

360 Capital Office Fund

5 November 2014

NOTICE OF MEETING TO APPROVE UNIT BUY BACK

360 Capital Investment Management Limited as Responsible Entity for the 360 Capital Office Fund (the “Fund” or ASX code: “TOF”) announces it has called a meeting of Unitholders to be held on 5 December 2014 where Unitholders will be asked to approve two resolutions relating to:

- Firstly an on-market buy back of up to 15.0% of the current Units on issue; and
- Secondly, amendments to the Fund’s constitution to allow the base management fee to be paid monthly (as opposed to quarterly) in arrears.

The Notice of Meeting reflects the Fund’s stated capital management and investment strategy of continuing to focus on earnings and distribution growth by pursuing suitable acquisition opportunities and driving the operational performance of its existing portfolio.

Based on TOF’s last closing price, the Fund is trading on a discount of 8.4% to its last stated NTA per Unit of \$2.14 and the Responsible Entity believes that the Unit buy back is in the best interest of Unitholders.

The attached Notice of Meeting and Explanatory Memorandum will be mailed shortly to Unitholders.

If approved by Unitholders, the buy back will be funded through a draw down of the Fund’s existing debt facility, with the Fund currently having an LVR of 4.9% of gross assets.

More information on the Fund can be found on the ASX’s website at www.asx.com.au using the Fund’s ASX code “TOF”, on the Fund’s website www.360capital.com.au, by calling the 360 Capital investor enquiry line on 1800 182 257 or emailing investor.relations@360capital.com.au

For more information, please contact:

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About 360 Capital Office Fund (ASX code TOF)

360 Capital Office Fund is the only ASX-listed office sector A-REIT focused on suburban A grade and CBD B grade rent collecting properties in Australia in the \$30.0 to \$100.0 million asset value range. The Fund has a diversified \$173.5 million portfolio of four quality assets, a weighted average lease expiry of 4.6 years, occupancy of 99.6%, appropriate gearing of approximately 4.9% and a forecast FY15 distribution of 17.00cpu. The Fund is externally managed by 360 Capital Group, a leading ASX-listed real estate investor and fund manager, that operates under a transparent fee structure and is the largest unitholder in the Fund with a co-investment stake of circa 25% to ensure ongoing alignment of interests with Unitholders.

About 360 Capital Group (ASX code TGP)

360 Capital is an ASX-listed, property investment and funds management group concentrating on strategic investment and active investment management of property assets. The company actively invests in direct property assets, property securities and various corporate real estate acquisitions within Australian real estate markets on a private equity basis. The Group’s 21 full time staff have significant property, funds and investment management experience. 360 Capital manages nine investment vehicles holding assets valued at approximately \$1.0 billion on behalf of almost 10,000 investors, has over \$125.9 million worth of co-investments across the 360 Capital Group platform.



Notice of Meeting and Explanatory Memorandum

360 CAPITAL OFFICE FUND

ARSN 106 453 196

Issued by 360 Capital Investment Management Limited
ACN 133 363 185, AFSL 340304 as responsible entity of
360 Capital Office Fund ARSN 106 453 196

This is an important document and requires your immediate attention. You should read this document in its entirety before deciding how to vote. If you are in any doubt about what to do, you should consult your legal, investment, taxation and other professional adviser without delay.

Important Notices

What is this document?

This Notice of Meeting and Explanatory Memorandum is dated 5 November 2014 and is issued by 360 Capital Investment Management Limited ACN 38 133 363 185 in its capacity as responsible entity of 360 Capital Office Fund ARSN 106 453 196 (Fund)

The purpose of this Notice of Meeting and Explanatory Memorandum is to provide information about the proposed buy back of Fund units and amendments to the Fund's constitution and to provide such other information considered material to the decision of Members in determining how to vote on the Resolutions. All information in this document forms part of the Notice of Meeting.

No investment advice

The information contained in this Notice of Meeting and Explanatory Memorandum does not constitute financial product advice and has been prepared without reference to your particular investment objectives, financial situation, taxation position and needs. It is important that you read the Notice of Meeting and Explanatory Memorandum in its entirety before making any investment decision and any decision on how to vote on the Resolutions.

Defined terms

Capitalised terms used in this Notice of Meeting and Explanatory Memorandum are defined in the Glossary in Section 5. All times expressed in this Notice of Meeting and Explanatory Memorandum refer to Australian Eastern Daylight Time (AEDT) and references to dollars, \$, cents or ¢ are to Australian dollars.

