



ASX Release

8 August 2024

360 Capital Mortgage REIT (ASX: TCF)

Appendix 4E for the year ended 30 June 2024

This Preliminary Financial Report is given to the ASX in accordance with Listing Rule 4.3A. This report should be read in conjunction with the Annual Report for the year ended 30 June 2024. It is also recommended that the Annual Report be considered together with any public announcements made by the Fund. Reference should also be made to the statement of significant accounting policies as outlined in the Financial Report. The Annual Report for the year ended 30 June 2024 is attached and forms part of this Appendix 4E.

Details of reporting period

Current reporting period: 1 July 2023 – 30 June 2024

Prior corresponding period: 1 July 2022 – 30 June 2023

Results for announcement to the market

	30 June 2024 \$'000	30 June 2023 \$'000	Movement \$'000	Movement %
Revenue and other income from ordinary activities	2,426	1,986	440	22.2
Profit for the year attributable to unitholders	1,857	1,609	248	15.4

	30 June 2024 Cents per unit	30 June 2023 Cents per unit	Movement Cents per unit	Movement %
Earnings per unit – Basic and diluted	45.0	39.0	6.0	15.4

Net tangible asset per unit

	30 June 2024 \$	30 June 2023 \$	Movement \$	Movement %
Net tangible assets per unit	5.94	5.94	-	-



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Distributions

Distribution period	Cents per unit	Total paid \$'000	Record date	Date of payment
July 2023	3.50	144	31 July 2023	7 August 2023
August 2023	3.50	144	31 August 2023	7 September 2023
September 2023	3.50	144	29 September 2023	6 October 2023
October 2023	3.50	144	31 October 2023	7 November 2023
November 2023	3.50	145	30 November 2023	7 December 2023
December 2023	3.50	145	29 December 2023	5 January 2024
January 2024	3.50	145	31 January 2024	7 February 2024
February 2024	3.50	145	29 February 2024	7 March 2024
March 2024	3.50	145	28 March 2024	5 April 2024
April 2024	3.50	145	30 April 2024	7 May 2024
May 2024	3.50	145	31 May 2024	7 June 2024
June 2024	6.50	268	28 June 2024	5 July 2024
Total distribution for the year ended 30 June 2024	45.00	1,859		
July 2022	3.00	124	29 July 2022	5 August 2022
August 2022	3.00	124	31 August 2022	7 September 2022
September 2022	3.00	124	30 September 2022	7 October 2022
October 2022	3.00	124	31 October 2022	7 November 2022
November 2022	3.00	124	30 November 2022	7 December 2022
December 2022	3.00	124	30 December 2022	6 January 2023
January 2023	3.50	144	31 January 2023	7 February 2023
February 2023	3.50	144	28 February 2023	7 March 2023
March 2023	3.50	144	31 March 2023	6 April 2023
April 2023	3.50	145	28 April 2023	5 May 2023
May 2023	3.50	145	31 May 2023	7 June 2023
June 2023	3.50	145	30 June 2023	7 July 2023
Total distribution for the year ended 30 June 2023	39.00	1,611		



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Distribution Reinvestment Plans

The Fund does not have a distribution reinvestment plan in place.

Control gained or lost over entities during the year

Refer to Note 13 Controlled entities of the Financial Report.

Details of Associates and Joint Venture Entities

Refer to Note 5 Financial assets at fair value through profit or loss of the Financial Report.

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360 Capital



360 CAPITAL MORTGAGE REIT

(ASX:TCF)

ANNUAL REPORT

For the year ended 30 June 2024

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General information

360 Capital Mortgage REIT (ARSN 115 632 990) ("Fund") is an Australian Securities Exchange (ASX) listed managed investment fund, constituted and domiciled in Australia. Its registered office and principal place of business is:

Suite 3701, Level 37, 1 Macquarie Place, Sydney NSW 2000 Australia

A description of the nature of the Fund's operations and its principal activities are included in the Responsible Entity report, which is not part of the consolidated financial statements.

The financial report of the Fund comprises the consolidated financial statements of 360 Capital Mortgage REIT and its controlled entities.

The consolidated financial statements are presented in Australian dollars, which is 360 Capital Mortgage REIT's functional and presentation currency.

The Fund is an entity of the kind referred to in Corporations Instrument 2016/191 issued by the Australian Securities and Investments Commission (ASIC). In accordance with that Instrument, amounts in the financial report and Responsible Entity report have been rounded to the nearest thousand dollars, unless otherwise stated.

The consolidated financial statements were authorised for issue, in accordance with a resolution of directors, on 8 August 2024.

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360 Capital Mortgage REIT
Responsible Entity report
For the year ended 30 June 2024

The directors of 360 Capital FM Limited (ABN 15 090 664 396) (AFSL No 221474), the Responsible Entity, present their report, together with the consolidated financial statements of 360 Capital Mortgage REIT (ASX:TCF) (ARSN 115 632 990) ("Fund"), for the year ended 30 June 2024. The Fund comprises 360 Capital Mortgage REIT (parent entity) and its controlled entities.

The following persons were directors of 360 Capital FM Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Tony Robert Pitt (Executive Chairman)
David van Aanholt (Deputy Chairman)
Andrew Graeme Moffat
Anthony Gregory McGrath

Principal activities

360 Capital Mortgage REIT is an Australian Securities Exchange (ASX) listed mortgage real estate investment trust which invests in a range of credit opportunities secured by Australian real estate assets. The Fund's investment strategy is to access the corporate real estate loan market through loan structures including senior secured loans, subordinated and mezzanine loans and an enhanced return strategy.

360 Capital Mortgage REIT
Responsible Entity report
For the year ended 30 June 2024

Key financial highlights for the year ended 30 June 2024

Total revenue

\$2.4m

(June 2023: \$2.0 million)

Revenue increased by 22.2% on the prior year as a result of higher interest rates achieved on deployment of the Funds capital into new real estate loan investments.

Operating profit

\$1.9m

(June 2023: \$1.6 million)

Operating profit¹ of \$1.9 million, representing 45.0 cents per unit ("cpu"), increased by 15.4% year on year, driven by higher returns generated from real estate loan investments.

Distributions per unit

45.0cpu

(June 2023: 39.0cpu)

The Fund has increased distributions by 63.6% since 360 Capital took over management of the Fund in September 2020. Distributions increased 15.4% year on year between FY24 and FY23.

Loan investments

\$24.6m

(June 2023: \$10.4m)

The Fund is fully deployed with a portfolio of four loans totalling \$24.6 million² as at 30 June 2024. The loan portfolio has an average LVR of 69.4%, weighted average interest rate of 12.1%, and term to maturity of 11 months.

ASX price

\$5.45

(June 2023: \$5.21)

ASX trading price was \$5.45 per unit as at 28 June 2024 an increase of 4.6% on the prior year.

NTA per unit

\$5.94

(June 2023: \$5.94)

Net Tangible Assets ("NTA") of the Fund remains stable at \$5.94 per unit as at 30 June 2024, consistent with the prior year, supporting the Fund's continued focus on capital preservation.

¹ Operating profit is a financial measure which is not prescribed by Australian Accounting Standards (AAS) and represents the profit under AAS adjusted for non-operating items. The Responsible Entity considers operating profit to reflect the core earnings of the Fund and it is used as a guide to assess the Fund's ability to pay distributions to securityholders. The operating profit is currently equivalent to the profit for the year attributable to the unitholders of 360 Capital Mortgage REIT.

² Loan investments of \$24.6 million exclude a portion of a loan investment relating to non-controlling interest of \$1.3 million, which is included in the Fund's Consolidated Statement of Financial Position.

360 Capital Mortgage REIT

Responsible Entity report

For the year ended 30 June 2024

Review of operations

The Fund's profit attributable to unitholders for the year ended 30 June 2024 was \$1.9 million (30 June 2023: \$1.6 million) with earnings of 45.0cpcu (30 June 2023: 39.0cpcu). The Fund's balance sheet as at 30 June 2024 had total assets of \$26.1 million (30 June 2023: \$24.8 million). The Fund's NTA per unit was \$5.94 (30 June 2023: \$5.94).

Loan portfolio

As at 30 June 2024, the Fund had a portfolio of four loan investments totalling \$24.6 million (30 June 2023: \$10.4 million) excluding a portion of a loan investment relating to a non-controlling interest of \$1.3 million.

