



ASX Release

REAL ASSETS
PRIVATE EQUITY
PUBLIC EQUITY
CREDIT

360 Capital Group (ASX: TGP)
209 Annual General Meeting
Chairman's Address and Presentation

31 October 2019

Page 1 of 4

Good afternoon Ladies and Gentlemen it is 2:00pm and as there is a quorum present, I declare this meeting open.

Welcome to the 2019 Annual General Meeting of 360 Capital Group Limited.

My name is David van Aanholt and I am the Independent Chairman of the Group.

To help the meeting run smoothly can you please turn your mobile phones off? Thank you!

I would like to start by introducing my fellow Directors:

- John Ballhausen an Independent Director; John is a member of the Audit and Risk Committee
- Andrew Moffat an Independent Director; Andrew chairs the Remuneration and Nominations Committee and is a member of the Audit and Risk Committee;
- Graham Lenzner an Independent Director; Graham chairs the Audit and Risk Committee and is a member of the Remuneration and Nominations Committee; and
- Tony Pitt the Managing Director of the Group.

Also present today are our:

- Chief Financial Officer, Glenn Butterworth
- Head of Real Assets, James Storey
- Head of Private Credit, Chris Chase
- Digital JV Partner, David Yuile and
- Company Secretary, Jennifer Vercoe
- I also welcome other members of the 360 Capital team that are here today, and our auditors EY
- Our JV partner of Public and Private Equities, Dennison Hambling cannot attend today and sends his apologies.

Shortly I will hand to Tony, who will go through the Group's FY 19 performance, Tony will also expand on our significant progress towards becoming a leading manager and investor of alternative assets.

We will then move to the formal business of meeting and the **Four** Resolutions for your approval as detailed in the Notice of Meeting mailed to all Securityholders on 30 September 2019.

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



ASX Release

Page 2 of 4

You will have received a card upon entering the meeting.

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 an observer at this meeting and you are not permitted to ask questions.

Investors will recall that in January 2017 the Group sold the majority of our Funds Management platform and associated investments to Centuria for over \$300 million, realising a profit of \$77.6m. Since that time the Group has been gradually redefining the business. In FY19, post the sale of our significant ownership position in Asia Pacific Data Centre Group on which we realised a net profit of \$19.24 million and an IRR of 14.4%, we have spent the balance of the year evolving our business plan, expanding our team and executing on our strategy.

As we have clearly articulated to the market, we see "Our Purpose is to be a leading Australian investor and fund manager of alternative assets, who partner with our stakeholders to identify, invest and realise on opportunities."

Although our investment strategies have expanded, our investment philosophy has not:

We remain a high conviction investor who invests alongside our stakeholders and partners with a focus on maximising returns over an agnostic investment term.

We push ourselves to think outside of traditional investment parameters, this allows us to see opportunities that others miss and realise value others can't.

Drawing on our team of highly skilled investment and sector-specific specialists, we will continue to execute on strategies with strong thematic, while remaining nimble and cohesive as a Group.

Our business plan of being a leading manager and investor of alternative assets is confined to four key strategic pillars, namely:

- Real Assets
- Private Equity
- Public Equity
- Credit

The Group now has in place an executive that have the relevant experience to head up each of these strategic areas and they are empowered to drive performance. This year we have also strengthened our finance, product distribution and compliance functions.

These initiatives, with our strong end of year cash reserves of circa \$177 million, places us in an excellent position to execute our growth strategy in a prudent way.

We have strong corporate governance in place for each strategic area with David and Dennison serving on the investment management Boards of our Digital Infrastructure and



ASX Release

Page 3 of 4

Equities joint ventures. For the other funds, there are formal investment committees with independent members who have the required skillsets for the particular strategy.

Your Board has now been together for approximately 7 years and has seen significant change in the business from its early days. We believe we continue to have a broad set of skills and experience to guide the Group with its expanded strategy, albeit, the Group remains an investor and fund manager.

As you will have seen from the resolutions in the Notice of Meeting, and in line with the expansion of our team, the Board believes that it is appropriate to put in place a new Executive Incentive Plan.

As you may be aware, most of the team own securities in the Group, with over one third of the Group owned by staff and Directors. This alignment is a key difference to most public companies and this differentiation helps attract quality people to the Group and provides securityholders with comfort that the team is very strongly aligned with them.

