

22 September 2015

**360 Capital Group (TGP)
2015 AGM Chairman's Address and Presentation**

Good morning Ladies and Gentleman it is 10:00am and as there is a quorum present, I declare this meeting open.

Welcome to the 2015 Annual General Meeting of 360 Capital Group Limited. I am David van Aanholt the Independent Chairman of your Group.

To help the meeting run smoothly can I ask that you turn your mobile phones off during this Meeting? Thank you!

I would like to start by introducing my fellow Directors:

- Mr. Andrew Moffat an Independent Director who chairs the Remuneration and Nominations Committee and is a member of the Audit and Risk Committee;
- Mr John Ballhausen an Independent Director who is a member of the Audit and Risk Committee; and
- Mr. Tony Pitt the Managing Director of the Group.
- Mr. Graham Lenzner an Independent Director who chairs the Audit and Risk Committee and is a member of the Remuneration and Nominations Committee is an apology for today's meeting as he is unwell.

Also present today are:

- Charisse Nortje our Company Secretary,
- Ben James, our Chief Investment Officer,
- Glenn Butterworth our Chief Financial Officer,
- I also welcome other members of the 360 Capital team, and our auditors EY

Shortly I will hand to Tony, who will go through the Group's 2015 Financial Year performance. Tony will also provide an update on 360 Capitals activities. We will then move to the formal business of meeting and the three Resolutions for your approval as detailed in the Notice of Meeting mailed to all Securityholders on 26 August 2015.

As the Notice of Meeting has been in the hands of Securityholders for the statutory period, I shall take the Notice of Meeting as read.

Securityholders holding a YELLOW card are permitted to vote and ask questions at the appropriate time. Those with an ORANGE card are not permitted to vote but are permitted to ask questions. If you're holding a GREEN card you are a visitor and are not permitted to ask questions.

Chairman's Address

The 2015 financial year was another year of significant and positive achievements for the Group and this was reflected in the total Securityholder return as can be seen on the graph on the screen.

Over the year, the total Securityholder return was 42.7%, well above the 300 AREIT Index and the ASX Small Cap Index.

In line with its stated intentions, over the year, the 360 Capital management team continued its strategy of recycling capital from direct assets into higher earnings-multiple co-investments in 360 Capital-managed funds and other opportunities that arose over the period.

With settlement of the sale of Hurstville, the Group is now focused on being a pure fund manager with co-investments in the funds we manage.

Your Board has significant experience in real estate funds management. It also has strong and practical experience in dealing with matters of corporate governance. Indeed, 4 of the 5 Directors are Independent, including myself as Chairman.

Over the year your Directors oversaw the provision of liquidity to unitholders in the Diversified Property Fund and the Canberra Trust. As such, 360 Capital has now been able to provide the option of liquidity to all Funds and Trusts we manage.

This is an important achievement given that a number of these Funds and Trusts were frozen and in financial distress as a result of the GFC and the actions of the previous Manager.

With its experienced management team, the Group is appropriately resourced to meet its objectives.

Your Board and management team are clearly focused on delivering Securityholder value by growing operating earnings and distributions. Our aim is to grow the value of the Group's investments by adhering to our successful investment strategy and importantly controlling expenses.

The Group now has sustainable and very visible earnings from its funds management division - namely recurring management fees and other associated fees.

And following directly on from the maturing of the business model to that of a pure funds manager, through the distributions the Group receives through its significant co-investments in the Funds we manage.

I would like to take this opportunity to thank the management teams for all their hard work throughout the year and to congratulate them on their achievements.

I would also like to thank my fellow Directors for their input and dedicated service over the period.

Your Board and management team are confident the Group is well positioned to continue delivering Securityholder value into the future.

I will now hand over to Tony who will provide an overview of our objectives and strategy.

More information on the Group can be found on the ASX's website at www.asx.com.au using the Group's ASX code "TGP", on the Group's website www.360capital.com.au, by calling the 360 Capital investor enquiry line on 1800 182 257 or emailing investor.relations@360capital.com.au

Alternatively, please contact:

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About 360 Capital Group (ASX code TGP)

360 Capital Group is an ASX-listed, property investment and funds management group concentrating on strategic investment and active investment management of property assets. The company actively invests in direct property assets, property securities and various corporate real estate acquisitions within Australian real estate markets on a private equity basis. 360 Capital Group's 18 full time staff have significant property, funds and investment management experience. 360 Capital Group manages nine investment vehicles holding assets valued at over \$1.2 billion on behalf of over 10,500 investors and has over \$193.4 million worth of co-investments across the 360 Capital Group.

360 Capital

G r o u p



**2015
ANNUAL GENERAL
MEETING**

22 SEPTEMBER 2015

Important information



This presentation has been prepared by 360 Capital Group Limited (ABN 18 113 569 136) and 360 Capital Investment Trust (ARSN 104 552 598) together the 'Group' or 'TGP'.

All information in this presentation is current as at 22 September 2015 unless otherwise specified. It contains selected information and does not purport to be all-inclusive or to contain all of the information that may be relevant to any particular transaction. It should be read in conjunction with TGP's other periodic and continuous disclosure announcements lodged with the Australian Securities Exchange, which are available at www.asx.com.au. The recipient acknowledges that circumstances may change and that this presentation may become outdated as a result. This presentation and the information in it are subject to change without notice.








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Please refer to the Notice of Meeting and Explanatory Memorandum dated 26 August 2015 for further information on the resolutions.

