



USQ Core Real Estate Fund

Annual Report
March 31, 2021

Must be preceded or accompanied by a prospectus.

The USQ Core Real Estate Fund is distributed by Quasar Distributors LLC.

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March 31, 2021 (Unaudited)

Dear Shareholder,

I am pleased to write this semi-annual letter to you, highlighting the USQ Core Real Estate Fund's performance for the prior twelve months. In managing the Fund, Union Square Capital Partners seeks to provide shareholders with current income and capital appreciation with moderate volatility and low correlation to the broader markets. We believe the Fund continued to deliver in each of these four ways during the period ended March 31, 2021, and performed in line with our expectations. As a reminder, the Fund's private real estate allocation, which comprised approximately 95% of the Fund's portfolio over the period, is invested exclusively in private real estate funds that are constituents of the NCREIF Fund Index – Open-end Diversified Core Equity (the "NFI-ODCE").

Over the twelve months ended March 31, 2021, the Fund (USQIX) delivered a total return of 0.71% and paid dividends of 4.00% (approximately 1.00% quarterly). During the same period, broad-based equity markets delivered a 56.35% return (S&P 500), while publicly traded REITs delivered a 36.13% return (MSCI U.S. REIT). It should also be noted, however, that while these returns for the public equity markets over the six month time period seem impressive, they were after substantial losses in the first quarter of 2020. In Q1 2020, the S&P 500 TR index lost -19.60% while publicly traded REITs were down -27.24%. By contrast, USQIX posted a positive 0.94% return in Q1 2020 followed by a very minimal -1.74% in Q2 2020. This highlights the lack of correlation in the publicly traded markets and exemplifies why we believe it is important to have an allocation to private real estate.

The twelve month reporting period was like no other period we have ever experienced in modern times. The Covid-19 pandemic took hold and when the economy shut down in an effort to slow the spread it crippled businesses across the country. As the equity markets were plummeting during the first quarter of 2020 in response to this slowdown, the Federal Reserve and U.S. Treasury quickly responded and injected an unprecedented amount of stimulus into the economy. These measures helped equity markets recover in the following quarters as the economy re-opened and many people across the country learned to adapt to life with the virus. Additionally, science caught up and the U.S. now has three vaccines that were given emergency use authorization. The deployment of these vaccines seems to be working well in the U.S. as a fourth surge that many experts feared never materialized. At the time of this writing, the economy in the U.S. is gearing up for a full re-open by the summer and Covid-19 cases have been trending down.

Also, we cannot forget about the political turmoil the country faced over the last twelve months. While political posturing is nothing new for the markets, the controversy around the presidential election certainly added to the volatility. As the Biden administration took office in January, the country and financial markets were watching closely to see how the new President would react to the Covid-19 pandemic. To date, the administration's response seems to be working as vaccines have become readily available across the country and the Covid-19 cases, hospitalizations, and deaths have all declined. However, the Biden administration also announced another round of economic stimulus, and two additional bills that would cost taxpayers over \$6 trillion. These plans have started to make many market participants wonder if inflation will quickly spike as a result of this increase in government spending. As it stands today, it is still too early to tell, and any inflation we have seen has been written off as transitory and nothing more than supply-chain disruption as a result of the pandemic. The inflation picture and the Federal Reserve's response will be closely watched by investors over the next twelve months.

In regard to commercial real estate specifically, high quality commercial real estate held up very well in the recent downturn, as evidenced by the Fund's modest decline in the second quarter of 2020, while delivering a positive return for the year. As we anticipated, hotels, senior housing, and retail (specifically malls) suffered the worst declines during the period. Office properties also declined slightly as there was some uncertainty about future demand given many corporations implementation of work from home models. These concerns are quickly abating as many CEO's are announcing return to office plans by the end of 2021. It should also be noted that throughout the downturn, rent collections remained strong across the property types (except retail, specifically malls) which allowed the income return to all but offset any valuation declines. Furthermore, many industrial and multi-family properties actually experienced appreciation and we expect this continue for the foreseeable future. Most property types were not over-supplied and leverage was modest, especially within the NFI-ODCE funds, which had an average leverage ratio of 22% heading into the downturn. Furthermore, the occupancy rate in the NFI-ODCE was close to a record high at approximately 93%. Lastly, the NFI-ODCE has limited exposure to hotels and senior housing, and the retail exposure is just 13% (just 12% in the Fund) as of March 31, 2021 with a large portion of that retail exposure being necessity based (which is much more resilient than malls). These factors are largely the reason why the Fund did not suffer any large decline during the period.

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The Fund, through its investments in NFI-ODCE funds and no publicly traded REIT exposure, is well positioned for this environment and comprises a portfolio of the highest quality private real estate. During the recent downturn, the Fund provided strong correlation benefits, delivered a consistent dividend, and has demonstrated its worth in a well-diversified portfolio. Additionally, if inflation does pick up, commercial real estate has historically been a great hedge and provides an attractive yield.



Thomas Miller
Chief Investment Officer, Union Square Capital Partners

This letter represents the opinions of the Fund's management and are subject to change, are not guaranteed and should not be considered recommendations to buy or sell any security. The information provided is not intended to be, and is not, a forecast of future events, a guarantee of results, or investment advice.

Performance as of 3/31/2021

	QTD	YTD	Annualized Total Return			
			1 Yr	3 Yr	5 Yr	Since Inception 9/27/2017
Class I Shares: USQIX	1.46%	1.46%	0.71%	3.67%	N/A	3.90%
S&P 500 TR	6.17%	6.17%	56.35%	16.78%	16.29%	16.22%
Bloomberg Barclays U.S. Agg. Bond Index TR	-3.37%	-3.37%	0.71%	4.65%	3.10%	3.67%
MSCI U.S. REIT NR Index	8.50%	8.50%	36.13%	8.18%	4.02%	4.85%
NFI-ODCE NR	1.89%	1.89%	1.47%	3.96%	5.26%	4.51%

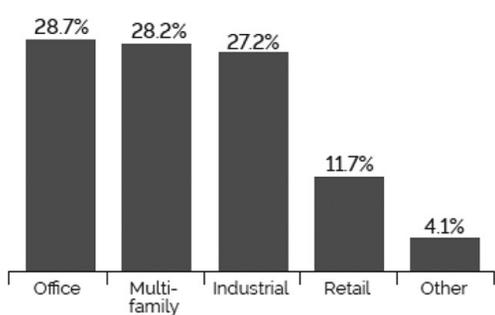
Portfolio Allocation (as of 4/1/2021)

Private Funds	Weighting
Clarion Lion Properties Fund	11.8%
Smart Markets Fund	8.8%
Madison Core Property Fund	8.8%
BlackRock US Core Property Fund	6.6%
CBRE U.S. Core Partners	6.4%
GWL U.S. Property Fund	5.0%
Bailard Real Estate Investment Trust	4.9%
U.S. Real Property Income Fund	4.7%
American Core Realty Fund	4.5%
Barings Core Property Fund	4.4%
PRISA	4.4%
U.S. Real Estate Investment Fund	4.2%
TA Realty Core Property Fund	4.0%
ASB Allegiance Real Estate Fund	3.5%
RREEF America REIT II	2.3%
BGO Diversified US Property Fund	2.1%
MetLife Core Property Fund	2.1%
BGO Daily Value Fund	1.9%
UBS Trumbull Property Fund	1.7%
AEW Core Property Trust (U.S.)	1.6%
Subtotal Private Funds	93.9%
Short-Term Investments	6.1%
Total Portfolio	100%

