

Monthly Update

Positively affecting the unit price during the month of May was the net 0.70% increase across the portfolio in the total book value of Bridge Seniors II Investment assets recorded for Q1. Negatively affecting the unit price during the month of May was the 1.39% increase in the value of the Australian dollar against the USD dollar from US\$0.6547 to US\$0.6638. The Fund does not hedge currency exposure.

The Unit Price reflects the Q1 Underlying Fund Net Asset Values as at 31 March 2020.

Performance (Net of Fees)

Ordinary Unit Class as at 31 May 2020
 Based upon underlying fund data as at 31 March 2020

1 month	3 months	6 months	1 year	3 years (p.a)	Inception (p.a)
-0.75%	-2.85%	1.61%	5.58%	2.14%	2.48%

Unit Price as at 31 May 2020	
Unit price (excluding FITOs)	\$1.4207
Est. FITOs	\$0.0027
Unit price plus est. FITOs	\$1.4234

Asset Allocation as at 31 May 2020	
Cash AUD	0.17%
Cash USD	14.01%
Investments USD	85.82%

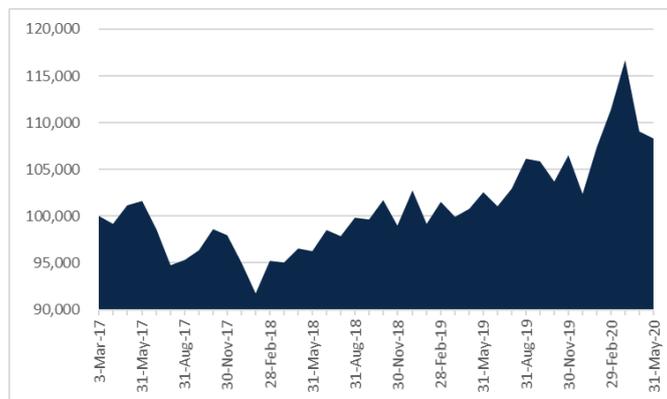
Returns including FITOs* (Net of Fees)

Since Inception Annualised (p.a)	Net excluding FITOs	Net including FITOs
30 June 2019	0.48%	0.53%
30 June 2018	1.13%	1.17%

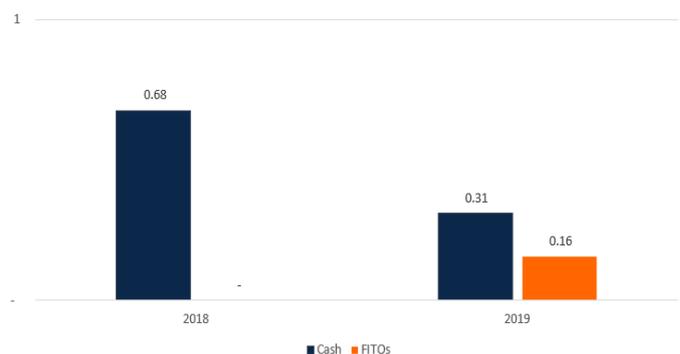
*Foreign Income Tax Offsets

Monthly Unit Price Movement Breakdown	
Underlying investments (incl. cash and distributions)	0.70%
Foreign exchange	-1.37%
Fees and expenses	-0.08%
Total Movement	-0.75%

Growth of AU\$100,000 Investment*



Distribution CPU



Past performance is not an indicator of future performance

*Performance and Growth table and chart are based on an investment made at the Fund's first issuance of units in 3rd March 2017 at \$1.3220 per unit and includes Unit Price growth from commencement of NAV based unit pricing following completion of capital raising in November 2017. Unit Price and performance do not include the value of Foreign Income Tax Offsets (FITOs) which have been distributed in addition to cash. Individual investor performance will vary according to the Application Price at which they were issued Units in the Fund, which in turn was based upon the AUD / USD exchange rate applicable on the day that an investment is accepted.

