

Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme 360 Capital REIT (TOT)

ACN/ARSN 360 Capital Active REIT ARSN 602 303 613 and 360 Capital Passive REIT ARSN 602 304 432

1. Details of substantial holder

Name BRICKWORKS LIMITED and its subsidiaries

ACN/ARSN (if applicable) 000 028 526

The holder ceased to be a substantial holder on 25 / 08 / 2023

The previous notice was given to the company on 06 / 01 / 2020

The previous notice was dated 06 / 01 / 2020

The substantial holder's relevant interests in the Company's securities arise solely due to its deemed relevant interest in those securities arising due to the substantial holder's voting power in Washington H. Soul Pattinson and Company Limited ("WHSP") (See Note 1).

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

As set out in WHSP's Notice of ceasing to be substantial holder dated 29 August 2023 and attached as Annexure A. Brickworks Limited's relevant interest arises due to its 26.14% shareholding in WHSP (See Note 1).

3. Changes in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N / A	

4. Addresses

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

Name	Address
Brickworks Limited	738-780 Wallgrove Rd Horsley Park NSW 2175
WHSP	Level 14, 151 Clarence Street, Sydney NSW 2000

Signature

print name Susan Leppinus Capacity: Company Secretary

sign here  Date: 29 August 2023

NOTE 1: The relevant interest that Brickworks Limited (**Brickworks**) held in 360 Capital REIT (**Company**) arose by virtue of the operation of the provisions of section 608(3)(a) of the Corporations Act. That section provides that a person will be deemed to hold a relevant interest in any securities that a body corporate has a relevant interest in where the person's voting power in that body corporate is above 20%. Brickworks has voting power in Washington H. Soul Pattinson & Company Limited (**WHSP**) of 26.14%. As such, Brickworks is deemed to have a relevant interest in securities of the Company that WHSP has a relevant interest in. Brickworks has had voting power in WHSP above 20% since 1972. For further details of the relevant interest of WHSP in the Company see the Notices of Substantial Shareholder lodged by WHSP.

Annexure A

Form 605 Notice of ceasing to be a substantial holder by WHSP

This is Annexure A, page 1 of 5 pages referred to in Form 605 Notice of ceasing to be a substantial holder by Brickworks Limited.

Name: Susan Leppinus

Capacity: Company Secretary

Signature: 

Date: 29 August 2023

Form 605
Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme 360 Capital REIT (ASX: TOT)

ACN/ARSN 360 Capital Active REIT ARSN 602 303 613 and 360 Capital Passive REIT ARSN 602 304 432

1. Details of substantial holder (1)

Name WASHINGTON H. SOUL PATTINSON AND COMPANY LIMITED (WHSP)

ACN/ARSN (if applicable) ACN 000 002 728

The holder ceased to be a substantial holder on

25/08/2023

The previous notice was given to the company on

06/01/2020

The previous notice was dated

06/01/2020

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
		See annexure			

See Annexure A for a summary of the change

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

4. Addresses

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

Name	Address
WHSP	Level 14, 151 Clarence Street, Sydney, NSW 2000

Signature

print name David Grbin capacity Company Secretary

sign here  date 29/08/2023

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (5) Details of the consideration must include any and all benefits, moneys and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Annexure A

Form 605 Notice of ceasing to be a substantial holder by Washington H. Soul Pattinson Limited

This is Annexure A of 1 page referred to in Form 605 – Notice of ceasing to be a substantial holder by WHSP.

Name: David Grbin

Capacity: Company Secretary

Signature: 

Date: 29/08/2023

Annexure A

WHSP Transactions

Date Purchased or sold	Transaction Details	Number	Price	Total Cost (\$)
20-Dec-19	Total shares as at last substantial notice	8,984,749		
01-Aug-23	On Market Sale	(30,000.00)	0.66	(19,800.00)
01-Aug-23	On Market Sale	(58,229.00)	0.665000086	(38,722.29)
02-Aug-23	On Market Sale	(48,411.00)	0.66	(31,951.26)
03-Aug-23	On Market Sale	(6,220.00)	0.66	(4,105.20)
08-Aug-23	On Market Sale	(77,478.00)	0.645	(49,973.31)
09-Aug-23	On Market Sale	(22,522.00)	0.645	(14,526.69)
14-Aug-23	On Market Sale	(23,101.00)	0.63	(14,553.63)
15-Aug-23	On Market Sale	(13,208.00)	0.63	(8,321.04)
16-Aug-23	On Market Sale	(76,104.00)	0.62	(47,184.48)
18-Aug-23	On Market Sale	(28,828.00)	0.597407729	(17,222.07)
22-Aug-23	On Market Sale	(796.00)	0.595	(473.62)
23-Aug-23	On Market Sale	(100,704.00)	0.595	(59,918.88)
24-Aug-23	On Market Sale	(2,525.00)	0.595005941	(1,502.39)
25-Aug-23	On Market Sale	(4,333,333.00)	0.595000001	(2,578,333.14)
25-Aug-23	On Market Sale	(173,874.00)	0.596615135	(103,735.86)
	Total	3,989,416.00		

Holder of relevant interest	Previous Notice		Current Notice	
	Person's Votes	Voting Power	Person's Votes	Voting Power (%)
WHSP	8,984,749 Ordinary Fully Paid Shares	6.26%	3,989,416.00 Ordinary Fully Paid Shares	2.76%
Total	8,984,749	6.26%	3,989,416.00	2.76%

* % Voting power in the present notice is based on 144,436,537 MSV ordinary shares on issue.