Any questions?

If you have any questions about your holding of Units or the Resolutions, please contact the 360 Capital Investor Services on 1800 182 257. If you are in any doubt on how to vote on the Resolutions or the action to be taken, you should contact your financial, legal, tax or other professional adviser without delay.

Meeting details and important dates

Last date and time for receipt of Proxy Forms	11.00am (AEDT) 3 December 2014
Date and time of Meeting	11.00am (AEDT) 5 December 2014
Place	360 Capital Group Level 8, 56 Pitt Street Sydney NSW 2000 Australia

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Notice of Meeting

360 Capital Office Fund

NOTICE IS HEREBY GIVEN by 360 Capital Investment Management Limited ACN 38 133 363 185 AFSL 340304 as responsible entity of 360 Capital Office Fund ARSN 106 453 196 (Fund) pursuant to section 252A of the Corporations Act that a meeting of Members in the Fund will be held at the time, date and place detailed below, or such later time and date as notified to Members, to consider and vote on the Resolutions in this Notice of Meeting.

Time: 11.00am

Date: 5 December 2014

Place: 360 Capital Group
Level 8, 56 Pitt Street
Sydney NSW 2000
Australia

Business of the Meeting

1. Approval of Buy Back of Units

To consider and, if thought fit, to pass the following resolution as an ordinary resolution of the Fund:

"That the buy back of up to 11,655,018 Units in the Fund on the terms set out in the Explanatory Memorandum be approved for all purposes (including the purposes of Section 601KH(8) of the Corporations Act 2001 (Cth))."

2. Amendments to the Constitution of the Fund

To consider and, if thought fit, to pass the following resolution as a special resolution of the Fund:

"That, in accordance with Section 601GC(1)(a) of the Corporations Act 2001 (Cth), the Constitution of the Trust be modified as set out in the instrument tabled at the meeting and substantially in the form available to Members in accordance with the Explanatory Memorandum accompanying this Notice of Meeting."

By order of the Board



Tony Pitt
Managing Director
360 Capital Investment Management Limited
as responsible entity of the 360 Capital Office Fund

Dated: 5 November 2014

Notes about the Meeting and how to vote

THESE NOTES FORM PART OF THE NOTICE OF MEETING

Changing the time and date of the Meeting

The Responsible Entity reserves the right to postpone or adjourn the Meeting to a later time or date. If the Responsible Entity makes such a determination, it will notify all Members by lodging an announcement on the ASX and by placing an announcement on the Fund's website at www.360capital.com.au

The Responsible Entity will endeavour to notify Members of any such postponement prior to the original date and time of the Meeting, however, the postponement of the Meeting will not be invalidated by the failure to do so. If the Meeting is adjourned for one month or more, the Responsible Entity will give new notice of the adjourned Meeting.

Quorum

The quorum necessary for the Meeting is two Members, each being a Member present in person, by proxy, attorney, Personal Representative or body corporate and the quorum must be present at all times during the Meeting. If a quorum is not present within 30 minutes after the time for the start of the Meeting set out in the Notice of Meeting, the Meeting is adjourned in accordance with the Corporations Act. If no quorum is present at the resumed Meeting within 30 minutes after the time for the start of the resumed Meeting then the resumed Meeting is dissolved.

Chairperson

Pursuant to section 252S of the Corporations Act, the Responsible Entity will appoint a person to chair the Meeting.

Voting intentions of the Chairperson

The Chairperson intends to vote all undirected proxies appointing the chair as proxy in favour of the Resolutions on a poll (subject to the other provisions of the Notice of Meeting, including the voting exclusions).

Resolutions

Resolution 1 is an ordinary resolution and will be decided on a show of hands unless a poll is required by the Corporations Act or properly demanded. Resolution 1 will be passed if more than 50% of the votes cast by or on behalf of Members entitled to vote on the resolution are in favour of the resolution.

Resolution 2 is a special resolution and will be decided on a poll. Resolution 2 will be passed if at least 75% of the votes cast by or on behalf of Members entitled to vote on Resolution 2 are in favour of Resolution 2.

