



ASX Release

7 December 2023

360 Capital REIT (ASX: TOT)

Small Security holding Sale Facility

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360 Capital FM Limited ACN 090 664 396 as responsible entity of the 360 Capital REIT (the **Fund**) is pleased to announce it will be conducting a Small Security holding Sale Facility (**Sale Facility**) in respect of unmarketable parcels of securities in the Fund.

Securityholders who are eligible to participate in the Sale Facility are those holding 961 or fewer securities (which represents a market value of less than \$500 based on the closing price of \$0.52 as at 7:00pm on Friday 1 December 2023 (**Record Date**)).

Eligible Securityholders were today mailed a letter of offer, Security retention form and the terms and conditions of the Sale Facility (copies of which are attached to this announcement).

Authorised for release by Glenn Butterworth, Company Secretary.

For further information in relation please contact:

Glenn Butterworth

Chief Financial Officer and Company Secretary

360 Capital Group

+61 2 8405 8860

About 360 Capital REIT (ASX: TOT)

The Fund has a demonstrated track record of consistent quarterly distributions, through a selective and disciplined investment philosophy, combined with access to real estate investment opportunities available to TOT through the 360 Capital Group, the manager of the Fund.



7 December 2023

**360 CAPITAL REIT (ASX: TOT)
SMALL SECURITY HOLDING SALE FACILITY**

Dear Securityholder,

360 Capital FM Limited (**360 Capital**) in its capacity as responsible entity of 360 Capital REIT (ASX: **TOT**) is pleased to advise that the TOT is providing eligible Securityholders the opportunity to sell their small holdings of securities at no cost of the Securityholder (**Sale Facility**).

The Sale Facility is open to Securityholders who held 961 or fewer Securities in TOT (market value of less than A\$500¹) as at 7.00pm Australian Eastern Daylight Time (**AEDT**) on Friday, 1 December 2023 (**Record Date**). Our records show that you held 961 or less Securities at the Record Date and accordingly you are eligible to participate in the Sale Facility.

Securityholders with small holdings can often find it difficult and expensive to dispose of their Securities. The Sale Facility provides eligible Securityholders with a convenient way to sell their Securities without brokerage and handling costs and is designed to reduce 360 Capital's ongoing administrative costs of managing those small holdings.

Accompanying this letter is a Security retention form and the terms and conditions of the Sale Facility. These documents contain important information about your Securities in TOT and you should read them carefully.

What do you need to do?

If you want your Securities sold under the Sale Facility

You do not need to do anything.

If you want to keep your Securities

You must do one of the following:

- Sign the enclosed Security retention form and return it to TOT's registry in accordance with the instructions printed on the form so that it is received by 5.00pm AEDT on Tuesday, 23 January 2024 (**Closing Date**).
- OR
- Purchase additional Securities on market before market close on Tuesday, 23 January 2024, so that your Security holding on the Fund's register has a value of AUD\$500 or greater by 5.00pm AEDT on the Closing Date.
- OR
- If you hold more than \$500 worth of Securities but your holding is split between two or more registered holdings, combine your holding into one account before 5.00pm AEDT on Tuesday, 23 January 2024.

If you decide to keep your Securities, you will have to pay any costs associated with the disposal of your Securities in the future.

¹ Based on the closing price of \$0.52 on Friday, 1 December 2023.



Your Securities will be transferred to the broker appointed by 360 Capital to sell Securities under the Sale Facility, Morgans Corporate Limited (**Morgans**), after the Closing Date and will be sold as soon as possible. 360 Capital will pay all transaction costs in connection with the sale, including brokerage, handling charges and any Australian Goods and Services Tax (GST).

Your Securities will be pooled together with other Securities being sold through the Sale Facility.

The sale price for each of your Securities will be determined by Morgans in its discretion, acting in good faith with the objective of seeking to achieve the best price reasonable obtainable. All Securityholders participating in the Sale Facility will receive the same Sale Price per Security.

The sale proceeds and a confirmation statement will be sent to you as soon as practicable following the sale of the Securities.

Sale proceeds will only be paid by direct credit. Please ensure that your current bank account details have been provided to TOT's registry. To check or update your bank account details please contact Boardroom Pty Limited on 1300 082 130 (within Australia) and +61 2 8016 2884 (outside Australia).

Securityholders who have not provided bank account details will have their sale proceeds withheld in a non-interest-bearing account.

Please note that if you acquire additional Securities on market before market close on the Closing Date so that you hold at least a marketable parcel, 360 Capital will not sell your Securities for you under the Sale Facility.

