

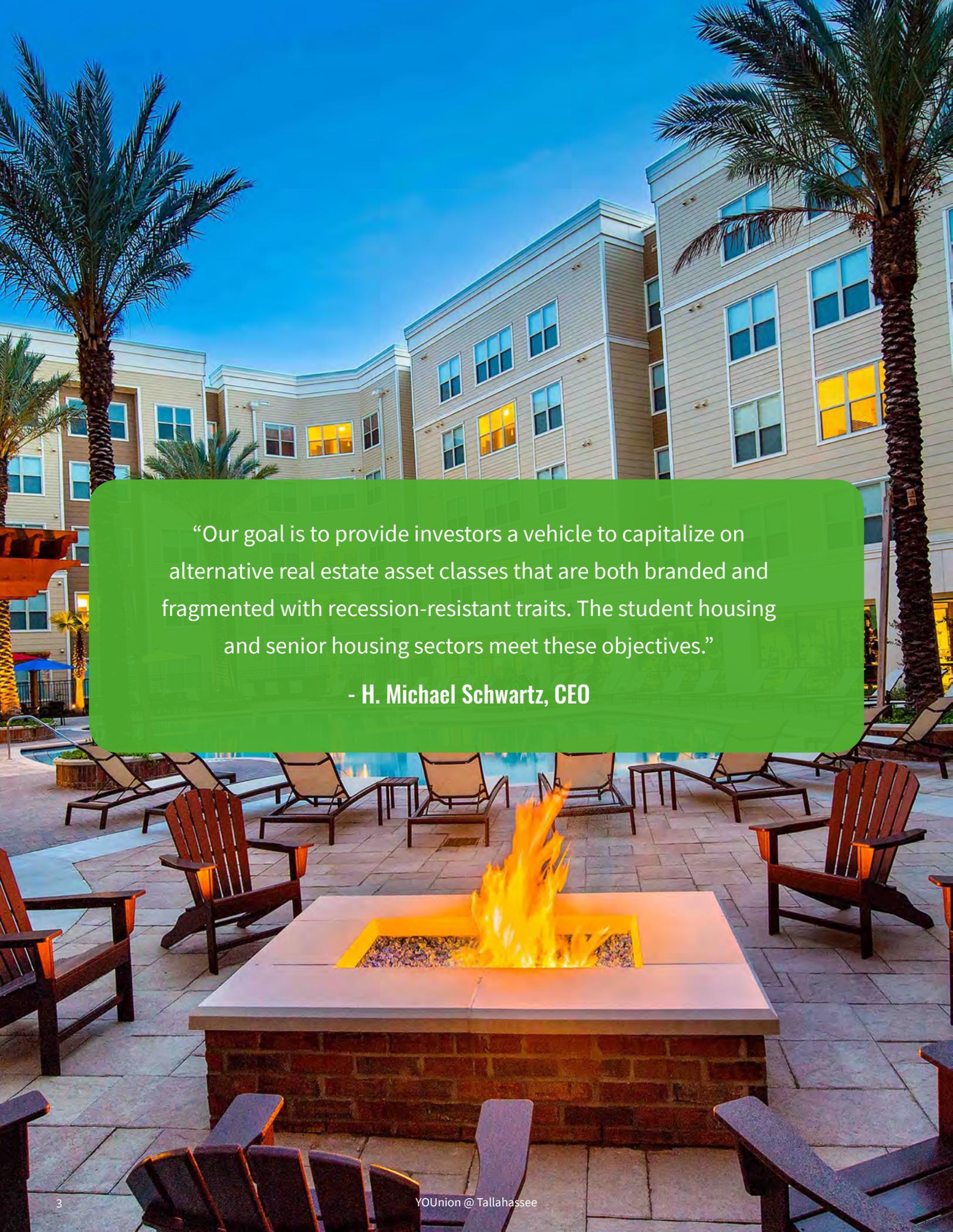


STRATEGIC
STUDENT & SENIOR HOUSING TRUST, INC.