In July 2023, the Fund settled a \$10.7 million residual stock loan for a term of 12 months, secured against 12 brand new completed freestanding houses, initially drawn to a 70.0% Loan to Value Ratio (LVR). The loan amount was increased by \$7.5 million to \$18.2 million with the addition of a further 9 completed freestanding houses as security. The loan is subject to a margin of 6.5% + BBSW and an interest rate floor of 10.0% and is serviced, with interest paid monthly in advance and loan principal repaid through house sales. During the year \$4.2 million was redrawn against substitute security, being other completed houses owned by the borrower. The loan was due to expire in July 2024, however, it was agreed with the borrower to be extended for 1 month. The outstanding loan balance as at 30 June 2024 was \$5.6 million and LVR of 68.7%.

In December 2023, the Fund settled a \$4.6 million first mortgage loan facility for a term of 12 months. The loan is secured against a recently completed petrol station with a 12-year lease and is drawn to a 70.0% LVR. The loan is subject to a margin of 5.25% + BBSW and an interest rate floor of 9.25%. The loan is serviced, with interest paid monthly in advance for a term of 12 months and is expected to be repaid through the proceeds from the asset sale or refinance.

In June 2024, the Fund settled a \$13.0 million residual stock loan facility, initially drawn to a 70.0% LVR, for a term of 12 months. The loan facility is secured against a 16 lot residential subdivision and is cross-collateralised with other residual stock facilities provided to the borrower group. The loan is subject to a margin of 8.5% + BBSW and an interest rate floor of 12.0%. The loan is serviced, with interest paid monthly in advance and is expected to be repaid through the proceeds from lot sales.

In June 2024, the Fund invested \$1.5 million, via a partial interest in unit trust, in a \$3.0 million mezzanine finance facility secured by a registered second mortgage over a high end, luxury waterfront apartment development in Sydney. The underlying loan is subject to an interest rate of 17% with a profit share component top up to 20% internal rate of return, for a term of up to 24 months. Interest is capitalised to the loan amount monthly and is repaid in lump sum amount upon the expiry of the facility along with the profit share component. The loan facility is expected to be repaid through settlement of presale contracts, or refinance of residual stock. The Fund's investment as at 30 June 2024 was \$1.4 million following a partial selldown of the Fund's interest. Post balance date, the Fund sold down a further \$0.3 million, reducing its investment in the unit trust to \$1.1 million.

The Fund continues to invest alongside 360 Capital Private Credit Fund, a wholesale contributory fund, in certain loan investments to continue to diversify its loan portfolio through a partial selldown of its various loan interests to third parties, allowing it to continue to invest in further loans and increase diversification.

Significant changes in the state of affairs

On 27 July 2023, the Fund announced a change of name from 360 Capital Enhanced Income Fund to 360 Capital Mortgage REIT retaining the existing ASX code TCF. In August 2023, the Fund's classification under the Global Industry Classification Standard (GICS) was updated by S&P Global to a Mortgage Real Estate Investment Trust (M-REIT).

Likely developments and expected results of operations

Recent market conditions including rising interest rates have made commercial and completed residual residential real estate loans an attractive investment proposition and as such, the Fund's current focus is investing in senior and stretch senior real estate loans. The Fund will also consider opportunities to invest in other higher returning real estate backed loan investments where the risks are appropriately mitigated.

The Fund intends to continue to generate a stable revenue stream from its loan portfolio and provide regular distributions. As opportunities arise the Fund will continue to look to grow and diversify its loan portfolio.

360 Capital Mortgage REIT

Responsible Entity report

For the year ended 30 June 2024

Distributions

Distributions paid or payable during the year were as follows:

Distribution period	Date of payment	Cents per unit	Total paid \$'000
July 2023	7 August 2023	3.50	144
August 2023	7 September 2023	3.50	144
September 2023	6 October 2023	3.50	144
October 2023	7 November 2023	3.50	144
November 2023	7 December 2023	3.50	145
December 2023	5 January 2024	3.50	145
January 2024	7 February 2024	3.50	145
February 2024	7 March 2024	3.50	145
March 2024	5 April 2024	3.50	145
April 2024	7 May 2024	3.50	145
May 2024	7 June 2024	3.50	145
June 2024	5 July 2024	6.50	268
Total distribution for the year ended 30 June 2024		45.00	1,859
July 2022	5 August 2022	3.00	124
August 2022	7 September 2022	3.00	124
September 2022	7 October 2022	3.00	124
October 2022	7 November 2022	3.00	124
November 2022	7 December 2022	3.00	124
December 2022	6 January 2023	3.00	124
January 2023	7 February 2023	3.50	144
February 2023	7 March 2023	3.50	144
March 2023	6 April 2023	3.50	144
April 2023	5 May 2023	3.50	145
May 2023	7 June 2023	3.50	145
June 2023	7 July 2023	3.50	145
Total distribution for the year ended 30 June 2023		39.00	1,611

Matters subsequent to the end of the financial year

Post balance date, the Fund has made an investment of \$3.2 million into a \$26.2 million residual stock loan facility, initially drawn to a 70.0% LVR and secured by a registered first mortgage over 35 completed houses. The loan facility is cross-collateralised with other residual stock facilities provided to the borrower group. The loan is subject to a margin of 6.6% + BBSW and an interest rate floor of 11.0%. The loan is serviced, with interest paid monthly in advance for a term of 12 months and is expected to be repaid through the proceeds from sales.

The Fund's residual stock loan that was settled in July 2023, for a term of 12 months, was due to expire in July 2024, however, it was agreed with the borrower for the loan to be extended for 1 month. The loan balance as at 30 June 2024 was \$5.6 million and it has been reduced by \$0.8 million post balance date through the settlement of house sales.

No other matter or circumstance has arisen since 30 June 2024 that has significantly affected, or may significantly affect the Fund's operations, the results of those operations, or the Fund's state of affairs in future financial years.

Environmental regulation

The Fund is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Indemnity and insurance of officers

During or since the end of the financial year, the Responsible Entity has paid insurance premiums to insure each of the aforementioned directors as well as officers of the Responsible Entity of the Fund against liabilities for costs and expenses incurred by them in defending any legal proceedings arising out of their conduct while acting in their capacity of the Responsible Entity, other than conduct involving a wilful breach of duty in relation to the Responsible Entity. Insurance premiums are paid out of 360 Capital Group and not out of the assets of the Fund. The Responsible Entity has not otherwise, during or since the end of the financial year indemnified or agreed to indemnify an officer of the Responsible Entity.

Indemnity and insurance of auditor

To the extent permitted by law, the Responsible Entity has agreed to indemnify its auditors, Ernst & Young, as part of the terms of its audit engagement agreement against claims by third parties arising from the audit (for an unspecified amount). No payment has been made to indemnify Ernst & Young during or since the financial year.

360 Capital Mortgage REIT
Responsible Entity report
For the year ended 30 June 2024

Fees paid to and interests held in the Fund by the responsible entity or its associates

Fees paid to the responsible entity and its associates out of Fund property during the year are disclosed in Note 17 to the consolidated financial statements. The number of interests held in the Fund by the responsible entity, its associates, or directors is detailed in Note 17 to the consolidated financial statements.

Options

No options over issued securities in the Fund were granted during or since the end of the financial year (30 June 2023: nil) and there were no options outstanding at the date of this report. The directors of the Responsible Entity hold no options over securities in the Fund.

Capital management

As at 30 June 2024 the number of units on issue in the Fund was 4,130,670 (30 June 2023: 4,131,427). In January 2024, 757 units were bought back and cancelled by the Fund under an unmarketable parcel buy-back at \$5.07 per unit (30 June 2023: nil units). During the year and the prior year, there were no redemptions or issuance of units in the Fund.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this Responsible Entity report.

Disclosed in Note 15 'Remuneration of auditors' were the non-audit services provided by the Fund's auditors. The directors are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The nature and scope of each type of non-audit service provided means that auditor independence was not compromised.

Rounding of amounts

The Fund is of a kind referred to in Corporations Instrument 2016/191, issued by the Australian Securities and Investments Commission, relating to 'rounding-off'. Amounts in this report have been rounded off in accordance with that Corporations Instrument to the nearest thousand dollars, or in certain cases, the nearest dollar.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors



Tony Robert Pitt
Executive Chairman



David van Aanholt
Deputy Chairman

8 August 2024



Building a better
working world

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Auditor's Independence Declaration to the Directors of 360 Capital FM Limited as Responsible Entity for 360 Capital Mortgage REIT

As lead auditor for the audit of the financial report of 360 Capital Mortgage REIT for the financial year ended 30 June 2024, I declare to the best of my knowledge and belief, there have been:

- a. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit;
- b. No contraventions of any applicable code of professional conduct in relation to the audit; and
- c. No non-audit services provided that contravene any applicable code of professional conduct in relation to the audit.

This declaration is in respect of 360 Capital Mortgage REIT and the entities it controlled during the financial year.

