

360 Capital



# **360 CAPITAL INVESTMENT TRUST**

## **Financial Report For the year ended 30 June 2024**

Comprising 360 Capital Investment Trust ARSN 104 552 598 and its controlled entities.

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**360 Capital Investment Trust**  
**Directors' report**  
**For the year ended 30 June 2024**

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The Directors of 360 Capital FM Limited (ABN 15 090 664 396) (AFSL 221474), the Responsible Entity of 360 Capital Investment Trust (ARSN 104 552 598) (Trust) present their report, together with the financial report of 360 Capital Investment Trust and its controlled entities (consolidated entity) for the year ended 30 June 2024.

The consolidated entity forms part of the stapled entity, 360 Capital Group (Stapled Group or Group) (ASX:TGP) comprising 360 Capital Group Limited (Company) and its controlled entities and 360 Capital Investment Trust and its controlled entities.

**Directors**

The following persons were Directors of 360 Capital FM Limited during the year and up to the date of this report unless otherwise stated:

Tony Robert Pitt (Executive Chairman)  
David van Aanholt (Deputy Chairman)  
Andrew Graeme Moffat  
Anthony Gregory McGrath

**Principal activities**

360 Capital Group is an Australian Securities Exchange (ASX) listed, investment and funds management group, focused on strategic and active investment management of real estate assets. Led by a highly experienced team, the Group operates in Australian investing across real estate equity and credit opportunities.

**Operating and financial review**

The key financial highlights for the year ended 30 June 2024 include:

- Statutory net profit attributable to unitholders of \$6.1 million, up 135.5% (June 2023: loss \$17.2 million)
- Operating profit<sup>1</sup> of \$3.5 million, down 49.3% (June 2023: \$6.9 million)
- Statutory profit per unit of 2.8cpu, up 136.4% (June 2023: loss 7.7cpu)
- Distributions per unit of 1.50cpu, down 64.7% (June 2023: 4.25cpu)
- NAV per unit of \$0.66, up 3.1% (June 2023: \$0.64)

The key operating achievements for the year ended 30 June 2024 include:

- Disposed 14.8% holdings in Hotel Property Investments (ASX:HPI) for \$96.9 million.
- The trust invested \$11.6 million to acquire 360 Capital REIT (ASX:TOT) securities via on-market purchase, Distribution Reinvestment Plan ("DRP") and TOT entitlement offer during the year, increasing its ownership to 39.1%.
- The consolidated entity increased its co-investment in 360 Capital Mortgage REIT (ASX:TCF) during the year, investing \$0.7 million to increase its ownership to 19.6%.

1. Operating profit is a financial measure which is not prescribed by Australian Accounting Standards (AAS) and represents the profit under AAS adjusted for non-operating items. The Responsible Entity considers operating profit to reflect the core earnings of the Trust and it is used as a guide to assess the Trust's ability to pay distributions to unitholders. The operating profit information above has not been subject to any specific audit procedures by the Trust's auditor but has been extracted from Note 1: Segment reporting

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**Directors' report**  
**For the year ended 30 June 2024**

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**Risks**

The key risk areas that could impact the Group's ability to achieve its strategic objectives and impact its prospects for future years include regulatory, operational and market risks. The Group is subject to regulatory and licencing conditions including in relation to its funds management activities, any breach of these conditions could result in additional costs and restrictions imposed by regulators and could significantly impact the Group's ability to operate its funds and service its investors. The Group has always maintained a strict regulatory compliance framework and continually monitors its licence and regulatory compliance.

Given the current inflationary pressures and impact of rising interest rates throughout the economy the Group expects that sections of the commercial Australian real estate markets will continue to deteriorate. Whilst the extent of this deterioration is yet to be determined, the Group and its various investment vehicles are well positioned with strong balance sheets underpinned by high quality assets and investments.

**Summary and Outlook**

The Group expects markets to continue to deteriorate further in 2024 as the full effect of interest rate rises, coupled with the slowing economy, continues to impact the Australian commercial real estate markets and the general economy.

The Group is considered subscale however is in a strong financial position and will be taking a patient and long-term investment view continuing to monitor the market for opportunities which will improve the performance of the Group and create long term value for Securityholders.

**Distributions**

Distributions declared by 360 Capital Investment Trust during the year were as follows:

<b>Distribution period</b>	<b>Date of payment</b>	<b>Cents per unit</b>	<b>30 June 2024 \$'000</b>	<b>30 June 2023 \$'000</b>
June 2024 half year distribution	26 July 2024	1.50	3,433	-
<b>Total distributions for the year ended 30 June 2024</b>		<b>1.50</b>	<b>3,433</b>	-
December 2022 half year distribution	25 January 2023	2.25	-	5,461
June 2023 half year distribution	27 July 2023	2.00	-	4,854
Total distributions for the year ended 30 June 2023		4.25	-	10,315

**Significant changes in state of affairs**

In the opinion of the Directors, there were no significant changes in the state of affairs of the consolidated entity that occurred during the year under review other than those listed above or elsewhere in the Directors' report.

**Likely developments and expected results of operations**

The Group will continue to focus on implementing its simplified strategy focused on managing and investing in real estate assets. The Group will look to navigate the current challenging Australian real estate market conditions using the Group's management experience and track record across real estate investing.

**360 Capital Investment Trust**  
**Directors' report**  
**For the year ended 30 June 2024**

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**Events subsequent to balance date**

On 12 July 2024, the Group has underwritten within the 360 Capital Private Credit Fund a new \$26.2 million residual stock loan facility, initially drawn to a 70.0% LVR and secured by a registered first mortgage over 35 completed houses. The loan facility is cross-collateralised with other residual stock facilities provided to the borrower group. The loan is subject to a margin of 6.6% + BBSW and an interest rate floor of 11.0%. The loan is serviced, with interest paid monthly in advance for a term of 12 months and is expected to be repaid through the proceeds from sales. At the date of this report, the balance of the investment held by the Group has been reduced to \$16.0 million through loan repayments and the sell down of the Group's interest.

On 26 July 2024, the Group also participated the DRP for TOT's June 2024 quarter distribution and increased its holdings in TOT to 39.5%.

No other circumstances have arisen since the end of the year which have significantly affected or may significantly affect the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in future financial years.

**Environmental Regulation**

The Group's management, with oversights from the ESG Committee and Board, oversee the policies, procedures and systems that have been implemented to ensure adequacy of the Group's environmental risk management practices. The Group believes that adequate systems are in place for the management of the Group's environmental responsibilities and compliance with its various license requirements and regulations and is not aware of any breaches of these requirements.

**Distribution Reinvestment Plan**

The Group has a Distribution Reinvestment Plan ("DRP") but was not active during the year.

In the prior year, DRP was active for the special dividend paid by the Company on 7 October 2022. The Group issued 11,721,500 stapled securities at a price of \$0.78 per security in October 2022 representing \$0.66 per Trust unit and the Trust raised \$7.7 million relating to this special dividend. Securities were issued at a 1.5% discount to the Group's 10 day weighted average daily trading price as per the Group's DRP policy.

**Number of units on issue**

As at 30 June 2024, the number of stapled securities on issue was 228,837,228 (June 2023: 242,719,051).

**New units issued**

There were no securities issued during the year. During the prior year, there were 11,721,500 securities issued under the DRP at a price of \$0.78 per security representing \$0.66 per Trust unit, and 12,000,000 securities issued under the Group's Executive Incentive Plan ("EIP") at price of \$0.82, representing \$0.69 per Trust unit. The Group also bought on market 6,000,000 securities to issue under the EIP at an average price of \$0.82, representing \$0.69 per Trust unit.

**360 Capital Investment Trust**  
**Directors' report**  
**For the year ended 30 June 2024**

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**Buy back arrangement**

The Group is not under any obligation to buy back, purchase or redeem securities from securityholders. During the year, the Group bought back a total of 13,831,328 securities on market at an average price of \$0.56, representing \$0.47 per Trust unit and equity \$6.51 million. In January 2024, the Group also bought back and cancelled 50,495 securities of the unmarketable parcels of securities at \$0.53 per security representing \$0.45 per Trust unit and equity \$0.02 million.

**Options and Rights**

During the year no options were issued (June 2023: 18,000,000). As at 30 June 2024, there were 18,000,000 options outstanding (June 2023: 18,000,000). During the year performance rights totalling 1,168,600 were cancelled relating to employees who had ceased employment with the Group and the minimum performance hurdle on these Performance Rights was not met (June 2023: 1,791,300). As at 30 June 2024, there were 1,150,500 performance rights outstanding (June 2023: 2,319,100). During the year and prior year no equity rights were issued or cancelled. As at 30 June 2024, there were 1,200,768 equity rights outstanding (June 2023: 1,200,768).

For options held by directors and executives of the Group refer to the Note 21 to the financial statements.

**Fees paid to and interests held in the Trust by the responsible entity or its associates**

Fees paid to the responsible entity and its associates out of Trust property during the year are disclosed in Note 21 to the financial statements. The number of interests held in the Trust by the responsible entity, its associates, or directors is detailed in Note 21 to the financial statements.

**Indemnification and insurance of Officers and Directors**

During or since the end of the financial year, the Responsible Entity has paid insurance premiums to insure each of the aforementioned Directors as well as Officers of the Responsible Entity of the consolidated entity against liabilities for costs and expenses incurred by them in defending any legal proceedings arising out of their conduct while acting in their capacity as Officers of the Responsible Entity, other than conduct involving a wilful breach of duty in relation to the Responsible Entity. Insurance premiums are paid out of 360 Capital Limited and not out of the assets of the consolidated entity.

