NOTICE OF MEETING 2026

Whitefield Income Ltd Extraordinary General Meeting

ABN 76 658 702 222

Please join the Whitefield team for our upcoming EGM for Whitefield Income Ltd.

Location: Offices of Whitefield Capital Management
Level 19, 68 Pitt St Sydney

Date: Friday 16 October 2026

Time: 9am (Sydney time)

Pre-register: hello@whitefield.com.au

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the Extraordinary General Meeting of the shareholders of Whitefield Income Limited ("Company") will be held as follows:

Location:	Offices of Whitefield Capital Management Level 19, 68 Pitt St, Sydney
Date and Time:	Friday 16 October 2026 at 9am (Sydney time)
Pre-register:	hello@whitefield.com.au

Items of Business

1. Approval to ratify prior issue of 40,075,226 shares

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

"That the prior issue of 40,075,226 ordinary shares on the terms set out in the Explanatory Memorandum accompanying this Notice of Meeting is approved and ratifiedunder and for the purposes of ASX Listing Rule 7.4 and for all other purposes."

Voting exclusion statement: The Company will disregard any votes cast in favour of this Resolution 1 by or on behalf of any person who participated in the issue of shares subject of this Resolution 1 or any of their associates. However, this does not apply to a vote cast in favour of Resolution 1 by:

(a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the directions on the proxy form or given by the attorney to vote on the resolution in that way; or

(b) the person chairing the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction on the proxy form or given by the attorney to vote on the resolution as the chair decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

i. the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and

ii. the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Information about the Company's 15% placement capacity appears in the Explanatory Memorandum attached to this Notice of Meeting.

2. Approval to issue Placement Shares

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

"That for the purposes of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 120,000,000 Shares on the terms set out in the Explanatory Memorandum accompanying this Notice of Meeting."

Voting exclusion statement: The Company will disregard any votes cast in favour of this Resolution 2 by or on behalf of any person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue of Shares subject of this Resolution 2 (except a benefit solely by reason of being a shareholder in the Company) or any of their associates. However, this does not apply to a vote cast in favour of Resolution 2 by:

(a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the directions on the proxy form or given by the attorney to vote on the resolution in that way; or

(b) the person chairing the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction on the proxy form or given by the attorney to vote on the resolution as the chair decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

i. the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and

ii. the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Proxy Voting

A shareholder entitled to attend and vote at the extraordinary general meeting may appoint a proxy to attend and vote on their behalf. A proxy need not be a shareholder of the Company.

You are entitled to appoint up to two proxies to attend the meeting and vote. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy to exercise, otherwise each proxy may exercise half of the votes. If the number or percentage exceeds the total number of votes a shareholder is entitled to vote then each proxy may exercise half of the votes (any fractions resulting from a split between the proxies will be disregarded).

Proxy Forms can be lodged in 3 ways:

1. Online via www.investorvote.com.au
2. By Mail, to: Computershare Investor Services Pty Ltd. GPO Box 242, Melbourne VIC 3001 Australia
3. By Fax: 1800 783 447 (within Australia)
   +61 3 9473 2555 (outside Australia)

Relevant Custodians who have subscribed to Intermediary Online may lodge their proxy forms by visiting www.intermediaryonline.com

Proxy Forms must be received by 9.00am (Sydney Time) on Wednesday 14th October 2026 to be valid.

Entitlement to Vote

The Company has determined that a shareholder's entitlement to vote at the meeting will be the entitlement of that shareholder set out in the register of shareholders as at 07.00 p.m. (Sydney time) on Wednesday 14th October 2026.

By order of the Board.
Stuart Madeley, Company Secretary
11 September 2026

Explanatory Notes

The following notes below provide additional information in relation to the items of business proposed at the Company's Extraordinary General Meeting (the Meeting) and the Directors recommend shareholders read the notes prior to determining whether to support the resolutions:

Item 1: Approval to ratify prior issue of 40,075,226 shares

On 3 December 2025 (Issue Date), the Company issued 40,075,226 fully paid ordinary shares at an issue price of $1.32 which raised approximately $52.9 million (the Issue).

The Shares were issued under a placement to new and existing members of the Company who were professional and sophisticated investors. No shares were issued to related parties of the Company; a member of the Company's key management personnel; a substantial holder in the Company; an adviser to the Company; or an associate of any of these parties (where the party was issued more than 1% of the Company's issued capital at the time of the Issue). The placement was managed by Morgans Financial Limited, Taylor Collison Limited, Ords Minnett Limited, Commonwealth Securities Limited and Shaw and Partners Limited (Joint Lead Managers (JLMs)). The JLMs sought expressions of interest from potential investors and conducted a bookbuild of participants. The funds raised were invested in accordance with the Company's investment strategy.

Under Listing Rule 7.1 a listed company cannot issue over any 12 month period more than 15% of the fully paid ordinary securities it had on issue at the start of that period, unless the issue is approved by shareholders (or was issued under an exception).

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of equity securities after it has been made or agreed to be made.

Resolution 1 seeks Shareholder approval of this prior Issue under and for the purposes of Listing Rule 7.4.

If shareholders resolve to approve the Issue, the shares under the Issue will be excluded from the calculation of the number shares that the Company can issue without shareholder approval under Listing Rule 7.1.

If the Issue is not approved, the shares issued in December 2025 pursuant to the Issue will not be excluded from the calculation of the number of shares that the Company can issue without shareholder approval under Listing Rule 7.1.

Board recommendation and statement of intent re undirected proxies: The Board unanimously recommends that shareholders vote **in FAVOUR of Item 1** and the Chairman intends to vote any undirected proxies **in FAVOUR of Resolution 1**.