Key Dates

Event	Date
Small holding Record Date	Friday, 1 December 2023
ASX announcement regarding small holdings Sale Facility	Thursday, 7 December 2023
Dispatch of letter to eligible Securityholders	Thursday, 7 December 2023
Closing Date for receipts of Security retention form	Tuesday, 23 January 2024

360 Capital may modify these dates or suspend or terminate the Sale Facility. Any suspension or termination will be notified by written notice to ASX.

Important Information

If you are in any doubt as to what you should do in relation to the Sale Facility or if you require further information regarding the possible taxation consequences of participating in the Sale Facility, please consult your legal, financial or taxation adviser.

If you have any questions regarding this letter or the accompanying documents, please contact TOT's registry, Boardroom Pty Limited on 1300 082 130 (within Australia) and +61 2 8016 2884 (outside Australia).

Yours sincerely,

Tony Pitt
Executive Chairman
360 Capital FM Limited



360 Capital Active REIT (ARSN 602 303 613) stapled to
360 Capital Passive REIT (ARSN 602 304 432), together
360 Capital REIT (ASX:TOT)

SMALL SECURITY HOLDING SALE FACILITY

Terms and Conditions

1. What is the 360 Capital REIT Small Security holding Sale Facility (Sale Facility)?

360 Capital FM Limited ACN 090 664 396 (**360 Capital**) as responsible entity of the 360 Capital REIT (the **Fund**) is conducting the Sale Facility in accordance with the Fund's constitution to provide eligible Security holders with a cost-effective opportunity to have their small Security holdings sold without Securityholders having to meet any brokerage and handling costs.

You should read these terms and conditions and the accompanying letter and the Security retention form carefully.

The Sale Facility is open until 5.00pm Australian Eastern Daylight Time (**AEDT**) on Tuesday 23 January 2024 (**Closing Date**)

2. Which Securityholders are eligible to participate in the Sale Facility?

Eligible Securityholders are those holding a less than marketable parcel of Securities (as defined in Section 3 below) as at 7.00pm AEDT on Friday, 1 December 2023 (the **Record Date**) (**Eligible Securityholders**).

3. What is a “less than marketable parcel of Securities”?

The Australian Securities Exchange (**ASX**) considers that a less than marketable parcel is a holding of Securities worth less than AUD\$500. This threshold is set by ASX under the ASX listing rules, and is not within 360 Capital’s discretion.

Based on the closing price of Securities on the Record Date, which was \$0.52, a less than marketable parcel is a holding of 961 Securities or less.

4. Why is the Sale Facility being offered?

The Sale Facility is being offered to assist Securityholders with less than a marketable parcel of Securities to exit the Fund without Securityholders having to meet any brokerage and handling costs.

Further, as the Fund incurs administrative fees for maintaining Securityholder accounts, distributing Securityholder communications and paying Securityholder distributions irrespective of the number of Securities held, the Sale Facility will assist the Fund to reduce its administrative costs thus benefiting continuing Securityholders.



5. Should I participate in the Sale Facility?

360 Capital makes no recommendation as to whether you should sell your Securities under the Sale Facility.

If you participate in the Sale Facility, 360 Capital will pay the brokerage and handling fees for the sale of your Securities.

The Sale Facility does not take into account individual's investment objectives, financial situation or the particular needs of each Eligible Securityholder. You should seek independent legal and financial advice (including tax advice) specific to your circumstances when determining whether to participate in the Sale Facility.

Please note that the Sale Facility is not the only way to sell your Securities. You can also sell your Securities through the ASX by contacting a broker in your country of residence.

6. What should I do if I want to participate in the Sale Facility?

If you are an Eligible Securityholder and you want your Security holding to be sold under the Sale Facility, and the sale proceeds remitted to you, you do not need to do anything.

Please note that if you acquire additional Securities on market before the Closing Date so that you hold at least a marketable parcel, your Securities will not be sold under the Sale Facility.

7. What should I do if I want to keep my Securities?

If you want to keep your Securities you must do one of the following:

1. Return the enclosed Security retention form to the Fund's registry, Boardroom Pty Limited (**Registry**) in accordance with the instructions on the form so it is received by 5.00pm AEDT on the Closing Date;
OR
2. Purchase additional Securities on market so that your Security holding on the Fund's register has a value of AUD\$500 or greater by 5.00pm AEDT on the Closing Date;
OR
3. If you hold more than AUD \$500 worth of Securities but your holding is split between two or more registered holdings, combine your holding into one account before 5.00pm AEDT on the Closing Date.

If you take one of the above steps before the relevant time 360 Capital will not sell your Securities under the Sale Facility.

If you **DO NOT** take one of these steps before the relevant time, your Securities will be sold under the Sale Facility.

8. Can I sell some but not all of my Securities in the Sale Facility?

No. You cannot sell part of your Security holding in the Sale Facility. If you wish to participate in the Sale Facility all of your Securities must be sold.



