

**Form 604**  
Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme	Industria REIT (IDR)
ACN/ARSN	Industria Trust No.1 (ARSN 125 862 875), Industria Trust No.2 (ARSN 125 862 491), Industria Trust No.3 (ARSN 166 150 938), Industria Trust No.4 (ARSN 166 163 186), and Industria Company No.1 Pty Ltd (ACN 010 794 957); stapled entities comprising IDR.

### 1. Details of substantial holder (1)

Name	360 Capital FM Limited (ACN 090 664 396) as responsible entity for 360 Capital Total Return Passive Fund (ARSN 602 304 432) and trustee for 360 Capital Diversified Property Fund. TT Investments Pty Limited (ACN 098 158 028) as trustee for TT Superannuation Fund. Tony Pitt a Director of 360 Capital FM Limited, a Director of TT Investments Pty Limited and a beneficiary of TT Superannuation Fund.
ACN/ARSN (if applicable)	As Above

There was a change in the interests of the substantial holder on	<u>22/03/2017</u>
The previous notice was given to the company on	<u>28/09/2016</u>
The previous notice was dated	<u>28/09/2016</u>

### 2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Stapled Securities	17,945,136	11.00%	21,222,341	13.01%

### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
See Annexure A	See Annexure A	See Annexure A	See Annexure A	See Annexure A	See Annexure A

### 4. Present relevant interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
See Annexure A	See Annexure A	See Annexure A	See Annexure A	See Annexure A	See Annexure A

## 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
360 Capital Investment Management Limited (ACN 133 363 185)	Ceased as responsible entity for 360 Capital Total Return Passive Fund

## 6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
See Annexure A	See Annexure A

## Signature

print name	Jennifer Vercoe	capacity	Secretary
sign here		date	24/03/2017

## DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement;
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included on any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

This is Annexure A referred to in the Form 604 Notice of Change of Interests of Substantial Holder signed by me.

Signed by:



Jennifer Vercoe  
Company Secretary

Date 24 March 2017

## INDUSTRIA REIT (ASX:IDR)

### Paragraph 3 - Changes in relevant interests

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and Number of Securities affected	Person's Vote affected
3 Mar 17	360 Capital FM Limited	On market acquisition	\$2.0750 per security	316,561	0.19%
6 Mar 17	360 Capital FM Limited	On market acquisition	\$2.0750 per security	187,780	0.12%
16 Mar 17	360 Capital FM Limited	On market acquisition	\$2.0800 per security	8,070	0.01%
17 Mar 17	360 Capital FM Limited	On market acquisition	\$2.0800 per security	22,554	0.01%
20 Mar 17	360 Capital FM Limited	On market acquisition	\$2.1000 per security	432,021	0.26%
21 Mar 17	360 Capital FM Limited	On market acquisition	\$2.1000 per security	10,705	0.01%
22 Mar 17	360 Capital FM Limited	On market acquisition	\$2.1200 per security	1,593,505	0.98%
23 Mar 17	360 Capital FM Limited	On market acquisition	\$2.1195 per security	599,068	0.37%
24 Mar 17	360 Capital FM Limited	On market acquisition	\$2.1275 per security	106,941	0.07%

### Paragraph 4 - Present relevant interests

Holder of Relevant Interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and Number of Securities (Units)	Person's Vote Affected (%) (NOT cumulative)
360 Capital FM Limited	360 Capital FM Limited as responsible entity for 360 Capital Total Return Passive Fund	360 Capital FM Limited as responsible entity for 360 Capital Total Return Passive Fund	Relevant interest in securities under s608(1)(a) of the Corporations Act 2001 (Cth) being relevant interest arising from being the holder of securities	18,405,102 ordinary securities	11.28%
360 Capital FM Limited	360 Capital FM Limited as trustee for 360 Capital Diversified Property Fund	360 Capital FM Limited as trustee for 360 Capital Diversified Property Fund	Relevant interest in securities under s608(1)(a) of the Corporations Act 2001 (Cth) being relevant interest arising from being the holder of securities	2,772,864 ordinary securities	1.70%
TT Investments	TT Investments Pty Limited (TT Super Fund A/C)	TT Investments Pty Ltd	Relevant interest in securities under s608(1)(a) of the Corporations Act 2001 (Cth) being relevant interest arising from being the holder of securities	44,375 ordinary securities	0.03%

### Paragraph 6 - Addresses

The address of persons named in the Form 604 is as follows:

Name	Address
360 Capital FM Limited	Level 8, 56 Pitt Street Sydney NSW 2000
TT Investments Pty Ltd	Level 8, 56 Pitt Street Sydney NSW 2000