Voting

Voting on Resolution 1 will be decided on a show of hands unless a poll is required by the Corporations Act or properly demanded. Resolution 2 will be decided on a poll. On a show of hands, every person present who is a Member or a proxy, attorney, Personal Representative or body corporate representative has one vote. On a poll, every person present who is a Member or a proxy, attorney, Personal Representative or body corporate representative has one vote for each dollar of the value of the Member's total Units in the Fund held by the person, or in respect of which the person is appointed as proxy, attorney, Personal Representative or body corporate representative. A Member entitled to two or more votes does not have to exercise its votes in the same way and does not have to cast all its votes.

Bodies corporate

A body corporate may appoint an individual as its representative to exercise any of the powers the body corporate may exercise at meetings of Members of the Fund. The appointment may be a standing one. Unless the appointment states otherwise, the representative may exercise all of the powers that the appointing body corporate could exercise at a meeting or in voting on the Resolutions.

An original or certified copy of the representative's appointment should be delivered or presented to the Responsible Entity before the Meeting commences.

Jointly held Units

If a Unit in the Fund is held jointly, and more than one Member votes in respect of that Unit, only the vote of the Member whose name appears first in the register of Members counts.

Appointment of proxy

If you are entitled to vote at the Meeting you have a right to appoint a proxy to attend and vote at the Meeting on the Member's behalf and may use the Proxy Form enclosed with the Notice of Meeting. The notes on the Proxy Form explain how the form should be completed. The proxy does not need to be a Member of the Fund.

If you wish to appoint someone other than the Chairperson of the Meeting as your proxy, please write the name of that person in the appropriate box. Members cannot appoint themselves. If you do not name a proxy, or your named proxy does not attend the Meeting, the Chairperson of the Meeting will be your proxy and vote on your behalf.

Your proxy has the same rights as you to speak at the Meeting and to vote to the extent you allow on the Proxy Form.

Appointing a second proxy

If you are entitled to cast two or more votes you may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise.

If you appoint two proxies and the appointment does not specify the proportion or number of votes each proxy may exercise, each proxy may exercise half of the votes (ignoring fractions).

Voting directions to your proxy

You may direct your proxy on how to vote on the Resolutions. If it does, your proxy does not have to vote, but if your proxy does vote, your proxy must vote as directed. If your proxy has two or more appointments that specify different ways to vote on the Resolutions, your proxy must not vote on a show of hands. If your proxy is the Chairperson, the Chairperson must vote on a poll and must vote that way.

If you do not direct your proxy how to vote, your proxy will vote as it chooses. If you mark more than one box relating to the Resolutions any vote by your proxy on that item may be invalid.

Signing instructions

A Proxy Form must be signed by the Member or the Member's attorney. Instructions for signing are on the Proxy Form. If a proxy is signed by an attorney and you have not previously lodged the power of attorney for notation, please attach an original or a certified copy of the power of attorney to the Proxy Form when you return it.

Appointment of proxy under the power of attorney

If a proxy is signed under a power of attorney on behalf of a Member, an original or a certified copy of the power of attorney must be lodged with the Proxy Form and received by the Responsible Entity no later than 11.00am on 3 December 2014 at one of the addresses set out below.

Lodgement of proxies and other authorities

Proxy Forms and other authorities should be returned by posting them in the reply paid envelope provided or delivering them to one of the addresses below.

By post

Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001

Online

www.votingonline.com.au/360capitalofficefundegm2014

By facsimile

(02) 9290 9655

By hand

Boardroom Pty Limited
Level 7, 207 Kent Street
Sydney NSW 2000

All Proxy Forms must be received by the Responsible Entity no later than 11.00am on 3 December 2014. Documents received after that time will not be valid for the Meeting.

Explanatory Memorandum

1 Overview

1.1 Approval of the Buy Back

The Responsible Entity proposes to undertake a buy back of Units in the Fund over the period of 12 months commencing on or around the date Unitholder approval is received. It is proposed that up to 15% of the number of Units currently on issue (i.e. 11,655,018 Units) be bought back through this process (**Buy Back**).

Due to the fact that the number of Units proposed to be bought back is greater than 10% of the smallest number of Units at any time during the previous 12 months, Member approval of the Buy Back is required.

Please refer to Section 2 for more information in relation to the Buy Back.

1.2 Amendments to the Constitution of the Fund

Under Resolution 2, the Responsible Entity proposes to amend the Constitution such that its base management fee is payable monthly (as opposed to quarterly) in arrears.

Please refer to Section 3 for more information in relation to the proposed Constitutional amendments.

