



SAMUEL TERRY
ASSET MANAGEMENT

Australian Financial Services License number 278294

Samuel Terry Asset Management opposes appointment of K2 as RE of URF

2nd June 2023

Samuel Terry Asset Management Pty Ltd as trustee of the Samuel Terry Absolute Return Fund (**Samuel Terry**) is the largest unitholder in the US Masters Residential Property Fund (**URF**), owning 12.7% of the units in URF.

On 15 May 2023, E&P Investments Limited (ACN 152 367 649 | AFSL 410 433) (**E&PIL**) in its capacity as responsible entity (**RE**) of URF, announced an extraordinary meeting of URF unitholders to be held on 19 June 2023 (**the EGM**). At that meeting, unitholders will be asked to vote on a proposal to appoint K2 Asset Management Ltd (**K2**) as responsible entity for the Fund, replacing E&PIL (**K2 Proposal**).

After careful consideration and consultation with other large unitholders of URF, Samuel Terry has concluded that the K2 Proposal is not in the best interests of URF unitholders and intends to vote against the K2 Proposal at the EGM. Further, Samuel Terry understands that several other large unitholders of URF are likely to vote against the K2 Proposal. Consequently, Samuel Terry believes it is unlikely that the K2 Proposal will be approved by URF unitholders.

Samuel Terry is opposed to the K2 Proposal because it believes that URF unitholders would be much better served by having an RE who is only accountable to URF unitholders and is overseen by a group of URF unitholders.

If the K2 proposal is rejected, Samuel Terry intends to work with the directors of E&PIL and other large unitholders of URF on a proposal to create an internalised RE of URF, which would be stapled to existing URF units. URF unitholders would become owners of the RE, able to vote for directors of the RE and attend annual meetings of the RE company.

Samuel Terry wishes to acknowledge the work that the directors of E&PIL have undertaken to date in implementing the current strategy for URF. Samuel Terry hopes and expects the internalised responsible entity will continue to adopt that strategy.

Samuel Terry firmly believes that its internalisation proposal has the potential to deliver a far superior outcome for URF unitholders than the K2 Proposal.

I invite URF unitholders to contact me to discuss URF and its future on 02 9066 9240.

Fred Woollard

Managing Director