



Announcement Summary

Entity name

360 CAPITAL DIGITAL INFRASTRUCTURE FUND

Announcement Type

New announcement

Date of this announcement

Friday November 27, 2020

The Proposed issue is:

☒ A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

| ASX +security code | +Security description | Maximum Number of +securities to be issued |
|--------------------|-------------------------------------|--|
| TDI | FULLY PAID UNITS STAPLED SECURITIES | 8,558,845 |

Proposed +issue date

Thursday December 3, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

360 CAPITAL DIGITAL INFRASTRUCTURE FUND

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

1.2 Registered Number Type

other

Registration Number

360 Capital Digital Infrastructure Fund (ARSN 635 566 531)
and 360 Capital Digital Infrastructure Fund 2 (ARSN 638 320 420)

1.3 ASX issuer code

TDI

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

Friday November 27, 2020

1.6 The Proposed issue is:

☒ A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 - Are any of the following approvals required for the placement or other type of issue?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

☒ No

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

☒ Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

☒ No

Details of +securities proposed to be issued

ASX +security code and description

TDI : FULLY PAID UNITS STAPLED SECURITIES

Number of +securities proposed to be issued

8,558,845

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

☒ Yes

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 1.77000

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

☒ Yes



Part 7C - Timetable

7C.1 Proposed +issue date

Thursday December 3, 2020

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

☒ No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

☒ Yes

7D.1b (i) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

8,558,845

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

☒ No

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

☒ No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

☒ No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

☒ No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

☒ Yes

7E.1a Who is the lead manager/broker?

Moelis Australia Advisory Pty Ltd, Shaw and Partners Limited and Aitken Murray Capital Partners Limited are joint lead managers.

7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

See below.



7E.2 Is the proposed issue to be underwritten?

☒ Yes

7E.2a Who are the underwriter(s)?

Moelis Australia Advisory Pty Ltd, Shaw and Partners Limited and Aitken Murray Capital Partners Limited.

7E.2b What is the extent of the underwriting (ie the amount or proportion of the proposed issue that is underwritten)?

The Placement is fully underwritten.

7E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?

The Responsible Entity must pay the Underwriters in their Respective Proportions, an underwriting and management fee of 3% of the Placement Amount (exclusive of GST if applicable).

7E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.

The placement agreement provides for customary termination events and a number of material termination events which includes (but is not limited to): the provision of false or misleading information, contravention of laws, disruption to financial markets, change in management, adverse changes in the assets or financial position of the Fund and a withdrawal of the Offer.

7E.3 Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed issue?

☒ No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

None

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

Proceeds from the placement will be used to fund a pipeline of investment opportunities including additional follow-on capital across current investments and strategic M&A opportunities.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

☒ No

7F.2 Any other information the entity wishes to provide about the proposed issue

None