

**Form 604**  
Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme 360 Capital Digital Infrastructure Fund (ASX: TDI)

ACN/ARSN ACN 609 913 457

### 1. Details of substantial holder (1)

Name 360 Capital FM Limited as trustee for 360 Capital DIP Trust

ACN/ARSN (if applicable) 090 664 396

There was a change in the interests of the substantial holder on

3/12/2020

The previous notice was given to the company on

13/10/2020

The previous notice was dated

13/10/2020

### 2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Units	22,299,368	39.08% (based on 57,058,971 units in issue)	22,299,368	34.10% (based on 65,617,816 units in issue)

### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
See Appendix					

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
See Appendix					

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#### 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
TT Investments Pty Limited as trustee for TT Superannuation Fund	Tony Pitt is a director of TT Investments Pty Limited and 360 Capital FM Limited. Tony is also a director of 360 Capital Group of which, 360 Capital DIP Trust is a wholly owned subsidiary. He therefore has capacity to exert control over 360 Capital FM Limited and 360 Capital DIP Trust.
Pentagon Capital Pty Limited	Tony Pitt is a director of Pentagon Capital Pty Limited and 360 Capital FM Limited. Tony is also a director of 360 Capital Group of which, 360 Capital DIP Trust is a wholly owned subsidiary. He therefore has capacity to exert control over 360 Capital FM Limited and 360 Capital DIP Trust.
David Yuile as trustee for The Fourys Trust	David Yuile is a director of the investment manager, 360 Capital Digital Management Limited, which is appointed as investment manager of 360 Capital Digital Infrastructure Fund.
David Yuile	David Yuile is a director of the investment manager, 360 Capital Digital Management Limited, which is appointed as investment manager of 360 Capital Digital Infrastructure Fund.

#### 6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
360 Capital FM Limited as trustee for 360 Capital CDIP Trust	Level 8, 56 Pitt Street, Sydney NSW 2000
TT Investments Pty Limited	Level 8, 56 Pitt Street, Sydney NSW 2000
Pentagon Capital Pty Limited	Level 8, 56 Pitt Street, Sydney NSW 2000
David Yuile as trustee for The Fourys Trust	4d Heeley Street, Paddington NSW 2021

#### Signature

print name Kim Child

capacity Secretary

sign here



date 3/12/2020

## DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included on any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

## APPENDIX 1

### Section 3 Changes in relevant interests

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
3/12/2020	360 Capital FM Limited as trustee for 360 Capital DIP Trust	Following a capital raise pursuant to which 8,558,845 securities were issued the total number of units now stands at 65,617,816 diluting the holders interest	None	21,761,811 ordinary units	Decreased from 38.14% to 33.16%
Various between 29/4/2020-3/12/2020	David Yuile	On market acquisitions	Average. \$1.73 per unit	8,000 ordinary units	0.012%
Various between 13/10/2020 – 3/12/2020	David Yuile as trustee for The Fourys Trust	Following a capital raise pursuant to which 8,558,845 securities were issued the total number of units now stands at 65,617,816 diluting the holders interest but on market acquisitions increased the holding by 80,000	Average \$1.83 per units	Acquired 80,000 ordinary units	Increased from 0.81% to 0.83%
3/12/2020	TT Investments Pty Limited as trustee for TT Superannuation Fund	Following a capital raise pursuant to which 8,558,845 securities were issued the total number of units now stands at 65,617,816 diluting the holders interest	None	50,000 ordinary units	Decreased from 0.09% to 0.08%
3/12/2020	Pentagon Capital Pty Limited	Following a capital raise pursuant to which 8,558,845 securities were issued the total number of units now stands at 65,617,816 diluting the holders interest	None	20,000 ordinary units	Decreased from 0.04% to 0.03%

### Section 4 Present relevant interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
360 Capital FM Limited as trustee for 360 Capital DIP Trust	360 Capital FM Limited	360 Capital FM Limited	Relevant interest in securities under s608(1)(a) of the Corporations Act 2001 (Cth) being relevant interest arising from being the holder of securities	21,761,811 ordinary units	33.16%
TT Investments Pty Limited	TT Investments Pty Limited	TT Investments Pty Limited	Relevant interest in securities under s608(1)(a) of the Corporations Act 2001 (Cth) being relevant interest arising from being the holder of securities	50,000 ordinary units	0.08%
Pentagon Capital Pty Limited	Pentagon Capital Pty Limited	Pentagon Capital Pty Limited	Relevant interest in securities under s608(1)(a) of the Corporations Act 2001 (Cth) being relevant interest arising from being the holder of securities	20,000 ordinary units	0.03%

David Yuile as trustee for The Fourys Trust	David Yuile	David Yuile	Relevant interest in securities under s608(1)(a) of the Corporations Act 2001 (Cth) being relevant interest arising from being the holder of securities	547,557 ordinary units	0.83%
David Yuile	David Yuile	David Yuile	Relevant interest in securities under s608(1)(a) of the Corporations Act 2001 (Cth) being relevant interest arising from being the holder of securities	8,000 ordinary units	0.012%