1.3 What does the Responsible Entity recommend?

Approval of Buy Back of Units

The Responsible Entity considers that the Buy Back is in the best interests of the Members of the Fund as the current market trading price of Units in the Fund does not reflect the value of the Fund's underlying real estate fundamentals and therefore the Buy Back is an accretive way of investing the Fund's capital and thereby enhancing returns to Members.

Please refer to Section 2 for more detail.

The Responsible Entity recommends that Members vote in FAVOUR of Resolution 1.

Amendments to the Constitution of the Fund

The proposed amendments to the Constitution will align the timing of payment of management fees with the monthly receipt of rental income.

Please refer to Section 3 for more detail.

360 Capital, the largest Unitholder and Responsible Entity of the Fund will abstain from voting on Resolution 2.

1.4 What do Members need to do?

Members should read this document in its entirety before voting. If you are in any doubt about what to do, you should consult your legal, investment, taxation and other professional adviser without delay.

Your vote is important. The Responsible Entity encourages Members to vote on the Resolutions by either attending the Meeting in person or by appointing a proxy to vote on their behalf.

All Proxy Forms are required to be returned to the registry provider, Boardroom Pty Limited by 11.00am on 3 December 2014.

All information as required under the Corporations Act and the ASX Listing Rules is set out in this document.

2 Resolution 1: Approval of the Buy Back

2.1 What is proposed?

There are currently 77,700,118 Units on issue in the Fund. The Responsible Entity proposes to undertake the Buy Back of up to 15% of the number of Units currently on issue (i.e. 11,655,018 Units) over a period of 12 months commencing on or around the date Unitholder approval is received. Units bought back will then be cancelled, reducing the number of Units on issue.

The Buy Back will be conducted on market, meaning that the Responsible Entity will buy back all Units in the ordinary course of trading on the ASX. The Buy Back will be open to all Members and participation is voluntary.

The Responsible Entity will buy back Units during the course of the 12 month buy back period within a range of prices it determines, however, that price cannot be greater than 5% above the volume weighted average price (VWAP) of all Units sold on the ASX during the last five days on which sales in Units were recorded before the date of the relevant buy back. The current market price of Units is \$1.96. It is intended that Moelis Australia Securities Pty Limited will be appointed to act as the Fund's broker for the Buy Back.

The Responsible Entity has proposed the Buy Back as it considers the current market trading price of Units does not accurately reflect the value of the Fund's real estate assets. The Buy Back is an opportunity to add value to the Members of the Fund as it represents an accretive way of investing the capital of the Fund.

The Buy Back will be funded by the Fund using existing cash reserves and drawing down on the Fund's available undrawn debt. The Responsible Entity anticipates that the Fund's LVR will not exceed 20.0% as a result of the Buy Back alone.

The following tables have been prepared to illustrate the impact on the Fund's NTA and LVR (assuming all other things remain the same) assuming varying levels of Units are bought back at varying unit prices.

The resulting financial impact of the Buy Back is expected be different from that set out below as it will depend on, amongst other things, the actual price at which Units are bought back, the number of Units which are bought back and other changes to the Fund and its financial position.

NTA Impact							
% of Issued Capital Purchased							
Price	0.0%	2.5%	5.0%	7.5%	10.0%	12.5%	15.0%
1.94	2.14	2.15	2.15	2.16	2.16	2.17	2.18
1.96	2.14	2.15	2.15	2.16	2.16	2.17	2.17
1.98	2.14	2.15	2.15	2.16	2.16	2.17	2.17
2.00	2.14	2.15	2.15	2.15	2.16	2.16	2.17
2.02	2.14	2.15	2.15	2.15	2.16	2.16	2.16
2.04	2.14	2.14	2.15	2.15	2.15	2.16	2.16
2.06	2.14	2.14	2.15	2.15	2.15	2.15	2.16
2.08	2.14	2.14	2.15	2.15	2.15	2.15	2.15
2.10	2.14	2.14	2.14	2.15	2.15	2.15	2.15