9. What if my Securities are held jointly?

If you are a joint holder of Securities, it is a requirement that both Securityholders sign the Security retention form and return to the Registry in order to retain your Security holding. If only one Securityholder signs the Security retention form to the Registry the Securities will be sold. Forms are required to be received by 5.00pm AEDT on the Closing Date.

10. How will my Securities be sold?

360 Capital has appointed Morgans Corporate Limited (**Morgans**) as its broker to use its best endeavours to sell Securities participating in the Sale Facility on the ASX.

11. When will my Securities be sold?

Securities sold via the Sale Facility will be pooled and will be sold by Morgans on the ASX in the ordinary course of trading. The timing for the sale of Securities through the Sale Facility will be determined by Morgans in its discretion.

By participating in this Sale Facility, you agree and acknowledge that Morgans acts solely as agent for 360 Capital and does not act in any capacity for individual Securityholders.

You cannot direct 360 Capital or Morgans to sell your Securities on a particular day, at a particular time or for a particular price.

12. What price will I receive for my Securities?

The sale price for each of your Securities will be determined by Morgans in its discretion, acting in good faith with the objective of seeking to achieve the best price reasonable obtainable. All Securityholders participating in the Sale Facility will receive the same sale price per Security. The sale price will be in Australian dollars. Interest will not be payable on your sale proceeds.

Neither 360 Capital nor Morgans makes any representations regarding the price you will receive for the sale of your Securities. None of 360 Capital or Morgans nor any person will on any account be liable, and an Eligible Securityholder may not bring any claim or action against them for not having sold Securities at any specific price or on any specific date.

The market price of Securities is subject to change from time to time and depends on a number of factors at any given time, including prevailing market conditions. To obtain up to date information on the market price of Securities, please go to www.asx.com.au and enter the Fund's ASX code "TOT" into the "search" function.

13. What if I hold my Securities through a broker holding?

If you have a CHESS/Broker sponsored holding, you can still participate in the Sale Facility.

14. When will I receive the sale proceeds and confirmation that my Securities have been sold?

The sale proceeds and a confirmation statement will be sent to you as soon as practicable following the sale of the Securities, and in any event, within 8 weeks after the Closing Date. You will need to keep these documents for your taxation records.

Sale proceeds will only be paid by direct credit in Australian dollars. To check or update your bank account details, please contact Boardroom Pty Limited on 1300 082 130 (within Australia) and +61 2 8016 2884 (outside Australia).



Securityholders who have not provided bank account details will have their sale proceeds withheld in a non-interest bearing account.

15. What are the tax consequences of participating in the Sale Facility?

360 Capital recommends that you consult your personal tax adviser if you have questions regarding the taxation consequences of participating in the Sale Facility.

16. Can I withdraw my Security retention form?

Yes. To withdraw your Security retention form you must provide written notice to the Registry so it is received no later than 5.00pm AEDT on the Closing Date via one of the following methods:

mail: 360 Capital REIT
C/- Boardroom Pty Limited
GPO Box 3993
SYDNEY NSW 2001
fax: + 61 2 9279 0664
email: corporateactions@boardroomlimited.com.au

17. Suspension, termination or re-scheduling of the Sale Facility

360 Capital reserves the right to suspend or terminate the Sale Facility at any time, without notice to you, for any reason. 360 Capital also reserves the right to change any of the dates referred to these terms and conditions or in the attached letter and Security retention form by notice to the ASX.

18. What if the Fund becomes subject to a takeover offer?

If a takeover bid for the Fund is announced after the Sale Facility opens, no sales (or no further sales) will be made until Sale Facility after the close of offers made under the takeover bid.

19. No financial advice and no recommendation

These terms and conditions and the attached letter do not constitute advice or a recommendation by either 360 Capital or Morgans to sell or retain your Securities, nor a representation that participating in the Sale Facility is the best way to sell your Securities.

360 Capital recommends that you seek independent legal and financial advice (including tax advice) specific to your circumstances when determining whether to participate in the Sale Facility.

If you have any questions regarding this document or the attached letter or Security retention form, please contact Boardroom Pty Limited on 1300 082 130 (within Australia) and +61 2 8016 2884 (outside Australia).



360 Capital REIT

360 Capital Active REIT
(ARSN 602 303 613) stapled to
360 Capital Passive REIT
(ARSN 602 304 432)

All correspondence to
Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001

Tel: 1300 665 975 (within Aust)
Tel: + 61 2 9290 9689 (outside Aust)
Fax: + 61 2 9279 0664

www.boardroomlimited.com.au
enquires@boardroomlimited.com.au

Subregister

SRN/HIN.