The Responsible Entity has not otherwise, during or since the end of the financial year indemnified or agreed to indemnify an Officer of the Responsible Entity.

**Indemnification of auditors**

To the extent permitted by law, the Responsible Entity has agreed to indemnify its auditors, Ernst & Young, as part of the terms of its audit engagement agreement against claims by third parties arising from the audit (for an unspecified amount). No payment has been made to indemnify Ernst & Young during or since the financial year.

**Non-audit services**

Disclosed in Note 19 were the non-audit services provided by the consolidated entity's auditors. The Directors are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The nature and scope of each type of non-audit service provided means that auditor independence was not compromised.

**360 Capital Investment Trust**  
**Directors' report**  
**For the year ended 30 June 2024**

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**Auditor's independence declaration**

The auditor's independence declaration required under Section 307C of the Corporations Act 2001 is set out on page 6 and forms part of the Directors' report for the year ended 30 June 2024.

**Rounding of amounts**

The Trust is an entity of the kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 issued by the Australian Securities and Investments Commission (ASIC). In accordance with that Instrument, amounts in the annual financial report and Directors' report have been rounded to the nearest thousand dollars, unless otherwise stated.

This report is made in accordance with a resolution of the Directors.



**Tony Robert Pitt**  
Executive Chairman



**David van Aanholt**  
Deputy Chairman

Sydney  
23 August 2024



**Building a better  
working world**

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## **Auditor's Independence Declaration to the Directors of 360 Capital FM Limited as Responsible Entity for 360 Capital Investment Trust**

As lead auditor for the audit of the financial report of 360 Capital Investment Trust for the financial year ended 30 June 2024, I declare to the best of my knowledge and belief, there have been:

- a. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit;
- b. No contraventions of any applicable code of professional conduct in relation to the audit; and
- c. No non-audit services provided that contravene any applicable code of professional conduct in relation to the audit.

This declaration is in respect of 360 Capital Investment Trust and the entities it controlled during the financial year.

Ernst & Young

St Elmo Wilken  
Partner  
23 August 2024

**360 Capital Investment Trust**  
**Consolidated statement of profit or loss and other comprehensive income**  
**For the year ended 30 June 2024**

		<b>30 June</b>	<b>30 June</b>
		<b>2024</b>	<b>2023</b>
	<b>Note</b>	<b>\$'000</b>	<b>\$'000</b>
<b>Revenue from continuing operations</b>			
Distributions from investments	3	3,147	5,627
Finance revenue	3	1,177	2,495
<b>Total revenue from continuing operations</b>		<b>4,324</b>	<b>8,122</b>
<b>Other income</b>			
Net gain on fair value of financial assets	5	6,275	-
<b>Total other income</b>		<b>6,275</b>	<b>-</b>
<b>Total revenue and other income from continuing operations</b>		<b>10,599</b>	<b>8,122</b>
Administration expenses		829	870
Transaction costs		25	170
Net loss on fair value of financial assets	5	-	12,325
Net loss on disposal of financial assets	5	-	328
Share of equity accounted losses	6	3,636	11,619
<b>Profit/(loss) for the year</b>		<b>6,109</b>	<b>(17,190)</b>
<b>Other comprehensive income that may be reclassified to profit or loss</b>			
Other comprehensive income		-	-
<b>Total comprehensive income for the year</b>		<b>6,109</b>	<b>(17,190)</b>
<b>Total comprehensive income attributable to:</b>			
Profit/(loss) attributable to unitholders		6,109	(17,190)
<b>Total comprehensive income for the year</b>		<b>6,109</b>	<b>(17,190)</b>
<b>Earnings per unit for profit attributable to unitholders of the consolidated entity</b>			
		<b>Cents</b>	<b>Cents</b>
Basic earnings per unit	20	<b>2.8</b>	<b>(7.7)</b>
Diluted earnings per unit	20	<b>2.6</b>	<b>(7.7)</b>

The above consolidated statement of profit or loss and other comprehensive income should be read with the accompanying notes.

**360 Capital Investment Trust**  
**Consolidated statement of financial position**  
**As at 30 June 2024**

		<b>30 June</b>	<b>30 June</b>
		<b>2024</b>	<b>2023</b>
	<b>Note</b>	<b>\$'000</b>	<b>\$'000</b>
<b>Current assets</b>			
Cash and cash equivalents	10	49,921	25,239
Receivables	4	81	2,772
Financial assets at fair value through profit or loss	5	700	90,846
Receivables from related entities	21	59,863	5,853
<b>Total current assets</b>		<b>110,565</b>	<b>124,710</b>
<b>Non-current assets</b>			
Financial assets at fair value through profit or loss	5	4,423	3,527
Investments equity accounted	6	27,700	19,727
<b>Total non-current assets</b>		<b>32,123</b>	<b>23,254</b>
<b>Total assets</b>		<b>142,688</b>	<b>147,964</b>
<b>Current liabilities</b>			
Trade and other payables	7	67	54
Distribution payable	8	3,433	4,854
<b>Total current liabilities</b>		<b>3,500</b>	<b>4,908</b>
<b>Total liabilities</b>		<b>3,500</b>	<b>4,908</b>
<b>Net assets</b>		<b>139,188</b>	<b>143,056</b>
<b>Equity</b>			
Issued capital	9	192,401	198,945
Accumulated losses		(53,213)	(55,889)
<b>Total equity</b>		<b>139,188</b>	<b>143,056</b>

The above consolidated statement of financial position should be read with the accompanying notes.

**360 Capital Investment Trust**  
**Consolidated statement of changes in equity**  
**For the year ended 30 June 2024**

	Note	Attributable to unitholders		Total equity attributable to unitholders \$'000
		Issued capital \$'000	Accumulated losses \$'000	
<b>Balance at 1 July 2023</b>		198,945	(55,889)	143,056
Profit for the year		-	6,109	6,109
Comprehensive income for the year		-	-	-
Total comprehensive income for the year		-	6,109	6,109
<b>Transactions with Unitholders in their capacity as unitholders</b>				
Issued units - DRP		-	-	-
Units bought back on-market and cancelled	9	(6,532)	-	(6,532)
Equity raising transaction costs	9	(12)	-	(12)
Distributions	2	-	(3,433)	(3,433)
		(6,544)	(3,433)	(9,977)
<b>Balance at 30 June 2024</b>		<b>192,401</b>	<b>(53,213)</b>	<b>139,188</b>

	Note	Attributable to unitholders		Total equity attributable to unitholders \$'000
		Issued capital \$'000	Accumulated losses \$'000	
<b>Balance at 1 July 2022</b>		195,395	(28,384)	167,011
Loss for the year		-	(17,190)	(17,190)
Comprehensive income for the year		-	-	-
Total comprehensive income for the year		-	(17,190)	(17,190)
<b>Transactions with Unitholders in their capacity as unitholders</b>				
Issued units - DRP	9	7,737	-	7,737
Units bought on market to issue under EIP	9	(4,157)	-	(4,157)
Equity raising transaction costs	9	(30)	-	(30)
Distributions	2	-	(10,315)	(10,315)
		3,550	(10,315)	(6,765)
<b>Balance at 30 June 2023</b>		<b>198,945</b>	<b>(55,889)</b>	<b>143,056</b>

The above consolidated statement of changes in equity should be read with the accompanying notes.

**360 Capital Investment Trust**  
**Consolidated statement of cash flows**  
**For the year ended 30 June 2024**

		<b>30 June</b>	<b>30 June</b>
		<b>2024</b>	<b>2023</b>
	<b>Note</b>	<b>\$'000</b>	<b>\$'000</b>
<b>Cash flows from operating activities</b>			
Cash payments to suppliers (including GST)		(810)	(897)
Distributions received		5,832	2,904
Finance revenue		1,177	2,495
<b>Net cash inflows from operating activities</b>	<b>10</b>	<b>6,199</b>	<b>4,502</b>
<b>Cash flows from investing activities</b>			
Payments for equity accounted investments	6	(10,802)	(1,597)
Payments for financial assets		(5,100)	(106,596)
Proceeds from disposal of financial assets	5	100,625	3,520
Payments for loans receivable		-	(10,600)
Proceeds from loan receivable		-	10,600
Payments for transaction costs		(25)	-
<b>Net cash inflows/(outflows) from investing activities</b>		<b>84,698</b>	<b>(104,673)</b>
<b>Cash flows from financing activities</b>			
Repayment of related party loan		(54,817)	-
Proceeds from related party loan		-	79,126
Proceeds from issue of capital		-	7,737
Payment for units bought on market to issue under EIP		-	(4,157)
Payment for units bought back		(6,531)	-
Payment of transaction costs to issue capital		(13)	(30)
Distributions paid to unitholders		(4,854)	(5,461)
<b>Net cash (outflows)/inflows from financing activities</b>		<b>(66,215)</b>	<b>77,215</b>
Net increase/(decrease) in cash and cash equivalents		24,682	(22,956)
Cash and cash equivalents at the beginning of the year		25,239	48,195
<b>Cash and cash equivalents at the end of the year</b>	<b>10</b>	<b>49,921</b>	<b>25,239</b>

The above consolidated statement of cash flows should be read with the accompanying notes.

**360 Capital Investment Trust**  
**Notes to the financial report**  
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**Financial Information**

This section provides additional information about those individual line items in the financial statements that the directors consider most relevant in the context of the operations of the Group.

**Note 1: Segment reporting**

The Trust is a single segment for reporting within Australia.

The Chief Operating Decision Maker, being the Executive Chairman of the Responsible Entity, monitors the performance and results of the Trust at a total Trust level. As a result, the Trust has only one segment in the current year and prior year. Operating profit is a financial measure which is not prescribed by AAS and represents the profit under AAS adjusted for non-operating items which management consider to reflect the core earnings of the Trust and is used as a guide to assess the Trust's ability to pay distributions to unitholders.

