



## ASX Release

14 February 2024

### 360 Capital REIT (ASX: TOT)

#### Notice under Paragraph 1012DAA(2)(f) of the Corporations Act 2001 (Cth)

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This notice is given by 360 Capital FM Limited (ACN 090 664 396) AFSL 221474 (**Responsible Entity**) as the responsible entity of 360 Capital REIT, the stapled entity comprising 360 Capital Active REIT ARSN 602 303 613 and 360 Capital Passive REIT ARSN 602 304 432 (**Fund**) under paragraph 1012DAA(2)(f) of the *Corporations Act 2001* (Cth) (Corporations Act), as modified by *ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84*.

On 14 February 2024, the Responsible Entity announced a non-renounceable pro-rata entitlement offer of 0.8 new securities in the Fund (**New Securities**) for every 1 security held as at AEDT 7:00pm on Monday, 19 February 2024 by Eligible Securityholders in the Fund to raise up to \$46.8 million (together, the **Entitlement Offer**).

Personalised entitlement and acceptance forms will be sent to Eligible Securityholders on Thursday, 22 February 2024.

The Responsible Entity advises that:

- (a) the New Securities will be offered for issue without disclosure under Part 7.9 of the Corporations Act and without a product disclosure statement for the New Securities being prepared;
- (b) this notice is being given under paragraph 1012DAA(2)(f) of the Corporations Act, as modified by *ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84*;
- (c) as a disclosing entity the Fund is subject to regular reporting and disclosure obligations;
- (d) as at the date of this notice, the Responsible Entity has complied with:
  - i. the provisions of Chapter 2M of the Corporations Act as they apply to the Fund; and
  - ii. section 674 of the Corporations Act as it applies to the Fund;
- (e) as at the date of this notice, there is no excluded information of the type referred to in subsections 1012DAA(8) and 1012DAA(9) of the Corporations Act; and
- (f) the potential effect that the issue of the New Securities will have on the control of the Fund, and the consequences of that effect, will depend on a number of factors, including investor demand under the Entitlement Offer and the amount of any Entitlement Offer shortfall. For example:
  - if all of the Fund's existing securityholders take up their entitlements under the Entitlement Offer in full (or in the same proportion), the Entitlement Offer will have no effect on the control of the Fund (as the Entitlement Offer is structured as a pro-rata issue);



- if a securityholder takes up its Entitlement in full (or takes up a higher proportion than the average proportion taken up by other securityholders), its ownership percentage in the Fund will be increased (because the Entitlement Offer is not-underwritten and assuming some securityholders do not participate in full or at all); and
- if a securityholder does not take up its Entitlement (or takes up a lower proportion than the average proportion taken up by other securityholders), its ownership percentage in the Fund will be diluted. This will be the case for securityholders who are not Eligible Securityholders.

The majority securityholder, 360 Capital Group hold 43,156,825 Securities being 29.5% of the total Securities on issue. In addition, entities associated with Tony Pitt hold 1,251,888 Securities being 0.9% of the total Securities on issue. 360 Capital Group and entities associated with Tony Pitt have indicated that they will take up their respective Entitlement in full.

As the Entitlement Offer is not underwritten, if no other Securityholders take up any Entitlements in the Offer, 360 Capital Group Limited's securityholding in the Fund would increase to 42.7% and Tony Pitts associated entities securityholding would increase to 1.2%. Their respective securityholding in the Fund at various levels of take-up under the Entitlement Offer are further illustrated in the table below.

Participation level	Nil outside 360 and its associates	35%	60%	100%
360 Capital Group ownership	42.7%	41.5%	35.9%	29.5%
Tony Pitt associated entities	1.2%	1.2%	1.0%	0.9%
<b>Combined ownership</b>	<b>44.0%</b>	<b>42.7%</b>	<b>36.9%</b>	<b>30.4%</b>

All capitalised terms used in this notice not otherwise defined have the meaning given to them in the ASX Announcement released earlier today (Wednesday, 14 February 2024) regarding the launch of the Entitlement Offer.

Authorised for release by, Board of the Responsible Entity.

More information on the Fund can be found on the ASX's website at [www.asx.com.au](http://www.asx.com.au) using the Group's ASX code "TOT", on the Responsible Entity's website [www.360capital.com.au](http://www.360capital.com.au), by calling the 360 Capital Information Line on 1300 082 130 or by emailing [investor.relations@360capital.com.au](mailto:investor.relations@360capital.com.au).

Alternatively, please contact either:

**Tony Pitt**

Executive Chairman  
360 Capital FM Limited  
+61 2 8405 8860

**James Storey**

Chief Executive Officer  
360 Capital FM Limited  
+61 2 8405 8860

**Glenn Butterworth**

Chief Financial Officer  
360 Capital FM Limited  
+61 2 8405 8860

**About 360 Capital REIT (ASX: TOT)**

The Fund has a demonstrated track record of consistent quarterly distributions, through a selective and disciplined investment philosophy, combined with access to real estate investment opportunities available to the Fund through the 360 Capital Group, the manager of the Fund.