Security Retention Form

IMPORTANT: This is an important document and requires your immediate attention. 360 Capital FM Limited (**360 Capital**) in its capacity as responsible entity of the 360 Capital REIT (the **Fund**) is implementing a small Security holding sale facility for holders of parcels of the Fund Securities valued at less than \$500 (**Sale Facility**) as at 7.00pm Australian Eastern Daylight Time (**AEDT**) on Friday, 1 December 2023 (**Record Date**). Further details regarding the Sale Facility are set out in the letter to you from 360 Capital dated Thursday, 7 December 2023 and the terms conditions of the Sale Facility, which accompany this form. **If you do not want the parcel of Securities in the Fund referred to below sold under the Sale Facility, you must complete this form and return it so that it is received by the Fund's Security registry no later than 5.00pm AEDT on Tuesday, 23 January 2024.** If you are in any doubt as to how to deal with this form, you should consult your professional adviser. If your holding of Securities in the Fund increases to more than \$500 either by on market purchases or by consolidating your multiple Security holdings (see instructions overleaf), then your holding will not be sold under the Sale Facility.

A Number of Securities held as at Record Date

The number of Securities that you held at 7:00pm AEDT on Friday, 1 December 2023.

B Retention of Securities

I/We confirm that I/we wish to retain my/our Securities.

C Contact details (Enter your contact details below)

CONTACT NAME	TELEPHONE WORK	TELEPHONE HOME	EMAIL ADDRESS
	()	()	

D Securityholder Signature

By signing and returning this form, I/we confirm that I/we understand that my/our Securities will **NOT BE SOLD** under the Sale Facility.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Day Month Year

This form must be received by no later than 5.00pm AEDT on Tuesday, 23 January 2024

LODGEMENT INSTRUCTIONS ARE ON THE REVERSE OF THIS FORM

Additional information

How to complete this form

- A. This is the number of Securities that you held at 7.00pm AEDT on the Record Date.
- B. If you would like to retain your Securities, please mark the box on the front of this form and return it to the Fund's Security registry in accordance with the lodgement instructions below. If this form is not received by 5.00pm AEDT on the Closing Date, 360 Capital will be entitled to sell your Securities on your behalf. **IF YOU WOULD LIKE THE 360 CAPITAL TO SELL YOUR SECURITIES, YOU SHOULD NOT COMPLETE THIS FORM.**
- C. Enter your **contact details** so we may contact you regarding your form.
- D. The form **must** be signed. In the spaces provided you must sign this form as follows:

Individual: Where the holding is in only one name, this form is to be signed by the Securityholder.

Joint Holding: Where the holding is in more than one name, all the Securityholders must sign.

Power of Attorney: To sign under a Power of Attorney, you must have already lodged it with the Fund's Security registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. **Please indicate the office held by signing in the appropriate place.**

Lodgement of this Form

If you wish to retain your Securities, this form must be completed and returned to the Fund's Security registry so that it is received by no later than 5.00pm AEDT on Tuesday, 23 January 2024. If you are returning your form by post, please allow sufficient time for collection and delivery by postal services.

Mailing address:

360 Capital REIT
C/- Boardroom Pty Limited
GPO Box 3993
SYDNEY NSW 2001

Hand Delivery address:

360 Capital REIT
C/- Boardroom Pty Limited
Level 8
210 George Street
SYDNEY NSW 2000

Consolidation of Security holdings

For further information regarding consolidating your multiple Security holdings in the Fund into one holding, please contact Boardroom Pty Limited on 1300 665 975 (within Australia) or +61 2 9290 9689 (outside Australia).

Changes of Address Supported by your Signature(s)

If your address is not exactly as shown, please provide details below. This is only relevant for Issuer Sponsored registered holdings. CHESS holders must notify your sponsoring broker for amendments to holdings on the CHESS Subregister.

CHANGE OF ADDRESS DETAILS – ISSUER SPONSORED ONLY		
SIGN HERE FOR ADDRESS AMENDMENTS:		

Securityholder 1 (Individual) /
Sole Director & Sole Company
Secretary

Joint Securityholder 2 (Individual) /
Director

Joint Securityholder 3 (Individual) /
Director/Company Secretary
(Delete one)

Privacy Statement

Boardroom Pty Limited advises that Chapter 2C of the *Corporations Act 2001* (Cth) requires information about you as a Securityholder (including your name, address and details of the Securities you hold) to be included in the public register of the entity in which you hold Securities. Information is collected to administer your Security holding and if some or all of the information is not collected then it might not be possible to administer your Security holding. Your personal information may be disclosed to the entity in which you hold Securities. You can obtain access to your personal information by contacting us at the address or telephone number shown on this form. Our privacy policy is available on our website (<http://www.boardroomlimited.com.au/Privacy.html>).