The information provided is net of non-operating items comprising transaction costs, unrealized fair value adjustments of financial assets and other assets, unrealized foreign exchange gains and losses, impairment adjustments, share of equity accounted profits in excess of distributions received, security-based payments expense and all other non-operating activities.

The following table summarises key reconciling items between statutory profit attributable to the unitholders of the Trust and operating profit.

	<b>30 June 2024 \$'000</b>	<b>30 June 2023 \$'000</b>
<b>Profit/(loss) attributable to the unitholders of the Trust</b>	<b>6,109</b>	<b>(17,190)</b>
<b>Non-operating items</b>		
Net (gain)/loss on fair value of financial assets	(6,275)	12,325
Share of equity accounted loss, net of distributions received	3,636	11,619
Transaction costs	25	170
<b>Operating profit (before non-operating items)</b>	<b>3,495</b>	<b>6,924</b>
Weighted average number of units ('000)	218,402	222,788
<b>Operating profit per unit (profit before non-operating items) (EPU) – cents</b>	<b>1.6</b>	<b>3.1</b>

**Note 2: Distributions**

Distributions declared by 360 Capital Investment Trust during the year were as follows:

<b>Distribution period</b>	<b>Date of payment</b>	<b>Cents per unit</b>	<b>30 June 2024</b>	<b>30 June 2023</b>
			<b>\$'000</b>	<b>\$'000</b>
June 2024 half year distribution	26 July 2024	1.50	3,433	-
<b>Total distributions for the year ended 30 June 2024</b>		<b>1.50</b>	<b>3,433</b>	<b>-</b>
December 2022 half year distribution	25 January 2023	2.25	-	5,461
June 2023 half year distribution	27 July 2023	2.00	-	4,854
Total distributions for the year ended 30 June 2023		4.25	-	10,315

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**Note 3: Revenue**

Distributions from investments include:

	<b>30 June</b>	<b>30 June</b>
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
360 Capital Mortgage REIT (ASX:TCF)	323	264
Hotel Property Investments (ASX:HPI)	2,749	5,310
Others	75	53
	<b>3,147</b>	<b>5,627</b>

Finance revenue include:

	<b>30 June</b>	<b>30 June</b>
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
Interest on loan receivable	-	705
Interest on bank accounts and term deposits	1,177	1,790
	<b>1,177</b>	<b>2,495</b>

**Note 4: Receivables**

Receivables include:

	<b>30 June</b>	<b>30 June</b>
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
<b>Current</b>		
Trade receivables	23	29
Distributions receivable	58	2,743
	<b>81</b>	<b>2,772</b>

**a) Expected credit loss**

During the year, the consolidated entity made a nil (2023: nil) expected credit loss (ECL) provision for general receivables in respect of impairment under AASB 9. All receivables are expected to be received by their contractual payment dates.

**b) Fair values**

The receivables are carried at amounts that approximate their fair value.

**c) Credit risk**

There is a limited amount of credit risk – refer to Note 13 for more information on the risk management policy of the consolidated entity. As at 30 June 2024, trade receivables of nil (2023: nil) were past due but not impaired.

**360 Capital Investment Trust**  
**Notes to the financial report**  
**For the year ended 30 June 2024**

**Note 5: Financial assets at fair value through profit or loss**

	<b>30 June</b>	<b>30 June</b>
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
<b>Current</b>		
360 Capital Private Credit Fund	700	-
Hotel Property Investments	-	90,846
<b>Total Current</b>	<b>700</b>	<b>90,846</b>
<b>Non-current</b>		
360 Capital Mortgage REIT	4,423	3,527
<b>Total Non-current</b>	<b>4,423</b>	<b>3,527</b>
<b>Total</b>	<b>5,123</b>	<b>94,373</b>

Movements in the carrying value during the year are as follows:

	<b>30 June</b>	<b>30 June</b>
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
Balance at 1 July	94,373	4,120
Financial assets acquired - listed	697	106,426
Financial assets disposed - listed	(96,922)	(3,520)
Financial assets acquired - unlisted	4,403	-
Financial assets disposed - unlisted	(3,703)	-
Loss on disposal	-	(328)
Fair value adjustment of financial assets	6,275	(12,325)
Closing balance	<b>5,123</b>	<b>94,373</b>

In March 2024, the Group disposed its holdings in Hotel Property Investments (ASX:HPI) securities for \$96.9 million and recognised a \$6.1 million fair value gain during the year.

In the prior year, The Group acquired 14.9% of HPI securities for \$102.9 million and the market value was \$90.8 million as at 30 June 2023 and recognised a \$12.1 million fair value loss.

**Note 6: Investments equity accounted**

	<b>30 June</b>	<b>30 June</b>	<b>30 June</b>	<b>30 June</b>
	<b>2024</b>	<b>2023</b>	<b>2024</b>	<b>2023</b>
	<b>%</b>	<b>%</b>	<b>\$'000</b>	<b>\$'000</b>
360 Capital Passive REIT	39.1	26.1	27,700	19,727
			<b>27,700</b>	<b>19,727</b>

**360 Capital Passive REIT**

The Trust holds a 39.1% interest in the stapled entity 360 Capital REIT (ASX: TOT) (June 2023: 26.1%), with the beneficial interest of 360 Capital Passive REIT units held by 360 Capital Diversified Property Fund and the beneficial interest of 360 Capital Active REIT units held by 360 Capital Property Limited, a wholly owned subsidiary of 360 Capital Group Limited.

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**Note 6: Investments equity accounted (continued)**

Reconciliation of movements in equity accounted investments for the year are as follows:

	<b>30 June</b>	<b>30 June</b>
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
<b>360 Capital Passive REIT</b>		
Opening balance – 1 July	19,727	29,749
Acquisitions of interest	11,609	1,597
Equity accounted (loss) for the year	(3,636)	(11,619)
Closing Balance	<b>27,700</b>	19,727

During the year, the Trust acquired additional 45,420,381 TOT's securities for \$11.6 million through acquisition on market and participating TOT's Entitlement Offer and Distribution Reinvestment Plan. As a result, the Trust increased its holding in TOT from 26.1% to 39.1%.

The following table provides summarised financial information relating to 360 Capital Passive REIT:

	<b>30 June</b>	<b>30 June</b>
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
<b>360 Capital Passive REIT</b>		
Current assets	2,613	3,403
Non-current assets	201,400	225,000
Current liabilities	(59,812)	(69,334)
Non-current liabilities	(73,379)	(83,408)
Net assets	<b>70,822</b>	75,661
Trust's carrying amount of investment	<b>27,700</b>	19,727
	<b>\$'000</b>	<b>\$'000</b>
Revenue from continuing operations	15,053	13,478
Expenses	(36,408)	(60,988)
Net Loss	<b>(21,355)</b>	(47,510)
Trust's share of loss	<b>(3,636)</b>	(11,619)

**Note 7: Trade and other payables**

	<b>30 June</b>	<b>30 June</b>
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
Trade payables	-	1
Accruals	67	53
	<b>67</b>	54

All trade and other payables are expected to be settled within 12 months.

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**Note 8: Distribution payable**

	<b>30 June</b>	<b>30 June</b>
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
Distribution payable	3,433	4,854
	<b>3,433</b>	<b>4,854</b>

Distribution payable of \$3.4 million represents the distribution for the six months ended 30 June 2024 (2023: \$4.9 million)

**Note 9: Equity**

A 360 Capital Group stapled security comprises one 360 Capital Group Limited share stapled into one 360 Capital Investment Trust unit to create a single listed entity traded on the ASX. The stapled security cannot be traded or dealt with separately.

**Ordinary securities**

Ordinary securities of the Trust are listed on the Australian Securities Exchange (ASX); there are no separate classes of securities and each security in the Trust has the same rights attaching to it as all other securities of Trust. Each ordinary security confers upon the securityholder an equal interest in the Trust and is of equal value to other securities in the Trust. A security does not confer upon the holder any interest in any particular asset or investment of the Trust. The rights of securityholders are contained in the Trust's Constitution and include:

- The right to receive a distribution determined in accordance with the provisions of the Trust's Constitution, which states that securityholders are presently entitled to the distributable income of the Trust as determined by the responsible entity;
- The right to attend and vote at meetings of securityholders; and
- The right to participate in the termination and winding up of the Trust.

Redemption of units is not a right granted by the Constitution but may be performed at the discretion of the responsible entity.

**Equity classification**

Units in the Trust are classified as equity. The Responsible Entity considers the units to meet the requirements for equity classification within AASB 132.16C-D based on the rights granted by the units.

**(a) Issued capital**

	<b>30 June</b>	<b>30 June</b>
	<b>2024</b>	<b>2023</b>
	<b>000's</b>	<b>000's</b>
360 Capital Investment Trust - Ordinary units issued	<b>210,837</b>	224,719
	<b>\$'000</b>	<b>\$'000</b>
360 Capital Investment Trust - Ordinary units issued	<b>192,401</b>	198,945

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**Note 9: Equity (continued)**

**(b) Movements in issued capital**

Movements in issued capital of the Trust for the year were as follows:

	<b>30 June 2024 000's</b>	<b>30 June 2023 000's</b>
<b>Issued capital – number of units</b>		
Opening balance at 1 July	224,719	218,998
Units bought on market for LTI - 13 September 2022	-	(6,000)
Units bought back on-market and cancelled	(13,882)	-
Units issued under DRP	-	11,721
Closing balance at 30 June	<b>210,837</b>	224,719
<b>Issued capital - \$'000</b>		
Opening balance at 1 July	198,945	195,395
Units bought on market for LTI - 13 September 2022	-	(4,157)
Units bought back on-market and cancelled	(6,532)	-
Units issued under DRP	-	7,737
Transaction costs incurred in issuing capital	(12)	(30)
Closing balance	<b>192,401</b>	198,945

In September 2023, the Group commenced an on-market security buy-back and bought back 2,629,894 securities at an average price of \$0.54 per security, representing \$0.46 per Trust unit. This buy-back was closed on 27 November 2023 following the approval by securityholders at the AGM in November 2023 of an on-market or off-market security buy-back of up to a maximum of 48,349,604 of the Groups securities. The Group subsequently commenced a further on-market buy-back in December 2023 and bought back 11,201,434 securities at an average of \$0.56 per security, representing \$0.47 per Trust unit.

