



Auer Growth Fund

Annual Report

November 30, 2016

Fund Adviser:

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MANAGEMENT'S DISCUSSION OF FUND PERFORMANCE – (Unaudited)

If you've ever watched the stock market on TV in the morning, you've probably seen the ceremony called the opening bell. Usually it's an honor reserved for a company that is going public on that day. The company is coming into the public market, which is hard to do. In many times the very fact that a company has reached that level of need for equity speaks to the company's success up until that point.

I currently calculate there are now fewer than 7,000 companies that are publicly traded on the three main United States exchanges: the New York Stock Exchange, the American Stock Exchange, and the NASDAQ over the counter market. When I was hired as a financial advisor for Dean Witter in 1986, I believe there were almost 10,000 public companies. What has happened is even though the market value is TRILLIONS of dollars greater today, that money is now spread over fewer companies.

Attrition has hit the stock lists because, over time, we have seen mergers of companies (for example right now there is a possible mega-merger happening between AT&T and Time Warner) or just outright acquisitions, which sees the larger firm just swallow whole the smaller company; it may become a division or just be completely melded into the acquirer. Also, companies do go out of business or become bankrupt. It is estimated that over half the coal that is supplied to generate utilities in the US, which accounts for close to 50% of our power generation, comes from now bankrupt coal companies. Sometimes companies can go bankrupt, such as in the case of General Motors a few years ago, which cancelled all the stock and essentially valued it at zero. The company issued new stock to new investors and recapitalized with the government's assistance and now soldiers on.

All this is to say, the new issues have not come on board fast enough to replace the decline in total issues. Whether you think the US equity market is under, over, or fairly valued, the market valuation may be incomparable by any historical yardstick. If we see the bubble burst in bonds as an asset class, and millions of people who still are un-invested in equities return, we could see the new flow of previously sidelined assets push the US equity market to new highs. I am not predicting, but more watching what may happen if we get a perfect storm of ultra-low corporate taxes, with a crunch on bond investors, and some inflation returning, and a shortage of stock issues.

MANAGEMENT'S DISCUSSION OF FUND PERFORMANCE – (Unaudited) (continued)

On top of all that, you could see the pace of mergers and acquisitions accelerate even further. I would not be surprised to see the number of publicly traded stocks decline below 5,000 in the near future. To be fair though, there has been offsetting factors of more venture capital, more middle market financing, and privately held business. Uber is an example of that. However, it is rumored to be on the docket as one of the largest IPOs. Some think its initial market value could be north of \$50 billion on the first day of trading, if it ever does go public, but this rumor has been going now for about two to three years.

The point is that stocks are getting scarcer. Because of the economic environment, their desirability may be increasing. You combine the two, and you could have prices that go from what seems to be high to prices that no one could have predicted. I believe the increasing scarcity of stocks will push the equity market higher, causing the Auer Growth Fund to perform well. With the dual impact of increasing investment flows and decreasing investment opportunities, the under the radar type stocks we hold will, we believe, be prime sources for investment.

While our strategy has struggled for eight years, it was nice that the last month of our fiscal year, November 2016, saw the strategy move ahead 9.97% just in one month, more than double the S&P 500 but trailing slightly the Russell 2000. This was our best month in more than five years. While we are very happy with our November performance, we did lag behind in the first few months of 2016, pulling our full year return lower. At the end of our fiscal year 11/30/2016, the Auer Growth Fund was down -1.30%, trailing the S&P 500 which was up 8.06% and the Russell 2000 Value which was up 19.85%. The fund's underperformance is related to the underperformance of the Real Estate and Health Care sectors.

We believe fundamentals matter, but so do, of course, political changes. As we move into this new political environment we believe there is the possibility of new and exciting opportunities for business expansion. Looking forward, we see the fund performing positively if assets flow out of the bond market and into the equity market. We also see the fund reacting favorably if the energy market continues to rebound from its historically low levels. We believe that in the first few months following the US Presidential inauguration, there will be some political and economic uncertainty. In

MANAGEMENT'S DISCUSSION OF FUND PERFORMANCE – (Unaudited) (continued)

response to that uncertainty, we believe that fundamentals provide a bedrock on which to build the fund's portfolio.

Take note that Wall Street abhors uncertainty. In the past, it has reacted positively, almost in a strange, patriotic unison, when capitalism triumphs in the world. To those that who are less optimistic of where things may go, we disagree. We think a much better atmosphere is rapidly developing for the type of stock we purchase in the fund.

To remind our investors, we screen every stock that trades in the US. The first hurdle they need to jump is to post a quarter of 25% earnings per share growth versus the linked quarter a year ago. We next look for quarterly revenue, or sales, up 20% for the quarter, year-over-year. Next, we look at what the company earned for the quarter and calculate that if its earnings can continue at that same level if the stock would trade below 12 times profits, or what is known as the price-to-earnings ratio. Basically, the price-to-earnings ratio (P/E) is the amount the stock trades at as multiple of a company's after tax profits. We then read the reports to see if the company has warned of any change or slow down, and then weight the holding and purchase in the fund. We freely share the process; it's not a secret black box.

While we are disappointed in our performance over the last year, we believe that the Auer Growth Fund is well positioned to move into 2017. Although there is political and economic uncertainty, with that uncertainty comes great opportunity. Every company in the portfolio increased sales, and every company is undervalued (by P/E ratio) relative to the market. We believe we have built the best, in our opinion, possible portfolio to take advantage of the uncertainty and opportunities the next year will present.

INVESTMENT RESULTS – (Unaudited)

Average Annual Total Returns*
(For the periods ended November 30, 2016)

	<u>1 Year</u>	<u>5 Year</u>	<u>Since Inception (December 28, 2007)</u>
Auer Growth Fund	-1.30%	2.93%	-4.16%
S&P 500® Index**	8.06%	14.45%	6.85%
Russell 2000®			
Value Index**	19.85%	14.50%	7.72%

Total annual operating expenses, as disclosed in the Fund's prospectus dated March 29, 2016, were 2.00% of average daily net assets. Additional information pertaining to the Fund's expense ratios as of November 30, 2016, can be found in the financial highlights.

The performance quoted represents past performance, which does not guarantee future results. The investment return and principal value of an investment will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost. The returns shown do not reflect deduction of taxes that a shareholder would pay on Fund distributions or the redemption of Fund shares. Current performance of the Fund may be lower or higher than the performance quoted. For more information on the Fund, and to obtain performance data current to the most recent month end or to request a prospectus, please call 1-888-711-2837.

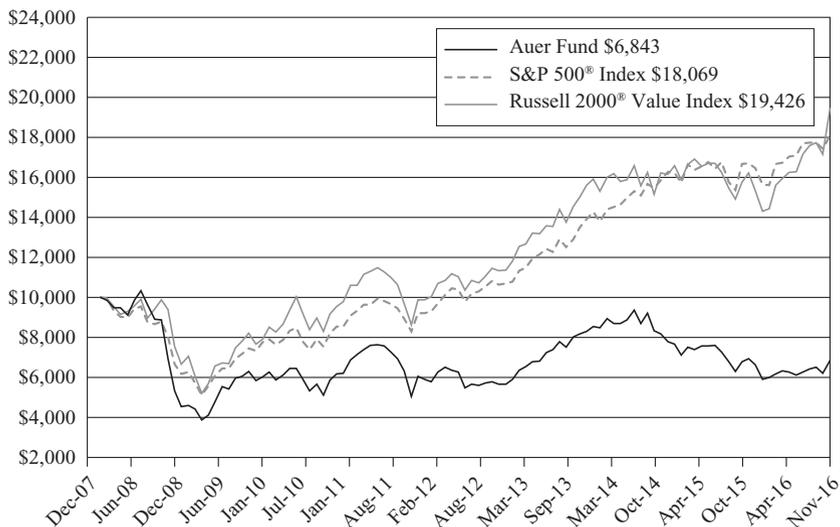
* Return figures reflect any change in price per share and assume the reinvestment of all distributions.

