

**Form 603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To Company Name/Scheme 360 Capital Total Return Fund (**TOT**) (comprising 360 Capital Total Return Active Fund and 360 Capital Total Return Passive Fund)

ACN/ARSN ARSN 602 303 613 and ARSN 602 304 432

**1. Details of substantial holder (1)**

Name MOELIS AUSTRALIA LIMITED (**MAL**) and the entities listed in Annexure A

ACN/ARSN (if applicable) 142 008 428

The holder became a substantial holder on 2/11/2017

**2. Details of voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary fully paid stapled securities ( <b>Ordinary</b> )	5,000,000	5,000,000	7.58%

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Moelis Australia Visa Fund Manager Pty Ltd ACN 142 008 482 ( <b>MAVFM</b> )	Relevant interest pursuant to section 608(1) as investment manager of Moelis Australia SIV Public Investment Fund ( <b>PIF</b> ) due to the power to exercise, or control the exercise of, a right to vote attached to the securities and the power to dispose of, or control the exercise of a power to dispose of the securities	5,000,000 Ordinary
Moelis Australia Asset Management Ltd ACN 142 008 535 ( <b>MAAM</b> )	Relevant interest pursuant to section 608(1) as trustee of PIF due to the power to exercise, or control the exercise of, a right to vote attached to the securities and the power to dispose of, or control the exercise of a power to dispose of the securities	5,000,000 Ordinary
MAL and the entities listed in Annexure A	Relevant interest pursuant to section 608(3) due to holding voting power of above 20% in MAAM	5,000,000 Ordinary

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
MAVFM	Pershing Australia Nominees Pty Ltd ACN 137 911 730 ( <b>PAN</b> )	MAAM	5,000,000 Ordinary
MAAM	PAN	MAAM	5,000,000 Ordinary
MAL	PAN	MAAM	5,000,000 Ordinary

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Refer to Annexure B				

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:


Name and ACN/ARSN (if applicable)	Nature of association
MAVFM	Wholly owned subsidiary of a wholly owned subsidiary
MAAM	Wholly owned subsidiary

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Refer to Annexure A	

Signature

print name	Peter Dixon	capacity	Company Secretary
sign here		date	06/11/2017

## ANNEXURE A TO FORM 603 NOTICE OF INITIAL SUBSTANTIAL HOLDER

*This is annexure A of one page referred to in Form 603 Notice of initial substantial holder dated 6 November 2017*



Peter Dixon, Company Secretary

Name	Address
Moelis Australia Limited ACN 142 008 428	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
ACN 167 316 109 Pty Ltd ACN 167 316 109	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Armada Funds Management Pty Ltd ACN 124 754 847	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Global Wealth Aged Care Pty Ltd ACN 610 989 994	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Global Wealth Partners Fund Pty Limited ACN 600 190 690	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Global Wealth Residential Pty Ltd ACN 607 039 216	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAAM GP Pty Ltd ACN 164 411 607	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAAM Holdings Pty Ltd ACN 621 215 450	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MACDF TT Pty Ltd ACN 169 652 742	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAHPT Pty Ltd ACN 619 297 657	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MARAM TT Pty Ltd ACN 619 024 949	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Advisory Pty Ltd ACN 142 008 446	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Asset Management Ltd ACN 142 008 535	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Finance Pty Ltd ACN 621 554 845	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Funds Management Pty Ltd ACN 621 552 896	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Hotel Management Pty Ltd ACN 619 297 228	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Operations Pty Ltd ACN 138 030 289	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Partners Holdings Pty Ltd ACN 622 353 191	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Partners Pty Ltd ACN 622 354 152	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Retail Asset Management Ltd ACN 610 990 004	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Securities Pty Ltd ACN 122 781 560	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Share Plan Pty Ltd ACN 610 383 590	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Visa Fund Manager Pty Ltd ACN 142 008 482	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Mendoza Limited ACN 135 855 186	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Rockford Capital Pty Ltd ACN 116 067 497	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Western Funds Management Pty Ltd ACN 169 019 765	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000

## ANNEXURE B TO FORM 603 NOTICE OF INITIAL SUBSTANTIAL HOLDER

*This is annexure B of one page referred to in Form 603 Notice of initial substantial holder dated 6 November 2017*



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Peter Dixon, Company Secretary

Holder of Relevant Interest	Date of acquisition / disposal	Consideration	Number of Securities	Class of Securities
MAVFM, MAAM and MAL	08-Jan-16	\$172,500.00	150,000	Ordinary
MAVFM, MAAM and MAL	22-Apr-16	\$285,000.00	250,000	Ordinary
MAVFM, MAAM and MAL	11-Jul-16	\$440,800.00	380,000	Ordinary
MAVFM, MAAM and MAL	25-Jul-16	\$236,000.00	200,000	Ordinary
MAVFM, MAAM and MAL	27-Jul-16	\$315,900.00	270,000	Ordinary
MAVFM, MAAM and MAL	28-Jul-16	\$327,600.00	280,000	Ordinary
MAVFM, MAAM and MAL	19-Apr-17	\$1,759,500.00	1,530,000	Ordinary
MAVFM, MAAM and MAL	14-Jul-17	(\$188,800.00)	(160,000)	Ordinary
MAVFM, MAAM and MAL	17-Jul-17	(\$177,750.00)	(150,000)	Ordinary
MAVFM, MAAM and MAL	02-Nov-17	\$2,722,500.00	2,250,000	Ordinary