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360 Capital Total Return Fund (ASX: TOT) notes URB Investments Limited (ASX:URB) announcement regarding release of Scheme Booklet

4 November 2019

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360 Capital FM Limited as Responsible Entity for the 360 Capital Total Return Fund (**Fund** or **TOT**) notes today's announcement by URB Investments Limited (**ASX: URB**) that the Australian Securities and Investment Commission (**ASIC**) has today registered the Scheme Booklet in relation to the proposal from TOT to acquire all of the ordinary shares in URB by way of a scheme of arrangement.

Board Recommendation and Independent Expert's Report

The Directors of URB consider that the Scheme is in the best interests of URB shareholders, and unanimously recommended that URB shareholders vote in favour of the Scheme subject to the Independent Expert continuing to conclude that the Scheme is fair and reasonable to, and in the best interests of URB shareholders and there being no superior proposal.

Each Board member of URB intends, in the absence of a superior proposal, to vote all eligible URB shares they own or control in favour of the Scheme.

For the reasons set out in its report dated 31 October 2019, the Independent Expert, Lonergan Edwards & Associates Limited, has concluded that the Scheme is fair and reasonable to and in the best interests of URB Shareholders, in the absence of a superior proposal.

Indicative key dates

Key Dates	
Scheme meeting	Friday 6 December 2019 9:00am (Sydney time)
Second Court date for approval of the Scheme	Tuesday 10 December 2019
Record date for determining entitlements to Scheme consideration	Friday 13 December 2019 (7.00pm Sydney time)
Scrip consideration to be issued	Friday 20 December 2019
Commencement of trading of new TOT securities on the ASX on a normal settlement basis	Monday 23 December 2019

All dates following the date of the Scheme meeting are indicative only, and, among other things, are subject to all necessary approvals from the Court and other regulatory authorities.



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Transaction Advisors

TOT has been advised by BG Capital Corporation as its financial advisor and Clayton Utz as its legal adviser.

More information on TOT can be found on the ASX's website at www.asx.com.au using ASX code "TOT", at our website www.360capital.com.au, by calling the TOT investor line:1300 082 130 or by emailing investor.relations@360capital.com.au

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About 360 Capital Total Return Fund (ASX code TOT)

360 Capital Total Return Fund aims to provide total returns with a performance hurdle of 12% per annum to investors through a selective and disciplined investment philosophy, combined with access to real estate-based investment opportunities available to the Fund through the 360 Capital Group, the manager of the Fund.

About 360 Capital Group (ASX: TGP)

360 Capital Group is an ASX-listed, investment and funds management group, focused on strategic and active investment management of alternative assets.

Led by a highly experienced team, the Group operates in Australian and global markets investing across real estate, public and private equity and credit strategies. We partner with our stakeholders to identify, invest and realise on opportunities.