Ernst P Yang

Ernst & Young

SE Wilken

St Elmo Wilken
Partner
8 August 2024

360 Capital Mortgage REIT
Consolidated statement of profit or loss and other comprehensive income
For the year ended 30 June 2024

	Note	Consolidated 30 June 2024 \$'000	30 June 2023 \$'000
Revenue			
Interest Income	3	2,381	1,986
Distribution Income		45	-
Total revenue and other income from ordinary activities		2,426	1,986
Management fees	17	(211)	(211)
Administration expenses		(160)	(166)
Profit for the year		2,055	1,609
Profit for the year is attributable to:			
Non-controlling interest	13	198	-
Unitholders of 360 Capital Mortgage REIT		1,857	1,609
Profit for the year		2,055	1,609
Other comprehensive income that may be reclassified to profit or loss in subsequent periods			
Other comprehensive income for the year		-	-
Total comprehensive income for the year		2,055	1,609
Total comprehensive income for the year is attributable to:			
Non-controlling interest	13	198	-
Unitholders of 360 Capital Mortgage REIT		1,857	1,609
Total comprehensive income for the year		2,055	1,609
Earnings per unit for profit attributable to unitholders of 360 Capital Mortgage REIT		Cents	Cents
Basic earnings per unit	16	45.0	39.0
Diluted earnings per unit	16	45.0	39.0

The above consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes

360 Capital Mortgage REIT
Consolidated statement of financial position
As at 30 June 2024

	Note	Consolidated 30 June 2024 \$'000	30 June 2023 \$'000
Assets			
Current assets			
Cash and cash equivalents		268	14,408
Trade and other receivables		7	9
Financial assets at fair value through other comprehensive income	4	24,447	-
Total current assets		24,722	14,417
Non-current assets			
Financial assets at fair value through profit or loss	5	1,413	-
Financial assets at fair value through other comprehensive income	4	-	10,400
Total non-current assets		1,413	10,400
Total assets		26,135	24,817
Liabilities			
Current liabilities			
Trade and other payables		69	145
Provision for distributions		268	145
Total current liabilities		337	290
Total liabilities		337	290
Net assets		25,798	24,527
Equity			
Issued capital	6	37,213	37,217
Accumulated losses		(12,692)	(12,690)
Total Equity attributable to the unitholders of 360 Capital Mortgage REIT		24,521	24,527
Non-controlling interest	13	1,277	-
Total equity		25,798	24,527

The above consolidated statement of financial position should be read in conjunction with the accompanying notes

360 Capital Mortgage REIT
Consolidated statement of changes in equity
For the year ended 30 June 2024

				Total equity attributable to unitholders	Non- controlling interest	Total equity
	Note	Issued capital \$'000	Accumulated losses \$'000	\$'000	\$'000	\$'000
Consolidated						
Balance at 1 July 2023		37,217	(12,690)	24,527	-	24,527
Profit for the year		-	1,857	1,857	198	2,055
Other comprehensive income for the year		-	-	-	-	-
Total comprehensive income for the year		-	1,857	1,857	198	2,055
Transaction with non-controlling interest	13	-	-	-	1,277	1,277
<i>Transactions with unitholders in their capacity as unitholders:</i>						
Units bought back and cancelled		(4)	-	(4)	-	(4)
Distributions paid or payable	2	-	(1,859)	(1,859)	(198)	(2,057)
		(4)	(1,859)	(1,863)	1,079	(784)
Balance at 30 June 2024		37,213	(12,692)	24,521	1,277	25,798

				Total equity attributable to unitholders	Non- controlling interest	Total equity
	Note	Issued capital \$'000	Accumulated losses \$'000	\$'000	\$'000	\$'000
Consolidated						
Balance at 1 July 2022		37,217	(12,688)	24,529	-	24,529
Profit for the year		-	1,609	1,609	-	1,609
Other comprehensive income for the year		-	-	-	-	-
Total comprehensive income for the year		-	1,609	1,609	-	1,609
<i>Transactions with unitholders in their capacity as unitholders:</i>						
Distributions paid or payable	2	-	(1,611)	(1,611)	-	(1,611)
Balance at 30 June 2023		37,217	(12,690)	24,527	-	24,527

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes

360 Capital Mortgage REIT
Consolidated statement of cash flows
For the year ended 30 June 2024

	Note	Consolidated 30 June 2024 \$'000	30 June 2023 \$'000
Cash flows from operating activities			
Payments to suppliers		(362)	(342)
Interest received		2,297	2,069
Other income received		32	-
Net cash from operating activities	7	1,967	1,727
Cash flows from investing activities			
Proceeds from repayment of loan investments		25,971	48,900
Payments for loan investments		(40,018)	(34,800)
Payment for unit trust investment		(1,500)	-
Proceeds from repayment of unit trust investment		100	-
Net cash (used in)/from investing activities		(15,447)	14,100
Cash flows from financing activities			
Payments for units bought back and cancelled		(4)	-
Distributions paid to unitholders	2	(1,735)	(1,590)
Distributions paid to non-controlling interest		(198)	-
Proceeds from unit issued to non-controlling interest		5,080	-
Payments for return of capital to non-controlling interest		(3,803)	-
Net cash used in financing activities		(660)	(1,590)
Net (decrease)/increase in cash and cash equivalents		(14,140)	14,237
Cash and cash equivalents at the beginning of the financial year		14,408	171
Cash and cash equivalents at the end of the financial year		268	14,408

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes

360 Capital Mortgage REIT
Notes to the consolidated financial statements
For the year ended 30 June 2024

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360 Capital Mortgage REIT
Notes to the consolidated financial statements
For the year ended 30 June 2024

Note 1. Operating segments

The Chief Operating Decision Maker, being the Executive Chairman of the Responsible Entity, monitors the performance and results of the Fund at a total Fund level. As a result, the Fund has only one segment.

Note 2. Distributions

Distributions paid or payable during the year were as follows:

Distribution period	Date of payment	Cents per unit	Total paid \$'000
July 2023	7 August 2023	3.50	144
August 2023	7 September 2023	3.50	144
September 2023	6 October 2023	3.50	144
October 2023	7 November 2023	3.50	144
November 2023	7 December 2023	3.50	145
December 2023	5 January 2024	3.50	145
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April 2024	7 May 2024	3.50	145
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June 2024	5 July 2024	6.50	268
Total distribution for the year ended 30 June 2024		45.00	1,859

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February 2023	7 March 2023	3.50	144
March 2023	6 April 2023	3.50	144
April 2023	5 May 2023	3.50	145
May 2023	7 June 2023	3.50	145
June 2023	7 July 2023	3.50	145
Total distribution for the year ended 30 June 2023		39.00	1,611

Note 3. Interest income

Interest income includes:

	Consolidated 30 June 2024 \$'000	30 June 2023 \$'000
Interest - Real estate loan investments	2,010	980
Interest - Corporate loan investments	-	900
Interest - Cash at bank	371	106
	2,381	1,986

360 Capital Mortgage REIT
Notes to the consolidated financial statements
For the year ended 30 June 2024

Note 4. Financial assets at fair value through other comprehensive income

	Consolidated	
	30 June 2024	30 June 2023
	\$'000	\$'000
<i>Current assets</i>		
Loans receivable	24,447	-
<i>Non-current assets</i>		
Loans receivable	-	10,400
	24,447	10,400

Reconciliation

Reconciliation of the fair values at the beginning and end of the current and previous financial year are set out below:

Opening fair value	10,400	24,500
Additions	40,018	34,800
Repayment	(25,971)	(48,900)
Closing fair value	24,447	10,400

Refer to Note 11 for further information on fair value measurement.

In June 2023, the Fund settled a \$10.4 million first mortgage residual stock loan. The loan was for a term of 18 months and secured against 30 strata titled completed units situated in Western Sydney. The loan interest rate was subject to a margin of 5.0% + BBSW and an interest rate floor of 9.0%. The loan was serviced, with interest paid monthly in advance and the loan principal repaid through apartment sales. The loan was fully repaid in January 2024.

In July 2023, the Fund settled a \$10.7 million residual stock loan for a term of 12 months, secured against 12 brand new completed freestanding houses, initially drawn to a 70.0% Loan to Value Ratio (LVR). The loan amount was increased by \$7.5 million to \$18.2 million with the addition of a further nine completed freestanding houses as security. The loan is subject to a margin of 6.5% + BBSW and an interest rate floor of 10.0% and is serviced, with interest paid monthly in advance and the loan principal repaid through house sales. During the year \$4.2 million was redrawn against substitute security, being other completed houses owned by the borrower. The loan was due to expire in July 2024, however, it was agreed with the borrower to be extended for 1 month. The outstanding loan balance as at 30 June 2024 was \$5.6 million and LVR of 68.7%.