The benefits of the new Executive Incentive Plan include that:

- It facilitates a short-term incentive program which allows for a 12-month deferred equity component consistent with broader practices of ASX listed organisations,
- It allows rights or options to be used as long-term incentives in addition to existing loan plan arrangements and
- Importantly, it allows the implementation of a target remuneration mix for the Managing Director and other Key Management Personnel with the annual issue of three-year long-term incentives as rights or options.

The Board is of the firm view that the new Executive Incentive Plan gives us flexibility to attract, retain and reward executives in an appropriate manor as they help to build and create long term securityholder value

As you will see from Tony's presentation, over the past nine months, the Group has made considerable advances in implementing the Group's expanded strategy, with the team building the platform in each of the four strategic pillars, all of which position the Group for a bright future.

Although we have made considerable advances in implementing our strategy, we remain very cautious on the broader economy, as evidenced by our current cash and liquid asset levels both within the Group and the Funds.

I will now hand over to Tony who will provide a summary of 360 Capital's FY19 performance and expand on each of the Group's four strategies.

A. Level 8, 56 Pitt Street
Sydney NSW 2000

P. +61 2 8405 8860
F. +61 2 9238 0354

W. 360capital.com.au
E. investor.relations@360capital.com.au

360 Capital



ASX Release

Page 4 of 4

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 1300 082 130 or by emailing investor.relations@360capital.com.au

Alternatively, please contact:

Tony Pitt
Managing Director
360 Capital Group

Libby Langtry
Investor Relations Manager
360 Capital Group

T: (02) 8405 8860

T: (02) 8405 8872

About 360 Capital Group (ASX: TGP)

360 Capital Group is an ASX-listed, investment and funds management group, focused on strategic and active investment management of alternative assets. Led by a highly experienced team, the Group operates in Australian and global markets investing across real estate, public and private equity and credit strategies. We partner with our stakeholders to identify, invest and realise on opportunities.



360 Capital Group ASX: TGP

2019 Annual General Meeting

360 Capital Group Limited ACN 113 569 136

360 Capital Investment Trust ARSN 104 552 598

Disclaimer

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 31 October 2019 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.

This presentation is provided for general information purposes only, without taking into account the recipient's investment objectives, financial situation or needs. It is not a product disclosure statement, pathfinder document or any other disclosure document for the purposes of the Corporations Act 2001 (Cth) and has not been, and is not required to be, lodged with the Australian Securities & Investments Commission. It should not be relied upon by the recipient in considering the merits of TGP or the acquisition of securities in TGP.






Nothing in this presentation constitutes investment, legal, tax, accounting or other advice. TGP is not licensed to provide financial product advice (including personal financial product advice) and the information contained in this presentation does not constitute financial product advice. The recipient should consider its own financial situation, objectives and needs, and conduct its own independent investigation and assessment of the contents of this presentation, including obtaining investment, legal, tax, accounting and such other advice as it considers necessary or appropriate. It is not an offer to buy or sell, or a solicitation to invest in or refrain from investing in, securities in TGP or any other investment product.

TGP and its related bodies corporate and other affiliates and their respective directors, employees, consultants and agents ('TGP Group') make no representation or warranty as to the accuracy, completeness, timeliness or reliability of the contents of this presentation. To the maximum extent permitted by law, no member of the TGP Group accepts any liability (including, without limitation, any liability arising from fault or negligence on the part of any of them) for any loss whatsoever arising from the use of this presentation or its contents or otherwise arising in connection with it.

This presentation may contain forward-looking statements, forecasts, estimates and projections ('Forward Statements'). Forward Statements include those containing such words as "anticipate", "estimates", "will", "should", "could", "may", "expects", "plans" or similar expressions. Indications of and guidance or outlook on future revenues, distributions or financial position and performance or return or growth in underlying investments included in this presentation are also Forward Statements. No independent third party has reviewed the reasonableness of any such statements or assumptions.

No member of the TGP Group represents or warrants that such Forward Statements will be achieved or will prove to be correct or gives any warranty as to the accuracy, completeness, likelihood of achievement or reasonableness of any Forward Statement, forecasts, projections, prospects, returns, or statements in relation to future matters contained in the information provided in this document. Except as required by law or regulation, TGP assumes no obligation to update Forward Statements. Such guidance, forecasts, projections, prospects, returns or statements are by their nature subject to significant unknown risk, uncertainties and contingencies, many of which are outside the control of TGP Group, that may cause actual future results to differ materially from those expressed or implied in such statements. There can be no assurance that actual outcomes will not differ materially from these statements. Similarly, no representation or warranty is made that the assumptions on which the Forward Statements are based may be reasonable. No audit, review or verification has been undertaken by the TGP Group. Past performance is not an indicator of future performance.