Agenda

	Chairman's Welcome and Introduction
	Board of Directors
	Managing Director's Address
	360 Capital business update
	Questions
	Business of the Meeting
	Proxy Voting



Board of Directors



DAVID VAN AANHOLT, CHAIRMAN & INDEPENDENT DIRECTOR



ANDREW MOFFAT, INDEPENDENT NON EXECUTIVE DIRECTOR



JOHN BALLHAUSEN, INDEPENDENT NON EXECUTIVE DIRECTOR



GRAHAM LENZNER, INDEPENDENT NON EXECUTIVE DIRECTOR

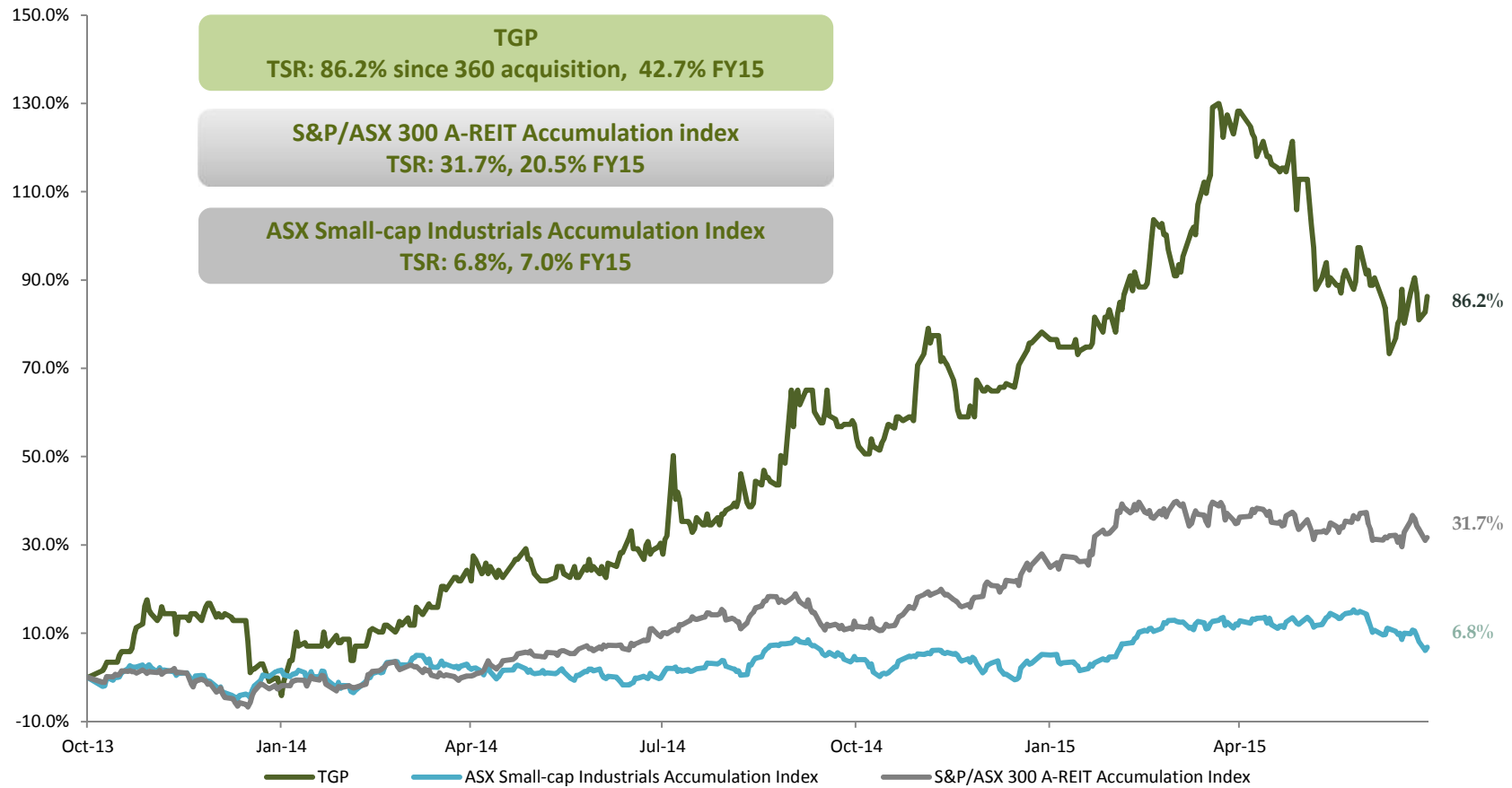


TONY PITT, MANAGING DIRECTOR



ASX Performance

Relative Total Securityholder Returns





Managing Director's Address



FY15 financial highlights

\$24.1m

Statutory Profit

↑ 4.8%

\$25.4m

Operating Earnings
(Incl Active)

↑ 31.6%

\$14.6m

Operating Earnings
(Excl Active)

↑ 19.7%

\$1.2bn

FUM

↑ 27.6%

10.6 cps

Statutory Profit

↓ 12.4%

10.7 cps

Operating Earnings
(Incl Active)

↑ 5.9%

6.4 cps

Operating Earnings
(Excl Active) - In
line with forecast

5.75 cps

Distribution

↑ 15.0%



FY15 key achievements

ON TGP BALANCE SHEET

- Accelerated Group's strategy of becoming pure funds manager exchanging contracts to sell Hurstville for \$47.0m (22% premium to book value) and disposing of Goulburn asset
- Recycled \$22.5m in non performing investments producing higher ROE on capital going forward
- Completed \$75.0m unsecured 5 year corporate bond issue
- Completed 360 Capital Diversified Property Fund takeover
- TGP made a strategic investment of \$27.1m in (ASX: ANI) and subsequently accepted into TIX takeover offer for ANI
- Purchased two shopping centres for \$69.6m (\$5.7m below valuation) and launched 360 Capital Retail Fund No.1
- Completed successful IPO of 360 Capital Total Return Fund (ASX: TOT) after raising \$40m in equity
- Crystallised \$4.1m in fund exit fees
- Rationalised unlisted funds, focusing on larger stable funds across platform



FY15 key achievements within funds

FUND		FY15 KEY FUND ACHIEVEMENTS
TIX		<ul style="list-style-type: none">• \$141.2 m equity raised FY15 & increased gross assets from \$366m to \$623m• Continued DPU/EPU growth: FY15 DPU up 12.9% on FY14 to 21.0cpu; FY15 EPU up 10.7% on FY14 to 22.8cpu• TIX becomes largest unitholder of \$320m ANI owning in excess of 33% and continued takeover to create \$900m Industrial AREIT
TOF		<ul style="list-style-type: none">• Disposed of Burwood asset for \$80.0m, \$15.0m above book value• Purchased 576 Swan St, Richmond, Victoria for \$46.5m• Commenced buyback of up to 15% of Units
TOT		<ul style="list-style-type: none">• Completed \$40m equity raising and IPO of 360 Capital Total Return Fund• Deployed \$11.2m into strategic stake in non 360 fund• Commenced due diligence and currently documenting \$34.9m mezz loan (post period \$19.4m TOT Share)• Contracted unconditionally to sell all of TOT's direct assets for \$26m (post period)
UNLISTED		<ul style="list-style-type: none">• Launched \$75.5m 360 Capital Retail Fund No 1• 111 St Georges Terrace Unitholder approval of Trust extension to 2022, crystallising \$3.4m exit fee taking co-investment to 44.2%• Subiaco Square Unitholders approved Trust extension to 2020, crystallising \$0.725m exit fee taking co-investment to 39.8%• Rationalised Unlisted Funds platform

