



## **VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC**

**Annual Report  
March 31, 2021**

### **VERSUS CAPITAL ADVISORS LLC**

This report is for shareholders of Versus Capital Multi-Manager Real Estate Income Fund LLC. It is not authorized for distribution unless preceded or accompanied by a current prospectus for the Fund. Shares of the Fund are distributed by Foreside Funds Distributors LLC, Berwyn, Pennsylvania.

***Important Information:***

***Intent to adopt alternate shareholder report delivery option under SEC Rule 30e-3***

Beginning in April, 2021, as permitted by regulations adopted by the SEC, paper copies of the Fund's annual and semi-annual shareholder reports will no longer be sent by mail, unless you specifically request paper copies of the reports. Instead, the reports will be made available on the Fund's website (<https://www.versuscapital.com/investment-funds/vcmix>), and you will be notified by mail each time a report is posted and provided with a website link to access the report.

If you already elected to receive shareholder reports electronically, you will not be affected by this change and you need not take any action. You may elect to receive shareholder reports and other communications from the Fund electronically anytime by contacting your financial intermediary (such as an investment adviser, broker, bank or trust company) or, if you are a direct investor, by calling the Fund (toll-free) at (877) 200-1878 or by sending an email request to the Fund at [info@versuscapital.com](mailto:info@versuscapital.com).

You may elect to receive all future reports in paper free of charge. If you invest through a financial intermediary, you may contact your financial intermediary to request that you continue to receive paper copies of your shareholder reports. If you invest directly with the Fund, you may call the Fund (toll-free) at (877) 200-1878 or by sending an email request to the Fund at [info@versuscapital.com](mailto:info@versuscapital.com) to let the Fund know you wish to continue receiving paper copies of your reports. Your election to receive reports in paper will apply to all funds held in your account if you invest through your financial intermediary or all funds held in your account if you invest directly with the Fund.

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Economic and market conditions change frequently.  
There is no assurance that the trends described in this report will continue or commence.

### Privacy Notice

This notice describes the Fund’s privacy policy. The Fund is committed to protecting the personal information that it collects about individuals who are prospective, former or current investors. The Fund collects personal information (“Personal Information”) for business purposes, such as to process requests and transactions, to maintain accounts, and to provide customer service. Personal Information is obtained from the following sources.

- Investor applications and other forms, which may include your name(s), address, social security number or tax identification number;
- Written and electronic correspondence, including telephone contacts; and
- Transaction history, including information about the Fund’s transactions and balances in your accounts with the Fund or its affiliates or other holdings of the Fund and any affiliation with the Adviser and its subsidiaries.

The Fund limits access to Personal Information to those employees and service providers who need to know that information for business purposes. Employees are required to maintain and protect the confidentiality of Personal Information. The Adviser, on behalf of the Fund, maintains written policies and procedures that address physical, electronic and administrative safeguards designed to protect Personal Information.

The Fund may share Personal Information described above with the Adviser and its various other affiliates or service providers for business purposes, such as to facilitate the servicing of accounts. The Fund may share the Personal Information described above for business purposes with a non-affiliated third party only as authorized by exceptions to Regulation S-P’s opt-out requirements, for example, if it is necessary to effect, administer, or enforce a transaction that an investor requests or authorizes; (ii) in connection with processing or servicing a financial product or service an investor requests or authorizes; and (iii) in connection with maintaining or servicing the investor’s account with the Fund. The Fund also may disclose Personal Information to regulatory authorities or otherwise as permitted by law. The Fund endeavors to keep its customer files complete and accurate. The Fund should be notified if any information needs to be corrected or updated.

# VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC

## Shareholder Letter

March 31, 2021 (Unaudited)

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Dear Shareholders,

As always, we are grateful for the trust you place in us and the privilege to invest on your behalf. The last twelve months have been dominated by the global pandemic that drastically impacted our lives in many ways.

In the years leading up to the COVID-19 pandemic, the real estate market generally had positive supply and demand balances demonstrated by low vacancies and continued solid rental rate growth. However, the uncertainty and very rapid change in use for real estate driven by the pandemic accelerated existing trends in the real estate space. The industrial, multifamily, and life sciences sectors were able to navigate the headwinds caused by the pandemic while certain segments of the retail, office, and hospitality sectors faced challenges. The Fund's property sector and geographically diverse portfolio of institutional quality assets proved resilient throughout the pandemic, limiting downside during the height of the crisis and maintaining weighted average occupancy and weighted average rent collections in the mid-90% range for the fiscal year ended March 31, 2021.

VC MIX continues to allocate capital into funds with the potential to generate significant long-term value by focusing on stable, high-quality cash flows and long-term asset appreciation. As of March 31, 2021, VCMIX provided investors exposure to over \$131 billion of high-quality commercial real estate assets spread across over 1,500 distinct investments.

Another effect that appears to have accelerated as a result of the pandemic has been the increased allocation to real estate among institutions. The increased demand has been driven by the asset classes' strong (contractual) cash flows generated by the underlying properties. This trend further supports the view that institutions have been decreasing capital to low-yielding fixed income products and increasing allocation to real estate and real assets. Interestingly, available capital for private equity real estate ended 2020 at record highs demonstrating investor demand for the asset class.

As VCMIX concluded its fiscal year ended March 31, 2021, performance held up well relative to many other asset classes during these events. Through March 31, 2021, the Fund was up 2.00% for the quarter and 6.00% for the trailing one-year period. Over the medium term through March 31, 2021, the Fund has produced three and five-year annualized returns of 4.09% and 4.62%, respectively. Finally, over the eight plus years since inception on July 9, 2012 through March 31, 2021, the Fund has generated annualized returns of 5.79% with 2.12% volatility compared to the custom Real Estate Index return of 5.35% with 12.63% volatility, the Barclays Aggregate Bond Index return of 2.75% with 3.35% volatility and the MSCI ACWI Index return of 11.47% with 13.82% volatility (See end notes for index descriptions and definitions. It is not possible to invest in an index). Overall, VCMIX has delivered attractive and consistent risk-adjusted returns over the short, medium, and long-term.

**Performance Disclosure:** *Quoted performance is net of all fees and expenses. Past performance does not guarantee future results. The performance data quoted represents past performance and future returns may be lower or higher. Total return figures include change in share price, reinvestment of dividends and capital gains. The investment return and principal value will fluctuate so that an investor's shares, when redeemed, may be worth more or less than the original cost. Performance data current to the most recent month end may be obtained by calling 877-200-1878.*

With a track record of over eight years and a proven ability to successfully navigate a significant downturn in the economy and financial markets, we think the case for investing in institutional private real estate funds and customized public real estate securities portfolios continues to strengthen and believe VCMIX deserves a meaningful allocation in investor portfolios.

In closing, on behalf of myself and our employees, our best wishes to you and your loved ones for good health and safety as the world begins to return to normal. We consider it a privilege to invest on your behalf. Thank you for your continued partnership.

Sincerely,  
Mark Quam  
Chief Executive Officer  
Versus Capital Advisors LLC

# VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC

## Shareholder Letter

March 31, 2021 (Unaudited) (continued)

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### Definitions & Index Descriptions

**Real Estate Index** is a custom blended index broadly covering the global real estate equity and debt securities markets. From 7/9/12 – 10/5/15 the blended index was composed of 80% Dow Jones Global Select Real Estate Securities Index and 20% BBgBarc IG REITs TR USD. From 10/6/15 – Forward the blended index is composed of 80% Dow Jones Global Select Real Estate Securities Index and 20% Dow Jones Global Select Real Estate Securities Corporate Bond Index.

**US Bonds - BBgBarc US Agg Bond Index** is an unmanaged index representing more than 5,000 taxable government, investment-grade corporate and mortgage-backed securities, and is generally considered a barometer of the US bond market.

**MSCI ACWI Index** is a commonly followed equity index that captures large and mid cap representation across 23 Developed Markets (DM) and 26 Emerging Markets (EM) countries. With 2,844 constituents, the index covers approximately 85% of the global investable equity opportunity set.

**Volatility or Standard Deviation** – A measurement of the dispersion of returns around the mean return. As the standard deviation increases, the annual variation in returns also increases.

**Cash Flow** – remaining profits after collecting all rents and income, paying all operating expenses, and setting aside cash reserves for future repairs.

**An investment in the Fund is subject to a high degree of risk. These risks include, but are not limited to, the following:** *Real estate entails special risks, including tenant default, environmental problems, and adverse changes in local economies. The yield from an underlying investment fund could be significantly reduced if it fails to qualify as a REIT (real estate investment trust) for tax purposes. The Fund is “non-diversified” under the Investment Company Act of 1940. Changes in the market value of a single holding may cause greater fluctuation in the Fund’s net asset value than in a “diversified” fund. The Fund is not intended as 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. A multi-manager strategy involves certain risks. For example, it is possible that some Investment Managers may take similar market positions, thereby interfering with the Fund’s investment goal. The Fund and underlying Investment Managers may borrow as an investment strategy, up to one third of the Fund’s gross asset value. Borrowing presents opportunities to increase the Fund’s return, but potentially increases the losses as well. The Adviser and Investment Managers manage portfolios for themselves and other clients. A conflict of interest between the Fund and these other parties may arise which could disadvantage the Fund. For example, a suitable but limited investment opportunity might be allocated to another client rather than to the Fund. The Fund does not intend to list its Shares on any securities exchange during the offering period, and a secondary market in the Shares is not expected to develop. There is no guarantee that shareholders will be able to sell all of their tendered shares during a quarterly repurchase offer. An investment is not suitable for investors that require liquidity, other than through the Fund’s repurchase policy. You should not expect to be able to sell your Shares other than through the Fund’s repurchase policy, regardless of how the Fund performs.*

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Board of Directors and Shareholders  
**Versus Capital Multi-Manager Real Estate Income Fund LLC**

**Opinion on the financial statements**

We have audited the accompanying statement of assets and liabilities of Versus Capital Multi-Manager Real Estate Income Fund LLC (the “Fund”), including the portfolio of investments, as of March 31, 2021, and 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, and the financial highlights for each of the five years in the period then ended, and the related notes (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, and the results of its operations and its cash flows for the year then ended and its financial highlights for each of the five years 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. The Fund is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Fund’s internal control over financial reporting. Accordingly, we express no such opinion.

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, underlying fund managers and brokers, or by other appropriate auditing procedures where replies from brokers were not received. 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.

/s/ GRANT THORNTON LLP

We have served as the auditor of one or more investment companies in the Fund’s investment company group since 2011.