** The S&P 500® Index and Russell 2000® Value Index are unmanaged indices that assume reinvestment of all distributions and exclude the effect of taxes and fees. The indices are widely recognized unmanaged indices of equity prices and are representative of a broader market and range of securities than are found in the Fund's portfolio. Individuals cannot invest directly in these indices; however, an individual can invest in exchange-traded funds or other investment vehicles that attempt to track the performance of a benchmark index.

The Fund's investment objectives, risks, charges and expenses must be considered carefully before investing. The prospectus contains this and other important information about the investment company and may be obtained by calling the same number as above. Please read it carefully before investing.

The Fund is distributed by Unified Financial Securities, LLC, member FINRA/SIPC.

Comparison of the Change in Value of a \$10,000 Investment in the Auer Growth Fund, the S&P 500® Index, and the Russell 2000® Value Index (Unaudited)



The chart above assumes an initial investment of \$10,000 made on December 28, 2007 (commencement of Fund operations) and held through November 30, 2016. The S&P 500® Index and Russell 2000® Value Index are widely recognized unmanaged indices of equity prices and are representative of a broader market and range of securities than is found in the Fund's portfolio. Individuals cannot invest directly in these indices; however, an individual can invest in exchange-traded funds or other investment vehicles that attempt to track the performance of a benchmark index. **THE FUND'S RETURN REPRESENTS PAST PERFORMANCE AND DOES NOT GUARANTEE FUTURE RESULTS.** The returns shown do not reflect deduction of taxes that a shareholder would pay on Fund distributions or the redemption of Fund shares. Investment returns and principal values will fluctuate so that your shares, when redeemed, may be worth more or less than their original purchase price.

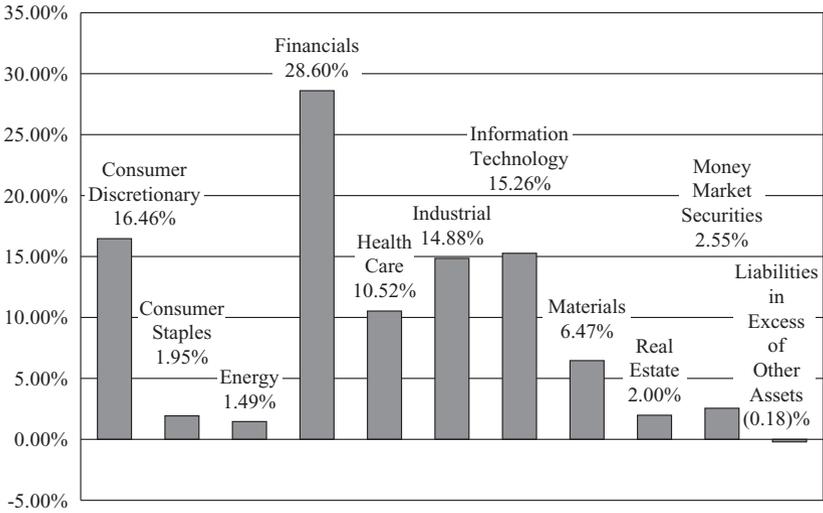
Current performance may be lower or higher than the performance data quoted. For more information on the Auer Growth Fund, and to obtain performance data current to the most recent month-end, or to request a prospectus, please call 1-888-711-2837.

You should carefully consider the investment objectives, potential risks, management fees, and charges and expenses of the Fund before investing. The Fund's prospectus contains this and other information about the Fund, and should be read carefully before investing.

The Fund is distributed by Unified Financial Securities, LLC, member FINRA/SIPC.

FUND HOLDINGS – (Unaudited)

Auer Growth Fund Holdings as of November 30, 2016¹



¹ As a percentage of net assets.

The investment objective of the Auer Growth Fund is long-term capital appreciation.

The Auer Growth Fund seeks to achieve its investment objective by investing primarily in a diversified portfolio of common stocks traded on major U.S. exchanges, markets, and bulletin boards that the Adviser believes present the most favorable potential for capital appreciation.

AVAILABILITY OF PORTFOLIO SCHEDULE – (Unaudited)

This Fund files a complete schedule of portfolio holdings with the Securities and Exchange Commission (“SEC”) for the first and third quarters of each fiscal year on Form N-Q. The Fund’s Forms N-Q are available at the SEC’s website at www.sec.gov. The Fund’s Forms N-Q may be reviewed and copied at the Public Reference Room in Washington DC. Information on the operation of the Public Reference Room may be obtained by calling 1-800-SEC-0330.

AUER GROWTH FUND
SCHEDULE OF INVESTMENTS
November 30, 2016

<u>Shares</u>	COMMON STOCKS – 97.63%	<u>Fair Value</u>
	Consumer Discretionary – 16.46%	
7,000	CalAtlantic Group, Inc.	\$ 233,730
32,000	Century Communities, Inc. *	664,000
16,000	Global Eagle Entertainment, Inc.*	102,720
48,000	Educational Development Corp.	434,400
15,000	Green Brick Partners, Inc. *	137,250
21,000	LGI Homes, Inc. *	685,650
18,500	M.D.C. Holdings, Inc.	497,280
21,500	M/I Homes, Inc. *	502,240
4,700	Nexstar Broadcasting Group, Inc.	280,355
4,200	Sinclair Broadcast Group, Inc., Class A	136,710
9,000	Smith & Wesson Holding Corp. *	209,970
8,700	Toll Brothers, Inc. *	258,042
		<u>4,142,347</u>
	Consumer Staples – 1.95%	
40,000	Natural Alternatives International, Inc. *	490,000
	Energy – 1.49%	
27,000	Renewable Energy Group, Inc. *	263,250
250,000	Ur-Energy, Inc. *	112,500
		<u>375,750</u>
	Financials – 28.60%	
11,000	American River Bankshares *	149,490
11,000	Asta Funding, Inc. *	97,900
16,000	B. Riley Financial, Inc.	267,200
11,000	Banc of California, Inc.	166,100
2,300	Bank of Marin Bancorp	145,935
18,000	Charter Financial Corp.	257,580
14,500	CIT Group, Inc.	592,325
7,200	Citizens First Corp.	126,504
6,300	Compass Diversified Holdings ^(a)	118,755
5,000	Customers Bancorp, Inc. *	152,500
8,000	Eagle Bancorp Montana, Inc.	156,800

See accompanying notes which are an integral part of these financial statements.