On 7 December 2023, the Group announced a minimum holding buy-back of unmarketable parcels of securities. In January 2024, there were 50,495 securities bought back and cancelled by the Group back at \$0.53 per security, representing \$0.45 per Trust unit. As a result, the Trust reduced its equity by \$6.5 million in total.

In the prior year, 6,000,000 securities bought on-market in relation to the Executive Incentive Plan (EIP) offer at an average price of \$0.82 per security, representing \$0.69 per Trust unit and equity \$4.2 million.

There were no securities issued under DRP during the year. During prior year, the Group activated DRP for the special dividend paid by the Company on 7 October 2022. The Group issued 11,721,500 stapled securities at a price of \$0.78 per security in October 2022, representing \$0.66 per Trust unit and the Trust raised \$7.7 million relating to this special dividend.

**360 Capital Investment Trust**  
**Notes to the financial report**  
**For the year ended 30 June 2024**

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**(b) Movements in issued capital (continue)**

Under Australian Accounting Standards, securities issued under the Group's EIP are required to be accounted for as options and are excluded from total issued capital, until such time as the relevant employee loans are fully repaid or the employee leaves the Group. Total ordinary securities issued as detailed above is reconciled to securities issued on the ASX as follows:

	<b>30 June 2024 000's</b>	<b>30 June 2023 000's</b>
Total ordinary units disclosed	242,719	218,998
Units issued under DRP	-	11,721
Units bought back on-market and cancelled	(13,882)	-
Units bought on market for EIP	-	(6,000)
Units subject to EIP	-	18,000
<b>Total units issued on the ASX</b>	<b>228,837</b>	<b>242,719</b>

During the prior year, the Group granted 18,000,000 securities under the Group's EIP at \$0.82 per security, representing \$0.69 per Trust unit.

**360 Capital Investment Trust**  
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**Note 9: Equity (continued)**

**(c) Security Based Payment Schemes**

**Reconciliation of Options and Rights outstanding under Employee Security Schemes**

Plan	Balance 1 July 2023			Forfeited/ Cancelled	Balance 30 June
	Securities	Issued	Vested		2024 Securities
LTI - 21 October 2020	1,115,700	-	-	(1,115,700)	-
Equity LTI – 4 November 2021	1,200,768	-	-	-	1,200,768
LTI – 4 November 2021	1,203,400	-	-	(52,900)	1,150,500
	<b>3,519,868</b>	-	-	<b>(1,168,000)</b>	<b>2,351,268</b>
LTI – 13 September 2022	18,000,000	-	-	-	18,000,000
	<b>18,000,000</b>	-	-	-	<b>18,000,000</b>
<b>Total</b>	<b>21,519,868</b>	-	-	<b>(1,168,000)</b>	<b>20,351,268</b>

Plan	Balance 1 July 2022			Forfeited/ Cancelled	Balance 30 June
	Securities	Issued	Vested		2023 Securities
LTI - 23 December 2019	1,164,600	-	-	(1,164,600)	-
LTI - 21 October 2020	1,418,200	-	-	(302,500)	1,115,700
Equity LTI – 4 November 2021	1,200,768	-	-	-	1,200,768
LTI – 4 November 2021	1,527,600	-	-	(324,200)	1,203,400
	<b>5,311,168</b>	-	-	<b>(1,791,300)</b>	<b>3,519,868</b>
LTI – 13 September 2022	-	18,000,000	-	-	18,000,000
	-	<b>18,000,000</b>	-	-	<b>18,000,000</b>
<b>Total</b>	<b>5,311,168</b>	<b>18,000,000</b>	-	<b>(1,791,300)</b>	<b>21,519,868</b>

Options

On 13 September 2022, a total of 18,000,000 stapled securities were granted to employees of the under the EIP (“LTI - 13 September 2022”), the issue price per security was \$0.82 per security. The fair value of each option was \$0.165 at the issue date.

The employees who participated in the EIP were also provided with a loan on the grant date of an amount equivalent to the face value of the securities. Interest on the loan is equal to any distributions or dividends paid on the securities and should performance hurdles not be met, or participants elect not to repay the loan, then the Board, at its discretion, will either sell or cancel the securities. The security-based payments reserve captures all transactions relating to the securities under the plan. These EIP securities are not included in the calculation of the basic number of stapled securities on issue due to the non-recourse nature of the associated EIP loans. The EIP securities and associated loan are not recognised under AASB until they vest and the non-recourse loan is repaid.

**Note 9: Equity (continued)**

**(c) Security Based Payment Schemes (continued)**

Rights

On 21 October 2020, a total of 1,589,300 and 600,500 performance rights were granted under the EIP ("LTI - 21 October 2020") to KMPs and staff respectively pursuant to the terms of the EIP, exercisable from on or around 31 August 2023 subject to vesting conditions. The fair value of each performance right was \$0.37 at the issue date. Upon vesting and exercise in accordance with those plan terms, each performance right will vest and entitle the holder to one fully paid ordinary security the Group. Since the issue of the performance rights a total of 1,074,100 rights have been cancelled including 302,500 rights during the prior year, and the remaining balance of 1,115,700 rights were subsequently cancelled during the year due to an employee ceasing employment and the minimum performance hurdle on these Performance Rights was not met.

On 4 November 2021, a 1,200,768 equity rights offer were granted under the EIP ("Equity LTI - 4 November 2021") to a KMP pursuant to the terms of the EIP, exercisable from on or around 4 November 2026 subject to vesting conditions. The fair value of each equity right was \$0.86 at the issue date. Upon vesting and exercise in accordance with those plan terms, each equity right will vest and entitle the holder to one fully paid ordinary security in the Group.

On 4 November 2021, a total of 1,289,700 and 237,900 performance rights were granted under the EIP ("LTI - 4 November 2021") to KMPs and staff respectively pursuant to the terms of the EIP, exercisable from on or around 31 August 2024 subject to vesting conditions. The fair value of each performance right was \$0.39 at the issue date. Upon vesting and exercise in accordance with those plan terms, each performance right will vest and entitle the holder to one fully paid ordinary security in the Group. During the year 52,900 performance rights were cancelled (June 2023: 324,200), and a balance of 1,150,500 securities as at 30 June 2024. As at 30 June 2024 the minimum performance hurdle on these Performance Rights was not met therefore they did not vest and will subsequently be cancelled.

The fair value of the issue of securities and rights under the EIP has been determined by an independent actuary using a Black-Scholes option pricing model.

**360 Capital Investment Trust**  
**Notes to the financial report**  
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**Note 10: Cash flow information**

**(a) Reconciliation of cash and cash equivalents**

	<b>30 June</b>	<b>30 June</b>
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
Cash at bank	49,921	25,239
Cash and cash equivalents in the statement of cash flows	<b>49,921</b>	25,239

**(b) Reconciliation of net profit to net cash inflows from operating activities**

	<b>30 June</b>	<b>30 June</b>
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
<b>Net loss for the year</b>	6,109	(17,190)
<u>Adjustment for:</u>		
Net loss/(gain) on fair value of financial assets	(6,275)	12,325
Net loss on disposal of financial assets	-	328
Transaction costs	25	170
Share of equity accounted loss, net of distributions received	3,636	11,619
<u>Change in assets and liabilities</u>		
(Increase)/decrease in receivables and prepayments	2,691	(2,734)
Decrease in creditors and accruals	13	(16)
<b>Net cash inflows from operating activities</b>	<b>6,199</b>	4,502

**360 Capital Investment Trust**  
**Notes to the financial report**  
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**Risk**

This section of the notes discusses the Group's exposure to various risks and shows how these could affect the consolidated entity's financial position and performance.

**Note 11: Basis of preparation**

**a) Reporting entity**

The financial report of 360 Capital Investment Trust comprises the consolidated financial statements of 360 Capital Investment Trust and its controlled entities. The consolidated entity forms part of the stapled entity, 360 Capital Group ("Stapled Group" or "Group") (ASX: TGP) comprising 360 Capital Group Limited and its controlled entities and 360 Capital Investment Trust and its controlled entities. A 360 Capital Group stapled security comprises one 360 Capital Group Limited share stapled to one 360 Capital Investment Trust unit to create a single listed entity traded on the ASX. The stapled security cannot be traded or dealt with separately.

The registered office and the principal place of business is Suite 3701, Level 37, 1 Macquarie Place, Sydney NSW 2000 Australia. The nature of operations and principal activities of the consolidated entity are disclosed in the Directors' report.

The financial report was approved for issue by the Board on 23 August 2024.

The material accounting policies adopted in the preparation of the financial report are set out below and in Note 23.

**b) Statement of compliance**

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards adopted by the Australian Accounting Standards Board (AASB) and the Corporations Act 2001.

The financial report complies with International Financial Reporting Standards as issued and interpretations adopted by the International Accounting Standards Board.