Table of Contents

1	Chairman’s Welcome and Introduction	P.3		Tony Pitt Group MD
2	Board of Directors	P.4		
3	Managing Director’s Address	P.9		Glenn Butterworth Group CFO
4	Questions	P.22		
5	Business of the Meeting	P.23		James Storey Head of Real Assets
				Dennison Hambling Head of Equities
				Chris Chase Head of Credit



2. Board of Directors



Board of Directors



David van Aanholt
Non-executive Chairman

Over 30 years' experience in the property and funds management industry.

Prior to establishing his own property group in 2007, David worked for ASX listed Goodman Group as Chief Executive Officer (Asia Pacific), responsible for Group operations in Australia, New Zealand, Hong Kong and Singapore.

Held senior roles at Paladin Australia and CDH Properties (acquired by KPMG).

Holds a Bachelor of Business (Land Economy), a Post Graduate Diploma in Management, a Masters in Business Administration and he is a Fellow of the Australian Property Institute.

David sits on multiple boards and committees outside of 360 Capital



Tony Pitt
Managing Director

Founding Director of 360 Capital and has worked in the property funds management industry for over 20 years.

Has overseen the IPO of 3 AREITs since 2012, created various unlisted funds and headed many corporate acquisitions, disposals, mergers & acquisitions.

He has formerly held numerous senior roles and directorships at Mirvac Group, James Fielding Group, Paladin Australia, Jones Lang LaSalle and CB Richard Ellis.

Graduated from Curtin University with a Bachelor of Commerce (Property), has a Graduate Diploma in Applied Finance and Investment from the Financial Services Institute of Australasia.



Graham Lenzner
Non-executive Director

Career spanning four decades
Emphasis on funds management and financial markets

Executive Director of the Armstrong Jones Group for 12 years, the last four years as Joint Managing Director
Previous roles include Finance and Deputy Managing Director of Aquila Steel, General Manager Finance and Investments of MMI Insurance Limited.

Has served on the Board of a number of public and private companies. He is currently Chairman of T Z Limited.



John Ballhausen
Non-executive Director

John is a financial services professional with over 35 years' experience. He is a founder of Quay Fund Services Limited providing trustee and responsible entity services to fund managers. He is also a non-executive director of Arctic Intelligence.

John founded Rimcorp Property Limited and became its Managing Director. In 2008, Rimcorp was successfully sold with approximately \$100 million in funds under management spread over four registered property schemes. Before 2002 John held the position of Chief Investment Officer with HIH Insurance, with responsibility for more than \$3 billion of funds across fixed interest, equities and property asset classes. John has a Bachelor of Commerce from the University of NSW, is a Fellow of the Financial Services Institute of Australasia and a Graduate of the Australian Institute of Company Directors.

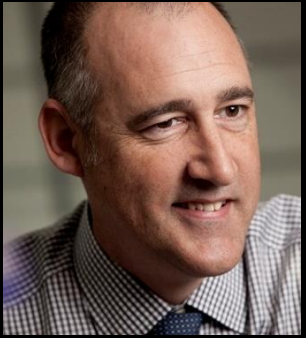


Andrew Moffat
Non-executive Director

Andrew has in excess of 23 years of corporate and investment banking experience, including serving as a director of Equity Capital markets and Advisory for BNP Paribas Equities (Australia) Limited. Andrew is the sole principal of Cowoso Capital Pty Ltd, a company providing corporate advisory services. Andrew is also a Director of Pacific Star Network Limited and a Director of ICP Funding Pty Ltd. His past public company directorships include Rubik Financial limited, Keybridge Capital Limited, CCK Financial Solutions Limited, iTX Group Limited and Infomedia Limited.



“Our Purpose is to be a leading Australian investor and fund manager of alternative assets, who partner with our stakeholders to identify, invest and realise on opportunities.”



Through FY19 we invested in people to execute on this strategy and organically grow our businesses



360 Capital



Our Investment Philosophy

- Although our investment strategies have expanded, our investment philosophy has not:

“We are a high conviction investor who invests alongside our stakeholders and partners with a focus on maximising returns over an agnostic investment term.

Pushing ourselves to think outside of traditional investment parameters allows us to see opportunities that others miss and realise value others can't.

Drawing on our team of highly skilled investment and sector-specific specialists, we will continue to execute on strategies with strong thematic, while remaining nimble and cohesive as a Group.”



