



## Announcement Summary

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**Entity name**

360 CAPITAL TOTAL RETURN FUND

**Announcement Type**

New announcement

**Date of this announcement**

Wednesday December 11, 2019

**The Proposed issue is:**

☒ A placement or other type of issue

**Total number of +securities proposed to be issued for a placement or other type of issue**

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
TOT	FULLY PAID UNITS STAPLED SECURITIES	64,246,581

**Proposed issue date**

Friday December 20, 2019

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

360 CAPITAL TOTAL RETURN FUND

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

**1.2 Registered Number Type**

other

**Registration Number**

360 Capital Total Return Passive Fund ARSN 602 304 432  
and 360 Capital Total Return Active Fund ARSN 602 303  
613

**1.3 ASX issuer code**

TOT

**1.4 The announcement is**

☒ New announcement

**1.5 Date of this announcement**

Wednesday December 11, 2019

**1.6 The Proposed issue is:**

☒ A placement or other type of issue



## Part 7 - Details of proposed placement or other issue

## Part 7A - Conditions

**7A.1 - Are any of the below approvals required for the placement or other type of issue?**

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity required to be given/met for the placement or other type of issue

☒ Yes

## 7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Court approval	Tuesday December 10, 2019	<input checked="" type="checkbox"/> Actual	Yes

## Comments

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Lodgement of court order with +ASIC	Wednesday December 11, 2019	<input checked="" type="checkbox"/> Actual	No

## Comments

The court order approving the scheme of arrangement will be lodged with ASIC at approximately 1pm on Wednesday 11 December 2019, (24 hours after ASX was notified of such lodgement and in accordance with LR 7.19.2).

## Part 7B - Issue details

**Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued**

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

☒ Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

☒ No

Details of +securities proposed to be issued



## ASX +Security Code and Description

TOT : FULLY PAID UNITS STAPLED SECURITIES

### Maximum Number of +securities proposed to be issued

64,246,581

### Purpose of the issue

Issue of scrip consideration to shareholders in URB Investments Limited (URB) upon implementation of the URB scheme of arrangement, pursuant to which TOT will acquire all of the shares in URB which it doesn't already own.

### Offer price details for retail security holders

Issue Currency	Offer Price or consideration per +security	Estimated or Actual?
AUD - Australian Dollar	AUD 1.10500	<input checked="" type="checkbox"/> Estimated

### Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

☒ Yes

### Oversubscription & Scale back details

#### May a scale back be applied to this event?

☒ No

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## Part 7C - Timetable

### 7C.1 Proposed issue date

Friday December 20, 2019

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## Part 7D - Listing Rule requirements

### 7D.1 Are any of the +securities proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

☒ No

### 7D.2 Are any of the +securities proposed to be issued without security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

☒ No

### 7D.3 Is a party referred to in listing rule 10.11.1 participating in the proposed issue?

☒ No



**7D.4 Will any of the +securities to be issued be +restricted securities for the purposes of the Listing Rules?**

☒ No

**7D.5 Will any of the +securities to be issued be subject to +voluntary escrow?**

☒ No

#### Part 7E - Lead Manager/Broker & Underwriter details

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**7E.1 Will there be a lead manager or broker to the proposed issue?**

☒ No

**7E.2 Is the proposed issue to be underwritten?**

☒ No

**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**

#### Part 7F - Further Information

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**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

☒ No

**7F.2 Any other information the entity wishes to provide about the proposed issue**

The issue will be made pursuant to Exception 5 in LR 7.2.