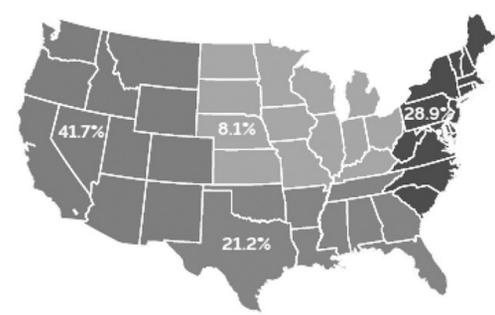
Portfolio Characteristics (as of 4/1/2021)

Investment Holdings (Private)	20
Number of Properties (Underlying Private Funds)	1,731
Gross Asset Value (Underlying Private Funds)	\$151.5B
Underlying Leverage (Weighted Average)	24.7%
Occupancy Rate (Underlying Private Funds)	92.1%

Property Sector Diversification (as of 3/31/2021)



Geographic Diversification (as of 3/31/2021)



The performance quoted represents past performance. Past performance does not guarantee future results. The current performance may be lower or higher than the performance data quoted. The investment return and principal value of the Fund will fluctuate; an investor's shares, when redeemed, may be worth more or less than their original cost. Performance data current to the most recent month end may be obtained by calling 1-833-877-3863. Please click here for standardized performance.

Fund returns reflect actual fee waivers and reimbursement of expenses for the time periods represented. Had fees and expenses not been waived and reimbursed, returns would have been lower. See the prospectus for more information on current fees and expenses. All investing involves risk, including the possible loss of principal. Performance for periods less than one year is not annualized. Since Inception performance of the NFI-ODCE NR is as of 10/2/2017, due to quarterly calculation of the index. Class I gross expenses are 2.43% and net expenses are 0.96%. Net fees are based on a contractual fee waiver and reimbursement agreement that will continue indefinitely until terminated by mutual agreement of the Adviser and the Fund, including consent of the Fund's Board.

March 31, 2021 (Unaudited)

Fund holdings and sector and portfolio characteristics are as of 4/1/21 and are subject to change and are not recommendations to buy or sell securities. Diversification does not ensure profit or prevent losses. Sector and geographic percentages, as well as Portfolio Characteristics, are with respect to the portion of the Fund invested in private funds.

By investing in the Fund, a shareholder will not be deemed to be an investor in any underlying Fund and will not have the ability to exercise any rights attributable to an investor in any such Underlying Fund related to their investment. In addition, shareholders in the Fund understand that they shall not be entitled to rely upon any written or oral information from any Underlying Fund, Underlying Fund manager or their respective affiliates.

Definitions

Correlation is a statistic that measures the extent to which two asset classes (or securities) move in relation to each other. Two asset classes that have a high correlation move in the same direction as markets rise and fall. Two asset classes with negative or inverse correlation move in opposite directions as markets rise and fall. The closer the correlation statistic between two asset classes is to zero, the more independently the asset classes move with respect to each other.

Indexes

BBgBarc U.S. Agg Bond Index The Bloomberg Barclays U.S. Aggregate Bond Index is an unmanaged market value-weighted index for U.S. dollar denominated investment-grade fixed-rate debt issues, including government, corporate, asset-backed, and mortgage-backed securities with maturities of at least one year.

The MSCI US REIT Index is a free float-adjusted market capitalization index that is comprised of equity REITs. With 139 constituents, it represents about 99% of the US REIT universe and securities are classified in the Equity REITs Industry (under the Real Estate sector) according to the Global Industry Classification Standard (GICS(r)). It however excludes Mortgage REIT and selected Specialized REITs.

NFI-ODCE The NCREIF Fund Index — Open-end Diversified Core Equity (NFI-ODCE) consists of private real estate equity funds that meet certain criteria with respect to such things as leverage (less than 35%), operations (at least 75% invested in properties that are 75% or more leased), sector and geographic diversification, and investment in core real estate (at least 75% in office, industrial, apartment and retail properties).

S&P 500 Index S&P 500 Index is a market capitalization-weighted index of 500 common stocks chosen for market size, liquidity, and industry group representation to represent U.S. equity performance.

One cannot invest directly in an index.

Risk Disclosures

Investing in the Fund's shares involves substantial risks, including the risks set forth in the "Risk Factors" section of this prospectus, which include, but are not limited to the following:

- Investing in real estate entails special risks, including (i) changes in general economic and market conditions; (ii) changes in the value of real estate properties; (iii) risks related to local economic conditions, overbuilding and increased competition; (iv) increases in property taxes and operating expenses; (v) changes in zoning laws; (vi) casualty and condemnation losses; (vii) variations in rental income, neighborhood values or the appeal of property to tenants; (viii) the availability of financing and (ix) changes in interest rates and leverage. There are also special risks associated with particular real estate sectors, or real estate operations generally.
- The Fund is not intended to be a complete investment program, but instead as a way to help investors diversify into real estate. Diversification does not ensure a profit or guarantee against a loss.
- There currently is no secondary market for the Fund's shares and the Adviser does not expect that a secondary market will develop. Limited liquidity is provided to shareholders only through the Fund's quarterly Repurchase Offers for no less than 5% of the Fund's shares outstanding at net asset value. There is no guarantee that shareholders will be able to sell all of the shares they desire in a quarterly Repurchase Offer.

March 31, 2021

Description	Shares	Fair Value
Real Estate Investments - 81.4%		
Private Equity Real Estate Funds - 81.4%* ⁽¹⁾		
AEW Core Property Trust (U.S.), Inc.	1,245	\$ 1,272,226
American Core Realty Fund, LP	23	2,876,574
ASB Allegiance Real Estate Fund, LP	1,888	2,883,537
Bailard Real Estate Investment Trust, Inc.	147,059	4,000,000
Barings Core Property Fund, LP	21,513	2,844,021
BGO Daily Value Fund - Class F	135,821	1,583,582
BGO Diversified U.S. Property Fund	752	1,730,213
BlackRock U.S. Core Property Fund, LP ⁽²⁾	—	5,361,554
CBRE U.S. Core Partners, LP	3,586,118	5,228,133
Clarion Lion Properties Fund, LP	6,173	9,547,842
GWL USPF, LP ⁽³⁾	—	3,998,520
Madison Core Property Fund, LP	2,284	4,898,403
MetLife Core Property Fund, LP	1,178	1,673,059
PRISA, LP	1,970	3,576,886
RREEF America REIT II, Inc.	10,302	1,301,429
Smart Markets Fund, LP	2,493	3,945,360
TA Realty Core Property Fund, LP	2,281	2,679,029
U.S. Real Estate Investment Fund, LLC	2,423	3,036,637
U.S. Real Property Income Fund, LP ⁽⁴⁾	—	2,340,229
UBS Trumbull Property Fund, LP	142	1,396,245
Total Real Estate Investments (Cost \$62,642,438)		66,173,479
Short-Term Investments - 18.4%		
Money Market Fund - 18.4%		
Invesco Government & Agency - Institutional Shares, 0.03% ⁽⁵⁾	14,932,536	14,932,536
Total Short-Term Investments (Cost \$14,932,536)		
Total Investments - 99.8% (Cost \$77,574,974)		\$ 81,106,015
Other Assets Less Liabilities - 0.2%		156,816
Net Assets - 100.0%		\$ 81,262,831

Percentages are stated as a percent of net assets.

LP - Limited Partnership

REIT - Real Estate Investment Trust

LLC - Limited Liability Company

* See page 6 for additional information on the Fund's Private Investments Funds.