Fund Details

Fund Size (AUDm):	\$71.83m
APIR Code:	ETL1507AU
Commencement:	17 February 2017
Zenith Research Rating:	Recommended (Original rating, now lapsed as closed)
Unit Price:	\$1.4207
Distribution Frequency:	Annually as at 30 June
Application Status:	CLOSED

Fund Manager:	Spire Capital Pty Limited
Investment Manager:	Bridge Investment Group, LLC
Responsible Entity:	Equity Trustees Limited
Base Management Fee:	0.60% p.a. x NAV
Underlying Fees:	2% of committed equity
Underlying Performance Fee:	20% of realised profits after an 8% preferred return is paid to Limited Partners.
Liquidity:	Nil - Closed-ended fund

Q1 2020 Investor Letter from Bridge Investment Group

Note: All dollar amount and performance returns quoted are US Dollar denominated.

Thank you for your support of Bridge Seniors II Funds (“Bridge Seniors II” or the “Partnerships”). We are pleased to share with you the CIO Quarterly Report for the period ending March 31, 2020.

Observations on the Ongoing Impacts of COVID-19 on the Economy and Commercial Real Estate Markets

Traditionally, at each quarter end we report on conditions informing our investment decisions and investment activities from the preceding quarter. However, Bridge recognizes that in these extraordinary times, reporting on the present is equally important.

First and foremost, we want to highlight Bridge’s actions with respect to our constituencies: our residents, tenants, and employees. Our employees are the Bridge family, and without these frontline heroes we would not enjoy our successes nor have the confidence in our ability to weather turbulent times. We have implemented best practices of working remotely, enhanced protocols around sanitization, social distancing, and other safety measures. We have committed to all of our employees that there will be no layoffs or terminations due to the COVID-19 pandemic and that all Bridge colleagues can work hard knowing that our Company is standing firmly behind them. When we emerge from this disruption, we expect that our opportunities will be greater than before, and we have ensured that our Company remains poised to capture opportunities as they emerge. We are already seeing some “green shoots” of opportunity across our verticals.

We have made deep commitments as well to residents in our multifamily and seniors housing communities via the Bridge Cares: COVID-19 Relief Fund. Bridge has allocated over \$1.5 million in financial support for our multifamily and seniors housing residents affected by COVID-19. Bridge has also implemented the Bridge COVID-19 Financial Hardship Assistance Program to aid our multifamily residents through flexible rent plans and assistance to food and other resources available in their local areas. And in times when we read media reports of property managers taking caustic actions towards their residents, we believe in the purposefulness of our actions and recognize that the Bridge brand will be stronger as a result of our commitments to our residents and communities.

We are beginning to understand the potential depths of a U.S. recession. The headline Q1 2020 GDP figure released on April 29, 2020 reveals how swiftly the impacts of COVID-19 changed the U.S. economy, with a negative 4.8% seasonally adjusted annual growth rate. The U.S. Congressional Budget Office (‘CBO’) expects that the downturn will be sharp but brief, forecasting the change in the annual rate for Real GDP at negative 39.6% in Q2 2020 and rebounding to positive 23.5% in Q3 2020.ⁱ The Bureau of Labor Statistics (‘BLS’) put April’s official unemployment rate at 14.7%. However, the BLS noted that due to data classification errors, the actual unemployment rate may be as many as five percentage points higher (BLS policy accepts unemployment surveys as recorded and will not restate the official unemployment). In the same report, the BLS reduced the U.S. labor force count to 156.5 million in April, which is a reduction of 8 million individuals since February 2020. As a result, the labor force participation rate is at a low not seen since January 1973.ⁱⁱ The CBO expects that official unemployment will increase to 15.8% through Q3 2020 before decreasing to 11.7% in Q4 2020; however, the CBO has a challenging outlook for 2021 and anticipates the unemployment rate will remain high at 11.5% through 2021.ⁱⁱⁱ Bridge’s internal estimates highlight a more severe employment situation currently, and we estimate that unemployment exceeds 23.5% as of the week ending May 9, 2020.^{iv} These are truly unusual times in which the rapid deterioration of conditions require tracking weekly estimates to reveal the scale of turmoil in employment conditions.