In December 2023, the Fund settled a \$4.6 million first mortgage loan facility for a term of 12 months. The loan is secured against a recently completed petrol station with a 12-year lease and is drawn to a 70.0% LVR. The loan is subject to a margin of 5.25% + BBSW and an interest rate floor of 9.25%. The loan is serviced, with interest paid monthly in advance for a term of 12 months and is expected to be repaid through the proceeds from the asset sale or refinance.

In June 2024, the Fund settled a \$13.0 million residual stock loan facility, initially drawn to a 70.0% LVR, for a term of 12 months. The loan facility is secured against a 16 lot residential subdivision and is cross-collateralised with other residual stock facilities provided to the borrower group. The loan is subject to a margin of 8.5% + BBSW and an interest rate floor of 12.0%. The loan is serviced, with interest paid monthly in advance and is expected to be repaid through the proceeds from lot sales.

As the credit risk of the loans have not changed since inception, expected loss is measured over a 12 month period. An expected credit loss has not been recognised in relation to the loans given the loan collateral of real estate assets over which the Fund has a registered exclusive interest as a creditor. The Fund expects that it would be able to recover the full value of the loans in the event of default through liquidation of collateralised assets.

360 Capital Mortgage REIT

Notes to the consolidated financial statements

For the year ended 30 June 2024

Note 5. Financial assets at fair value through profit or loss

	Consolidated 30 June 2024 \$'000	30 June 2023 \$'000
Non-current assets		
Investment in unit trust	1,413	-
Reconciliation		
Reconciliation of the fair values at the beginning and end of the current and previous financial year are set out below:		
Opening fair value	-	-
Investment – initial	1,500	-
Addition	13	-
Disposal	(100)	-
Closing fair value	1,413	-

Refer to Note 11 for further information on fair value measurement.

In June 2024, the Fund invested \$1.5 million, via a partial interest in a unit trust, PCF Sub Trust 4, in a \$3.0 million mezzanine finance facility secured by a registered second mortgage over a high end, luxury waterfront apartment development in Sydney. The underlying loan is subject to an interest rate of 17% with a profit share component top up to 20% internal rate of return, for a term of up to 24 months. Interest is capitalised to the loan amount monthly and is repaid in lump sum amount upon the expiry of the facility along with the profit share component. The loan facility is expected to be repaid through settlement of presale contracts, or refinance of residual stock. As at 30 June 2024, the Fund held 47% investment in the unit trust or \$1.4 million following a partial sell-down of the Fund's interest. Post balance date, the Fund sold down a further \$0.3 million, reducing its investment in the unit trust to 37% or \$1.1 million.

The loan receivable within PCF Sub Trust 4 is measured at fair value through profit or loss as it is held to collect payments of principal and interest in addition to earning a profit share component. No amount has been recognised for the profit share component as the underlying development is in early stages and the final profit of the project is uncertain.

Whilst the investment is classified as associate, as the investment's performance is measured on a fair value basis, the Fund has elected to measure the investment in unit trust at fair value through profit or loss as allowed under paragraph 18 of AASB 128 *Investment in Associates and Joint Ventures*.

The Fund expects that it would be able to recover the full value of the loan in the event of default through liquidation of collateralised assets.

Note 6. Issued capital

Ordinary units

Ordinary units of the Fund are listed on the Australian Securities Exchange (ASX); there are no separate classes of units and each unit in the Fund has the same rights attaching to it as all other units of Fund. Each ordinary unit confers upon the unitholder an equal interest in the Fund and is of equal value to other units in the Fund. A unit does not confer upon the holder any interest in any particular asset or investment of the Fund. The rights of unitholders are contained in the Fund's Constitution and include:

- The right to receive a distribution determined in accordance with the provisions of the Fund's Constitution, which states that unitholders are presently entitled to the distributable income of the Fund as determined by the responsible entity;
- The right to attend and vote at meetings of unitholders; and
- The right to participate in the termination and winding up of the Fund.

Redemption of units is not a right granted by the Constitution but may be performed at the discretion of the Responsible Entity.

Equity classification

Units are classified as equity. The Responsible Entity considers the units to meet the requirements for equity classification within AASB 132.16C-D based on the rights granted by the units.

360 Capital Mortgage REIT
Notes to the consolidated financial statements
For the year ended 30 June 2024

Note 6. Issued capital (continued)

Issued units

	30 June 2024 Units	30 June 2023 Units	Consolidated 30 June 2024 \$'000	30 June 2023 \$'000
Issued capital	4,130,670	4,131,427	37,213	37,217

Movements in the number and value of units of issued capital of the Fund were as follows

Details	Date	Units '000	Unit price	\$'000
Balance	1 July 2022	4,131		37,217
Balance	30 June 2023	4,131		37,217
Units bought back and cancelled	24 January 2024	(1)	\$5.07	(4)
Balance	30 June 2024	4,130		37,213

Equity raising

During the year, the Fund did not issue any units (30 June 2023: nil units).

Unit buy-back

As detailed in the Fund constitution, the Responsible Entity may, but is not under obligation to, buy back, purchase or redeem units from unitholders. During the year, there were no redemption of units in the Fund (30 June 2023: nil units). In January 2024, 757 units were bought back and cancelled by the Fund under an unmarketable parcel buy-back at \$5.07 per unit (30 June 2023: nil units)

Note 7. Reconciliation of profit to net cash from operating activities

	30 June 2024 \$'000	Consolidated 30 June 2023 \$'000
Profit for the year	2,055	1,609
Adjustments for:		
Distribution income – non cash	(13)	-
Change in operating assets and liabilities:		
Decrease/(increase) in trade and other receivables	2	(3)
Increase/(decrease) in trade and other payables	(77)	121
Net cash from operating activities	1,967	1,727

Note 8. Basis of preparation

Reporting Entity

360 Capital Mortgage REIT is an ASX-listed managed investment scheme, constituted and domiciled in Australia. On 27 July 2023, the Fund announced a change of name from 360 Capital Enhanced Income Fund to 360 Capital Mortgage REIT with no change to the ASX code.

Its registered office and principal place of business is:

Suite 3701, Level 37, 1 Macquarie Place, Sydney NSW 2000 Australia

A description of the nature of the fund's operations and its principal activities are included in the Responsible Entity report, which is not part of the consolidated financial statements.

The consolidated financial statements were authorised for issue, in accordance with a resolution of directors, on 8 August 2024.

360 Capital Mortgage REIT

Notes to the consolidated financial statements

For the year ended 30 June 2024

Note 8. Basis of preparation (continued)

The principal accounting policies adopted in the preparation of the financial report are set out below and in Note 19 'Material accounting policy information'.

Statement of compliance

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards adopted by the Australian Accounting Standards Board (AASB) and the Corporations Act 2001.

The financial report complies with International Financial Reporting Standards as issued and interpretations adopted by the International Accounting Standards Board.

Basis of preparation

360 Capital Mortgage REIT and its subsidiaries are for-profit entities for the purpose of preparing the financial report.

The financial report has been prepared on accruals basis and on the historical cost basis except for certain financial assets, which are stated at their fair value. The accounting policies set out in Note 19 'Material accounting policy information' have been applied consistently to all periods presented in this financial report.

The financial report comprises the consolidated financial statements of 360 Capital Mortgage REIT (parent entity) and its controlled entities.

The Fund is an entity of the kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 issued by the Australian Securities and Investments Commission (ASIC). In accordance with that Instrument, amounts in the financial report and Responsible Entity report have been rounded off to the nearest thousand dollars, unless otherwise stated.

The consolidated financial statements are presented in Australian dollars, which is the Fund's functional and presentation currency.

Basis of consolidation

Controlled entities

The consolidated financial statements incorporate the assets and liabilities of all controlled entities of the Fund as at 30 June 2024 and the results of all controlled entities for the year then ended.

Controlled entities are entities controlled by the Fund. Control exists when an investor is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

The financial statements of controlled entities are included in the financial report from the date that control commences until the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between Fund entities are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of controlled entities have been changed where necessary to ensure consistency with the policies adopted by the Fund.

Investments in controlled entities are accounted for at cost in the individual financial statements of the parent entity, less any impairment.

Non-controlling interest in the results and equity of controlled entities are shown separately in the statement of profit or loss and other comprehensive income, statement of financial position and statement of changes in equity of the Fund. Losses incurred by the fund are attributed to the non-controlling interest in full, even if that results in a deficit balance.