(1) Securities considered illiquid. As of March 31, 2021, the value of these investments was \$66,173,479 or 81.4% of the Fund's net assets.

(2) Partnership is not designated in units. The Fund owns approximately 0.23% at March 31, 2021.

(3) Partnership is not designated in units. The Fund owns approximately 0.45% at March 31, 2021.

(4) Partnership is not designated in units. The Fund owns approximately 0.12% at March 31, 2021.

(5) Rate reflects seven-day effective yield on March 31, 2021.

See Notes to Financial Statements.

March 31, 2021

Additional Information on Investments in Private Investment Funds:

Fair Value	Security	Redemption Frequency*	Redemption Notice (Days)	Commitments as of March 31, 2021
\$ 1,272,226	AEW Core Property Trust (U.S.), Inc.	Quarterly	45	\$ 0
2,876,574	American Core Realty Fund, LP	Quarterly	10	750,000
2,883,537	ASB Allegiance Real Estate Fund, LP	Quarterly	30	0
4,000,000	Bailard Real Estate Investment Trust, Inc.	Quarterly	30	0
2,844,021	Barings Core Property Fund, LP	Quarterly	60	750,000
1,583,582	BGO Daily Value Fund - Class F	Daily	N/A**	0
1,730,213	BGO Diversified U.S. Property Fund	Quarterly	45	0
5,361,554	BlackRock U.S. Core Property Fund, LP	Quarterly	60	0
5,228,133	CBRE U.S. Core Partners, LP	Quarterly	60	1,000,000
9,547,842	Clarion Lion Properties Fund, LP	Quarterly	90	0
3,998,520	GWL USPF, LP	Quarterly	90	0
4,898,403	Madison Core Property Fund LP	Quarterly	90	2,250,000
1,673,059	MetLife Core Property Fund, LP	Quarterly	60	0
3,576,886	PRISA, LP	Quarterly	90	0
1,301,429	RREEF America REIT II, Inc.	Quarterly	45	1,500,000
3,945,360	Smart Markets Fund, LP	Quarterly	45	3,250,000
2,679,029	TA Realty Core Property Fund, LP	Quarterly	45	2,187,500
3,036,637	U.S. Real Estate Investment Fund, LLC	Quarterly	90	1,000,000
2,340,229	U.S. Real Property Income Fund, LP	Quarterly	90	1,500,000
1,396,245	UBS Trumbull Property Fund, LP	Quarterly	60	0

* While redemptions can be requested at the frequency listed above, there is no guarantee the Fund will be paid all or any of the redemption amount at the time requested. Each of the following Private Investment Funds can suspend redemptions if the general partner or its respective Board deems it in the best interest of its shareholders. As a result of the COVID-19 pandemic, most of the Private Investment Funds have experienced an increase in redemption requests as investors seek to raise cash and rebalance their portfolios. Some funds have temporarily suspended their redemption payout while most will only be able to pay out a pro-rata portion of current redemption requests over the next few quarters.

** Daily redemptions are accepted up to an aggregate 10% of the Net Asset Value during the quarter.

See Notes to Financial Statements.

March 31, 2021

Assets

Investments, at value (\$77,574,974)	\$ 81,106,015
Dividends receivable	297,683
Interest receivable	475
Prepaid assets and other assets	22,546
Total assets	81,426,719

Liabilities

Payable to Adviser, net of waiver (Note 3)	38,416
Audit fees payable	33,000
Trustees' fees payable (Note 3)	30,000
Administration fees payable (Note 3)	19,703
Transfer agency fees payable (Note 3)	13,864
Legal fees payable	12,205
Compliance fees payable	6,500
Reports to shareholders payable	3,077
Accrued expenses and other liabilities	7,123
Total liabilities	163,888
Net assets	\$ 81,262,831

*Commitments and Contingencies (See Note 7).***Net Assets Consist of**

Paid-in capital	\$ 78,212,128
Total distributable earnings	3,050,703
Net assets	\$ 81,262,831

Class I

Net assets applicable to outstanding shares	<u>\$ 81,148,106</u>
Shares of beneficial interest outstanding (unlimited shares authorized, no par value)	<u>3,270,279</u>
Net asset value per share outstanding	<u>\$ 24.81</u>

Class IS

Net assets applicable to outstanding shares	<u>\$ 114,725</u>
Shares of beneficial interest outstanding (unlimited shares authorized, no par value)	<u>4,616</u>
Net asset value per share outstanding	<u>\$ 24.85</u>

See Notes to Financial Statements.

Year Ended March 31, 2021

Investment Income	
Dividends	\$ 474,353
Interest	3,019
Total investment income	477,372
Expenses	
Management fees	343,554
Professional fees	149,456
Administrator fees	114,367
Trustees' fees	112,636
Compliance fees	78,000
Transfer agent fees	75,036
Registration fees	43,058
Insurance expense	20,878
Shareholder service fees - Class I	19,848
Custodian fees and expenses	6,073
Reports to shareholders	5,331
Total expenses	968,237
Less fees waived/expense reimbursement by Adviser (Note 3)	(499,126)
Net Fund Expenses	469,111
Net Investment Income	8,261
Realized and Unrealized Gain on Investments	
Long term capital gain distributions	300,096
Net realized gain on investments	105,052
Net change in unrealized appreciation of investments	479,897
Net Realized and Unrealized Gain on Investments	885,045
Increase in Net Assets Resulting from Operations	\$ 893,306

See Notes to Financial Statements.

	Year Ended March 31, 2021	Year Ended March 31, 2020
Operations		
Net investment income	\$ 8,261	\$ 36,398
Net realized gain on investments	405,148	236,480
Net change in unrealized appreciation on investments	479,897	1,074,508
Net increase in net assets resulting from operations	893,306	1,347,386
Distributions to Shareholders		
Distributable earnings		
Class I	(336,484)	(561,511)
Class IS	(718)	(1,657)
From return of capital		
Class I	(1,903,667)	(1,047,330)
Class IS	(4,061)	(3,092)
Decrease in net assets from distributions	(2,244,930)	(1,613,590)
Capital Share Transactions		
Class I		
Proceeds from sales of shares	39,915,603	18,354,086
Distributions reinvested	1,535,196	1,470,744
Cost of shares redeemed	(8,600,389)	(304,001)
Net increase from capital shares transactions	32,850,410	19,520,829
Class IS		
Distributions reinvested	4,489	4,498
Net increase from capital shares transactions	4,489	4,498
Net increase in net assets	31,503,275	19,259,123
Net Assets		
Beginning of year	49,759,556	30,500,433
End of year	\$ 81,262,831	\$ 49,759,556

See Notes to Financial Statements.

	Year Ended March 31, 2021	Year Ended March 31, 2020
Other Information		
Beneficial Interest Transactions:		
Class I		
Beginning shares	1,942,707	1,184,765
Shares sold	1,609,980	712,371
Distributions reinvested	62,010	57,384
Shares redeemed	(344,418)	(11,813)
Net Increase in shares outstanding	1,327,572	757,942
Ending shares	3,270,279	1,942,707
Class IS		
Beginning shares	4,435	4,259
Distributions reinvested	181	176
Net Increase in shares outstanding	181	176
Ending shares	4,616	4,435

See Notes to Financial Statements.

