

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity: 360 Capital Total Return Fund (TOT)
ARSN360 Capital Total Return Active Fund (ARSN 602 304 432) stapled to 360 Capital Total Return Passive Fund (ARSN 602 303 613) together 360 Capital Total Return Fund (TOT)

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Tony Robert Pitt
Date of last notice	30 November 2016

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

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Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	1) Units held by TT Investments Pty Ltd (TT Super Fund A/C) and TT Superannuation Fund A/C) ('TT Investments'). Director of TT Investments Pty Ltd and beneficiary in TT Investment Trust. 2) Units held by Pentagon Capital Pty Ltd which is ultimately owned by TT Investment Trust. 3) Units held by the ASX listed 360 Capital Group (TGP) held in the name of 360 Capital Property Ltd a wholly owned subsidiary of 360 Capital Group Limited a) Director of and holds an indirect interest in TT Investments Pty Ltd (TT Super Fund A/C) and TT Superannuation Account (TT Investments) which holds an interest in 360 Capital Group (TGP) b) holds shares in own name in 360 Capital Group (TGP)
Date of change	2/12/2016
No. of securities held prior to change	1) 150,000 (TT Investments) 2) 140,367 3) <u>7,449,415</u> (360 Capital Group) 7,739,782
Class	Ordinary Units
Number acquired	1) Nil 2) 59,633 (Pentagon Capital Pty Ltd) 3) Nil
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	2/12/2016 \$1.10 per unit
No. of securities held after change	1) 150,000 (TT Investments) 2) 200,000 (Pentagon Capital Pty Ltd) 3) <u>7,449,415</u> (360 Capital Group) 7,799,415

+ See chapter 19 for defined terms.

Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On Market trades
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.