Where the consolidated entity loses control over a controlled entity, it derecognises the assets including goodwill, liabilities and non-controlling interest in the controlled entity together with any cumulative translation differences recognised in equity. The Fund recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

Critical judgements and significant accounting estimates

The preparation of a financial report in conformity with Australian Accounting Standards requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. These estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

360 Capital Mortgage REIT

Notes to the consolidated financial statements

For the year ended 30 June 2024

Note 8. Basis of preparation (continued)

Following recent changes in the interest rate environment caused by amongst other things high inflationary pressures in the Australian economy, borrowing costs have increased significantly. An increasing interest rate environment requires enhanced consideration in relation to judgements and estimates relating to the valuation of the funds loan assets at reporting date and may impact the fair value of the Funds loan portfolio in future periods. Refer Note 10 'Other financial assets and liabilities' for further details regarding market risk.

The key estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of certain assets and liabilities are:

Financial assets at fair value through other comprehensive income

The fair value of investments which are not traded in an active market is determined by using valuation techniques. The Fund uses its judgment to select a variety of methods and make assumptions that are mainly based on market conditions existing at each statement of financial position date.

Financial assets at fair value through profit or loss

The fair value of investments which are not traded in an active market is determined by using valuation techniques. The Fund uses its judgment to select a variety of methods and make assumptions that are mainly based on market conditions existing at each statement of financial position date.

Note 9. Capital management

Under the direction of the Board, the Fund manages its capital structure to safeguard the ability of the Fund to continue as a going concern while maximising the return to unitholders through the optimisation of net debt and total equity balances. In accordance with the Fund's Product Disclosure Statement issued in October 2020, the Fund's use of borrowings will be predominantly for short-term working capital and liquidity purposes, including the support of investment activity.

In order to maintain or adjust the capital structure, the Fund may adjust the amount of distributions paid to unitholders, return capital to unitholders, issue new units, redeem units, purchase the Fund's own units, or sell assets. In January 2024, 757 units were bought back and cancelled by the Fund under an unmarketable parcel buy-back at \$5.07 per unit (30 June 2023: nil units). During the year and the prior year, there were no redemptions or issuance of units in the Fund, see Note 6 'Issued capital' for further information.

Note 10. Other financial assets and liabilities

Overview

The Fund's activities expose it to various types of financial risks including credit risk, liquidity risk and market risk. The Board of Directors of the Responsible Entity has responsibility for the establishment and oversight of the risk management framework ensuring the effective management of risk.

The Board has established risk management principles and policies and monitor their implementation. Policies are established to identify and analyse the financial risks faced by the Fund, to set appropriate risk limits and controls, and monitor the risks and adherence to limits. The Board meets regularly to review risk management policies and systems and ensure they reflect changes in market conditions and the Fund's activities.

Credit risk

Credit risk is the risk of financial loss to the Fund if a counterparty to a financial instrument fails to meet its contractual obligations. The Fund is exposed to credit risk through the financial assets listed in the table below.

	Consolidated	
	30 June 2024	30 June 2023
	\$'000	\$'000
Cash and cash equivalents	268	14,408
Trade and other receivables	7	9
Financial assets at fair value through other comprehensive income	24,447	10,400
Financial assets at fair value through profit or loss	1,413	-
	26,135	24,817

360 Capital Mortgage REIT

Notes to the consolidated financial statements

For the year ended 30 June 2024

Note 10. Other financial assets and liabilities (continued)

The Fund manages credit risk in a number of ways with a credit committee to opine on the credit risk the Fund holds. An example of how the Fund manages credit risk is detailed below:

Due diligence

Prior to completion of a transaction with a borrower, the Fund undertakes a detailed due diligence process to assess the credit risk of a counterparty. The due diligence process is conducted in line with the Fund's risk appetite statement and provides a research framework to the Funds investment committee reports. Due diligence is conducted on an internal basis and in many cases will involve the Fund engaging with third party independent experts to support the Fund's credit risk analysis. External due diligence providers may, from time to time, provide reports across financial, tax and legal due diligence, environmental, operational or valuation reports dependent on the requirements of the underlying structure and each transaction. Prior to entering a transaction with a borrower, each transaction must receive approval from the Fund's credit committee and the Board of the Responsible Entity.

Portfolio monitoring

It is customary for loan documentation in many real estate loans to contain financial and non-financial undertakings that often includes financial reporting and covenants. Loan exposures within the portfolio are monitored monthly with quarterly reports provided to the Credit Committee outlining an overview of each transaction and its ongoing compliance with covenants and other non-financial undertakings. The portfolio management team has primary responsibility for the reconciliation of interest and fees under each loan, engages with borrowers on a regular basis and prepares financial analysis and ongoing diligence on each transaction on a periodic basis.

Ratings

Transactions are rated by the Fund utilising models that are customary in loan markets. These risk models utilise both quantitative and qualitative data, in conjunction with broader industry and industry data to determine an effective rating for each borrower. Borrower ratings are regularly reviewed and may be used as part of the due diligence process, particularly in determining price and valuation of an exposure. The Fund, through its portfolio management, conducts regular risk ratings on a periodic basis.

Independent Review

From time to time the Fund may engage with external consultants to review and undertake an independent assessment of a sample of the Fund's exposures to determine appropriateness of loan pricing and valuation.

At reporting date, there has been no significant deterioration in the credit risk of financial assets and nothing is credit impaired, and all amounts are expected to be received in full. A significant deterioration is assessed as a reduction in the credit rating determined for the counterparty.

Concentration risk

Concentration risk is risk arising from a portfolio's exposure to a single counterparty, economic industry or geographic location. As the Fund recently shifted its focus to provide financing for residual stock and settled a number of first mortgage residual stock loans, concentration risk exists and is expected to reduce over time as the Fund grows its assets. Whilst the current market and economic conditions aren't conducive to raising capital and growing the fund, the Fund has been able to achieve diversification through selling down partial interests in its loan investments enabling it to reduce concentration risk.

Price risk

Price risk is the risk that the fair value of investments will change as a result of changes in market prices, whether those changes are caused by factors specific to the individual security or factors affecting all instruments in the market. The Fund reviews the carrying value of assets in the Fund on a regular basis using market prices of transactions in the market where there are similar characteristics, including tenure, credit profile and structure. Any change in fair value is reflected in the income of the Fund.

Liquidity risk

Liquidity risk is the risk that the Fund will not be able to meet its financial obligations as they fall due. The Board has a policy of prudent liquidity risk management ensuring that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Fund's reputation.

The Fund monitors its exposure to liquidity risk by ensuring that there is sufficient cash on hand to meet the contractual obligations of financial liabilities as they fall due.

The maturities of financial liabilities at reporting date based on the contractual terms of each liability in place at reporting date have been disclosed in a table below. There are no financial liabilities where the fair value would be materially different from the amortised cost. The amounts disclosed are based on undiscounted cash flows.

360 Capital Mortgage REIT
Notes to the consolidated financial statements
For the year ended 30 June 2024

Note 10. Other financial assets and liabilities (continued)

	Carrying amount \$'000	Contractual cash flow \$'000	Less than 1 year \$'000	Between 1-5 years \$'000	Over 5 years \$'000
Consolidated - 30 June 2024					
Trade and other payables	69	69	69	-	-
Distribution payable	268	268	268	-	-
	337	337	337	-	-
Consolidated - 30 June 2023					
Trade and other payables	145	145	145	-	-
Distribution payable	145	145	145	-	-
	290	290	290	-	-

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and prices will affect the Fund's income or the value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the Fund's return. The Fund's market risk is managed in accordance with the investment guidelines as outlined in the Fund's Product Disclosure Statement.

Interest rate risk

Interest rate risk is the risk that an investment's value will fluctuate as a result of changes in the market interest rate. The Fund invests in fixed and floating rate real estate loans that may, from time to time, be affected by changes to market interest rates. The Fund's floating rate investments are protected from downward movement in interest rate with predictability in the income received from the underlying investment.

The table below summarises the overall impact of an increase/decrease of interest rates on the Fund's net profit and net assets from a change in interest rates of +100/-100 basis points. The sensitivity is based on management's best estimate of a reasonable possible movement in interest rates and includes the net impact of changes to the Fund's contractual cash flows and fair value adjustments of financial assets held at fair value through other comprehensive income and financial assets held at fair value through profit or loss.

	Net profit 30 June 2024 \$'000	Consolidated Net profit 30 June 2023 \$'000	Consolidated Net assets 30 June 2024 \$'000	Consolidated Net assets 30 June 2023 \$'000
+1% (100 basis points)	247	248	247	248
-1% (100 basis points)	(218)	(181)	(218)	(181)

Other markets risk

The Fund does not have any material exposure to any other market risks such as currency risk.

