

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme

US Masters Residential Property Fund

ACN/ARSN

ARSN 150 256 161

**1. Details of substantial holder(1)**

Name

Samuel Terry Asset Management Pty Ltd ("STAM") aff Samuel Terry Absolute Return Fund

ACN/ARSN (if applicable)

STAM ACN: 108 611 785

There was a change in the interests of the  
substantial holder on

/ / 3/1/23

The previous notice was given to the company on

/ / 15/12/22

The previous notice was dated

/ / 15/12/22

**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary units	31,518,360	7.9%	81,954,100	10.9%
Convertible Step-up Prefs	246,028		0	

**3. Changes in relevant interests**

See Annexure B

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected

**4. Present relevant interests**

See Annexure A

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes

**5. Changes in association**

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

N/A

Name and ACN/ARSN (if applicable)	Nature of association

**6. Addresses**

The addresses of persons named in this form are as follows:

See Annexure C

Name	Address

**Signature**

print name Ouafaa Karim

capacity Company Secretary

sign here



date / / 5-1-23

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Samuel Terry Asset Management Pty Ltd (“STAM”)

ACN: 108 611 785

[www.samuelterry.com.au](http://www.samuelterry.com.au)

Annexures to Form 604  
US Masters Residential Property Fund  
ARSN 150 256 161

**Annexure A**

Holder of Relevant Interest	Registered holder of securities	Person Entitled to be Registered as Holder	Nature of Relevant Interest	Number and class of securities
STAM as trustee for Samuel Terry Absolute Return Fund (“ <b>STAR Fund</b> ”)	JP Morgan Nominees Australia Ltd (“ <b>JPM</b> ”)	JPM as sub-custodian of STAR Fund	Relevant interest pursuant to Section 608(1), STAM controls the securities as trustee of, and by virtue of a management agreement with STAR Fund.	81,954,100 Ordinary units

**Annexure B**

**Table 1 – Convertible Step-Up Pref Units (CPN’s)**

Holder of relevant interest	Date	Nature of acquisition	Consideration (cash)	Number of CPN’s
STAM atf STAR Fund	28-Dec-22	Transfer of registered holder from STAM atf STAR fund to JPM as sub custodian for STAM atf STAR Fund.	N/A	246,028
STAM atf STAR Fund	3-Jan-23	Conversion of CPN’s to Ordinary units	N/A	246,028

**Table 2 – Ordinary units**

Holder of relevant interest	Date	Nature of acquisition	Consideration (cash)	Number of Ordinary Units and votes
STAM atf STAR Fund	28-Dec-22	Transfer of registered holder from STAM atf STAR fund to JPM as sub custodian for STAM atf STAR Fund.	N/A	31,518,360
STAM atf STARR Fund	3-Jan-22	Conversion of CPN’s to Ordinary units	N/A	50,435,740

**Annexure C**

**Addresses**

- STAM, STAM ATF STAR Fund: PO Box R1743, Royal Exchange 1225.
- JP Morgan Nominees Ltd – 85 Castlereagh St Sydney NSW 2000.

**This page comprises the Annexures A, B and C referred to in Form 604, Notice of change of substantial shareholders interest**



Ouafaa Karim – Company Secretary 5 Jan 2023.