March 31, 2021

Cash Flow from Operating Activities:

Net increase in net assets resulting from operations	\$ 893,306
Adjustments to reconcile net increase in net assets resulting from operations to net cash used in operating activities:	
Purchase of investments	(23,631,497)
Proceeds from sales	2,556,833
Net sales of short term investments	(10,334,564)
Long term capital gain distributions	(300,096)
Net realized gain on investments	(105,052)
Net change in unrealized appreciation on investments	(479,897)
Return of capital distributions received	581,619
Long term capital gain distributions received	300,096
(Increase)/decrease in assets:	
Dividends receivable	(136,144)
Interest receivable	2,049
Prepaid expenses and other assets	(921)
Increase/(decrease) in liabilities:	
Payable to Adviser	30,131
Trustees' fees payable	11,306
Administration fees payable	518
Legal fees payable	(9,216)
Transfer agency fees payable	2,023
Reports to shareholders payable	(1,726)
Accrued expenses and other liabilities	1,669
Net cash used in operating activities	(30,619,563)

Cash Flows from Financing Activities:

Proceeds from shares sold, net of change in receivable	39,925,197
Payment on shares redeemed	(8,600,389)
Cash distributions paid	(705,245)
Net cash provided by financing activities	30,619,563

Net decrease in cash	—
Cash, beginning of year	\$ —
Cash, end of year	\$ —

Non-cash financing activities not included herein consist of reinvestment of distributions of: \$ 1,539,685

See Notes to Financial Statements.

USQ Core Real Estate Fund - Class I

Financial Highlights

For a Share Outstanding Throughout the Periods Presented

	Year Ended March 31, 2021	Year Ended March 31, 2020	Year Ended March 31, 2019	For the period from September 27, 2017 ⁽¹⁾ through March 31, 2018
Net Asset Value, Beginning of Period	\$ 25.56	\$ 25.65	\$ 25.08	\$ 25.00
Income from Investment Operations				
Net investment income/(loss) ⁽²⁾	0.01	0.02	0.60	0.07
Net realized and unrealized gain/(loss) on investments	0.24	0.93	1.00	0.58
Total income/(loss) from investment operations	0.25	0.95	1.60	0.65
Distributions to Shareholders				
From net investment income	(0.15)	(0.36)	(0.44)	(0.57)
From return of capital	(0.85)	(0.68)	(0.59)	—
Total distributions	(1.00)	(1.04)	(1.03)	(0.57)
Increase/(Decrease) in Net Asset Value	(0.75)	(0.09)	0.57	0.08
Net Asset Value, End of Period	\$ 24.81	\$ 25.56	\$ 25.65	\$ 25.08
Total Return ⁽³⁾⁽⁴⁾	0.88%	4.00%	6.47%	2.62% ⁽⁵⁾
Supplemental Data and Ratios				
Net assets, end of period (000s)	\$ 81,148	\$ 49,646	\$ 30,391	\$ 26,735
Ratio of expenses to average net assets, before waiver ⁽⁶⁾⁽⁷⁾	1.83%	2.34%	2.94%	3.62%
Ratio of expenses to average net assets, after waiver ⁽⁶⁾⁽⁷⁾	0.89%	0.87%	0.85%	0.85%
Ratio of net investment income to average net assets, before waiver ⁽⁶⁾⁽⁷⁾	(0.93)%	(1.38)%	0.25%	(2.22)%
Ratio of net investment income to average net assets, after waiver ⁽⁶⁾⁽⁷⁾	0.02%	0.09%	2.34%	0.55%
Portfolio turnover rate	5.35%	1.54%	10%	24% ⁽⁵⁾

(1) Commencement of Operations.

(2) Calculated using the average shares method.

(3) Total returns shown are historical in nature and assume changes in share price, reinvestment of dividends and capital gains distributions, if any. Had the Adviser not waived/reimbursed a portion of Fund expenses, total returns would have been lower.

(4) Includes adjustments in accordance with accounting principles generally accepted in the United States and, consequently, the net asset value for financial reporting purposes and returns based upon those net asset values may differ from the net asset values and returns for shareholder transactions.

(5) Not annualized.

(6) All income and expenses are annualized for periods less than one full year.

(7) Ratios do not include expenses of underlying private investment funds in which the Fund invests.

See Notes to Financial Statements.

USQ Core Real Estate Fund - Class IS

Financial Highlights

For a Share Outstanding Throughout the Periods Presented

	Year Ended March 31, 2021	Year Ended March 31, 2020	Year Ended March 31, 2019	For the period from September 27, 2017 ⁽¹⁾ through March 31, 2018
Net Asset Value, Beginning of Period	\$ 25.55	\$ 25.66	\$ 25.08	\$ 25.00
Income from Investment Operations				
Net investment income/(loss) ⁽²⁾	0.02	0.22	0.60	0.07
Net realized and unrealized gain/(loss) on investments	0.28	0.71	1.01	0.58
Total income/(loss) from investment operations	0.30	0.93	1.61	0.65
Distributions to Shareholders				
From net investment income	(0.15)	(0.36)	(0.44)	(0.57)
From return of capital	(0.85)	(0.68)	(0.59)	—
Total distributions	(1.00)	(1.04)	(1.03)	(0.57)
Increase/(Decrease) in Net Asset Value	(0.70)	(0.11)	0.58	0.08
Net Asset Value, End of Period	\$ 24.85	\$ 25.55	\$ 25.66	\$ 25.08
Total Return ⁽³⁾⁽⁴⁾	1.04%	3.96%	6.51%	2.62% ⁽⁵⁾
Supplemental Data and Ratios				
Net assets, end of period (000s)	\$ 115	\$ 113	\$ 109	\$ 103
Ratio of expenses to average net assets, before waiver ⁽⁶⁾⁽⁷⁾	1.85%	2.39%	2.94%	3.62%
Ratio of expenses to average net assets, after waiver ⁽⁶⁾⁽⁷⁾	0.85%	0.85%	0.85%	0.85%
Ratio of net investment income to average net assets, before waiver ⁽⁶⁾⁽⁷⁾	(0.93)%	(0.68)%	0.25%	(2.22)%
Ratio of net investment income to average net assets, after waiver ⁽⁶⁾⁽⁷⁾	0.08%	0.86%	2.34%	0.55%
Portfolio turnover rate	5.35%	1.54%	10%	24% ⁽⁵⁾

(1) Commencement of Operations.

(2) Calculated using the average shares method.

(3) Total returns shown are historical in nature and assume changes in share price, reinvestment of dividends and capital gains distributions, if any. Had the Adviser not waived/reimbursed a portion of Fund expenses, total returns would have been lower.

(4) Includes adjustments in accordance with accounting principles generally accepted in the United States and, consequently, the net asset value for financial reporting purposes and returns based upon those net asset values may differ from the net asset values and returns for shareholder transactions.

(5) Not annualized.

(6) All income and expenses are annualized for periods less than one full year.

(7) Ratios do not include expenses of underlying private investment funds in which the Fund invests.

See Notes to Financial Statements.

1. ORGANIZATION

The USQ Core Real Estate Fund (the “Fund”) is registered under the Investment Company Act of 1940, as amended (the “1940 Act”), as a non-diversified, closed-end management company. The Fund engages in a continuous offering of shares and operates as an interval fund that offers quarterly repurchases of shares at net asset value (“NAV”). The Fund’s investment adviser is Union Square Capital Partners, LLC (the “Adviser”). The investment objective of the Fund is to generate a return comprised of both current income and capital appreciation with moderate volatility and low correlation to the broader markets.

The Fund is organized as a statutory trust under the laws of the State of Delaware. The Fund commenced operations on September 27, 2017.