AUER GROWTH FUND
SCHEDULE OF INVESTMENTS – (continued)
November 30, 2016

<u>Shares</u>	COMMON STOCKS – 97.63% – continued	<u>Fair Value</u>
	Financials – 28.60% – continued	
4,200	Evercore Partners, Inc., Class A	\$ 283,080
1,400	Goldman Sachs Group, Inc./The	307,006
12,500	Greenhill & Co., Inc.	346,250
9,500	HMN Financial, Inc. *	152,475
10,000	HomeStreet, Inc. *	290,500
205,000	Institutional Financial Markets, Inc.	237,800
2,000	National Western Life Group, Inc., Class A	522,880
14,500	Nationstar Mortgage Holdings, Inc. *	246,210
17,500	NMI Holdings, Inc., Class A *	150,500
12,500	Oak Valley Bancorp	144,750
5,700	Oaktree Capital Group LLC, Class A ^(a)	236,265
8,000	OneMain Holdings, Inc. *	162,960
7,500	Parke Bancorp, Inc.	130,875
15,000	PennyMac Financial Services, Inc., Class A *	261,000
4,200	Piper Jaffray Co., Inc. *	306,390
73,000	Porter Bancorp, Inc. *	182,500
7,000	QCR Holdings, Inc.	267,050
45,000	Royal Bancshares of Pennsylvania, Inc. *	125,100
6,300	Sun Life Financial, Inc.	241,920
10,000	TriplePoint Venture Growth BDC Corp.	123,200
8,500	Walker & Dunlop, Inc. *	249,815
		<u>7,199,615</u>
	Health Care – 10.52%	
9,000	AMAG Pharmaceuticals, Inc. *	298,800
8,000	AMN Healthcare Services, Inc. *	266,400
4,500	ANI Pharmaceuticals, Inc. *	265,185
72,000	Cleveland BioLabs, Inc. *	115,200
35,000	CRH Medical Corp. *	192,500
12,000	Cytokinetics, Inc. *	144,000
8,000	Eagle Pharmaceuticals, Inc. *	631,680
10,500	Horizon Pharma PLC *	207,900
5,200	Integer Holdings Corp. *	146,900

See accompanying notes which are an integral part of these financial statements.

AUER GROWTH FUND
SCHEDULE OF INVESTMENTS – (continued)
November 30, 2016

<u>Shares</u>	COMMON STOCKS – 97.63% – continued	<u>Fair Value</u>
	Health Care – 10.52% – continued	
5,000	Psychemedics Corp.	\$ 124,950
15,600	Sucampo Pharmaceuticals, Inc., Class A *	253,500
		<u>2,647,015</u>
	Industrials – 14.88%	
38,000	Acacia Research Corp. *	262,200
11,500	Argan, Inc.	695,175
20,000	Avalon Holdings Corp. *	61,400
44,000	Builders FirstSource, Inc. *	486,640
105,000	Centrex, Inc. *	475,650
15,500	IES Holdings, Inc. *	304,575
48,000	Innovative Solutions & Support, Inc. *	170,400
3,200	MasTec, Inc. *	121,440
38,000	Sunrun, Inc. *	193,800
7,000	TPI Composites, Inc. *	106,190
3,000	Viad Corp.	131,700
30,000	Willdan Group, Inc. *	737,400
		<u>3,746,570</u>
	Information Technology – 15.26%	
23,500	Amkor Technology, Inc. *	277,770
4,000	Applied Materials, Inc.	128,800
18,000	ARRIS International PLC *	516,420
23,000	Asure Software, Inc. *	204,700
8,200	Cirrus Logic, Inc. *	451,000
20,000	Control4 Corp. *	228,800
26,000	CSP, Inc.	277,940
15,000	CyberOptics Corp. *	433,500
1,700	InterDigital, Inc.	134,640
5,100	Leidos Holdings, Inc.	261,120
46,000	Network-1 Technologies, Inc. *	142,600
12,500	PCM, Inc. *	251,875
5,000	Stamps.com, Inc. *	531,000
		<u>3,840,165</u>

See accompanying notes which are an integral part of these financial statements.

AUER GROWTH FUND
SCHEDULE OF INVESTMENTS – (continued)
November 30, 2016

<u>Shares</u>	<u>COMMON STOCKS – 97.63% – continued</u>	<u>Fair Value</u>
	Materials – 6.47%	
11,500	Handy & Harman Ltd. *	\$ 265,650
16,000	Kraton Performance Polymers, Inc. *	493,280
10,000	Norbord, Inc.	250,700
13,500	Platform Specialty Products Corp. *	126,225
50,000	Silver Standard Resources, Inc. *	493,000
		<u>1,628,855</u>
	Real Estate – 2.00%	
15,000	AV Homes, Inc. *	237,750
5,000	Consolidated-Tomoka Land Co.	266,850
		<u>504,600</u>
	TOTAL COMMON STOCKS	
	(Cost \$21,967,410)	<u>24,574,917</u>
	MONEY MARKET SECURITIES – 2.55%	
640,265	Fidelity Institutional Money Market Government Portfolio, Class I -0.28% (b)	<u>640,265</u>
	TOTAL MONEY MARKET SECURITIES	
	(Cost \$640,265)	<u>640,265</u>
	TOTAL INVESTMENTS – 100.18%	
	(Cost \$22,607,675)	<u>25,215,182</u>
	Liabilities in Excess of Other Assets – (0.18)%	<u>(44,057)</u>
	NET ASSETS – 100.00%	<u>\$25,171,125</u>

(a) Master Limited Partnership

(b) Rate disclosed is the seven day effective yield as of November 30, 2016.

* Non-income producing security.

The sectors shown on the portfolio of investments are based on Global Industry Classification Standard, or GICS® (“GICS”). The GICS was developed by and/or is the exclusive property of MSCI, Inc. and Standard & Poor Financial Services LLC (“S&P”). GICS is a service mark of MSCI, Inc. and S&P and has been licensed for use by Ultimus Asset Services, LLC.

See accompanying notes which are an integral part of these financial statements.

AUER GROWTH FUND
STATEMENT OF ASSETS AND LIABILITIES
November 30, 2016

Assets

Investments in securities at fair value (cost \$22,607,675)	\$ 25,215,182
Dividends and interest receivable	13,914
Prepaid expenses	6,845
Total Assets	25,235,941

Liabilities

Payable to Adviser	29,642
Payable to administrator, fund accountant, and transfer agent	6,880
Payable to custodian	897
Other accrued expenses	27,397
Total Liabilities	64,816

Net Assets \$ 25,171,125

Net Assets consist of:

Paid-in capital	\$ 61,943,855
Accumulated undistributed net investment loss	(271,567)
Accumulated undistributed net realized loss from investments	(39,108,667)
Net unrealized appreciation on investments	2,607,504

Net Assets \$ 25,171,125

Shares outstanding (unlimited number of shares authorized,
no par value)

3,680,317

Net asset value ("NAV") and offering price per share \$ 6.84

Redemption price per share (NAV * 99%) ^(a) \$ 6.77

(a) The Fund charges a 1.00% redemption fee on shares redeemed within 7 days of purchase.

See accompanying notes which are an integral part of these financial statements.

AUER GROWTH FUND
STATEMENT OF OPERATIONS
For the year ended November 30, 2016

Investment Income	
Dividend income (net of foreign taxes withheld of \$900)	\$ 344,695
Total investment income	<u>344,695</u>
Expenses	
Investment Adviser fee	376,672
Legal	35,069
Administration	34,869
Fund accounting expenses	25,000
Registration	23,869
Transfer agent	22,493
Audit	17,800
Report printing	13,882
Trustee	11,978
CCO	9,873
Custodian	7,688
Pricing	4,228
Insurance	3,241
Miscellaneous	25,408
Total expenses	<u>612,070</u>
Net investment loss	<u>(267,375)</u>
Net Realized and Unrealized Gain (Loss) on Investments	
Net realized loss on investment securities transactions	(2,295,246)
Net change in unrealized appreciation/depreciation of investment securities	<u>1,448,560</u>
Net realized and unrealized loss on investments	<u>(846,686)</u>
Net decrease in net assets resulting from operations	<u><u>\$(1,114,061)</u></u>

See accompanying notes which are an integral part of these financial statements.

