\$0.2m and US\$0.6m
		Stabilised occupancy	96% – 97%	
		Net operating income	US\$2.1m per annum for the portfolio	
Investment in SQ Arizona State - Lofts JV, LLC	7,252	Capitalisation rate	5.00% – 5.50%	Increased/ (decreased) of capitalisation rate by +/- 0.25% would increase/(decrease) fair value between US\$0.8m and US\$0.9m
		Stabilised occupancy	97%	
		Net operating income	US\$0.9m per annum	

Any change in the fair value of the investments will have a direct impact in the fair value gain or loss in the statement of comprehensive income.

There were no significant inter-relationships between unobservable inputs that materially affect fair values.

The carrying value of cash and cash equivalents, receivables and payables approximate their fair values due to their short-term nature.

Net assets attributable to unit holders' carrying value differs from its fair value (deemed to be redemption price for individual units) due to differences in valuation inputs. This difference is not material in the current or prior reporting periods.

5. Financial assets at fair value through profit or loss

	Year ended	
	30 June 2024 US\$'000	30 June 2023 US\$'000
Investment in SQ Texas Tech -The Edge JV, LLC	6,475	8,545
Investment in SQ Clemson I JV, LLC	14,060	10,783
Investment in SQ Georgia State 1 JV, LLC	11,218	14,152
Investment in SQ Mississippi Portfolio JV, LLC	20,279	17,173
Investment in SQ Arizona State - Lofts JV, LLC	8,371	7,252
Total financial assets at fair value through profit or loss	60,403	57,905

6. Net assets attributable to unit holders - equity

Under AASB 132 *Financial Instruments: Presentation*, puttable financial instruments meet the definition of a financial liability to be classified as equity where certain criteria are met. The Fund shall classify a financial instrument as an equity instrument from the date when the instrument has all the features and meets the conditions set out in Note 2c. The Fund's units are classified as equity as they meet the definition of a financial instrument to be classified as equity.

Movements in the number of units and net assets attributable to unit holders during the year were as follows:

	Year ended			
	30 June 2024		30 June 2023	
	Units '000	US\$'000	Units '000	US\$'000
Ordinary units - fully paid				
Opening balance	55,541	58,721	55,541	56,622
Distribution paid	-	(927)	-	(2,223)
Currency translation reserve	-	26	-	(46)
Profit/(loss) for the year	-	2,815	-	4,368
Closing balance	55,541	60,635	55,541	58,721

As stipulated within the Fund's Constitution, each unit represents a right to an individual share in the Fund and does not extend to a right in the underlying assets of the Fund. In addition, the unit holders have a right to a request for a redemption of the units annually. The redemptions are capped at 5% of NAV.

7. Distributions to unit holders

The distributions declared during the year were as follows:

	Year ended 30 June 2024	
	US\$'000	CPU
August 2023	361	0.6498
November 2023	161	0.2900
February 2024	222	0.3999
May 2024	183	0.3287
Total distributions	927	1.6684

	Year ended 30 June 2023	
	US\$'000	CPU
August 2022	585	1.0531
November 2022	432	0.7774
February 2023	609	1.0963
May 2023	597	1.0755
Total distributions	2,223	4.0023

8. Cash and cash equivalents

	As at	
	30 June 2024 US\$'000	30 June 2023 US\$'000
Cash at bank	300	916
Total cash and cash equivalents	300	916

9 Reconciliation of profit/(loss) to net cash inflow/(outflow) from operating activities

a. Reconciliation of profit/(loss) to net cash inflow/(outflow) from operating activities

	Year ended	
	30 June	30 June
	2024	2023
	US\$'000	US\$'000
Profit/(loss) for the year	2,815	4,368
Net gains on financial instruments at fair value through profit or loss	(2,498)	(3,194)
Net change in receivables	5	29
Net change in payables	(37)	(36)
Net cash inflow/(outflow) from operating activities	285	1,167

10. Receivables

	As at	
	30 June	30 June
	2024	2023
	US\$'000	US\$'000
GST receivable	-	6
Other receivables	2	1
Total receivables	2	7

11. Payables

	As at	
	30 June	30 June
	2024	2023
	US\$'000	US\$'000
Custody and administration fees	23	13
Audit fees	21	46
Responsible Entity fees	24	-
Tax advisory fees	2	5
Withholding tax fees	-	12
Other fees	-	31
Total payables	70	107

12. Remuneration of auditors

During the year the following fees were paid or payable for services provided by the auditors of the Trust:

	Year ended	
	30 June	30 June
	2024	2023
	AU\$	AU\$
BDO Audit Pty Ltd		
<i>Audit and other assurance services</i>		
Audit and review of financial statements	107,000	113,500
Total remuneration for audit and other assurance services	107,000	113,500
Total remuneration of BDO	107,000	113,500
PricewaterhouseCoopers		
<i>Audit and other assurance services</i>		
Audit of compliance plan	2,400	2,345
Total remuneration for audit and other assurance services	2,400	2,345
Total remuneration of PricewaterhouseCoopers	2,400	2,345

The auditors' remuneration is borne by the Fund. Fees are stated exclusive of GST.

13. Related party transactions

The Responsible Entity of the Fund is Equity Trustees Limited (ABN 46 004 031 298) (AFSL 240975). Accordingly, transactions with entities related to Equity Trustees Limited are disclosed below.