**c) Basis of preparation**

360 Capital Investment Trust and its controlled entities are for-profit entities for the purpose of preparing the financial report.

The financial report has been prepared on accruals basis and on the historical cost basis except for investment properties, financial assets and financial liabilities, which are stated at their fair value or amortised cost. The accounting policies set out in Note 23 have been applied consistently to all periods presented in this financial report and to all entities in the consolidated entity.

The financial report is presented in Australian dollars.

The consolidated entity is an entity of the kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 issued by the Australian Securities and Investments Commission (ASIC). In accordance with that Instrument, amounts in the financial report and Directors' report have been rounded to the nearest thousand dollars, unless otherwise stated.

**d) Critical judgements and significant accounting estimates**

The preparation of a financial report in conformity with Australian Accounting Standards requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. These estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future years.

**Note 11: Basis of preparation (continued)**

**d) Critical judgements and significant accounting estimates (continued)**

The critical accounting estimates, judgements and assumptions have required additional analysis due to the recent changes in the interest rate environment caused by, amongst other things, high inflationary pressures in the Australian economy. The Group has considered the impact of the increasing interest rate amongst other challenges including global supply chain disruption, increases in inflation, geopolitical tensions and climate risks when preparing its financial report for the year. The Group continually monitors these risks and considers them as part of its ongoing investment and funds management processes, changes to estimates and assumptions used to measure assets and liabilities may arise in the future. Other than adjusting events which provide evidence of conditions which existed at the reporting date, the impact of events that arise subsequent to the reporting date will be accounted for in future reporting periods.

The key estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of certain assets and liabilities are:

Control of entities

The Trust has consolidated the financial results of entities it is deemed to control under AASB10 *Consolidated Financial Statements*. Critical judgements are made by the Trust to determine whether control exists, principally around the three criteria which must be met (refer to Note 23(b)). Further information on Controlled Entities is included in Note 16.

Judgements made by management in the application of Australian Accounting Standards that have a significant effect on the financial report and estimates with a significant risk of material adjustment in the next year are disclosed in Note 23.

Certain new or amended Australian Accounting Standards have been published that are not mandatory for this reporting period. Based on management's assessment, the recently issued or amended Accounting Standards are not expected to have a significant impact on the amounts recognised or disclosures made in this financial report when restated for the application of the new or amended Accounting Standards.

The consolidated entity has applied the amendments contained in the Corporations Amendment (Corporate Reporting Reform) Bill 2010 in the preparation of this financial report which allows for removing the requirement in consolidated financial statements to include full parent entity information. A note containing information about the Parent Entity has been included at Note 22.

**e) Changes in accounting policies and disclosures**

The principal accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

**New or amended Accounting Standards and Interpretations adopted**

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are that are relevant to its operations and effective for an accounting period that begins on or after 1 July 2023.

New and revised Standards and amendments thereof and Interpretations effective for the current year that are relevant to the consolidated entity include:

- AASB 2021-2 *Amendments to Australian Accounting Standards – Disclosure of Accounting Policies and Definition of Accounting Estimates*

These amendments have been deemed not to have a material impact to the consolidated entity. There were no other changes to the consolidated entity's accounting policies for the financial reporting year commencing 1 July 2023. The remaining policies of the consolidated entity are consistent with the prior year.

**360 Capital Investment Trust**  
**Notes to the financial report**  
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**Note 12: Capital management**

Under the direction of the Board, the consolidated entity manages its capital structure to safeguard the ability of the consolidated entity to continue as a going concern while maximising the return to unitholders through the optimisation of net debt and total equity balances.

In order to maintain or adjust the capital structure, the consolidated entity may adjust the amount of dividends and distributions paid to unitholders, return capital to unitholders, issue new units or sell assets to reduce debt.

For information on issued units refer to Note 9.

**Note 13: Other financial assets and liabilities**

Overview

The consolidated entity's activities expose it to various types of financial risks including credit risk, liquidity risk, and market risk. The Board of Directors of the Responsible Entity has responsibility for the establishment and oversight of the risk management framework ensuring the effective management of risk.

The Board has developed risk management principles and policies and monitors their implementation. Policies are established to identify and analyse the financial risks faced by the consolidated entity, to set appropriate risk limits and controls, and monitor the risks and adherence to limits. The Board meets regularly to review risk management policies and systems and ensure they reflect changes in market conditions and the consolidated entity's activities.

The nature and extent of the financial instruments and the risk management policies employed by the consolidated entity are discussed below.

**a) Credit risk**

Credit risk is the risk of financial loss to the consolidated entity if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The consolidated entity is exposed to credit risk through the financial assets listed in the table below. The table also details the maximum exposure to credit risk for each class of financial instrument.

	<b>30 June</b>	<b>30 June</b>
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
Cash and cash equivalents	49,921	25,239
Receivables from related entities	59,863	5,853
Receivables	81	2,772
<b>Total</b>	<b>109,865</b>	<b>33,864</b>

The consolidated entity manages credit risk and the losses which could arise from default by ensuring that parties to contractual arrangements are of an appropriate credit rating, or do not show a history of defaults. At reporting date, there are no issues with the credit quality of financial assets, there are no amounts past due or impaired, and all amounts are expected to be received in full.

**b) Market risk**

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the consolidated entity's income or the value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

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**Note 13: Other financial assets and liabilities (continued)**

Interest rate risk

The consolidated entity's interest rate risk arises from cash balances and expose the consolidated entity to cash flow interest rate risk.

The consolidated entity's exposure to interest rate risk and the effective weighted average interest rate by maturity period is:

	Floating interest rate \$'000	Fixed interest maturing in 1 year or less \$'000	Fixed interest maturing in 1 to 5 years \$'000	Fixed interest maturing in more than 5 years \$'000	Non-interest bearing \$'000	Total \$'000
<b>30 June 2024</b>						
<u>Financial assets</u>						
Cash and cash equivalents	49,921	-	-	-	-	49,921
Receivables	-	-	-	-	81	81
Financial assets at fair value through profit or loss	-	-	-	-	5,123	5,123
Due from related entities	-	-	-	-	59,863	59,863
<b>Total financial assets</b>	<b>49,921</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>65,067</b>	<b>114,988</b>
<u>Financial liabilities</u>						
Trade and other payables	-	-	-	-	67	67
Distribution payables	-	-	-	-	3,433	3,433
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>3,500</b>	<b>3,500</b>
<b>Net financial assets</b>	<b>49,921</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>61,567</b>	<b>111,488</b>
<b>30 June 2023</b>						
<u>Financial assets</u>						
Cash and cash equivalents	25,239	-	-	-	-	25,239
Receivables	-	-	-	-	2,772	2,772
Financial assets at fair value through profit or loss	-	-	-	-	94,373	94,373
Due from related entities	-	-	-	-	5,853	5,853
<b>Total financial assets</b>	<b>25,239</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>102,998</b>	<b>128,237</b>
<u>Financial liabilities</u>						
Trade and other payables	-	-	-	-	54	54
Distribution payables	-	-	-	-	4,854	4,854
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4,908</b>	<b>4,908</b>
<b>Net financial assets</b>	<b>25,239</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>98,090</b>	<b>123,329</b>

**360 Capital Investment Trust**  
**Notes to the financial report**  
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**Note 13: Other financial assets and liabilities (continued)**

**Summarised interest rate sensitivity analysis**

The table below illustrates the potential impact a change in interest rates by +/-1% would have had on the consolidated entity's profit.

	Carrying amount \$'000	Change in interest rate			
		-1% Profit \$'000	1% Profit \$'000	-1% Net assets \$'000	1% Net assets \$'000
<b>30 June 2024</b>					
<u>Financial assets</u>					
Cash and cash equivalents	49,921	(499)	499	(499)	499
Total (decrease)/increase		<b>(499)</b>	<b>499</b>	<b>(499)</b>	<b>499</b>
<b>30 June 2023</b>					
<u>Financial assets</u>					
Cash and cash equivalents	25,239	(252)	252	(252)	252
Total (decrease)/increase		<b>(252)</b>	<b>252</b>	<b>(252)</b>	<b>252</b>

Liquidity risk

Liquidity risk is the risk that the consolidated entity will not be able to meet its financial obligations as they fall due. The Board has a policy of prudent liquidity risk management ensuring that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the consolidated entity's reputation.

The consolidated entity monitors its exposure to liquidity by ensuring that there is sufficient cash on hand to meet the contractual obligations of financial liabilities as they fall due.

The maturities of financial liabilities at reporting date based on the contractual terms of each liability in place at reporting date have been disclosed in a table below. There are no financial liabilities where the fair value would be materially different from the amortised cost. The amounts disclosed are based on undiscounted cash flows.

The following are contractual maturities of financial liabilities, including estimated interest payments (using existing variable interest rates):

	Carrying amount	Contractual cash flow	Less than 1 Year	Between 1-5 Years	Over 5 Years
	\$'000	\$'000	\$'000	\$'000	\$'000
<b>30 June 2024</b>					
Trade and other payables	67	(67)	(67)	-	-
Distribution payable	3,433	(3,433)	(3,433)	-	-
	<b>3,500</b>	<b>(3,500)</b>	<b>(3,500)</b>	-	-
<b>30 June 2023</b>					
Trade and other payables	54	(54)	(54)	-	-
Distribution payable	4,854	(4,854)	(4,854)	-	-
	<b>4,908</b>	<b>(4,908)</b>	<b>(4,908)</b>	-	-

**360 Capital Investment Trust**  
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**Note 13: Other financial assets and liabilities (continued)**

Price risk

Price risk is the risk that the fair value of investments will change as a result of changes in market prices, whether those changes are caused by factors specific to the individual security or factors affecting all instruments in the market.