LVR							
% of Issued Capital Purchased							
Price	0.0%	2.5%	5.0%	7.5%	10.0%	12.5%	15.0%
1.94	5.1%	7.3%	9.4%	11.6%	13.8%	16.0%	18.1%
1.96	5.1%	7.3%	9.5%	11.7%	13.9%	16.1%	18.3%
1.98	5.1%	7.3%	9.5%	11.7%	14.0%	16.2%	18.4%
2.00	5.1%	7.3%	9.6%	11.8%	14.0%	16.3%	18.5%
2.02	5.1%	7.4%	9.6%	11.9%	14.1%	16.4%	18.7%
2.04	5.1%	7.4%	9.7%	11.9%	14.2%	16.5%	18.8%
2.06	5.1%	7.4%	9.7%	12.0%	14.3%	16.6%	18.9%
2.08	5.1%	7.4%	9.7%	12.1%	14.4%	16.7%	19.1%
2.10	5.1%	7.4%	9.8%	12.1%	14.5%	16.8%	19.2%

A copy of the Fund's most recent audited financial statements for the year ending 30 June 2014 is available on the ASX or by contacting the Responsible Entity.

The Buy Back does not alter the Fund's strategy of continuing to focus on earnings and distribution growth by pursuing selective acquisition opportunities in line with the Fund's stated investment strategy whilst driving the operational performance of its existing portfolio.

The major Unitholder in the Fund, the 360 Capital Group, currently holds 19,440,706 Units in the Fund and does not intend to participate in the Buy Back.

2.2 Why is this Resolution being proposed?

The Corporations Act imposes a limit on the number of Units that can be bought back without Member approval. If greater than 10% of the smallest number of Units at any time during the previous 12 months, Member approval for the buy back is required.

Prior to the listing of the Fund on the ASX, a Unit consolidation was undertaken whereby the number of Units on issue temporarily reduced to 198,000 Units. This would mean that, without Member approval, the Responsible Entity would only be able to buy back approximately 19,800 Units which would not have a meaningful impact on Unitholder returns.

In order to implement the Buy Back as proposed, Member approval is being sought.

2.3 What does the Buy Back mean for Members?

Advantages

The Responsible Entity believes the Buy Back will create the following benefits for Members:

- The Fund's property metrics are attractive (it is currently 100.0%¹ occupied with a Weighted Average Lease Expiry of 4.6 years² as at 30 June 2014). The closing price as at 4 November 2014 of \$1.96 reflects a Distribution Yield of 8.7%³ and discount of -8.4% to the Fund's net tangible assets (NTA) per Unit of \$2.14, representing an attractive investment proposition for the Fund;
- The Buy Back of Units below the current audited NTA per Unit is expected to enhance Unitholder returns by increasing the NTA per Unit;
- Whilst gearing within the Fund may increase, the Fund will still be well within its targeted gearing parameters of 30-45% and banking covenants of 50%; and
- Should the Fund buy back the full 15% of the Units currently on issue, the Fund will still have significant debt capacity to pursue assets in line with the Fund's mandates.

Disadvantages/risks

The key potential disadvantages and risks associated with Resolution 1 are that the Fund will:

- Reduce its debt capacity and reduce its available cash reserves which may increase the likelihood a further capital raising if a large or multiple suitable acquisitions are identified; and
- Increase its LVR.

2.4 What happens if Resolution 1 is not approved?

If Members do not approve Resolution 1, the Responsible Entity will not be able to undertake the Buy Back.

2.5 What does the Responsible Entity recommend?

The Responsible Entity recommends that Members vote in FAVOUR of Resolution 1.

1 By area.

2 By income.

3 Based on the forecast FY15 distribution of 17.00 cents per Unit divided by the 4 November 2014 Closing Price of \$1.96 per Unit.

3 Resolution 2: Amendment to the Constitution of the Fund

3.1 What is proposed?

Members are being requested to approve an amendment to the Constitution of the Fund which will have the effect of allowing the Responsible Entity to be paid its base management fee monthly in arrears as opposed to quarterly in arrears, which is currently the case.

The existing Constitution of the Fund and the proposed Supplemental Deed pursuant to which the amendments will be made is available for inspection by contacting the Responsible Entity and on the Fund's website at www.360capital.com.au

3.2 Why is this being proposed?

The Responsible Entity is currently paid its base management fee quarterly in arrears creating cash flow inefficiencies between the monthly rental payments received from tenants and the base management fees paid to the Responsible Entity. In order to improve cash flow efficiencies and conform to market convention, it is proposed that the Fund amend the Constitution to allow for the payment of these base management fees on a monthly basis.

In order for the amendment to be made, it must be approved by a special resolution of Members in accordance with section 601GC(1)(a) of the Corporations Act.

