



ASX Release

20 December 2024

360 Capital Mortgage REIT (ASX:TCF) Presentation for Extraordinary General Meeting

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In accordance with ASX Listing Rule 3.13.3, attached is a copy of 360 Capital Mortgage REIT's presentation for the Extraordinary General Meeting to be held at 11am AEST today.

Authorised for release by the Glenn Butterworth, Company Secretary, 360 Capital FM Limited.

More information on the Group can be found on the ASX's website at www.asx.com.au using the Fund's ASX code "TCF", 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.

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About 360 Capital Mortgage REIT (ASX: TCF)

The 360 Capital Mortgage REIT provides investors access to credit opportunities secured by Australian real estate assets. TCF aims to deliver regular monthly income to investors through disciplined asset selection and risk analysis.

360 Capital Mortgage REIT (ASX:TCF)

2024 EGM Presentation

20 December 2024

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Welcome and introduction



Tony Pitt
Founder and Executive Chairman

Tony is a founding Director of 360 Capital and has worked in the property and property funds management industries for over 25 years. As Executive Chairman, Tony is responsible for the Group's investments strategic direction and overall Group strategy. He has overseen the IPO on the ASX of four AREITs since 2012 as well as the creation of various unlisted funds, undertaken various corporate acquisitions and disposals, mergers and acquisitions and the ASX listing of 360 Capital Group.

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

Tony 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.



James Storey
Chief Executive Officer

James has over 16 years' experience in real estate funds management including such areas as asset management, capital transactions, analytics and valuations. Prior to being promoted to Chief Executive Officer, James was Head of Real Assets of the Group and also his previous roles included Fund Manager of the 360 Capital Office Fund (ASX: TOF) and 360 Capital Industrial Fund (ASX: TIX) with a combined gross asset of over A\$1.1b. Prior to his tenure at 360 Capital, James held the role of Investment Manager at Brookfield, Senior Analyst at Valad Property Group and worked for Ernst & Young within its Transaction Advisory Services team.

James has a Bachelor of Business (Property Economics) from the University of Western Sydney and a graduate certificate of applied finance and investment. He is also a licensed real estate agent.



Chris Dempsey
**Investment Manager/
Loan Origination**

Chris is an accomplished real estate professional with over 15 years of experience in the industry. Built on a strong foundation in valuations, complemented by a proven track record in real estate sales, acquisitions and development, most recently with Brookfield prior to joining 360 Capital.

As Investment Manager, Chris is responsible for loan origination, underwriting, and due diligence processes, where his strong analytical skills and strategic insight contribute to optimal investment outcomes.

Chris holds a Bachelor of Commerce (Property) and a Postgraduate Certificate in Applied Finance.