AUER GROWTH FUND
STATEMENTS OF CHANGES IN NET ASSETS

	For the Year Ended November 30, 2016	For the Year Ended November 30, 2015
	<u> </u>	<u> </u>
Decrease in Net Assets due to:		
Operations		
Net investment loss	\$ (267,375)	\$ (384,768)
Net realized loss on investment securities transactions	(2,295,246)	(13,147,911)
Net change in unrealized appreciation/depreciation of investment securities	<u>1,448,560</u>	<u>7,053,291</u>
Net decrease in net assets resulting from operations	<u>(1,114,061)</u>	<u>(6,479,388)</u>
Capital Transactions		
Proceeds from shares sold	55,824	634,579
Amount paid for shares redeemed	(8,530,573)	(25,604,962)
Proceeds from redemption fees ^(a)	<u>21</u>	<u>—</u>
Net decrease in net assets resulting from capital transactions	<u>(8,474,728)</u>	<u>(24,970,383)</u>
Total Decrease in Net Assets	<u>(9,588,789)</u>	<u>(31,449,771)</u>
Net Assets		
Beginning of year	<u>34,759,914</u>	<u>66,209,685</u>
End of year	<u><u>\$25,171,125</u></u>	<u><u>\$ 34,759,914</u></u>
Accumulated undistributed net investment loss	<u>\$ (271,567)</u>	<u>\$ (496,455)</u>
Share Transactions		
Shares sold	8,584	83,677
Shares redeemed	<u>(1,346,689)</u>	<u>(3,587,704)</u>
Net decrease in shares outstanding	<u>(1,338,105)</u>	<u>(3,504,027)</u>

(a) The Fund charges a 1.00% redemption fee on shares redeemed within 7 days of purchase.

See accompanying notes which are an integral part of these financial statements.

AUER GROWTH FUND
FINANCIAL HIGHLIGHTS

(For a share outstanding during each period)

	Fiscal Year Ended November 30,				
	2016	2015	2014	2013	2012
Selected Per Share Data:					
Net asset value, beginning of year	\$ 6.93	\$ 7.77	\$ 8.31	\$ 5.66	\$ 5.92
Income from investment operations:					
Net investment income (loss)	(0.11)	(0.20)	(0.12)	(0.03)	(0.05) ^(a)
Net realized and unrealized gain (loss)	0.02 ^(b)	(0.64)	(0.42)	2.68	(0.21)
Total from investment operations	(0.09)	(0.84)	(0.54)	2.65	(0.26)
Paid in capital from redemption fees	— ^(c)	—	— ^(c)	—	— ^(c)
Net asset value, end of year	<u>\$ 6.84</u>	<u>\$ 6.93</u>	<u>\$ 7.77</u>	<u>\$ 8.31</u>	<u>\$ 5.66</u>
Total Return ^(d)	(1.30)%	(10.81)%	(6.50)%	46.82%	(4.39)%

Ratios and Supplemental Data:

Net assets, end of year (000)	\$25,171	\$34,760	\$66,210	\$76,651	\$61,770
Ratio of expenses to average net assets	2.44%	1.98%	1.88%	1.91%	1.82%
Ratio of net investment income (loss) to average net assets	(1.07)%	(0.75)%	(1.24)%	(0.27)%	(0.83)%
Portfolio turnover rate	175%	138%	140%	147%	162%

(a) Per share net investment income has been calculated using the average shares method.

(b) Realized and unrealized gains and losses in the caption are balancing amounts necessary to reconcile the change in net asset value for the period and may not reconcile with the Statement of Operations due to share transactions for the period.

(c) Resulted in less than \$0.005 per share.

(d) Total return in the above table represents the rate that the investor would have earned or lost on an investment in the Fund, assuming reinvestment of dividends.

See accompanying notes which are an integral part of these financial statements.

AUER GROWTH FUND
NOTES TO THE FINANCIAL STATEMENTS
November 30, 2016

NOTE 1. ORGANIZATION

The Auer Growth Fund (the “Fund”) was organized as a diversified series of the Unified Series Trust (the “Trust”) on September 10, 2007. The Trust is an open-end investment company established under the laws of Ohio by an Agreement and Declaration of Trust dated October 17, 2002 (the “Trust Agreement”). The Trust Agreement permits the Board of Trustees of the Trust (the “Board”) to issue an unlimited number of shares of beneficial interest of separate series. The investment objective of the Auer Growth Fund is to provide long-term capital appreciation. The Fund is one of a series of funds currently authorized by the Board. The Fund’s investment adviser is SBAuer Funds, LLC (the “Adviser”).

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES

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

Estimates – The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and 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.

Securities Valuation – All investments in securities are recorded at their estimated fair value as described in Note 3.

Federal Income Taxes – The Fund makes no provision for federal income or excise tax. The Fund has qualified and intends to qualify each year as a regulated investment company (“RIC”) under subchapter M of the Internal Revenue Code of 1986, as amended, by complying with the requirements

AUER GROWTH FUND
NOTES TO THE FINANCIAL STATEMENTS – (continued)
November 30, 2016

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES – (continued)

applicable to RICs and by distributing substantially all of its taxable income or complying with other provisions to be eligible for RIC qualification. The Fund also intends to distribute sufficient net investment income and net capital gains, if any, so that it will not be subject to excise tax on undistributed income and gains. If the required amount of net investment income or gains is not distributed, the Fund could incur a tax expense. The Fund may utilize equalization accounting for tax purposes and designate earnings and profits, including net realized gains distributed to shareholders on redemption of shares, as a part of the dividends paid deduction for income tax purposes.

As of and during the fiscal year ended November 30, 2016, the Fund did not have a liability for any unrecognized tax benefits. The Fund recognizes interest and penalties, if any, related to unrecognized tax benefits as income tax expense in the Statement of Operations. During the period, the Fund did not incur any interest or penalties.

Expenses – Expenses incurred by the Trust that do not relate to a specific fund of the Trust are allocated to the individual funds by or under the direction of the Board in such a manner as the Board determines to be fair and equitable.

Security Transactions and Related Income – The Fund follows industry practice and records security transactions on the trade date for financial reporting purposes. The specific identification method is used for determining gains or losses for financial statements and income tax purposes. Dividend income is recorded on the ex-dividend date and interest income is recorded on an accrual basis. Dividend income from real estate investment trusts (“REITs”) and distributions from master limited partnerships are recognized on the ex-date. The calendar year-end classification of distributions received from REITs during the fiscal year is reported subsequent to year end; accordingly, the Fund estimates the character of REIT distributions based on the most recent information available. Income or loss from master limited partnerships is reclassified in the components of net assets upon receipt of K-1’s. Withholding taxes on foreign dividends have

AUER GROWTH FUND
NOTES TO THE FINANCIAL STATEMENTS – (continued)
November 30, 2016

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES – (continued)

been provided for in accordance with the Fund's understanding of the applicable country's tax rules and rates.

Redemption Fees – The Fund charges a 1.00% redemption fee for shares redeemed within 7 days of purchase. These fees are deducted from the redemption proceeds otherwise payable to the shareholder. The Fund will retain the fee charged as an increase in paid-in capital and such fees become part of the Fund's daily NAV calculation.

Foreign Currency Translation –The accounting records of the Fund are maintained in U.S. dollars. Foreign currency amounts are translated into U.S. dollars at the current rate of exchange each business day to determine the value of investments, and other assets and liabilities. Purchases and sales of foreign securities, and income and expenses, are translated at the prevailing rate of exchange on the respective date of these transactions. The Fund does not isolate that portion of the results of operations resulting from changes in foreign exchange rates on investments from fluctuations arising from changes in market prices of securities held. These fluctuations are included with the net realized and unrealized gain or loss from investments.