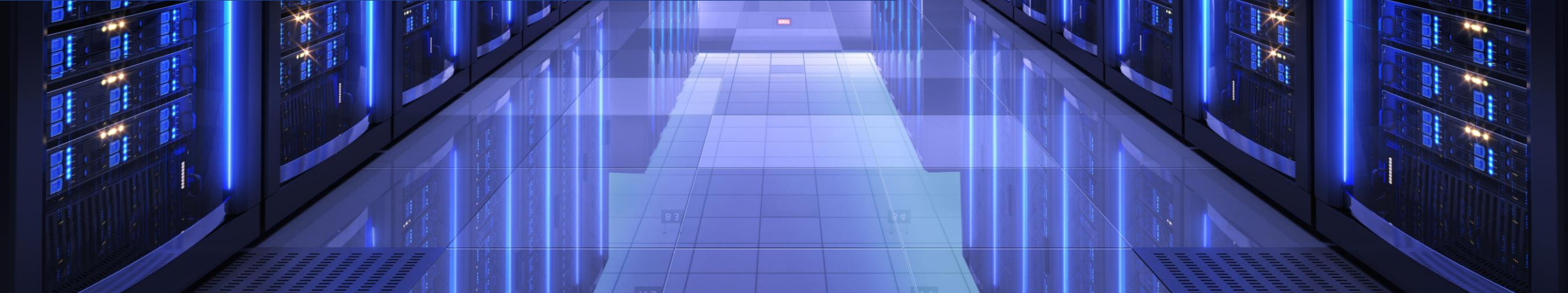
Alternative Asset Strategy

FINANCE
PRODUCT DISTRIBUTION
GOVERNANCE AND COMPLIANCE
GROWTH CAPITAL

REAL ASSETS	PRIVATE EQUITY	PUBLIC EQUITY	CREDIT
360 Capital Total Return Fund (ASX:TOT) 360 Capital Digital Infrastructure Partners 360 Capital Digital Infrastructure Fund (ASX: TDI)	360 Capital Private Equity Fund	360 Capital Active Value Equity Fund (ASX: to be listed)	360 Capital Credit Income Fund (ASX: to be listed)



3. Managing Director's Address



FY19 Key Highlights- Pre 30 June

- Maximised our exit of Asia Pacific Data Centre Group for \$154.8 million
- Repaid all debts and became debt free across entire platform
- Announced expanded investment strategy into alternative assets
- Entered into Equities Funds Management joint venture with Dennison Hambling
- Received remaining sale proceeds from previous business sale to Centuria
- Entered into Digital Infrastructure Management joint venture with David Yuile
- TOT averaged \$56.6 million in 1st mortgage loans, with repayments achieving an average IRR 15.9% p.a¹

\$177m

Cash Balance

\$0

Debt

Two

Joint Ventures

1. IRR calculated excluding Port Coogee repayments, as Port Coogee loan remains ongoing

FY19 Key Highlights- Post 30 June

- Closed \$50.0 million in pre-IPO funding for 360 Capital Digital Infrastructure Fund
- Acquired two data centre interests in 360 Capital Digital Infrastructure Partners
- Launched IPO and further \$65 million raising of 360 Capital Digital Infrastructure Fund
- Chris Chase appointed Head of Private Credit to build out Group's corporate credit strategy

\$115m

IPO of Digital
Infrastructure Fund

2

Data centres purchased

IPO

360 Capital Digital
Infrastructure Fund

Financials - 30 June 2019 Balance Sheet



	30 Jun 19 (\$m)	30 Jun 18 (\$m)	Change (\$m)	Change (%)
Cash	177.2	10.0	167.2	
Asia Pacific Data Centre Group	-	156.5	(156.5)	
360 Capital Total Return Fund	21.6	18.3	3.3	
111 St Georges Terrace	-	20.3	(20.3)	
Retail Fund	-	19.5	(19.5)	
Retail Fund - Additional units	2.2	4.3	(2.1)	
AMF Finance Joint Venture	0.4	0.4	-	
Receivables	0.9	2.7	(1.8)	
Other assets	13.6	16.6	(3.0)	
TOTAL ASSETS	215.9	248.6	(32.7)	(13.2)%
Loan Facility	-	20.0	(20.0)	
Other liabilities	0.9	6.8	(5.9)	
TOTAL LIABILITIES	0.9	26.8	(25.9)	(96.5)%
NET ASSETS	215.0	221.8	(6.8)	(3.1)%
Securities on issue	230.8	228.6	2.3	1.0%
NTA per Security	\$0.93	\$0.97	\$(0.04)	(3.6)%