The consolidated entity is exposed to equity securities price risk. This arises from investments held by the consolidated entity and classified on the statement of financial position as financial assets at fair value through profit or loss. The consolidated entity is not exposed to commodity price risk. Any change in fair value is reflected in the income of the consolidated entity.

The Trust's overall risk to exposures from investments is monitored and managed by the Board, with an established investment and risk framework governing the composition of the securities held by the consolidated entity.

Price risk – sensitivity analysis

A fluctuation of 5% in the market price of underlying equity securities/units, with all other variables held constant, would impact the net profit and net assets of the consolidated entity by an increase/(decrease) of \$256,150 (2023: \$4,718,650).

**Fair values**

The fair value of receivables and trade and other payables approximate their carrying amounts largely due to the short-term maturities of these instruments.

Fair value hierarchy

All financial instruments for which fair value is recognised or disclosed are categorised within the fair value hierarchy, described as follows and based on the lowest level input that is significant to the fair value measurements as a whole:

Level 1 – Quoted market prices in an active market (that are unadjusted) for identical assets or liabilities

Level 2 – Valuation techniques (for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable)

Level 3 – Valuation techniques (for which the lowest level input that is significant to the fair value measurement is unobservable)

For financial instruments that are recognised at fair value on a recurring basis, the consolidated entity determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

As at 30 June 2024, the consolidated entity held the following classes of financial instruments measured at fair value:

	<b>Total</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
<b>30 June 2024</b>				
<b>Financial assets</b>				
Financial assets at fair value through profit or loss	5,123	4,423	-	700
<b>30 June 2023</b>				
<b>Financial assets</b>				
Financial assets at fair value through profit or loss	94,373	94,373	-	-

During the year, there were no transfers between Level 1 and Level 2 fair value measurements, and no other transfers into or out of Level 3 fair value measurements. Fair value hierarchy levels are reviewed on an annual basis unless there is a significant change in circumstances indicating that the classification may have changed.

**360 Capital Investment Trust**  
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**Note 13: Other financial assets and liabilities (continued)**

**Fair values (continued)**

Reconciliation of fair value measurements categorised within the Level 3 hierarchy for the year is as follows:

	<b>30 June</b>	<b>30 June</b>
	<b>2024</b>	<b>2023</b>
	<b>\$'000</b>	<b>\$'000</b>
Balance at 1 July	-	-
Acquisitions	4,403	-
Disposals	(3,703)	-
Closing balance	<b>700</b>	-

**Valuation techniques**

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss may include investments in listed and unlisted assets. The value of the investments in the listed market is stated at unit price as quoted on the ASX at each statement of financial position date. As such, listed investments are categorised as Level 1 instruments. Unlisted investments are not traded in an active market and are categorised as Level 3 instruments. The Net Tangible Assets ("NTA") of the underlying investments is used as a basis for valuation however may be amended as deemed appropriate (e.g. when the NTA of the underlying investment is negative).

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**Group Structure**

This section of the notes provides information which will help users understand how the group structure affects the financial position and performance of the consolidated entity.

**Note 14: Business combinations**

There were no business combinations and acquisitions of non-controlling interests during the years ended 30 June 2024 and 30 June 2023.

**Note 15: Business divestment**

There were no material business divestment transactions during the year ended 30 June 2024 and 30 June 2023.

**Note 16: Controlled entities**

The consolidated financial statements incorporate the assets, liabilities and results of the following controlled entities:

Name of entity	Country of domicile	Equity Class	Equity Holding	
			30 June 2024 %	30 June 2023 %
Trafalgar Opportunity Fund No.4	Australia	Ordinary units	100	100
360 Capital Trust	Australia	Ordinary units	100	100
360 Capital Diversified Property Fund	Australia	Ordinary units	100	100
360 Capital DIP Trust	Australia	Ordinary units	100	100
Dealt Trust	Australia	Ordinary units	100	100
360 Capital Strategic Real Estate Partners Fund	Australia	Ordinary units	100	100
REIT Holding Trust No.1	Australia	Ordinary units	100	100
360 Capital Private Credit Fund <sup>2</sup>	Australia	Ordinary units	-	100
360 Capital Diversified Property Office Sub Trust <sup>3</sup>	Australia	Ordinary units	100	100
Lachlan Property Income Fund <sup>1</sup>	Australia	Ordinary units	100	100
360 Capital Retail Fund <sup>1</sup>	Australia	Ordinary units	100	100
Becton Coonabarabran Unit Trust <sup>1</sup>	Australia	Ordinary units	100	100
BRPT2 12 HT 1 Unit Trust <sup>1</sup>	Australia	Ordinary units	100	100
BRPT2 12 HT 2 Unit Trust <sup>1</sup>	Australia	Ordinary units	100	100
BRPT2 19 HT 1 Unit Trust <sup>1</sup>	Australia	Ordinary units	100	100
BRPT2 19 HT 2 Unit Trust <sup>1</sup>	Australia	Ordinary units	100	100
BRPT2 19 HT 3 Unit Trust <sup>1</sup>	Australia	Ordinary units	100	100
BRPT2 19 HT 4 Unit Trust <sup>1</sup>	Australia	Ordinary units	100	100
Becton Inala Holding Trust <sup>1</sup>	Australia	Ordinary units	100	100
BRF Inala SC Holding Trust <sup>1</sup>	Australia	Ordinary units	100	100
BRF Inala Sub Trust <sup>1</sup>	Australia	Ordinary units	100	100
BRF Armidale East Mall SC Holding Trust <sup>1</sup>	Australia	Ordinary units	100	100
BRF Armidale East Mall SC Sub Trust <sup>1</sup>	Australia	Ordinary units	100	100
BRF Holding Trust Ulladulla <sup>1</sup>	Australia	Ordinary units	100	100
BRPT Development Sub Trust <sup>1</sup>	Australia	Ordinary units	100	100
BRPTS Spotlight Portfolio No. 1 Unit Trust <sup>1</sup>	Australia	Ordinary units	100	100

<sup>1</sup> These entities have been dormant.

<sup>2</sup> The Groups interest in the 360 Capital Private Credit Fund was diluted during the year and it is no longer a controlled entity.

## **Unrecognised Items**

**This section of the notes provides information about items that are not recognised in the financial statements as they do not (yet) satisfy the recognition criteria.**

### **Note 17: Commitments and contingencies**

#### Capital commitments

As at 30 June 2024, the consolidated entity had no capital commitments (June 2023: nil).

#### Contingencies

There are no other contingent liabilities as at 30 June 2024 (June 2023: nil).

### **Note 18: Events subsequent to balance date**

On 12 July 2024, the Group has underwritten within the 360 Capital Private Credit Fund a new \$26.2 million residual stock loan facility, initially drawn to a 70.0% LVR and secured by a registered first mortgage over 35 completed houses. The loan facility is cross-collateralised with other residual stock facilities provided to the borrower group. The loan is subject to a margin of 6.6% + BBSW and an interest rate floor of 11.0%. The loan is serviced, with interest paid monthly in advance for a term of 12 months and is expected to be repaid through the proceeds from sales. At the date of this report, the balance of the investment held by the Group has been reduced to \$16.0 million through loan repayments and the sell down of the Group's interest.

On 26 July 2024, the Group also participated the DRP for TOT's June 2024 quarter distribution and increased its holdings in TOT to 39.5%.

No other circumstances have arisen since the end of the year which have significantly affected or may significantly affect the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in future financial years.

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**Other Information**

This section of the notes includes information that must be disclosed to comply with prescribed accounting standards and other pronouncements, but that are not immediately related to individual line items in the financial statements.

**Note 19: Auditors' remuneration**

	30 June 2024 \$	30 June 2023 \$
<u>Audit services</u>		
Fees for auditing the statutory financial reports of the parent and its controlled entities	48,500	28,300
Fees for other assurance services under other legislation or contractual arrangements where there is discretion as to whether the service is provided by the auditor or another firm	14,316	13,316
<u>Non-audit services</u>		
Taxation compliance services	28,000	24,600
<b>Total fees to Ernst &amp; Young Australia</b>	<b>90,816</b>	<b>66,216</b>

**Note 20: Earnings per unit**

	30 June 2024 ¢	30 June 2023 ¢
Basic earnings per unit	2.8	(7.7)
Diluted earnings per unit	2.6	(7.7)
	<b>\$'000</b>	<b>\$'000</b>
<b>Basic and diluted earnings</b>		
Profit/(loss) attributable to unitholders of the consolidated entity used in calculating earnings per unit	6,110	(17,190)
	<b>000's</b>	<b>000's</b>
<b>Weighted average number of units used as a denominator</b>		
Weighted average number of units - basic	<b>218,402</b>	222,788
Weighted average number of units - diluted	<b>236,402</b>	222,788

Dilution

In September 2022, a total of 18,000,000 stapled securities were granted to employees of the Group under the EIP. These EIP securities have an associated loan to the employees and are therefore excluded from the calculation of basic securities on issue due to the non-recourse nature of the associated EIP loans. Further information on the EIP is provided in Note 9.

The 18,000,000 EIP securities were not included in the calculation of diluted earnings per unit for the prior year because they were antidilutive given the earnings per unit was negative.

**360 Capital Investment Trust**  
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**Note 21: Related party transactions**

Parent entity

The legal parent entity is 360 Capital Investment Trust (ARSN 104 552 598).

Controlled entities

Interests in controlled entities are set out in Note 16.

Responsible Entity

The Responsible Entity of the Trust is 360 Capital FM Limited. The immediate parent entity of the Responsible Entity is 360 Capital Property Limited (ABN 46 146 484 433), and its ultimate parent entity is 360 Capital Group Limited (ABN 18 113 569 136).