Dividends and Distributions – The Fund intends to distribute substantially all of its net investment income as dividends to its shareholders on at least an annual basis. The Fund intends to distribute its net realized long-term capital gains and its net realized short-term capital gains at least once a year. Distributions to shareholders, which are determined in accordance with income tax regulations, are recorded on the ex-dividend date. Short-term capital gains distributions received are recorded as dividend income for financial reporting purposes. Long-term capital gains distributions received are recorded as such for financial reporting purposes. The treatment for financial reporting purposes of distributions made to shareholders during the year from net investment income or net realized capital gains may differ from their ultimate treatment for federal income tax purposes. Where such differences are permanent in nature; they are reclassified in the components of net assets based on their ultimate characterization for federal income tax purposes. Any such reclassifications will have no effect on net assets, results

AUER GROWTH FUND
NOTES TO THE FINANCIAL STATEMENTS – (continued)
November 30, 2016

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES – (continued)

of operations, or net asset values per share of the Fund. For the fiscal year ended November 30, 2016, the Fund made the following reclassifications to increase/(decrease) the components of net assets:

Paid in Capital	Net Investment Income	Gain (Loss) on Investments
\$(487,921)	\$492,263	\$(4,342)

NOTE 3. SECURITIES VALUATION AND FAIR VALUE MEASUREMENTS

Fair value is defined as the price that the Fund would receive upon selling an investment in an orderly transaction to an independent buyer in the principal or most advantageous market of the investment. GAAP establishes a three-tier hierarchy to maximize the use of observable market data and minimize the use of unobservable inputs and to establish classification of fair value measurements for disclosure purposes.

Inputs refer broadly to the assumptions that market participants would use in pricing the asset or liability, including assumptions about risk (the risk inherent in a particular valuation technique used to measure fair value such as a pricing model and/or the risk inherent in the inputs to the valuation technique). Inputs may be observable or unobservable. Observable inputs are inputs that reflect the assumptions market participants would use in pricing the asset or liability developed based on market data obtained from sources independent of the reporting entity. Unobservable inputs are inputs that reflect the reporting entity’s own assumptions about the assumptions market participants would use in pricing the asset or liability developed based on the best information available in the circumstances.

Various inputs are used in determining the value of the Fund’s investments. These inputs are summarized in the three broad levels listed below.

- Level 1 – unadjusted quoted prices in active markets for identical investments and/or registered investment companies where the value per share is determined and published and is the basis for current transactions for identical assets or liabilities at the valuation date

AUER GROWTH FUND
NOTES TO THE FINANCIAL STATEMENTS – (continued)
November 30, 2016

**NOTE 3. SECURITIES VALUATION AND FAIR VALUE
MEASUREMENTS – (continued)**

- Level 2 – other significant observable inputs (including, but not limited to, quoted prices for an identical security in an inactive market, 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 fair value of investments based on the best information available)

The inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the level in the fair value hierarchy within which the fair value measurement falls in its entirety, is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

Equity securities, including common stocks and master limited partnerships, that are traded on any stock exchange are generally valued at the last quoted sale price on the security’s primary exchange. Lacking a last sale price, an exchange traded security is generally valued at its last bid price. Securities traded in the NASDAQ over-the-counter market are generally valued at the NASDAQ Official Closing Price. When using the market quotations and when the market is considered active, the security is classified as a Level 1 security. In the event that market quotations are not readily available or are considered unreliable due to market or other events, the Fund values its securities and other assets at fair value in accordance with procedures established by and under the general supervision of the Board. Under these procedures, the securities will be classified as Level 2 or 3 within the fair value hierarchy, depending on the inputs used.

Investments in mutual funds, including money market mutual funds, are generally priced at the ending net asset value (“NAV”) provided by the service agent of the funds. These securities will be categorized as Level 1 securities.

In accordance with the Trust’s valuation policies, the Adviser is required to consider all appropriate factors relevant to the value of securities for which it

AUER GROWTH FUND
NOTES TO THE FINANCIAL STATEMENTS – (continued)
November 30, 2016

NOTE 3. SECURITIES VALUATION AND FAIR VALUE MEASUREMENTS – (continued)

has determined other pricing sources are not available or reliable as described above. No single standard exists for determining fair value, because fair value depends upon the circumstances of each individual case. As a general principle, the current fair value of an issue of securities being valued by the Adviser would be the amount which the Fund might reasonably expect to receive for them upon their current sale. Methods which are in accordance with this principle may, for example, be based on (i) a multiple of earnings; (ii) a discount from market of a similar freely traded security (including a derivative security or a basket of securities traded on other markets, exchanges or among dealers); or (iii) yield to maturity with respect to debt issues, or a combination of these and other methods. Fair value pricing is permitted if, in the Adviser’s opinion, the validity of market quotations appears to be questionable based on factors such as evidence of a thin market in the security based on a small number of quotations, a significant event occurs after the close of a market but before the Fund’s NAV calculation that may affect a security’s value, or the Adviser is aware of any other data that calls into question the reliability of market quotations.

The following is a summary of the inputs used to value the Fund’s investments as of November 30, 2016:

Investments	Valuation Inputs			
	Level 1	Level 2	Level 3	Total
Common Stocks*	\$ 24,574,917	\$ —	\$ —	\$ 24,574,917
Money Market Securities	640,265	—	—	640,265
Total	\$ 25,215,182	\$ —	\$ —	\$ 25,215,182

* Refer to the Schedule of Investments for industry classifications.

The Fund did not hold any investments during the reporting period for which significant unobservable inputs (Level 3) were used in determining fair value; therefore, no reconciliation of Level 3 securities is included for this reporting period. The Trust recognizes transfers between fair value hierarchy levels at

AUER GROWTH FUND
NOTES TO THE FINANCIAL STATEMENTS – (continued)
November 30, 2016

NOTE 3. SECURITIES VALUATION AND FAIR VALUE MEASUREMENTS – (continued)

the reporting period end. There were no transfers between any levels as of November 30, 2016, based on input levels assigned at November 30, 2015.

NOTE 4. FEES AND OTHER TRANSACTIONS WITH AFFILIATES

The Adviser, under the terms of the management agreement (the “Agreement”), manages the Fund’s investments. As compensation for its management services, the Fund is obligated to pay the Adviser a fee computed and accrued daily and paid monthly at an annual rate of 1.50% of the Fund’s average net assets. For the fiscal year ended November 30, 2016, the Adviser earned a fee of \$376,672 from the Fund. At November 30, 2016, the Fund owed the Adviser \$29,642 for advisory services.

The Trust retains Ultimus Asset Services, LLC (“Ultimus”) to provide the Fund with administration, accounting, transfer agent and compliance services, including all regulatory reporting. For the year ended November 30, 2016, Ultimus earned fees of \$34,869 for administration services, \$22,493 for transfer agent services, and \$25,000 for fund accounting services. At November 30, 2016, the Fund owed Ultimus \$6,880 for such services.

Certain officers of the Trust are employees of Ultimus or Ultimus Fund Solutions LLC, Ultimus’ parent company. Unified Financial Securities, LLC (the “Distributor”) acts as the principal distributor of the Fund’s shares. Both Ultimus and the Distributor operate as wholly owned subsidiaries of Ultimus Fund Solutions, LLC. An officer of the Trust is an officer of the Distributor; such person may be deemed to be an affiliate of the Distributor.

Huntington National Bank is the custodian of the Fund’s investments (the “custodian”). A Trustee of the Trust is a member of the management of the custodian.