\$177m
Cash balance

As at 30 June 2019, TGP had a cash balance of \$177.2m

\$25m
Digital Fund Co-investment post period

Post period, \$25.0m long term co-investment into 360 Capital Digital Infrastructure Fund

\$75m
Capital available for co-investment and business growth

The Group seeks to maintain a minimum of \$75 million of cash and therefore has a further \$50m for co-investment and sponsoring business growth

\$0.93
NTA per security

Net Tangible Assets (NTA) reduction due to the impact of special distribution in FY19 (97.0 cps at 30 June 2018)

Note: Segment Balance Sheet based on management accounts includes Other assets - ESP Loan receivable of \$12.3 million (2018: \$15.8 million)



Financials - FY19 Profit and Loss

\$2.3m

Finance revenue

Finance revenue of \$2.3m, a 156% increase over FY18, offset by investment revenue falling from \$12.7m to \$5.9m during the period (\$0.9m at 30 June 2018)

\$1.6m

Statutory NPAT attributable to securityholders

90.1% decrease in statutory net profit attributable to securityholders (\$16.2m at 30 June 2018)

\$4.8m

Operating profit

Operating profit after tax of \$4.8 million reflecting a 55.1% decrease on prior year (\$10.7m at 30 June 2018)

2.3 cps

Earnings per security

Earnings per Security of 2.3 cps for the period reflects a 54.0% decrease on the prior period (5.0 cps at 30 June 2018)

5.0 cps

Distributions per security

Distributions of 5.0cps for the period including 3.0cps special fully franked dividend (5.5 cps at 30 June 2018)

	30 Jun 19 (\$m)	30 Jun 18 (\$m)	Change (\$m)	Change (%)
Management Fee Revenue	0.6	0.5		
Investment Revenue	5.9	12.7		
Finance Revenue	2.3	0.9		
Debt Origination Revenue	-	0.4		
TOTAL REVENUE	8.8	14.5	(5.7)	(39.3)%
Employment Expenses	2.8	-		
Operating expenses	1.2	3.4		
OPERATING EARNINGS BEFORE INTEREST & TAX	4.8	11.1	(6.3)	(56.8)%
Interest Expense	0.7	1.2		
OPERATING PROFIT BEFORE TAX	4.1	9.9	(5.8)	(58.6)%
Income Tax Expense	(0.7)	(0.8)		
OPERATING PROFIT AFTER TAX	4.8	10.7	(5.9)	(55.1)%
Non-Cash and significant one-off items	(3.2)	5.5		
STATUTORY PROFIT AFTER TAX	1.6	16.2	(14.6)	(90.1)%
OPERATING EPS	2.3 cps	5.0 cps	2.7 cps	(54.0)%
DISTRIBUTIONS/DIVIDENDS CPS	5.0 cps	5.5 cps	0.5 cps	(9.1)%

Note: Segment Profit and Loss based on management accounts. Refer to Note 1 in the Financial Report.

Real Assets – 360 Capital Total Return- Strategy



- **TOT is the Group's ASX-listed real estate vehicle**
- **TGP owns 26.3% of TOT and receives fees from management and loan origination through 50% ownership of AMF Finance**

TOT's investment strategy is focused on 4 key areas:

- **Direct real estate**
 - Asset repositioning
 - Rezoning / redevelopment
 - Income generating real estate
- **Indirect real estate**
 - Operating businesses
 - Strategic equity investments
 - Participation in mergers and acquisitions
- **Real estate debt**
 - First and second mortgage
 - Preferred equity
- **Non-performing real estate debt**
 - Distressed financing
 - Non-performing loans
 - Recapitalisation

\$42.3m
Cash balance

\$46.1m
Senior loans
written FY19

\$86.7m
Gross Assets

\$1.19
Core NTA per
security

POST PERIOD ACTIVITIES

- \$10.8m placement completed
- Exchanged contracts to purchase 23 apartments for \$16.5m at 20% discount to valuation
- Scheme implementation agreement with URB signed – TOT market Cap to increase from \$94m to \$170m
- TGP to purchase URB management rights
- Merger will increase TOT unitholders from 850 to 3,500
- AMF written \$52.6m of loans since 30 June 2019 generating \$0.84m fee revenue

Loan portfolio



Progressively drawn senior

Development of 94 apartments in Western Sydney

Net Realisation¹: \$46.7m
Facility Amount²: \$31.8m
(68% LVR / 79% LTC)

Term: 24 months



Cash advance senior³

Medium density complex comprising 109 waterfront, residential apartments in Port Coogee, W.A.

