

ASX ANNOUNCEMENT: RCU

16 June 2011

**REAL ESTATE CAPITAL PARTNERS USA PROPERTY TRUST (RCU)
NEW FEE STRUCTURE**

ASX CODE: RCU

ARSN 114 494 503

Real Estate Capital Partners Management Pty Limited as Investment Manager of the Real Estate Capital Partners USA Property Trust ARSN 114 494 503 (ASX: RCU) confirms the fee structure for RCU for the year ending 30 June 2012

The Investment Manager previously announced that it was in the process of restructuring its fees for acting as the Investment Manager of RCU with the effect of reducing the base management fee and providing for a performance based deferred management fee.

The Investment Manager announces that with effect from 30 days after this announcement the following management and transaction fees will be charged for the year ending 30 June 2012.

Fees chargeable

Fee type	Rate	When charged
Management fee comprising: Responsible Entity Fee	0.08% of gross assets of RCU	The fee is calculated and paid each month
Investment Manager Fee	Overall fee capped at 4% of gross revenue comprising: <ul style="list-style-type: none"> • Base Management Fee being the lower of the capped amount and \$1.5 million per annum • Deferred Management Fees being 15% of any outperformance of actual operating earnings for the year ending 30 June 2012 over forecast operating earnings under the entitlements issue offered in March 2011 ("Entitlements Offer") (subject to cap) 	Calculated and paid each month The Deferred Management Fee will only be charged if the following tests are satisfied: <ol style="list-style-type: none"> 1. at any time during the year ending 30 June 2012 the gap between the Issue Price under the Entitlements Offer and NTA is reduced by at least 60%, measured by the NTA per Issued Unit immediately following completion of the Entitlements Offer and the unit price which is the average volume weighted average price for RCU units over 10 trading days; and 2. at least 80% of operating earnings for the year ending 30 June 2012 are distributed

Fee type	Rate	When charged to unitholders
Property Due Diligence Fee	0.275% of the purchase price of an interest in real property	The Property Due Diligence Fee will only be charged if the assets acquired, after calculating the cost of the asset acquired plus transaction costs and the cost of funding, do not reduce the forecast returns under the Entitlements Offer
Property Acquisition Fee	1.10% of the purchase price of an interest in real property	The Property Acquisition Fee will only be charged if the assets acquired, after calculating the cost of the asset acquired plus transaction costs and the cost of funding, do not reduce the forecast returns under the Entitlements Offer
Property Sale Fee	1.10% of the sale price of the asset that comprises an interest in real estate	Sale price must exceed the cost of acquiring the asset and the sale, after taking into account all transaction costs, must not result in a reduction of forecast returns under the Entitlements Offer
Debt Arrangement Fee	0.55% of the debt arranged to fund the acquisition of new properties	Not to be charged for any debt arranged during the year ending 30 June 2012
Hedging Arrangement Fee	0.55% of the time weighted average amount of the income of the Trust	Not to be charged for any hedge arranged during the year ending 30 June 2012

How are these fees different from fees chargeable prior to this announcement?

Fee type	How different
Investment Manager Fee	The new fee cannot exceed the fee chargeable before the change. Part of the fee is dependent on the income returns being above forecast returns under the Entitlements Offer and is conditional on distributions being made and NTA gap being reduced
Property Due Diligence Fee and Property Acquisition Fee	The Investment Manager is only entitled to charge these fees if the acquisition is accretive to returns
Property Sale Fee	The Investment Manager is only entitled to charge this fee if the sale is accretive to returns
Debt Arrangement Fee and Hedging Arrangement Fee	Not to be charged for any debt or hedge arranged during the year ending 30 June 2012
Responsible Entity Fee	No change

For further information, please contact:

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