The Trust, on behalf of the Fund has adopted a distribution plan under Rule 12b-1 (the “Plan”). Under the Plan, the Fund can pay the Adviser and/or any registered securities dealer, financial institution or any other person (the “Recipient”) a

AUER GROWTH FUND
NOTES TO THE FINANCIAL STATEMENTS – (continued)
November 30, 2016

NOTE 4. FEES AND OTHER TRANSACTIONS WITH AFFILIATES – (continued)

shareholder servicing fee of 0.25% of the average daily net assets of the Fund in connection with the promotion and distribution of the Fund's shares or the provision of personal services to shareholders, including, but not necessarily limited to, advertising, compensation to underwriters, dealers and selling personnel, the printing and mailing of prospectuses to other than current Fund shareholders, the printing and mailing of sales literature and servicing shareholder accounts ("12b-1 Expenses"). The Fund or Adviser may pay all or a portion of these fees to any Recipient who renders assistance in distributing or promoting the sale of shares, or who provides certain shareholder services, pursuant to a written agreement. The Plan is a compensation plan, which means that compensation is provided regardless of 12b-1 Expenses actually incurred. The Fund has not implemented its 12b-1 Plan, although the Fund may do so at any time, upon notice to shareholders.

NOTE 5. INVESTMENT TRANSACTIONS

For the fiscal year ended November 30, 2016, purchases and sales of investment securities, other than short-term investments were as follows:

	<u>Amount</u>
Purchases	\$ 43,363,271
Sales	\$ 51,696,610

There were no purchases or sales of long-term U.S. government obligations during the year ended November 30, 2016.

NOTE 6. BENEFICIAL OWNERSHIP

The beneficial ownership, either directly or indirectly, of more than 25% of the voting securities of a fund creates a presumption of control of the fund, under Section 2(a)(9) of the Investment Company Act of 1940. At November 30, 2016, Bryan Auer and Janet Auer, who are married, owned 71.41% of the Fund. As a result, Bryan and Janet Auer each may be deemed to control the Fund.

AUER GROWTH FUND
NOTES TO THE FINANCIAL STATEMENTS – (continued)
November 30, 2016

NOTE 7. FEDERAL TAX INFORMATION

At November 30, 2016, the appreciation (depreciation) of investments for tax purposes was as follows:

	Amount
Gross Appreciation	\$ 3,020,030
Gross (Depreciation)	(412,526)
Net Appreciation on Investments	\$ 2,607,504

At November 30, 2016, the aggregate cost of securities for federal income tax purposes, was \$22,607,675.

At November 30, 2016, the components of distributable earnings (accumulated losses) on a tax basis were as follows:

Accumulated capital and other losses	\$ (39,380,234)
Unrealized appreciation	2,607,504
	\$ (36,772,730)

Under current law, capital losses and specified gains realized after October 31, and net investment losses realized after December 31 of a Fund's fiscal year may be deferred and treated as occurring on the first business day of the following fiscal year for tax purposes.

As of November 30, 2016, accumulated capital and other losses consist of:

Post October Losses	Capital Loss Carryforwards	Qualified Late-Year Ordinary Losses*	Total
(\$615,946)	(\$38,492,721)	(\$271,567)	(\$39,380,234)

* Qualified late-year ordinary losses are the excess of the sum of the specified losses attributable to the portion of the taxable year after October 31, and the ordinary losses attributable to the portion of the taxable year after December 31, over the sum of the specified gains attributable to the portion of the taxable year after October 31, and other ordinary income attributable to the portion of the taxable year after December 31.

AUER GROWTH FUND
NOTES TO THE FINANCIAL STATEMENTS – (continued)
November 30, 2016

NOTE 7. FEDERAL TAX INFORMATION – (continued)

As of November 30, 2016, the Fund had available for federal tax purposes an unused capital loss carryforward of \$38,492,721, which is available for offset against future taxable net capital gains. To the extent that these carryforwards are used to offset future gains, it is probable that the amount offset will not be distributed to shareholders. The carryforward expires as follows:

No expiration—short term	\$ 9,594,277
No expiration—long term	5,858,722
Expires on November 30, 2017	<u>23,039,722</u>
	<u>\$ 38,492,721</u>

Capital loss carryforwards are available to offset future realized capital gains. To the extent that these carryforwards are used to offset future capital gains, it is probable that the amount offset will not be distributed to shareholders. Non-expiring carryforwards are required to be utilized prior to the utilization of carryforwards with expiration dates.

NOTE 8. COMMITMENTS AND CONTINGENCIES

The Fund indemnifies its officers and trustees for certain liabilities that may arise from the performance of their duties to the Fund. Additionally, in the normal course of business, the Fund enters into contracts that contain a variety of representations and warranties which provide general indemnifications. The Fund's maximum exposure under these arrangements is unknown, as this would involve future claims that may be made against the Fund that have not yet occurred.

NOTE 9. SUBSEQUENT EVENTS

Management has evaluated events or transactions that may have occurred since November 30, 2016, that would merit recognition or disclosure in the financial statements. There were no items requiring adjustment of the financial statements or additional disclosure.

SUMMARY OF FUND'S EXPENSES – (Unaudited)

As a shareholder of the Fund, you incur two types of costs: (1) transaction costs, including short-term redemption fees; and (2) ongoing costs, including management fees and other Fund expenses. This example is intended to help you understand your ongoing costs (in dollars) of investing in the Fund and to compare these costs with the ongoing costs of investing in other mutual funds. The example is based on an investment of \$1,000 invested at June 1, 2016 and held through November 30, 2016.

Actual Expenses

The first line of the table below provides information about actual account values and actual expenses. You may use the information in this line, together with the amount you invested, to estimate the expenses that you paid over the period. Simply divide your account value by \$1,000 (for example, an \$8,600 account value divided by \$1,000 = 8.60), then multiply the result by the number in the first line under the heading entitled “Expenses Paid During Period” to estimate the expenses you paid on your account during this period.

Hypothetical Example for Comparison Purposes

The second line of the table below provides information about hypothetical account values and hypothetical expenses based on the Fund’s actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the Fund’s actual return. The hypothetical account values and expenses may not be used to estimate the actual ending account balance or expenses you paid for the period. You may use this information to compare the ongoing costs of investing in the Fund and other funds. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of the other funds.

Please note that the expenses shown in the table are meant only to highlight your ongoing costs and do not reflect any transactional costs, such as short-term redemption fees. Therefore, the second line is useful in comparing

ongoing costs only and will not help you determine the relative costs of owning different funds. In addition, if these transactions costs were included, your costs would have been higher.

Auer Growth Fund	Beginning Account Value June 1, 2016	Ending Account Value November 30, 2016	Expenses Paid During the Period* June 1, 2016 – November 30, 2016
Actual	\$ 1,000.00	\$ 1,092.70	\$ 13.04
Hypothetical **	\$ 1,000.00	\$ 1,012.53	\$ 12.54

* Expenses are equal to the Fund's annualized expense ratio of 2.49%, multiplied by the average account value over the period, multiplied by 183/366 (to reflect the partial year period).

** Assumes a 5% return before expenses.

*REPORT OF INDEPENDENT REGISTERED PUBLIC
ACCOUNTING FIRM*

To the Shareholders of Auer Growth Fund and
Board of Trustees of Unified Series Trust

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of Auer Growth Fund (the “Fund”), a series of Unified Series Trust, as of November 30, 2016, and the related statement of operations 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. These financial statements and financial highlights are the responsibility of the Fund’s management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audit.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. Our procedures included confirmation of securities owned as of November 30, 2016, by correspondence with the custodian. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of Auer Growth Fund as of November 30, 2016, the results of its operations for the year then ended, the changes in its 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, in conformity with accounting principles generally accepted in the United States of America.

COHEN & COMPANY, LTD.
Cleveland, Ohio
January 25, 2017

TRUSTEES AND OFFICERS – (Unaudited)

GENERAL QUALIFICATIONS. The Board of Trustees supervises the business activities of the Trust. Each Trustee serves as a trustee until termination of the Trust unless the Trustee dies, resigns, retires, or is removed. The Chairman of the Board and more than 75% of the Trustees are “Independent Trustees,” which means that they are not “interested persons” (as defined in the 1940 Act) of the Trust or any adviser, sub-adviser or distributor of the Trust.