3.3 What do the amendments mean for Members?

The proposed amendment to the Constitution does not change the level of fee payable to the Responsible Entity, but simply increases the frequency of payments of that fee.

As a result, the Responsible Entity believes the increased payment frequency will have no material impact on Members.

3.4 What happens if Resolution 2 is not approved?

If Members do not approve Resolution 2, the Fund's Constitution will remain unchanged and the Responsible Entity will continue to be paid its base management fee quarterly in arrears.

360 Capital, the largest Unitholder and Responsible Entity of the Fund will abstain from voting on Resolution 2.

4 Queries

If you have any questions regarding your investment in the Fund, the Resolutions, or what action you should take, please consult your legal, investment, taxation and other professional adviser or contact 360 Capital Investor Services on 1800 182 257 or email investor.relations@360capital.com.au

Glossary

360 Capital or 360 Capital Group	360 Capital Group consists of the stapled entity comprising 360 Capital Limited (ABN 18 113 569 136) and 360 Capital Investment Trust (ARSN 104 552 598) and each of their subsidiaries
360 Capital Investment Management Limited	360 Capital Investment Management Limited (ABN 38 133 363 185, AFSL 340304), the Responsible Entity of the Fund
ASIC	Australian Securities and Investments Commission
ASX	ASX Limited (ABN 98 008 624 691) or the financial market operated by it (as the context requires)
Buy Back	The proposed buy back of Units in the Fund the subject of Resolution 1 as described in Section 2 of this Explanatory Memorandum
Constitution	The constitution of the Fund as amended from time to time
Corporations Act	<i>Corporations Act 2001</i> (Cth)
Director	A director of the Responsible Entity in office at the date of this document
Distribution Yield	Rate of return derived by dividing forecast annual distribution per Unit by the Fund's ASX trading price per Unit
Explanatory Memorandum	The explanatory memorandum contained in this document
Fund	360 Capital Office Fund (ARSN 106 453 196)
LVR	Loan to value ratio
Meeting	The meeting of Members of the Fund to be held pursuant to the Notice of Meeting
Member	A registered holder of Units in the Fund
Notice of Meeting	This document, including the Notice of Meeting set out on page 1 of this document
NTA per Unit	Net tangible assets divided by Units on issue
Personal Representative	As defined in the Constitution
Proxy Form	The form by which Members may vote on the Resolution without attending the Meeting in person
Resolution 1	Resolution 1 set out in the Notice of Meeting regarding the approval of the Buy Back
Resolution 2	Resolution 2 set out in the Notice of Meeting regarding the proposed amendment to the Constitution of the Fund
Resolutions	Resolution 1 and Resolution 2
Responsible Entity	The responsible entity of the Fund (360 Capital Investment Management Limited)
Unit	An ordinary unit in the Fund
Unit Registrar	Boardroom Pty Limited (ACN 003 209 836)

Corporate Directory

360 Capital Office Fund
ARSN 106 453 196

Investor Enquiries

360 Capital Investor Services
Toll Free: 1800 182 257
Email: investor.relations@360capital.com.au

Postal Address for Lodgement of Proxies

Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001

Responsible Entity

360 Capital Investment Management Limited
ACN 133 363 185
AFSL 340304

Registered Office

Level 8, 56 Pitt Street
Sydney NSW 2000
www.360capital.com.au

Disclaimer

This document has been prepared by 360 Capital Investment Management Limited (ACN 133 363 185, AFSL 340304), Level 8, 56 Pitt Street, Sydney NSW 2000, as responsible entity of the 360 Capital Office Fund (ARSN 106 453 196) ("Responsible Entity"). The Responsible Entity, its associates, related entities and directors do not guarantee the performance of the Fund or the repayment of monies invested. The information contained in this document does not constitute financial product advice. While every care has been exercised in the preparation of this document and the information is believed to be correct, this document is provided for general information purposes only and does not have regard to the particular circumstances, financial situation or needs of any specific person who may read it and whom should seek their own professional advice. This document contains forward looking statements which are identified by words such as "may", "could", "believes", "estimates", "expects", "intends" and other similar words that imply risks and uncertainties. These forward looking statements are subject to known and unknown risks, uncertainties and other factors that could cause the actual results, performance or achievements of the Fund to vary materially from those expressed or implied in such forward looking statements. Past performance is not an indicator of future performance.

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