FY15
FINANCIAL
RESULTS



FY15 financial results overview

- Statutory profit growth driven from:
 - Mark to market of listed investments
 - Indirect revaluation of unlisted investments
 - Sale of Hurstville asset
 - Diversified fund takeover uplift
- FY15 EPS¹ in line with FY14 EPS. FY14 EPS distorted by lower weighted average number of securities on issue and 12 months income from 360 acquisition in mid FY14
- Operating Earnings² (including Active earnings) increase resulted from:
 - Profit on Hurstville sale
 - Diversified Fund takeover uplift
 - 360 Capital accepting into TIX takeover of ANI
- Group now has a formal distribution policy of 80-100% of Base Earnings and predictability of Base Earnings as business now out of “repositioning phase”
- Total liabilities now include \$75m corporate bond issue - 5 year unsecured fixed interest subordinated issue
- Look-through gearing peaked at 30 June 2015 due to settlement of Retail Fund assets (Rockhampton 27 June 2015 for \$50m) prior to equity sell down as well as settlement of disposal of Hurstville asset (\$47m) in September 2015.
- Look-through gearing forecast to be circa 35% post Retail Fund sell down and settlement of Hurstville

Financial Overview ³	FY2015	FY2014	CHANGE
Statutory net profit/loss	24.1m	23.0m	4.8%
Statutory EPS	10.6c	12.1c	(12.4%)
Operating profit	14.6m	12.2m	19.7%
Operating EPS	6.4c	6.4c	-
Operating Profit (incl. Active earnings)	25.4m	19.3m	31.6%
Operating Profit (incl. Active earnings) EPS	10.7c	10.1c	5.4%
DPS	5.75c	5.00c	15.0%
Total assets	264.4m	173.9m	52.4%
Total liabilities	102.1m	31.3m	226.2%
Net assets	162.3m	142.6m	13.8%
Securities on issue	248.7	248.7	-
Gearing (core) ⁴	30.8%	6.9%	
Gearing look - through	53.9%	35.8%	

Notes

- FY15 Operating EPS calculated based on 248.7 million securities on issue (FY14: 207 million)
- Operating profit is a financial measure which is not prescribed by Australian Accounting Standards (“AAS”) and represents the profit under AAS adjusted for specific non-cash items and significant items. The Directors consider operating profit to reflect the core earnings of the group.
- Exclude amount relating to 4 Managed funds with material non-controlling interest, deemed to be controlled under AASB 10. The performance of these managed funds, which are operated as managed investment schemes, are considered to be non-core segments and are reviewed separately to that of the performance of the Group’s “core” operations. Please refer to Appendices.
- Net debt (debt less cash) excluding leases / (total tangible assets less cash)

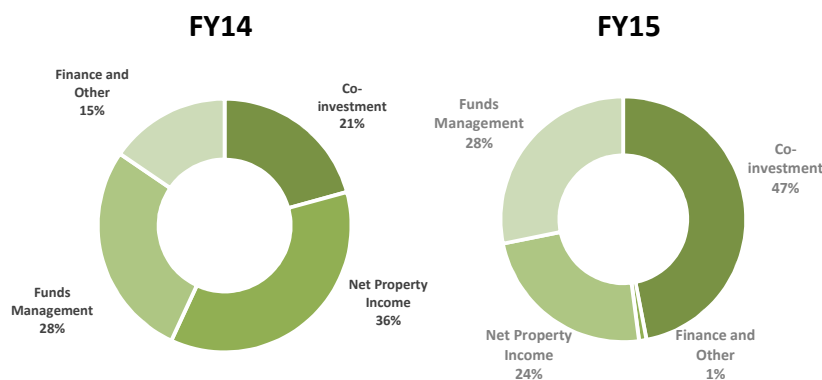


FY15 profit and loss analysis

- Co-investment income driven from increase in TIX holding, conversion of loans in FY14 into TOF units, full acquisition of Diversified Fund by TGP and organic funds distribution growth
- Net property income reduced due to sale of properties
- FM revenue growing in line with FUM growth
- Operating expenses were in line with pcg
- FY15 \$75m bond issue increased interest expense
- Active earnings generated through takeover of Diversified Fund and profit on sale of Hurstville property

SEGMENT OPERATING PROFIT ^{1,2}	FY15 (\$M)	FY14 ¹ (\$M)	CHANGE
Co-investment revenue	12.0	3.9	207.7%
Net property income	6.1	6.8	(10.3%)
Funds management revenue	7.2	5.2	38.5%
Finance & other revenue	0.1	2.9	(96.6%)
Total revenue	25.4	18.9	34.4%
Operating expenses	5.7	5.7	0.0%
Operating EBIT	19.7	13.2	49.2%
Net interest expense	4.5	0.6	650.0%
Operating profit before tax	15.2	12.6	20.6%
Net tax expense	0.6	0.4	50.0%
Operating profit after tax	14.6	12.2	19.7%
Active earnings	10.7	7.1	50.7%
Profit including active earnings	25.3	19.3	31.1%
Specific non cash and mtm	-1.2	3.7	(132.4%)
Statutory profit after tax	24.1	23.0	4.8%