The following table provides information regarding the Independent Trustees.

Name, Address*, (Year of Birth), Position with Trust**, Term of Position with Trust	Principal Occupation During Past 5 Years and Other Directorships
Gary E. Hippenstiel (1947) Chairman of the Audit and Pricing Committees; Independent Trustee, December 2002 to present	Current: President and founder of Hippenstiel Investment Counsel LLC, a registered investment advisor, since November 2008; Chairman and Founder, Constitution Education Foundation since February 2011. Previous: Chairman of investment committee for the Diana Davis Spencer Foundation from October 2011 to May 2014.
Stephen A. Little (1946) Chairman, December 2004 to December 2016; Independent Trustee, December 2002 to present	Current: President and founder of The Rose, Inc., a registered investment advisor, since April 1993.

TRUSTEES AND OFFICERS – (Unaudited) – (continued)

Name, Address*, (Year of Birth), Position with Trust**, Term of Position with Trust	Principal Occupation During Past 5 Years and Other Directorships
Daniel J. Condon (1950) Independent Trustee, December 2002 to present	Current: Executive Advisor of Standard Steel, LLC, a manufacturer of forged steel wheels and axles, since January 2016; Director and Vice President of Standard Steel Holdings Co., a holding company which owns Standard Steel, LLC, since January 2015; Director of International Crankshaft, Inc., an automotive supply manufacturing company, since 2004. Previous: Chief Executive Officer of Standard Steel LLC from August 2011 to January 2016; Director of Steel Wheels Acquisition Corp. and Standard Steel, Inc., both holding companies which, through subsidiaries, produced steel wheels and axles, from August 2011 to December 2014.
Ronald C. Tritschler (1952) Independent Trustee, January 2007 to present; Interested Trustee, December 2002 to December 2006	Current: Chief Executive Officer, Director and Legal Counsel of The Webb Companies, a national real estate company, since 2001; Director of First State Financial, a full-service bank, since 1998; Chairman of The Lexington Convention and Visitors' Bureau since 2011.

TRUSTEES AND OFFICERS – (Unaudited) – (continued)

Name, Address*, (Year of Birth), Position with Trust**, Term of Position with Trust	Principal Occupation During Past 5 Years and Other Directorships
<p>Kenneth G.Y. Grant (1949)</p> <p>Chairman, January 2017 to present; Independent Trustee, May 2008 to present</p>	<p>Current: Executive Vice President and Chief Officer, Corporate Development for Global Trust Company, a nondepository trust company, since 2008, Advisors Charitable Gift Fund since May 2005, Northeast Retirement Services, Inc., a provider of retirement and charitable services products, since February 2003 and Savings Banks Employees Retirement Association, a provider of qualified retirement benefit plans, since February 2003; Director, Lift Up Africa since 2008; Chair Investment Committee since January 2011 and past Chair, Board of Directors of Massachusetts Council of Churches; Member, Presbytery of Boston, Presbyterian Church (U.S.A.) since June 1975.</p>

* The address for each Trustee is 225 Pictoria Drive, Suite 450, Cincinnati, Ohio 45246.

** The Trust currently consists of 17 series.

The following table provides information regarding the interested Trustee and the Officers of the Trust.

Name, Address*, (Year of Birth), Position with Trust**, Term of Position with Trust	Principal Occupation During Past 5 Years and Other Directorships
<p>Nancy V. Kelly (1955)***</p> <p>Trustee, November 2007 to present</p>	<p>Current: Executive Vice President of Huntington National Bank, the Trust's custodian, since December 2001; Director, Wedgewood Golf & Country Club since October 2008; Director, Greenlawn Cemetery since October 2007; Director, Directions for Youth and Families, a social service agency, since August 2006.</p>

TRUSTEES AND OFFICERS – (Unaudited) – (continued)

Name, Address*, (Year of Birth), Position with Trust**, Term of Position with Trust	Principal Occupation During Past 5 Years and Other Directorships
David R. Carson (1958) President, January 2016 to present	Current: Vice President and Director of Client Strategies of Ultimus Fund Solutions, LLC since 2013; President, Ultimus Managers Trust (“UMT”) since October 2013. Previous: Vice President, UMT (April 2013 to October 2013); Chief Compliance Officer, The Huntington Funds (2005 to 2013), Huntington Strategy Shares (2012 to 2013), and Huntington Asset Advisors (2013); Vice President, Huntington National Bank (2001 to 2013).
Bo Howell (1981) Vice President of Legal Services and Secretary, January 2016 to present	Current: Vice President, Director of Fund Administration for Ultimus Fund Solutions, LLC since 2014; Secretary, UMT since 2015. Previous: Assistant Secretary, UMT (2014); Counsel – Securities and Mutual Funds for Western & Southern Financial Group (2012 to 2014); U.S. Securities and Exchange Commission, Senior Counsel (2009 to 2012).

TRUSTEES AND OFFICERS – (Unaudited) – (continued)

Name, Address*, (Year of Birth), Position with Trust**, Term of Position with Trust	Principal Occupation During Past 5 Years and Other Directorships
John C. Swhear (1961) Vice President, January 2016 to present	<p>Current: Assistant Vice President and Associate Director of Compliance, Ultimus Fund Solutions, LLC since 2015; Chief Compliance Officer, Unified Financial Securities, LLC since May 2007; Chief Compliance Officer and AML Officer, Capitol Series Trust since September 2013; Chief Compliance Officer, AML Officer and Vice President, Valued Advisers Trust since May 2007.</p> <p>Previous: Vice President of Legal Administration, Compliance and Risk for Huntington Asset Services, Inc. (n/k/a Ultimus Asset Services, LLC), the Trust’s administrator, (April 2007 to December 2015), Director (May 2014 to December 2015); President, Unified Series Trust (August 2013 to January 2016), Interim President (March 2012 to August 2013), Senior Vice President of Unified Series Trust (May 2007 to March 2012); Secretary of Huntington Funds (April 2010 to February 2012).</p>
Zachary P. Richmond (1980) Treasurer and Chief Financial Officer, November 2014 to present	<p>Current: Assistant Vice President, Associate Director of Financial Administration for Ultimus Fund Solutions, LLC since December 2015; Treasurer and Chief Financial Officer of Capitol Series Trust since August 2014; Treasurer and Chief Financial Officer of Commonwealth International Series Trust since September 2015.</p> <p>Previous: Manager, Fund Administration, Huntington Asset Services, Inc. (January 2011 to December 2015); Interim Treasurer and Chief Financial Officer of Unified Series Trust (August 2014 to November 2014); Assistant Treasurer of Unified Series Trust (May 2011 to August 2014).</p>

TRUSTEES AND OFFICERS – (Unaudited) – (continued)

Name, Address*, (Year of Birth), Position with Trust**, Term of Position with Trust	Principal Occupation During Past 5 Years and Other Directorships
Lynn E. Wood (1946) Chief Compliance Officer, October 2004 to present	Current: Managing Member, Buttonwood Compliance Partners, LLC, since May 2013; Chief Compliance Officer of Unified Series Trust, since October 2004.

* The address for each Trustee and officer is 225 Pictoria Drive, Suite 450, Cincinnati, Ohio 45246.

** The Trust currently consists of 17 series.

*** Ms. Kelly may be deemed an interested trustee because she is an officer of an entity that until December 2015 was under common control with Unified Financial Securities, Inc., one of the Trust's distributors. The Board reviewed and approved this arrangement.