The Fund currently offers Class I and Class IS shares. All classes of shares have equal voting privileges except that each class has exclusive voting rights with respect to its service and/or distribution plans. The Fund’s income, expenses (other than class specific distribution fees and shareholder servicing expenses) and realized and unrealized gains and losses are allocated proportionately each day based upon the relative net assets of each class.

2. SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of significant accounting policies followed by the Fund in preparation of its financial statements. The policies are in conformity with accounting principles generally accepted in the United States of America (“U.S. GAAP”). The Fund is an investment company and, accordingly, follows the investment company accounting and reporting guidance of the Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) Topic 946, *Financial Services - Investment Companies*.

Valuation of Private Investment Funds

The private institutional real estate investment funds in which the Fund invests (“Private Investment Funds”) are not publicly traded. The Private Investment Funds measure their investment assets at fair value and report a NAV per share on a calendar quarter basis. In accordance with Accounting Standards Codification (“ASC”) 820, the Fund applies the practical expedient to value its investments in Private Investment Funds at their respective NAVs at each quarter – as this method more accurately estimates the actual value of each Private Investment Fund at quarter-end. For non-calendar quarter-end days, the Adviser may consider certain information provided by a Private Investment Fund’s investment manager to determine the estimated value of the Fund’s holdings in such Private Investment Funds. The valuation provided by the investment manager as of a specific date may vary from the actual sale price that may be obtained if such investment were sold to a third party. To determine the estimated value of the Fund’s investment in Private Investment Funds, the Adviser considers, among other things, information provided by the Private Investment Funds, including quarterly unaudited financial statements.

Valuation of Public Investments

Readily marketable portfolio securities listed on the New York Stock Exchange (“NYSE”) are valued at the last sale price reflected on the consolidated tape at the close of the NYSE on the business day as of which such value is being determined. If there has been no sale on such day, the securities are valued at the mean of the closing bid and asked prices on such day. If no bid or asked prices are quoted on such day or if market prices may be unreliable because of events occurring after the close of trading, then the security is valued by such method as the Adviser shall determine in good faith to reflect its fair market value. Readily marketable securities not listed on the NYSE but listed on other domestic or foreign securities exchanges are valued in a like manner. Portfolio securities traded on more than one securities exchange are valued at the last sale price on the business day as of which such value is being determined as reflected on the consolidated tape at the close of the exchange representing the principal market for such securities. Securities trading on The NASDAQ Stock Market (“NASDAQ”) are valued at the NASDAQ official closing price.

Third-Party Pricing Agents

The Adviser may contract with independent, third-party pricing agents to provide primary and secondary valuation coverage. Generally, there will be only one primary pricing agent identified for each type of security within the Fund's portfolio.

Use of Independent Brokers to Value Securities

If a security price cannot be obtained from an independent, third-party pricing agent, the Adviser shall seek to obtain a bid price from at least one independent broker. The Adviser shall report to the Board on any use of an independent broker to value securities.

Fair Value Pricing Procedures

Securities for which market prices are not "readily available," or which cannot be valued using the methodologies described in these procedures, will be valued in accordance with the Adviser's Valuation Policy as approved by the Board. Notwithstanding the foregoing, a security shall not be required to be fair valued in accordance with the Adviser's Valuation Policy if the aggregate impact to the Fund's NAV would be less than \$0.01 if all securities that would otherwise be required to be fair valued were assumed to be worthless in a hypothetical worst-case scenario. In such cases, the most recent available market value for such security may be used.

Fair Value Measurements

In applying the valuation procedures described in this Valuation Policy, the Adviser maximizes the use of "observable" versus "unobservable" inputs in markets which are active or markets where there has not been a significant decrease in the volume and frequency of transactions, as stressed by ASC Topic 820. Observable inputs are defined as inputs that reflect the assumptions market participants would use in pricing an asset or liability developed based on market data obtained from sources independent of the reporting entity. Unobservable inputs are defined as inputs that reflect the Adviser's own assumptions about the assumptions market participants would use in pricing an asset or liability developed based on the best information available in the circumstances. To clarify observable versus unobservable inputs and increase consistency and comparability in Fair Value measurements, ASC Topic 820 establishes a Fair Value hierarchy (the "Fair Value Hierarchy") that prioritizes valuation inputs into three levels, which is utilized by the Adviser. The Fair Value Hierarchy is described below in further detail.

Level 1 - Level 1 inputs ("Level 1 Inputs") are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Adviser has the ability to access at the valuation date. As defined in ASC Topic 820, an active market ("Active Market") for an asset or liability is a market in which transactions for the asset or liability occur with sufficient frequency and volume to provide pricing information on an ongoing basis. The portfolio has investments in actively traded securities and therefore are valued through the use of Level 1 Inputs in accordance with the Fair Value Hierarchy. In accordance with ASC Topic 820, when applicable Level 1 Inputs are available for a particular security, the Fair Value of the security is equal to the quoted price multiplied by the quantity held. Adjustments are not applied to the quoted price due to the size of a position relative to trading volume (i.e., blockage).

Level 2 - Level 2 inputs ("Level 2 Inputs") are inputs other than quoted prices included within Level 1 Inputs that are observable for the asset or liability, either directly or indirectly. Level 2 Inputs can include: quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability (i.e., interest rates, volatilities, prepayment speeds, loss severities, credit risks, default rates, etc.); and observable market-based inputs.

Level 3 - Level 3 inputs ("Level 3 Inputs") are unobservable inputs for the asset or liability. Unobservable inputs are used in the absence of observable inputs. Level 3 Inputs reflect the Adviser's own assumptions about the assumptions that market participants would use in pricing the asset or liability.

The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

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These inputs are summarized in the three broad levels that follow.

Investments in Securities at Value	Level 1	Level 2	Level 3	Total
Private Equity Real Estate Funds ^(a)	\$ —	\$ —	\$ —	\$ 66,173,479
Short-Term Investments	14,932,536	—	—	14,932,536
Total	\$ 14,932,536	\$ —	\$ —	\$ 81,106,015

(a) In accordance with ASC 820-10, certain investments that are measured at fair value using the NAV per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Statement of Assets & Liabilities.

Use of Estimates

The preparation of the financial statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingencies at the date of the financial statements. The Fund believes that these estimates utilized in preparing the financial statements are reasonable and prudent; however, actual results could differ from these estimates.

Indemnifications

In the normal course of business, the Fund enters into contracts that contain a variety of representations which provide general indemnifications. The Fund's maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Fund that have not yet occurred. However, the Fund expects the risk of loss to be remote.

Federal Income Taxes

The Fund intends to continue to qualify as a regulated investment company and comply with the provisions available to certain investment companies as defined in Subchapter M of the Internal Revenue Code of 1986, as amended, and to make distributions from net investment income and from net realized capital gains sufficient to relieve it from all, or substantially all, federal income taxes.

The Fund evaluates tax positions taken (or expected to be taken) in the course of preparing the Fund's tax provisions to determine whether these positions meet a "more-likely-than-not" standard that, based on the technical merits, have a more than fifty percent likelihood of being sustained by a taxing authority upon examination. A tax position that meets the "more-likely-than-not" recognition threshold is measured to determine the amount of benefit to recognize in the financial statements.

As of September 30, 2020, the Fund's most recent tax year end, the Fund did not have a liability for any unrecognized tax benefits. The Fund recognizes interest and penalties, if any, related to unrecognized tax benefits as income tax expenses in the Statement of Operations. The Fund files U.S. federal, state and local tax returns as required. The Fund's tax returns are subject to examination by the relevant tax authorities until expiration of the applicable statute of limitations which is generally three years after the filing of the tax return for federal purposes and four years for most state returns. Tax returns for open years have incorporated no uncertain tax positions that require a provision for income taxes.