Note 11. Fair value measurement

Fair value hierarchy

The following tables detail the Fund's assets and liabilities, measured or disclosed at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3: Unobservable inputs for the asset or liability

	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Consolidated - 30 June 2024				
Assets				
Financial assets at fair value through other comprehensive income	-	-	24,447	24,447
Financial assets at fair value through profit or loss	-	-	1,413	1,413
Total assets	-	-	25,860	25,860

360 Capital Mortgage REIT
Notes to the consolidated financial statements
For the year ended 30 June 2024

Note 11. Fair value measurement (continued)

Consolidated - 30 June 2023	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Assets				
Financial assets at fair value through other comprehensive income	-	-	10,400	10,400
Total assets	-	-	10,400	10,400

There were no transfers between levels during the financial year.

The Fund's Level 3 assets represented its investment loan portfolio of \$25.9 million (30 June 2023: \$10.4 million). \$24.4 million of the value of investments are held at fair value through other comprehensive income as the objective of the investments is achieved by both collecting the contractual cash flows and selling the financial assets as deemed necessary in order to manage the overall portfolio. The balance is an investment in a unit trust, PCF Sub Trust 4, which an election has been made to measure at fair value through profit or loss.

The investments have been classified as a Level 3 Asset as its valuations depend on inputs which are not directly or indirectly observable in active markets; the assessment of the investments' performance and valuation is performed at regular intervals as detailed in Note 10 'Other financial assets and liabilities'. Inputs used to determine fair value include amongst other factors comparable market interest rates, risk profile of the borrowers and performance of the borrowers. The Fund has determined that the face value of the loans is equal to fair value.

Note 12. Capital commitments and contingencies

There are no capital commitments as at 30 June 2024 which have not been disclosed in the consolidated statement of financial position (2023: nil).

Note 13. Controlled entities

a) Interest in subsidiaries

The consolidated financial statements incorporate the assets, liabilities, and results of the following subsidiaries controlled by the Fund:

Name	Principal place of business/ Country of incorporation	Equity Class	Ownership interest	
			30 June 2024 %	30 June 2023 %
360 Capital EIF No.1 Trust	Australia	Ordinary	100%	100%
PCF Sub Trust 1 ¹	Australia	Ordinary	81%	-
PCF Sub Trust 2	Australia	Ordinary	100%	100%
PCF Sub Trust 3 ¹	Australia	Ordinary	100%	-

1. PCF Sub Trust 1 and PCF Sub Trust 3 were both established on 19 July 2023.

b) Interest in controlled entities with non-controlling interest ("NCI")

Name	Equity Class	Ownership interest	
		30 June 2024 %	30 June 2023 %
PCF Sub Trust 1 ²	Ordinary	19%	-

Name	% held by NCI	Profit allocated to NCI	
		30 June 2024 \$'000	30 June 2023 \$'000
PCF Sub Trust 1 ²	19%	198	-

Name	% held by NCI	Accumulated NCI	
		30 June 2024 \$'000	30 June 2023 \$'000
PCF Sub Trust 1 ²	19%	1,277	-

2. PCF Sub Trust 1 has been consolidated to the Fund's result since the Fund obtained control of it when it was established on 19 July 2023.

360 Capital Mortgage REIT
Notes to the consolidated financial statements
For the year ended 30 June 2024

Note 13. Controlled entities (continued)

c) Non-controlling interest

Set out below is summarised financial information for PCF Sub Trust 1, the subsidiary that has non-controlling interest that is material to the Fund. The amounts disclosed are before inter-company eliminations.

	30 June 2024 \$'000	30 June 2023 \$'000
Summarised statement of financial position		
Current assets	6,825	-
Current liabilities	-	-
Current net assets	6,825	-
Non-current assets	-	-
Non-current liabilities	-	-
Non-current net assets	-	-
Net assets	6,825	-
Accumulated non-controlling interest	1,277	-

	30 June 2024 \$'000	30 June 2023 \$'000
Summarised statement of profit or loss and other comprehensive income		
Revenue from continuing operations	1,357	-
Total comprehensive income	1,357	-
Profit attributable to NCI	198	-
Distribution paid and payable to NCI	198	-

	30 June 2024 \$'000	30 June 2023 \$'000
Summarised statement of cash flows		
Net cash from operating activities	1,357	-
Net cash used in investing activities	(6,825)	-
Net cash used in financing activities	5,468	-
Net movement in cash and cash equivalent	-	-

d) Transactions with non-controlling interest

In July 2023, PCF Sub Trust 1 was established to invest in the \$10.7 million residual stock loan facility with 100% ownership held by the Fund. In August 2023, 360 Capital Private Credit Fund ("PCF"), a wholesale contributory mortgage fund, managed by 360 Capital FM Limited, co-invested 20% in PCF Sub Trust 1 and became the non-controlling interest unitholder when the underlying loan increased to \$18.2 million. During the year there were a number of redemptions and issuance of units in PCF Sub Trust 1 and as at 30 June 2024, PCF held 19% in PCF Sub Trust 1.

Post balance date, PCF's units were fully redeemed in PCF Sub Trust 1 and the Fund became a 100% owner of PCF Sub Trust 1.

Note 14. Events after the reporting period

Post balance date, the Fund has made an investment of \$3.2 million into a \$26.2 million residual stock loan facility, initially drawn to a 70.0% LVR and secured by a registered first mortgage over 35 completed houses for a term of 12 months. The loan facility is cross-collateralised with other residual stock facilities provided to the borrower group. The loan is subject to a margin of 6.6% + BBSW and an interest rate floor of 11.0%. The loan is serviced, with interest paid monthly in advance for a term of 12 months and is expected to be repaid through the proceeds from house sales.

The Fund's residual stock loan that was settled in July 2023, for a term of 12 months, was due to expire in July 2024, however, it was agreed with the borrower for the loan to be extended for 1 month. The loan balance as at 30 June 2024 was \$5.6 million and it has been reduced by \$0.8 million post balance date through the settlement of house sales.

No other matter or circumstance has arisen since 30 June 2024 that has significantly affected, or may significantly affect the Fund's operations, the results of those operations, or the Fund's state of affairs in future financial years.

360 Capital Mortgage REIT
Notes to the consolidated financial statements
For the year ended 30 June 2024

Note 15. Remuneration of auditors

During the financial year the following fees were paid or payable to the auditor of the Fund, Ernst & Young for services provided:

	Consolidated 30 June 2024	30 June 2023
	\$	\$
<i>Audit services - Ernst & Young</i>		
Audit of the consolidated financial statements	42,500	35,800
<i>Other services - Ernst & Young</i>		
Taxation compliance services	14,808	10,200
Compliance audit services	7,158	6,658
	21,966	16,858
	64,466	52,658

Note 16. Earnings per unit

	Consolidated 30 June 2024	30 June 2023
	cents	cents
Basic and diluted earnings per unit	45.0	39.0

	Consolidated 30 June 2024	30 June 2023
	\$'000	\$'000
Profit attributable to unitholders of the Fund used in calculating earnings per unit	1,857	1,609

	Consolidated 30 June 2024	30 June 2023
	000's	000's
Weighted average number of units - basic and diluted	4,131	4,131

Note 17. Related party transactions

Responsible entity

The responsible entity of the Fund is 360 Capital FM Limited (ABN 15 090 664 396) (AFSL No 221474). The immediate parent entity of the Responsible Entity is 360 Capital Property Limited (ABN 46 146 484 433), and its ultimate parent entity is 360 Capital Group Limited (ABN 18 113 569 136).

The registered office and the principal place of business of the Responsible Entity is:

Suite 3701, Level 37, 1 Macquarie Place, Sydney NSW 2000 Australia

Responsible entity's fees and other transactions

Under the terms of the Constitution, the Responsible Entity is entitled to receive fees in accordance with the product disclosure statement. Management fees paid/payable during the year are as follows:

	Consolidated 30 June 2024	30 June 2023
	\$	\$
Fees paid/payable by the Fund:		
Management fees	210,876	210,796

Management fee: The Responsible Entity is entitled to a Management Fee of 0.85% p.a. of the total assets of the Fund during the relevant year for its role in managing and administering the Fund.

360 Capital Mortgage REIT
Notes to the consolidated financial statements
For the year ended 30 June 2024

Note 17. Related party transactions (continued)

Recoverable expenses: The Responsible Entity is entitled to recover all expenses properly incurred in managing and administering the Fund. During the year, \$10,055 (30 June 2023: \$12,168) was recovered by the Responsible Entity.

Indirect costs: The Responsible Entity is entitled to recover indirect costs, being any amounts that directly or indirectly reduce the returns on the units of the Fund, or the amount of income or assets of the Fund.