The Responsible Entity has contracted services to Auctus Asset Management Pty Ltd to act as Investment Manager for the Fund and Mainstream Fund Services Pty Ltd to act as Custodian and Administrator for the Fund. The contracts are on normal commercial terms and conditions.

(a) Key management personnel

i. Directors

Key management personnel include persons who were directors of Equity Trustees Limited at any time during or since the end of the financial year and up to the date of this report.

Philip D Gentry	Chairman (resigned 6 June 2024)
Michael J O'Brien	Chairman (appointed 6 June 2024)
Russell W Beasley	
Mary A O'Connor	
David B Warren	
Andrew P Godfrey	(appointed 1 May 2024)

ii. Other key management personnel

There were no other key management personnel with responsibility for planning, directing and controlling activities of the Fund, directly or indirectly during the reporting period.

(b) Transactions with key management personnel

There were no transactions with key management personnel during the reporting period.

(c) Key management personnel unit holdings

Key management personnel did not hold units in the Fund as at 30 June 2024 (30 June 2023: nil).

(d) Key management personnel compensation

Key management personnel are paid by EQT Services Pty Ltd. Payments made from the Fund to the Responsible Entity do not include any amounts attributable to the compensation of key management personnel.

(e) Key management personnel loan disclosures

The Fund has not made, guaranteed or secured, directly or indirectly, any loans to the key management personnel or their personally related entities at any time during the reporting year.

(f) Other transactions within the Fund

No key management personnel have entered into a material contract with the Fund during the reporting year and there were no material contracts involving management personnel's interests existing at year end.

(g) Responsible Entity fees, Investment Manager's fees and other transactions

Under the terms of the Fund's Constitution and the Product Disclosure Statement for the Fund, the Responsible Entity and the Investment Manager are entitled to receive management fees.

The transactions during the reporting period and amounts payable at period end between the Fund, the Responsible Entity and the Investment Manager were as follows:

	30 June	30 June
Management fees for the year	885,675	876,900
Responsible Entity fees for the year	54,197	26,253
Responsible Entity fees payable at year end	23,813	-

For information on how management fees are calculated please refer to the Fund's Information Memorandum.

13. Related party transactions (continued)

(h) Related party unit holdings

Parties related to the Fund (including Equity Trustees Limited, its related parties and other schemes managed by Equity Trustees Limited and the Investment Manager) hold units in the Fund as follows:

Unit holder As at 30 June 2024	Number of units held opening	Number of units held closing	Interest held	Number of units acquired	Number of units disposed	Distributions paid/payable by the Fund
Auctus Investment Holdings Pty Ltd	4,500,000	4,920,000	8.86%	420,000	-	123,389
Unit holder As at 30 June 2023						
Auctus Investment Holdings Pty Ltd	4,417,000	4,500,000	8.10%	83,000	-	150,318

14. Events occurring after the reporting period

No significant events have occurred since the end of the year which would impact on the financial position of the Fund as disclosed in the statement of financial position as at 30 June 2024 or on the results and cash flows of the Fund for the year ended on that date.

15. Contingent assets and liabilities and commitments

There were no outstanding contingent assets, liabilities or commitments as at 30 June 2024 and 30 June 2023.

Directors' declaration

In the opinion of the directors of the Responsible Entity:

- (a) The financial statements and notes set out on pages 6 to 25 are in accordance with the *Corporations Act 2001*, including:
 - i. complying with Australian Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
 - ii. giving a true and fair view of the Fund's financial position as at 30 June 2024 and of its performance for the year ended on that date.
- (b) There are reasonable grounds to believe that the Fund will be able to pay its debts as and when they become due and payable.
- (c) Note 2a confirms that the financial statements also comply with the International Financial Reporting Standards as issued by the International Accounting Standards Board.

This declaration is made in accordance with a resolution of the directors of Equity Trustees Limited through a delegated authority given by Equity Trustees Limited's Board.

The directors have been given the declarations required by s.295A of the *Corporations Act 2001*.

Signed in accordance with a resolution of the directors of the Responsible Entity made pursuant to s.295(5) of the *Corporations Act 2001*.



Andrew P Godfrey
Director

Melbourne
25 September 2024

INDEPENDENT AUDITOR'S REPORT

To the unitholders of US Student Housing Growth & Income Fund (formerly US Student Housing REIT)

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of US Student Housing Growth & Income Fund (the 'Fund'), which comprises the statement of financial position as at 30 June 2024, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial report, including material accounting policy information and the directors' declaration.

In our opinion the accompanying financial report of the Fund is in accordance with the *Corporations Act 2001*, including:

- (i) Giving a true and fair view of the Fund's financial position as at 30 June 2024 and of its financial performance for the year ended on that date; and
- (ii) Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report. We are independent of the Fund in accordance with the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

The directors of Equity Trustees Limited (the Responsible Entity) are responsible for the other information. The other information comprises the information in the Fund's Directors report for the year ended 30 June 2024, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.



In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the Financial Report

The directors of the Responsible Entity are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Fund's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Fund or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website (<http://www.auasb.gov.au/Home.aspx>) at:

http://www.auasb.gov.au/auditors_responsibilities/ar4.pdf

This description forms part of our auditor's report.

BDO Audit Pty Ltd

BDO
A handwritten signature in blue ink, appearing to read 'Salim Biskri', written over the BDO logo.

Salim Biskri
Director

Melbourne, 25 September 2024