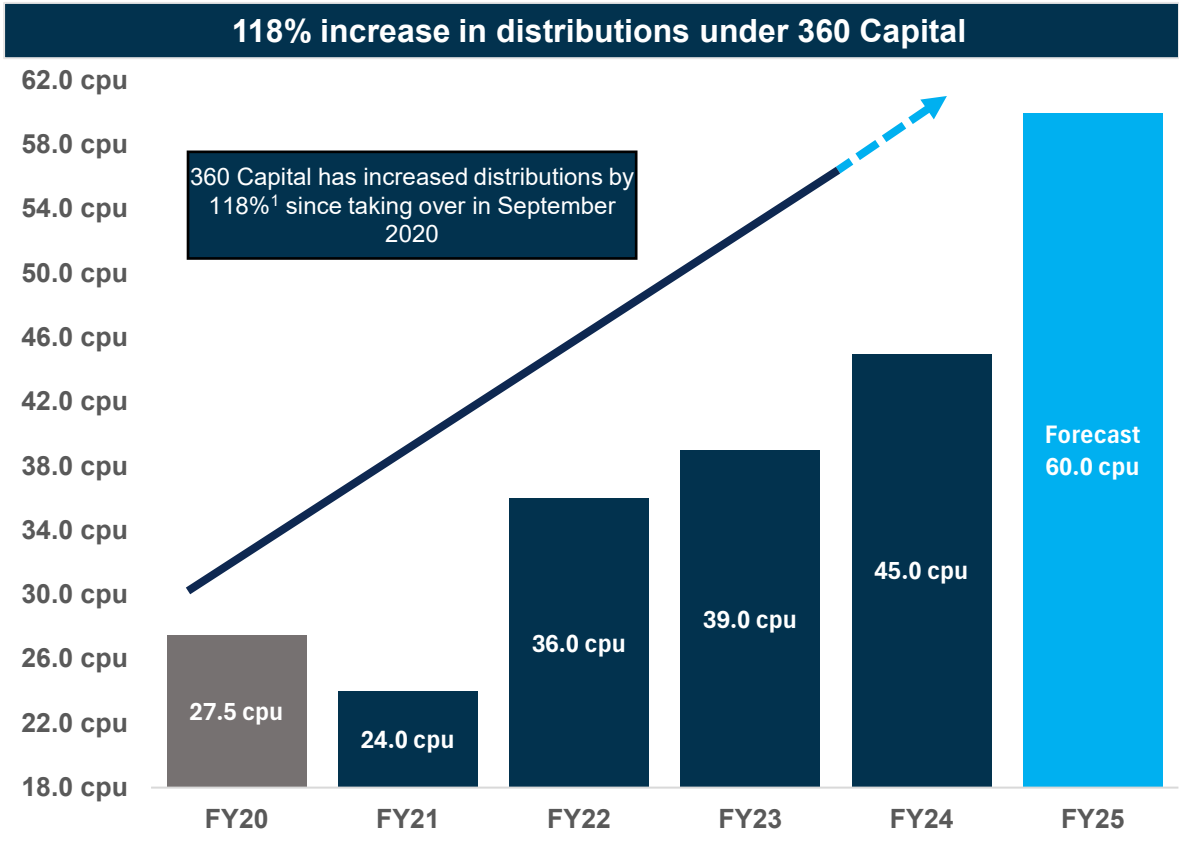


2. CEO's address

360 Capital Mortgage REIT (ASX:TCF)

One of only two ASX listed mortgage REITs in Australia

<div>FY25 forecast distribution</div> <div>60.0cps</div> <div>Up 33.3% on FY24</div>	<div>Forecast FY25 distribution yield</div> <div>10.1%¹</div>	<div>Target return</div> <div>+4.0% over cash rate</div>	<div>Gross asset value</div> <div>\$24.9m³</div>
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Consistent Income

Distributions have increased year on year since 360 Capital took over management of TCF in September 2020.

Benefits from Higher Rates

Underlying senior mortgages are priced as a margin over a base rate. Senior loans are subject to a rate floor should rates fall.

Capital Preservation

Portfolio comprises 97.1% senior loans². The value of the underlying real estate would need to fall >30% before the NAV of TCF is impacted.

1. FY25 TCF forecast distribution yield based on FY25 forecast distribution of 60.0cpu distribution divided by 30 October 2024 NAV of \$5.94 per Unit

2. Pro forma 31 October 2024 loan portfolio LVR updated for allocation of proceeds based on maximum capital raising amount of \$20.0 million, weighted by exposure, including cash

3. Gross asset value as at 31 October 2024.

360 Capital Mortgage REIT (ASX:TCF) – Pro forma loan portfolio analysis

Regular monthly income from private credit investments secured against Australian real estate