Chicago, Illinois  
May 27, 2021

**VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC**  
**Portfolio of Investments – March 31, 2021**

<u>Shares</u>		<u>Value</u>	<u>Shares</u>	<u>Value</u>
<b>Private Investment Funds(a) - 70.4%</b>				
<b>Diversified - 70.4%</b>				
	AEW Core Property Trust (U.S.), Inc.		212,200	
107,956	Class A Shares	\$ 110,186,322	72,025	
32,832	Class B Shares	33,510,294	10,815	
—	AEW Value Investors US LP(b)(c)	28,088,644	315,675	
97,988	Barings Core Property Fund LP	12,954,142		
28,300	Barings European Core Property Fund	36,805,103	571,498	
85,567,059	CBRE U.S. Core Partners LP	124,748,215	59,191	
89,172	Clarion Gables Multifamily Trust LP(c)	112,979,103	775,600	
127,263	Clarion Lion Properties Fund LP	196,836,694	1,086,705	
—	GWL U.S. Property Fund LP(c)(d)	89,384,719	307,993	
69,192	Harrison Street Core Property Fund LP	98,350,755	325,600	
129,075	Heitman America Real Estate Trust LP	152,971,144	617	
	Heitman Core Real Estate Debt Income Trust LP(c)	138,779,489	2,656	
137,866	Invesco Core Real Estate USA LP	125,229,680	47,422	
680	Invesco Real Estate Asia Fund(c)	124,378,666	18,021	
875,087	LaSalle Property Fund LP		301,019	
32,699	Class A shares	53,835,139	2,221	
6,784	Class B shares	11,169,075	298,358	
1,142,342	RREEF America REIT II, Inc.	144,312,006	137,964	
3,283	Trumbull Property Fund, LP	32,082,563	45,781	
5,421	Trumbull Property Income Fund, LP	67,393,984	59,850	
—	US Government Building Open-End Feeder, LP(e)	62,714,448		
	<b>Total Private Investment Funds</b>	<u>1,756,710,185</u>	781,106	
	(Cost \$1,672,730,453)		56,470	
<b>Common Stocks - 18.5%</b>				
<b>Apartments/Single Family Residential - 3.7%</b>				
15,812	Agree Realty Corp., REIT	1,064,306	131,264	
533,333	American Homes 4 Rent, REIT Class A Shares	17,781,322	246,065	
229,218	Apartment Income REIT Corp., REIT	9,801,362	398,812	
85,239	AvalonBay Communities, Inc., REIT	15,727,448	244,061	
47,600	Camden Property Trust, REIT	5,231,716	200,347	
83,860	Equity Residential, REIT	6,006,892		
14,016	Essex Property Trust, Inc., REIT	3,810,109		
531,417	Independence Realty Trust, Inc., REIT	8,077,538		
536,968	Invitation Homes, Inc., REIT	17,177,606	7,513	
641,311	Irish Residential Properties, PLC, REIT(Ireland)	1,227,371	154,800	
	Minto Apartment Real Estate Investment Trust, REIT(Canada) 144A	834,247	1,180,600	
48,291	STORE Capital Corp., REIT	4,301,702	154,365	
128,409	UNITE Group, PLC, REIT (United Kingdom)	1,742,769	155,039	
118,502		<u>92,784,388</u>	559,436	
			23,735	
			61,940	
<b>Diversified - 4.3%</b>				
18,504	American Tower Corp., REIT	4,423,566		
770,634	Arena, REIT(Australia)	1,848,028		
126,363	Broadstone Net Lease, Inc., REIT	2,312,443		
1,042,931	Centuria Capital Group(Australia)	1,970,010	54,928	
75,952	Charter Hall Group, REIT(Australia)	747,136		
58,435	CoreSite Realty Corp., REIT	7,003,435	78,667	
15,193	Covivio, REIT(France)	1,299,435		
	Cromwell European Real Estate Investment Trust, REIT(Singapore)	2,334,593	49,200	
4,365,900	Dexus, REIT(Australia)	2,654,286	41,770	
356,967	Digital Realty Trust, Inc., REIT	5,262,487	53,470	
37,365	Dream Industrial Real Estate Investment Trust, REIT(Canada)	4,760,592	111,903	
445,800	Equinix, Inc., REIT	18,996,579	59,031	
27,953			56,596	
<b>Diversified - (continued)</b>				
	ESR Cayman, Ltd. (Hong Kong) 144A(f)			\$ 697,911
	ESR Kendall Square Co., Ltd.(South Korea)(f)			1,183,713
	Fabege AB(Sweden)			971,494
	Gecina SA, REIT(France)			1,488,698
	Ingenia Communities Group, REIT(Australia)			1,218,172
	Investec Australia Property Fund, REIT(Australia)			586,413
	Klepierre SA, REIT(France)			1,377,714
	Lendlease Global Commercial, REIT(Singapore)			464,787
	Mapletree Logistics Trust, REIT(Singapore)			1,562,578
	Merlin Properties Socimi SA, REIT(Spain)			3,152,885
	Mitsubishi Estate Co., Ltd.(Japan)			5,701,741
	Mori Hills REIT Investment Corp., REIT(Japan)			855,534
	Nomura Real Estate Master Fund, Inc., REIT(Japan)			3,998,859
	NSI NV, REIT(Netherlands)			1,879,678
	Persimmon, PLC(United Kingdom)			729,952
	Segro, PLC, REIT(United Kingdom)			3,890,104
	United Urban Investment Corp., REIT(Japan)			2,989,070
	VICI Properties, Inc., REIT			8,425,630
	Vonovia SE(Germany)			9,015,847
	Weyerhaeuser Co., REIT			1,629,804
	Wihlborgs Fastigheter AB(Sweden)			<u>1,135,594</u>
				<u>106,568,768</u>
<b>Health Care - 1.3%</b>				
	Assura, PLC, REIT(United Kingdom)			776,271
	Healthcare Realty Trust, Inc., REIT			1,712,170
	Healthcare Trust of America, Inc., REIT Class A Shares, REIT			3,620,261
	Healthpeak Properties, Inc., REIT			7,810,103
	Primary Health Properties, PLC, REIT(United Kingdom)			814,636
	Sabra Health Care REIT, Inc.			4,236,899
	Welltower, Inc., REIT			<u>14,350,856</u>
				<u>33,321,196</u>
<b>Hotels - 0.9%</b>				
	Choice Hotels International, Inc.			806,070
	City Developments, Ltd.(Singapore)			920,691
	DiamondRock Hospitality Co., REIT(f)			1,238,936
	Far East Hospitality Trust, REIT(Singapore)			554,129
	MGM Growth Properties, LLC, REIT			5,035,386
	Park Hotels & Resorts, Inc., REIT			3,345,742
	Sunstone Hotel Investors, Inc., REIT			6,970,573
	Travel + Leisure Co.			1,451,633
	Xenia Hotels & Resorts, Inc., REIT			<u>1,207,830</u>
				<u>21,530,990</u>
<b>Internet Connective Services - 0.1%</b>				
	21Vianet Group, Inc., ADR(f)			<u>1,774,174</u>
<b>Office Properties - 1.7%</b>				
	Alexandria Real Estate Equities, Inc., REIT			12,924,988
	Allied Properties Real Estate Investment Trust, REIT(Canada)			1,591,062
	American Assets Trust, Inc., REIT			1,355,019
	Boston Properties, Inc., REIT			5,414,372
	Brandywine Realty Trust, REIT			1,301,263
	Centuria Office, REIT(Australia)			171,134
	City Office REIT, Inc.(Canada)			626,909
	Cousins Properties, Inc., REIT			2,000,669

See accompanying notes to financial statements.

**VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC**  
**Portfolio of Investments – March 31, 2021 (continued)**

<u>Shares</u>		<u>Value</u>	<u>Shares</u>		<u>Value</u>
	<b>Office Properties - (continued)</b>			<b>Warehouse/Industrial - (continued)</b>	
177	Daiwa Office Investment Corp., REIT(Japan) .....	\$ 1,247,402	109,180	Plymouth Industrial, Inc. REIT .....	\$ 1,839,683
139,835	Douglas Emmett, Inc., REIT .....	4,390,819	300,491	Prologis, Inc., REIT .....	31,852,046
82,480	Highwoods Properties, Inc., REIT .....	3,541,691	36,230	Rexford Industrial Realty, Inc., REIT .....	1,825,992
51,685	Hudson Pacific Properties, Inc., REIT .....	1,402,214	212,488	Safestore Holdings, PLC(United Kingdom) .....	2,329,362
128,322	Inmobiliaria Colonial Socimi SA, REIT(Spain) .....	1,242,821	285,256	Summit Industrial Income REIT(Canada) .....	3,236,851
2,965	Sekisui House Reit, Inc., REIT(Japan) .....	2,468,997	1,153,343	Tritax Big Box REIT, PLC(United Kingdom) .....	2,854,022
26,270	SL Green Realty Corp., REIT .....	1,838,637		WPT Industrial Real Estate Investment Trust, REIT(Canada) .....	7,960,171
		<u>41,517,997</u>	527,513		<u>76,490,209</u>
	<b>Real Estate Operation/Development - 0.9%</b>			<b>Total Common Stocks</b> .....	<u>460,625,623</u>
69,549	Castellum AB(Sweden) .....	1,534,664		(Cost \$421,150,134)	
104,610	Echo Investment SA(Poland)(f) .....	115,976		<b>Preferred Stock - 1.5%</b>	
15,970	LEG Immobilien AG (Germany) .....	2,100,642		<b>Apartments/Single Family Residential - 0.2%</b>	
908,900	Midea Real Estate Holding, Ltd.(China) 144A. ....	1,928,615		American Homes 4 Rent, REIT,	
127,200	Mitsui Fudosan Co., Ltd.(Japan) .....	2,899,586		Series D, 6.50% .....	25
941,425	New World Development Co., Ltd.(Hong Kong) ..	4,890,402	1	Series E, 6.35% .....	2,708,676
300,600	Sun Hung Kai Properties, Ltd.(Hong Kong) .....	4,551,640	106,809	Series F, 5.88% .....	288,633
124,000	Sunac China Holdings, Ltd.(China) .....	533,264	11,170	Series G, 5.88% .....	957,363
53,892	TAG Immobilien AG(Germany) .....	1,538,291	36,850	Series H, 6.25% .....	161,642
2,227,500	Zhongliang Holdings Group Co., Ltd.(China) .....	1,517,944	6,009	Mid-America Apartment Communities, Inc., REIT, Series I, 8.50% .....	356,616
		<u>21,611,024</u>		National Retail Properties, Inc., REIT, Series F, 5.20% .....	<u>496,640</u>
	<b>Regional Malls - 0.3%</b>		5,616		<u>4,969,595</u>
149,390	Macerich Co. (The), REIT .....	1,747,863	19,400	<b>Diversified - 0.3%</b>	
63,940	Simon Property Group, Inc., REIT .....	7,274,454		Armada Hoffler Properties, Inc., REIT, Series A, 6.75% .....	549,345
		<u>9,022,317</u>		Colony Capital, Inc., REIT, Series J, 7.13% .....	83,050
	<b>Residential - 0.5%</b>			Digital Realty Trust, Inc., REIT,	
67,145	Equity LifeStyle Properties, Inc., REIT .....	4,273,108	20,730	Series J, 5.25% .....	181,795
58,968	Sun Communities, Inc., REIT .....	8,847,559	3,280	Series K, 5.85% .....	112,052
		<u>13,120,667</u>		Series L, 5.20% .....	701,295
	<b>Shopping Centers - 0.6%</b>		6,855	EPR Properties, REIT, Series G, 5.75% .....	32,004
	Capitalland Integrated Commercial Trust, REIT(Singapore) .....	1,780,232	4,035	PS Business Parks, Inc., REIT,	
1,100,200	Federal Realty Investment Trust, REIT .....	1,543,054	26,315	Series W, 5.20% .....	330,206
15,210	Kimco Realty Corp., REIT .....	2,358,281	1,270	Series X, 5.25% .....	322,603
125,775	Link REIT(Hong Kong) .....	3,747,121	12,710	Series Y, 5.20% .....	361,178
410,700	NewRiver REIT, PLC (United Kingdom)(f) .....	385,766	12,365	Series Z, 4.88% .....	620,595
298,320	Regency Centers Corp., REIT .....	4,237,938	13,733	UMH Properties, Inc., REIT,	
74,730	Scentre Group, REIT(Australia) .....	752,451	23,401	Series C, 6.75% .....	235,243
349,474	Weingarten Realty Investors, REIT .....	1,147,711	9,182	Series D, 6.38% .....	35,250
42,650		<u>15,952,554</u>	1,410	Vornado Realty Trust, REIT, .....	
	<b>Storage - 1.1%</b>			Series K, 5.70% .....	837,085
75,986	Big Yellow Group, PLC, REIT(United Kingdom) ..	1,167,220	33,165	Series L, 5.40% .....	578,538
276,856	CubeSmart, REIT .....	10,473,462	22,822	Series M, 5.25% .....	1,114,453
54,895	Life Storage, Inc., REIT .....	4,718,225	43,928	Series N, 5.25% .....	2,768,992
42,845	Public Storage, REIT .....	10,572,432	107,995		<u>8,863,684</u>
		<u>26,931,339</u>		<b>Health Care - 0.0%</b>	
	<b>Warehouse/Industrial - 3.1%</b>			Diversified Healthcare Trust, REIT, 6.25% .....	88,914
1,474,600	AIMS APAC, REIT(Singapore) .....	1,415,947	3,650	<b>Hotels - 0.1%</b>	
675,001	ARA LOGOS Logistics Trust, REIT(Singapore) ...	366,797		DiamondRock Hospitality Co., REIT, 8.25% .....	750,298
359,952	Centuria Industrial, REIT(Australia) .....	910,314	26,720		
1,141	CRE Logistics, Inc. REIT (Japan) .....	1,767,676			
20,387	CyrusOne, Inc., REIT .....	1,380,608			
118,905	First Industrial Realty Trust, Inc., REIT .....	5,444,660			
216,213	Goodman Group, REIT(Australia) .....	2,985,544			
	Industrial & Infrastructure Fund Investment Corp., REIT(Japan) .....	3,486,037			
2,030	Industrial Logistics Properties Trust, REIT .....	6,834,499			
295,482					