SEGMENT REVENUE



Notes

1. June 2014 results only include nine months of 360 Capital Property Group from 2 October 2013.

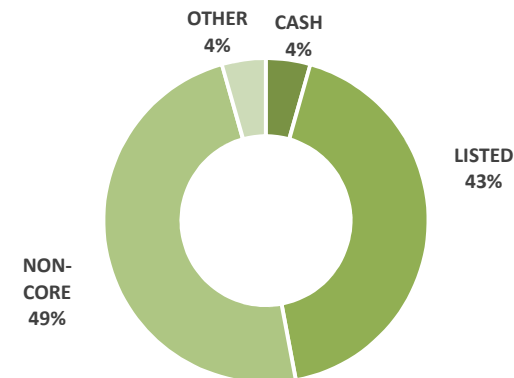


Balance sheet composition

BALANCE SHEET ^{1,2}	JUN 2014 \$M	DEC 2014 \$M	JUN 2015 \$M
Cash	14.4	14.5	11.7
Receivables	8.1	7.8	5.7
Listed co-investments	38.0	108.9	113.0
Diversified fund	35.9	-	-
Total core investments	96.4	131.2	130.4
Direct assets	42.8	47.0	47.0
Seed capital – Retail fund	-	3.9	34.0
Centuria funds	-	16.5	0.4
Canberra fund	-	2.1	-
111 St George’s Terrace	26.4	30.3	30.3
Other 360 Capital managed unlisted funds	-	15.6	16.4
Total non-core co-invest & seed capital	69.2	115.4	128.1
Other assets	10.3	7.7	5.9
Total assets	175.9	254.3	264.4
Bank borrowings	25.0	-	11.0
Corporate bond issue	-	75.0	74.7
Other	8.3	15.5	16.4
Total liabilities	33.3	90.5	102.1
Net assets	142.6	163.8	162.3

- Listed investments grew significantly during year as a consequence of Diversified Fund takeover, increased TIX co-investment and TOT investment
- All direct assets (Hurstville) recycled into cash FY16 and sell down of Retail Fund will see circa \$80 million cash available to repay bank debt and other working capital initiatives
- Longer term Group will seek to exit its unlisted co-investments into higher ROE activities
- 49% of balance sheet considered non-core/recyclable capital to drive group earnings
- Bank debt to be fully repaid 30 September 2015
- \$75m unsecured fixed rate corporate bond issue expires September 2019 at 6.9% fixed interest rate, 55% look-through LVR covenant

BALANCE SHEET COMPOSITION JUNE 2015

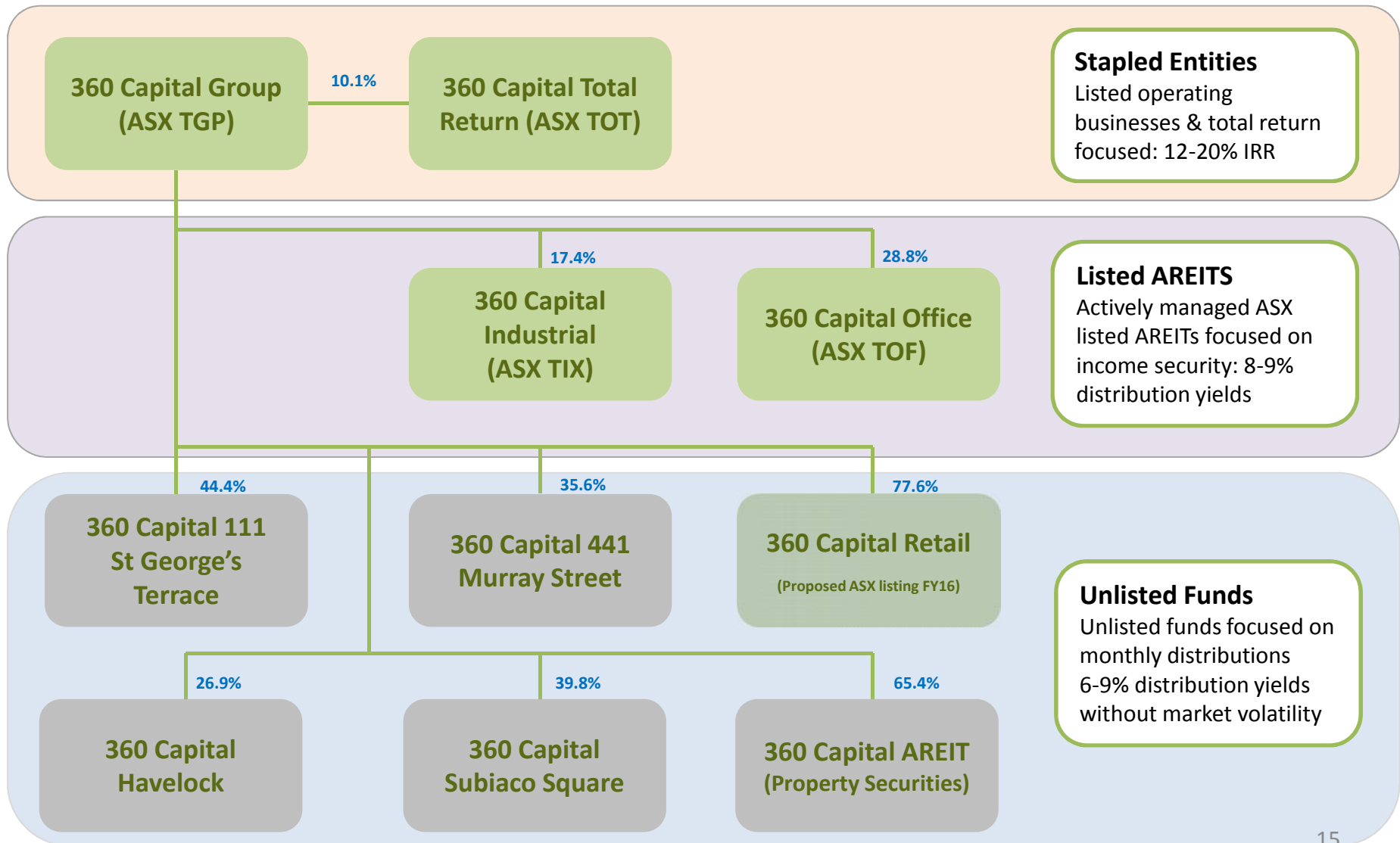


Notes: see previous page footnotes

FUNDS
MANAGEMENT



360 Capital managed funds platform



Stapled Entities
Listed operating businesses & total return focused: 12-20% IRR

Listed AREITs
Actively managed ASX listed AREITs focused on income security: 8-9% distribution yields

Unlisted Funds
Unlisted funds focused on monthly distributions 6-9% distribution yields without market volatility

