

Form 605

Corporations Act 2001

Section 671B

Notice of ceasing to be a substantial holderTo Company Name/Scheme **360 CAPITAL TOTAL RETURN FUND (TOT)**ACN/ARSN **ARSN 602 304 432****1. Details of substantial holder (1)**

Name **Aurora Funds Management Limited ACN 092 626 885 (AFML) as responsible entity for Aurora Property Buy-Write Income Trust (AUP) (ARSN 602 304 432)**
and
Seventh Orion Pty Ltd as trustee of the Aurora Investments Unit Trust (Seventh Orion) (ACN 613 173 238)

ACN/ARSN (if applicable) **N/A**The holder ceased to be a substantial holder on **12/12/2017**The previous notice was given to the company on **10/05/2017**The previous notice was dated **10/05/2017****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 company or 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
19/10/2017 and 9/11/2017	AFML as responsible entity of AUP	purchase of ordinary fully paid shares	refer Annexure "A"	70,728 ordinary shares	70,728
8/11/2017 to 12/12/2017	AFML as responsible entity of AUP	sale of ordinary fully paid shares	refer Annexure "A"	5,622,199 ordinary shares	5,622,199

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 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
AFML & AUP	Suite 613, 370 St Kilda Road, Melbourne Vic 3004
Seventh Orion	Suite 613, 370 St Kilda Road, Melbourne Vic 3004

Signature
print name **John Patton**capacity **Director**

sign here


date **13/12/2017****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 contract, scheme or arrangement; and
 - (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, money 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.
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Annexure A

This is page 1 of 1 Annexure A referred to in Form 605 Notice of ceasing to be a substantial holder, signed by me and dated 13 December 2017.



John Patton
Director

Holder of relevant interest	Date of purchase	Consideration cash per security	Consideration non-cash per security	Number of securities affected
AFML as responsible entity for AUP	19/10/2017	\$1.173	N/A	42,000
	9/11/2017	\$1.175	N/A	28,728

Holder of relevant interest	Date of sale	Consideration cash per security	Consideration non-cash per security	Number of securities affected
AFML as responsible entity for AUP	8/11/2017	\$1.190	N/A	-42,000
	10/11/2017	\$1.195	N/A	-3,200
	14/11/2017	\$1.195	N/A	-21,800
	23/11/2017	\$1.185	N/A	-3,728
	29/11/2017	\$1.170	N/A	-185,000
	5/12/2017	\$1.155	N/A	-16,700
	6/12/2017	\$1.175	N/A	-71,200
	8/12/2017	\$1.1805	N/A	-142,051
	12/12/2017	\$1.181	N/A	-5,136,520