INVESTING IN STUDENT & SENIOR HOUSING REAL ESTATE



This is neither an offering to sell nor a solicitation of an offer to buy the securities described herein. Such an offering may be made only by the prospectus. This literature must be read in conjunction with the prospectus in order to fully understand all of the implications and risks of the offering of securities to which it relates. Please read the prospectus in its entirety before investing for complete information and to learn more about the risks associated with this offering. A copy of the prospectus must be made available to you in conjunction with any offering and is available without charge upon written request to Select Capital Corporation (Member FINRA and SIPC) at 31351 Rancho Viejo Road, Suite 205, San Juan Capistrano, CA 92675. The prospectus is also available on the website at www.StrategicREIT.com. Phone inquiries may be directed to (877) 327-3485. No offering is made to New York residents except by a prospectus filed with the Department of Law of the State of New York. The Attorney General of the State of New York has not passed on or endorsed the merits of this offering. The properties depicted are owned by Strategic Student & Senior Housing Trust, Inc.



“Our goal is to provide investors a vehicle to capitalize on alternative real estate asset classes that are both branded and fragmented with recession-resistant traits. The student housing and senior housing sectors meet these objectives.”

- H. Michael Schwartz, CEO

EXECUTIVE LEADERSHIP



H. Michael Schwartz
Chairman of the Board &
Chief Executive Officer



John Strockis
President &
Chief Investment Officer



Paula Mathews
Executive Vice President



Mike Terjung
Chief Financial Officer
& Treasurer



James Berg
Secretary



HISTORY OF SUCCESS



SMARTSTOP
ASSET MANAGEMENT

WHY SMARTSTOP ASSET MANAGEMENT?

When you consider an investment in a REIT, there's a reassurance that comes from the knowledge that it's managed by an experienced executive team with a proven track record. SmartStop has successfully launched **five public, non-traded REITs in 10 years**. We took our first REIT, SmartStop Self Storage, Inc., full cycle, which resulted in a **\$1.4 billion sale** to Extra Space and a **\$13.75 per share value** to stockholders.¹

A Verified, Repeatable Process

Our rigorous acquisition process uses an institutional financial model, based on a thorough analysis of prior performance and potential value-added opportunities. Just a few of the many items reviewed are a comprehensive market analysis, operating income/expenses, and physical site inspections.

1

EVALUATION & DUE DILIGENCE

- Assess financial model: cash flow, evergreen market, and appreciation potential
- Conduct competitive analysis
- Obtain independent third-party reports

2

ACQUISITION

- Approved by a seasoned investment committee and board of directors

3

PROPERTY & ASSET MANAGEMENT

- Implement integrated marketing plan
- Seek cross-selling opportunities

4

EXIT STRATEGY²

- List
- Liquidate
- Merge

1. Past performance is no indication of future results. It is possible to lose money on this investment.

2. The timing of Strategic Student & Senior Housing Trust's exit strategy is subject to market conditions and the discretion of our board of directors. Strategic Student & Senior Housing Trust currently intends to achieve one or more of these exit strategies within 3 to 5 years after completion of its current offering. Our board of directors may determine that it is in the best interest of our stockholders to conduct a follow-on offering, in which case offering of our common stock could be conducted for 6 years or more. There is no assurance that Strategic Student & Senior Housing Trust will achieve one or more of the liquidity events it intends to seek. Our charter does not provide a date for termination of our corporate existence and does not require us to pursue a liquidity transaction at any time.

A MESSAGE FROM OUR CEO



We are pleased to offer shares in Strategic Student & Senior Housing Trust, Inc., a recently formed Maryland corporation that operates as a real estate investment trust. We will invest the net proceeds of this offering in a portfolio of real estate investments that exclusively focus on student housing and senior housing.

We believe that these two specialized segments are poised for growth. According to the National Center for Education Statistics, college enrollment in the United States is expected to increase 14 percent from 2015 to 2026, reaching an all-time high of 19.3 million enrolled college students. This statistic shows the increasing pressure colleges and universities will face to provide ample, well-designed housing. Likewise, senior housing continues to perform well due to a sizable, aging baby boomer demographic, fewer family caregivers and a preference toward amenities-rich environments for seniors.