360 Capital REIT (ASX: TOT)

The Trust holds interest in the stapled entity 360 Capital REIT (ASX: TOT), with the beneficial interest of 360 Capital Passive REIT units held by 360 Capital Diversified Property Fund and the beneficial interest of 360 Capital Active REIT units held by 360 Capital Property Limited.

During the year, the Trust acquired an additional 45,420,381 TOT's securities for \$11.6m through acquisition on market and participating TOT's Entitlement Offer and Distribution Reinvestment Plan. As a result, the Trust increased its holding in TOT from 26.1% to 39.1%.

	30 June 2024			30 June 2023		
	Number of securities	Average price	Amount	Number of securities	Average price	Amount
		\$	\$		\$	\$
Acquisitions on market	8,057,600	0.30	2,447,107	-	-	-
Entitlement offer	34,525,460	0.24	8,355,161	-	-	-
Distribution reinvestment plan	2,837,321	0.28	806,518	3,150,789	0.51	1,597,330
<b>Total</b>	<b>45,420,381</b>		<b>11,608,786</b>	<b>3,150,789</b>		<b>1,597,330</b>

360 Capital Mortgage REIT (ASX: TCF) (formerly 360 Capital Enhanced Income Fund)

The Trust acquired 134,606 units in TCF at an average price of \$5.18 during the year for \$697,240 (June 2023: nil), and held 19.6% interest in TCF securities as at 30 June 2024 (June 2023: 16.4%).

During the year, the Trust earned \$317,350 distribution income from 360 Capital Mortgage REIT (June 2023: \$264,020).

**360 Capital Investment Trust**  
**Notes to the financial report**  
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**Note 21: Related party transactions (continued)**

ASX listing rule waiver

On 27 September 2021, the Group was granted a waiver from ASX listing rule 10.1 to the extent necessary to permit a wholly owned subsidiary of the Group and 360 Capital Mortgage REIT to establish jointly owned sub trusts for the purpose of investing in loans to third-party corporate borrowers, the equity of which will be jointly owned by 360 Capital Mortgage REIT and a wholesale credit fund that will be established by the Group and third party wholesale investors in exchange for units in the sub trust.

During the year, the Group via equity investments in 360 Capital Private Credit Fund, a wholesale contributory fund, managed by 360 Capital FM Limited, invested in certain loan investments alongside 360 Capital Mortgage REIT which allowed the fund to continue to diversify its loan portfolio through a partial sell-down of its interests to third parties.

Key management personnel

The consolidated entity does not employ personnel in its own right. However, it has an incorporated Responsible Entity, 360 Capital FM Limited, to manage the activities of the consolidated entity. The Directors and key management personnel of the Responsible Entity are detailed below. No compensation is paid directly by the consolidated entity to Directors or to any of the key management personnel of the Responsible Entity.

Payments made by the consolidated entity to the Responsible Entity do not specifically include any amounts attributable to the compensation of key management personnel.

Executive Chairman

Tony Robert Pitt (Executive Chairman)

Non-executive directors

David van Aanholt (Deputy Chairman)

Andrew Graeme Moffat

Anthony Gregory McGrath

Other KMP

James Storey, Chief Executive Officer

Glenn Butterworth, Chief Financial Officer and Company Secretary

Securities held in 360 Capital Group by non-executive Directors

<b>NEDs</b>	<b>Held at 30 June 2023</b>	<b>Granted as remuneration</b>	<b>Acquisitions</b>	<b>Held at 30 June 2024</b>
David van Aanholt	476,225	-	-	476,225
Andrew Moffat	1,322,904	-	1,260,175	2,583,079
<b>Total</b>	<b>1,799,129</b>	<b>-</b>	<b>1,260,175</b>	<b>3,059,304</b>

**360 Capital Investment Trust**  
**Notes to the financial report**  
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**Note 21: Related party transactions (continued)**

Securities held in 360 Capital Group by key management personnel

<b>KMP</b>	<b>Held at 30 June 2023</b>	<b>Granted as remuneration<sup>1</sup></b>	<b>Acquisitions</b>	<b>Disposals</b>	<b>Held at 30 June 2024</b>
Tony Pitt	88,691,814	-	12,059,739	-	100,751,553
James Storey	6,000,000	-	-	-	6,000,000
Glenn Butterworth	6,210,573	-	-	(166,911)	6,043,662
<b>Total</b>	<b>100,902,387</b>	<b>-</b>	<b>12,059,739</b>	<b>(166,911)</b>	<b>112,795,215</b>

<sup>1</sup> On 13 September 2022, a total of 18,000,000 stapled securities were granted to employees of the Group under the EIP, refer to Note 9.

The following loans have been provided to KMPs through their participation in the Group employee security plan:

<b>KMP</b>	<b>Balance at 1 July 2023</b>	<b>EIP loans issued during the year</b>	<b>EIP loans repaid during the year</b>	<b>Interest charged in the year</b>	<b>Payments made during the year</b>	<b>Balance at 30 June 2024</b>	<b>Highest indebtedness during the year</b>
	\$	\$	\$	\$	\$	\$	\$
Tony Pitt	4,920,000	-	-	210,000	(210,000)	4,920,000	4,920,000
James Storey	4,920,000	-	-	210,000	(210,000)	4,920,000	4,920,000
Glenn Butterworth	4,920,000	-	-	210,000	(210,000)	4,920,000	4,920,000
	14,760,000	-	-	630,000	(630,000)	14,760,000	14,760,000

In September 2022, a total of 18,000,000 stapled securities were granted to employees of the Group under the 360 Capital Group's EIP. These EIP securities have an associated loan to the employees. The loan provided on the grant date was equivalent to the face value of the securities. Interest on the loan is equal to any distributions or dividends paid on the securities over the 3 year period. There were no other loans to key management personnel and their related parties during the year. For further information on these loans refer to Note 9.

Due from/to related entities

The following amounts are outstanding with related parties at balance date:

	<b>30 June 2024</b>	<b>30 June 2023</b>
	\$	\$
<b>Current Assets</b>		
Due from 360 Capital Group Limited	59,862,765	5,852,546
	<b>59,862,765</b>	<b>5,852,546</b>

Related entity loans are unsecured, non-interest bearing and payable on demand.

Responsible Entity's fees

Under the terms of the constitution, the Responsible Entity is entitled to receive management fees. During the year the Responsible Entity charged management fees totalling \$668,400 (2023: \$668,400).

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**Note 21: Related party transactions (continued)**

The following significant transactions occurred with related parties during the year:

During the year the Group co-invested in a residual stock loan facility totaling \$18.2 million together with TCF via 360 Capital Private Credit Fund (PCF), an unlisted wholesale contributory mortgage fund managed by 360 Capital FM Limited. In August 2023, the Group co-invested \$3,703,171 in PCF together with a further \$2.7 million from third party wholesale investors during the year. The Group redeemed all the initial units on 1 October 2023. In June 2024, Group invested a further \$700,000 in PCF, which was subsequently fully redeemed on 1 July 2024.

Other than disclosed above, there were no significant transactions that occurred with related parties during the year

The following significant transactions occurred with related parties during the prior year:

The Group sub-underwrote the DRP of TOT's September 2022 quarterly distribution on 27 October 2022, acquiring 1,802,438 units at a price of \$0.7731, for consideration of \$1,393,465.

On 19 December 2022, as part of the loan receivable investment arrangement which comprises of a senior loan of \$24.4 million lent by TCF and a junior loan of \$10.6 million lent by the Group which is subordinated to TCF's facility, the Group entered into a Priority Deed with TCF setting out the priorities of the securities in favor of the secured lenders. The loan was fully repaid in May 2023.

**Note 22: Parent entity disclosures**

The following details information relating to the parent entity 360 Capital Investment Trust.

	<b>30 June 2024 \$'000</b>	<b>30 June 2023 \$'000</b>
Current assets	122,241	42,913
Non-current assets	83,357	83,357
<b>Total assets</b>	<b>205,598</b>	126,270
Current liabilities	3,492	4,902
Non-current liabilities	91,356	3,708
<b>Total liabilities</b>	<b>94,848</b>	8,610
<b>Net asset</b>	<b>110,750</b>	117,660
Issued capital	280,155	286,698
Accumulated losses	(169,405)	(169,038)
<b>Total equity</b>	<b>110,750</b>	117,660
Net profit for the year	3,066	3,399
<b>Total comprehensive income for the year</b>	<b>3,066</b>	3,399

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**Note 23: Material accounting policy information**

**a) Changes in accounting policy**

There were no changes to the Trust's accounting policies for the year. New or amended Accounting Standards effective from this financial reporting period, as detailed in Note 11, have been deemed not to have a material impact to the consolidated entity.

**b) Basis of consolidation**

Stapling

On 2 October 2013, 360 Capital Group was formed by stapling together the shares of the 360 Capital Group Limited (Company) and the units of 360 Capital Investment Trust (Trust). Equity holders of the Stapled Group are entitled to an equal interest in each stapled entity.

The Constitutions of the Trust and the Company ensure that, for so long as these entities remain jointly listed, the number of units in the Trust and the number of shares in the Company shall be equal and that unitholders and shareholders be identical. Both the Responsible Entity of the Trust and the Company must at all times act in the best interest of 360 Capital Group.

The stapling arrangement will cease upon the earlier of the winding up of any of the stapled entities, or any of the entities terminating the stapling arrangement.

Subsidiaries

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of the Trust as at 30 June 2023 and the results of all subsidiaries for the period then ended.

Subsidiaries are entities controlled by the Trust. Control exists when an investor is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

The financial statements of subsidiaries are included in the financial report from the date that control commences until the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between consolidated entities are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred.

Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the consolidated entity.

Investments in subsidiaries are accounted for at cost in the individual financial statements of the parent entity, less any impairment.

**Note 23: Material accounting policy information (continued)**

**c) Segment reporting**

Segment information is presented in respect of the consolidated entity's operating segments, which are the primary basis of segment reporting. An operating segment is a group of assets and operations engaged in providing products or services that are subject to risks and returns that are different to those of other operating segments. The primary segments are based on the consolidated entity's management and internal reporting structure.

Operating segments are determined based on the information which is regularly reviewed by the Executive Chairman, who is the Chief Operating Decision Maker within the consolidated entity.

**d) Revenue recognition**

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of GST paid. Revenue is recognised for the major business activities as follows:

Distribution income from investments

Distribution income from investments is recognised when the unitholder's right to receive payment has been established, provided that it is probable that the economic benefits will flow to the unitholder and the amount of income can be measured reliably.

Interest income

Interest income is recognised on a time proportion basis using the effective interest method. Interest income includes the amortisation of any discount or premium, transaction costs or other differences between the initial carrying amount of an interest-bearing instrument and its amount at maturity calculated on an effective interest basis.

Other income

Other income is recognised when the right to receive the revenue has been established.

**e) Finance expenses**

Finance expenses which include interest and amortised borrowing costs are recognised using the effective interest rate applicable to the financial liability.

**f) Income tax**

Under current Australian income tax legislation, the consolidated entity is not liable for income tax provided its taxable income and taxable capital gains are fully distributed to unitholders each year.

**Note 23: Material accounting policy information (continued)**

**g) Impairment of assets**

Assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

**h) Cash and cash equivalents**

Cash and cash equivalents comprise cash on hand and demand deposits and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

**i) Receivables**

Receivables are recognised initially at fair value and subsequently at amortised cost using the effective interest method, less any allowance for expected credit losses. The payment terms are usually 30 days after the invoice is raised. They are classified as current assets except where the maturity is greater than 12 months after the reporting date in which case they are classified as non-current.

Amounts not recoverable are assessed at each reporting date. Indicators that an amount is not recoverable include where there is objective evidence of significant financial difficulties, debtor bankruptcy, financial reorganisation or default in payment. Any allowances for non-recoverable receivables are recognised in a separate allowance account. Any bad debts which have previously been provided for are eliminated against the allowance account. In all other cases bad debts are written off directly to the statement of profit or loss.

**j) Financial instruments**

Financial assets and financial liabilities are recognised when the consolidated entity becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets are classified into the following specified categories: "Financial assets at amortised cost", "Financial assets at fair value through other comprehensive income", or "Financial assets at fair value through profit or loss". The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

**Financial assets at fair value through profit or loss**

Financial assets designated at fair value through profit or loss comprises investments in unlisted and listed funds. Upon initial recognition, the investments are designated at fair value through profit or loss in accordance with AASB 9 *Financial Instruments*. The consolidated entity has elected to measure these investments at fair value through profit or loss as allowed under paragraph 18 of AASB 128 *Investments in Associates and Joint Ventures*.

Financial assets designated at fair value through profit or loss at inception, are those that are managed and their performance evaluated on a fair value basis in accordance with the consolidated entity's documented investment strategy. The consolidated entity's policy is for the Responsible Entity to evaluate the information about these financial assets on a fair value basis together with other related financial information.

Financial assets carried at fair value through profit or loss are initially recognised at fair value and transaction costs are expensed in the statement of profit or loss. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the consolidated entity has transferred substantially all the risk and rewards of ownership.

**Note 23: Material accounting policy information (continued)**

**j) Financial instruments (continued)**

Gains or losses arising from changes in the fair value of the financial assets at fair value through profit or loss category are presented in the statement of profit or loss within income or expenses in the period in which they arise. Dividend/distribution income from financial assets at fair value through profit and loss is recognised in the statement of profit or loss as part of revenue from continuing operations when the consolidated entity's right to receive payments is established.

Financial liabilities and equity

Financial liabilities and equity instruments issued by the consolidated entity are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Related party loans

Loans from and to related parties are unsecured, non-interest bearing and payable on demand unless otherwise specified.

Impairment

The Trust assesses expected credit losses upon initial recognition of the financial asset with a forward-looking expected credit loss (ECL) approach for all financial assets not held at fair value through profit or loss. For trade and other receivables, the Trust applies the simplified approach permitted by the standard, which requires expected lifetime losses to be recognized from initial recognition of the receivables.

**k) Trade and other payables**

Trade and other payables represent liabilities for goods and services provided to the consolidated entity prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Due to their short-term nature they are measured at amortised cost and are not discounted.

**l) Provisions**

A provision is recognised in the statement of financial position when the consolidated entity has a present legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate which reflects current market assessments of the time value of money and, where appropriate the risks specific to the liability.

Distributions

A provision for distributions payable is recognised in the reporting period in which the distributions are declared, determined, or publicly recommended by the Directors on or before the end of the financial period, but not distributed at balance date.

**Note 23: Material accounting policy information (continued)**

**m) Issued units**

Issued units represent the amount of consideration received for units issued by the consolidated entity. Transaction costs of an equity transaction are accounted for as a deduction from equity, net of any related income tax benefit.

**n) Goods and services tax (GST)**

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the taxation authority. In this case it is recognised as part of the cost of acquisition of the asset or part of the expense. Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the taxation authority is included with other receivables or payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to, the taxation authority, are presented as operating cash flows.

**o) New and revised Australian Accounting Standards and Interpretations on issue but not yet effective**

At the date of authorisation of the financial statements, the Group has not applied or early adopted the following new and revised Australian Accounting Standards, Interpretations and amendments that have been issued but are not yet effective, and they are not expected to have a significant impact on the amounts recognized in the financial statements at the effective date:

- AASB 2020-1 *Amendments to Australian Accounting Standards – Classification of Liabilities as Current or Non-Current* and AASB 2022-6 *Amendments to Australian Accounting Standards – Non-current Liabilities with Covenants* (application date 1 January 2024)
- AAASB 2021-7 *Amendments to Australian Accounting Standards – Effective Date of Amendments to AASB 10 and AASB 128 and Editorial Corrections* (application date 1 January 2025)

The following new and revised Australian Accounting Standards, Interpretations and amendments that have been issued but are not yet effective is in the process of assessment by the Group:

- AASB 18 *Presentation and Disclosure in Financial Statements* (application date 1 January 2027)

**360 Capital Investment Trust**  
**Directors' declaration**  
**For the year ended 30 June 2024**

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In the opinion of the Directors of 360 Capital FM Limited, the Responsible Entity:

- 1) The consolidated financial statements and notes that are set out on pages 9 to 42 are in accordance with the *Corporations Act 2001*, including:
  - (i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2024 and of its performance for the financial year ended on that date; and
  - (ii) complying with Australian Accounting Standards and *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
  - (iii) complying with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in Note 11 to the consolidated financial statements; and
- 2) There are reasonable grounds to believe that the consolidated entity will be able to pay its debts as and when they become due and payable.
- 3) The Directors have given the declarations required by Section 295A of the *Corporations Act 2001* from the Chief Executive Officer and Chief Financial Officer for the financial year ended 30 June 2024.

This declaration is made in accordance with a resolution of the Directors.



**Tony Robert Pitt**  
Executive Chairman



**David van Anholt**  
Deputy Chairman

Sydney  
23 August 2024



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working world**

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## **Independent Auditor's Report to the members of 360 Capital Investment Trust**

### **Opinion**

We have audited the financial report of 360 Capital Investment Trust (the Entity) and its subsidiaries (collectively the Group), which comprises the consolidated statement of financial position as at 30 June 2024, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, notes to the financial statements, including material accounting policy information, and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

- a. Giving a true and fair view of the consolidated financial position of the Group as at 30 June 2024 and of its consolidated financial performance for the year ended on that date; and
- b. Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

### **Basis for opinion**

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Key audit matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial report of the current year. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, but we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the financial report* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial report. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial report.

## Carrying value of Equity Accounted Investments

Why significant	How our audit addressed the key audit matter
<p>The Group holds economic interests in an equity accounted investment which holds a carrying value of \$27.7 million at 30 June 2024. This represents 19% of the Group's total assets.</p> <p>The carrying value of the equity accounted investment has been determined by calculating the value of 360 Capital Investment Trust's holding, proportionate to their interest share of the underlying investment.</p> <p>During the period, movements in the carrying value pertained to share purchases in the underlying investment, as well as accounting for 360 Capital Investment Trust's share of the profit or loss of the investment.</p> <p>This was considered a key audit matter due to the significance of the investment to the Group.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>▶ Inspected all trade confirmations relating to the acquisition on the listed securities in the underlying investment;</li> <li>▶ Tested the mathematical accuracy of the cost base of the investments;</li> <li>▶ Assessed the loss recognised in the income statement, and</li> <li>▶ Assessed the adequacy and appropriateness of the disclosures included Note 6 to the financial report.</li> </ul>

## Information other than the financial report and auditor's report thereon

The directors are responsible for the other information. The other information is the directors' report accompanying the financial report.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Responsibilities of the directors for the financial report

The directors of 360 Capital FM Limited, as Responsible Entity for 360 Capital Investment Trust, are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

## **Auditor's responsibilities for the audit of the financial report**

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- ▶ Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ▶ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- ▶ Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- ▶ Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- ▶ Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.



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We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

A handwritten signature in black ink that reads "Ernst &amp; Young".

Ernst & Young

A handwritten signature in black ink that reads "St Elmo Wilken".

St Elmo Wilken  
Partner  
Sydney  
23<sup>rd</sup> August 2024