The negative economic outlook is central to the debate as to whether some parts of the U.S. are ready to ease social distancing protocols including safer-at-home and stay-at-home mandates. State and local economies are experiencing unprecedented levels of unemployment, and the rate at which this disruption has occurred has revealed the strong relationship between the health of the U.S. economy and the active participation of the American consumer. A number of states with a pronounced Bridge presence—including Georgia, Florida, Utah, Colorado, and Texas—are, or are making strides towards, opening up. More states will follow as we enter mid-2020, which will result in a gradual revival of activity in high-value industries including construction and manufacturing while also expanding personal care services, financial services, and retail. Industries such as leisure, hospitality, travel, and entertainment are more difficult to predict, but a certainty across the board is that there will be new protocols for the conduct of business and public life. Ultimately, how robust of a recovery we will see is a question of U.S. consumer confidence, which prior to the current crisis had reached levels not seen since the late 1990s.^v

Amidst uncertainty about degrading economic conditions, we see reason for measured optimism in light of the scale of the U.S. Government’s response to the current crisis. The Federal Reserve, the White House, and Congress continue to administer targeted and discretionary relief to support the economy. In the short time since this crisis began, four fiscal rescue packages have been signed into law with the total support to the economy nearing \$3 trillion, or 13.8% of Q4 2019 Current Dollar GDP.^{vi} In addition, beginning in March 2020, we have seen the Fed take proactive, thoughtful actions in order to support the smooth functioning of the U.S. credit markets. The Fed has been able to effectively utilize its toolkit to provide liquidity, stability, and confidence to the market and to investors. The Fed reaffirmed its commitments at the conclusion of the April 2020 meetings, pledging “to using its full range of tools to support the flow of credit to households, businesses, and communities to counter the economic impact of the coronavirus pandemic and promote a swift recovery once the disruptions abate.”^{vii} Fed Chairman Powell called for additional action by Congress and the White House, noting that “the economy will need more support from all of us if the recovery is to be a robust one.”^{viii}

While we expect to see resilience of the U.S. real estate sector longer term, we are prepared to weather an economic slowdown in the short term as conditions degrade. Entering mid-Q2 2020, leasing has continued, but at a much slower rate, with leasing activity and showings at 50-60% of pre-COVID levels in the Seniors Housing sector. We have successfully transitioned to virtual touring, augmenting leasing activity at the asset level. Deal acquisition and sales activity has slowed significantly across all commercial real estate sectors. We expect to see impacts continue through at least the beginning of Q3 2020, with continued lower levels of leasing activity and lack of new debt liquidity. While we expect a modest recovery as states continue to open their economies, it is too early to predict the shape and strength of the recovery, and as such, we will continue to operate defensively with respect to our current holdings, maintaining liquidity, while continuing distributions.

Bridge is operating with caution across strategies and focusing on clear communications across each of our verticals to inform our investment decisions. We have also reached out to you and all investors with an early assessment of the impact of COVID-19 on March 12, 2020, more recently on April 16, 2020, and with a webinar scheduled on May 21st, 2020, continuing forward for as long as the crisis remains a factor in our investment decisions.

Views on the Seniors Housing Markets at Q1 2020 Quarter End and Subsequent Events

As 2020 began, the U.S. economy was in a different state. At the start of the quarter, the commercial real estate markets were benefiting from a growing U.S. economy, strong household formation rates, and steady job growth bolstered the domestic investment landscape for real estate assets. Bridge Target Markets evidenced particularly strong fundamentals on a relative basis, which were accretive to our activities, and an evolving financing environment brought new opportunities to strengthen returns. However, as the COVID-19 health crisis impacted the U.S. in March 2020, state and local governments initiated measures intended to reduce transmission of the virus ranging from school closures to restricting business activity to shelter-in-place mandates and safer-at-home guidelines. The cumulative effects have continued past quarter end, and the data below reflects a composite view of key indicators over the course of the quarter rather than a point-in-time view of the quarter end.