We will seek to achieve our objectives by primarily investing in the following types of real estate assets: (i) newer pedestrian-to-campus, purpose-built, Class “A” income-producing student housing designed to accommodate those enrolled in undergraduate or post-secondary, public, and private four-year colleges and universities, and (ii) institutional quality income-producing independent-living communities, assisted-living communities, memory-care facilities, continuing-care retirement communities and other properties that focus on providing housing to seniors who predominantly generate private pay sources of revenue.

We are offering investors the opportunity to invest in a single REIT that intends to take advantage of the growing demand for these two unique asset classes. We believe that Strategic Student & Senior Housing Trust can provide stability, diversification, income, and potential growth over the long term. Thank you for considering Strategic Student & Senior Housing Trust for your portfolio. We look forward to serving you.

Continued successes,

H. Michael Schwartz
Chief Executive Officer

UNDERSTANDING REITS

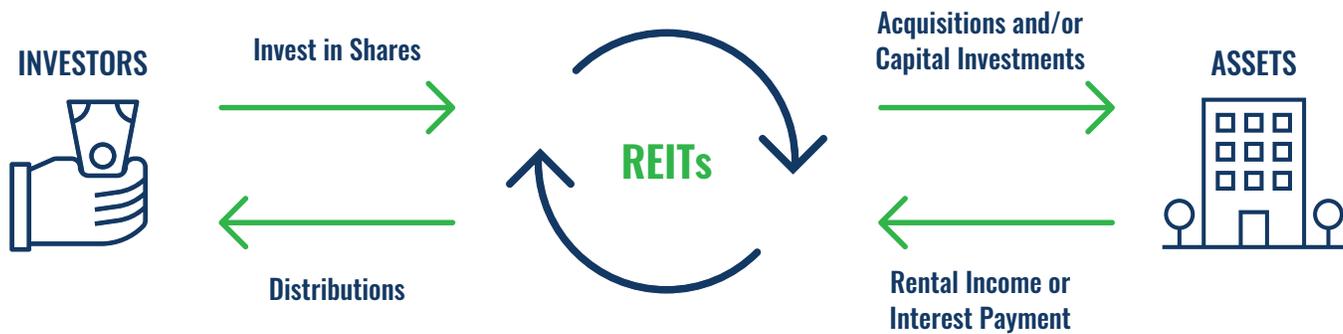
THE FACTS ABOUT REITS

WHAT IS A “REIT?” IT IS THE ACRONYM FOR “REAL ESTATE INVESTMENT TRUST.”

A REIT is a professionally managed company that owns, and usually operates, income-producing real estate. Most individuals don't have the means to purchase commercial property on their own. However, when they invest in a REIT, their money is pooled with the proceeds of numerous investors to purchase a portfolio of properties, which in turn create income that may be passed to investors as distributions. In fact, REITs are required by law to pass at least 90 percent of their taxable income to their stockholders. Different REITs tend to feature different investment objectives and may vary in the types of properties they focus on.

REITS MAY BE AN APPROPRIATE INVESTMENT ALTERNATIVE FOR THOSE SEEKING:

- Increased portfolio diversification through commercial real estate investment
- Taxes that are deferred on a portion of the distributions and profits
- Monthly income through distribution payments¹
- Capital appreciation through increases in the values of the properties upon liquidation



1. Until we generate operating cash flows sufficient to pay distributions to you, we may pay distributions from financing activities, which may include borrowings in anticipation of future cash flows or the net proceeds of our offerings (which may constitute a return of capital). Therefore, it is likely that some or all of the distributions that we make will represent a return of capital to you, at least in the first few years of operation. We are not prohibited from undertaking such activities by our charter, bylaws or investment policies, and we may use an unlimited amount from any source to pay our distributions, and it is likely that we will use offering proceeds to fund a majority of our initial distributions. Distributions are not guaranteed.





INVESTMENT STRATEGY

WHY STRATEGIC STUDENT & SENIOR HOUSING TRUST, INC.?

