



FOR IMMEDIATE RELEASE

STARLIGHT U.S. MULTI-FAMILY (NO. 3) CORE FUND ANNOUNCES APPROVAL OF NORMAL COURSE ISSUER BID BY THE TSX VENTURE EXCHANGE

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TORONTO, July 20, 2015 – Starlight U.S. Multi-Family (No. 3) Core Fund (the “**Fund**”) (TSXV: SUS.A, SUS.U) announced today that the TSX Venture Exchange (the “**TSX-V**”) has approved the Fund’s notice of intention to make a normal course issuer bid (the “**Issuer Bid**”). Under the Issuer Bid, the Fund will have the ability to purchase for cancellation up to a maximum of 222,344 of its class A limited partnership units (the “**Class A Units**”) and 33,235 of its class U limited partnership units (the “**Class U Units**” and together with the Class A Units, the “**Units**”), representing 10% of the Fund’s public float of the Class A Units and Class U Units, respectively. The Fund may not purchase more than 2% of the issued and outstanding Class A Units or Class U Units during any 30 day period, which as at July 7, 2015 represented 44,784 Class A Units and 6,699 Class U Units, respectively.

The Issuer Bid will commence on July 24, 2015 and remain in effect until the earlier of (i) July 22, 2016 and (ii) the date on which the Fund has purchased the maximum number of Units permitted under the Issuer Bid.

The Fund has entered into an automatic unit purchase plan (the “**Plan**”) with Scotia Capital Inc. in order to facilitate repurchases of the Units under the Issuer Bid. Purchases under the Plan will be made by the Fund’s broker based on the parameters prescribed by the TSX-V, applicable Canadian securities laws and the terms of the parties’ written agreement. The Plan is intended for the purchase of Units only under the Issuer Bid. Under the Plan, the Fund’s broker may purchase Units under the Issuer Bid when the Fund would ordinarily not be permitted to do so. The Plan commences on July 24, 2015 and expires on October 23, 2015, unless earlier terminated in accordance with the terms of the parties’ written agreement.

The Fund believes the current market prices of the Units do not reflect their underlying value. Accordingly, the Fund has implemented the Issuer Bid because it believes that Units may become available during the period of the Issuer Bid at prices that would make the purchase of such Units for cancellation in the best interests of the Fund and its Unitholders.

About Starlight U.S. Multi-Family (No. 3) Core Fund

The Fund is a limited partnership formed under the *Limited Partnerships Act* (Ontario) for the primary purpose of indirectly acquiring, owning and operating a portfolio of diversified income producing rental properties in the United States multi-family real estate market.

Forward-Looking Information

This news release contains statements that may constitute “forward-looking statements” within the meaning of Canadian securities laws and which reflect the Fund’s current expectations regarding future events, including statements concerning the Issuer Bid. Particularly, statements regarding future results, performance, achievements, prospects or opportunities for the Fund or the real estate industry are forward-looking statements. In some cases, forward-looking statements can be identified by terms such as “may”, “might”,

“will”, “could”, “should”, “would”, “occur”, “expect”, “plan”, “anticipate”, “believe”, “intend”, “seek”, “aim”, “estimate”, “target”, “project”, “predict”, “forecast”, “potential”, “continue”, “likely”, “schedule”, or the negative thereof or other similar expressions concerning matters that are not historical facts.

The forward-looking statements in this news release involve risks and uncertainties, including those set forth in the Fund’s materials filed with the Canadian securities regulatory authorities from time to time at www.sedar.com. Actual results could differ materially from those projected herein. Those risks and uncertainties include, among other things, risks related to: the effectiveness of the Issuer Bid; the experience of the Fund’s officers and directors; substitutes for residential real estate rental units; reliance on property management; competition for real property investments and tenants; and U.S. market factors.

Information contained in forward-looking statements is based upon certain material assumptions that were applied in developing such forward-looking statements including management’s perceptions of historical trends, current conditions and expected future developments, as well as other considerations that are believed to be appropriate in the circumstances, including the following: the ability of the manager of the Fund to manage and operate the Fund’s properties; the ability of the property managers selected to effectively manage the Fund’s properties; the population of multi-family real estate market participants; assumptions about the markets in which the Fund operates; the global and North American economic environment; foreign currency exchange rates; and governmental regulations or tax laws. Readers are cautioned against placing undue reliance on forward-looking statements. Except as required by applicable Canadian securities laws, none of the Fund or its manager undertake any obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise, after the date on which the statements are made or to reflect the occurrence of unanticipated events.

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