The seniors housing industry started to experience the impacts of COVID-19 late in the Q1 2020 and immediately implemented strict protocols to ensure the safety of the residents and staff. Our emphasis in ensuring the necessary protocols are in place will reduce move-ins resulting in a short-term decline in occupancy. Meanwhile, we have adapted to evolving conditions and are finding effective ways to market our communities, execute new leases, and admit new residents where appropriate. Our sales activity for Q1 2020 and into Q2 2020 is encouraging, and it validates the needs-based nature of the seniors housing service offering. We continue to witness strong market confidence in the care, safety, and high quality of life that service and care-enriched seniors housing communities provide.

It is important to point out that substantially all of Bridge Seniors Funds are invested in “private-pay” assisted living, memory care, and independent living communities. Unfortunately, media reports about the impacts of COVID-19 on Seniors fail to distinguish or prominently note that almost all of these reports relate to skilled nursing facilities. The media reports inaccurately link bad outcomes with the entire industry, when these outcomes primarily occur in select publicly funded long-term care and nursing home facilities. Nursing homes cater to higher acuity, often non-ambulatory, patient cohort with chronic disease, permanent illnesses, and often with hospice care. In particular, facilities relying on Medicaid reimbursement (which our investments do not rely on) are dense with uninsured demographics and may lack the resources and proper staffing.

Private-pay seniors housing industry has done a superior job caring for our resident population during this unprecedented pandemic. The statistics continue to bear out in our own communities where less than 1.5% of our total resident population having contracted the COVID-19. Seniors Housing has proven to be an appropriate/desirable environment for the seniors cohort given the response we have taken to protect our resident populations and staff/care givers early on.

There are couple of takeaways that underscore these statements. First, we have not had any material resident move outs from our communities due to residents or their families feeling unsafe in our communities. Second, as of mid-May we now have well over 90 confirmed reservations and deposits for new resident move-ins for May and early June. We believe this is driven by the strong confidence the market at large has in the care, safety, and overall high quality of life that our residents benefit from living in a seniors housing community.

Furthermore, the outlook for seniors housing is favorable when considering market fundamentals. As it turns out, the impacts of COVID-19 are expected to benefit the industry when the associated health concerns moderate. These impacts are favorable to our investment thesis in three areas - lack of new market competition, durable cash flow as rent collections remain strong, and available labor as unemployment has sharply risen. We elaborate on each in sections below. Furthermore, Bridge’s portfolio and vertically integrated team positions us well to provide the highest level of quality care and standards of operations, as well as, maximize financial performance. As we have stated before, seniors housing is an operationally intense business. Those that approach the investment with the capabilities of a vertically integrated platform will have outsized opportunities and corresponding success. We believe this will be the case more than ever for Bridge Seniors II as we emerge from the COVID-19 crisis.

Supply and Demand. Occupancy has lagged over the past several years due to the delivery of outsized new supply between 2014 and 2017. The pace of delivery of new seniors housing in the top 99 NIC markets reached a peak in 2017 (Table 1.1) and began moderating in 2018. However, we are approaching a spike in 75+ year population growth, and in 2022 the annual change of this population increases to 5.6% compared to 3.0% for the preceding 5-year period. This growth is a strong indicator of future absorption and the stabilization of national occupancy. The first baby boomers will begin to turn 75 next year, with the 75+ year old population growing by 50% by 2030 and continuing to grow significantly for the next 20 to 30 years (Table 1.3).

One of the anticipated impacts of COVID-19 is significant reduction in available construction financing. This will result in a further decline of new supply during a time that demand is expanding at a substantial rate. We believe that this will result in the re-balance of supply and demand, which will likely accelerate as a result of COVID-19.