Strategic Student & Senior Housing Trust is a real estate investment trust that focuses on two growing real estate investment segments¹. The portfolio will include:



STUDENT

- Aging on-campus dormitories are becoming obsolete
- Amenities-rich, purpose-built and pedestrian-to-campus communities offer great resident value
- Fully furnished living spaces with enhanced privacy



SENIOR

- Number of Americans aged 65+ is expected to increase over 4x faster than overall population (approximately 65% from 2015 to 2035).²
- Increasing social acceptance of living in well-operated communities
- Emphasis on substantially private pay residents



COMMUNITIES

- Purpose-built and amenities-rich
- Institutional quality
- Retain highly qualified managers and operators



FOCUS

- Experienced acquisition and asset management platform
- Strong demographic trends
- Barriers to entry



OFFERING

- Recession-resistant investment characteristics
- Diversification
- Long-term income and growth potential

1. There can be no assurance that our investment objectives will be realized. Any investment involves a risk of loss, including a loss of your entire investment.

2. U.S. Census Bureau



THE POTENTIAL FOR PERENNIAL DEMAND

STUDENT HOUSING

Today's top colleges and universities must contend with:

- Expected undergraduate enrollment increases of 14% between 2015 and 2026¹
- Overcrowded², outdated on-campus housing³
- Limited government funding for new on-campus dorms⁴

Our opportunity:

Invest in attractive student housing properties close to campus with spacious floor plans and a myriad of amenities that will command steady rents.

SENIOR HOUSING

The next decade will see a steep rise in demand for senior housing:

- Over the next 20 years, the population aged 65, the typical age of retirement, and over is expected to grow from 48 million to 79 million.⁵
- Approximately 15% of Americans between aged 75-79 seek assistance with daily living (increases to nearly 30% over the age of 80).⁶
- The population is living longer.⁷
- The supply of senior housing facilities not expected to keep up with demand.⁸
- Nearly on third of individuals 85+ have Alzheimer's disease and many will require care outside of their private homes.⁹

Our opportunity:

Invest in amenities-rich, well-located senior living properties that have an emphasis on private-pay sources of revenue.

1. National Center for Education Statistics, Undergraduate Enrollment, May 2017

2. EAB, Got overcrowding? How institutions find space—and how you can prepare: Ann Forman Lippens, Practice Manager, August 31, 2017

3. New York Times, A Rush to Meet Rising Demand, and Expectations, for Student Housing: Vivian Marino, February 28, 2017

4. Funding Down, Tuition Up, State Cuts to Higher Education Threaten Quality and Affordability at Public Colleges: Michael Mitchell, Michael Leachman, and Kathleen Masterson, August 15, 2016

5. Joint Center for Housing Studies of Harvard University: Projections and Implications for Housing a Growing Population: Older Adults 2015-2035

6. US Census Bureau data.

7. Pharmacy Times: The Aging Population: The Increasing Effects on Health Care, January 19, 2016

8. AARP: The Aging of the Baby Boom and the Growing Care Gap: A Look at Future Declines in the Availability of Family Caregivers, August 2013

9. Alzheimer's Association website



This offering is an offer to sell in a solicitation to offer to buy securities as provided herein. Only the Private Placement Memorandum makes such a sale. This literature must be read in conjunction with the Private Placement Memorandum in order to fully understand all of the implications and risks of the offering of securities to which it relates.

Please read the Private Placement Memorandum in its entirety before investing for complete information and to learn more about the risks associated with this offering.

Shares offered through Select Capital Corporation (Member FINRA and SIPC)

RAISING THE GRADE FOR STUDENT HOUSING

WHY STUDENT HOUSING?

Student housing is an increasingly attractive, recession-resistant asset class with strong underlying fundamentals. There has been a surge in college attendance rates over the past 20 years, yet many of the nationally ranked colleges and universities are strained by obsolete on-campus housing. Private pay, off-campus housing is starting to meet this demand for modern, purpose-built, close-to-campus student living. College enrollment growth in the United States is projected to grow to 19.3 million by 2026.¹ Demand is projected to remain strong due to an evergreen market that will drive student housing long-term through the growth of the college-age population and the increase in college attendees.