% = TGP ownership



FUM growth and FY16 fee forecasts

MANAGED FUNDS AND FEES

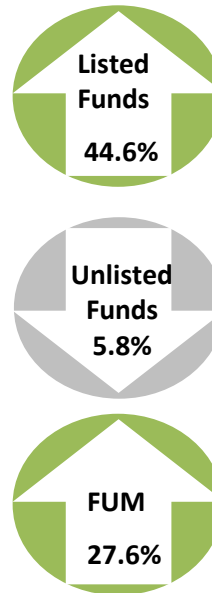
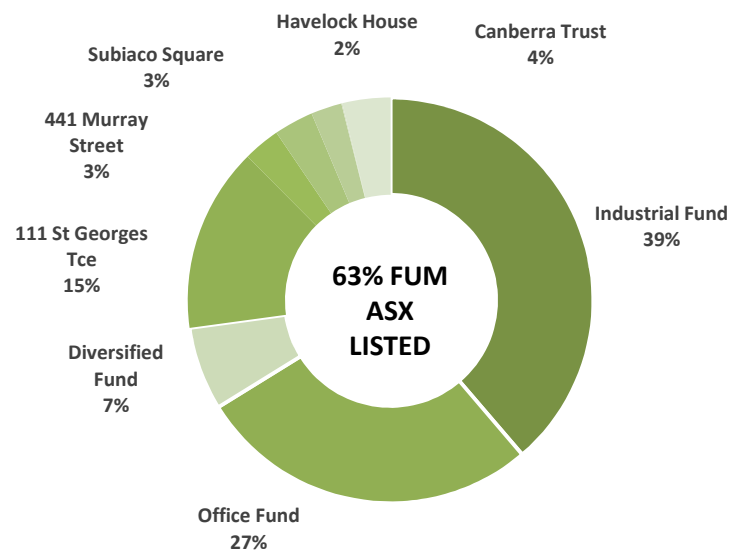
- Quality and sustainability of Funds significantly improved over FY15, growing by 27.6% to \$1.2 billion
- Listed funds continue to be Group's growth area, up 44.6% over FY15
- Recurring fee revenue forecast to continue to grow in FY16 by 22.5% (assuming no FUM Growth)

MANAGED FUNDS	Total Assets June 2015 (\$M)	Total Assets June 2014 (\$M)	FUM Change In FY15 (%)	FY15 Recurring Fees (\$M)	FY16 Recurring Fee Forecasts (\$M) (assume no FUM growth)	Forecast fee revenue FY15/16
Industrial Fund	622.4	365.9	70.1%	3.3	4.0	22.7%
Office Fund	230.4	258.9	(11.0%)	1.4	1.5	5.5%
Total Return Fund	50.7	-	100%	0.1	0.3	407.3%
Total Listed Funds	903.5	624.8	44.6%	4.8	5.8	22.5%
Diversified Fund	-	62.9	(100%)	-	-	
111 St George's Terrace	140.5	138.9	1.2%	0.9	0.9	(0.7%)
441 Murray Street Property Trust	26.2	27.9	(6.1%)	0.2	0.2	21.9%
Subiaco Square Sc Property Trust	32.9	29.6	11.1%	0.2	0.2	(-19.1%)
Havelock House Property Trust	25.1	23.4	7.3%	0.2	0.3	2.5%
Retail Fund	75.5	-	100%	-	0.3	100%
AREIT Fund	0.8	0.6	33.3%	-	-	-
Canberra Trust	-	36.2	(100%)	0.1	-	(100%)
Total Unlisted	301.0	319.5	(5.8%)	1.5	1.9	17.2%
Total FUM	1,204.5	944.3	27.6%	6.3	7.7	21.3%

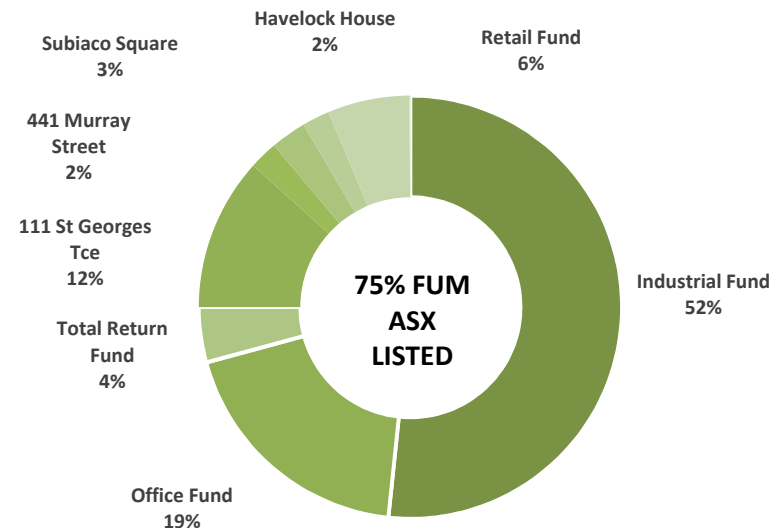


FUM breakdown

FUNDS UNDER MANAGEMENT FY14 –\$944.5M



FUNDS UNDER MANAGEMENT FY15 – \$1,204.5M



- Rationalisation of sub-optimal unlisted funds continued in FY15 with 75% of FUM now ASX listed and all funds covenant compliant and fully distributing
- All non-core real estate assets now disposed within each fund, positioning them for continued FUM growth (if opportunities arise)
- Key focus FY16 to continue to grow existing listed funds and provide listing opportunity to Retail Fund - FUM listed on ASX to >80%
- Listed funds have over \$1.1bn of inbuilt growth before further 360 co-investment required- focus now directed to growing existing listed funds and explore private equity real estate investments
- Unlisted direct funds rationalisation completed, group will focus on equity sourced from direct relationships and equity partners/ private equity in unlisted space – ie; financial planners/ advisor platform requirements too expensive/ not as deep



Acquisitions / Disposals / M&A

FUND ACQUISITIONS

FUND	Property	Price	Date
INDUSTRIAL	Wyong Distribution Centre	\$69.8m	July 2014
INDUSTRIAL	Townsville Distribution Centre	\$9.6m	July 2014
INDUSTRIAL	Mica Street, Brisbane	\$37.0m	August 2014
INDUSTRIAL	Rivergate Place, Brisbane	\$27.0m	December 2014
INDUSTRIAL	136 Zillmere Rd, Brisbane	\$25.0m	January 2015
OFFICE	576 Swan Rd, Melbourne	\$46.5m	February 2015
RETAIL	Windsor Marketplace	\$19.6m	June 2015
RETAIL	Rockhampton City Centre	\$50.0m	June 2015
TOTAL		\$271.4m	