Net Realisation¹: \$13.2m
Facility Amount²: \$8.0m
(61% LVR)

Term: 18 months



Cash advance senior

Medium density complex comprising 22 luxury apartments in New Farm, QLD

Net Realisation¹: \$8.0m
Facility Amount²: \$4.7m
(58% LVR)

Term: 12 months



Mezzanine

Construction of pre-leased hotel in Perth, WA

Net Realisation¹: \$76.0m
Facility Amount²: \$7.6m
(70% LVR / 78% LTC)

Term: 24 months



Progressively drawn senior

Development of 28 room residential accommodation facility in Coogee NSW

Net Realisation¹: \$11.4m
Facility Amount²: \$8.0m
(70% LVR / 80% LTC)

Term: 19 months

1. Net Realisation based on "As If Complete" valuation (net of GST & selling costs)
2. Facility amount including capitalised interest and fees
3. Loan amended 28 June 2019

Real Assets – 360 Capital Digital Infrastructure Fund



- Launch of 360 Capital Digital Infrastructure Partners in 50/50 joint venture with data centre and telecommunication expert, David Yuile
- Strong pipeline of acquisition opportunities
- Interest from global partners to invest in Partnership

Post 30 June

- Acquisition of interest in Guam operating data centre for \$7.8 million
- Acquisition of Perth data centre for \$37.0 million
- Investment in a convertible note in global hyperscale data centre operator for \$10.6 million
- \$50 million pre-IPO funding completed
- \$115 million IPO of 360 Capital Digital Infrastructure Fund forecast to listed in November 2019 on ASX

POST PERIOD ACTIVITIES

- Completed \$65m IPO raising and fully underwritten
- TGP sub-underwrote Priority Offer - \$370k fee
- Strong pipeline of opportunities
- Listing scheduled for 4 November 2019



Real Assets – 360 Capital Digital Infrastructure Fund



- Digital Infrastructure Partners has four core investment areas to focus on:
 1. data centres
 2. dark fibre and fibre-based networks
 3. cell towers, small cell sites
 4. other related digital infrastructure
- TGP has co-invested \$25m into the Fund as long term co-investment capital
- TGP underwrote third party pre-IPO funding of \$25m
- 1.0% gross assets management fee to Investment Manager
- performance fee to the Investment Manager over 10% IRR, of 2% and 80/20 thereafter
- IPO scheduled for 4 November 2019

Private & Public Equity



- 50/50 joint venture established with Dennison Hambling, Head Public & Private Equity
- TGP has right to purchase 100% upon FUM >\$300 million (consideration paid in TGP securities)
- Previously CIO of First Samuel, Dennison was responsible for \$660m portfolio, returning 11.2% p.a. over 11-year history
- Brisbane office established
- 360 Capital Core Plus Equity Fund launch Q2 FY20
- Group has committed \$10m as long term co-investment capital
- Potential IPO of LIC in Q4 FY20

POST PERIOD ACTIVITIES

- Investigated taking over LIC – proposal rejected
- 360 Capital Core Plus Equity Fund launched
- Investigating LIC listing
- Obtained private mandates and analysing several potential privatisations.

\$10m

TGP Co-investment
commitment

Fund Est.

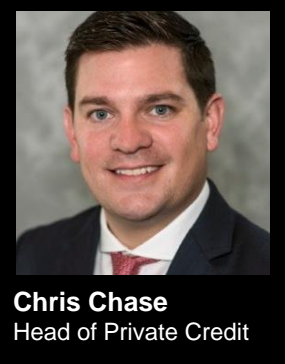
360 Capital Core Plus
Equity Fund





Credit Strategies

- Expansion of real estate credit into other forms of credit investment strategies
- Systems/committees/licensing already in place, enabling the expansion of current lending business activities
- Appointment of Chris Chase, Head of Private Credit
- Chris has more than 12 years experience at Macquarie, CBA and ANZ
- Currently establishing 360 Capital High Yielding Credit Fund – Target to list on ASX FY20
- Strategy of providing credit to small and mid tier Australian corporates
- Opportunity to cross sell between credit and equity strategies
- Australian Banks restricted corporate lending creating opportunity for private credit opportunities to corporates
- High Investor demand seeking secured yield from credit products