During Q1 2020, the absorption of seniors housing supply increased by 3.0%. Meanwhile construction starts continued declining from 7.3% in 2018 to 5.8% of inventory in Q1 2020. National assisted living occupancy fell back to 85% in Q1 2020 (Table 1.2). However, Bridge Seniors II captured an outsized share of occupancy growth as the portfolio increased occupancy 30 basis points, beating the national average. This continues the trend from 2019 whereby same store occupancy increased by over 3% to nearly 88% over the course of the year. As noted in prior CIO Quarterly Reports, the Bridge Seniors II portfolio’s occupancy level includes many value-add investments that are early in the harvesting cycle. Meanwhile, rent growth fell slightly to 2.4% annualized during Q1 2020, yet still ahead of the U.S. inflation rate of 1.5%, which is not detrimental to our leasing activities.

Table 1.1

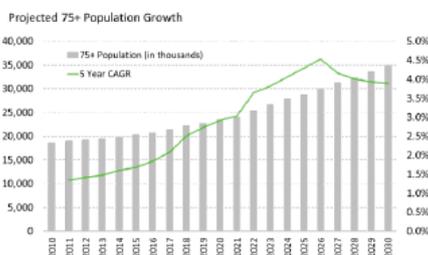


Table 1.2

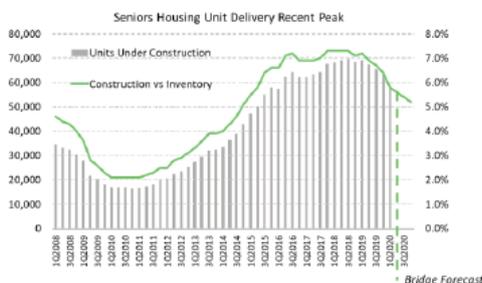


Table 1.3



Source: NIC Map Data Services

No collection issues indicates durable income. Bridge Seniors II has not experienced any decline in rent collections since the beginning of the COVID-19 crisis. Seniors Housing residents boast the most recession-proof, credit worthy tenants in the commercial real estate industry. Rent coverage for seniors is generated through home sales (asset spend down), social security, and pensions, which is immeasurable related to other asset classes. We see evidence of this across virtually every other asset class as tenants are willingly or unwillingly defaulting on rent payments, which further enhances the relative durability of cash flows for Seniors Housing during this economic downturn.

Labor. In the past several years and through the majority of Q1 2020, a strong employment market and growth in seniors housing supply created labor pressure that negatively impacted property level performance. Sourcing and retaining talent are not only key to resident satisfaction, but also to investment managers' profitability, because payrolls are the single largest property expense. Bridge has leveraged its vertically integrated operating model and resources such as a Chief Talent Officer to manage labor at all properties. This includes implementing efficient staffing models, controlling overtime and agency expenses as well as attracting top talent. Labor pressure will subside due to the impact COVID-19 has had on unemployment in other industries. Seniors housing is one of the few industries hiring, and Bridge is finding ways to recruit and train talent from other industries.

The vertical integration of Bridge Senior Living ("BSL") is now more advantageous than ever. The properties with the best operations – from clinical to sales and marketing – will emerge from this crisis first and stronger. As of March 2020, BSL is directly managing 25 Bridge-owned communities, 13 of which are in the 52 total Bridge Seniors II communities. BSL not only gives us direct control over key properties, but it is a differentiated resource to manage assets more effectively and ensure best practices across all owned properties.

Investment Activity & Operational Update

As of March 31, 2020, Bridge Seniors II Funds called 88% of the Partnerships' available capital for investments in 54 properties across 19 states which equates to approximately 6,300 units. These investments have a total capital allocation of over \$2.0 billion and include a blend of stabilized and value-add property profiles and were strategically added to the portfolio based on building quality (average age 7 years), market fundamentals, performance trends, and favorable projected returns.