FUND DISPOSALS

FUND	Property	Price	Date
INDUSTRIAL	Edinburgh Park, S.A.	\$4.5m	November 2014
INDUSTRIAL	Oakleigh South, Vic	\$10.5m	Post Period
OFFICE	52 Railway Pde, Sydney	\$80.0m	October 2014
TOTAL RETURN	Warringa Road, Frenchs Forrest	\$26.0m	Post Period
WINDUP	Canberra Fund	\$32.0m	June 2015
TOTAL		\$153.0m	

GROUP DISPOSALS

Property/Fund	Price	Date
ATO Hurstville	\$47.0m	Settling September 2015
Goulburn facility	\$4.3m	August 2014
Centuria Funds	\$16.2m	FY15
TOTAL	\$67.5m	

CORPORATE ACTIVITY

Acquirer	Property/Fund	Value	Date
TGP	Takeover of 360 Capital Diversified Fund	\$75.0m	September 2015
INDUSTRIAL	Takeover of ANI	\$320m	Ongoing
IPO	CVC Property Fund/ TOT	\$50.0m	April 2015
RETAIL	360 Capital Retail Fund	\$75.3m	June 2015
TOTAL RETURN	Strategic Stake - Unnamed fund	\$11.2m	June 2015
TOTAL RETURN	Documenting \$40.0m mezzanine loan in partnership	\$19.9m (TOT Cash share)	Post period
TOTAL		\$551.4m	

CO-
INVESTMENTS



Operational performance

KEY CO-INVESTMENTS	30 JUNE 2015 CO-INVESTMENT VALUE	30 JUNE 2014 CO-INVESTMENT VALUE	% OF FUND OWNERSHIP JUNE 2015	DISTRIBUTION INCOME FY15 (\$M)	FORECAST DISTRIBUTION INCOME FY16 (\$M)	FY16 INCOME ROE FORECAST
Industrial Fund	63.9		17.40%	4.3	5.7	8.90%
Office Fund	44.5	38	28.80%	3.6	3.6	8.10%
Total Return Fund	4.7	-	10.10%	0.1	0.5	9.60%
Total Listed Funds	113	38		7.9	9.8	8.60%
Diversified Fund		35.9	100%	0.5	-	-
111 St George's Terrace	30.3	26.4	44.40%	2.5	2.6	8.60%
441 Murray Street Property Trust	5.1		35.60%	0.4	0.6	12.00%
Subiaco Square Sc Property Trust	7.3		39.80%	0.3	0.4	6.00%
Havelock House Property Trust	3.5		26.90%	0.2	0.3	7.70%
Retail Fund	34		77.60%	-	1.8	5.20%
AREIT Fund	0.5		65.40%	-	-	5.30%
Canberra/Centuria Funds	0.4		19.90%	0.4	-	-
Total Unlisted	81.1	62.3		4.1	5.7	7.00%
Total Co-investment	194.1	100.3		12	15.5	8.00%