See accompanying notes to financial statements.



**VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC**  
**Portfolio of Investments – March 31, 2021 (continued)**

<u>Shares</u>		<u>Value</u>	<u>Shares</u>		<u>Value</u>
	<b>Hotels - (continued)</b>			<b>Warehouse/Industrial - (continued)</b>	
	Hersha Hospitality Trust, REIT,			Rexford Industrial Realty, Inc., REIT,	
4,575	Series C, 6.88% .....	\$ 111,035	17,455	Series A, 5.88% .....	\$ 441,086
2,490	Series D, 6.50% .....	60,482	34,948	Series B, 5.88% .....	899,212
3,540	Series E, 6.50% .....	85,987	3,655	Series C, 5.63% .....	96,200
	Pebblebrook Hotel Trust, REIT, .....				<u>1,873,166</u>
5,600	Series C, 6.50% .....	140,616		<b>Total Preferred Stock</b> .....	<u>38,472,880</u>
20,050	Series D, 6.38% .....	494,232		(Cost \$37,368,268)	
1,935	Series F, 6.30% .....	46,924			
	Sunstone Hotel Investors, Inc., REIT, Series E,		<u>Par</u>		
9,405	6.95% .....	237,946	<b>Commercial Mortgage Backed Securities - 4.5%</b>		
		<u>1,927,520</u>	BANK,		
	<b>Office Properties - 0.2%</b>		1.05%, 10/17/2052 Ser 2019-BN21, Class XF,		
	Highwoods Properties, Inc., REIT, Series A,		144A(g).....	1,612,252	
80	8.63% .....	104,000	1.12%, 12/15/2052 Ser 2019-BN23, Class XD,		
15,810	Office Properties Income Trust, REIT, 6.38% .....	424,815	144A(g).....	684,527	
120,531	SL Green Realty Corp., REIT, Series I, 6.50% .....	3,112,110	2.50%, 12/15/2052 Ser 2019-BN23, Class E,		
73,565	VEREIT, Inc., REIT, Series F, 6.70% .....	<u>1,854,574</u>	144A .....	1,273,599	
		<u>5,495,499</u>	0.71%, 12/15/2053 Ser 2020-BN30, Class XD,		
			144A(g).....	461,307	
	<b>Shopping Centers - 0.3%</b>		2.50%, 12/15/2053 Ser 2020-BN30, Class D,		
	Kimco Realty Corp., REIT,		144A(g).....	1,433,768	
13,073	Series L, 5.13% .....	343,689	2.50%, 12/15/2053 Ser 2020-BN30, Class E,		
26,764	Series M, 5.25% .....	704,696	144A(g).....	967,232	
40,750	RPT Realty, REIT, Series D, 7.25% .....	2,212,318	1.56%, 11/15/2054 Ser 2017-BNK9, Class XD,		
	Saul Centers, Inc., REIT,		144A(g).....	704,688	
720	Series D, 6.13% .....	18,497	3.08%, 6/15/2060 Ser 2017-BNK5, Class D,		
52,000	Series E, 6.00% .....	1,346,800	144A(g).....	1,443,296	
55,507	SITE Centers Corp., REIT, Series A, 6.38% .....	1,432,081	4.40%, 6/15/2060 Ser 2017-BNK5, Class E,		
	Urstadt Biddle Properties, Inc., REIT,		144A(g).....	2,151,348	
63,325	Series H, 6.25% .....	1,595,790	1.50%, 11/15/2062 Ser 2019-BN22, Class XF,		
39,420	Series K, 5.88% .....	<u>976,039</u>	144A(g).....	392,072	
		<u>8,629,910</u>	2.08%, 11/15/2062 Ser 2019-BN22, Class F,		
			144A(g).....	1,180,692	
	<b>Storage - 0.3%</b>		1.03%, 1/15/2063 Ser 2020-BN25, Class XD,		
	National Storage Affiliates Trust, REIT, Series A,		144A(g).....	669,227	
66,932	6.00% .....	1,768,343	1.50%, 1/15/2063 Ser 2020-BN25, Class XF,		
	Public Storage, REIT,		144A .....	597,616	
7,060	Series C, 5.13% .....	180,807	2.03%, 1/15/2063 Ser 2020-BN25, Class F,		
13,102	Series D, 4.95% .....	330,694	144A(g).....	3,552,557	
11,210	Series E, 4.90% .....	289,666	2.50%, 1/15/2063 Ser 2020-BN25, Class E,		
3,375	Series F, 5.15% .....	87,716	144A .....	997,370	
32,680	Series G, 5.05% .....	858,830	3.15%, 3/15/2063 Ser 2020-BN28, Class C(g) ...	1,737,557	
29,493	Series H, 5.60% .....	819,610	3.41%, 3/15/2063 Ser 2020-BN26, Class C(g) ...	3,009,622	
13,310	Series I, 4.88% .....	356,442	BBCMS Mortgage Trust, 144A,		
9,495	Series J, 4.70% .....	254,561	1.55%, 10/15/2053 Ser 2020-C8, Class XD(g) ...	1,452,440	
19,500	Series K, 4.75% .....	535,080	2.25%, 10/15/2053 Ser 2020-C8, Class D .....	2,045,548	
24,800	Series L, 4.63% .....	666,128	BENCHMARK Mortgage Trust, 144A,		
14,675	Series M, 4.13% .....	378,762	1.25%, 1/15/2051 Ser 2018-B1, Class XE(g) ....	925,093	
2,345	Series N, 3.88% .....	58,648	2.75%, 1/15/2051 Ser 2018-B1, Class D .....	1,518,771	
1,510	Series O, 3.90% .....	<u>39,305</u>	3.00%, 1/15/2051 Ser 2018-B1, Class E(g) .....	3,201,783	
		<u>6,624,592</u>	1.50%, 4/10/2051 Ser 2018-B3, Class XD(g) ...	478,525	
			3.21%, 4/10/2051 Ser 2018-B3, Class D(g).....	1,809,737	
	<b>Warehouse/Industrial - 0.1%</b>		3.27%, 10/10/2051 Ser 2018-B6, Class D(g) ....	1,621,762	
	Monmouth Real Estate Investment Corp., REIT,		1.21%, 2/15/2053 Ser 2020-B16, Class XD(g) ...	326,189	
11,530	Series C, 6.13% .....	293,093	2.50%, 2/15/2053 Ser 2020-B16, Class E.....	1,190,540	
5,135	QTS Realty Trust, Inc., REIT, Series A, 7.13% .....	143,575	2.50%, 2/15/2053 Ser 2020-B16, Class D .....	849,179	
			1.54%, 1/15/2054 Ser 2020-B22, Class XD(g) ...	1,148,924	
			2.00%, 1/15/2054 Ser 2020-B22, Class D .....	3,159,861	
			2.00%, 2/15/2054 Ser 2021-B23, Class E.....	2,702,111	
			1.14%, 8/15/2057 Ser 2019-B13, Class XF(g) ...	434,740	

See accompanying notes to financial statements.



**VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC**  
**Portfolio of Investments – March 31, 2021 (continued)**

<u>Par</u>		<u>Value</u>	<u>Par</u>		<u>Value</u>
\$ 4,000,000	1.64%, 8/15/2057 Ser 2019-B13, Class XD(g) ...	\$ 428,346		Morgan Stanley Bank of America Merrill Lynch Trust,	
1,000,000	2.50%, 8/15/2057 Ser 2019-B13, Class E.....	806,894		4.92%, 6/15/2047 Ser 2014-C16, Class D,	
6,500,000	3.00%, 8/15/2057 Ser 2019-B13, Class F.....	4,280,572		144A(g).....	\$ 948,562
2,500,000	3.78%, 3/15/2062 Ser 2019-B10, Class F(g).....	1,503,062	\$ 1,250,000	1.55%, 5/15/2050 Ser 2017-C33, Class XA(g) ...	1,202,864
	CD Mortgage Trust,		22,778,412	Morgan Stanley Capital I Trust,	
	3.26%, 8/15/2051 Ser 2018-CD7, Class D,			3.00%, 6/15/2052 Ser 2019-H6, Class D, 144A ..	412,264
2,750,000	144A(g).....	2,513,200	471,000	4.15%, 6/15/2052 Ser 2019-H6, Class C(g) ....	1,901,525
	CGMS Commercial Mortgage Trust,		1,908,000	4.13%, 7/15/2052 Ser 2019-H7, Class C .....	1,997,619
2,000,000	3.00%, 8/15/2050 Ser 2017-B1, Class D, 144A ..	1,761,300	2,000,000	SG Commercial Mortgage Securities Trust,	
	Citigroup Commercial Mortgage Trust, 144A,			2.11%, 10/10/2048 Ser 2016-C5, Class XA(g) ...	870,749
1,000,000	5.35%, 9/10/2046 Ser 2013-GC15, Class D(g) ...	1,007,650	13,274,339	UBS-Barclays Commercial Mortgage Trust, 144A,	
1,000,000	3.38%, 6/10/2051 Ser 2018-C5, Class D(g) .....	873,785		1.75%, 12/10/2045 Ser 2012-C4, Class XA(g) ...	416,658
	0.74%, 11/10/2052 Ser 2019-GC43, Class		22,380,997	5.20%, 8/10/2049 Ser 2012-C3, Class D(g) .....	2,047,979
5,000,000	XF(g) .....	218,740	2,000,000	Wells Fargo Commercial Mortgage Trust,	
	0.74%, 11/10/2052 Ser 2019-GC43, Class			2.01%, 7/15/2053 Ser 2020-C58, Class XA(g) ...	3,865,342
3,750,000	XG(g).....	161,769	27,808,539		
3,750,000	3.00%, 11/10/2052 Ser 2019-GC43, Class G ....	2,354,664		<b>Total Commercial Mortgage Backed Securities .</b>	<b>111,516,881</b>
2,800,000	3.00%, 8/10/2056 Ser 2019-GC41, Class F .....	1,820,878		(Cost \$116,695,687)	
	Comm Mortgage Trust,				
1,094,000	5.53%, 5/15/2045 Ser 2012-CR1, Class C(g) ....	1,036,783		<b>Shares</b>	
	4.46%, 12/10/2045 Ser 2012-CR5, Class E,			<b>Short-Term Investment - 3.8%</b>	
2,500,000	144A(g).....	1,712,109		Morgan Stanley Institutional Liquidity Funds -	
	4.46%, 12/10/2045 Ser 2012-CR5, Class E,			Treasury Securities Portfolio, Institutional	
2,100,000	144A(g).....	1,934,285		Share Class, 0.01% .....	95,415,711
3,250,000	4.23%, 3/10/2046 Ser 2013-CR6, Class E,	2,597,145	95,415,711	(Cost \$95,415,711)	
	144A(g).....				
2,600,000	5.01%, 5/10/2047 Ser 2014-CR17, Class D,	2,432,385		<b>Total Investments - 98.7% .....</b>	<b>2,462,741,280</b>
	144A(g).....			(Cost \$2,343,360,253)	
1,500,000	3.50%, 9/10/2047 Ser 2014-UBS5, Class D,	1,239,393		<b>Other Assets</b>	
	144A .....			<b>Net of Liabilities - 1.3% .....</b>	<b>33,519,654</b>
2,730,000	1.14%, 8/15/2057 Ser 2019-GC44, Class XD,	211,490		<b>Net Assets — 100.0% .....</b>	<b>\$2,496,260,934</b>
	144A(g).....				
2,500,000	2.50%, 8/15/2057 Ser 2019-GC44, Class E,	2,111,727			
	144A .....				
3,980,500	CSAIL Commercial Mortgage Trust, 144A,	508,754	(a)	Restricted Securities.	
	2.15%, 3/15/2052 Ser 2019-C15, Class XD(g) ...		(b)	Partnership is not designated in units. The Fund owns approximately 16.3% of this Fund.	
	Freddie Mac Multifamily Structured Pass		(c)	The Fund owns more than 5.0% of the Private Investment Fund, but has contractually limited its voting interests to less than 5.0% of total voting interests.	
	Through Certificates,		(d)	Partnership is not designated in units. The Fund owns approximately 10.2% of this Fund.	
10,000,000	2.72%, 2/25/2049 FHMS K123, Class X3(g) ....	2,056,928	(e)	Partnership is not designated in units. The Fund owns approximately 2.8% of this Fund.	
	2.53%, 3/25/2049 FHMS K741, Class X3,		(f)	Non-income producing security.	
6,880,000	144A(g).....	979,223	(g)	Variable rate security. The coupon is based on an underlying pool of mortgages. The rate reported is the rate in effect at period end.	
	GS Mortgage Securities Trust, 144A,		(h)	Variable rate security. Represents the current interest rate for a variable or increasing rate security, determined as [Referenced Rate + Basis-point spread].	
2,750,000	5.64%, 8/10/2043 Ser 2010-C1, Class C(g).....	2,584,415			
2,500,000	5.81%, 5/10/2045 Ser 2012-GCJ7, Class D(g) ...	2,307,900			
2,000,000	4.90%, 8/10/2046 Ser 2013-GC14, Class F(g) ...	1,291,141			
1,250,000	4.90%, 8/10/2046 Ser 2013-GC14, Class D(g) ...	1,228,488			
3,500,000	5.12%, 4/10/2047 Ser 2014-GC20, Class D(g) ...	2,016,114			
	JP Morgan Chase Commercial Mortgage Securities Trust,				
	5.61%, 8/15/2046 Ser 2011-C5, Class C,				
3,000,000	144A(g).....	3,011,301			
	JPMBB Commercial Mortgage Securities Trust,				
	144A,				
1,425,000	4.83%, 4/15/2047 Ser 2014-C19, Class D(g) ....	1,390,343			
3,500,000	4.05%, 11/15/2047 Ser 2014-C24, Class D(g) ...	2,238,466			
	KKR Industrial Portfolio Trust L + 0.55%,				
	0.66%, 12/15/2037 Ser 2021-KDIP, Class A,				
1,500,000	144A(h) .....	1,500,136			

See accompanying notes to financial statements.

**VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC**  
**Portfolio of Investments – March 31, 2021 (continued)**

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<b>Industry</b>	<b>% of Net Assets</b>
Diversified .....	75.0%
Commercial Mortgage Backed Securities .....	4.5%
Apartments/Single Family Residential .....	3.9%
Short-Term Investment .....	3.8%
Warehouse/Industrial .....	3.2%
Office Properties .....	1.9%
Storage .....	1.4%
Health Care .....	1.3%
Shopping Centers .....	0.9%
Hotels .....	1.0%
Real Estate Operation/Development .....	0.9%
Residential .....	0.5%
Regional Malls .....	0.3%
Internet Connective Services .....	0.1%
Other Assets Net of Liabilities .....	<u>1.3%</u>
Total .....	<u>100.0%</u>

*See accompanying notes to financial statements.*

**VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC**

**Statement of Assets and Liabilities**

**March 31, 2021**

**ASSETS:**

**Investments:**

Non-affiliated investment in securities at cost .....	\$ 2,343,360,253
Non-affiliated investment net unrealized appreciation .....	<u>119,381,027</u>
Total non-affiliated investment in securities, at fair value .....	<u>2,462,741,280</u>

Cash .....	14,577
Foreign Currency (Cost \$81,926) .....	81,828

**Receivables for:**

Dividends and interest .....	16,414,261
Fund shares sold .....	10,472,994
Reclaims .....	70,943
Investments sold .....	<u>27,289,416</u>

Total receivables .....	54,247,614
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Prepaid expenses .....	<u>495,123</u>
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<b>Total Assets</b> .....	<u>2,517,580,422</u>
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**LIABILITIES:**

**Payables for:**

Investments purchased .....	14,153,180
Adviser fees .....	6,521,413
Professional fees .....	246,963
Administrative fees .....	116,265
Transfer agent fees .....	67,853
Custodian fees .....	40,755
Accrued expenses and other liabilities .....	<u>173,059</u>

<b>Total Liabilities(a)</b> .....	<u>21,319,488</u>
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<b>NET ASSETS</b> .....	<u>\$ 2,496,260,934</u>
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**NET ASSETS consist of:**

Paid-in capital .....	\$ 2,314,502,914
Total distributable earnings .....	<u>181,758,020</u>

<b>TOTAL NET ASSETS</b> .....	<u>\$ 2,496,260,934</u>
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Net Assets .....	\$ 2,496,260,934
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Shares of beneficial interest outstanding (unlimited authorization) .....	<u>90,526,622</u>
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Net asset value price per share (Net Assets/Shares Outstanding) .....	<u>\$ 27.57</u>
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(a) See Note 9. Restricted Securities for detail of Commitments and Contingencies related to unfunded commitments.

# VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC

## Statement of Operations

For the Year Ended March 31, 2021

### Investment Income:

Dividends from non-affiliated investments .....	\$ 78,765,666
Interest income .....	7,366,807
Less: foreign taxes withheld .....	<u>(332,759)</u>
<b>Total Investment Income.....</b>	<b><u>85,799,714</u></b>

### Expenses:

Adviser fees (Note 4) .....	27,474,399
Interest and Line of Credit fees .....	915,293
Administrative fees .....	815,902
Professional fees.....	674,606
Shareholder reporting fees.....	525,943
Transfer agent fees.....	337,683
Directors' fees (Note 4).....	250,795
Custodian fees.....	172,223
Other expenses .....	<u>179,306</u>
<b>Total Expenses.....</b>	<b>31,346,150</b>

Fees waived or reimbursed by Adviser (Note 4) .....	<u>(10,000)</u>
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<b>Net Expenses.....</b>	<b><u>31,336,150</u></b>
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<b>Net Investment Income .....</b>	<b><u>54,463,564</u></b>
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### Net Realized and Unrealized Gain (Loss) on Investments:

Net realized gain on investments .....	54,205,181
Net realized loss on foreign currency transactions .....	(225,891)
Net change in unrealized appreciation on investments and foreign currency .....	<u>49,373,268</u>

<b>Net Realized and Unrealized Gain on Investments .....</b>	<b><u>103,352,558</u></b>
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<b>Net Increase in Net Assets Resulting from Operations.....</b>	<b><u>\$ 157,816,122</u></b>
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See accompanying notes to financial statements.

**VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC**  
**Statement of Changes in Net Assets**

	<u>Year Ended March 31, 2021</u>	<u>Year Ended March 31, 2020</u>
<b>Increase in Net Assets:</b>		
<b>From Operations:</b>		
Net investment income.....	\$ 54,463,564	\$ 68,199,987
Net realized gain on investments and foreign currency transactions .....	53,979,290	17,172,813
Net change in unrealized appreciation (depreciation) on investments and foreign currency .....	<u>49,373,268</u>	<u>(102,926,635)</u>
<b>Net Increase (Decrease) in Net Assets Resulting From Operations .....</b>	<u>157,816,122</u>	<u>(17,553,835)</u>
<b>Distributions to Shareholders from:</b>		
Net investment income and net realized gains .....	(87,948,261)	(74,278,358)
Return of capital.....	<u>(20,449,303)</u>	<u>(48,455,676)</u>
<b>Total Distributions .....</b>	<u>(108,397,564)</u>	<u>(122,734,034)</u>
<b>Capital Share Transactions:</b>		
Shares issued.....	363,971,004	711,206,038
Reinvested dividends .....	22,028,613	29,243,207
Shares redeemed .....	<u>(904,369,665)</u>	<u>(432,262,601)</u>
<b>Net Increase (Decrease) in Net Assets Resulting From Capital Share Transactions.....</b>	<u>(518,370,048)</u>	<u>308,186,644</u>
<b>Total Increase (Decrease) in Net Assets .....</b>	<u>(468,951,490)</u>	<u>167,898,775</u>
<b>Net Assets:</b>		
Beginning of Period.....	\$ 2,965,212,424	\$ 2,797,313,649
End of Period .....	<u>\$ 2,496,260,934</u>	<u>\$ 2,965,212,424</u>
<b>Share Transactions:</b>		
Shares sold .....	13,483,119	25,254,778
Shares issued in reinvestment of dividends.....	825,886	1,042,175
Shares redeemed .....	<u>(33,815,167)</u>	<u>(15,396,227)</u>
<b>Net Increase (Decrease) in Shares of Beneficial Interest Outstanding.....</b>	<u>(19,506,162)</u>	<u>10,900,726</u>

See accompanying notes to financial statements.

# VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC

## Statement of Cash Flows

For the Year Ended March 31, 2021

<b>Cash Flows Provided by Operating Activities:</b>	
Net increase in net assets resulting from operations .....	\$ 157,816,122
<b>Adjustments to Reconcile Net Increase in Net Assets Resulting From Operations to Net Cash Provided by Operating Activities:</b>	
Purchases of investment securities .....	(661,305,068)
Proceeds from disposition of investment securities .....	1,134,994,191
Net sales of short-term investment securities .....	103,510,493
Change in net unrealized appreciation on investments and foreign currency .....	(49,373,268)
Net realized gain from investments sold and foreign currency transactions .....	(53,979,290)
Net amortization/(accretion) of premium/(discount) .....	221,738
Decrease in dividends and interest receivable .....	4,289,675
Decrease in reclaims receivable .....	34,258
Increase in prepaid expenses .....	(467,592)
Decrease in Adviser fees payable .....	(1,358,357)
Decrease in administration fees payable .....	(335,294)
Decrease in professional fees payable .....	(24,334)
Increase in custodian fees payable .....	(67,190)
Increase in transfer agent fees payable .....	(52,268)
Decrease in accrued expenses and other liabilities .....	(124,424)
<b>Net Cash Provided by Operating Activities .....</b>	<b><u>633,779,392</u></b>
<b>Cash Flows From Financing Activities:</b>	
Proceeds from shares sold .....	357,195,441
Payments of shares redeemed .....	(904,369,665)
Dividends paid (net of reinvestment of dividends) .....	(86,368,951)
<b>Net Cash Used in Financing Activities .....</b>	<b><u>(633,543,175)</u></b>
<b>Effect of exchange rate changes on foreign currency .....</b>	<b><u>(229,281)</u></b>
<b>Net Increase in Cash .....</b>	<b><u>6,936</u></b>
<b>Cash and Foreign Currency:</b>	
Beginning of the period .....	89,469
End of the period .....	<u>\$ 96,405</u>
<b>Supplemental Disclosure of Cash Flow Information:</b>	
Interest paid during the period .....	\$ 264,618
Reinvestment of dividends .....	22,028,613

See accompanying notes to financial statements.



# VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC

## Financial Highlights

	Year Ended March 31, 2021	Year Ended March 31, 2020	Year Ended March 31, 2019	Year Ended March 31, 2018	Year Ended March 31, 2017
<b>Net Asset Value, Beginning of Period</b> .....	\$ 26.95	\$ 28.22	\$ 27.70	\$ 27.52	\$ 27.30
Income from Investment Operations:					
Net investment income(a) .....	0.56	0.67	0.77	0.65	0.67
Net realized and unrealized gain (loss) .....	1.12	(0.74)	0.99	0.79	0.85
Total from investment operations .....	1.68	(0.07)	1.76	1.44	1.52
<b>Less Distributions:</b>					
Distribution from net investment income and net realized gains .....	(0.86)	(0.73)	(0.79)	(0.61)	(0.75)
Return of Capital .....	(0.20)	(0.47)	(0.45)	(0.65)	(0.55)
Total Distributions .....	(1.06)	(1.20)	(1.24)	(1.26)	(1.30)
<b>Net Asset Value, End of Period</b> .....	<u>\$ 27.57</u>	<u>\$ 26.95</u>	<u>\$ 28.22</u>	<u>\$ 27.70</u>	<u>\$ 27.52</u>
<b>Total Return Based on Net Asset Value</b> .....	6.00%	(0.27%)	6.70%	5.32%	5.79%
<b>Ratios and Supplemental Data</b>					
Net Assets at end of period (000's) .....	\$ 2,496,261	\$ 2,965,212	\$ 2,797,314	\$ 2,184,488	\$ 1,390,152
Ratios of gross expenses to average net assets .....	1.20%	1.19%	1.17%	1.24%	1.27%
Ratios of net expenses to average net assets .....	1.20%	1.19%	1.17%	1.24%	1.27%
Ratios of net investment income to average net assets .....	2.09%	2.37%	2.77%	2.37%	2.45%
Portfolio turnover rate .....	26.19%	15.77%	13.48%	13.03%	24.97%

(a) Per Share amounts are calculated based on average outstanding shares.

# VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC

## Notes to Financial Statements

March 31, 2021

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### NOTE 1. ORGANIZATION

Versus Capital Multi-Manager Real Estate Income Fund LLC (the “Fund”) is a Delaware limited liability company registered under the Investment Company Act of 1940, as amended (the “1940 Act”), as a non-diversified, closed-end management investment company that is operated as an interval fund. The Fund’s primary investment objective is to seek consistent current income, while its secondary objectives are capital preservation and long-term capital appreciation. The Fund attempts to achieve these objectives by allocating its capital among a select group of institutional asset managers (the “Investment Managers”) with expertise in managing portfolios of real estate and real estate-related investments. The Fund is authorized to issue an unlimited number of common shares of beneficial interest without par value and has registered an aggregate offering amount of \$5.5 billion. The Fund’s investment adviser is Versus Capital Advisors LLC (the “Adviser”).

### NOTE 2. SIGNIFICANT ACCOUNTING POLICIES

The Fund is an investment company that follows the accounting and reporting guidance of Accounting Standards Codification Topic 946 applicable to investment companies. The following is a summary of significant accounting policies followed by the Fund in the preparation of its financial statements.

**Investment Income and Securities Transactions** - Dividend income is recorded on the ex-dividend date, except for certain dividends from foreign securities where the ex-dividend date may have passed, which are recorded as soon as the Fund is informed of the ex-dividend date. Dividend income is recorded net of applicable withholding taxes. Interest income is accrued daily. Premiums and discounts are amortized or accreted on an effective yield method on fixed income securities. Dividend income from REIT investments is recorded using management’s estimate of the percentage of income included in distributions received from such investments based on historical information and other industry sources. The return of capital portion of the estimate is a reduction to investment income and a reduction in the cost basis of each investment which increases net realized gain (loss) and net change in unrealized appreciation (depreciation). If the return of capital distributions exceed its cost basis, the distributions are treated as realized gains. The actual amounts of income, return of capital, and capital gains are only determined by each REIT after its fiscal year-end, and may differ from the estimated amounts. The Fund may be subject to foreign taxes on income, gains on investments or currency repatriation, a portion of which may be recoverable. The Fund will accrue such taxes and reclaims as applicable, based upon their current interpretation of tax rules and regulations that exist in the markets in which the Fund invests. Securities are accounted for on a trade date basis. The cost of securities sold is determined and gains (losses) are based upon the specific identification method.

**Foreign Currency** - Foreign currencies, investments and other assets and liabilities are translated into U.S. dollars at the exchange rates at 4:00 p.m. U.S. ET (Eastern Time). Fluctuations in the value of the foreign currencies and other assets and liabilities resulting from changes in exchange rates are recorded as unrealized foreign currency gains (losses). Realized gains (losses) and unrealized appreciation (depreciation) on investment securities and income and expenses are translated on the respective dates of such transactions. The effects of changes in foreign currency exchange rates on investments in securities are not segregated in the Statement of Operations from the effects of changes in market prices of those securities, and are included with the net realized and net change in unrealized gain or loss on investment securities.

**Dividends and Distributions to Shareholders** - The Fund will make regular quarterly distributions to shareholders of all or a portion of any dividends or investment income it earns on investments. In addition, the Fund will make regular distributions to the shareholders of all or a portion of capital gains distributed to the Fund by Investment Funds and capital gains earned by the Fund from the disposition of Investment Funds or other investments, together with any dividends or interest income earned from such investments. A portion of any distribution may be a return of capital or from other capital sources. Dividends and distributions to shareholders are recorded on the ex-dividend date.

**U.S. Federal Income Tax Information** - The Fund intends to qualify each year as a “regulated investment company” under the Internal Revenue Code of 1986, as amended. By so qualifying, the Fund will not be subject to federal income taxes to the extent that it distributes substantially all of its net investment income and any realized capital gains. This policy may cause multiple distributions during the course of the year, which are recorded on the ex-dividend date.

As of and during the year ended March 31, 2021, the Fund did not have a liability for any unrecognized tax obligations. The Fund recognizes interest and penalties, if any, related to unrecognized tax obligations as income tax expense in the statement of operations. During the period, the Fund did not incur any interest or penalties. The Fund identifies its major tax jurisdiction as U.S. Federal.

Dividends from net investment income and distributions from realized gains are determined in accordance with federal income tax regulations, which may differ from net investment income and realized gains recognized for financial reporting purposes. Accordingly, the character of distributions and composition of net assets for tax purposes may differ from those reflected in the accompanying financial statements. To the extent these differences are permanent, such amounts are reclassified within the capital accounts at fiscal year end based on the tax treatment; temporary differences do not require such reclassification. As of March 31, 2021, permanent differences identified and reclassified among the components of net assets were to increase undistributed net investment income by approximately \$56,056,000 to decrease accumulated net realized gain by approximately \$45,808,000 and to decrease paid-in-capital by approximately \$10,248,000.

For the year ended March 31, 2021, tax character of the distribution paid by the Fund was approximately \$22,759,000 of ordinary income dividends, approximately \$65,190,000 of long-term capital gains and approximately \$20,449,000 return of capital. For the year ended March 31, 2020, tax character of the distribution paid by the Fund were approximately \$47,288,000 of ordinary income dividends, approximately \$26,990,000 of long-term capital gains and approximately \$48,456,000 of return of capital. Distribution from net investment income and short-term capital gains are treated as ordinary income for federal income tax purposes.

# VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC

## Notes to Financial Statements

March 31, 2021 (continued)

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Net capital losses incurred may be carried forward for an unlimited time period and retain their tax character as either short-term or long-term capital losses. As of March 31, 2021, the Fund had no capital loss carryovers available to offset possible future capital gains.

Under federal tax law, capital and qualified ordinary losses realized after October 31 and December 31, respectively, may be deferred and treated as having arisen on the first day of the following fiscal year. For the fiscal year ended March 31, 2021, the Fund did not have any qualified late year losses.

As of March 31, 2021, the gross unrealized appreciation and depreciation and net unrealized appreciation on a tax basis were approximately \$193,920,000, \$(30,306,000) and \$163,614,000 respectively. The aggregate cost of securities for federal income tax purposes at March 31, 2021, was approximately \$2,299,127,000.

**Guarantees and Indemnifications** - In the normal course of business, the Fund enters into contracts with service providers that contain general indemnification clauses. The Fund's maximum exposure under these arrangements is unknown and this would involve future claims against the Fund that have not yet occurred. Based on experience, the Fund would expect the risk of loss to be remote.

**Use of Estimates** - The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities (disclosure of contingent assets and liabilities) at the date of the financial statements and the reported amounts of increases and decreases in net assets from operations during the reporting period. Actual results could differ from those estimates.

### NOTE 3. SECURITIES VALUATION

Consistent with Section 2(a)(41) of the 1940 Act, the Fund prices its securities as follows:

**Publicly Traded Securities** - Investments in securities that are listed on the New York Stock Exchange (the "NYSE") are valued, except as indicated below, at the official closing price reflected at the close of the NYSE on the business day as of which such value is being determined. If there has been no published closing price on such day, the securities are valued at the mean of the closing bid and ask prices for the day or, if no ask price is available, at the bid price. Securities not listed on the NYSE but listed on other domestic or foreign securities exchanges are valued in a similar manner. Securities traded on more than one securities exchange are valued at the closing price of the exchange representing the principal market for such securities on the business day as of which such value is being determined. If, after the close of a domestic or foreign market, but prior to the close of business on the day the securities are being valued, market conditions change significantly, the domestic or foreign securities may be valued pursuant to procedures established by the Board of Directors (the "Board").