Item 2: Approval to issue Placement Shares

The Company is seeking shareholder approval to conduct a capital raising, comprising a placement of up to 120,000,000 new fully paid ordinary shares in the Company (Placement Shares) to be issued to sophisticated and professional investors which will be identified and selected through a bookbuild process to be conducted by the respective joint lead managers to the Placement. The Placement is subject to approval of the Company's Shareholders for the purposes of ASX Listing Rule 7.1 (Placement).

Proceeds of the placement will be invested by the Company in accordance with its existing investment strategy as described in the Company's Prospectus that was released on the ASX on 9 December 2024. The Placement will provide additional capacity to allow new and existing sophisticated and professional investors to increase their investment in the Company. In addition, the increase in the Company's scale allows fixed costs of operation to be spread across a larger volume of shares, thus lowering the fixed cost per share for existing shareholders.

Under Listing Rule 7.1 a listed company cannot issue over any 12 month period more than 15% of the fully paid ordinary securities it had on issue at the start of that period, unless the issue is approved by shareholders (or was issued under an exception). The maximum number of shares to be issued under the Placement does not fall within any of these exceptions and exceeds the 15% limit in Listing Rule 7.1. It therefore requires the approval of shareholders under Listing Rule 7.1 for the full Placement to proceed.

Resolution 2 seeks Shareholder approval for the purposes of ASX Listing Rule 7.1 and for all other purposes, for the issue of up to 120,000,000 Placement Shares.

If Resolution 2 is passed, the Company will be able to proceed with the issue of up to Placement Shares during the period of three months after the Meeting.

If Resolution 2 is not passed, the Company will not be able to issue all of the Placement Shares, and would remain limited to issuing only up to 15% of the fully paid ordinary securities it had on issue calculated under Listing Rule 7.1.

The following disclosure is provided as required by Listing Rule 7.3:

(a) Participants in Placement: the Placement Shares the subject of Resolution 2 will be issued to persons who qualify as sophisticated or professional investors who are introduced by or identified by the respective joint lead managers during the book build process to be conducted within three months following approval from shareholders, as determined by the Board. The Placement Shares will not be issued to persons who are related parties of the Company a member of the Company's key management personnel; a substantial holder in the Company; an adviser to the Company; or an associate of any of the above (where the party is being issued more than 1% of the Company's issued capital at the time of the issue).

(b) Maximum number: the maximum number of Placement Shares to be issued is 120,000,000.

(c) Terms of issue: the Placement Shares will be fully paid ordinary shares in the Company and will rank equally in all respects with the Company's existing ordinary shares from their date of issue.

(d) Date of issue: the Placement Shares will be issued no later than three months after the Meeting, if approved.

(e) Issue price: the issue price of the Placement Shares will be determined at the time the capital raising is conducted and will be not less than 75% of the volume weighted average market price of Shares in that class, calculated over the 15 trading days on which trades in that class were recorded immediately before:

    i. the date on which the price at which the Shares are to be issued is agreed; or

    ii. if the equity securities are not issued within 10 trading days of the date in paragraph (i) above, the date on which the Shares are issued.

    The final issue price will be announced at that time and disclosed to the market once finalised.

(f) Purpose of issue: the purpose of the issue of the Placement Shares is to raise funds to invest in accordance with the Company's investment strategy as described in the Company's Prospectus that was released on the ASX on 9 December 2024. The Company considers that the funds may be used for the following purposes.

    i. consideration for the acquisition(s) of new assets and investments, including the expenses associated with such acquisition(s) (provided the equity securities are issued for cash); and

    ii. continued expenditure on the Company's current investment activities and/or general working capital.

(g) Relevant agreement: the Placement Shares are expected to be issued under a relevant agreement between the Company and joint lead managers that will be on customary terms for an agreement of this nature. The terms of the agreement, including any fees payable to the joint lead managers, have not been finalised as at the date of this Notice. Other than this, there are no other material terms of the agreement relating to the proposed issue of the Placement Shares, other than as disclosed in this Notice of Meeting and the accompanying Explanatory Memorandum.

(h) Voting exclusion statement: a voting exclusion statement is included in Resolution 2 of this Notice.

Board recommendation and statement of intent re undirected proxies: The Board unanimously recommends that shareholders vote **in FAVOUR of Item 2** and the Chairman intends to vote any undirected proxies **in FAVOUR of Resolution 2**.

WHITEFIELD INCOME

WHITEFIELD INCOME LIMITED
ABN 76 658 702 222

Need assistance?

Phone:
1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)

Online:
www.investorcentre.com/contact

YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **9:00am (AEDT) on Wednesday, 14 October 2026.**

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative
If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form:

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is

Control Number: 188980

SRN/HIN:

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia

PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

☐ **Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with '**X**') should advise your broker of any changes.

Proxy Form

Please mark ☒ to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of Whitefield Income Limited hereby appoint

☐ **the Chairman of the Meeting** **OR** ______________________

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Extraordinary General Meeting of Whitefield Income Limited to be held at Level 19, 68 Pitt St, Sydney, NSW 2000 on Friday, 16 October 2026 at 9:00am (AEDT) and at any adjournment or postponement of that meeting.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
Resolution 1	Approval to ratify prior issue of 40,075,226 shares	☐	☐	☐
Resolution 2	Approval to issue Placement Shares	☐	☐	☐

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s)

This section must be completed.

Individual or Securityholder 1	Securityholder 2	Securityholder 3	
			/ /
Sole Director & Sole Company Secretary	Director	Director/Company Secretary	Date

Update your communication details *(Optional)*

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

Mobile Number	Email Address