Unitholdings

The Responsible Entity or other funds managed by and related to the Responsible Entity held units in the Fund as follows:

	30 June 2024 %	Consolidated 30 June 2024 units	30 June 2023 %	30 June 2023 units
<i>360 Capital Diversified Property Fund</i>				
Units held	19.6%	811,580	16.4%	676,974

During the year, 360 Capital Diversified Property Fund acquired 134,606 units (30 June 2023: nil units) on market at an average price of \$5.18 per unit, as a result, its holding increased from 16.4% to 19.6%.

ASX listing rule waiver

On 17 September 2021 the Fund was granted a waiver from ASX listing rule 10.1 to permit, subject to certain conditions, the Fund to jointly invest in loan investments together with 360 Capital Group (ASX:TGP). During the year the Fund invested alongside 360 Capital Private Credit Fund, a wholesale contributory fund, managed by 360 Capital FM Limited, in certain loan investments to continue to diversify its loan portfolio through a partial selldown of its various loan interests to third parties, allowing it to continue to invest in further loans and increase diversification.

Distributions

Distributions paid/payable by the Fund to entities related to the Responsible Entity are as follows:

	Consolidated 30 June 2024 \$	30 June 2023 \$
<i>360 Capital Diversified Property Fund</i>		
Distributions paid/payable by the Fund	317,350	264,020

Receivable from and payable to related parties

The following balances are outstanding at the reporting date in relation to transactions with the related parties at that date:

	Consolidated 30 June 2024 \$	30 June 2023 \$
<i>Current payables</i>		
Trade and other payables	17,314	17,845
Distribution payable	52,753	23,694

360 Capital Mortgage REIT

Notes to the consolidated financial statements

For the year ended 30 June 2024

Note 17. Related party transactions (continued)

Key management personnel

The Fund does not employ personnel in its own right. However, it has an appointed responsible entity to manage the activities of the Fund. The Directors and key management personnel of the responsible entity are detailed below.

Payments made by the Fund to the responsible entity do not specifically include any amounts attributable to the compensation of directors or key management personnel of the responsible entity.

The following persons were directors of the Responsible Entity up to the date of this report:

- Tony Robert Pitt (Executive Chairman)
- David van Aanholt (Deputy Chairman)
- Andrew Graeme Moffat
- Anthony Gregory McGrath

The Fund did not grant any units, options, or loans to directors or key management personnel through the year (2023: nil).

The number of securities held directly or indirectly by directors and their related parties as at 30 June 2024 are as follows:

Name	Position	Consolidated 30 June 2023	Acquisitions	Disposals	Consolidated 30 June 2024
		Units held			Units held
Tony Robert Pitt	Director	10,000	-	-	10,000
David van Aanholt	Director	20,000	-	-	20,000

Indemnity and insurance of officers

During the financial year, the Responsible Entity has paid insurance premiums to insure each of its directors as well as officers of the Responsible Entity of the Fund against liabilities for costs and expenses incurred by them in defending any legal proceedings arising out of their conduct while acting in their capacity of the Responsible Entity, other than conduct involving a wilful breach of duty in relation to the Responsible Entity. Insurance premiums are paid out of 360 Capital Group and not out of the assets of the Fund. The Responsible Entity has not otherwise, during or since the end of the financial year indemnified or agreed to indemnify an officer of the Responsible Entity.

Note 18. Parent entity disclosures

The following details information relating to the parent entity 360 Capital Mortgage REIT. The information presented below has been prepared using the consistent accounting policies as presented in Note 19.

	30 June 2024 \$'000	30 June 2023 \$'000
Current assets	23,445	14,330
Non-current assets	1,413	10,405
Total assets	24,858	24,735
Current liabilities	337	209
Total liabilities	337	209
Issued capital	37,213	37,217
Accumulated losses	(12,692)	(12,691)
Total equity	24,521	24,526
Net profit for the year	1,857	1,609
Total comprehensive profit for the year attributable to unitholders	1,857	1,609

360 Capital Mortgage REIT

Notes to the consolidated financial statements

For the year ended 30 June 2024

Note 19. Material accounting policy information

The accounting policies that are material to the Fund are set out below. The accounting policies adopted are consistent with those of the previous financial year, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The Fund has adopted all the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (AASB) that are relevant to its operations and effective for an accounting period that begins on or after 1 July 2023.

New and revised Standards and amendments thereof and Interpretations effective for the current year that are relevant to the Fund include:

- AASB 2021-2 *Amendments to Australian Accounting Standards – Disclosure of Accounting Policies and Definition of Accounting Estimates*

The other amendments have been deemed not to have a material impact on the consolidated financial statements of the Fund.

There were no other changes to the Fund's accounting policies for the financial reporting year commencing 1 July 2023. The remaining policies of the Fund are consistent with the prior year.

Income recognition

The Fund recognises income as follows:

Interest

Interest income is recognised on a time proportion basis using the effective interest method. Interest income includes the amortisation of any discount or premium, transaction costs or other differences between the initial carrying amount of an interest-bearing instrument and its amount at maturity calculated on an effective interest basis.

Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the Fund's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the Fund's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Cash and cash equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Investments and other financial assets

Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless an accounting mismatch is being avoided.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the Fund has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, its carrying value is written off.

Financial assets at fair value through other comprehensive income

The Fund classifies its investment loan portfolio based on its business model for managing financial assets and its objectives in investments. The Fund invests in real estate loans with medium and long dated maturities that give rise to repayments of principal and interest on specific dates, however in order to actively manage a diversified portfolio, the Fund may from time to time, sell part or all of its loan investments to recycle capital from loan investments that may be more suitable to the Fund's strategy, objectives or return profile. Consequently, the Responsible Entity has determined that the business model of the Fund is to collect and sell its contractual cash flows and therefore loan assets meet the criteria of financial assets being classified mandatorily at fair value through other comprehensive income.

360 Capital Mortgage REIT

Notes to the consolidated financial statements

For the year ended 30 June 2024

Note 19. Material accounting policy information (continued)

Financial assets at fair value through profit or loss

Financial assets not measured at amortised cost or at fair value through other comprehensive income are classified as financial assets at fair value through profit or loss. Typically, such financial assets will be either: (i) held for trading, where they are acquired for the purpose of selling in the short-term with an intention of making a profit, or a derivative; or (ii) designated as such upon initial recognition where permitted. Fair value movements are recognised in profit or loss.

Financial assets designated at fair value through profit or loss comprises an investment in a unit trust. The Fund has elected to measure the investment at fair value through profit or loss as allowed under paragraph 18 of AASB 128 *Investments in Associates and Joint Ventures*.

Impairment of financial assets

The Fund recognises a loss allowance for expected credit losses on financial assets which are either measured at amortised cost or fair value through other comprehensive income. The measurement of the loss allowance depends upon the Fund's assessment at the end of each reporting period as to whether the financial instrument's credit risk has increased significantly since initial recognition, based on reasonable and supportable information that is available, without undue cost or effort to obtain.

Where there has not been a significant increase in exposure to credit risk since initial recognition, a 12-month expected credit loss allowance is estimated. This represents a portion of the asset's lifetime expected credit losses that is attributable to a default event that is possible within the next 12 months. Where a financial asset has become credit impaired or where it is determined that credit risk has increased significantly, the loss allowance is based on the asset's lifetime expected credit losses. The amount of expected credit loss recognised is measured on the basis of the probability weighted present value of anticipated cash shortfalls over the life of the instrument discounted at the original effective interest rate.

The expected credit loss for debt instruments measured at fair value through other comprehensive income do not reduce the carrying amount of these financial assets in the statement of financial position, which remains at fair value. Instead, an amount equal to the allowance that would arise if the assets were measured at amortised cost is recognised in other comprehensive income as an accumulated impairment amount, with a corresponding charge to profit or loss. The accumulated loss recognised in other comprehensive income is recycled to the profit and loss upon derecognition of the assets.

Fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Assets and liabilities measured at fair value are classified into three levels, using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. Classifications are reviewed at each reporting date and transfers between levels are determined based on a reassessment of the lowest level of input that is significant to the fair value measurement.

New Accounting Standards and Interpretations not yet mandatory or early adopted

At the date of authorisation of the consolidated financial statements, the Fund has not applied or early adopted the following new and revised Australian Accounting Standards, Interpretations and amendments that have been issued but are not yet effective:

- AASB 2020-1 *Amendments to Australian Accounting Standards – Classification of Liabilities as Current or Non-Current* and AASB 2020-6 *Amendments to Australian Accounting Standards – Non-current Liabilities with Covenants* (application date 1 January 2024)
- AASB 2021-7 *Amendments to Australian Accounting Standards – Effective Date of Amendments to AASB 10 and AASB 128 and Editorial Corrections* (application date 1 January 2025)

The above amendments are not expected to have a significant impact on the amounts recognised in the consolidated financial statements at the effective date.