OUTSIDE THE NORM OF A DORM:

Our properties will primarily offer enhanced privacy units with high bed/bath parity, in-unit washer and dryer, and high-speed connectivity as well as other amenities, such as a gym, study areas and community gathering areas. We will invest in newer properties adjacent to campus or within a one-mile radius. These amenities-enriched environments will allow students to study, socialize, relax, and exercise all under one roof.

Purpose-built student housing differs from traditional multifamily assets as it is structured with a by-the-bed leasing model with 12-month leases. The predictability of cash flows is a significant factor separating the sector from other commercial real estate opportunities and drives interest from institutional investors. With steady demand and limited comparable competing product, student-housing fundamentals are healthy and are likely to continue on an upward trajectory.

ON TARGET FOR OFF-CAMPUS DEVELOPMENT:

We will focus on investing in income-producing properties near universities with:

- Enrollments of 15,000 students or greater
- A strong academic and athletic reputation including a D1 football program
- Steady enrollment growth
- Competitive admissions and tuition costs
- Favorable demographic markets with high barriers to entry



1. National Center for Education Statistics

A CONTINUUM OF SENIOR HOUSING



WHY SENIOR HOUSING?

Senior housing has emerged as a growing institutional asset class, with its recession-resistant characteristics and favorable demand metrics. Senior housing has outperformed investment returns for the past ten years. We will primarily focus on senior housing properties that rely on private payment sources that are in the low-to-middle stages of the acuity spectrum.

WE'VE STUDIED THE DEMAND:

- The U.S. Census Bureau estimates the total number of Americans aged 65 and older (a demographic group that tends to need substantial medical services) is expected to increase over four times faster than the rate of the overall U.S. population from 2015 to 2035, as the baby boomer generation ages and life expectancies lengthen.¹
- According to the U.S. Census Bureau, the percentage of older Americans between ages 75 to 79 seeking assistance with daily living, such as bathing, walking, medication administration, eating and others, is approximately 15%. Over the age of 80, this percentage increases to almost 30%.
- According to the Alzheimer's Association, nearly one third of all individuals 85 years old and older have Alzheimer's disease. Many of these individuals will require care outside the scope available in their private homes.
- According the Centers for Medicare & Medicaid Services, or CMS, national healthcare expenditures are projected to grow on average 5.6% annually from 2016-2025 and accounted for approximately 17.8% of the U.S. gross domestic product, or GDP, in 2015 and overall healthcare spending is expected to rise to nearly 20% of GDP by 2025.
- U.S. census data suggests that the age 75 and older population is expected to grow 2.9% annually between 2016 and 2020, while supply is expected to grow only 2.6%.
- According to data provided by the American Senior Housing Association, there is a high degree of fragmentation among both senior housing owners and operators.
- For the last 10 years, the internal rate of return on senior housing was 12%, as compared to an 8% average for all other asset classes. [citation is from a study published by National Council of Real Estate Investment Fiduciaries, along with NIC MAP© Data Service]

Prior to acquisition, we plan to retain recognized third-party operators to assist us in reviewing every facet of a property's operations. We do not intend to directly manage or operate any of our senior housing properties. However, we will take a proactive role in ensuring the third-party operators use marketing best practices to optimize our properties' visibility and maximize occupancy rates.

OUR SENIOR HOUSING STRATEGY:

We will focus on investing in incoming-producing senior living properties with:

- Variable living options: independent living, assisted living, memory care, and continuing care retirement communities
- Highly desired amenities, including dining services, fitness facilities and social programs
- Favorable regional and local demographic markets
- Close proximity to hospitals and other medical services
- Well-staffed with dining, housekeeping, transportation and medical professionals
- Partnerships with experienced operators and managers