Securities traded in the over-the-counter market, such as fixed-income securities and certain equities, including listed securities whose primary market is believed by the Adviser to be over-the-counter, are valued at the official closing prices as reported by sources as the Board deems appropriate to reflect their fair market value. If there has been no official closing price on such day, the securities are valued at the mean of the closing bid and ask prices for the day or, if no ask price is available, at the bid price. Fixed-income securities typically will be valued on the basis of prices provided by a pricing service, generally an evaluated price or the mean of closing bid and ask prices obtained by the pricing service, when such prices are believed by the Adviser to reflect the fair market value of such securities. Furthermore, the Fund's Adviser will review the valuation methodology of any pricing service used in the Fund's investment valuation process, subject to oversight and/or approval of the Board.

Short-term debt securities, which have a maturity date of 60 days or less, are valued at amortized cost, which approximates fair value.

Investments in open-end mutual funds are valued at their closing NAV.

Securities for which market prices are unavailable, or securities for which the Adviser determines that the market quotation is unreliable, will be valued at fair value pursuant to procedures approved by the Board. In these circumstances, the Adviser determines fair value in a manner that fairly reflects the market value of the security on the valuation date based on consideration of any information or factors it deems appropriate. These may include recent transactions in comparable securities, information relating to the specific security and developments in the markets. The Fund's use of fair value pricing may cause the NAV of the Shares to differ from the NAV that would be calculated using market quotations. Fair value pricing involves subjective judgments and it is possible that the fair value determined for a security may be materially different than the value that could be realized upon the sale of such security.

**Private Investment Funds**- The Board has adopted procedures pursuant to which the Fund will value its investments in Private Investment Funds. Before investing in any Private Investment Fund, the Adviser will conduct a due diligence review of the valuation methodology utilized by such Private Investment Fund, which as a general matter will employ market values when available, and otherwise look at principles of fair value that the Adviser reasonably believes to be consistent with (but not necessarily the same as) those used by the Fund for valuing its own investments. The Adviser shall use its best efforts to ensure that each private Investment Fund has in place policies and procedures that are consistent with the practices provided for in the Real Estate Information Standards ("REIS"), as established and amended by the National Council of Real Estate Investment Fiduciaries ("NCREIF") in conjunction with the Pension Real Estate Association ("PREA"), or comparable standards which may apply. REIS provides underlying principles behind the disclosure of reliable information with adequate policies and practices that include, but are not limited to the following:

- Property valuation standards and policy that are expected to be applied consistent with Generally Accepted Accounting Principles ("GAAP") fair value principles and uniform appraisal standards or such comparable standards as may apply to international managers. Real estate investments are required to be valued, (a) internally (by the Private Investment Fund's manager) with third party (preferably an accounting or valuation firm) oversight to assure

# VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC

## Notes to Financial Statements

March 31, 2021 (continued)

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the reasonableness of and compliance with valuation policies, at least quarterly and (b) externally by an appraiser or other third party, preferably once annually, but at least once every 36 months. Furthermore, the valuations should be performed with impartiality, objectivity and independence, and with control to demonstrate they have been completed fairly. This includes the maintenance of records of methods and techniques for valuation with sufficient documentation to understand the scope of work completed.

- Market Value Accounting and Reporting Standards including the production of quarterly financial statements and annual audited financials. This also incorporates quarterly performance measurement and reporting standards for every asset held by the Private Investment Fund. After investing in a Private Investment Fund, the Adviser will monitor the valuation methodology used by such Private Investment Fund and its manager.

The Fund values its investments in Private Investment Funds based in large part on valuations provided by the managers of the Private Investment Funds and their agents. These fair value calculations will involve significant professional judgment by the managers of the Private Investment Funds in the application of both observable and unobservable attributes. The calculated NAVs of the Private Investment Funds' assets may differ from their actual realizable value or future fair value. Valuations will be provided to the Fund based on the interim unaudited financial records of the Private Investment Funds and, therefore, will be estimates subject to adjustment (upward or downward) upon the auditing of such financial records and may fluctuate as a result. The Board and the Adviser may not have the ability to assess the accuracy of these valuations. Because a significant portion of the Fund's assets are invested in Investment Funds, these valuations have a considerable impact on the Fund's NAV.

For each quarterly period that the NAVs of the Private Investment Funds are calculated by the managers of such funds, each Private Investment Fund's NAV is typically adjusted based on the actual income and appreciation or depreciation realized by such Private Investment Fund when the quarterly valuations and income are reported. The Adviser will review this information for reasonableness based on its knowledge of current market conditions and the individual characteristics of each Investment Fund and may clarify or validate the reported information with the applicable manager of the Private Investment Fund. The Adviser may conclude, in certain circumstances, that the information provided by any such manager does not represent the fair value of the Fund's investment in a Private Investment Fund and is not indicative of what actual fair value would be under current market conditions. In those circumstances, the Adviser's Valuation Committee may determine to value the Fund's investment in the Private Investment Fund at a discount or a premium to the reported value received from the Private Investment Fund. Any such decision will be made in good faith by the Adviser's Valuation Committee, subject to the review and ratification of the Board's Valuation Committee. The Funds' valuation of each Private Investment Fund is individually updated as soon as the Adviser completes its reasonableness review, including any related necessary additional information validations with the manager of the Private Investment Fund, and typically within 45 calendar days after the end of each quarter for all Private Investment Funds. Additionally, between the quarterly valuation periods, the NAVs of such Private Investment Funds are adjusted daily based on the total return that each private investment Fund is estimated by the Adviser to generate during the current quarter. The Adviser's Valuation Committee monitors these estimates regularly and updates them as necessary if macro or individual fund changes warrant any adjustments, subject to the review and supervision of the Board's Valuation Committee. The March 31, 2021 Portfolio of Investments presented herein reports the value of all the Fund's investments in Private Investment Funds at the respective NAVs provided by the managers of the Private Investment Funds and their agents, which may differ from the valuations used by the Fund in its March 31, 2021 NAV calculation.

Due to the inherent uncertainty of determining the fair value of investments that do not have readily available market quotations, the fair value of the Fund's investments may fluctuate from period to period. Additionally, the fair value of investments may differ significantly from the values that would have been used had a ready market existed for such investments and may differ materially from the values the Fund may ultimately realize. Further, such investments may be subject to legal and other restrictions on resale or may otherwise be less liquid than publicly traded securities.

**Fair Value Measurements:** The inputs and valuation techniques used to measure fair value of the Fund's investments are summarized into three levels as described in the hierarchy below:

- Level 1 – unadjusted quoted prices in active markets for identical securities
- Level 2 – prices determined using other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.)
- Level 3 – significant unobservable inputs (including the Fund's own assumptions in determining the fair value of investments)

# VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC

## Notes to Financial Statements

March 31, 2021 (continued)

At the end of each calendar quarter, management evaluates the classification of Levels 1, 2 and 3 assets and liabilities. Various factors are considered, such as changes in liquidity from the prior reporting period; whether or not a broker is willing to execute at the quoted price; the depth and consistency of prices from third party pricing services; the existence of contemporaneous, observable trades in the market; and changes in listings or delistings on national exchanges. The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities. A summary of inputs used to value the Fund's investments as of March 31, 2021 is as follows:

	Total Market Value at 3/31/2021	Level 1 Quoted Price	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs
Common Stocks*	\$ 460,625,623	\$ 354,822,185	\$ 105,803,438	\$ —
Preferred Stocks*	38,472,880	38,472,880	—	—
Commercial Mortgage Backed Securities	111,516,881	—	111,516,881	—
Short-Term Investment	95,415,711	95,415,711	—	—
Subtotal	\$ 706,031,095	\$ 488,710,776	\$ 217,320,319	\$ —
Private Investment Funds (held at NAV)*	\$ 1,756,710,185			
Total	\$ 2,462,741,280			

\* See Portfolio of Investments for industry breakout.

### NOTE 4. FEES AND OTHER TRANSACTIONS WITH AFFILIATES

Pursuant to an Investment Management Agreement, Versus Capital Advisors LLC serves as the investment adviser to the Fund. For its services under this agreement, the Fund pays the Adviser an Investment Management Fee at an annual rate of 0.95% of the Fund's NAV, which accrues daily based on the net assets of the Fund and is paid quarterly. The Fund incurred fees to the Adviser of approximately \$24,754,000 for the year ended March 31, 2021, which are included within Adviser fees on the accompanying statement of operations.

The Adviser also voluntarily agreed to reimburse \$10,000 of Fund expenses during the year ended March 31, 2021 related to additional work incurred with respect to the Fund's tax return filings.

The Adviser has retained the services of Security Capital Research & Management, Inc. and Principal Real Estate Investors, LLC as sub-advisers of the Fund (the "Sub-Advisers"). The Sub-Advisers each manage a specified portion of the Fund's assets to be invested in domestic and international publicly traded real estate securities, such as common and preferred stock of publicly listed REITs, commercial mortgage-backed securities, commercial real estate collateralized debt obligations, and senior unsecured debt of REITs. Fees paid to the Sub-Advisers are based on the average net assets that they manage at an annual rate between 0.50% and 1.00%. The Fund incurred fees to the Sub-Advisers of approximately \$2,720,000 for the year ended March 31, 2021, which are included within Adviser fees on the accompanying statement of operations.

Prior to August 2020, the Adviser previously engaged Callan LLC to act as the Fund's investment sub-adviser to assist with the selection of Investment Managers. Fees to Callan were based on the average daily net assets of the Fund at an annual rate up to 0.10% and were paid by the Adviser from its Investment Management Fee.

Forside Funds Distributors LLC, (the "Distributor") serves as the Fund's statutory underwriter and facilitates the distribution of Shares.

The Fund pays each Independent Director a fee per annum. In addition, the Fund reimburses each of the Independent Directors for travel and other expenses incurred in connection with attendance at meetings; provided, however, that if more than three board meetings require out-of-town travel time, such additional travel time may be billed at the rate set forth in the Board of Directors Retainer Agreement or as amended by action of the Board from time to time. Each of the Independent Directors is a member of all Committees. The Chairman of the Audit Committee receives an additional fee per annum. Other members of the Board and executive officers of the Fund receive no compensation. The Fund also reimburses the Adviser for a portion of the compensation that it pays to the Fund's Chief Compliance Officer.

### NOTE 5. MARKET RISK FACTORS

The Fund's investments in securities and/or financial instruments may expose the Fund to various market risk factors including, but not limited to the following:

**General Market Fluctuations Will Affect the Fund's Returns.** The Fund's investments in Private Investment Funds and real estate securities may be negatively affected by the broad investment environment in the real estate market, the debt market and/or the equity securities market.



# VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC

## Notes to Financial Statements

March 31, 2021 (continued)

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**General Risks of the Private Investment Funds Investing in Real Estate.** The Fund will not invest in real estate directly, but, because the Fund will invest in Private Investment Funds that qualify as REITs or investment vehicles treated similarly as private REITs, the Fund's investment portfolio will be significantly impacted by the performance of the real estate market.

**Risks of Investing in Equity Securities.** The prices of equity and preferred securities fluctuate based on changes in a company's financial condition and overall market and economic conditions. Preferred securities may be subject to additional risks, such as risks of deferred distributions, liquidity risks, and differences in shareholder rights associated with such securities.