The following new and revised Australian Accounting Standard, Interpretation and amendment that has been issued but is not yet effective is in the process of assessment by the Fund:

- AASB 18 *Presentation and Disclosure in Financial Statements* (application date 1 January 2027)

360 Capital Mortgage REIT
Directors' declaration
For the year ended 30 June 2024

In the opinion of the Directors of the Responsible Entity, 360 Capital FM Limited:

- (1) The attached consolidated financial statements and notes are set out on pages 10 to 29 are in accordance with the *Corporations Act 2001*, including:
- (i) giving a true and fair view of the Fund's financial position as at 30 June 2024 and of its performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards, the *Corporations regulations 2001* and other mandatory professional reporting requirements; and
 - (iii) the attached consolidated financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in Note 8 'Basis of preparation' to the consolidated financial statements.
- (2) There are reasonable grounds to believe that the Fund will be able to pay its debts as and when they become due and payable.
- (3) The Directors have been given the declarations required by Section 295A of the Corporations Act 2001 from the Chief Executive Officer and the Chief Financial Officer for the financial year ended 30 June 2024.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.



Tony Robert Pitt
Executive Chairman

8 August 2024



David van Aanholt
Deputy Chairman



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Independent auditor's report to the members of 360 Capital Mortgage REIT

Report on the audit of the financial report

Opinion

We have audited the financial report of 360 Capital Mortgage REIT (the Fund) and its subsidiaries (collectively the Group), which comprises the consolidated statement of financial position as at 30 June 2024, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, notes to the financial statements, including material accounting policy information and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

- a. Giving a true and fair view of the Group's financial position as at 30 June 2024 and of its financial performance for the year ended on that date; and
- b. Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial report of the current year. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, but we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the financial report* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial report. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial report.

Valuation and Recoverability of Financial Assets

Why significant	How our audit addressed the key audit matter
At 30 June 2024 the Fund's statement of financial position includes financial assets with a combined carrying value of \$25.9m representing 99% of total assets. The financial assets comprise three loan receivables held at fair value through other comprehensive income and one investment in a loan held through an associate held at fair value through profit or loss, and are assessed at each reporting date. The financial assets held at fair value through other comprehensive income also require an expected credit loss assessment to be performed each reporting period. The valuation of the financial assets involves judgments and estimates, based upon conditions that existed at 30 June 2024, such as forecast cashflows, market interest rates, the credit rating of the borrower, and valuation of the collateral for which the loans are secured against. Notes 4, 5, 10 and 11 to the financial report discloses the accounting policy for the financial assets and sensitivities to changes in the key assumptions that may impact the valuations. We have considered this a key audit matter due to the number of judgements and estimates required in determining the valuations.	Our audit procedures included the following: ▸ Evaluated the process that management and the directors have undertaken to assess the fair value and expected credit loss. ▸ For the fair value we: ▸ Assessed the application of the model used in terms of the requirements of AASB 9 Financial Instruments, ▸ Tested the mathematical accuracy of the model prepared by management. ▸ Evaluated the reasonableness of the key assumptions used, which included forecast cashflows, market interest rates, and credit rating, ▸ For the expected credit loss we: ▸ Assessed the application of the model used in terms of the requirements of AASB 9 Financial Instruments, ▸ Tested the mathematical accuracy of the model prepared by management. ▸ Evaluated the reasonableness of the key assumptions used for calculating the expected credit loss. These included the credit rating of the borrower, outstanding loan balance, and the value of the collateral for which the loan is secured against, ▸ Evaluated the independent valuation prepared to support the value of the loan collateral. This included assessing the competence, independence and objectivity of the valuer and the methodology used; and ▸ Assessed the adequacy and appropriateness of the disclosures included in the Notes to the financial report.

Information other than the financial report and auditor's report thereon

The directors are responsible for the other information. The other information comprises the information included in the Fund's 2024 annual report, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the financial report

The directors of 360 Capital FM Limited, as responsible entity of 360 Capital Mortgage REIT, are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error

In preparing the financial report, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- ▶ Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ▶ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.



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- ▶ Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- ▶ Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated to the directors, we determine those matters that were of most significance in the audit of the financial report of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Ernst & Young

Ernst & Young

St Elmo Wilken

St Elmo Wilken
Partner
Sydney
8 August 2024

360 Capital Mortgage REIT

Unitholder information for the year ended 30 June 2024

The information below was prepared as at 1 August 2024.

a) Top 20 registered unitholders

Unitholder Name	Units held	% of issued units
360 CAPITAL FM LIMITED <360 CAP DIV PROP FUND A/C>	811,580	19.65
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	136,008	3.29
CITICORP NOMINEES PTY LIMITED	127,662	3.09
ABBAWOOD NOMINEES PTY LTD <ABBOTT FAMILY S/F NO 1 A/C>	59,147	1.43
BNP PARIBAS NOMINEES PTY LTD <HUB24 CUSTODIAL SERV LTD>	49,781	1.21
CELLAR STOCKS PTY LTD <CELLAR INVESTMENT A/C>	49,000	1.19
CAPRICORN INVESTMENT PARTNERS (NOMINEES) PTY LTD <POSTNECK S/F A/C>	42,878	1.04
VENUSAPPHIRE HOLDINGS PTY LTD <HOGODT INVESTMENT A/C>	40,345	0.98
CAPRICORN INVESTMENT PARTNERS (NOMINEES) PTY LTD <MJ & PM CRANNY S/F A/C>	33,420	0.81
BURROWS MANAGEMENT PTY LIMITED <BURROWS MANAGEMENT A/C>	33,000	0.80
CAPRICORN INVESTMENT PARTNERS (NOMINEES) PTY LTD <LESLEY F HARRINGTON A/C>	32,996	0.80
COSSACK HOLDINGS PTY LTD	29,960	0.73
MR ADRIAN LOBO	29,793	0.72
CAPRICORN INVESTMENT PARTNERS (NOMINEES) PTY LTD <PAUL & LYNETTE RACKEMANN S/F A/C>	29,461	0.71
ABBAWOOD NOMINEES PTY LIMITED <ABBOTT FAMILY ACCOUNT>	28,833	0.70
BT PORTFOLIO SERVICES LIMITED <H & G EULENSTEIN S/F A/C>	28,440	0.69
BT PORTFOLIO SERVICES LIMITED <THE WJ & PA INGRAM S/F A/C>	28,000	0.68
KALUKI PTY LTD <THE PINCZEWSKI SUPER A/C>	26,942	0.65
HARGRAVES NURSERIES PTY LTD <HARGRAVES FAMILY S/F A/C>	25,792	0.62
SAFETYFIRST PTY LTD <MALONEY FAMILY S/F A/C>	25,000	0.61
Total units held by top 20 unitholders	1,668,038	40.38
Total units on issue	4,130,670	100.00

b) Distribution of unitholders by holding size

Number of units held by unitholders	Number of holders	Units held	% of issued units
1 to 1,000	127	61,902	1.50
1,001 to 5,000	268	776,020	18.79
5,001 to 10,000	103	722,817	17.50
10,001 to 100,000	72	1,494,681	36.18
100,001 and over	3	1,075,250	26.03
Totals	573	4,130,670	100.00

The total number of unitholders with less than a marketable parcel was 16 and they hold 292 units.

c) Substantial unitholder notices

Unitholder Name	Date of notice	Units held	% of issued units
360 CAPITAL FM LIMITED ATF 360 CAPITAL DIVERSIFIED PROPERTY FUND AND ASSOCIATES	13/06/2024	821,580	19.89

d) Voting rights:

Subject to the Constitution of 360 Capital Mortgage REIT and to any rights or restrictions for the time being attached to any units:

- on a show of hands, each unitholder present in person or by proxy, attorney, or representative has one vote; and
- on a poll, each unitholder has one vote for each unit in 360 Capital Mortgage REIT held.

360 Capital Mortgage REIT

Corporate directory for the year ended 30 June 2024

Directors & Officers

Non-Executive Directors

David van Aanholt (Deputy Chairman)
Andrew Graeme Moffat
Anthony Gregory McGrath

Executive Director

Tony Robert Pitt (Executive Chairman)

Officers

James Storey – Chief Executive Officer
Glenn Butterworth – Chief Financial Officer and Company Secretary

Responsible Entity

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AFSL 221 474
Suite 3701, Level 37, 1 Macquarie Place, Sydney NSW 2000 Australia
Telephone 02 8405 8860
Email: investor.relations@360capital.com.au

Unit Registry

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ACN 003 209 836
Level 8 210 George Street Sydney NSW 2000
Telephone 1300 737 760
Email: enquiries@boardroomlimited.com.au

Auditor

Ernst & Young
200 George Street Sydney NSW 2000

Website

www.360capital.com.au