1. Q2 2017 Primary Markets, Segment Type Data NIC MAP Data & Analysis Service (Q2 2017)

CONSIDER THE RISKS

We are an “emerging growth company” and a “smaller reporting company” under the federal securities laws and will be subject to reduced public company reporting requirements. Investing in our common stock involves a high degree of risk. You should purchase these securities only if you can afford a complete loss of your investment. See “Restrictions on Ownership and Transfer” beginning on page 150 to read about limitations on transferability. See “Risk Factors” beginning on page 24 to read about the risks you should consider before buying shares of our common stock. The most significant risks include the following:

- We have incurred a net loss to date, have an accumulated deficit and our operations may not be profitable in 2019.
- No public market currently exists for shares of our common stock and we may not list our shares on a national securities exchange before three to five years after completion of this offering, if at all; therefore, it may be difficult to sell your shares. If you sell your shares, it will likely be at a substantial discount. Our charter does not require us to pursue a liquidity transaction at any time.
- Until we generate operating cash flows sufficient to pay distributions to you, we may pay distributions from financing activities, which may include borrowings in anticipation of future cash flows or the net proceeds of our offerings (which may constitute a return of capital). Therefore, it is likely that some or all of the distributions that we make will represent a return of capital to you, at least in the first few years of operation. We are not prohibited from undertaking such activities by our charter, bylaws or investment policies, and we may use an unlimited amount from any source to pay our distributions, and it is likely that we will use offering proceeds to fund a majority of our initial distributions. For the year ended December 31, 2017, we funded 73.8% of our distributions using proceeds from our private offering and 26.2% using proceeds from our distribution reinvestment plan. For the year ended December 31, 2018, we funded 12.9% of our distributions from cash flows from operations, 50.6% using proceeds from public and private offerings and 36.5% using proceeds from our distribution reinvestment plan. For the three months ended March 31, 2019, we funded 47.1% of our distributions using cash flows from operations, 20.0% using proceeds from our public and private offerings and 32.9% using proceeds from our distribution reinvestment plan.
- This is an initial public offering and we have limited operating history.
- The prior performance of real estate programs previously sponsored by our sponsor or its affiliates may not be indicative of our future results.
- This is a “best efforts” offering. If we are unable to raise substantial funds in this offering, we may not be able to invest in a diverse portfolio of real estate and real estate-related investments, and the value of your investment may fluctuate more widely with the performance of specific investments.
- We are a “blind pool” because we have not identified any properties to acquire with the net proceeds from this offering. As a result, you will not be able to evaluate the economic merits of our future investments prior to their purchase. We may be unable to invest the net proceeds from this offering on acceptable terms to investors, or at all.
- Investors in this offering will experience immediate dilution in their investment primarily because pursuant to our private offering, we sold approximately 10.7 million shares of our common stock at a weighted average purchase price of approximately \$8.55 per share and received weighted average net proceeds of approximately \$7.93 per share in our private offering.
- A portion of the proceeds received in this offering may be used to honor share redemption requests from our stockholders which will reduce the net proceeds available to acquire additional properties.
- There are substantial conflicts of interest among us and our sponsor, advisor, affiliated property manager, transfer agent and dealer manager.
- Our advisor may face conflicts of interest relating to the purchase of properties and such conflicts may not be resolved in our favor, which could adversely affect our investment opportunities.
- We have no employees and must depend on our advisor to select investments and conduct our operations, and there is no guarantee that our advisor will devote adequate time or resources to us.
- We will pay substantial fees and expenses to our advisor, its affiliates and participating broker-dealers, which will reduce cash available for investment and distribution.
- We may incur substantial debt, which could hinder our ability to pay distributions to our stockholders or could decrease the value of your investment.
- We may fail to qualify as a REIT, which could adversely affect our operations and our ability to make distributions.
- Our board of directors may change any of our investment objectives without your consent.

Neither the Securities and Exchange Commission, the Attorney General of the State of New York nor any other state securities regulator has approved or disapproved of our common stock, determined if this prospectus is truthful or complete or passed on or endorsed the merits of this offering. Any representation to the contrary is a criminal offense.



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Select Capital Corporation, Member FINRA/SIPC, is the dealer manager for the Strategic Student & Senior Housing Trust, Inc. offering.