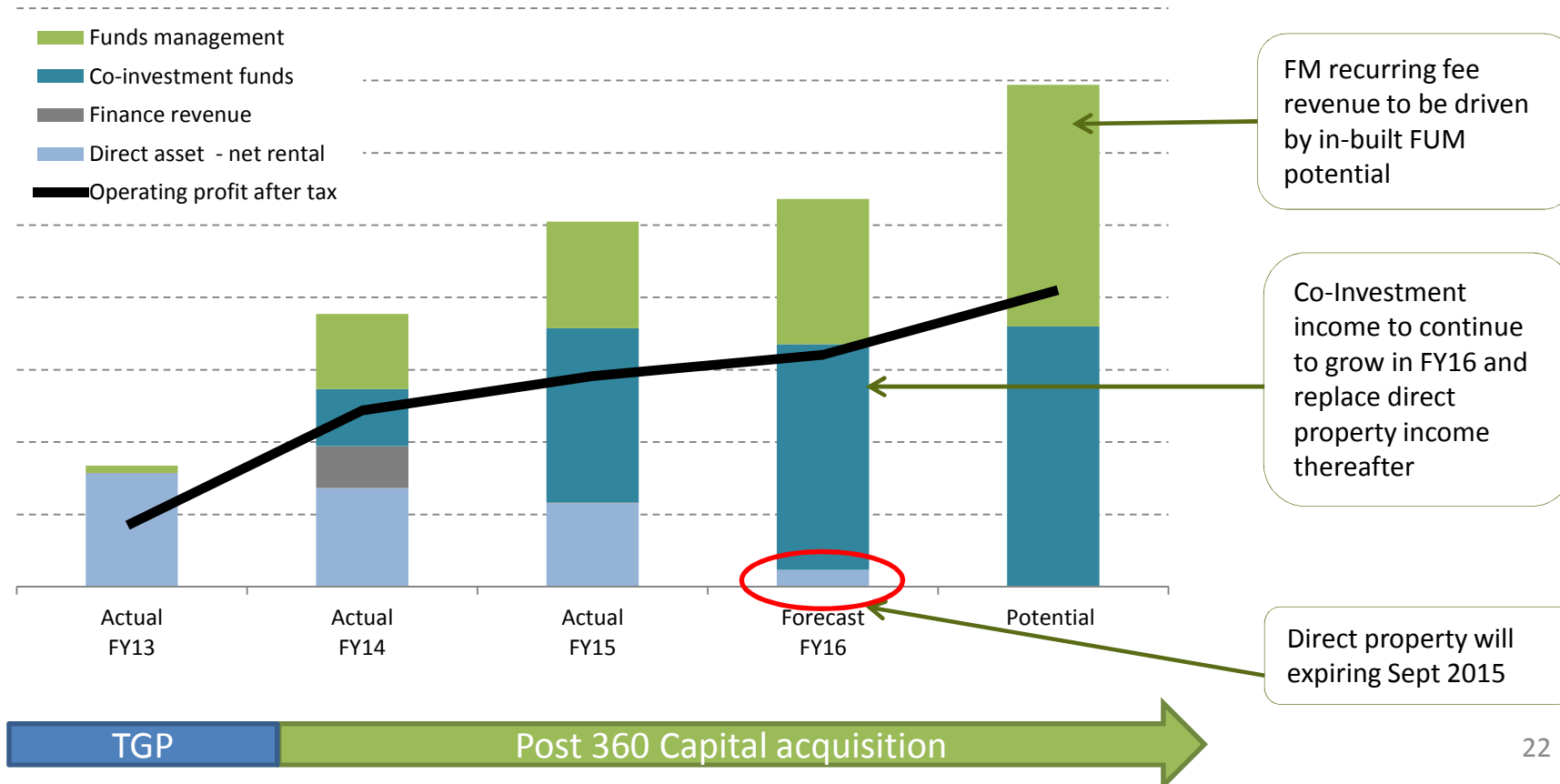
FY16 FOCUSES
& OUTLOOK



Base earnings platform for growth

- FM Revenue forecast to grow to \$10m in FY16, co-investment revenue to replace direct property income
- Direct property income from Q1 FY16 from settlement of Hurstville asset
- Potential revenue going forward from in-built FUM growth

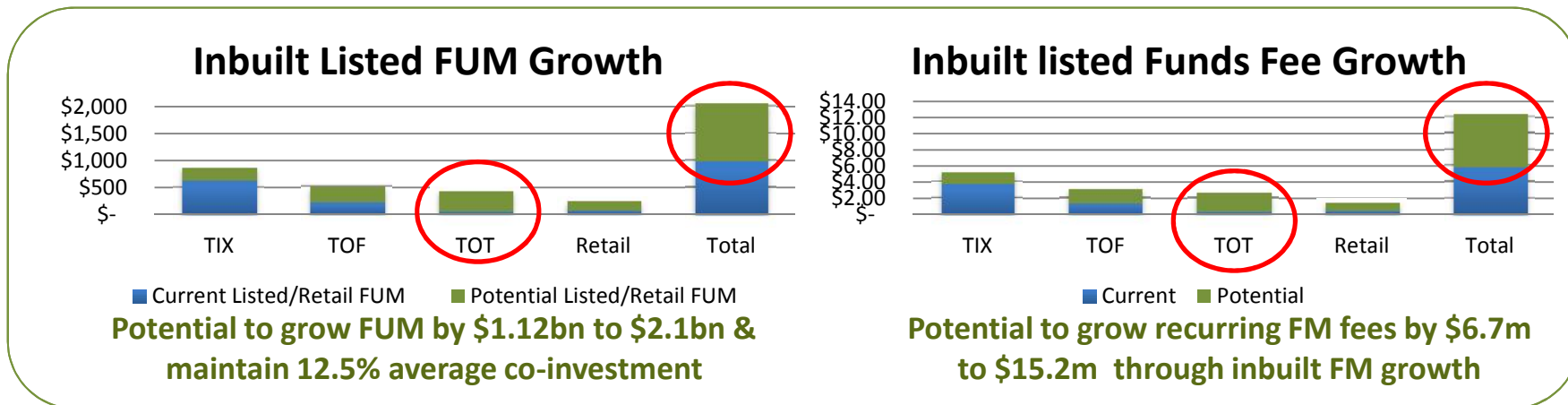
ACTUAL REVENUE BREAKDOWN & PROFIT FORECASTS TRENDS FOR FY16 & POTENTIAL REVENUE GROWTH





Inbuilt FUM growth to drive earnings

- Group's co-investment of >\$193m allows Group to continue its capital light strategy to grow revenue through FUM growth (if market conditions allow) – Can also stand still if market conditions not suitable!



How Capital Recycling Drives 360 Capital's Earnings

SEGMENT REVENUE	FY15 (\$M)	FY16 (\$M)		Potential Inbuilt Revenue (Excl performance fees)
Co-investment revenue	12.0	15.5	Assume net increase in co-investment of \$30m FY16 @8%	17.9
Net property income	5.8	1.2		-
FM revenue	7.3	10.0	Assume inbuilt listed FUM growth of \$1.1bn	16.7
Finance & other revenue	-	-		-
Total revenue	25.2	26.7	3.0+ cps p.a. inbuilt base earnings growth (40%+ higher than FY16 Base Earnings)	34.6



FY16 Key focuses

- Remain focused on maximising portfolio value within the managed funds to maximise investor returns
- Complete takeover of Australian Industrial REIT by 360 Capital Industrial Fund
- Settle Hurstville disposal in September 2015 and reduce Group look-through debt
- Sell down remaining equity in 360 Capital Retail Fund No.1 and if in Unitholder's best interest, present a listing proposal to Fund
- Continue to grow 360 Capital Total Return Fund to diversify its investments and investor appeal
- Look at appropriate acquisitions for 360 Capital Office Fund with strategy to grow through organic acquisitions or M&A and to obtain inclusion in the S&P/ASX300 AREIT Index over next 12 months
- Investigate ways to improve the cost of capital of the Group's managed funds to provide further growth in managed fund earnings
- Maintain a disciplined approach to operating costs across Group and funds platform
- Continue to recycle capital into higher ROE activities to drive Group EPS
- Be prepared for opportunities which may arise, be mindful of where we are in the cycle and continuing to focus on our business plan



FY16 outlook and guidance

MARKET

- Australian commercial real estate markets are becoming fully priced
- Group prepared to stand still and /or opportunistically sell assets where mispricing occurs in the market
- Interest rates at all time low – may remain low for prolonged period, our focus is on property fundamentals
- Maintain active approach to transactions to ensure continued opportunities to participate in majority of transactions in Australian commercial real estate marketplace

OPERATING

- Remain well capitalised and maintain a 'capital light' strategy to grow EPS and DPS in excess of peers and market growth rates without increasing the Group's risk profile
- Reduce Group look-through gearing to sub 40%
- Maintain strategic business approach and recognise position in the cycle
- Continue our business plan of being a pure Real Estate Fund Manager and Co-Investor
- Reinvest earnings excess back into business investment
- Market group and platform more efficiently to increase investment community awareness

6.8-7.0c

FORECAST FY16
OPERATING EPS
(Excl. active earnings)

TBA

FORECAST FY16
OPERATING EPS
(Incl. active earnings)

6.25c

DPS

QUESTIONS



Business of the Meeting

A	FY15 Financial Statements and Report
B	Resolution 1: Approval of the Fiscal 2015 Remuneration Report
C	Resolution 2 and 3: Re-election of Directors



FY15 Financial Statements and Report



To receive the Company's Annual Report 2015, including the Directors' Report and Financial Statements for the Company together with the Independent Auditor's Report for the year ended 30 June 2015.