There was one recent investment made in Q1 2020, as well as one disposition, as detailed below.

Q1 2020 Investment

- Harbor Chase of South Portland – new construction asset in Portland, ME, consisting of 123 Assisted Living and Memory Care units with a purchase price of \$2.6 million with \$43 million allocated for construction. The investment will be 87.5% owned by Bridge Seniors II and targets a stabilized cash-on-cash return of 14.7% and an asset-level 17.5% IRR.

Q1 2020 Disposition

- The Landing of Farmington sold on March 4, 2020, for \$43.5 million, generating a 27% IRR and 1.95x multiple.

Bridge Seniors II's portfolio experienced continued momentum in Q1 2020. We ended the quarter with a 30-basis point increase in portfolio occupancy and same store NOI growth of 4.2%. The quarter ending occupancy was 85.4%, including the lease-up investments acquired in Q4 2019. Occupancy in the "stabilized" subset of the portfolio was 95%, and the "value add" subset of the portfolio saw continued occupancy growth of 1.1% to end Q1 2020 at 77.7%. In preparing for valuations for this period, we have looked at the portfolio's significant performance improvement in 2019 and into 2020. Several asset valuations have increased due to occupancy growth and increasing stability. However, because the valuations include forward looking cash flow projections, COVID-19 has had a meaningful dampening impact on a majority of asset valuations. The average hold period for assets valued in this quarter is 1.8 years, which reflects the early stage of the fund's life with the investment period ending in March 2020. Additionally, it is important to note that 30% of called capital representing the 14 acquisitions made in Q4 2019 are being held at cost less fees and transactional costs. This conservative valuation methodology is reflected in the total net IRR, however we anticipate being through the "J-Curve" effect as all assets are marked to fair market value in Q2 2020.

As the portfolio matures, we will continue to draw on the seasoned capabilities of our vertically integrated operating platform (Bridge Senior Living) and experienced asset management team to maximize property performance. In recent weeks, most of our focus has been on resident safety and effective implementation of CDC protocols, as well as, additional best practices to prevent and control the exposure of COVID-19. Additionally, we are working within Bridge Senior Living and with our third-party partners to make the necessary changes to maintain NOI. One key initiative has been to implement a virtual tour program at each property so that prospective residents can see our properties. This has already had positive results.

As outlined in the End of Commitment Period Letter, dated March 23, 2020, we have identified investment alternatives that reach the Fund's targeted capital. Considering the uncertain outlook related to COVID-19, Bridge will take a balanced approach to new investments that considers liquidity and market timing.

We anticipate a capital call of approximately 4-5% to be sent in Q3 2020 to repay the outstanding balance on the line of credit and to fund other expenses and reserves, bringing Bridge Seniors II to approximately 92% called in current investments.

Investment Characteristics

- Targeted Strategy. In a response to market conditions, mainly new supply and labor pressure, the investment mix is more equally weighted to income and value-add. The income category of the strategy is performing well, and Bridge believes it has the potential for outsized returns.
- 7 Year Median Age. High caliber physical properties that are positioned for future rent growth and have the ability to withstand the threat of new competition.
- Top 100 Markets. Majority of the portfolio is located within the top 100 NIC markets.
- Prudent Leverage. The portfolio is prudently leveraged at 62% loan-to-purchase price and is covering debt service by over 2.5x.
- Vertical Integration. Bridge has vertically integrated operations and directly manages 35% of Bridge Seniors II assets.

Performance Metrics

- Occupancy. The portfolio was over 85% occupied at the end of Q1, which reflects value-add investments that are early in the lifecycle. Adjusting for the 15 properties in lease-up, the portfolio occupancy is 93%.
- NOI Growth. NOI increased by over 14% from acquisition to Q1 2020. This growth highlights the value creation in the lease-up and turnaround acquisitions. Assets in the "value-add" strategy have grown NOI by nearly 60% inception to date.
- Seasoning Phase. As value-add investments improve toward stabilization from 78% (current) to 93% occupancy (stabilized), they will incrementally contribute to distributable cash flow.
- Returns. The existing portfolio gross IRR is currently forecasted to be approximately 16.0%-17.0%, which is considered a favorable risk-adjusted return for a portfolio of this profile.