**Risks Relating to Current Interest Rate Environment.** A wide variety of factors can cause interest rates or yields of U.S. Treasury securities (or yields of other types of bonds) to rise (e.g., central bank monetary policies, inflation rates, general economic conditions, reduced market demand for low yielding investments, etc.). This is especially true under current conditions because interest rates and bond yields are near historically low levels. Thus, the Fund currently faces a heightened level of risk associated with rising interest rates and/or bond yields.

**Market Disruption and Geopolitical Risk.** The Fund may be adversely affected by uncertainties such as terrorism, international political developments, tariffs and trade wars, and changes in government policies, taxation, restrictions on foreign investment and currency repatriation, currency fluctuations and other developments in the laws and regulations of the countries in which it is invested. Likewise, natural and environmental disasters, epidemics or pandemics, and systemic market dislocations may be highly disruptive to economies and markets. For example, an outbreak of a respiratory disease caused by a novel coronavirus (known as COVID-19) first detected in China in December 2019 has resulted in travel restrictions and disruptions, closed borders, enhanced health screenings at ports of entry and elsewhere, disruption of and delays in healthcare service preparation and delivery, quarantines, event cancellations and restrictions, service cancellations or reductions, disruptions to business operations, supply chains and customer activity, lower consumer demand for goods and services, as well as general concern and uncertainty that has negatively affected the economic environment. The impact of this outbreak has caused significant market volatility and declines in global financial markets and may continue to adversely affect global and national economies, the financial performance of individual issuers, borrowers and sectors, and the health of capital markets and other markets generally in potentially significant and unforeseen ways. This crisis or other public health crises may also exacerbate other pre-existing political, social, and economic risks in certain countries or globally. The duration of the COVID-19 outbreak and its effects cannot be determined with certainty. The COVID-19 pandemic and its effects could lead to a significant economic downturn or recession, increased market volatility, a greater number of market closures, higher default rates, and adverse effects on the values and liquidity of securities or other assets. The foregoing could impair the Fund's ability to maintain operational standards, disrupt the operations of the Fund and its service providers, adversely affect the value and liquidity of the Fund's investments, and negatively impact the Fund's performance and your investment in the Fund. Other epidemics or pandemics that arise in the future may have similar impacts.

### NOTE 6. INVESTMENT TRANSACTIONS

For the year ended March 31, 2021, the purchases and sales of investment securities, excluding short-term investments and U.S. Government securities were approximately \$676,159,000 and \$1,157,025,000 respectively. For the year ended March 31, 2021, the purchases and sales of U.S. Government securities were approximately \$3,138,000 and \$0, respectively.

### NOTE 7. REPURCHASE OFFERS

The Fund has a fundamental policy that it will make quarterly Repurchase Offers for no less than 5% of its shares outstanding at NAV, unless suspended or postponed in accordance with regulatory requirements (as discussed below), and that each quarterly repurchase pricing shall occur no later than the 14th day after the Repurchase Request Deadline (defined below), or the next Business Day if the 14th is not a Business Day (each a "Repurchase Pricing Date"). In general, the Repurchase Pricing Date occurs on the Repurchase Request Deadline and settlement occurs 3 days later. Shares will be repurchased at the NAV per Share determined as of the close of regular trading on the NYSE on the Repurchase Pricing Date.

Shareholders will be notified in writing about each quarterly Repurchase Offer, how they may request that the Fund repurchase their shares and the Repurchase Request Deadline, which is the date the Repurchase Offer ends. The Repurchase Request Deadline will be determined by the Board. The time between the notification to shareholders and the Repurchase Request Deadline may vary from no more than 42 days to no less than 21 days. The repurchase price of the shares will be the NAV as of the close of regular trading on the NYSE on the Repurchase Pricing Date. Payment pursuant to the repurchase will be made to the shareholders within seven days of the Repurchase Pricing Date (the "Repurchase Payment Deadline"). Certain authorized institutions, including custodians and clearing platforms, may set times prior to the Repurchase Request Deadline by which they must receive all documentation they may require relating to repurchase requests and may require additional information. In addition, certain clearing houses may allow / require shareholders to submit their tender request only on the Repurchase Request Deadline.

Shares tendered for repurchase by shareholders prior to any Repurchase Request Deadline will be repurchased subject to the aggregate repurchase amounts established for that Repurchase Request Deadline. Repurchase proceeds will be paid to shareholders prior to the Repurchase Payment Deadline.

The Board, or a committee thereof, in its sole discretion, will determine the number of shares that the Fund will offer to repurchase (the "Repurchase Offer Amount") for a given Repurchase Request Deadline. The Repurchase Offer Amount, however, will be no less than 5% of the total number of shares outstanding on the Repurchase Request Deadline.

If Share repurchase requests exceed the number of Shares in the Fund's Repurchase Offer, the Fund may, in its sole discretion (i) repurchase the tendered Shares on a pro rata basis or (ii) increase the number of Shares to be repurchased by up to 2% of the Fund's outstanding Shares. If Share repurchase requests exceed the number of Shares in the Fund's Repurchase Offer plus 2% of the Fund's outstanding Shares, the Fund is required to repurchase the



# VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC

## Notes to Financial Statements

March 31, 2021 (continued)

Shares on a pro rata basis. However, the Fund may accept all shares tendered for repurchase by shareholders who own less than one hundred shares and who tender all of their shares before prorating other amounts tendered. Because of the potential for proration, tendering shareholders may not have all of their tendered Shares repurchased by the Fund.

Results of the Fund's Repurchase Offers during the year ended March 31, 2021 are as follows:

Repurchase Request Deadline/Pricing Date	Repurchase Offer Amount (Percentage)	Repurchase Offer Amount (Shares)	Shares Tendered for Repurchase	Percentage of Tendered Shares Repurchased*	Value of Repurchased Shares*
April 17, 2020 .....	8%	8,915,481	16,912,900	57.9%	\$ 261,219,862
July 17, 2020 .....	5	5,182,017	17,087,111	31.6%	143,050,728
October 16, 2020.....	7	7,024,797	17,727,916	51.3%	241,465,777
January 22, 2021 .....	8	7,710,794	11,237,140	84.9%	258,633,298

\* Includes a voluntary increase above each quarter's Repurchase Offer Amount, as allowed by Rule 23c-3 of the 1940 Act.

### NOTE 8. LINE OF CREDIT

Effective April 15, 2021, the Fund renewed its \$150,000,000 line of credit ("LOC") with Zions Bancorporation N.A. dba Vectra Bank Colorado ("Vectra"). Borrowings, if any, under the LOC bear interest at the one month LIBOR/Rate plus 1.50% at the time of borrowing with a minimum interest rate of 2.50%. The Fund incurred interest expense of approximately \$265,000 during the year ended March 31, 2021. In addition, the Fund incurs a Non-Utilization Fee equal to 0.375% on the portion of the LOC not being used and certain origination and structuring fees (the "other LOC fees"). The Fund incurred other LOC fees equal to approximately \$650,000 during the year ended March 31, 2021. As collateral for the lines of credit, the Fund would grant Vectra a first position security interest in and lien on securities held by the Fund in a collateral account. The Fund's outstanding borrowings from the LOC were \$0 at March 31, 2021 and the Fund complied with all covenants of the LOC during the year ended March 31, 2021.

### NOTE 9. RESTRICTED SECURITIES

Restricted securities include securities that have not been registered under the Securities Act of 1933, as amended, and securities that are subject to restrictions on resale. The Fund may invest in restricted securities that are consistent with the Fund's investment objective and investment strategies. Investments in restricted securities are valued at net asset value as practical expedient for fair value, or fair value as determined in good faith in accordance with procedures adopted by the Board. It is possible that the estimated value may differ significantly from the amount that might ultimately be realized in the near term, and the difference could be material. Each of the following securities can suspend redemptions if its respective Board deems it in the best interest of its shareholders. This and other important information are described in the Fund's Prospectus.

As of March 31, 2021, the Fund invested in the following restricted securities:

Security(a)	Acquisition Date(b)	Shares	Cost (\$1,000s)	Value (\$1,000s)	Unfunded Commitments (\$1,000s)	% of Net Assets	Redemption Notice(c)
AEW Core Property Trust (U.S.), Inc.							
Class A Shares	7/2/2013	107,956	\$ 104,148	\$ 110,186	\$ —	4.4%	45 Days(d)
Class B Shares	7/2/2013	32,832	31,674	33,510	—	1.3%	45 Days
AEW Value Investors US LP	8/17/2017	—(e)	27,218	28,089	47,782	1.1%	90 Days
Barings Core Property Fund LP	9/30/2013	97,988	12,075	12,954	—	0.5%	60 Days(f)
Barings European Core Property Fund	6/13/2017	28,300	37,302	36,805	—	1.5%	60 Days
CBRE U.S. Core Partners LP	3/29/2018	85,567,059	120,312	124,748	-	5.0%	60 Days
Clarion Gables Multifamily Trust LP	3/4/2019	89,172	115,944	112,979	—	4.5%	90 Days
Clarion Lion Properties Fund LP	7/1/2013	127,263	174,217	196,836	—	7.9%	90 Days(d)
GWL U.S. Property Fund LP	12/30/2019	—(g)	90,000	89,385	35,000	3.6%	90 Days
Harrison Street Core Property Fund LP	8/13/2014	69,192	91,629	98,351	—	3.9%	45 Days(d)
Heitman America Real Estate Trust LP	12/2/2014	129,075	154,647	152,971	—	6.1%	90 Days(d)
Heitman Core Real Estate Debt Income Trust LP	4/1/2017	137,866	140,374	138,780	6,523	5.6%	90 Days
Invesco Core Real Estate USA LP	12/31/2013	680	114,500	125,230	75,000	5.0%	45 Days
Invesco Real Estate Asia Fund	9/30/2014	875,087	108,426	124,379	—	5.0%	45 Days
LaSalle Property Fund LP							
Class A Shares	8/31/2015	32,699	52,287	53,835	—	2.2%	45 Days(d)
Class B Shares	8/31/2015	6,784	10,848	11,169	—	0.5%	45 Days
RREEF America REIT II, Inc.	9/30/2013	1,142,342	133,876	144,312	—	5.8%	45 Days(d)
Trumbull Property Fund, LP	9/30/2013	3,283	35,322	32,083	—	1.3%	60 Days(f)

# VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC

## Notes to Financial Statements

March 31, 2021 (continued)

Security(a)	Acquisition Date(b)	Shares	Cost (\$1,000s)	Value (\$1,000s)	Unfunded Commitments (\$1,000s)	% of Net Assets	Redemption Notice(c)
Trumbull Property Income Fund, LP	4/1/2016	5,421	66,044	67,394	—	2.7%	60 Days(d)
US Government Building Open-End Feeder, LP	5/1/2014	— (h)	51,887	62,714	—	2.5%	60 Days
Total			<u>\$ 1,672,730</u>	<u>\$ 1,756,710</u>	<u>\$ 164,305</u>	<u>70.4%</u>	

- (a) The investment funds are open-ended Investment Funds organized to serve as a collective investment vehicle through which eligible investors may invest in a professionally managed real estate portfolio of equity and debt investments consisting of multi-family, industrial, retail and office properties in targeted metropolitan areas. The principal investment objective of the Investment Funds is to generate attractive, predictable investment returns from a target portfolio of low-risk equity investments in income-producing real estate while maximizing the total return to shareholders through cash dividends and appreciation in the value of shares.
- (b) Represents initial acquisition date as shares are purchased at various dates through the current period.
- (c) The investment funds provide for a quarterly redemption subject to the notice period listed.
- (d) The Fund submitted a partial redemption request prior to March 31, 2021, but will maintain market exposure to the investment through a future date. The Investment Manager expects to meet all redemptions over time.
- (e) Partnership is not designated in units. The Fund owns approximately 16.3% at March 31, 2021.
- (f) The Fund submitted a full redemption request prior to period end, but will maintain market exposure to the investment through a future date. The Investment Manager expects to meet all redemptions over time.
- (g) Partnership is not designated in units. The Fund owns approximately 10.2% at March 31, 2021.
- (h) Partnership is not designated in units. The Fund owns approximately 2.8% at March 31, 2021.