66.1%

Portfolio LVR^{1,2}

97.1%

Senior loans^{1,2}

11.5%

W. Avg. Interest Rate^{1,2}

\$45.4m

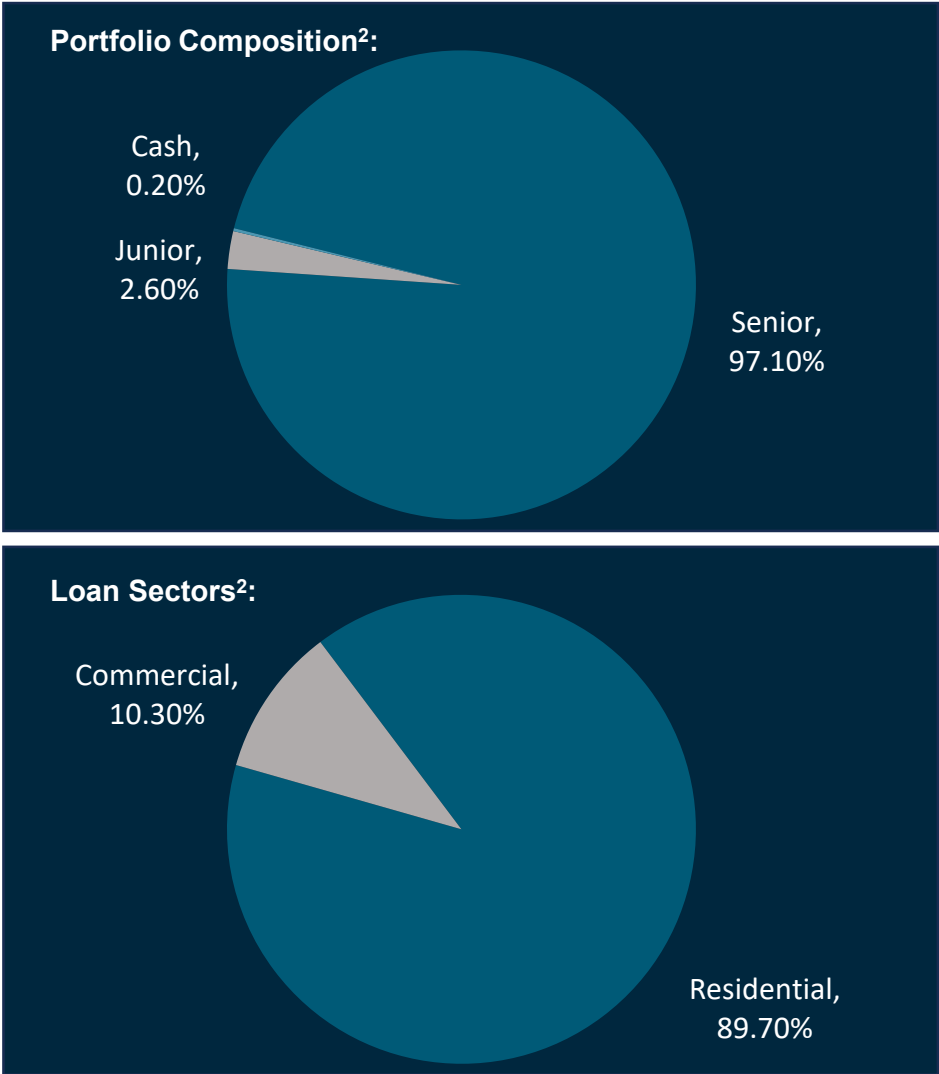
New loans written during
FY25 across TCF and PCF

8 months

W. Avg. term to maturity²

5 Loans

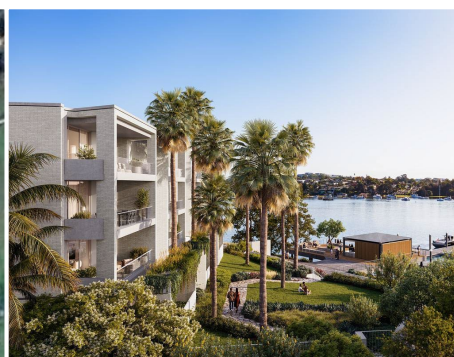
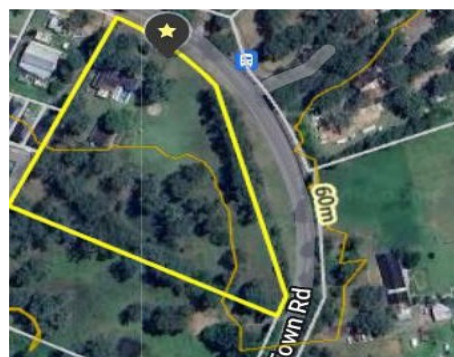
Increased diversification.
Loan portfolio now consists
of >60 individual mortgages².