360 Capital Group
Consolidated statement of profit or loss and other comprehensive income
For the year ended 30 June 2015

	Note	30 June 2015 \$'000	30 June 2014 \$'000
Revenue from continuing operations			
Rental from investment properties	4	24,454	21,018
Funds management fees	4	5,259	6,359
Distributions from property funds	4	9,183	3,821
Finance revenue	4	651	3,454
Total revenue from continuing operations		39,547	34,652
Other income			
Gain on bargain purchase	32	287	9,321
Net gain on fair value of financial assets	5	7,654	8,087
Net gain on fair value of investment properties		11,410	-
Reversal of impairment of equity accounted investments	19	100	600
Other income	6	33	1,815
Total other income		19,484	19,823
Total revenue from continuing operations and other income		59,031	54,475
Investment property expenses	7	7,585	5,339
Employee benefit expenses	8	5,457	4,247
Administration expenses		1,843	2,735
Depreciation expenses	22	15	16
Finance expenses	9	9,437	4,370
Business combination transaction expenses	32	-	791
Net loss on sale of investment properties		-	119
Net loss on fair value of investment properties		-	5,267
Net loss on fair value of derivative financial instruments		2,551	591
Profit from continuing operations before income tax		32,143	31,000
Income tax expense	10	1,294	2,899
Profit for the year		30,849	28,101

360 Capital Group
Consolidated statement of financial position
As at 30 June 2015

	Note	30 June 2015 \$'000	30 June 2014 \$'000
Current assets			
Cash and cash equivalents	14	14,967	16,881
Receivables	15	5,242	3,247
Financial assets at fair value through profit or loss	16	-	3,364
Assets held for sale	17	47,000	4,300
Other current assets	18	897	635
Total current assets		68,106	28,427
Non-current assets			
Receivables	15	297	956
Financial assets at fair value through profit or loss	16	117,421	89,461
Investments accounted for using the equity method	19	-	1,400
Investment properties	20	271,800	203,000
Intangible assets	21	5,000	5,000
Property, plant and equipment	22	69	33
Deferred tax assets	23	486	592
Total non-current assets		395,073	300,442
Total assets		463,179	328,869
Current liabilities			
Trade and other payables	24	6,896	3,369
Borrowings	25	21,525	15,257
Derivative financial instruments	26	-	14
Distribution payable	27	3,680	3,448
Provisions	27	1,569	97
Other current liabilities	28	9,093	2,013
Total current liabilities		42,763	24,198
Non-current liabilities			
Borrowings	25	191,401	87,115
Derivative financial instruments	26	1,347	358
Deferred tax liabilities	23	127	325
Provisions	27	-	20
Total non-current liabilities		192,875	87,818
Total liabilities		235,638	112,016
Net assets		227,541	216,853



Resolution 1: Approval of the Fiscal 2015 Remuneration Report

To consider and, if thought fit, to pass the following resolution as an ordinary resolution of the Company:

“That the remuneration report of the Company for the financial year ended 30 June 2015 as contained in the director’s report for the Company be approved.”

The vote on this resolution is advisory only and does not bind the Directors of the Company

Proxy Voting	Type	<u>For</u>		<u>Against</u>		<u>Open</u>		<u>Total</u>	<u>Exclusions</u>	<u>Abstain</u>
		Votes (m)	%	Votes (m)	%	Votes (m)	%	Votes (m)	Votes (m)	Votes (m)
Resolution 1	Ordinary	97.6	96.5	0.8	0.8	2.8	2.8	101.2	62.8	10.3

Voting exclusions

In accordance with the Corporations Act a vote must not be cast on the non-binding Remuneration Report resolution (Resolution 1) by or on behalf of a Securityholder of the Key Management Personnel (whose remuneration details are contained in the Remuneration Report) or their closely related parties whether as a Securityholder or as a proxy. However, a vote may be cast on Resolution 1 by a Key Management Personnel or a closely related party of a Key Management Personnel if:

- the vote is cast by a person as a proxy for a person who is entitled to vote (i.e. is not a Key Management Personnel or a closely related party of a Key Management Personnel), in accordance with the directions on the proxy form; or
- a Key Management Personnel is the Chairman of the meeting and the appointment of the Chairman as proxy does not specify the way the proxy is to vote on the resolution and expressly authorises the Chairman to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of the Key Management Personnel.



Resolution 2 and 3: Re-election of Directors

RE-ELECTION OF DIRECTOR: MR. ANDREW GRAEME MOFFAT

The meeting is therefore asked to consider and if thought fit, to pass the following resolution as an ordinary resolution of the Company:

“That Mr. Andrew Graeme Moffat, being a Director of the Company who retires from office in accordance with the Constitution of the Company and Listing Rules and being eligible and having offered himself for re-election, is re-appointed as a Director of the Company.”

Proxy Voting	Type	<u>For</u>		<u>Against</u>		<u>Open</u>		<u>Total</u>	<u>Exclusions</u>	<u>Abstain</u>
		Votes (m)	%	Votes (m)	%	Votes (m)	%	Votes (m)	Votes (m)	Votes (m)
Resolution 2	Ordinary	156.8	90.0	1.5	0.8	16.0	9.2	174.2	-	-

Voting exclusions

None



Resolution 2 and 3: Re-election of Directors

RE-ELECTION OF DIRECTOR: MR. WILLIAM JOHN BALLHAUSEN

The meeting is therefore asked to consider and if thought fit, to pass the following resolution as an ordinary resolution of the Company:

“That Mr. William John Ballhausen, being a Director of the Company who retires from office in accordance with the Constitution of the Company and Listing Rules and being eligible and having offered himself for re-election, is re-appointed as a Director of the Company.”

Proxy Voting	Type	<u>For</u>		<u>Against</u>		<u>Open</u>		<u>Total</u>	<u>Exclusions</u>	<u>Abstain</u>
		Votes (m)	%	Votes (m)	%	Votes (m)	%	Votes (m)	Votes (m)	Votes (m)
Resolution 3	Ordinary	158.2	90.8	0.1	0.0	16.0	9.2	174.2	-	-

Voting exclusions

None

Thank you.