Investment Transactions

Investment security transactions are accounted for on trade date. Gains and losses on securities sold are determined on a specific identification basis.

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Distributions to Shareholders

Distributions from investment income are declared and paid quarterly. Distributions from net realized capital gains, if any, are declared and paid annually and are recorded on the ex-dividend date. The character of income and gains to be distributed is determined in accordance with income tax regulations, which may differ from GAAP.

Investment Income

Interest income is accrued and recorded on a daily basis including amortization of premiums, accretion of discounts, and income earned from money market funds. Dividend income is recorded on the ex-dividend date, except that certain dividends from private investment funds are recorded as soon as the information is available to the Fund. Distributions received from the Fund's investments in private investment funds generally are comprised of investment income, capital gains, and return of capital. For financial statement purposes, the Fund uses investment income, capital gains, and return of capital estimates to allocate the distribution income received. Such estimates are based on historical information available from each private investment and other industry sources. These estimates may subsequently be revised based on information received from the private investment funds after their tax reporting periods are concluded, as the actual character of these distributions is not known until after the fiscal year end of the Fund. The Fund estimates the allocation of investment income, capital gains, and return of capital for the distributions received from private investment funds with the Statement of Operations. For the year ended March 31, 2021, the Fund has estimated approximately 26.9%, 25.4%, and 47.7% of the distributions from private investment funds to be investment income, capital gains, and return of capital, respectively. The Fund records the character of distributions received during the year based on estimates available. The characterization of distributions received by the Fund may be subsequently revised based on the information received from the private investment funds after their tax reporting periods conclude.

Industry Concentration

If a Fund has significant investments in the securities of issuers within a particular industry, any development affecting that industry will have a greater impact on the value of the net assets of the Fund than would be the case if the Fund did not have significant investments in that industry. In addition, this may increase the risk of loss in the Fund and increase the volatility of the Fund's NAV per share. Occasionally, market conditions, regulatory changes, or other developments may negatively impact this industry, and therefore the value of the Fund's portfolio will be adversely affected. As of March 31, 2021, the Fund had 81.4% of the value of its net assets invested within the real estate industry.

Liquidity Risk

Liquidity risk exists when particular investments are difficult to sell. The Fund may not be able to sell these investments at the best prices or at the value the Fund places on them. In such a market, the value of such investments and the Fund's share price may fall dramatically, even during periods of declining interest rates. Investments that are illiquid or that trade in lower volumes may be more difficult to value. The market for high yield securities in particular may be less liquid and therefore these securities may be harder to value or sell at an acceptable price, especially during times of market volatility or decline.

3. ADVISORY FEES AND OTHER RELATED PARTY TRANSACTIONS AND OTHER FEES

The Adviser serves as the investment adviser to the Fund. Under the terms of the Investment Advisory Agreement (the "Agreement"), the Adviser, subject to the supervision of the Board of Trustees (the "Board"), provides or arranges to be provided to the Fund such investment advice as it deems advisable and will furnish or arrange to be furnished a continuous investment program for the Fund consistent with the Fund's investment objectives and policies. As compensation for its management services, the Fund agrees to pay to the Adviser a monthly fee in dollars at the annual rate of 0.65% (as a percentage of daily net assets) on assets up to \$500 million,

March 31, 2021

0.50% on assets of \$500 million and more but less than \$1 billion, 0.40% on assets of \$1 billion and more but less than \$5 billion, and 0.30% on assets of \$5 billion and more, payable at the end of each calendar month. During the year ended March 31, 2021, the Fund accrued \$343,554 in management fees.

The Fund's Board of Trustees approved the Agreement at its September 3, 2020 meeting.

The Adviser has contractually agreed to waive its fees and/or pay Fund expenses so that the total annual operating expenses of the Fund for Class I and Class IS shares (excluding taxes, interest, trading costs, acquired fund fees and expenses, distribution fees, and shareholder servicing expenses), as a percentage of average daily net assets, do not exceed 0.85%. The Expense Limitation Agreement will continue indefinitely until revised or terminated by mutual agreement by the Fund and the Adviser, with the consent of the Board. Under the Expense Limitation Agreement, the Adviser may request and receive reimbursement from the Fund for advisory fees waived or other expenses reimbursed by the Adviser pursuant to the Expense Limitation Agreement at a date not to exceed three years from the month in which the corresponding waiver or reimbursement to the Fund was made. However, no reimbursement may be made unless the total annual expense ratio of the class making such reimbursement is no higher than the amount of the expense limitation that was in place at the time the Adviser waived the fees or reimbursed the expenses and does not cause the expense ratio to exceed the current expense limitation.

Fees and reimbursed Fund expenses, including prior year expenses, are subject to potential recoupment by year of expiration. The Adviser's waived fees and reimbursed expenses that are subject to potential recoupment are as follows:

Fiscal Period Incurred	Amount Waived	Amount Recouped ^(a)	Amount Subject to Potential Recoupment	Expiration Date
March 31, 2019	\$ 582,873	\$ —	\$ 582,873	March 31, 2022
March 31, 2020	558,294	—	558,294	March 31, 2023
March 31, 2021	499,126	—	499,126	March 31, 2024
Total	\$ 1,640,293	\$ —	\$ 1,640,293	

(a) Amount recouped was in compliance with the Expense Limitation Agreement, and did not cause the total Fund's expense ratio to exceed 0.85%.

Certain Officers of the Fund are also Officers of the Adviser. Trustees and officers, other than the Chief Compliance Officer, affiliated with the Adviser are not compensated by the Fund for their services. Each Trustee who is not an affiliated person of the Adviser receives from the Fund an annual retainer of \$30,000, paid quarterly; a fee of \$2,500 for attendance at each in-person meeting of the Board; and a fee of \$500 for attendance at each telephonic regular meeting of the Board.

The Adviser also provides a Chief Compliance Officer to the Fund. For these services, the Fund pays the Adviser a monthly fee of \$6,500, which is included in Compliance fees in the Statement of Operations.

Quasar Distributors, LLC ("Quasar"), a wholly-owned broker-dealer subsidiary of Foreside Financial Group, LLC, serves as the Fund's distributor. The Fund has adopted a plan of distribution under Rule 12b-1 of the 1940 Act applicable to Class IS shares. Under the plan, 12b-1 distribution fees at an annual rate of 0.25% of average daily net assets of Class IS shares are paid to the distributor or others for distribution services. For the year ended March 31, 2021, the Fund had not incurred any 12b-1 fees. The Fund has also adopted a shareholder servicing plan applicable to Class I and Class IS shares. Under the plan, shareholder servicing fees at an annual rate up to a maximum of 0.10% and 0.25% of average daily net assets of Class I and Class IS shares are paid for shareholder services, respectively. For the year ended March 31, 2021, the Fund incurred shareholder servicing fees of \$19,848 for Class I and \$0 for Class IS.

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The custodian to the Fund is U.S. Bank National Association. The administrator and transfer agent to the Fund is U.S. Bancorp Fund Services, LLC, d/b/a U.S. Bank Global Fund Services ("Fund Services"). See the effect of expenses on Statement of Operations.

4. INVESTMENT TRANSACTIONS

The cost of purchases and proceeds from the sale of securities, other than short-term securities, for the year ended March 31, 2021 amounted to \$23,631,497 and \$2,556,833, respectively.