1. Weighted by exposure, including cash

2. Pro forma 31 October 2024 loan portfolio updated for allocation of proceeds based on maximum capital raising amount of \$20.0 million

Loan portfolio summary

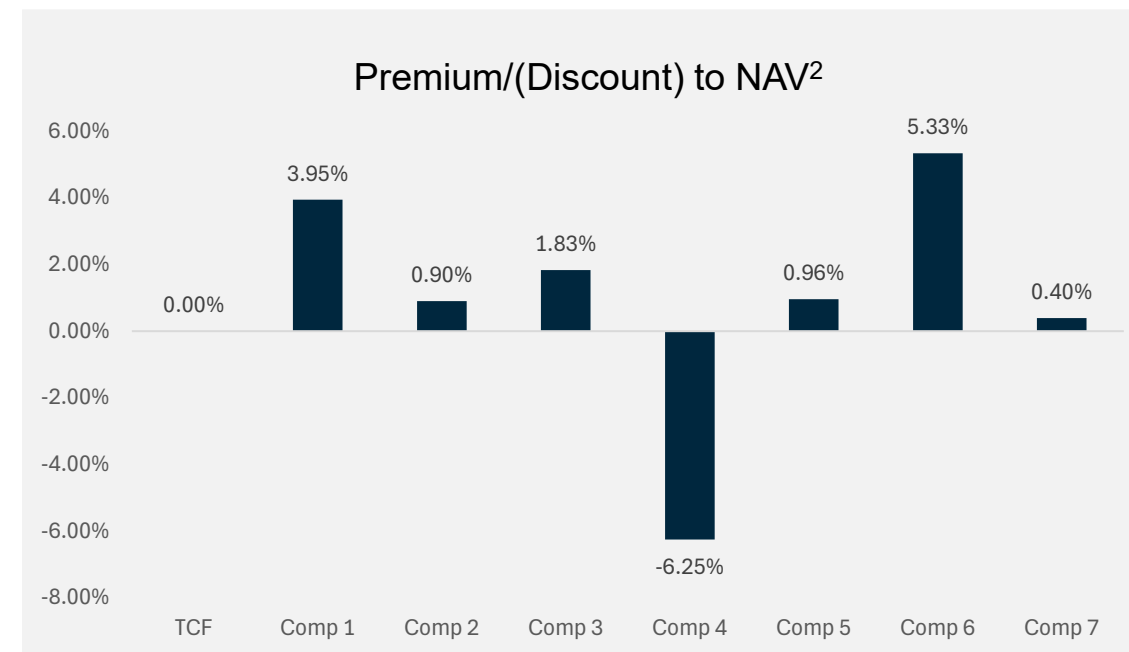
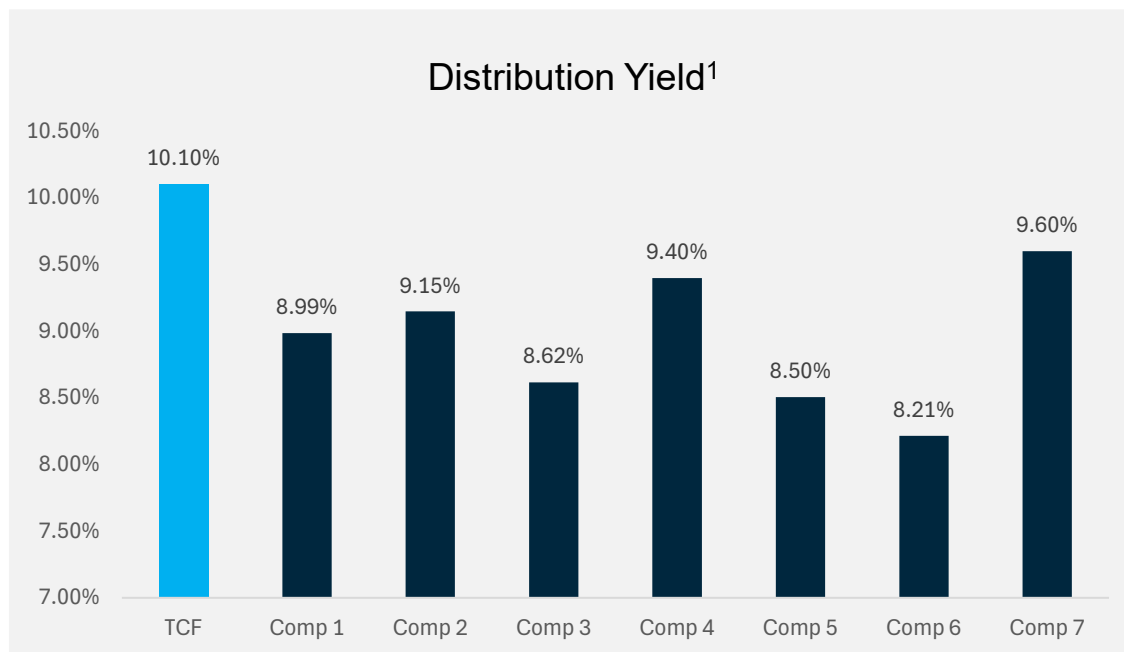