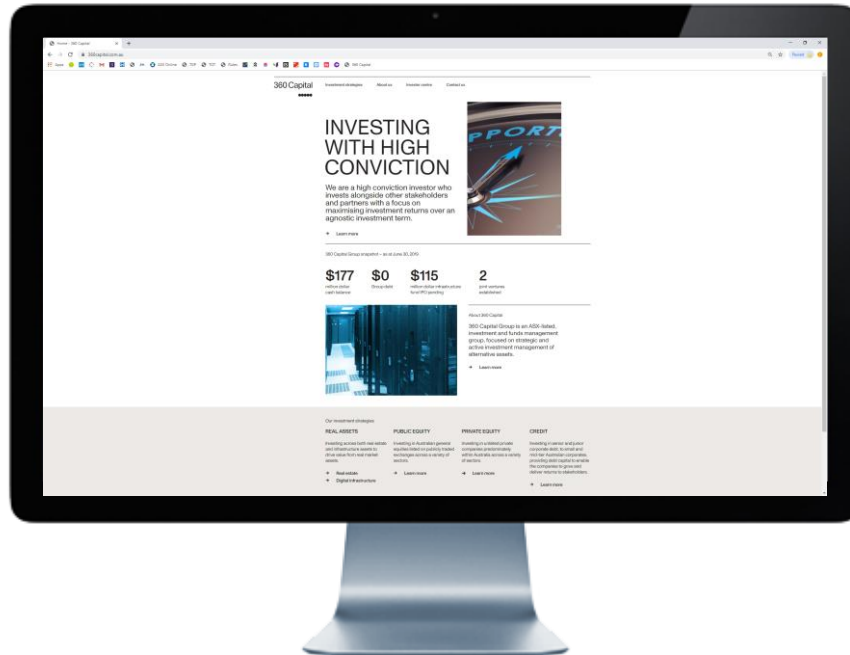
Chris Chase
Head of Private Credit

POST PERIOD ACTIVITIES

- Obtained “In-principle” approval to list 360 Capital Credit Income Fund
- Commenced discussing with capital market advisors about IPO next year
- Soft marketing on deal origination



Investor Relations and Capital Partners



www.360capital.com.au

- Group has launched new website to improve customer experience
- Appointment of Libby Langtry as Investor Relations Manager
- Group continues to build relationships and uncover transactions with likeminded global capital partners
- Group managed funds continue to look at diversifying its capital sources across listed and unlisted investor bases

Remuneration Strategy

There is an annual review of the executive remuneration framework to ensure the arrangements remain aligned with the Group's business objectives and continue to be an effective tool to incentivise and reward executives for the creation of long-term securityholder value.

The new Executive Incentive Plan is timely given the Group's expanded alternative asset strategies and recruitment of new senior executives.

The benefits of the new Executive Incentive Plan include, that it allows for:

- The implementation of a target remuneration mix;
- The deferral of part of STI awards as equity; and
- A new LTI plan using options or performance rights to acquire Group securities.

Key Focus FY20

- Complete \$115 million IPO of 360 Capital Digital Infrastructure Fund and deploy c.\$55 million of available capacity into digital assets
- Continue to grow TOT's capital base to keep pace with the Group's real estate lending pipeline and fund other real estate opportunities
- Launch listed investment trust for credit strategy in 3rd Quarter
- Launch listed investment company for equities strategy in 4th Quarter
- Build out distribution capability and continue to work with capital partners on transactions
- Forecast distribution of 4.0cps for FY20 (paid quarterly)
- Maintain high levels of cash on TGP balance sheet for opportunities

5

Target ASX Listed Funds

4.0cps

FY20 DPS forecast



4. Questions



Business of the Meeting

1	FY19 Financial Statements and Report	P.25
2	Resolution 1 - Approval of Fiscal 2019 Remuneration Report	P.26
3	Resolution 2 - Approval of Re-election of Andrew Moffat	P.27
4	Resolution 3 - Approval of Re-election of John Ballhausen	p.28
5	Resolution 4 - Approval of the Executive Incentive Plan	P.29

FY19 Financial Statements and Report

To receive the Company's Annual Report 2019, including the Directors' Report and Financial Statements for the Company together with the Independent Auditor's Report for the year ended 30 June 2019:

360 Capital Group
Consolidated statement of financial position
As at 30 June 2019

	Note	30 June 2019 \$'000	30 June 2018 \$'000
Current assets			
Cash and cash equivalents	18	177,230	14,814
Receivables	8	904	1,788
Assets held for sale	10	-	261,000
Financial assets at fair value through profit or loss	9	2,183	44,060
Other current assets		263	353
Total current assets		180,580	322,015
Non-current assets			
Investments equity accounted	11	21,964	18,659
Property, plant and equipment		40	40
Deferred tax assets	12	952	581
Total non-current assets		22,956	19,280
Total assets		203,536	341,295
Current liabilities			
Trade and other payables	13	652	4,696
Borrowings	14	-	29,000
Distribution payable		-	5,510
Income tax payable		-	13
Provisions	16	75	89
Derivative financial instruments	15	-	90
Total current liabilities		727	39,398
Non-current liabilities			
Borrowings	14	-	20,000
Provisions	16	119	66
Total non-current liabilities		119	20,066
Total liabilities		846	59,464
Net assets		202,690	281,831

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

360 Capital Group
Consolidated statement of profit or loss and other comprehensive income
For the year ended 30 June 2019

	Note	30 June 2019 \$'000	30 June 2018 \$'000
Revenue from continuing operations			
Rental from investment properties	3	3,969	9,293
Funds management fees	3	533	523
Distributions from property funds	3	2,205	3,979
Finance revenue		2,349	925
Total revenue from continuing operations		9,056	14,720
Other income			
Gain on bargain purchase	22	-	2,727
Net gain on disposal of financial assets		-	3,321
Net gain on fair value of investment properties		-	11,000
Net gain on fair value of derivative financial instruments		-	273
Share of equity accounted profits	11	1,963	924
Other income		-	29
Total other income		1,963	18,274
Total revenue from continuing operations and other income		11,019	32,994
Expenses			
Employee benefit expenses	5	3,215	3,118
Administration expenses		1,129	1,668
Depreciation expenses		7	6
Finance expenses	6	1,026	2,009
Transaction costs	4	1,606	4,471
Net loss on fair value of financial assets	9	2,044	352
Net loss on disposal of subsidiary		91	-
Profit from continuing operations before income tax		1,901	21,370
Income tax benefit	7	(384)	(211)
Profit for the year		2,285	21,581

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

Resolution 1: Approval of 2019 Remuneration Report

The Securityholders are asked to consider and if thought fit, pass the following resolution as an ordinary resolution of the Company:

“That, for the purposes of section 250R(2) of the Corporations Act 2001 and for all other purposes, the Remuneration Report of the Company for the financial year ended 30 June 2019 as contained in the Director’s Report for the Company be approved.”

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	59,986,677	73.98	6,470,319	7.98	14,630,161	18.04	81,087,157	68,507,871	7,312,510

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

Voting Exclusions

In accordance with the Corporations Act 2001 (Cth) ("Corporations Act"), a vote must not be cast on the non-binding Remuneration Report resolution 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 Chair of the meeting and the appointment of the Chair as proxy does not specify the way the proxy is to vote on the resolution and expressly authorises the Chair to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of the Key Management Personnel.

Resolution 2: Re-election of Andrew Moffat

The Securityholders are asked to consider and if thought fit, 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	133,304,534	84.98	8,926,055	5.69	14,632,733	9.33	156,863,322	0	44,216

Voting Exclusions

Nil

Resolution 3: Re-election of John Ballhausen

The Securityholders are asked to consider and if thought fit, 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	141,675,316	90.60	55,273	0.04	14,632,733	9.36	156,363,322	0	544,216

Voting Exclusions

Nil

Resolution 4: Approval of the Executive Incentive Plan

The Securityholders are asked to consider and if thought fit, pass the following resolution as an ordinary resolution of the Company:

“That for the purposes of ASX Listing Rule 7.2 (exception 9(b)) and for all other purposes, approval is given for the Company to adopt an employee incentive scheme titled "Executive Incentive Plan" and for the issue of securities under that plan, on the terms and conditions set out in the Explanatory Memorandum.”

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 4	Ordinary	57,568,337	73.15	6,496,557	8.26	14,630,161	18.59	78,695,055	0	78,212,483

Voting Exclusions

TGP will disregard any votes cast in favour of each Resolution by or on behalf of:

- a director of the Company or of the Trust Responsible Entity, except a director who is ineligible to participate in any employee incentive scheme in relation to TGP; and
- an associate of those persons.

However, the Group need not disregard a vote if:

- it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions of the proxy form; or
- it is cast by the Chairman of the meeting as proxy for a person who is entitled to vote, in accordance with the direction on the proxy form to vote as the proxy decides.

REAL ASSETS
PRIVATE EQUITY
PUBLIC EQUITY
CREDIT

360 Capital Group 2019 Annual General Meeting

360 Capital



Thank you