5. TAX BASIS INFORMATION

The amount and character of income and capital gain distribution to be paid, if any, are determined in accordance with federal income tax regulations, which may differ from U.S. GAAP. These differences are primarily due to differences in the timing of recognition of gains or losses on investments. Permanent book and tax basis differences, if any, may result in reclassifications to total distributable earnings and additional paid-in capital.

The following reclassifications, which had no impact on results of operations or net assets, were recorded to reflect tax character.

		Total	
Paid-in Capital		Distributable Earnings	
\$	—	\$	—

Under current tax law, net capital losses realized after October 31st and net ordinary losses incurred after December 31st may be deferred and treated as occurring on the first day of the following fiscal year. As of September 30, 2020, the Fund deferred, on a tax basis, late-year net investment losses of \$291,676.

As of March 31, 2021, the unrealized appreciation and depreciation of investments, based on cost for federal income tax purposes, were as follows:

	Investments
Cost of investments for tax purposes	\$ 77,527,128
Gross tax unrealized appreciation	\$ 3,868,141
Gross tax unrealized depreciation	(289,254)
Net tax unrealized appreciation	\$ 3,578,887

As of September 30, 2020, the Fund's most recent tax year end, the tax basis of distributable earnings (accumulated deficit) were as follows:

	Investments
Undistributed ordinary income	\$ —
Undistributed long-term capital gains	—
Tax accumulated earnings	\$ —
Accumulated capital and other losses	(291,676)
Unrealized appreciation on investments	2,261,774
Total accumulated earnings	\$ 1,970,098

March 31, 2021

Difference between book and tax basis net unrealized appreciation relates to outstanding partnership basis adjustments.

During the tax years ended September 30, 2020 and September 30, 2019, the tax character of distributions paid by the Fund was as follows:

	Tax Year Ended September 30, 2020	Tax Year Ended September 30, 2019
Ordinary income	\$ 204,249	\$ 213,487
Long-term capital gain	416,458	346,841
Return of capital	1,248,040	691,138
	<u>\$ 1,868,747</u>	<u>\$ 1,251,466</u>

6. REPURCHASE OFFERS

The Fund operates as an interval fund pursuant to Rule 23c-2 under the 1940 Act and, as such, has adopted a fundamental policy to make quarterly repurchase offers, at NAV, of no less than 5% and no more than 25% of the Fund's shares outstanding on the Repurchase Request Deadline (as defined below). There is no guarantee that shareholders will be able to sell all of the shares they desire to sell in a quarterly repurchase offer, although each shareholder will have the right to require the Fund to purchase at least 5% of such shareholder's shares in each quarterly repurchase. Liquidity will be provided to shareholders only through the Fund's quarterly repurchases. Shareholders will be notified in writing of each quarterly repurchase offer and the date the repurchase offer ends (the "Repurchase Request Deadline"). Shares will be repurchased at the NAV per share determined as of the close of regular trading on the NYSE no later than the 14th day after the Repurchase Request Deadline, or the next business day if the 14th day is not a business day (each a "Repurchase Pricing Date").

During the year ended March 31, 2021, the Fund completed four repurchase offers. In this offer, the Fund offered to repurchase up to 5% of the number of its outstanding shares as of the Repurchase Pricing Dates. The result of the repurchase offers are as follows:

Commencement Date	March 27, 2020	June 26, 2020	October 9, 2020	January 8, 2021
Repurchase Request Deadline	May 1, 2020	July 31, 2020	October 30, 2020	January 29, 2021
Repurchase Pricing Date	May 1, 2020	July 31, 2020	October 30, 2020	January 29, 2021
Amount Repurchased	\$ 2,040,280	\$ 2,060,985	\$ 1,554,094	\$ 2,944,421
Shares Repurchased	80,042	82,737	62,792	118,823

March 31, 2021

7. UNFUNDED COMMITMENTS

As of March 31, 2021, the Fund had unfunded capital commitments, net of investments paid in advance, for the Private Equity Real Estate Funds below:

	Unfunded Commitments as of March 31, 2021
American Core Realty Fund, LP	\$ 750,000
Barings Core Property Fund, LP	750,000
CIM UII Onshore, L.P.	2,500,000
CBRE U.S. Core Partners, LP	1,000,000
RREEF America REIT II, INC.	1,500,000
Madison Core Property Fund LP	2,250,000
Smart Markets Fund, L.P.	3,250,000
TA Realty Core Property Fund, LP	2,187,500
U.S. Real Property Income Fund LP	1,500,000
U.S. Real Estate Investment Fund LLC	1,000,000

8. OTHER MATTERS

COVID-19 Risk – The global pandemic outbreak of an infectious respiratory illness caused by a novel coronavirus known as COVID-19 has resulted in substantial market volatility and global business disruption, impacting the global economy and the financial health of individual companies in significant and unforeseen ways. The duration and future impact of COVID-19 are currently unknown, which may exacerbate other types of risks that apply to the Fund and negatively impact Fund performance and the value of your investment in the Fund. Specifically, issuers of real estate securities with properties, operations, productions, offices, and/or personnel in (or other exposure to) areas affected with the virus may experience significant disruptions to their business and/or holdings. Potential impacts on the real estate market may include lower occupancy rates, decreased lease payments, defaults and foreclosures, among other consequences. The extent to which COVID-19 will affect the Fund, the Fund's service providers and/or such issuer's operations and results will depend on future developments, which are highly uncertain and cannot be predicted, including new information that may emerge concerning the severity of COVID-19 and the actions taken to contain COVID-19. The duration of the COVID-19 outbreak and its impact on the global economy cannot be determined with certainty.

9. SUBSEQUENT EVENTS

Subsequent events after the date of the Statement of Assets and Liabilities have been evaluated through the date the financial statements were issued.

The Fund completed a quarterly repurchase offer on April 30, 2021, which resulted in 58,170 of Fund shares being repurchased for \$1,451,923.

Management has determined that there were no other subsequent events to report through the issuance of these financial statements.

March 31, 2021

To the Shareholders and Board of Trustees of
USQ Core Real Estate Fund

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of USQ Core Real Estate Fund (“the Fund”) as of March 31, 2021, the related statements of operations and cash flows for the year then ended, the statements of changes in net assets for each of the two years in the period then ended, the related notes, and the financial highlights for each of the four periods in the period then ended (collectively referred to as the “financial statements”). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Fund as of March 31, 2021, the results of its operations and cash flows for the year then ended, the changes in net assets for each of the two years in the period then ended, and the financial highlights for each of the four periods in the period then ended, in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Fund’s management. Our responsibility is to express an opinion on the Fund’s financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (“PCAOB”) and are required to be independent with respect to the Fund in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our procedures included confirmation of securities owned as of March 31, 2021, by correspondence with the custodian and underlying funds. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

We have served as the Fund’s auditor since 2017.



COHEN & COMPANY, LTD.
Cleveland, Ohio
May 28, 2021

March 31, 2021 (Unaudited)

1. PROXY VOTING POLICIES AND VOTING RECORD

A description of the policies and procedures that the Fund uses to determine how to vote proxies relating to portfolio securities owned by the Fund and information regarding how the Fund voted proxies relating to the portfolio securities during the most recent 12-month period ended June 30 is available to shareholders without charge by visiting the Securities and Exchange Commission's ("SEC") web site at www.sec.gov.