Senior investment	Junior investment	Senior investment	Application of Capital Raising proceeds ¹	
Snapshot: Residual land lots Northwest Sydney Independent Valuation: \$18.6m Loan Facility: \$13.0m LVR Covenant: 70.0% TCF Exposure: \$9.7m Interest Rate: 8.5% over BBSW 12.0% rate floor Term to Maturity: 7 months Security: First mortgage	Snapshot: Waterfront luxury apartment development Sydney Independent Valuation: \$98.5m Loan Facility: \$4.1m LVR Covenant: 79.0% TCF Exposure: \$1.2m Interest Rate: 17.0% with profit share top-up to 20% IRR Term to Maturity: 19 months Security: Second mortgage	Snapshot: Brand new service station with 12-year WALE Independent Valuation: \$6.6m Loan Facility: \$4.6m LVR Covenant: 70.0% TCF Exposure: \$4.6m Interest Rate: 5.25% over BBSW 9.25% floor Term to Maturity: 1 months Security: First mortgage	Snapshot: Completed four and five-bedroom houses Independent Valuation: \$37.4m Loan Facility: \$26.2m LVR Covenant: 70.0% TCF Exposure: \$17.4m ² Interest Rate: 6.6% over BBSW 11.0% floor Term to Maturity: 8 months Security: First mortgage	Snapshot: Completed three and four-bedroom houses Independent Valuation: \$20.8m Loan Facility: \$14.6m LVR Covenant: 70.0% TCF Exposure: \$11.6m ² Interest Rate: 6.6% over BBSW with 11.0% floor Term to Maturity: 10 months Security: First mortgage

1. Proposed application of Capital Raise proceeds to subscribe for additional interest in these loan investments, based on maximum capital raising amount of \$20.0 million
2. Pro forma 31 October 2024 loan portfolio LVR updated for allocation of proceeds based on maximum capital raising amount of \$20.0 million., Weighted by exposure, including cash

360 Capital Mortgage REIT (ASX:TCF) - peer comparison

One of two ASX-Listed Mortgage REITS, balance of peers are diversified across sectors some with overseas exposure



- **Attractive Yield:** Offers a distribution yield of 10.1%, the highest among ASX-listed credit funds.
- **Conservative Structure:** Operates with no leverage and minimal junior loans, ensuring all loans are secured by registered real estate mortgages.
- **Consistent Income:** Provides monthly distribution payments to investors.
- **Domestic Focus:** Invests exclusively in Australian loans, eliminating foreign exchange and derivative exposures

- **Undervalued Position:** Trades at Net Asset Value (NAV), presenting a potential value opportunity relative to peers.
- **Liquidity Mechanism:** Implements a buyback program to offer liquidity at NAV, enhancing investor flexibility.