It is important to highlight that COVID-19 has significantly impacted the senior population, who have the most risk for poor outcomes. As of May 12th, 2020, less than 2% of residents in the portfolio have been diagnosed with COVID-19. In each of these cases, the individual was immediately placed in isolation and strict protocols are being followed to further reduce spreading risk.

We remain confident that our overall fund performance will be positive compared with overall Seniors Housing REITS and other competitive-set investors of 2017 vintage, as we all adjust to the COVID-19 impacts. We will continue to work hard to make improvements to optimize our investments and deliver positive returns to our investors by actively managing this portfolio. We appreciate your support as our Partner and look forward to future success.

With Best Regards,



Phillip Anderson
Chief Investment Officer
Bridge Seniors II Funds



Blake Peepers
Deputy Chief Investment Officer
Bridge Seniors II Funds

- i U.S. Congressional Budget Office. April 24, 2020. CBO's Current Projections of Output, Employment, and Interest Rates and a Preliminary Look at Federal Deficits for 2020 and 2021. Accessed on April 29, 2020 at <https://www.cbo.gov/publication/56335>.
- ii U.S. Department of Labor, Bureau of Labor Statistics. May 8, 2020. The Employment Situation – April 2020.
- iii U.S. Congressional Budget Office. May 19, 2020. Interim Economic Projections for 2020 and 2021. Accessed on May 20, 2020 <https://www.cbo.gov/publication/56351>.
- iv Bridge Investment Group Research. Data source: U.S. Department of Labor, Weekly Claims Report from March 26, 2020 through May 14, 2020.
- v Bridge Investment Group Research. Data source: The Conference Board as of April 28, 2020.
- vi Bridge Investment Group Research. Data source: U.S. Bureau of Economic Analysis. April 7, 2020. Gross Domestic Product by State: 4th Quarter and Annual 2019.
- vii Board of Governors of the Federal Reserve System. April 27, 2020 (Press Release). Federal Reserve Board announces an expansion of the scope and duration of the Municipal Liquidity Facility.
- viii Board of Governors of the Federal Reserve System. April 29, 2020 (Press Release). Transcript of Chair Powell's Press Conference. Accessed on April 30, 2020 at <https://www.federalreserve.gov/mediacenter/files/FOMCpresconf20200429.pdf>