### NOTE 10. RECENT ACCOUNTING PRONOUNCEMENTS

In March 2020, the Financial Accounting Standards Board issued Accounting Standards Update 2020-04, Reference Rate Reform (Topic 848) – Facilitation of the Effects of Reference Rate Reform on Financial Reporting (the “ASU”), which provides optional, temporary relief with respect to the financial reporting of contracts subject to certain types of modifications due to the planned discontinuation of the London Interbank Offered Rate (LIBOR) and other interbank-offered based reference rates as of the end of 2021. The guidance is effective for certain reference rate-related contract modifications that occur during the period March 12, 2020 through December 31, 2022. The Adviser is currently evaluating the impact, if any, of the ASU on the Fund’s financial statements.

In April 2020, the SEC issued a final rule entitled “Securities Offering Reform for Closed-End Investment Companies” (the “Release”) containing amended rules and forms intended to streamline the registration, communications and offering practices for business development companies and registered closed-end investment companies (“registered CEFs”), including interval funds and tender offer funds. Among its provisions, the Release amends Form N-2 to extend a Management Discussion of Fund Performance disclosure requirement to the annual reports of all registered CEFs and also mandates the inclusion of a Fee and Expense Table, Share Price Data information and a Senior Securities Table, all of which are currently contained in a registered CEF’s prospectus, in its annual report. The Release’s rule and form amendments became effective August 1, 2020, with the new annual report requirements effective in August 2021. The Adviser is currently evaluating the impact, if any, of the Release on the Fund’s fiscal 2022 annual report.

In December 2020, the SEC adopted a final rule (Rule 2a-5) under the 1940 Act addressing fair valuation of fund investments. The new rule sets forth requirements for good faith determinations of fair value as well as for the performance of fair value determinations, including related oversight and reporting obligations. The new rule also defines “readily available market quotations” for purposes of the definition of “value” under the Act, and the SEC noted that this definition would apply in all contexts under the Act. The effective date for the rule is March 8, 2021. The SEC adopted an eighteen-month transition period beginning from the effective date for the new rule. The Adviser is currently evaluating the impact, if any, on the financial statements.

### NOTE 11. SUBSEQUENT EVENTS

Management has evaluated the impact of all subsequent events on the Fund through the date the financial statements were issued and determined that there are no additional subsequent events to report.

The Fund offered to repurchase 8% of its outstanding shares, representing 7,338,912 shares, with respect to its April 23, 2021 Repurchase Offer. Shareholders actually tendered 6,161,022 total shares for repurchase. The Fund repurchased 100% of total tendered shares, representing approximately \$171,022,000.

## **VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC**

### **Additional Information (Unaudited)**

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#### **SECURITY PROXY VOTING**

The Fund's policy is to vote its proxies in accordance with the recommendations of management. A description of the policies and procedures that the Fund uses to determine how to vote proxies relating to portfolio securities is available without charge upon request by calling (866) 280-1952 and on the SEC's website at <http://www.sec.gov>.

#### **PORTFOLIO HOLDINGS**

The Fund files its complete schedule of portfolio holdings with the SEC for the first and third quarters of each fiscal year on Form N-PORT, which has replaced Form N-Q, within 60 days after the end of the period. Copies of the Fund's Forms N-PORT are available without a charge, upon request, by contacting the Fund at (866) 459-2772 and on the SEC's website at <http://www.sec.gov>.

#### **DIVIDEND REINVESTMENT PLAN**

All distributions paid by the Fund will be reinvested in additional Shares of the Fund unless a shareholder "opts out" (elects not to reinvest in Shares), pursuant to the Fund's Dividend Reinvestment Policy. A shareholder may elect initially not to reinvest by indicating that choice on a shareholder certification. Thereafter, a shareholder is free to change his, her or its election on a quarterly basis by contacting BNY Mellon (or, alternatively, by contacting the Selling Agent that sold such shareholder his, her or its Shares, who will inform the Fund). Shares purchased by reinvestment will be issued at their NAV on the ex-dividend date. There is no Sales Load or other charge for reinvestment. The Fund reserves the right to suspend or limit at any time the ability of shareholders to reinvest distributions. The automatic reinvestment of dividends and capital gain distributions does not relieve participants of any U.S. federal income tax that may be payable (or required to be withheld) on such distributions.

**VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC**  
**Additional Information (Unaudited)**

**DIRECTORS AND OFFICERS**

The Board has overall responsibility to manage and control the business affairs of the Fund, including the complete and exclusive authority to oversee and to establish policies regarding the management, conduct and operation of the Fund's business. The Board exercises the same powers, authority and responsibilities on behalf of the Fund as are customarily exercised by the board of directors of a registered investment company organized as a corporation. Information pertaining to the Board is set forth below.

<b>Name, Address, and Age <sup>(1)</sup></b>	<b>Position(s) Held with Fund</b>	<b>Term of Office and Length of Time Served <sup>(2)</sup></b>	<b>Principal Occupation(s) During Past 5 Years</b>	<b>Number of Portfolios in Fund Complex<sup>(3)</sup> Overseen by Director</b>	<b>Other Public Company Directorships Held by Director</b>
<i>Independent Directors <sup>(4)</sup></i>					
Jeffry A. Jones; Age 62	Independent Director	Since inception	Principal of SmithJones, (Real Estate) (2008 - present).	2	0
Richard J. McCready; Age 62	Lead Independent Director	Lead Independent Director (March 2020 - present); Independent Director since inception	President of The Davis Companies (2014 - present).	2	0
Paul E. Sveen; Age 59	Independent Director	Since inception	Chief Financial Officer of Beam Technologies (February 2020 - present); Chief Financial Officer of Paypal's merchant lending platform (2018 - 2020); Chief Financial Officer of Swift Financial (2016 - 2018); Managing Partner of Pantelan Real Estate Services LLC (2013 - 2016).	2	0
Robert F. Doherty; Age 56	Independent Director	Since March 2019	Chief Financial Officer of Sustainable Living Partners (2018 - present); Partner of Renova Capital Partners (2010 - present); Chief Financial Officer of Ensyn Corporation (2013-2018).	2	0
<i>Interested Directors <sup>(5)</sup></i>					
William R. Fuhs, Jr.; Age 52	Chairman of the Board; President	Since inception	President of the Adviser (2010 - present); President of Versus Capital Real Assets Fund (2017 - present); Chief Financial Officer of the Adviser (2010 - 2016).	2	0
Casey Frazier; Age 43	Director; Chief Investment Officer	Since inception	Chief Investment Officer of the Adviser (2011 - present); Chief Investment Officer of Versus Capital Real Assets Fund LLC 2017 to present).	2	0
Mark D. Quam; Age 51	Director; Chief Executive Officer	Since March 2019	Chief Executive Officer of the Adviser (2010 - present); Chief Executive Officer of Versus Capital Real Assets Fund LLC (2017 - present).	2	0

<sup>(1)</sup> The address of each member of the Board is: c/o Versus Capital Multi-Manager Real Estate Income Fund LLC, 5555 DTC Parkway, Suite 330, Greenwood Village, Colorado 80111.

## VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC

### Additional Information (Unaudited)

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<sup>(2)</sup> Each Director will serve for the duration of the Fund, or until his death, resignation, termination, removal or retirement.

<sup>(3)</sup> The term “Fund Complex” as used herein includes the Fund and Versus Capital Real Assets Fund LLC.

<sup>(4)</sup> “Independent Directors” means members of the Board who are not “interested persons” of the Fund, the Adviser, the Distributor, or any affiliate of the Fund, the Adviser, or the distributor, as defined by the Investment Company Act (“the Independent Directors”).

<sup>(5)</sup> “Interested Directors” means members of the Board who are an “interested person,” as defined in the Investment Company Act, because of such person’s affiliation with the Fund (the “Interested Directors”).

**VERSUS CAPITAL MULTI-MANAGER REAL ESTATE INCOME FUND LLC**  
**Additional Information (Unaudited)**

**OFFICERS**

The address, age, and a description of principal occupations during the past five years are listed below for each officer of the Fund:

<b>Name, Address and Age <sup>(1)</sup></b>	<b>Position(s) Held with Fund</b>	<b>Term of Office and Length of Time Served <sup>(2)</sup></b>	<b>Principal Occupation(s) During Past 5 Years</b>
Mark D. Quam; Age 51	Chief Executive Officer	Since inception	Chief Executive Officer of the Adviser (2010 to present); Chief Executive Officer of Versus Capital Real Assets fund LLC (2017 to present).
William R. Fuhs, Jr.; Age 52	President	Since inception	President of the Adviser (2010 to present); Chief Financial Officer of the Adviser (2010 to 2016); President of Versus Capital Real Assets Fund (2017 to present).
Casey Frazier; Age 43	Chief Investment Officer	Since inception	Chief Investment Officer of the Adviser (2011 to present); Chief Investment Officer of Versus Capital Real Assets Fund LLC (2017 to present).
Brian Petersen; Age 50	Chief Financial Officer, Treasurer	August 2019	Managing Director, Fund Financial Operations of the Adviser (July 2019 to present); Chief Financial Officer and Treasurer of Versus Capital Real Assets Fund LLC, (August 2019 to present); Senior Vice President of OFI Global Asset Management, Inc. (January 2017 to May 2019); Vice President of OFI Global Asset Management, Inc. (2007-2017).
Steve Andersen; Age 44	Chief Compliance Officer and Secretary	October 2018	Chief Compliance Officer of the Adviser, the Fund, and Versus Capital Real Assets Fund LLC (October 2018 - present); Secretary of the Fund and Versus Capital Real Assets Fund LLC (December 2018 - present); Vice President of Compliance at Janus Henderson Investors (August 2017 to August 2018). Assistant Vice President of Compliance at Janus Capital Group (January 2016 to August 2017); Senior Compliance Manager at Janus Capital Group (August 2011 to January 2016).
Jillian Varner; Age 30	Assistant Secretary	August 2020	Assistant Secretary of the Fund and Versus Capital Real Assets Fund LLC (August 2020 – present); Director of Compliance and Operations of the Adviser (August 2019 – present); Compliance Manager at Janus Henderson Investors (January 2019 – July 2019); Senior Compliance Analyst at Janus Henderson Investors (June 2017 – December 2018); Senior Compliance Associate at Coleman Research Group (July 2013 – May 2017)

<sup>(1)</sup> The address of each Officer of the Fund is: c/o Versus Capital Multi-Manager Real Estate Income Fund LLC, 5555 DTC Parkway, Suite 330, Greenwood Village, Colorado 80111.

<sup>(2)</sup> Each Officer will serve for the duration of the Fund, or until his death, resignation, termination, removal or retirement.