1. As at 27 November 2024
 2. As at 27 November 2024, TCF premium/(discount) represents Offer Price to NAV



Capital management - FY25 outlook and guidance

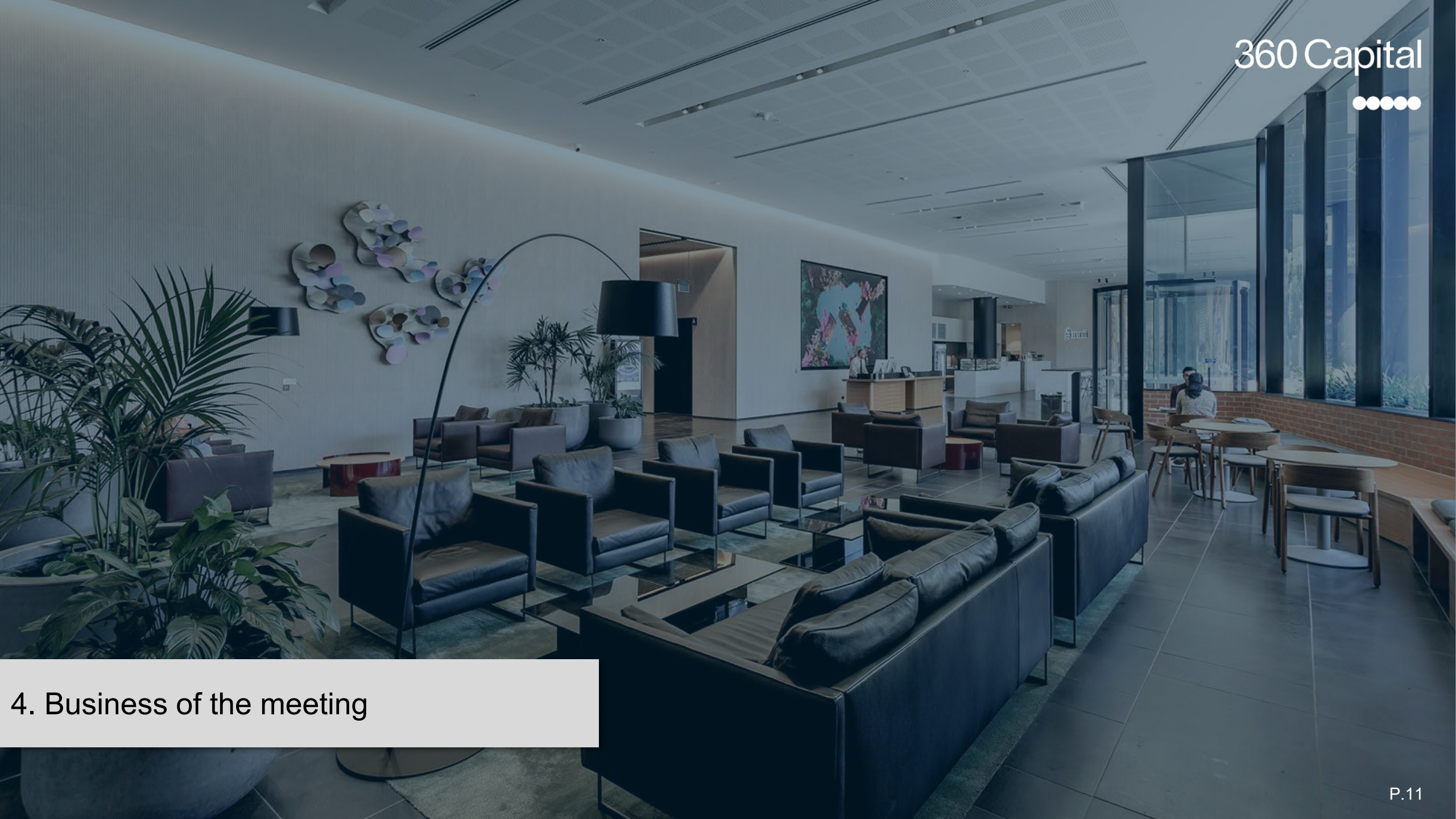
NTA gap and liquidity	1	Implement initiatives to close discount to NTA, including potential NTA liquidity mechanism
Potential capital raising	2	Commence marketing and broker coverage as one of only two ASX listed Australian mortgage REITs
Diversification	3	Potential capital raising in line with NAV during FY25
Guidance	4	Increased capital base will improve ASX trading liquidity, loan diversification and fund relevance
		Target of 5-15 loan investments (currently 5), further diversified by geography asset class and loan type
		Diversification through co-investing with the unlisted 360 Capital Private Credit Fund and deal by deal loan syndication
		Forecast FY25 distributions of 60.0 cpu ¹ equivalent to 10.1% ² DPU yield, paid monthly
		Introduction of distribution policy to target cash rate +4.0% ³

1. FY25 distribution of 60.0 cpu is subject to the timing of repayment of existing loan investments and redeployment of proceeds and any changes in the prevailing market and interest rate environment