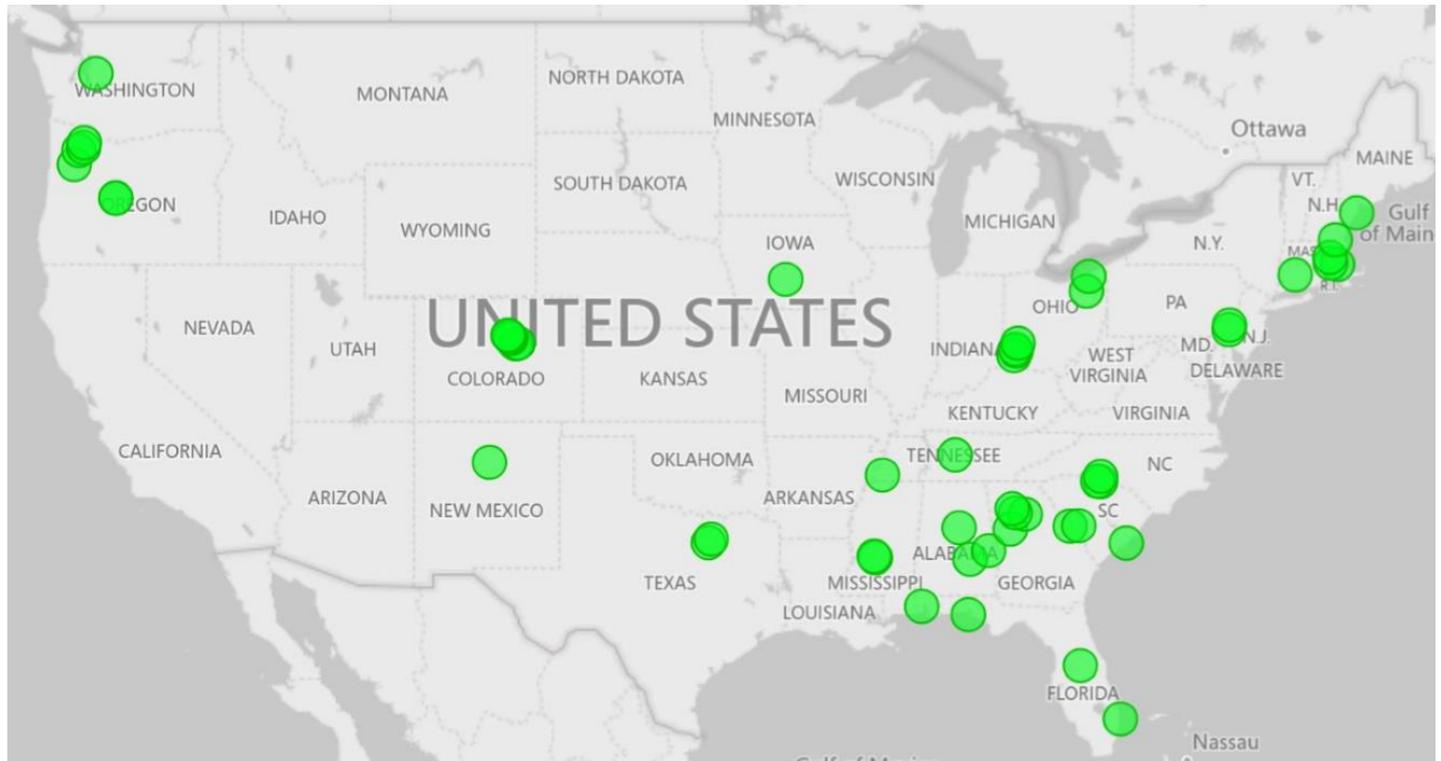
Fund Overview

The Fund was established in 2017 and acts as an unhedged Australian feeder fund into the assets of Bridge Seniors Housing & Medical Properties Fund II LP ("Bridge Seniors II"). Bridge Seniors II is a US\$1.05 billion (equity) "buy, fix, sell" private equity real estate fund, investing in value-add US seniors housing and medical properties. The Fund has a US\$49.5 million capital commitment to Bridge Seniors II, of which 88% has now been called and invested. The Fund owns a 6.21% share of a diversified current portfolio of 54 separate seniors housing assets located across 19 US states, providing a total of 6,300 seniors housing units. Bridge Seniors II's Investment Period will run until January 2020, during which the investment portfolio will continue to be aggregated. After this date Bridge Seniors II's Harvest Period will commence, during which portfolio assets will be sold, most likely via a portfolio sale, when the portfolio has been stabilised and value has been maximised.

Bridge Investment Group ("Bridge") is the US based Investment Manager of the Fund. Bridge is a specialist US real estate and real estate funds manager with over US\$18 billion in assets under management. Bridge is headquartered in Salt Lake City, Utah, with offices in New York, San Francisco and Orlando. Over the last 25 years Bridge has invested, managed and sold several billion dollars of property assets across all segments of the market. Bridge has a strong operating and property management platform, comprising over 2,600 management, leasing and facilities employees across the states in which assets are owned.

Regional Breakdown*

Bridge Seniors II Funds - 52 properties, 19 states



*Underlying Fund investments by Equity invested as at 31 March 2020

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