2. QUARTERLY PORTFOLIO HOLDINGS

The Fund files a complete listing of portfolio holdings for the Fund with the SEC as of first and third quarters of each fiscal year on Form N-Q or Part F of Form N-PORT. The filings are available on the SEC's website at <http://www.sec.gov>.

March 31, 2021 (Unaudited)

Management of the Fund**Board of Trustees**

The management and affairs of the Fund are supervised by the Board. The Board consists of four individuals, three of whom are not “interested persons” of the Fund, as that term is defined in the 1940 Act (the “Independent Trustees”). The Board establishes policies for the operation of the Fund and appoints the officers who conduct the daily business of the Fund. The current Trustees and officers of the Fund and their years of birth are listed below with their addresses, present positions with the Fund, term of office with the Fund and length of time served, principal occupations over at least the last five years and other directorships/trusteeships held.

Name, Year of Birth and Address	Position with the Fund	Term of Office and Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios in Fund Complex Overseen by Trustee	Other Directorship/ Trusteeship Positions held by Trustee During the Past 5 Years
Independent Trustees					
Gregory Fairchild (1963) 235 Whitehorse Lane Suite 200 Kennett Square, PA 19348	Trustee	Indefinite; Since 2017	Dr. Fairchild is Associate Professor at the University of Virginia, Darden GSBA.	1	None
Havilah Mann, CPA (1975) 235 Whitehorse Lane Suite 200 Kennett Square, PA 19348	Trustee	Indefinite; Since 2017	Ms. Mann is Fractional Chief Financial Officer and Business Development Advisor of HSM Resources (accounting infrastructure and internal control consulting services).	1	None
Edward P. Mooney Jr. (1970) 235 Whitehorse Lane Suite 200 Kennett Square, PA 19348	Trustee	Indefinite; Since 2020	Mr. Mooney is a private investor and a Limited Partner of Golden Angels Investors LLC (since 2018). Previously, Mr. Mooney was a Managing Director with Artisan Partners Limited Partnership (investment management) until his retirement in 2014. From July 2017 to December 2018, Mr. Mooney was a Board of Managers of Ocean Square Asset.	1	Board of Directors, Christian Brothers Investment Services (2016 to present) and Board of Managers, Ocean Square Asset Management (2017 to 2018).
Interested Trustee					
S. Timothy Grugeon* (1950) 235 Whitehorse Lane Suite 200 Kennett Square, PA 19348	Trustee	Indefinite; Since 2016	Mr. Grugeon served as Chief Executive Officer of the Adviser since inception in 2016 until December 2020. From May 2007 to December 2015, Mr. Grugeon was Chief Operating Officer of Nationwide Investment Management Group.	1	None

March 31, 2021 (Unaudited)

Name, Year of Birth and Address	Position with the Fund	Term of Office and Length of Time Served	Principal Occupations During the Past Five Years
G. Keith Downing** (1972) 235 Whitehorse Lane Suite 200 Kennett Square, PA 19348	Chief Operating Officer and Treasurer	Indefinite; Since 2017	Mr. Downing is Chief Operating Officer of the Adviser since its inception. From August 2011 to December 2016, Mr. Downing was Director of Fund Administration of Nationwide Investment Management Group.
Thomas E. Miller, CFA** (1983) 235 Whitehorse Lane Suite 200 Kennett Square, PA 19348	President, Chief Executive Officer and Chief Investment Officer	Indefinite; Since 2017	Dr. Miller is Chief Executive Officer of the Adviser since 2021. Dr. Miller is Chief Investment Officer of the Adviser since inception. From April 2016 to April 2017, Dr. Miller was Associate Vice President, Head of Manager Strategies of Nationwide Investment Management Group. From February 2013 to April 2016, Dr. Miller was Associate Vice President, Product Management and Research of Nationwide Investment Management Group.
Mary K. Ziegler** (1972) 235 Whitehorse Lane Suite 200 Kennett Square, PA 19348	Chief Compliance Officer and AML Compliance Officer	Indefinite; Since 2018	Ms. Ziegler is Chief Legal and Compliance Officer of the Adviser since February 2018. She also serves as General Counsel of Chatham Financial Corp., an affiliate of the Adviser, since May 2020. From November to May 2020, Ms. Ziegler served as the Global Head of Compliance for Chatham Financial Corp., and from July 2019 to November she also served as Interim Chief Compliance Officer. From June 2012 to February 2018, Ms. Ziegler was Chief Compliance Officer of TFS Capital LLC (investment adviser).

* S. Timothy Grugeon is a Trustee who is an "interested person" of the Fund as defined in the 1940 Act because he was an officer of the Adviser from May 2017 to December 2020.

** Each Officer of the Fund serves at the pleasure of the Board.

March 31, 2021 (Unaudited)

As the investment adviser for USQ Core Real Estate Fund (the “Fund”), Union Square Capital Partners, LLC (the “Adviser”) invests the assets of the Fund and manages their day-to-day business. We appreciate your business and the trust you have placed in us. Our privacy philosophy reflects the value of your trust. We are committed to protecting the personal data we obtain about you. On behalf of the Fund and the Adviser (collectively, “USQ”), we make the following assurance of your privacy.

Not Using Your Personal Data for our Financial Gain

USQ has never sold shareholder information to any other party, nor have we disclosed such data to any other organization, except as permitted by law. We have no plans to do so in the future. We will notify you prior to making any change in this policy.

How We Do Use Your Personal and Financial Data

We use your information primarily to complete your investment transactions. We may also use it to communicate with you about other financial products that we offer.

The Information We Collect About You

You typically provide personal information when you complete a USQ account application or when you request a transaction that involves USQ, either directly or through a brokerage firm. This information may include your:

- Name, address, and phone numbers
- Social security or taxpayer identification number
- Birth date and beneficiary information (for IRA applications)
- Basic trust document information (for trusts only)
- Account balance
- Investment activity

How We Protect Your Personal Information

As emphasized above, we do not sell information about current or former shareholders or their accounts to third parties. We occasionally share such information to the extent permitted by law to complete transactions at your request, or to make you aware of related financial products that we offer. Here are the details:

- To complete certain transactions or account changes that you direct, it may be necessary to provide identifying information to companies, individuals, or groups that are not affiliated with USQ. For example, if you ask to transfer assets from another financial institution to USQ, we will need to provide certain information about you to that company to complete the transaction.
- In certain instances, we may contract with non-affiliated companies to perform services for us, such as processing orders for share purchases and repurchases and distribution of shareholder letters. Where necessary, we will disclose information about you to these third parties. In all such cases, we provide the third party with only the information necessary to carry out its assigned responsibilities (in the case of shareholder letters, only your name and address) and only for that purpose. We require these third parties to treat your private information with the same high degree of confidentiality that we do.
- Finally, we will release information about you if you direct us to do so, if we are compelled by law to do so, or in other legally limited circumstances (for example, to protect your account from fraud).

How We Safeguard Your Personal Information

We restrict access to your information to those USQ representatives who need to know the information to provide products or services to you. We maintain physical, electronic, and procedural safeguards to protect your personal information.

Purchasing Shares of the Fund through Brokerage Firms

USQ shareholders may purchase their shares through brokerage firms. Please contact those firms for their own policies with respect to privacy issues.

What You Can Do

For your protection, we recommend that you do not provide your account information, user name, or password to anyone except a USQ representative as appropriate for a transaction or to set up an account. If you become aware of any suspicious activity relating to your account, please contact us immediately.

We'll Keep You Informed

If we change our privacy policy with regard to disclosing your confidential information, we are required by law to notify you and provide you with a revised notice. You can access our privacy policy from our website.

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