ADVISER RENEWAL AGREEMENT (Unaudited)

The Auer Growth Fund (the “Fund”) is a series of Unified Series Trust (the “Trust”). The Trust’s Board of Trustees oversees the management of the Fund and, as required by law, determines annually whether to approve the continuance of the Fund’s management agreement with its investment adviser, SB Auer Funds, LLC (“Auer”).

The Board of Trustees, with the assistance of the Board’s Advisory Contract Renewal Committee (the “Committee”), requests and evaluates all information that the Trustees deem reasonably necessary under the circumstances in connection with this annual contract review.

The Committee convened on July 12, 2016 via teleconference to consider the renewal of the management agreement between the Trust and Auer on behalf of the Fund. In advance of the Committee meeting, each Trustee received and reviewed materials compiled by Ultimus Asset Services, LLC, the Trust’s administrator (“UAS”). After discussing the materials, the Committee interviewed Auer’s Chief Compliance Officer, its Senior Portfolio Manager, and its Portfolio Manager and Operations Manager.

At the Board’s August 15, 2016 in-person meeting, the Trustees, including the Trustees who are not “interested persons” (as that term is defined in the Investment Company Act of 1940) of the Trust or Auer, approved the continuation of the management agreement between the Trust and Auer on behalf of the Fund for an additional year. The Trustees’ approval of the Fund’s management agreement was based on a consideration of all the information provided to the Trustees, and was not the result of any single factor. Some of the factors that figured particularly in the Trustees’ deliberations are described below, although individual Trustees may have evaluated this information differently, ascribing different weights to various factors. Because the Fund’s management agreement is reviewed and considered by the Board on an annual basis, the Trustees’ determinations may be based, in part, on their consideration of the management agreement in previous years.

- (i) The Nature, Extent, and Quality of Services. The Trustees reviewed and considered information regarding the nature, extent, and quality of services that Auer provides to the Fund. The Trustees considered that these services include, but are not limited to, providing a continuous investment program for the Fund, adhering to the Fund’s investment

ADVISER RENEWAL AGREEMENT (Unaudited) – (continued)

restrictions, complying with the Trust's policies and procedures, and voting proxies on behalf of the Fund. The Trustees considered the qualifications and experience of Auer's portfolio managers who are responsible for the day-to-day management of the Fund's portfolio, as well as the qualifications and experience of the other individuals at Auer who provide services to the Fund. The Trustees noted that Auer's investment strategy involves intense qualitative work, but Auer appears to have adequate resources to provide the advisory services. The Trustees concluded that they were satisfied with the nature, extent, and quality of investment management services provided by Auer to the Fund.

- (ii) Fund Performance. The Trustees next reviewed and discussed the Fund's performance for the periods ended June 30, 2016, which compared the Fund's performance to its primary benchmark, the S&P 500 Index, and its secondary benchmark, the Russell 2000 Value Index. The Trustees observed that the Fund had underperformed both benchmarks for the year-to date, one-, three-, and five-year periods. The Trustees also noted that the Fund had underperformed the average return of its Morningstar Small Blend category over the year-to-date, one-year, three-year, and five-year periods. The Trustees considered Auer's explanation for the Fund's underperformance, noting in particular that, due to Auer's quantitative approach, under current market conditions the investable stocks for the Fund have been limited primarily to micro-cap stocks, which have performed poorly over recent periods. The Trustees further noted that Auer's style is a momentum style with securities largely outside of the popular indexes in a marketplace that has been index dominated and has had no significant earnings momentum moves in a weak economic environment. The earnings momentum model that Auer uses is highly dependent on strong economic trends, which are sorely lacking in the current recovery. The Trustees expressed concern about the poor performance, but acknowledged that market conditions were unusual and that the Fund's relative performance may rebound as Auer believes, if and when the markets "normalize."
- (iii) Fee Rate and Profitability. The Trustees noted that the Fund's gross management fee is higher than its peer group average and median, as are its total net expenses. The Trustees considered Auer's representation that the higher management fee is appropriate given the extensive work

ADVISER RENEWAL AGREEMENT (Unaudited) – (continued)

done by Auer in manually reviewing and evaluating earnings reports as part of its investment process. The Trustees also considered the profitability analysis prepared by Auer for its management of the Fund, which showed that Auer is earning a profit from managing the Fund. The Trustees noted that the Adviser does not enter into soft dollar transactions. The Trustees considered Auer's representation that the Fund is its only client and it does not manage any other client accounts. The Trustees concluded that the Fund's current management fee represents reasonable compensation in light of the nature and quality of Auer's services to the Fund and the costs incurred by Auer in providing services to the Fund.

- (iv) Economies of Scale. In determining the reasonableness of the management fee, the Trustees also considered the extent to which Auer will realize economies of scale as the Fund grows larger. The Trustees determined that it does not appear that Auer is realizing benefits from economies of scale in managing the Fund's assets to such an extent that the management fee for the Fund should be reduced or that breakpoints in the management fee should be implemented at this time.

PRIVACY POLICY

The following is a description of the Fund's policies regarding disclosure of nonpublic personal information that you provide to the Fund or that the Fund collects from other sources. In the event that you hold shares of the Fund through a broker-dealer or other financial intermediary, the privacy policy of your financial intermediary would govern how your nonpublic personal information would be shared with nonaffiliated third parties.

Categories of Information the Fund Collects. The Fund collects the following nonpublic personal information about you:

- Information the Fund receives from you on applications or other forms, correspondence, or conversations (such as your name, address, phone number, social security number, and date of birth); and
- Information about your transactions with the Fund, its affiliates, or others (such as your account number and balance, payment history, cost basis information, and other financial information).

Categories of Information the Fund Discloses. The Fund does not disclose any nonpublic personal information about its current or former shareholders to unaffiliated third parties, except as required or permitted by law. The Fund is permitted by law to disclose all of the information it collects, as described above, to service providers (such as the Fund's custodian, administrator, transfer agent, accountant and legal counsel) to process your transactions and otherwise provide services to you.

Confidentiality and Security. The Fund restricts access to your nonpublic personal information to those persons who require such information to provide products or services to you. The Fund maintains physical, electronic, and procedural safeguards that comply with federal standards to guard your nonpublic personal information.

Disposal of Information. The Fund, through its transfer agent, has taken steps to reasonably ensure that the privacy of your nonpublic personal information is maintained at all times, including in connection with the disposal of information that is no longer required to be maintained by the Fund. Such steps shall include, whenever possible, shredding paper documents and records prior to disposal, requiring off-site storage vendors to shred documents maintained in such locations prior to disposal, and erasing and/or obliterating any data contained on electronic media in such a manner that the information can no longer be read or reconstructed.

OTHER INFORMATION

The Fund's Statement of Additional Information ("SAI") includes additional information about the trustees and is available without charge, upon request. You may call toll-free at (888) 711-2837 to request a copy of the SAI or to make shareholder inquiries.

PROXY VOTING

A description of the policies and procedures that the Fund uses to determine how to vote proxies relating to portfolio securities and information regarding how the Fund voted those proxies during the most recent twelve month period ended June 30th is available without charge upon request by (1) calling the Fund at (888) 711-2837 and (2) from Fund documents filed with the Securities and Exchange Commission ("SEC") on the SEC's website at www.sec.gov.

TRUSTEES

Stephen A. Little
Daniel J. Condon
Kenneth G.Y. Grant, Chairman
Gary E. Hippenstiel
Nancy V. Kelly
Ronald C. Tritschler

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ADMINISTRATOR, TRANSFER AGENT

AND FUND ACCOUNTANT
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This report is intended only for the information of shareholders or those who have received the Fund's prospectus which contains information about the Fund's management fee and expenses. Please read the prospectus carefully before investing.

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