2. Based on TCF's closing price on the ASX on 29 November 2024 of \$5.94 per unit.

3. Based on TCF's NAV as at 31 October 2024 NAV of \$5.94 per Unit.

3. Questions



4. Business of the meeting



Business of the meeting

Item A	Resolution 1: Enter into Investment Management Agreement
Item B	Resolution 2: Approval of Conditional Placement
Item C	Resolution 3. Approval of Off-Market Buy-Back of Units

Item A: Resolution 1: Enter into Investment Management Agreement

The meeting is asked to consider and if thought fit, pass the following resolution as an Ordinary Resolution of Members:

“That, for the purposes of Chapter 2E (as modified by Part 5C.7) of the Corporations Act 2001 (Cth) and for all other purposes, the terms of the investment management agreement (as summarised in the Explanatory Memorandum forming part of this Notice) between the Responsible Entity and 360 Capital Mortgage REIT IM Pty Limited as the proposed investment manager of the Fund is 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	1.31	97.16%	-	0.03%	0.04	2.81%	1.35	-	0.86

Voting Exclusions

In accordance with section 253E of the Corporations Act, the Fund Responsible Entity and its associates are not entitled to vote units of the Fund held by them if they have an interest in a resolution other than as a holder of units of the Fund.

The Responsible Entity will disregard any votes cast in favour of Resolution 1 by or on behalf of any person who is expected to participate in, or who will obtain a material benefit as a result of, Resolution 1 (Entry into the Investment Management Agreement), or any associate of such a person.

However, this does not apply to a vote cast in favour of Resolution 1 by:

- (a) a person as proxy or attorney for a person who is entitled to vote on Resolution 1, in accordance with directions given to the proxy or attorney to vote on Resolution 1 in that way; or
- (b) the Chairperson as proxy or attorney for a person who is entitled to vote on Resolution 1, in accordance with a direction given to the Chairperson to vote on Resolution 1 as the Chairperson decides; or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting on Resolution 1, and
 - (ii) the holder votes on Resolution 1 in accordance with directions given by the beneficiary to the holder to vote in that way.

Item B: Resolution 2: Approval of Conditional Placement

The meeting is asked to consider and if thought fit, pass the following resolution as an Ordinary Resolution of Members:

“That, subject to the approval of Resolution 1 (above), for purposes of the requirements of ASX Listing Rule 7.1 and for all other purposes, the issue of up to 2,747,400 Units to institutional, professional and sophisticated investors (Conditional Placement) as detailed in the Explanatory Memorandum, is 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 2	Ordinary	2.15	98.03%	0.01	0.25%	0.04	1.72%	2.20	-	0.01

Voting Exclusions

The Responsible Entity will disregard any votes cast in favour of Resolution 2 by or on behalf of:

- (a) any person who is expected to participate in or who will obtain a material benefit as a result of the proposed issue under the Conditional Placement (except a benefit solely by reason of being a holder of Units in the Fund); and
- (b) an associate of any person (or persons) referred to above.

However, the Fund need not disregard a vote in favour of Resolution 2 if:

- (a) a person as proxy or attorney for a person who is entitled to vote on Resolution 2, in accordance with directions given to the proxy or attorney to vote on Resolution 2 in that way;
- (b) the Chairperson as proxy or attorney for a person who is entitled to vote on Resolution 2, in accordance with a direction given to the Chairperson to vote on Resolution 2 as the Chairperson decides; or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a

Item C: Resolution 3: Approval of Off-Market Buy-Back of Units

The Meetings are asked to consider and if thought fit, pass the following resolution as an Ordinary Resolution of Members:

“That, subject to the approval of Resolution 1 (above), equal access off-market buy-backs in the 12 month period following this Resolution for up to 10% of the highest number of Units on issue at any time during that period less as at the date of an equal access off-market buy-back the number of Units bought back pursuant to the On-Market Buy-back in the 12 month period from the date of this Resolution, in accordance with the Explanatory Memorandum, is 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 3	Ordinary	2.17	98.12%	-	0.17%	0.04	1.71%	2.21	-	-

Voting Exclusions
Nil



Disclaimer

This presentation has been prepared by 360 Capital FM Limited (ABN 15 090 664 396) (ASFL 221474) as Responsible Entity for 360 Capital Mortgage REIT (ARSN 115 632 990).

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360 Capital **Identifying**
 strategic investment
opportunities